



*(Translation)*

No. TQR 001/032021

1 March 2021

**Subject:** Notification of the resolution of the Board of Directors' Meeting No. 3/2021 regarding the schedule of the 2021 Annual General Meeting of Shareholders by teleconferences through Electronic Devices (e-AGM) and Dividend Payment.

**To:** President  
The Stock Exchange of Thailand

The Board of Directors Meeting No. 3/2021 of TQR Public Company Limited (the "Company") , held on 1 March 2021, has approved the following resolutions:

1. Approved the Statement of the Financial Position as of 31 December 2020, Statement of Comprehensive Income Statement of Changes in Owner's Equity and Statement of Cash Flow for the year 2020 which has been audited and certified by auditors to be proposed to the 2021 Annual General Meeting of Shareholders for approval consideration.
2. Considered approving the Allocation of Net Profits for Legal Reserve in a total of 3,800,000 baht (Three million, eight hundred thousand baht) and Dividend Payment from operating results of the fourth quarter of 2020 at a rate of 0.014 baht per share, Total amount of 3,220,000 baht (Three million two hundred and twenty thousand baht) that are paid from retained earnings of the company which are subject to corporate income tax of 20%. The shareholders who are natural persons would have the right to claim tax credit in respect of the payment of such dividend under Section 47 Bis of the Revenue Code. The record date for the right to receive dividends is on Wednesday, March 17, 2021. The dividends will be paid to shareholders on Tuesday, May 11, 2021. However, the right to receive the dividend is pending to shareholder approval at the 2021 Annual General Meeting of Shareholders.
3. Approved to propose to the 2021 Annual General Meeting of Shareholders in considering the re-election of Directors to replace those who retire by rotation; namely

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|-----------------------------------|--|
| (1) Mr. Chatchavin Pipatchotitham | Independent Director/Member of Audit Committee and Chairman of Risk Management Committee |
| (2) Mr. Pornkasem Laudhittirut    | Director and Executive Director  |



(3) Mr. Thanutum Kiatphaibool

Independent Director / Chairman of Nomination and Remuneration Committee

4. Approved to propose to the 2021 Annual General Meeting of Shareholders for considering and approving Directors' remuneration for the year 2021 in a form of director meeting allowances (By paying according to actual attendance including attendance by electronic media), details are as follows. –

(a) Remuneration of the Company's Board of Directors and Sub-committees

Board Meeting Compensation	Meeting Allowance / Time (Baht)	
	2020	2021 (Proposed Year)
<b>The Board of Directors</b>		
- Chairman	30,000	30,000
- Member	20,000	20,000
<b>Audit Committee</b>		
- Chairman	25,000	25,000
- Member	20,000	20,000
<b>Risk Management Committee</b>		
- Chairman	25,000	25,000
- Member	20,000	20,000
<b>Investment Committee</b>		
- Chairman	-None-	25,000
- Member	-None-	20,000
<b>Nomination and Remuneration Committee</b>		
- Chairman	-None-	25,000
- Member	-None-	20,000
<b>Executive Committee</b>		
- Chairman	-None-	25,000
- Member	-None-	20,000

(b) Other benefits –None-

However, the Executive Directors of the Company has expressed its intention not to receive remuneration for both the Board of Directors and Sub-Committees.

Effective on 1 January 2021 until the Board of Directors proposes and get approved by the General Meeting of shareholders to agree otherwise.



5. Approved to propose to the 2021 Annual General Meeting of Shareholders for considering and approving the appointment of an auditor and determine an amount of audit fee as proposed by the Audit Committee. Details are as follows;

(1) To appoint the Company's auditors for the year 2021, names are given as follows:

<b>List of Auditors</b>	<b>Certified Public Accountant (Thailand) Registration Number</b>
1. Ms. Sakuna Yamsakul	4906
2. Mr. Paiboon Tankool	4298
3. Ms. Sinsiri Thangsombat	7352

From PricewaterhouseCoopers ABAS Ltd. (PWC), the auditors as above-mentioned who have been approved by the Office of the Securities and Exchange Commission.

(2) To determine the audit fee for the year 2021 is set in the amount of 2,080,000.00 baht (Two million and eighty thousand baht).

6. Approved the schedule of the 2021 Annual General Meeting of Shareholders to be held on Tuesday, April 27, 2021 at 1:00 p.m. by teleconference through Electronic Devices (e-AGM) with the agenda of the meeting as follows;

Agenda 1 To certify the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2020 held on 17 September 2020.

Agenda 2 To acknowledge the 2020 annual report of the Board of Directors operational results.

Agenda 3 To consider and approve the Statement of the Financial Position as of 31 December 2020, Statement of Comprehensive Income Statement of Changes in Owner's Equity and Statement of Cash Flow for the year 2020.

Agenda 4 To consider and approve the appropriation of net profit as a legal reserve and dividend payment.

Agenda 5 To consider and approve the election of directors in replacement of those retiring by Rotation.

Agenda 6 To consider and approve the directors' remuneration for the year 2021.

Agenda 7 To consider and approve the appointment of an auditor and determine an amount of audit fee for the year 2021.

Agenda 8 To consider other business (if any).



7. Determined the list of shareholders who are entitled to attend the 2021 Annual General Meeting of Shareholders and Dividend Payment on Wednesday, March 17, 2021 (Record Date).

The Company will disclose the details of meeting agenda, meeting requirements and other necessary and relevant details for attending the 2021 Annual General Meeting of Shareholders. This notice will be sent to shareholders for acknowledgment and it is also available on the Company's Website at [www.tqr.co.th](http://www.tqr.co.th).

Please be informed accordingly.

Sincerely yours,

TQR Public Company Limited

- *Signed* -

Mr. Chanaphan Piriayaphan  
Chief Executive Officer