



K. W. METAL WORK PUBLIC COMPANY LIMITED

Head office 259/83 Sukhumvit 71 road, Phrakhanong-nur, Wattana, Bangkok

Branch 1 300/142 Moo. 1 Tambon Tarsit, Amohoe Pluag-daeng, Rayong

Branch 2 300/138 Moo. 1 Tambon Tarsit, Amohoe Pluag-daeng, Rayong

(Translation)

KWM003/2563

February 27, 2020

Subject: Divided Payment and Schedule of the 2020 Annual General Meeting of Shareholders

To: President
The Stock Exchange of Thailand

K. W. Metal Work Public Company Limited ("**Company**") hereby informs that the Board of Directors Meeting No.1/2020 held on February 27, 2020 at 13:00 hrs. has passed a resolution to convene the 2020 Annual General Meeting of Shareholders on Monday, April 27, 2020 at 13:00 hrs. at Sarocha Room, 3rd Floor, Swissotel Le Concorde Hotel, No. 204 Ratchadapisek Road, Huay Kwang Sub-District, Huay Kwang District, Bangkok 10320. The record date for the determination of the list of shareholders entitled to attend the meeting would be March 16, 2020. The agenda for the meeting would be as follows:

- Agenda 1 To adopt the Minutes of the 2019 Annual General Meeting of Shareholders
Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to adopt the Minutes of the 2019 Annual General Meeting of Shareholders
- Agenda 2 To acknowledge the Company's operating performance of 2019
Board of Directors' opinion: The Board deemed appropriate to submit the Company's operating performance of 2019 for acknowledgment of the Annual General Meeting of Shareholders.
- Agenda 3 To approve the financial statements of 2019 for the fiscal year ended December 31, 2019
Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the financial statements of 2019 for the fiscal year ended December 31, 2019, which were audited by the external auditor and approved by the audit committee.



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Agenda 4 To approve the appropriation of net profit as a legal reserve and the dividend payment for 2019

Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the appropriation of net profit of 2019 as follows:

- To appropriate as a legal reserve in the amount of Baht 1,350,000, equivalent to 5.25 percent of the net profit for 2019 (separate financial statements).
- To approve the dividend payment at the rate of Baht 0.06, totaling Baht 25,200,000 from the net profit and retained earnings from which the corporate income tax has been imputed at 10 percent. Individual shareholders may apply for tax credit on the dividend at the rate of 10/90 of the amount of the dividend received. The aforementioned dividend payment is equivalent to 103.40 percent of the net profit from separate financial statements after deduction of legal reserve and is in accordance with the Company's dividend policy. The date on which the list of shareholders entitled to dividends is determined, the record date, would be May 7, 2020 and the dividend payment would be made on May 25, 2020.

Agenda 5 To appoint directors to replace those due to complete their terms

Board of Directors' opinion: The Board (exclusive of those with interests on this matter) agreed with the proposal of the Nomination and Remuneration Committee, and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the re-election of the directors due to complete their terms to retain their office for another term as follows:

- | | | | |
|----|--------------|--------------|--|
| 1) | Mrs.Panata | Thongkhamsai | Independent Director / Member of the Audit Committee / Member of the Nomination and Remuneration Committee |
| 2) | Mr. Ukrit | Vanagosoom | Director / Member of the Risk Management Committee |
| 3) | Ms. Sunvaris | Inteevorn | Director / Member of the Nomination and Remuneration Committee |



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Agenda 6 To approve the remuneration of the directors for 2020

Board of Directors' opinion: The Board agreed with the proposal of the Nomination and Remuneration Committee and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the remuneration of the directors for 2020 as follows:

Position	Attendance Fee Year 2020 (Baht/Person/ Time)	Attendance Fee Year 2019 (Baht/Person/ Time)
Board of Directors		
- Chairman of the Board	25,000	25,000
- Director	20,000	20,000
Board of the Audit Committee		
- Chairman of the Audit Committee	25,000	25,000
- Member of the Audit Committee	20,000	20,000
Board of the Nomination and Remuneration Committee		
- Chairman of the Nomination and Remuneration Committee	20,000	20,000
- Member of the Nomination and Remuneration Committee	15,000	15,000
Board of the Risk Management Committee		
- Chairman of the Risk Management Committee	20,000	20,000
- Member of the Risk Management Committee	15,000	15,000

The remuneration of the directors and committee members shall not exceed a total amount of Baht 1,500,000 per year. In this regard, directors who are executives are not entitled to receive remunerations as Member of the Nomination and Remuneration Committee nor Member of the Risk Management Committee.



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Agenda 7 To approve the appointment of the external auditor and determination of the audit fee for 2020

Board of Directors' opinion: The Board agreed with the proposal of the Audit Committee, and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the appointment of the external auditors from M.R. & Associates Co., Ltd. as follows:

- | | | |
|-----------------|----------------|--|
| 1) Mr. Pisit | Chiwaruangroch | Certified Public Accountant No. 2803; or |
| 2) Mr. Methee | Ratanasrimetha | Certified Public Accountant No. 3425; or |
| 3) Mr. Akadet | Pliensakul | Certified Public Accountant No. 5389; or |
| 4) Ms. Kornthip | Wanichwisedkul | Certified Public Accountant No. 6947 |

The proposed audit fee for 2020 was Baht 1,600,000 and to acknowledge the audit fee of the Company's subsidiary company in the amount of Baht 100,000.

Agenda 8 Other business (if any)

Please be informed accordingly.

Yours sincerely,

K. W. Metal Work Public Company Limited

(Ms. Tiayphon Vanagosoom)

Managing Director