



บริษัท ทีเอสที จำกัด(มหาชน)

TSTE PUBLIC COMPANY LIMITED

สำนักงานใหญ่ : 90 หมู่ที่ 1 ถนนปู่เจ้าสมิงพราย ตำบลสำโรงกลาง อำเภอพระประแดง จังหวัดสมุทรปราการ 10130 โทรศัพท์ 02-183-4567 โทรสาร 02-183-4561-2
HEAD OFFICE : 90 MOO 1, POOCHAOSAMINGPHRAI RD., SAMRONGKLANG, PHRAPRADAENG, SAMUTPRAKARN 10130 TEL.02-183-4567 FAX 02-183-4561-2
Web Site: www.tstegroup.com ทะเบียนบริษัทเลขที่ (PUBLIC COMPANY REG.NO.) 0107537001692

- (Translation) -

No. CS 008/2025

February 27, 2025

Subject: Notification of the resolution of the Board of Directors Annual General Meeting of Shareholders for 2024 and dividend payment in cash

To: The President
The Stock Exchange of Thailand

TSTE Public Company Limited ("The Company") has arranged the Board of Director Meeting No. 2/2025 at 10.00 am. on February 27, 2025 at Meeting Room, 6 floor the TSTE Public Company Limited, 90 Moo 1, Soi Siamso, Poochaosamingprai Rd., Samrongklang, Prapradang, Samutprakarn and we would like to inform the resolutions as follows :

1. The Board have agreed to specified the 2024 Annual General Shareholders' Meeting No. 1/2025 on Thursday 24 April, 2025 at 01:30 pm. at the Meeting Room, 3 floor 90 Moo 1, Soi Siamso, 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 2024.
Agenda 2. To consider and approve the Profit and Loss Statement and Balance Sheet for fiscal Year ended 31 December 2024.
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 2025.
Agenda 7. To consider and approve the amendment to Article 29
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 2024 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 2023 Annual General Shareholder's Meeting No. 1/2025 on March 20, 2025.

3. The Board have agreed to propose the Meeting of Shareholders to consider and approve dividend payment in cash at THB. 0.10 (Ten Satang) per share. The first payment of interim dividend has been paid for THB. 0.04 (Four Satang) per share on November 29, 2024 and the remaining of second payment for THB. 0.06 (Six Satang) per share will be paid from Net Profit. The shareholders, who have the right to receive dividend, will be specified on March 20, 2025 and the payment date will be specified on May 23, 2025.

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



บริษัท ทีเอสที จำกัด(มหาชน)

TSTE PUBLIC COMPANY LIMITED

สำนักงานใหญ่ : 90 หมู่ที่ 1 ถนนปู่เจ้าสมิงพราย ตำบลสำโรงกลาง อำเภอพระประแดง จังหวัดสมุทรปราการ 10130 โทรศัพท์ 02-183-4567 โทรสาร 02-183-4561-2
HEAD OFFICE : 90 MOO 1 , POOCHAOSAMINGPHRAI RD. , SAMRONGKLANG , PHRAPRADAENG , SAMUTPRAKARN 10130 TEL.02-183-4567 FAX 02-183-4561-2
Web Site: www.tstegroup.com ทะเบียนบริษัทเลขที่ (PUBLIC COMPANY REG.NO.) 0107537001692

- 2 -

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 6 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. Pong | Chinthammit | Vice Chairman of Executive Director |
| 2) Mr. Suwat | Summashipvitsavakul | Chairman of the Audit Committee |
| 3) Mrs. Puangthip | Silpasart | Chairman of the Nomination and Remuneration Committee |
| 4) Mrs. Kornsir | Pinnarat | Chairman of the Risk Management Committee |
| 5) Mr. Chalush | Chinthammit | Director |
| 6) Mr. Dhanadon | Sujiphinyo | 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

		2024		2025 (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	82,000.00	18,000.00	82,000.00	18,000.00	-
	Vice Chairman of the Board of Directors	-	-	36,000.00	14,000.00	50,000.00
	Director	22,000.00	12,000.00	22,000.00	12,000.00	-
Audit Committees	Chairman	14,000.00	none	14,000.00	none	-
	Director	8,000.00	none	8,000.00	none	-
All Sub-Committees						
Board of Directors (The committees who have no position for management)	Chairman	none	14,000.00	none	14,000.00	-
	Director	none	8,000.00	none	8,000.00	-
Nomination and Remuneration Committees	Chairman	none	14,000.00	none	14,000.00	-
	Director	none	8,000.00	none	8,000.00	-
Risk Management Committees	Chairman	none	14,000.00	none	14,000.00	-
	Director	none	8,000.00	none	8,000.00	-



In 2025, the remunerations are as follows:

1. The remuneration for Chairman of Board of Director is 82,000.00 Baht
2. The Vice Chairman of the Board of Directors' remuneration is 36,000 baht
3. The remuneration for Director of Board of Director is 22,000.00 Baht
4. The Meeting allowance for the Chairman of the Board of Directors is 18,000 baht per time. Meeting allowance for the Vice Chairman of the Board of Directors is 14,000 baht per time. Meeting allowance for the Board of Directors is 12,000 baht per time.
5. The Executive Committee Remuneration (Only non-executive directors and there is no other position in Executive) Meeting allowance for the chairman of the executive committee is 14,000 baht per time and for the executive committee is 8,000 baht per time (not more than 1 time per month), the same as other sub-committees.

In this regard, the selection committee Considered that the total compensation in 2025 should be set not to exceed 12,000,000 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 2025 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 – 2023 Total 7 years.)
- 3) Mr. Narit Saovalaksakul CPA. No.5369 or
(who endorsed the company's financial statement 2024 – 2025 Total 2 years)
- 4) Ms. Kanyanan punyaviat CPA. No.12733 or
(who never endorse the company's financial statement)
- 5) Mr. Burin Prasongsamrit CPA. No.12879
(who never endorse the company's financial statement)

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. 660,000.00 (Six Hundred and sixty six Thousand Baht Only) an increase of 15,000 baht or 2.33% (with including the translation of financial statement in English) excluding other expenses.

7. Resolved to propose to the 2023 Annual General Meeting of Shareholders to consider approving the amendment to Article 29 to be in line with the Public Limited Companies Act (NO.4) B.E. 2565 (2022) as per the detail on the attachment 1.

Please be informed accordingly

Yours Sincerely,

-Signature-

(Mr.Chanachai Chutimavoraphand)
Chief Executive Officer and President
TSTE PUBLIC COMPANY LIMITED



Summary table of details of amendments to the Company's regulations

Presently Company Regulations	Proposed regulations for amendment
Article 29. In calling a shareholders' meeting, the board of directors shall prepare a notice of meeting, specifying the place, date, time, agenda of the meeting and matters to be proposed to the meeting together with reasonable details, clearly stating whether it is a matter to be proposed for information, for approval or for consideration, as the case may be, including the board of directors' opinions on such matters, and shall send it to shareholders and the registrar not less than seven days before the meeting date. In addition, the notice of meeting shall be advertised in a newspaper for 3 consecutive days not less than 3 days before the meeting date.	Article 29. In calling a shareholders' meeting, the board of directors shall prepare a meeting notice specifying the place, date, time, agenda and matters to be proposed to the meeting with appropriate details, clearly stating whether the matters are to be proposed for information, for approval or for consideration, as the case may be, including the board's opinion on such matters, and shall deliver it to shareholders and the registrar at least seven days before the meeting date. The notice of the meeting shall be advertised in a newspaper in accordance with the criteria prescribed by law for 3 consecutive days and at least 3 days before the meeting date. The delivery of the meeting notice to shareholders under paragraph one may be done by electronic means or in accordance with the criteria prescribed by law.