



(TRANSLATION)

HAADTHIP

July 22, 2020

Subject: Resolutions of the 2020 Annual General Shareholders' Meeting

To: The President

The Stock Exchange of Thailand

The Annual General Meeting of Shareholders for the Year 2019 of HaadThip Public Company Limited ("HTC") was held on Wednesday, July 22, 2020 at 10.00 hours at Ballroom 1, 5th Floor, S31 Sukhumvit Hotel, 545 Sukhumvit 31, Klongtoey-Nua, Wattana, Bangkok. There were 161 shareholders holding 105,855,197 shares, or 52.6746 percent of the total paid-up shares at present, either in person or by proxy, constituting a quorum as specified under HTC's Articles of Association, Section 45. The following agendas were the resolutions of the meeting:

Agenda 1: Certified minutes of the Extraordinary General Meeting of Shareholders No. 1/2019, held on Monday, 21st October 2019 with unanimous votes as follows:

| | Approved | Disapproved | Abstained | Voided Ballot |
|-----------------|-------------|-------------|-----------|---------------|
| Number of Votes | 105,836,037 | 0 | 0 | 0 |
| Percentage | 100.0000 | 0.0000 | | |

Of the total votes of shareholders and proxy holders who attended and voted at the meeting.

Agenda 2: Acknowledged the Board of Directors' Report for 2019 Operations.

Agenda 3: Approved the Company's Financial Statements for the year ended December 31, 2019, as duly audited and certified by HTC's auditor and reviewed by the Audit Committee with unanimous votes as follows:

| | Approved | Disapproved | Abstained | Voided Ballot |
|-----------------|-------------|-------------|-----------|---------------|
| Number of Votes | 105,853,841 | 0 | 0 | 0 |
| Percentage | 100.0000 | 0.0000 | | |

Of the total votes of shareholders and proxy holders who attended and voted at the meeting.

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Agenda 4: Acknowledged two interim dividend payments at the combined rate of 1.76 Baht per share, amounting to a total of 352.33 million Baht. Thus, any further annual dividend payment for 2019 will not be proposed.

Agenda 5: Re-elected the directors retiring by rotation, namely (1) Ms. Smornluk Mahasmiti, (2) Mr. Philipp Hugo Gutsche (3) Mrs. Pariya Chirabandhu and M.L. Dhisana Sritavag as the Company's directors for the further term and approved the appointment of Ms. Smornluk Mahasmiti as an independent director with the following votes:

1. Ms. Smornluk Mahasmiti

| | Approved | Disapproved | Abstained | Voided Ballot |
|-----------------|-------------|-------------|-----------|---------------|
| Number of Votes | 102,231,997 | 3,623,200 | 0 | 0 |
| Percentage | 96.5772 | 3.4228 | | |

Of the total votes of shareholders and proxy holders who attended and voted at the meeting.

2. Mr. Philipp Hugo Gutsche

| | Approved | Disapproved | Abstained | Voided Ballot |
|-----------------|-------------|-------------|-----------|---------------|
| Number of Votes | 105,167,797 | 687,400 | 0 | 0 |
| Percentage | 99.3506 | 0.6494 | | |

Of the total votes of shareholders and proxy holders who attended and voted at the meeting.

3. Mrs. Pariya Chirabandhu

| | Approved | Disapproved | Abstained | Voided Ballot |
|-----------------|-------------|-------------|-----------|---------------|
| Number of Votes | 105,167,797 | 687,400 | 0 | 0 |
| Percentage | 99.3506 | 0.6494 | | |

Of the total votes of shareholders and proxy holders who attended and voted at the meeting.

4. M.L. Dhisana Sritavaj

| | Approved | Disapproved | Abstained | Voided Ballot |
|-----------------|-------------|-------------|-----------|---------------|
| Number of Votes | 105,167,797 | 687,400 | 0 | 0 |
| Percentage | 99.3506 | 0.6494 | | |

Of the total votes of shareholders and proxy holders who attended and voted at the meeting.

Agenda 6: Approved the 2019 directors' remunerations as follows:

1. Monetary Compensation at the same rate as that of 2019

| Committees | Year 2020 | | Year 2019 | |
|---|------------------------------------|--|------------------------------------|--|
| | Remuneration (Baht/person/year) | Meeting Allowance (Baht/person/meeting) | Remuneration (Baht/person/year) | Meeting Allowance (Baht/person/meeting) |
| Board of Directors: | | | | |
| Chairman | 253,000 | 10,000 | 253,000 | 10,000 |
| Directors | 181,500 | 10,000 | 181,500 | 10,000 |
| Audit Committee: | | | | |
| Chairman | 253,000 | 5,000 | 253,000 | 5,000 |
| Members | 181,500 | 5,000 | 181,500 | 5,000 |
| Nomination and Remuneration Committee: | | | | |
| Chairman | 16,500 | 3,000 | 16,500 | 3,000 |
| Members | 11,000 | 3,000 | 11,000 | 3,000 |

2. Non-monetary Compensation : Directors' and Officers' Liability Insurance or D&O Insurance

The Meeting approved this agenda with unanimous votes as follows:

| | Approved | Disapproved | Abstained | Voided Ballot |
|-----------------|-------------|-------------|-----------|---------------|
| Number of Votes | 105,855,197 | 0 | 0 | 0 |
| Percentage | 100.0000 | 0.0000 | | |

Of the total votes of shareholders and proxy holders who attended and voted at the meeting.

Agenda 7: **Appointed the Auditors of the Company for the year 2020** from KPMG

Phoomchai Audit Ltd. as follows:

1. Mr. Thanit Osathalert CPA Registration No. 5155 or
2. Mr. Ekkasit Chuthamsatid CPA Registration No. 4195 or
3. Miss Bongkot Amsageam CPA Registration No. 3648

The proposed auditing firm and auditors have no relationship or conflict of interests with the Company/ subsidiaries/ managerial staff/ major shareholders, or any persons related to the said parties.

and approved the Audit Fees for the year 2020 totaling BHT 1,600,000, an increase of BHT 100,000 or 6.67% from the year 2019 as detailed below:

Unit: Baht

| Types of Fees | Year 2020 | Year 2019 | Increase | % |
|------------------------|-----------|-----------|----------|------|
| 1. Audit Fee | | | | |
| - Annual audit fee | 1,270,000 | 1,200,000 | | |
| - Quarterly review fee | 330,000 | 300,000 | | |
| Total audit fee | 1,600,000 | 1,500,000 | 100,000 | 6.67 |
| 2. None – Audit Fee | - None - | - None - | | |

The Meeting approved this agenda with unanimous votes as follows:

| | Approved | Disapproved | Abstained | Voided Ballot |
|-----------------|-------------|-------------|-----------|---------------|
| Number of Votes | 105,855,197 | 0 | 0 | 0 |
| Percentage | 100.0000 | 0.0000 | | |

Of the total votes of shareholders and proxy holders who attended and voted at the meeting.

Agenda 8: Other Matters

- None –

Please be informed accordingly and further distribute to the investors.

Yours faithfully,

For HaadThip Public Company Limited

Maj. Gen.

(Patchara Rattakul)

Chief Executive Officer

Office of the Executive Director

Tel. 0-2391-4488 Ext. 103