



PTT Global Chemical Public Company Limited

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February 17, 2020

Subject The 2020 Annual General Meeting of Shareholders Date and Agenda and
2019 Dividend Distribution

To President
The Stock Exchange of Thailand

The Board of Directors of PTT Global Chemical Public Company Limited (the Company) at the Meeting No. 2/2020 held on February 17, 2020 passed the resolutions of the schedule for 2020 Annual General Meeting of Shareholders which will be held on Thursday, April 9, 2020 at 09.00 hrs. at Bangkok Convention Center, 5th Floor, Central Plaza Department Store, Ladprao, 1695 Phaholyothin Road, Chatuchak Sub-District, Chatuchak District, Bangkok 10900. The Record Date for the rights to attend the 2020 PTTGC Annual General Meeting of Shareholders and the rights to receive the dividend will be on Monday, March 2, 2019.

The agenda of PTTGC 2020 Annual General Meeting of Shareholders will be as follows:

Agenda 1 To Acknowledge the Company's Operation for the Year 2019 and the Recommendation for the Company's Business Plan and Approve the Company's Statement of Financial Position and Statement of Income for the Year Ended December 31, 2019

The Board of Directors' Opinion: The Board agreed to propose the Annual General Meeting of Shareholders to acknowledge the Company's operation for the year 2019 and the recommendation for the Company's business plan and to approve of the Company's Statement of Financial Position and Statement of Income for the Year Ended December 31, 2019 which were audited and certified by the auditors and reviewed by the Audit Committee.

Agenda 2 To Consider and Approve the Allocation of Profit for the Operating Results in the Year 2019, and Dividend Distribution

The Board of Directors' Opinion: The Board agreed to propose the Annual General Meeting of Shareholders to consider and approve on the dividend payment for the year 2019 operating performance of Baht 2.00 per share, totaling approximately Baht 8,995 million, or dividend payout ratio at 77% of the net profit of consolidated financial statements, of which Baht 1.00

per share, totaling approximately Baht 4,508 million, was paid as an interim dividend on September 13, 2019. The final dividend payment will be Baht 1.00 per share, totaling approximately Baht 4,487 million, allocated from the unappropriated retained earnings as follows:

- (1) Dividend of Baht 0.42 per share, paid from the taxable profit at tax rate of 10 percent, which the individual shareholders are subjected to withholding tax of 10 percent, but are entitled to claim tax credit at 10/90 of the dividend.
- (2) Dividend of Baht 0.40 per share, paid from the taxable profit at tax rate of 20 percent, which the individual shareholders are subjected to withholding tax of 10 percent, but are entitled to credit at 20/80 of the dividend.
- (3) Dividend of Baht 0.18 per share, paid from the taxable profit at tax rate of 30 percent, which the individual shareholders are subjected to withholding tax of 10 percent, but are entitled to credit at 30/70 of the dividend

The Company has set the Record Date on March 2, 2020 for the rights to attend the 2020 Annual General Meeting and receive the dividend. The Final dividend payment shall be made on April 28, 2020.

However, the rights to receive dividends is subjected to the approval of Shareholders at the 2020 Annual General Meeting.

Agenda 3 To Consider and Elect New Directors to Replace those who are due to Retire by Rotation

The 2020 Annual General Meeting of Shareholders, according to the Company's Article of Association, the Board of Director who are due to retire by rotation 5 directors are as follows :

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|------------------------------|--|
| 1) Mr. Prasert Bunsumpun | Independent Director and Chairman of the Risk Management Committee |
| 2) Mr. Prapas Kong-ied | Independent Director and Director to the Audit Committee |
| 3) Mrs. Premrutai Vinaiphath | Director and Director to the Risk Management Committee |
| 4) Mr. Wittawat Svasti-xuto | Director and Director to the Nomination & Remuneration Committee |
| 5) Mrs. Arawadee Photisaro | Director and Director to the Risk Management Committee |

The Board of Directors' Opinion: The Board of Directors, except the Directors who have conflict of interest in this matter, agreed with the Nomination and Remuneration Committee's recommendation to propose the Directors replacing Directors who are due to retired by rotation as follows :

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|-------------------------------|---|
| (1) Mr. Grisada Boonrach | to be elected as Independent Director replacing Mr. Prasert Bunsumpun |
| (2) Mr. Prapas Kong-ied | to be re-elected for another term as Independent Director |
| (3) Mrs. Premrutai Vinaiphath | to be re-elected for another term as Director |
| (4) Mr. Wittawat Svasti-xuto | to be re-elected for another term as Director |
| (5) Mrs. Arawadee Photisaro | to be re-elected for another term as Director |

The nominees no. (1) – (2) are qualified in accordance with the Company’s definition of Independent Director which is specified pursuant to those defined by the Capital Market Supervisory Board, and even stricter in the proportion of shareholding.

Agenda 4 To Consider and Approve the Directors’ Remuneration

The Board of Directors’ Opinion: The Board agreed with the Nomination and Remuneration Committee’s recommendation to propose the Annual General Meeting of Shareholders for approval the Directors’ remunerations for the year 2020 and acknowledge Bonus for the Board of Directors for the Year 2019 which is according to the resolution of the Annual General Shareholders for the Year 2019 as the followings:

- (1) **Remuneration for the Directors:** To be maintained at the same rate as the year 2019 and propose to pay monthly remuneration and meeting allowance to those who attend the meeting at the rate specified as follows:

The Director’s Remuneration		
Types of Remuneration	2020 (Current Proposal)	Compared with 2019
Monthly remuneration	Baht / Person	Baht / Person
• Chairman	62,500	62,500
• Director	50,000	50,000
Meeting allowance (only pay to those who attend the meeting)	Baht / Person / Attendance	Baht / Person / Attendance
• Chairman	50,000	50,000
• Director	40,000	40,000

- (2) **Remuneration for all Sub- Committees:** To be maintained at the same rate of the year 2019 i.e. Audit Committee, Nomination and Remuneration Committee, Corporate Governance Committee, Risk Management Committee, and shall include specific committees that may be appointed by the Board of Directors, as necessary and appropriated in the future as follows :

Attendance Fee for Sub Committees		
Types of Remuneration	2020 (Current Proposal)	Compared with 2019
Meeting allowance (only pay to those who attend the meeting)	Baht / Person / Attendance	Baht / Person / Attendance
• Chairman	56,250	56,250
• Director	45,000	45,000

- (3) **Bonus for the Board of Directors:** Acknowledge Bonus for the Board of Directors for the Year 2019 which is according to the resolution of the Annual General Shareholders for the Year 2019 until the Shareholders Meeting's resolution will be changed otherwise:

“The bonus will be paid to the Board of Directors if the Company pay out the dividend to the shareholders, at the rate of 0.30% of the Company's net profit, but not exceeding the amount of Baht 60 million by calculation in accordance with the Director's terms and the Chairman would get the bonus at the rate of 25 % higher than that of Directors.”

- (4) **Other Remuneration:** None

Agenda 5 To Consider the Appointment of the Auditor and Fix the Annual Fee for the Year 2020

The Board of Directors' Opinion: The Board agreed with the Audit Committee to propose the Annual General Meeting of Shareholders to consider and approve the appointment of the Deloitte Touche Tohmatsu Jaiyos Audit Company Limited (Deloitte), any one is an auditor of the Company for the Year 2020 as namely:

- 1) Mr. Mongkol Somphol C.P.A. (Thailand) Reg. No. 8444 or (Auditing during 2019)
- 2) Mr. Suphamit Techamontrikul C.P.A. (Thailand) Reg. No. 3356 or
- 3) Mr. Suwatchai Meakhaamnouychai C.P.A. (Thailand) Reg. No. 6638 or
- 4) Mr. Chavala Tienpasertkij C.P.A. (Thailand) Reg. No. 4301

To be the Company's auditor for the year 2020 and propose audit fee of Baht 3,000,000 Together with other expenses such as travel expenses, accommodation fees, telephone charges, postal, stamp duty frees, photocopying expense, etc. will be actual charge basis, but not exceeding 10% of the audit fee

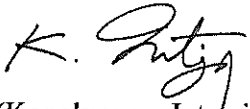
Agenda 6 To Consider and Approve Debentures Issuance Plan

The Board of Directors' Opinion: The Board agreed to propose the Annual General Meeting of Shareholders to consider and approve Debenture Issuance denominated in Thai Baht and/or foreign currency with an outstanding amount at any time not exceeding USD 4,000 million or its equivalence in other currencies, within the period of 5 years (2020-2024). The source of fund can be domestic and/or overseas capital resources. The total amount of debentures shall be issued at one time or several times as it deems appropriate and relevant to the Company's fund raising plan and able to offer to the general public and / or private placement.

Agenda 7 Other Issues (if any).

Please be informed accordingly.

Sincerely yours,



(Kongkrapan Intarajang)
Chief Executive Officer