



Bor. Hor. 006/2024

4<sup>th</sup> April 2024

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

**Re: Resolutions of the Tipco Asphalt Public Company Limited 2024 Annual General Meeting of Shareholders**

**Enclosure: Summary of the Voting Results of the 2024 Annual General Meeting of Shareholders**

Tipco Asphalt Public Company Limited (the Company) hereby announces the resolutions passed at its 2024 Annual General Meeting of Shareholders (the AGM) held on 4<sup>th</sup> April 2024 at the 5<sup>th</sup> Floor Auditorium, Tipco Tower 1, 118/1 Rama 6 Rd., Phaya Thai Sub-district, Phaya Thai District, Bangkok. The meeting passed the following resolutions in accordance to the voting results provided in the enclosure:

1. The AGM resolved to adopt the minutes of the 2023 AGM;
2. The AGM acknowledged the Company's performance for the year 2023;
3. The AGM resolved to approve the Company's audited financial statements ended on 31<sup>st</sup> December 2023;
4. The AGM resolved to approve the Company's investment plan for the year 2024 at Baht 1,357 million and the divestment plan for the year 2024 at Baht 177 million;
5. The AGM resolved to approve the total dividend payment for the 2023 performance of Baht 1.25 per share in the amount of Baht 1,972,951,963. An interim dividend payment was approved for the half year performance of 2023 at Baht 0.25 per share, totaling Baht 394,590,393, was paid on 7<sup>th</sup> September 2023.

Therefore, the final dividend payment shall be Baht 1.00 per share, totaling Baht 1,578,361,570. The record date of the share register book to determine the shareholders who have the rights to receive the dividend payment was 1<sup>st</sup> March 2024. The dividend payment will be made on 26<sup>th</sup> April 2024.

6. The AGM resolved to approve the appointment of auditors and audit fee for the year 2024 as follows:

- 6.1. Approved the appointment of the following auditors from the EY Office Limited as the external auditors of the Company for the year 2024:
- |                               |                                  |
|-------------------------------|----------------------------------|
| Ms. Krongkaew Limkittikul     | C.P.A. Registration No. 5874, or |
| Mr. Natthawut Santipet        | C.P.A. Registration No. 5730, or |
| Mr. Chatchai Kasemsrithanawat | C.P.A. Registration No. 5813;    |
- 6.2. Approved for the EY office Limited to identify/appoint any other certified public accountant within the EY Office Limited to carry out the auditing work in the absence of the above-named auditors in 6.1;
- 6.3. Approved the audit fee for the Company's audited financial statements of 2024 in the amount of Baht 3,200,000. The audit fee does not include other fees and expenses that may arise in 2024.
7. The AGM resolved to approve the re-election of the 4 retiring directors as stated below for another term as their background, knowledge and experience have contributed to the Company's success on a continuing basis.
- |                           |                      |
|---------------------------|----------------------|
| 1. Mr. Somchit Sertthin   | Director             |
| 2. ACM Pongsatorn Buasup  | Director             |
| 3. Mr. Nopporn Thepsithar | Independent Director |
| 4. Mr. Niphon Suthimai    | Independent Director |
8. The AGM resolved to approve the total remunerations to all members of the Board of Directors and its sub-committees for 2024 as follows:
- Approved the 2024 total remuneration in the amount not exceeding Baht 16,880,000 for all the Directors and members of the sub-committees;
  - Authorized the Board of Directors to determine the amount of variable remuneration for all the Directors. Such variable remuneration shall be subjected to the Company's performance, and the duties and responsibilities of each director.

Please be informed accordingly and further disseminate the above information to the public.

Sincerely,



Mr. Chaiwat Srivalwat  
Chief Executive Officer



# Tipco Asphalt Public Company Limited

## 2024 Annual General Meeting

4<sup>th</sup> April 2024



### Summary of Voting Results for submission to the Stock Exchange of Thailand

The total number of shareholders attended the Meeting at the opening was as follows:

- 76 shareholders attended in persons holding altogether 483,567,808 shares or amounting to 30.6373%
- 10 shareholders attended by proxies holding altogether 499,477,953 shares or amounting to 31.6453%
- 129 shareholders appointed Independent Directors (Mr. Chainoi Puankosoom or Mr. Nopporn Thepsithar or Mr. Niphon Suthimai or Mr. Phirasilp Subhapholsiri) to attend and vote on their behalf, holding altogether 100,643,510 shares or amounting to 6.3765%,

Therefore, the total number of attendees were 215 persons, holding altogether 1,083,689,271 shares or amounting to 68.6591% of the Company's total number of shares (the Company had 24,582 shareholders and 1,578,361,570 shares in total), thereby constituting a quorum according to Article 33 of the Articles of Association of the Company which requires shareholders and proxies attending the meeting of not less than 25 persons and holding shares altogether not less than one-third of the total number of shares issued of the Company.

Agenda	Description	Approved	%	Disapproved	%	Abstained	%	Voided	%	Total Shares
1	To consider and adopt the minutes of the 2023 Annual General Meeting of the Shareholders held on 5 <sup>th</sup> April 2023	1,083,801,266	99.9997	2,917	0.0003	-	-	-	-	1,083,804,183
3	To consider and approve the audited Financial Statements ended on 31 <sup>st</sup> December 2023	1,083,518,631	100.0000	417	0.0000	494,100	-	-	-	1,083,519,048
4	To consider and approve the Company's investment and divestment plans for financial year 2024	1,084,011,520	99.9998	1,528	0.0001	100	0.0000	-	-	1,084,013,148
5	To consider and approve the dividend payment for the year 2023	1,084,037,620	99.9999	1,528	0.0001	-	-	-	-	1,084,039,148
6	To consider and approve the appointment of auditors and the determination of audit fee for the year 2024	1,082,637,410	99.8707	1,401,638	0.1293	100	-	-	-	1,084,039,048
7.1	To elect Director: Mr. Somchit Sertthin	1,026,219,870	98.6476	14,069,178	1.3524	100	0.0000	-	-	1,040,289,148
7.2	To elect Director: ACM Pongsatorn Buasup	1,081,701,934	99.7844	2,337,114	0.2156	100	0.0000	-	-	1,084,039,148
7.3	To elect Director : Mr. Nopporn Thepsithar	1,038,318,969	95.7824	45,717,779	4.2174	2,600	0.0002	-	-	1,084,039,348
7.4	To elect Director : Mr. Niphon Suthimai	1,050,623,070	96.9174	33,413,678	3.0823	2,600	0.0002	-	-	1,084,039,348
8	To consider and approve the remuneration for all members of the Board of Directors and its sub-committees for 2024	1,029,548,860	99.3687	6,537,988	0.6310	2,500	0.0002	-	-	1,036,089,348