

TC-CP 010/2020

24 March 2020

**Subject:** Notification of the Resolutions of the Board of Directors to postpone the Annual General Meeting of Shareholders for the year 2020 on March 27, 2020, and approve the interim dividend payment

**To:** The President  
The Stock Exchange of Thailand

As we have already informed you, the Board of Directors of Thaicom Plc. (the “Company”), in Meeting No. 4/2020 held on February 12, 2020, approved calling the Annual General Meeting of Shareholders for 2020 on March 27, 2020, at 2.00 p.m. in the Vibhavadee Ballroom, Lobby Level of Centara Grand at Central Plaza Ladprao, Bangkok, 1695 Phahonyothin Road, Chatuchak, Bangkok. The Record Date for specifying the list of shareholders who have the right to attend the meeting and receive the dividend was February 26, 2020.

Due to the COVID-19 epidemic, which is spreading rapidly and has not yet been contained, the government has asked for cooperation from the private sector to reconsider activities that involve large gatherings of people. Although the Company has prepared good measures to protect the shareholders who will attend the meeting, it cannot guarantee that the risk of infection can be significantly reduced. The situation is changing fast, making it impossible to predict what will happen next. Further the hotel who is an owner of the meeting premise will not be able to allow the company to have the shareholders meeting during this situation. The Company considers the safety of its shareholders to be the first priority.

Therefore, Board of Directors Meeting No. 6/2020, held on March 24, 2020, considered the above matter and passed the resolutions detailed below.

- 1. Postponed the Annual General Meeting of Shareholders for the Year 2020 until after May 29, 2020.** All the agenda items indicated in the invitation letter for the meeting, apart from the interim dividend payment, will be put on hold until further notice. This postponement will not have any significant effect on the Company’s business operations or the shareholders’ right to receive the interim dividend. The Board of Directors will reconsider this matter at an appropriate time when the situation has been resolved, and set a new date and agenda for the AGM, including a new Record Date for specifying the list of shareholders who have the right to attend the meeting. The Company will then inform the shareholders accordingly.
- 2. Approved the interim dividend payment from the Company's returned earnings as of December 31, 2019 at the rate of 0.20 baht per share, totaling approximately 219 million baht.** The Record Date for specifying the list of shareholders who have the right to receive this dividend was 26 February 2020, and the dividend will be paid on 21 April 2020, the same date as the shareholders had been previously notified.

In this regard, the interim dividend will be paid to shareholders who are entitled to receive it as mentioned above. The Board of Directors decided to approve this dividend itself instead of proposing the annual dividend to the AGM in order to reduce the impact from the sudden and indefinite postponement of the meeting. This interim dividend of 0.20 baht per share from retained earnings in



2019. Consequently, the Board of Directors will not propose any other dividend payment for the year 2019.

3. **Approved the appointment of 1. Mr. Teeranun Srihong as a new independent director, member of the Audit Committee and Chairman of Compensation Committee** to replace Mrs. Charintorn Vongsbootorn **2. Mr. Winid Silamonkol as a new independent director, Chairman of the Audit Committee and Member of the Governance and Nomination Committee** to replace Prof. Samrieng Mekkiengkrai (who has resigned from his board position, effective 27 March 2020).

The Company would like to summarize the list of the Board of Directors and list of Members of Board Committees, after the aforementioned changes in membership, as follows:

The Board of Directors comprises the following 9 directors:

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|--------------------------------|---|
| 1) Mr. Prasert Bunsumpun       | Chairman of the Board of Directors and Independent Director |
| 2) Mrs. Patareeya Benjapolchai | Independent Director  |
| 3) Mr. Teeranun Srihong        | Independent Director (effective as of 27 March 2020)        |
| 4) Mr. Winid Silamonkol        | Independent Director (effective as of 27 March 2020)        |
| 5) Mr. Somprasong Boonyachai   | Director  |
| 6) Mr. Kwek Buck Chye          | Director  |
| 7) Mr. Anek Pana-apichon       | Director  |
| 8) Mr. Anant Kaewruamvongs     | Director  |
| 9) Dr. Puwieng Prakhammintara  | Director  |

The Audit Committee comprises the following 3 members:

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|--------------------------------|---|
| 1) Mr. Winid Silamonkol        | Chairman of the Audit Committee (effective as of 27 March 2020) |
| 2) Mrs. Patareeya Benjapolchai | Member of the Audit Committee                                   |
| 3) Mr. Teeranun Srihong        | Member of the Audit Committee (effective as of 27 March 2020)   |

The Compensation Committee comprises the following 3 members:

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|--------------------------------|--|
| 1) Mr. Teeranun Srihong        | Chairman of the Compensation Committee (effective as of 27 March 2020) |
| 2) Mrs. Patareeya Benjapolchai | Member of the Compensation Committee                                   |
| 3) Mr. Anek Pana-apichon       | Member of the Compensation Committee                                   |

The Governance and Nomination Committee comprises the following 3 members:

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|--------------------------------|---|
| 1) Mrs. Patareeya Benjapolchai | Chairman of the Governance and Nomination Committee                               |
| 2) Mr. Winid Silamonkol        | Member of the Governance and Nomination Committee (effective as of 27 March 2020) |
| 3) Mr. Anek Pana-apichon       | Member of the Governance and Nomination Committee                                 |



The Executive Committee comprises the following 4 members:

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|--------------------------------|-------------------------------------|
| 1) Mr. Anek Pana-apichon       | Chairman of the Executive Committee |
| 2) Mr. Kwek Buck Chye          | Member of the Executive Committee   |
| 3) Mr. Anant Kaewruamvongs     | Member of the Executive Committee   |
| 4) Mr. Paiboon Panuwattanawong | Member of the Executive Committee   |

The Company wishes to apologize to the shareholders for the cancellation of the Annual General Meeting of Shareholders for 2020. The meeting will not be re-scheduled until the Department of Disease Control at the Ministry of Public Health announces that Thailand is safe from the spread of the COVID-19 virus and has returned to normal conditions. The Company will then arrange for the meeting to be held, in accordance with the law, as soon as it is reasonably practicable.

Yours sincerely,

-Signed-

(Mr. Salil Charuchinda)  
Head of Legal and Compliance Department  
Thaicom Public Company Limited

