



บริษัท ไทยซูการ์ เทอร์มิเนล จำกัด (มหาชน)

THAI SUGAR TERMINAL PUBLIC COMPANY LIMITED

WAREHOUSE : 90 MOO 1, POOCHAOSAMINGPHRAI RD., SAMRONGKLANG, PHRAPRADAENG, SAMUTPRAKARN 10130 TEL.0-2394-2345 (10 LINES AUTO.) FAX : 0-2384-2261,3 สำนักงาน/คลังสินค้า : 90 หมู่ 1 ถ.ปู่เจ้าสมิงพราย ต.ลำโรงกลาง อ.พระประแดง จ.สมุทรปราการ 10130 โทร.0-2394-2345 (10 สายอัตโนมัติ) ,0-2394-0401-3 โทรสาร 0-2384-2261 ,0-2384-2263 ทะเบียนเลขที่ บมจ. 416 PUBLIC COMPANY REG NO. 416 E-mail : ThaiSugrTerminal@netscape.net

(Translation)

No. 015/2018

February 22, 2018

Subject: Cash dividend payment and Schedule of AGM of Shareholders for the year 2017, No.1/2018
And amendment to the (TSTE) Articles of Association [\(Edit\)](#)

To: The President
The Stock Exchange of Thailand

Thai Sugar Terminal Public Company Limited ("The Company") would like to inform the Stock Exchange of Thailand for the following resolutions pass by the Board of Director Meeting No.2/2018, which was held on February 22, 2018 at 10.00 a.m. at Meeting Room, 3 floor the Thai Sugar Terminal Public Company Limited, 90 Moo 1, SoiSiamsilo, Poochaosamingprai Rd., Samrongklang, Prapradang, Samutprakarn

1. The Board resolved to hold the 2017 Annual General Shareholders' Meeting on , April 26, 2018 at 1:30 PM. at the Meeting Room, 90 Moo 1, SoiSiamsilo, Poochaosamingprai Road, Samrongklang, Prapradang, Samutprakarn with the following agendas:

Agendas of the 2017 Annual General Shareholders' Meeting No.1/2018 are as follows:

- 1) To acknowledge the operating result of the Company for 2017
- 2) To consider and approve the audited statement of financial position and the profit and loss statement for the year ended December 31, 2017.
- 3) To consider and approve the allocation of profit for dividend payment and legal reserve
- 4) To elect directors in replacement of those whose terms have ended
- 5) To consider and approve the remuneration of directors
- 6) To consider and approve the appointment of auditor and audit fee for the year 2018
- 7) To approve the amendment to Article 28. of the (TSTE) Articles of Association
- 8) Other matters (If any)

2. The Board approved the record date of the share register for attending the 2017 Annual General Shareholder's Meeting on March 8, 2018

3. The Board found it appropriate to submit to the Meeting of Shareholders to consider and approve the allocation of profit for dividend payment of 2017 in form of cash at THB 0.07 per share . The record date of the share register for the right to receive dividend will be on May 7, 2018 and the date of dividend payment will be fix on 25 May 2018. However, the date of dividend payment may be flexible depend on the consideration and approval from the Meeting of shareholders.

So that the company has allocated the reserve for THB 1,080,000 according to the law.

4. The Board found it appropriate for the Meeting of Shareholders to re-elect all of the five directors whose terms have ended. The board, excluding the directors having conflicts of interest, agreed with the Nomination and Remuneration Committee to re-elect: 1) Mr. Prapas Chutimavoraphand, 2) Mr. Narong Chenlapwatanakul, 3) Mr. Chanachai Chutimavoraphand, 4) Mr. Phallop Haemataksin, 5) Mrs. Yaovanuth Dejvitak, to be directors of the Company for another term.

5. The Board found it appropriate to submit to Meeting of Shareholders to consider and approve the remuneration for committee directors. The details of which are as follows:

	2017	2018 (for approve)	Unit: Bath
			Increase (Reduce)
Remuneration – Chairman per month	78,000	78,000	-
Remuneration - Director's per a person per month	18,000	18,000	-
Meeting allowances for			
-Chairman (not exceeding once a month)	12,000	18,000	6,000
-Director's (not exceeding once a month)	12,000	-	
Remuneration-Chairman of the Audit Committee per month	12,000	12,000	-
Remuneration –Audit committee per a person per month	6,000	6,000	-
Meeting allowances for other committees attending per a person per month.			
- Chairman	6,000	12,000	6,000
- Director's	6,000	-	-

6. The Board of Directors has considered and agreed to propose at the shareholders meeting to Appointment Mr. Amphong Jumnonawat CPA. No.4663 or Ms. Prapasri Leelasupa CPA. No.4664 or Mr. Narit Saovalaksakul CPA. No.5369 of Sam Nak Ngan AMC Company Limited as the auditors for the year 2018 with the auditing fee of 640,000 Baht. Such persons are independent and have no conflict of interest with the company.

7. To approve the amendment to Article 28 of the (TSTE) Articles of Association The Board of Directors found it appropriate for the Meeting to approve the amendment to Article 28 of the (TSTE) Articles of Association to be in line with Section 100 of the Public Limited Companies Act B.E.2535, which is amended according to the Order of the Head of the National Council for Peace and Order No. 21/2560 Re : Additional Amendment to the Law for Business Facilitation.

Existing Articles

Article 28 The board of directors shall arrange a shareholders' meeting as an Annual General Meeting to be held within 4 months from the last day of the financial year of the Company

Shareholders holding shares amounting to not less than one-fifth (1/5) of the total number of shares sold or shareholders numbering not less than twenty-five (25) persons holding shares amounting to not less than one-tenth (1/10) of the total number of shares sold, may submit a written request to the Board of Directors for calling an extraordinary general meeting at any time, but the reasons for calling such meeting

shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within one (1) month as from the date of receipt of such request from the shareholders.

New Articles

Article 28 The board of directors shall arrange a shareholders' meeting as an Annual General Meeting to be held within 4 months from the last day of the financial year of the Company.

One or more shareholders holding shares amounting to not less than ten percent of the total number of shares sold may, by subscribing their names, makes a written request to the Board of Directors to call an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph one, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five days as from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph two is not formed according to Article 30 the shareholders as prescribed under paragraph two shall be collectively responsible to the company for expenses arising from such meeting.

8. Other matters (If any)

Please be informed accordingly

Yours Sincerely,

(-Signature-)

(Mr.Chanachai Chutimavoraphand)

Chief Executive Officer

THAI SUGAR TERMINAL PUBLIC COMPANY LIMITED

Company Secretary

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