

- Translation -

TC-CP 011/2020

29 May 2020

Subject: Notification of the Resolutions of the Board of Directors' Meeting No. 9/2020

To: The President  
The Stock Exchange of Thailand

As the Board of Directors' Meeting of Thaicom Plc. (the "Company"), at the Meeting No. 6/2020 held on 24 March 2020, resolved to postpone the Annual General Meeting of Shareholders 2020 ("Meeting") until after 29 May 2020, and cancelled the date and agenda items for the Meeting which was previously scheduled on 27 March 2020, as well as cancelling the record date which was on 26 February 2020, for specifying the list of shareholders who have the right to attend the meeting due to the COVID-19 epidemic, which is spreading rapidly and has not yet been contained

The Board of Directors' Meeting No. 9/2020 held on 29 May 2020 at 10.30 a.m. at Galaxy Room on 28<sup>th</sup> Floor, SJ Infinite One Business Complex, No. 349 Vibhavadi-Rangsit Road, Chatuchak, Bangkok, hereby made the following resolutions:

1. Approved the re-appointment of (1) Mr. Winid Silamongkol, (2) Mr. Teeranun Srihong and (3) Mr. Anant Kaewruamvongs who retired by rotation in year 2020. The re-appointment of directors for another term had already been considered and agreed upon by the Governance and Nomination Committee and the Company will proposed this matter for approval at the Annual General Meeting of Shareholders for 2020.
2. Approved the amendments to article 28 and 31 of Company's Articles of Association in order to be consistent with the Emergency Decree on Electric Meeting B.E. 2563 (2020) as detail specified below:

EXISTING	PROPOSE
<b>Article 28</b> The meeting of the board of directors shall be hold at least every three months at the head office of the Company or provinces or foreign country as required by the board chairman. The board chairman shall convene the meeting or in case of necessity at least two directors may request the board chairman to convene the meeting in which the	<b>Article 28</b> The meeting of the board of directors shall be held at least every three months at <u>the venue as required by the chairman of the board or the board of directors</u> . The board chairman shall convene the meeting or in case of necessity at least two directors may request the board chairman to convene the meeting in which the board



<p>board chairman shall fix the date of the meeting within 14 days from the date which he receives such request.</p>	<p>chairman shall fix the date of the meeting within 14 days from the date which he receives such request.</p> <p><u>The meeting of the board of directors may be held by the electronic meeting which shall comply with the provisions and methods as required by notifications, regulations and related laws. The quorum and voting of the meeting of board of directors shall be subject to the company's articles of association. All provisions and methods provided by laws, law notifications, and regulations relating to the electronic meeting shall be applied to the other articles of company's articles of association as related.</u></p>
<p><b>Article 31</b> In summoning for a meeting of shareholders, the board of directors shall send notice of the meeting specifying the place, date, time, agenda of the meeting and the subject matter to be submitted to the meeting together with reasonable details and shall deliver the same to the shareholders and the Registrar for reference not less than 7 days prior to the meeting. Besides, the notice of the meeting shall also be announced in a newspaper for not less than consecutive three days before the meeting.</p>	<p><b>Article 31</b> In summoning for a meeting of shareholders, the board of directors shall send notice of the meeting specifying the place, date, time, agenda of the meeting and the subject matter to be submitted to the meeting together with reasonable details and shall deliver the same to the shareholders and the Registrar for reference not less than 7 days prior to the meeting. Besides, the notice of the meeting shall also be announced in a newspaper for not less than consecutive three days before the meeting.</p> <p><u>The meeting of shareholder can be held through electronic media. The process of meeting through electronic media shall be proceeded in accordance with the criteria and method as provided by laws and run through a meeting control system which has information technology security standard as specified by announcement or regulation of the relevant authorities or by laws.</u></p> <p><u>In case of proxy for joining and voting in the electronic shareholders' meeting, such shareholder and proxy shall comply with the procedure and conditions set forth by the company which shall be in accordance with the</u></p>



	<u>related rules and regulations and applicable laws.</u>
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And the Company will proposed this matter for approval at the Annual General Meeting of Shareholders for 2020.

3. Approved calling the 2020 Annual General Meeting of Shareholders on Wednesday, 22 July 2020 at 9.30 a.m. at Vibhavadee Ballroom, Lobby Level, Centara Grand at Central Plaza Ladprao Bangkok, No. 1695 Phaholyothin Road, Chatuchak, Bangkok 10900. The meeting agenda is as follows:

Agenda Item 1 Matters to be informed;

Agenda Item 2 To acknowledge the Company's operating results for the fiscal year 2019;

Agenda Item 3 To consider and approve the Financial Statements of the Company and its subsidiaries for the year ended on 31 December 2019;

Agenda Item 4 To acknowledge the interim dividend payment and no proposal for additional dividend payment for the year 2019;

Agenda Item 5 To consider and approve the appointment of the Company's auditors and fix their remuneration for the year 2020;

Agenda Item 6 To consider and approve the remuneration of the Company's directors for the year 2020;

Agenda Item 7 To consider and approve the appointment of directors to replace those who retire by rotation in 2020;

Agenda Item 8 To consider and approve the amendments to Article 28 and 31 of the Company's Articles of Association.

Agenda Item 9 To consider and approve the prohibition of business domination by foreigners; and

Agenda Item 10 Other matters, (if any).

The Record Date for specifying the list of shareholders who are entitled to attend the 2020 Annual General Meeting of Shareholders shall be on Thursday 18 June 2020.

Moreover, the Board of Directors Meeting agreed to assign the Chief Executive Officer to have the authority to determine any change of date, time and place related to the 2020 Annual General Meeting of Shareholders as necessary and appropriate.

As the Company provided an opportunity to its shareholders to propose any agenda items and to nominate candidates for election as Directors in advance prior to the 2020 Annual General Meeting of Shareholder from 25 September 2019 to 31 December 2019, which is in pursuant to the good corporate governance regarding the equitable treatment of shareholders. The period for proposing



was ended and that there was no shareholder propose any agenda items for the AGM and also that there was no candidate nomination for the company's board of director.

Thaicom will published the 2020 AGM Invitation letter and its related documents on Thaicom's Website ([www.thaicom.net](http://www.thaicom.net)). The Invitation letter on website would contain the same information as the notice that are being sent the shareholders by post.

Yours sincerely,

-Signed-

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

