

THAITHEPAROS PUBLIC COMPANY LIMITED
ANNOUNCES ANNUAL CASH DIVIDEND PAYMENT AND SET DATE FOR ANNUAL GENERAL MEETING
OF SHAREHOLDERS 2019

The board of directors of Thaitheparos Public Company Limited at a meeting No. 2/2019 held on March 12, 2019 at 10.30 a.m. has passed unanimously the following resolutions:

1. The annual dividend payment for the operation from January 1 to December 31, 2018 will be Bht. 0.99 per share (Bht. 0.99 per share from income tax rate 20 %)

Total dividend payment will be Bht. 356.40 million. The dividend payment, to be proposed to the 2019 AGM for approval, is scheduled to be paid on May 17, 2019.

2. The record date for the right to receive dividend shall be recorded on May 2, 2019.

3. The annual general meeting of shareholders 2019 should be held on April 24, 2019 at 2.00 p.m. at the conference room 3 rd floor, Head Office of Thai Theparos Public Company Limited No. 208 Moo 6 Taiban Road Tambol Taiban, Amphur Muang, Samutprakarn 10280 Tel. 02-7034444.

The record date for the right to attend the 2019 Annual General Shareholders' Meeting shall be recorded on March 26, 2019.

4. The election of the new Directors in replacement of those who are due to retire by rotation. The new directors nominated to replace the retiring ones are

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|----------------|-----------|--|
| 1. Mr. Phot | Kongputhi | (Reappointed Independent director and Chairman of the Audit Committee) |
| 2. Mr. Tanawat | Winyarat | (Reappointed director) |
| 3. Mr. Bancha | Winyarat | (Reappointed director) |

Remuneration for the year 2019

5. Remuneration for the year 2019

5.1 The directors' remuneration for 9 persons of the year 2019 is not exceeding 4,515,000.00 Baht which is the same rate as those of 2018.

5.2 The audit committee remuneration for 3 persons of the year 2019 is not exceeding 462,000.00 Baht which is the same rate as those of 2018.



6. The election Mrs. Siripen Sukcharoenyingyong, CPA Registration No. 3636 or
Mr. Charoen Phosamrittert, CPA Registration No. 4068 or
Miss Orawan Chotviriyakul, CPA Registration No. 10566, auditors

from KPMG Phoomchai Audit Limited. , as the auditors of the Company for the year 2019 and fixing the remuneration not exceeding 1,300,000 Baht , increased by 50,000 Baht or increased 4.00% from 2018. The auditors as mentioned above have no relationship or any interest with the company, executives, major shareholders or related persons.

7. To consider revising article of association, chapter 2 Share issuing, shall be in accordance with the rules and procedures prescribed in the Ministerial Regulations and Stock Exchange of Thailand.

Current Articles of Association Chapter 8 The Company may not own its own shares nor accept pledge of the Company's own shares.

Proposed Articles of Association Chapter 8 The Company may not own its own shares nor accept pledge of the Company's own shares except for the following cases.

(A) The company may repurchase shares from the shareholders who vote against the resolution of the meeting of shareholders for the alteration of the company's articles of association in the matters related to the right to vote and the right to receive dividends which are considered by such shareholders to be unfair to them; or

(B) The company may repurchase shares for the purpose of financial administration when it has accumulated profits and surplus liquidity and such repurchase does not result in any financial difficulty on the part of the company.

Shares as held by the company shall be disregarded in the computation of a quorum of a meeting of shareholders and shall not carry any right to vote or any right to receive dividends.

The shares repurchased under paragraph one must be disposed of within the time prescribed in the Ministerial Regulations. If they are not disposed of or are unable to be fully disposed of within the time prescribed, the company shall reduce its paid-up capital by deduction therefrom the registered shares not disposed of.

The repurchase of shares, the distribution of repurchased shares, and the write-off of unsold repurchased shares shall be done in accordance with the rules and procedures set out in the ministerial regulations and the relevant law. In case, the company's shares have been listed on the Stock Exchange of Thailand. The company have to follow to the regulation, announcement requirements of the Stock Exchange of Thailand

The repurchased shares account for no more than (10%) of the paid up capital, shall be approved by the board of directors. In case the repurchased shares account more than (10%) of the paid up capital the company shall repurchased shares within (1) year from the date of shareholders meeting resolution.

8. The following agenda for the 2019 Shareholders' Annual General Meeting.

Agenda 1 To consider and certify the minutes of the Annual general meeting of shareholders 2019.



THAITHEPAROS

บริษัท ไทยทิวลิป จำกัด (มหาชน)

Agenda 2 To acknowledge the company's annual report and the board of directors' report for the year 2018.

Agenda 3 To consider and approve the company's statements of change in financial position, statements of comprehensive income and cash flow statements as at December 31,2018.

Agenda 4 To consider and approve the appropriation of annual profit for the year 2018 and the dividend payment.

Agenda 5 To consider the election of the new directors in replacement of those who are due to retire by rotation and to consider the remuneration for the Board of Directors for the year 2019.

Agenda 6 To consider and appoint the Auditors and auditors' fee for the year 2019.

Agenda 7 To consider revising article of association, chapter 2 Share issuing, shall be in accordance with the rules and procedures prescribed in the Ministerial Regulations and Stock Exchange of Thailand.

Agenda 8 To consider other issues (if any).



(Mr.Tanawat Winyarat)

Deputy Managing Director