



# 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 อ.ปู้เจ้าสมิงพราย 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. CS 010/2023

February 23, 2023

Subject: Notification of the resolution of the Board of Directors Annual General Meeting of Shareholders for 2022 and dividend payment in cash

To: The President  
The Stock Exchange of Thailand

Thai Sugar Terminal Public Company Limited ("The Company") has arranged the Board of Director Meeting No. 2/2023 at 14.00 am. on February 23, 2023 at Meeting Room, 3 floor the Thai Sugar Terminal Public Company Limited, 90 Moo 1, Soi Siamsilo, Poochaosamingprai Rd., Samrongklang, Prapradang, Samutprakarn and we would like to inform the resolutions as follows :

1. The Board have agreed to specified the 2022 Annual General Shareholders' Meeting No. 1/2566 on Thursday 27 April, 2023 at 01:30 pm. at the Meeting Room, 3 floor 90 Moo 1, SoiSiamsilo, Poochaosamingprai Road, Samrongklang, Prapradang, Samutprakarn and the meeting will be contained with the following agendas :
  - Agenda 1. To acknowledge the operating result of the Company for the fiscal year 2022
  - Agenda 2. To consider and approve the Profit and Loss Statement and Balance Sheet for fiscal Year ended 31 December 2022.
  - Agenda 3. To consider and approve the profit allocation for dividend payment and legal reserve.
  - Agenda 4. To elect directors in replacement of those whose terms have ended.
  - Agenda 5. To consider and approve the remuneration of committees.
  - Agenda 6. To consider and approve the appointment of auditor and audit fee for the year 2023
  - Agenda 7. To consider change the company name from Thai Sugar Terminal Public Company Limited to TSTE Public Company Limited including amendment to the Memorandum of Association and related documents
  - Agenda 8. Other matters (If any)

However, if the situation of the COVID-19 pandemic is more complicated, requesting the meeting to approve the Chief Executive Officer's authorization to consider and approve the date, time, and venue of the 2022 Annual General Meeting of Shareholders, including conditions and details. It also has the power to consider and sign any documents and actions related and necessary to the above business. It is not limited to any person's appointment to represent the Company's authorized person in various related operations, including submitting requests for documents or contacting government agencies or multiple agencies.

2. The Board have approved the record date for the right to attend the 2022 Annual General Shareholder's Meeting No. 1/2566 on March 24, 2023.

3. The Board have agreed to propose the Meeting of Shareholders to consider and approve dividend payment in cash at THB. 0.20 (Twenty Satang) per share. The first payment of interim dividend has been paid for THB. 0.06 (Six Satang) per share on November 25, 2022 and the remaining of second payment for THB. 0.14 (Fourteen Satang) per share will be paid from Net Profit. The shareholders, who have the right to receive dividend, will be specified on March 24, 2023 and the payment date will be specified on May 26, 2023.

However, the right for specific payment is uncertain depend on the consideration and approval from Annual General Shareholder's Meeting.

Currently, the Company has already allocated the profit as a legal reserve as specific by Laws. (10% of registered capital)

4. The Board have agreed to propose the Meeting of Shareholders to elect directors to replace of the 5 directors whose term have been ended. The Board, excluded directors who have conflict of interest, have agreed with the Nomination and Remuneration Committee to re-elect the aforesaid directors to take a position of director for another period, the list of directors are as follows :

- |    |                |               |                                     |
|----|----------------|---------------|-------------------------------------|
| 1) | Mr. Pricha     | Attavipach    | (Chairman and Independent Director) |
| 2) | Ms. Jutatip    | Arunanondchai | (Independent Director)              |
| 3) | Mr. Win        | Chinthammit   | (Director)                          |
| 4) | Mr. Dhanadol   | Sujiphinyo    | (Director)                          |
| 5) | Mr. Kamondanai | Chinthammit   | (Director)                          |

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

**Remuneration and Attendance Fee**

		2022		2023 (Proposed year)		Increased (Decreased)
		Remuneration Baht/Month/ Person	Attendance fee Baht/time Not more than Once a month	Remuneration Baht/Month/ Person	Attendance fee Baht/time Not more than Once a month	
Board of Directors	Chairman	80,000.00	18,000.00	82,000.00	18,000.00	2,000
	Director	20,000.00	12,000.00	22,000.00	12,000.00	2,000
Audit Committees	Chairman	12,000.00	none	14,000.00	none	2,000
	Director	6,000.00	none	8,000.00	none	2,000
<b>All Sub-Committees</b>						
Board of Directors (The committees who have no position for management)	Chairman	none	12,000.00	none	14,000.00	2,000
	Director	none	6,000.00	none	8,000.00	2,000
Nomination and Remuneration Committees	Chairman	none	12,000.00	none	14,000.00	2,000
	Director	none	6,000.00	none	8,000.00	2,000
Risk Management Committees	Chairman	none	12,000.00	none	14,000.00	2,000
	Director	none	6,000.00	none	8,000.00	2,000

In 2023, the remunerations are as follows:

1. The remuneration for Chairman of Board of Director is 82,000.00 Baht
2. The remuneration for Director of Board of Director is 22,000.00 Baht
3. The attendance fee for Board of Director (the committees who have no position for management) 14,000.00 Baht/time for Chairman and 8,000.00 Baht/time for Director (not more than once a month) which equal to all sub-committees.

The Nomination Committee Considered and considered that the total remuneration in 2023 should not exceed 10,000,000 baht.

6. Resolved to propose to the Annual General Meeting of Shareholders to approve the appointment of auditors and the annual remuneration for the year of 2023 from The Sam Nak AMC Office Company Limited, the list of auditors are as follows :

- 1) To appoint Mr. Amphon Jumnongwat CPA. No. 4663 or  
(who never endorse the company's financial statement)
- 2) Ms. Prapasri Leelasupa CPA. No.4664 or  
(who endorsed the company's financial statement 2017 – 2022 Total 6 years.)
- 3) Mr.Narit Saovalaksakul CPA. No.5369  
(who endorsed the company's financial statement 2015 – 2016 Total 2 years)

In case of the above mentioned auditors are unable to work for the company, the Sam Nak AMC Office Company Limited has to provided other certified auditor to replace.

The auditing fee has been specified for THB. 645,000.00 (Baht Six Hundred and forty five Thousand Only) (with including the translation of financial statement in English) excluding other expenses.

7. The Board have agreed to propose the Meeting of Shareholders to consider and approve to change the company name from Thai Sugar Terminal Public Company Limited to TSTE Public Company Limited including amendment to the Memorandum of Association and related documents

Please be informed accordingly

Yours Sincerely,

-Signature-

(Mr.Chanachai Chutimavoraphand)

Chief Executive Officer and President

THAI SUGAR TERMINAL PUBLIC COMPANY LIMITED

Company Secretary  
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