



TRC-IR 007/2021

16 March 2021

Subject: The Resolution of the Board of Directors' Meeting regarding the omission of dividend payment for year 2020 and schedule of the 2021 Annual General Meeting of Shareholders.

To: The President  
The Stock Exchange of Thailand

The 2/2021 Board of Directors' Meeting of TRC Construction Public Company Limited, which held on 16 March 2021 had significant resolutions as follows.

1. Approved to propose the 2021 Annual General Meeting of Shareholders to consider and approve the omission of dividend payment and the non-allocation of net profit as legal reserve for year 2020 due to the loss operating performance.
2. Approved to arrange the 2021 Annual General Meeting of Shareholders ("the 2021 AGM") on Wednesday, 28 April 2021 at 2.00 p.m. at Multifunction Meeting Room, the 2<sup>nd</sup> Floor, TRC Building, No.8 Soi Sukhapiban 5 Soi 32, Tha Raeng, Bang Khen District, Bangkok 10220 with the following agenda.
  1. To adopt the Minutes of the 2020 Annual General Meeting of Shareholders.
  2. To acknowledge the Company's operating performance for the year 2020.
  3. To consider and approve the financial statements for the year 2020 ended 31 December 2020.
  4. To consider and approve the omission of dividend payment and the non-allocation of net profit as legal reserve for year 2020 performance.
  5. To consider and approve the election of directors in replacement of three directors, retired by rotation namely Assoc. Prof. Pises Sethsathira, Mrs. Rachadaporn Rajchataewindra and Mrs Podchane Phaosavasdi.

In accordance with the purpose of Assoc. Prof. Pises Sethsathira, Independent Director, who presented the intention not to be director for another term, the Board of Directors, excluding the directors who will retire by rotation, agreed with the Remuneration and Nomination Committee's resolution to propose the election of those two directors who will retire by rotation, namely Mrs. Rachadaporn Rajchataewindra and Mrs. Podchane Phaosavasdi to be directors for another term

6. To consider and approve the directors' remuneration for the year 2021 as the same method and rate in year 2020

Monetary remuneration in form of monthly remuneration and meeting fee as follows.

- Monthly remuneration



Position	Monthly remuneration (per person)
Chairman	50,000
Chairman of the Audit Committee	25,000
Independent Directors (3 directors)	20,000
Executive Directors (4 directors)	10,000

- Meeting fee only paid to independent directors at the rate of Baht 10,000 per attendance of the subcommittee meeting of Audit Committee, Remuneration and Nomination Committee, Corporate Governance Committee and Risk Management Committee.

Other remunerations:

- Chairman: To receive contribution to provident fund, life insurance, travel insurance, group accident insurance, health insurance, car, personal driver and fuel fee.
  - Independent directors: To receive health insurance.
  - Director & Officers Insurance (D&O Insurance): Limit of liability of Baht 100,000,000.
7. To consider and approve the appointment of Dharmniti Auditing Company Limited as the Company's auditor and the audit fee for the year 2021 at Baht 1,200,000 which is the same as 2020. The list of auditors are.

Auditor	Certified Public Accountant Number
1 Mr.Peradete Pongsathiansak	4752 and/or
2 Ms.Wannisa Ngambuathong	6838 and/or
3 Mr.Suwat Maneekanoksakul	8134 and/or
4 Ms.Thanyaphorn Tangtanopajai	9169

8. Other matters (if any)

3. To determine the Record Date for the right to attend the 2021 AGM on Tuesday, 30 March 2021.

The Company is going to upload the Notice of the 2021 AGM including its enclosures to the Company's website ([www.trc-con.com](http://www.trc-con.com)) under section of "Investor Corner/Shareholder Information/Shareholders Meeting" at least 30 days prior to the 2021 AGM date.

Please be informed accordingly.

Sincerely yours,



(Mr.Pasit Leesakul)

Director and Chief Executive Officer

Company Secretary/Investor Relations /Tel. +66 2022 7777 Ext. 3207 / 3213