

Subject: Resolution of the Board of Directors' meeting; dividend payment and schedule for the Annual General Meeting of Shareholders

To: President and Manager  
The Stock Exchange of Thailand

Referring the Board of Directors' meeting of Forth Corporation Public Company Limited (the Company) No. 1/2020 held on 24 February 2020. The Company would like to notify the important resolutions as follows:

- 1) Resolved to propose the Annual General Meeting of Shareholders to approve a dividend payment for 2019 at the rate of Baht 0.42 per share, a total of Baht 396 million. The dividend will be paid from the net profit for the year 2019 and the retained earnings derived from the promoted operations at the rate of Baht 0.01 per share, which individual shareholders are not subject to withholding tax and shall not be entitled to a tax credit. The remaining amount of Baht 0.41 per share will be paid from the profit for the year 2019 and the retained earnings derived from 20% corporate income tax-paid business, which individual shareholders are subject to 10% withholding tax and shall be entitled to a tax credit. When including with an interim dividend payment for the first six-month period of 2019 at the rate of Baht 0.12 per share, totaling Baht 115 million, the balance of dividend payment in this period will be paid at the rate of Baht 0.30 per share, amounting to Baht 281 million. The dividend will be paid from the net profit for the year 2019 and the retained earnings derived from the promoted operations at the rate of Baht 0.01 per share, which individual shareholders are not subject to withholding tax and shall not be entitled to a tax credit and the remaining amount of Baht 0.29 per share will be paid from the profit for the year 2019 and the retained earnings derived from 20% corporate income tax-paid business, which individual shareholders are subject to 10% withholding tax and shall be entitled to a tax credit.

The record date to determine shareholders' name for the right to receive the dividend is scheduled on 11 March 2020. The dividend will be paid on 30 April 2020. The grant of this right is subjected to the approval by the shareholders' meeting.

- 2) Resolved to propose the Annual General Meeting of Shareholders to consider the re-election of the directors who will be retired by rotation to be the Company's directors for another term, as proposed by the Nomination and Remuneration Committee, as follows:

Mr. Sanit Vorapunya                      Position: Chairman of BOD/ Independent Director

Mr. Somboon Muangklam              Position: Director/ Independent Director/ Chairman of Audit Committee/ Chairman of Nomination and Remuneration Committee

Mrs. Vilasinee Puddhikarant      Position: Director/ Independent Director/ Audit Committee/  
Nomination and Remuneration Committee

Mrs. Porntip Lerttanongsak      Position: Director/ Independent Director/ Audit Committee/  
Chairman of Risk Management Committee

- 3) Resolved to propose the Annual General Meeting of Shareholders to consider and approve the remuneration of directors for the year 2020, as proposed by Nomination and Remuneration Committee, as follows:

**Meeting allowance**

	<b><u>2020</u></b>	<b><u>2019</u></b>	
<b><u>Board of Directors</u></b>			
- Chairman	33,000	33,000	Baht per meeting attendance
- Member	22,000	22,200	Baht per meeting attendance
<b><u>Audit Committee</u></b>			
- Chairman	49,500	49,500	Baht per meeting attendance
- Member	46,200	46,200	Baht per meeting attendance
<b><u>Risk Management Committee</u></b>			
- Chairman	15,000	15,000	Baht per meeting attendance
- Member	10,000	10,000	Baht per meeting attendance
<b><u>Nomination and Remuneration Committee</u></b>			
- Chairman	15,000	15,000	Baht per meeting attendance
- Member	10,000	10,000	Baht per meeting attendance

**Gratuity**

The amount of gratuity for the year 2020 is not exceeding Baht 1,500,000 (2019: not exceeding Baht 1,500,000) and will be paid to non-executive directors.

- 4) Resolved to propose the Annual General Meeting of Shareholders to consider and appoint the Company's auditors and fix their remuneration for the year 2020 as proposed by Audit Committee, as follows:

Ms. Isaraporn Wisuthiyan      CPA License No. 7480 and/or

Ms. Supanee Triyanantakul      CPA License No. 4498 and/or

Mr. Preecha Arunnara      CPA License No. 5800

They are the auditors of EY Office Limited. The remuneration for the year 2020 is to be Baht 1,590,000 (2019: Baht 1,590,000).

5) Determined the date of the Annual General Meeting of Shareholders is to be on Monday, April 20, 2020 and to hold the meeting at 02.00 p.m., at 256, the office building of Forth Smart Service Public Company Limited, 7<sup>th</sup> floor, Phaholyothin Road, Samsennai, Phayathai, Bangkok, with the following agenda:

1<sup>st</sup> Agenda: To certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2019.

2<sup>nd</sup> Agenda: To acknowledge the report on the operating results for the year 2019.

3<sup>rd</sup> Agenda: To consider and approve the statement of financial position and the statement of comprehensive income for the year ended 31 December 2019.

4<sup>th</sup> Agenda: To consider and approve the allocation of profit and the dividend payment for the year 2019.

5<sup>th</sup> Agenda: To consider the re-election of the directors who will be retired by rotation to be the Company's directors for another term.

6<sup>th</sup> Agenda: To consider and fix the directors' remuneration for the year 2020.

7<sup>th</sup> Agenda: To consider and appoint the Company's auditors and fix their remuneration for the year 2020.

8<sup>th</sup> Agenda: To consider other business (if any).

6) Determined the record date to determine shareholders' name for the right to attend the Annual General Meeting of the Shareholders for the year 2020 is to be on 11 March 2020.

Please be informed accordingly.

Yours faithfully,

Mr. Arin Jamnaree  
Financial Controller