



DIMET

บริษัท ไดเมท (สยาม) จำกัด (มหาชน)
Dimet (Siam) Public Company Limited.
602 Bangpoo Industrial Estate, Muang, Samulprakarn 10280 Thailand
Tel: + 66 2323 2800-6 Fax: + 66 2323 2807
www.dimetsiam.com e-mail : contact@dimetsiam.com

Dimet 022/2019

September 9, 2019

Subject: Meeting schedule of shareholder and Omit dividend payment. (Additional)
To : The Directors and Managing Director
The Stock Exchange of Thailand

The Board of Directors of Dimet (Siam) Public Co., Ltd. (The Board) will propose the following resolutions, made in the Board of Directors Meeting No.8/2019 held on 30th August 2019 at 14.00 p.m. at Anna & Charlie's Café, no. 177 Naradhiwat Rajanagarindra Rd, Khwaeng Chong Nonsi, Khet Yan Nawa, Bangkok 10120, to Annual General Meeting (AGM) of company's shareholders as follows:

1. The Board agreed with company's audited Financial Statements for financial year ended as of 30th June 2019 with the auditor's report.

2. The Board agreed to omit dividend payment for company performance ended 30th June 2019.

3. The Board resolved Mr. Panya Boonyapiwat, Mr. Manit Koothanapath and Pol.Maj.Gen. Prapass Piyamomgkol who will retire by service term this year.

They will be presented to shareholders for approval to be reelected as Directors for another term.

4. The Board agreed to propose for shareholders' approval at the Annual General Meeting for allotted remuneration of Director for the year 2020. (1st July 2019 – 30th June 2020)

5. The Board resolved to appoint Mr. Somkid Tiatragul, CPA license No. 2785, Ms. Kanyanat Sriratchachaval, CPA license No.6549 or Mr. Teerasak Chuasrisakul, CPA license No.6624 of Grant Thornton Limited and the auditor's remuneration for the year 2020.

The Board of Directors Meeting No.9/2019 held on September 9, 2019 at Anna & Charlie's Café, no. 177 Naradhiwat Rajanagarindra Rd, Khwaeng Chong Nonsi, Khet Yan Nawa, Bangkok 10120 passed a resolution to propose to the shareholders' meeting

6. Resolved to propose to the shareholder meeting to decrease of registered capital from existing share capital 403,430,170.50 Baht to the registered capital 268,953,799.50 Baht by canceling 268,952,742 unissued registered ordinary shares with a par value of Baht 0.50 each, which is the ordinary shares issued to support the exercise of warrants No.2 (DIMET-W2) with maturity date on November 19, 2019, and the ordinary shares reserved for capital increase as a general mandate, in order to comply with the provisions of the Public Limited

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Companies Act. The Company is required to reduce the registered capital by canceling the unissued registered ordinary shares before the company is able to increase its capital. The proposal should be submitted to the shareholders' meeting for approval.

7. Resolved to propose the Shareholders' Meeting to consider and approve the amendment of the Company's Memorandum of Association on clause 4 regarding Registered Capital to comply with the decrease of the Company's registered capital, whereby old wordings shall be cancelled and replaced by new wordings as follows:

"Clause 4. Registered Capital	268,953,799.50	Baht	(Two hundred and sixty-eight million, nine hundred and fifty-three thousand, seven hundred and ninety-nine point five zero Baht)
Divided into	573,907,599	shares	(Five hundred and seventy-three million, nine hundred and seven thousand, five hundred and ninety-nine shares)
Par value per share	0.50	Baht	(point five zero Baht)
<i>Categorized as follows;</i>			
Ordinary shares	573,907,599	shares	(Five hundred and seventy-three million, nine hundred and seven thousand, five hundred and ninety-nine shares)
Preference shares	-	shares	(- share)

8. Resolved to propose the Shareholders' Meeting to consider and approve the increase of the Company's registered capital from 268,953,799.50 to 842,861,398.50 Baht by issuing newly issued ordinary 1,147,815,198 shares at the par value of Baht 0.50 per share.

9. Resolved to propose the Shareholders' Meeting to consider and approve the amendment of the Company's Memorandum of Association on clause 4 regarding Registered Capital to comply with the increase of the Company's registered capital, whereby old wordings shall be cancelled and replaced by new wordings as follows:

"Clause 4. Registered Capital	842,861,398.50	Baht	(Eight hundred and forty-two million, eight hundred and sixty-one thousand, three hundred and ninety-eight point five zero Baht)
Divided into	1,685,722,797	shares	(One billion, six hundred and eighty-five million, seven hundred and twenty-two thousand, seven hundred and ninety-seven shares)
Par value per share	0.50	Baht	(point five zero Baht)
<i>Categorized as follows;</i>			
Ordinary shares	1,685,722,797	shares	(One billion, six hundred and eighty-five million, seven hundred and twenty-two thousand, seven hundred and ninety-seven shares)
Preference shares	-	shares	(- share)



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10. Resolved to propose the shareholders to consider and approve the allotment of newly ordinary shares not exceeding 1,147,815,198 shares with a par value of 0.50 Baht per share. The details are as follows:

10.1. The amount of 573,907,599 shares shall be allotted and offered to the existing shareholders of the Company in proportion to their current shareholdings, provided that such shareholder names appear on the Record Date as at September 30, 2019. The offering ratio shall be 1 existing ordinary share to 1 newly issued ordinary share, and the offering price shall be 0.50 Baht (point five zero Baht) per share. These rights are also uncertain, due to the approval of the shareholders meeting. The subscription and payment period of the newly issued ordinary shares shall be during November 18-22, 2019 at 9.00 a.m.–3.30 p.m.

10.2. Allotment of newly ordinary shares not exceeding 573,907,599 shares at a par value of Baht 0.50 to accommodate the exercise of warrants DIMET-W3 offered to the existing shareholders of the company who subscribed and paid up for increased ordinary shares in proportion shareholdings at ratio of 1 newly ordinary share for 1 unit of warrant DIMET-W3 (fractions will be rounded off) without charge. The exercise price is 0.65 Baht per share.

11. The Board resolved the meeting date and agenda for the Annual General Meeting for the year 2019 on Wednesday 30th October, 2019 on 10.30 a.m., at Maple Hotel, Maple Room 3 (2nd Floor, Tower 2) , 9 Srinakarin Rd., Bangna, Bangkok 10250

The meeting agenda are as follows:

- Agenda 1 To consider and certify Minutes of Extraordinary General Meeting of Shareholders No.1/2019
- Agenda 2 To acknowledge performance of the company for financial year 2019, and report of Directors.
- Agenda 3 To consider and approve the financial statements for year ended 30th June 2019.
- Agenda 4 To consider and approve to omit dividend payment for the year ended 2019.
- Agenda 5 To consider and elect directors in place of those retired by completing service term.
- Agenda 6 To consider and approve the director's remuneration for the year 2020.
- Agenda 7 To consider and appoint auditor and remuneration of auditor for year 2020.
- Agenda 8 To consider and approve the decrease of registered capital from 403,430,170.50 Baht to 268,953,799.50 Baht and To consider and approve the amendment to Clause 4 of the Memorandum of Association, to be in line with the decrease of registered capital.
- Agenda 9 To consider and approve the increase of registered capital from 268,953,799.50 Baht to 842,861,398.50 Baht and To consider and approve the amendment to Clause 4 of the Memorandum of Association, to be in line with the increase of registered capital.



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Agenda 10 To consider and approve the allotment of the 1,147,815,198 new ordinary shares. The amount of 573,907,599 shares shall be allotted and offered to the existing shareholders of the Company and to accommodate the exercise of warrants DIMET-W3 offered to the existing shareholders of the company 573,907,599 units.

Agenda 11 To approve the issuance and offering of Dimet (Siam) Public Company Limited warrants No.3 (DIMET-W3) to existing shareholders of the Company according to the proportion of shareholding subscribed and paid up capital of the Company not more than 573,907,599 units.

Agenda 12 To consider other matters (if any)

12. The Board of Directors has set the record date to determine the right of shareholders to attend the Annual General Meeting of Shareholders for the year 2019 on September 30 ,2019.

Finally, the Company will declare details of the Annual General Meeting of Shareholders for the year 2019 and the meeting agenda to be informed in advance through the Company's website (www.dimetsiam.com). For any queries, please contact Company Secretary Telephone : 0-2323-2800-6 Ext.201 or 092-258-5999

Please be informed accordingly.

Yours sincerely,

Dr. Panya Boonyapiwat

Chairman