



## **THAI MITSUWA PUBLIC COMPANY LIMITED.**

**31 Moo 2, Banchang, Amphur Muang Pathumthani 12000 Thailand.**

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To : President

The Stock Exchange of Thailand

Subject : 2021 Annual General Meeting Date and Agenda and Propose of Dividend Payment for 2020  
Operating Results

Date : June 1, 2021

According to TMW's Board of Directors meeting no.2/2021 dated on June 1, 2021 , the Board of Directors has resolved as follows :

1 TMW will hold the 2021 Annual General Meeting (AGM) on Friday 23 July 2021 at time 10.00 that will be held at Thai Mitsuwa Public Company Limited 31 Moo 2 Baanchang, Amphur Muang, Pathumthani 12000.

2. TMW will entitle rightful shareholders, who can attend the 2021 Annual General Meeting on 15 June 2021 ( Record Date ) and TMW will entitle rightful shareholders, who can receive the dividend on 5 August 2021 ( Record Date ) which will be payable on 23 August 2021. However, the right to receive the dividend is uncertain because it must be approved by the shareholders' meeting.

3. TMW has specified the following agenda for 2021 AGM :

Agenda 1 To acknowledge the Minutes of 2020 Annual General Meeting which was held on July 24, 2020.

The Board's opinion : recommended shareholders to acknowledge the minutes of 2020 Annual General Meeting which was held on July 24, 2020.

Agenda 2 To acknowledge TMW's operation results for the year 2020.

The Board's opinion : recommended shareholders to acknowledge TMW's operation results for the year 2020.

Agenda 3 To approve TMW's financial statements for the year 2020 ended March 31, 2021.

The Board's opinion: recommended shareholders to approve TMW's financial statements for the year 2020 ended March 31, 2021 which were audited and certified by the auditor and reviewed by the audit committee that they are correct,

presented and disclosed appropriately according to Thai Financial Reporting Standards and Thai Accounting Standards.

Agenda 4 To approve the 2020 annual operation results allocation and dividend payment.

The Board's opinion : recommended shareholders to approve the 2020 annual net profit allocation and dividend payment. The proposed dividend is at rate 0.46 baht per share , total dividend payment 18,354,000.00 baht (eighteen million three hundred and fifty four thousand baht only) or 30.17% of net profit on the income statement. TMW will entitle rightful shareholders who may receive the dividend on 5 August 2021 (Record Date) and the dividend will be payable on 23 August 2021. However, the dividend is subject to the shareholders' approval in the 2021 Annual General Shareholder Meeting.

Agenda 5 To elect the directors due to retirement by rotation.

The Board's opinion : recommended shareholders to elect the directors who retired by rotation for replacement as follows :

1. Mr. Pornthep Yarnprasart
2. Mr. O-larn Srimongkol
3. Mr, Patchara Kaewnukul

Agenda 6 To approve the remuneration for the directors.

The Board's opinion : recommended shareholders to approve the remuneration 7,000,000.00 baht ( seven million baht only) for the directors and to grant authority to the Board to allocate it.

Agenda 7 To approve the appointment of auditors and the audit fee for the year 2021.

The Board's opinion : recommended shareholders according to the audit committee' s opinion to approve the appointment of the auditor from EY Office Limited to be auditor of TMW for 2021. One of the following auditors may audit and provide opinions on TMW's 2021 financial statements : 1). Ms.Siriwan Suratepin license no. 4604 ; 2) Mr.Wicharn Loketkravee license no. 4451; 3) Ms. Kamolthip Lertvitvorathep license no.4377 and the audit fee 2,070,000.00 baht ( seven million and seventy thousand baht only) for the year 2021.

Agenda 8 To consider and approve the connected transaction of renewing the

Technical Service Agreement between Thai Mitsuwa Public Company Limited and Mitsuwa Electric Industry Company Limited. (magnesium product)

The Board's opinion : the directors who are not stakeholder for renewing this agreement consider that TMW's entering the transaction will be very beneficial for business operations that TMW requires assistance and factors

including marketing, technology, product quality development and skillful personnel from Japan to promote product satisfaction for customers which will encourage the core business; and that the remuneration at 3% of projected sales for 5-year term (from 1 July 2021 – 30 June 2026) by the contract, amounting to 162.42 million baht that would be paid to the parent company is the appropriate rate when compared with the existing rate in same industry and propose submitting this renewal of the Technical Service Agreement together with the report of the independent financial adviser to give opinions on the appropriateness of entering this transaction to the shareholders of TMW.

(This agenda refers to the connected transaction which the company disclosed to the Stock Exchange of Thailand on April 21, 2021 and revised the disclosure and reported on June 1, 2021)

Agenda 9 To consider other matters (if any).

Please be informed accordingly.

Yours sincerely,

Mr. Tetsuji Takeguchi  
Company Secretary