



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)

KWM 03/2566

February 27, 2023

Subject: Schedule of the 2023 Annual General Meeting of Shareholders and Divided Payment

To: President

The Stock Exchange of Thailand

K. W. Metal Work Public Company Limited (“Company”) hereby informs that the Board of Directors Meeting No.1/2023 held on February 27, 2023 at 13.00 hrs. has passed a resolution to convene the 2023 Annual General Meeting of Shareholders on Monday, April 24, 2023 at 13:30 hrs. **through electronic platform (E-AGM)**, the meeting will be broadcast live from Forum Room, Ground Floor, Radisson Suites Bangkok Sukhumvit No.23/2-3 Soi Sukhumvit 13, Sukhumvit Road, Klongtoey Nua Sub-District, Wattana District, Bangkok, 10110. The record date for the determination of the list of shareholders entitled to attend the meeting would be March 13, 2023. The agenda for the meeting would be as follows:

- Agenda 1 To adopt the Minutes of the 2022 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 2022 Annual General Meeting of Shareholders.
- Agenda 2 To acknowledge the Company's operating performance of 2022.
Board of Directors' opinion: The Board deemed appropriate to submit the Company's operating performance of 2022 for acknowledgment of the Annual General Meeting of Shareholders.
- Agenda 3 To approve the financial statements of 2022 for the fiscal year ended December 31, 2022.
Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the financial statements of 2022 for the fiscal year ended December 31, 2022, 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 2022.

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 2022 as follows:

- To appropriate as a legal reserve in the amount of Baht 1,625,000, equivalent to 5.01 percent of the net profit for 2022 (separate financial statements).
- To approve the dividend payment at the rate of Baht 0.058, totaling Baht 27,570,678.914 from the tax-exempt net profit and retained earnings, due to the privileges received from the BOI. Thus, the individual shareholders would not be entitled to the tax credit. The aforementioned dividend payment is equivalent to 89.44 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 8, 2023 and the dividend payment would be made on May 22, 2023.

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 Thongkamsai Director/ Independent Director/ Member of Audit Committee/ Chairman of Nomination and Remuneration Committee
- 2) Mr. Ekapan Vanagosoom Director / Chairman of Executive Committee
- 3) Ms. Tiyaophon Vanagosoom Director/ Member of Risk Management Committee/ Member of the Nomination and Remuneration Committee / Executive Director



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Agenda 6 To approve the remuneration of the directors for 2023.

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 2023 as follows:

Position	Attendance Fee Year 2023 (Baht/Person/ Time)	Attendance Fee Year 2022 (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 and none of other privileges other than the aforementioned attendance fee shall be provided. 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 2023.

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) Ms. Kornthip Wanichwisedkul Certified Public Accountant No. 6947; or
- 2) Ms. Varaporn Vareesawedsuwan Certified Public Accountant No. 5087; or
- 3) Mr. Akadet Pliensakul Certified Public Accountant No. 5389

The proposed audit fee for 2023 was Baht 1,800,000 and to acknowledge the audit fee of the Company's subsidiary companies in the amount of Baht 450,000.

Agenda 8 Other business (if any)

In this regard, the Board has authorized the Chairman of Executive Committee the power to consider changing the date, time, and venue of the 2023 Annual General Meeting of Shareholders as deemed necessary and appropriate.

The Company will inform the procedure and guidelines for attending the 2023 Annual General Meeting of Shareholders through the electronic platform (E-AGM) via the invitation letters, which will be delivered to all shareholders in due course.

Please be informed accordingly.

Yours sincerely,

K. W. Metal Work Public Company Limited

(Ms. Tiyaophon Vanagosoom)

Managing Director