



บริษัท ปตท. จำกัด (มหาชน)
555 ถนนวิภาวดีรังสิต แขวงจตุจักร
เขตจตุจักร กรุงเทพฯ 10900
โทรศัพท์ : +66 (0) 2537 2000
โทรสาร : +66 (0) 2537 3498-9
www.pttplc.com

PTT Public Company Limited
555 Vibhavadi Rangsit Rd., Chatuchak,
Bangkok 10900 THAILAND
Tel : +66 (0) 2537 2000
Fax : +66 (0) 2537 3498-9
www.pttplc.com

(Translation)

No. 80000001/ 717

July 3, 2020

Subject : Notification of the Resolutions of the 2020 Annual General Meeting of Shareholders

To : The President,
The Stock Exchange of Thailand

CC : Secretary-General of the Office of the Securities and Exchange Commission

The 2020 Annual General Meeting of Shareholders (the Meeting) of PTT Public Company Limited (PTT), is held on Friday July 3, 2020, at 13.30 hrs., at PTT Auditorium, 2nd Floor, PTT Public Company Limited, Vibhavadi Rangsit Road, Chatuchak, Bangkok, Thailand. There were 2,081 shareholders attending the Meeting representing 21,663,766,756 shares or 75.8456 % of the total shares, at the commencement of the meeting. The Meeting resolved as follows:

1. Acknowledged the 2019 performance statement, the proposed corporate strategy plan, and approved the 2019 financial statement ended on December 31, 2019 by the majority vote of the shareholders who attended the Meeting and were eligible to vote as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	21,909,628,984	137,720	82,330	9,000
Percentage	99.9990	0.0006	0.0004	0.0000

Remark : In this agenda item, there were additional shareholders attending the Meeting, representing 246,091,278 shares.

2. Approved the 2019 net profit allocation to reserve for self-insurance fund Baht 21 million, approved no further dividend payment from 2019 profits, and acknowledged the interim dividend payment at the rate of Baht 2.00 per share, for the first half of 2019 performance approved by the Board of Directors on September 27, 2019 at the rate of Baht 0.90 per share, totaling Baht 25,707 million, which was paid to the shareholders on October 25, 2019 and for the second half of 2019 performance approved by the Board of Directors on March 26, 2020 at the rate of Baht 1.10 per share, totaling Baht 31,419 million, which was paid to the shareholders on April 24, 2020. The interim dividend is paid from the unappropriated retained earnings which are subject to the rate of 20% and 15% corporate income tax wherein individual shareholders shall be entitled to a Dividend Tax Credit under Section 47 bis of the Revenue Code and dividend received from PTT Exploration and Production Public Company Limited (PTTEP) which is subject to the rate of 50% petroleum income tax wherein individual shareholders shall not be entitled to a Dividend Tax Credit under Section 47

bis of the Revenue Code of Baht 1.12, 0.33 and 0.55 per share respectively. The Shareholders approved this agenda item by the majority vote of the shareholders who attended the Meeting and were eligible to vote as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	22,323,145,152	7,095,550	31,100	9,000
Percentage	99.9681	0.0318	0.0001	0.0000

Remark : In this agenda item, there were additional shareholders attending the Meeting, representing 420,422,768 shares.

3. Appointed Miss Waraporn Prapasirikul, CPA License No. 4579 and/or Mrs. Saifon Inkaew, CPA License No. 4434 and/or Miss Rungnapa Lertsuwankul, CPA License No. 3516 from EY Office Limited as PTT's auditors for the year 2020, and approved the audit fees of Baht 8,000,000 as recommended by the Audit Committee and endorsed by the Board of Directors. The shareholders approved by the majority vote of the shareholders who attended the Meeting and were eligible to vote as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	23,483,587,087	24,423,330	1,728,100	0.0000
Percentage	99.8887	0.1039	0.0074	0.0000

Remark : In this agenda item, there were additional shareholders attending the Meeting, representing 1,179,457,715 shares.

4. Approved the 2020 directors' and the specific committee members' remuneration including directors' bonus package to be the same rate as the 2019 package recommended by the Remuneration Committee and endorsed by the Board of Directors as follows.

- Monthly fee and attendance fee

Remuneration	2020
1. Board of Directors	
Monthly Fee (By pro rata)	
- Chairman ⁽¹⁾	60,000 Baht/Month
- Director	30,000 Baht/Month
Per Attendance Fee ⁽²⁾ (for those in attendance only)	
- Chairman ⁽³⁾	75,000 Baht/Attendance
- Director	60,000 Baht/Attendance
2. Specific Committees	
2.1 Audit Committee ⁽⁴⁾	
Monthly Fee (By pro rata)	
- Chairman ⁽⁵⁾	15,000 Baht/Month
- Member	15,000 Baht/Month
Per Attendance Fee ⁽⁶⁾ (for those in attendance only)	
- Chairman ⁽³⁾	56,250 Baht/Attendance

- Member	45,000 Baht/Attendance
The Secretary of the Audit Committee shall receive a monthly fee of Baht 7,500	
<u>2.2 Nominating Committee, Remuneration Committee, Corporate Governance Committee, Enterprise Risk Management Committee, The other committees which may be appointed by the Board of Directors if deemed necessary</u> Monthly Fee (By pro rata) - Chairman - Member	None
Per Attendance Fee ⁽⁷⁾ (for those in attendance only) - Chairman ⁽³⁾ - Member	37,500 Baht/Attendance 30,000 Baht/Attendance
3. Other Remunerations	None

Remark

- (1) The Chairman of the Board shall receive monthly fee at equalling double the base fee received by the director
- (2) The payments are limited up to only once a month, in case of necessity or reasonable causes, the payments may be paid more than once a month but limited up to 15 meetings annually.
- (3) The Chairman of the Board /Specific Committee shall receive attendance fee at higher rate than that paid to other directors /committee member by 25%.
- (4) Audit Committee should not be positioned in any other specific committee
- (5) The Chairman of the Audit Committee shall receive monthly fee at equalling the base fee received by the member of committee.
- (6) The payments are limited up to only once a month.
- (7) Each member of committee shall receive maximum 2 attendance fees of specific committee. The payment of each specific committee shall be done only once a month

● **Board of Directors' Bonus**

The board of directors' bonus for the 2020 fiscal year will depend on PTT's performance or net profit. The directors will be entitled to receive 0.05% of PTT's 2020 net profit and the chairman of the board is entitled to receive a bonus at higher rate than that paid to other directors by 25%. The total amount of bonus payable to the board of directors shall not exceeds Baht 60,000,000 per year and the bonus will be paid on a pro rata basis. The shareholders approved the above resolution by more than two-thirds of the total votes represented by the shareholders attending the Meeting as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	23,354,854,481	178,935,972	8,559,664	0.0000
Percentage	99.2035	0.7601	0.0364	0.0000

Remark : In this agenda item, there were additional shareholders attending the Meeting, representing 32,611,600 shares.

5. Approved the election of the directors in replacement of five directors who retired by rotation by re-election of 2 retiring directors to resume their directorship for another term and election of other 3 qualified candidate

to be PTT's directors by the majority vote of the shareholders who attended the Meeting and were eligible to vote as follows:

(1) Mr. Krishna Boonyachai An independent director (in replacement of Mr. Nuttachat Charuchinda)

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	23,552,654,147.00	29,635,370.00	135,700.00	0.0000
Percentage	99.8737	0.1257	0.0006	0.0000

(2) Mr. Supattanapong Punmeechaow A director (re-election)

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	23,349,324,619.00	224,584,098.00	8,516,000.00	500
Percentage	99.0116	0.9523	0.0361	0.0000

(3) POL.GEN. Rungroj Sangkram An independent director (in replacement of Mr. Vichai Assarasakorn)

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	23,452,566,860.00	129,672,057.00	185,800.00	500
Percentage	99.4493	0.5499	0.0008	0.0000

(4) Professor Dr. Kittipong Kittayarak An independent director (re-election)

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	23,451,010,220.00	122,872,297.00	8,542,200.00	500
Percentage	99.4428	0.5210	0.0362	0.0000

(5) Mrs. Premrutai Vinaiphath A director (in replacement of Mr. Sarawut Kaewtathip)

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	23,471,727,110.00	102,117,007.00	8,580,600.00	500
Percentage	99.5306	0.4330	0.0364	0.0000

Remark : In this agenda, there were additional shareholders attending the Meeting, representing 40,075,100 shares.

Please be informed accordingly,

Auttapol Rerkpiboon
President & CEO

Office of President
Tel. 0 2537 3855 Fax 0 2537 3883