

18 March 2024

Subject: Notification on the resolutions of the Board of Directors' Meeting No.2/2024
(Schedule of the 2024 AGM, Omission Dividend Payment)

To: Director and Manager
The Stock Exchange of Thailand

Because of Thai Capital Corporation Public Company Limited ("the Company") was held the Board of Director's Meeting No. 2/2024 on 18 March 2024, the Board has passed the important resolutions which can be summarized as following.

1. Resolved to propose the 2024 Annual General Shareholder's Meeting ("AGM") to consider and approve the appointment Mr. Bunjong Pichayaprasat, CPA License No. 7147 or Miss Khaymanundt Chaichuen, CPA License No. 8260 or Miss Sirada Jarutakanont, CPA License No. 6995 or Miss Kornpreeya Soonphiphatsakul, CPA License No. 10001 or Mr. Chaiwat Saetiaw CPA License No. 11042 of Siam Truth Audit Co., Ltd. to be the Company's auditor for 2024, require that any one of the auditors has the power to examine, review and comment on the financial statements of the company.

In the event those auditors are unable to perform their duties, Siam Truth Audit Co., Ltd. is authorized to assign other authorized auditors to perform the audit with an approval of the Board of Directors first. The determination of the auditing fee for 2024 to be an amount of not exceeding Baht 1,180,000 which excludes out-of-pocket expenses such as traveling, overtime pay, stamp, etc.

2. Encourage good corporate governance, the Company would invite the shareholders to propose the agenda for the 2024 Annual General Meeting of Shareholders and propose the nominate qualified candidates for the Board of Directors in advance by posting it on the Company's website between 1 December 2023 to 31 January 2024. As a result, there was not any shareholder to propose the agenda or the name of nominate qualified candidates.

The Board of Directors approved the re-appointment of 3 directors consist of; 1) Mr. Munsin Chaivikrai, 2) Mr. Kittisak Chaivikrai and 3) Mr. Charoenchai Chaivikrai, whose terms expired by rotation to be the directors of the Company for another term and proposed to the AGM for further approval.

3. Resolved to propose the AGM consider and approve the remuneration of Directors for 2024 of not exceeding Baht 4,000,000 per year which is the same rate as the year 2023. The details are as follows.

Type of Remuneration	Position	Remuneration Rate	
		Year 2024	Year 2023
1. Fixed Remuneration (Baht/Person/Year)	Chairman of the Board of Directors	252,000	252,000
	Vice Chairman	150,000	150,000
	Head of Independent Director, Independent Director	150,000	150,000
	Chairman of the Audit Committee	252,000	252,000
	Member of the Audit Committee	204,000	204,000
2. Meeting Allowance (Baht/Person/Attendance)	Chairman	12,500	12,500
	Member	10,000	10,000
3. Bonus	to be allocated by the Board of Directors		
Total Remuneration not exceeding		4,000,000	4,000,000
4. Other Remuneration (Non-cash compensation)		None	None

4. Resolved to propose the AGM consider and approve the omission of the 2023 annual dividend payment. Due to the company's net loss (according to the separate financial statements) amount 9,340,493.16 Baht.

5. Resolved to call the Annual General Meeting of shareholders for 2024 on Tuesday, 30 April 2024 at 10.00 am. through electronic media (e-AGM) whereby the Record Date on which shareholder shall have the right to attend the Annual General Meeting of shareholders for 2024 will be on 2 April 2024 to consider the following agendas.

- Agenda 1 Matters to be informed by the Chairman
- Agenda 2 To consider and certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023
- Agenda 3 Acknowledge the report of the operating result of the Company for 2023
- Agenda 4 To consider and approve the Financial Statements for the fiscal year ended 31 December 2023
- Agenda 5 To consider and approve the omission dividend payment from the operating result of year 2023
- Agenda 6 To consider and approve the election of directors to replace the directors who retire by rotation
- Agenda 7 To consider and approve the remuneration of directors for 2024
- Agenda 8 To consider and appoint the auditors of the Company and fixing audit fee for 2024
- Agenda 9 To consider other matters. (If any)

Please be informed accordingly.

Yours faithfully,

(Mr. Kamphol Patana-anukul)
Chief Financial Officer