



บริษัท น้ำมันพืชไทย จำกัด (มหาชน) THAI VEGETABLE OIL PUBLIC COMPANY LIMITED

TVO/CP/23/002

March 10, 2023

Subject : Dividend Payment, the decrease of Company's registered capital, the amendment of the Articles of Association of the Company and Declaration of the Schedule and Agenda of the 2023 Electronic Annual General Meeting of Shareholders (e-AGM)

Attention : The President of the Stock Exchange of Thailand

Dear Sirs,

We would like to report the resolutions of the Board of Directors' meeting No. 2/2023 on Friday, March 10, 2023 at 1.00 p.m. as following details:

1. The 2023 Electronic Annual General Meeting of Shareholders will be held on Friday, April 28, 2023 at 10.00 a.m. by electronic meeting platform (e-AGM) only according to the Emergency Decree on Meetings via Electronic Means, B.E. 2563 (2020) and other related laws and regulations to consider the meeting agenda as follows;

Agenda 1 To acknowledge the 2022 Performance Results of the Company

Opinion of the Board It is appropriate to acknowledge the 2022 Company's Performance Results.

Agenda 2 To consider and approve the Financial Statements, as ended December 31, 2022

Opinion of the Board It is appropriate to approve the audited Financial Statements, as ended December 31, 2022 audited by independent auditor and reviewed by the Audit Committee.

Agenda 3 To consider and approve the 2022 dividend payment

Opinion of the Board It is appropriate to pay the dividend for the 2022 performance result at rate of Baht 1.15 (One Baht, Fifteen Satang) per share. The Company will pay the dividend for the last six months of the 2022 performance result at rate of Baht 0.85 (Eighty-five Satang) per share on May 19, 2023. For the first half of the 2022 performance result, the Company had already made an interim dividend payment by paying a stock dividend to Shareholders at an allocation ratio of 10 ordinary shares to 1 newly issued share or equivalent to the dividend payment rate of Baht 0.10 (Ten Satang) per share and by paying dividend in cash at rate of

Baht 0.20 (Twenty Satang) per share on October 7, 2022. The dividend payment will be paid from the Company's profit which is subjected to 20% corporate tax, the dividend payee is subject to withholding tax, the individual dividend payee shall be entitled to credit in the computation of tax under section 47 bis of the Revenue Code.

Agenda 4 To consider and approve the appointment of directors in replacement of those who are due to retire by rotation.

The following lists are the person who retire on rotation this year,

1. Dr. Suvit Maesincee
2. Mr. Vichai Vitayathanagorn
3. Ms. Aranya Vitayatanagorn
4. Mr. Vorravuth Tangpiroonthum

Opinion of the Board (excluding the directors who are due to retire by rotation) It is appropriate to re-elect 4 retiring directors, which are Dr. Suvit Maesincee, Mr. Vichai Vitayathanagorn, Ms. Aranya Vitayatanagorn and Mr. Vorravuth Tangpiroonthum back to the post for the another term.

Agenda 5 To consider and approve the 2022 remuneration for directors

Opinion of the Board It is appropriate to approve the 2022 remuneration for the Company's directors in the amount of Baht 16,000,000 of which will be allotted among themselves.

Agenda 6 To consider and approve the appointment of auditors and their remuneration for 2023

Opinion of the Board It is appropriate to appoint Ms. Isaraporn Wisutthiyan C.P.A. Registration No. 7480, Chatchai Kasemsrithanawat C.P.A. Registration No. 5813 or Mr. Mr.Vacharin Pasarapongun C.P.A. Registration No. 6660, the auditors from EY Office Limited for the year 2023 with their remuneration of Baht 1,900,000 according to the Audit Committee proposal. In the event those auditors are unable to perform their duties, EY Office limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place.

Agenda 7 To consider and approve the decrease of the Company's registered capital by cancelling unsold ordinary shares and the amendment to Clause 4 of the Company's Memorandum of Association in accordance with the Company's registered capital decrease

Opinion of the Board It is appropriate to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the decrease of the Company's registered capital in the amount of Baht 836 from the original registered capital of Baht 889,472,084, totaling the new

registered capital of Baht 889,471,248 by cancelling 836 unsold ordinary shares and the amendment to Clause 4 of the Company's Memorandum of Association regarding the registered capital in accordance with the Company's registered capital decrease. Details can be found in the notice of the Annual General Meeting of Shareholders which will be published on the Company's website (www.tvothai.com) accordingly.

Agenda 8 To consider and approve the amendment of the Articles of Association of the Company

Opinion of the Board It is appropriate to propose to the 2023 Annual General Meeting of Shareholders to consider and approve the proposed amendment to Articles 9, 16, 18, 23, 24, 25, 28, 38 and additional Articles 49 and 50 of the Articles of Association of the Company and deems it appropriate to assign the Board of Directors, the authorized directors or a person assigned by the Board of Directors or authorized directors with authority to promptly amend wordings or statements in applications submitted for amendment of the Articles of Association of the Company in accordance with order, advice or opinion from the Registrar or relevant officials. Details can be found in the notice of the Annual General Meeting of Shareholders which will be published on the Company's website (www.tvothai.com) accordingly.

Agenda 9 Others issues, (if any)

2. The record date, to determine the right to participate in the 2023 Electronic Annual General Meeting of Shareholders and to receive dividend payment, will be on March 27, 2023 (Record Date).
3. To propose the 2023 Electronic Annual General Meeting of Shareholders to approve the 2022 dividend payment at rate of Baht 1.15 (One Baht, Fifteen Satang) per share. The Company will pay the dividend for the last six months of 2022 performance result at rate of Baht 0.85 (Eighty-five Satang) per share on May 19, 2023. The interim dividend payment for the first half of 2022 performance result was already paid by paying a stock dividend to Shareholders at an allocation ratio of 10 ordinary shares to 1 newly issued share or equivalent to the dividend payment rate of Baht 0.10 (Ten Satang) per share and by paying dividend in cash at rate of Baht 0.20 (Twenty Satang) per share on October 7, 2022. However, **the right entitlement is uncertain as it has not yet been approved from the shareholders' meeting.**

Yours Sincerely,

Miss Kanutsorn Bunditnate

Company Secretary

Authorized Signatory