

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. 2/2022 held on 25 February 2022. 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 2021 at the rate of Baht 0.45 per share, a total of Baht 420.9 million. The dividend will be paid from the net profit for the year 2021 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. In this regard, the Company has paid an interim dividend for the first six-month period of 2021 at the rate of Baht 0.15 per share, totaling Baht 140.3 million, the balance of dividend payment in this period will be paid at the rate of Baht 0.30 per share, amounting to Baht 280.6 million. The dividend will be paid from the net profit for the year 2021 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 14 March 2022. The dividend will be paid on 5 May 2022. 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 and approve the details of the additional objectives and the amendment to Articles 3 Objectives of the Company's memorandum of association as follows:

Amendment of existing objectives

Existing clause

Clause 42 To operate business of sell armaments, airplanes, aircrafts, battleships, spare parts, radars, and communication devices of such goods, provide services for hangars, aircraft and battleship deposit services, repair and maintenance services, flight training services, aircraft and battleship training services, and all other relates services for government agencies, state enterprises, legal entities, and individuals.

Revised clause

Clause 42 To operate business of sell armaments, airplanes, **helicopters**, aircrafts, **unmanned aerial vehicles and system**, ships, motor boats, steamboats, rubber boats, battleship, **life rafts, parachutes, rescue vehicles, fire trucks, airport passenger buses, electronic system detector devices**, spare parts, radars, and communication devices of such goods, provide services for hangars, aircraft and battleship deposit services, repair and maintenance services, flight training services, aircraft and battleship training services, and all other relates services for government agencies, state enterprises, legal entities, and individuals.

Existing clause

Clause 44 To operate business of consult, design, develop, sell, and setup electronic document storage system, and automation queue software.

Revised clause

Clause 44 To operate business of **being consultant**, design, develop, sell, **rent, hire purchase, adjust, setup, test, evaluate, and provide management services, monitor working quality, provide import and transfer of data services, provide maintenance services, provide maintenance services for improving software for organization and business on demand, including software related to selling system, marketing system, accounting system, finance system, invoice system, human resources system, customer relation management system, customer service system, human capital system, applied software for business transactions exchange through electronic medias, electronic payment system, supply chain management system, media management system, geographical information management system, learning management system, business analytic system, cloud service system**, electronic document storage system, and automation queue software, **and other software including all system equipment and assets related to the software.**

Additional objectives

Clause 66 To operate business of manufacture, compose, sell, import, export, consult, setup, maintain, develop NMS, VMS, AI, License Plate hardware and software, spare parts and components related CCTV devices in all kinds and sizes for local and international for government agencies, state enterprises, and private companies.

Clause 67 To operate business of manufacture, compose, sell, import, export, consult, setup, maintain, develop hardware, software, spare parts and components related security devices, door access control, barrier gate, car park system in all kinds and sizes for local and international for government agencies, state enterprises, and private companies.

Clause 68 To operate business of manufacture and sell military equipment, armament, narcotics drug detectors, metal detectors, arms explosive detectors, addictive substance detectors, explosive substance detectors used in public government agencies, and armament clothing used for soldiers and police such as batons, shoes, belts, tents, water bottles, trekking equipment, field equipment, camping equipment, radio transmission equipment, telecommunication equipment, including spare parts, and components of such goods.

Clause 69 To operate business of manufacture, compose, sell, import, export, repair, maintain, modify, adjust, setup vehicles including system testing of diesel hydraulic locomotives, diesel electric locomotives, diesel locomotives, electric trains, high speed trains, underground trains, sky trains, passenger carriage bogies, and cargo bogies, road barriers, signaling and telecommunication system, brake machine system, railway system, engines, machines, tools, wheels, wheel axels, wheel casings, and all spare parts for local and international and businesses related to all above businesses.

Clause 70 To operate business of sell, rent, production to order, design, manufacture, supply, develop, setup, maintain, consult all kinds of fiber optic network, cables and communication devices in all types of fiber optic network and network management system, and provide services or being dealer of communication service via fiber optic network.

Clause 71 To operate business of hire, consult, provide trainings, teachings, personal development related to procurement both within and outside government agencies for government agencies, state enterprises, and private companies both domestically and internationally.

Furthermore, Chief Executive Officer or the person delegated by the Chief Executive Officer shall be authorized to register the amendment of the Company's Objectives at the Department of Business Development, Ministry of Commerce, and to take all other necessary actions in accordance with the order of the registrar in order to complete the registration.

- 3) 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. Pongchai Amatanon	Position: Director/ Executive Director/ Risk Management Committee
Ms. Pichamon Amatanon	Position: Director/ Executive Director/ Risk Management Committee/ Nomination and Remuneration Committee
Ms. Noparat Siripongpreeda	Position: Director

- 4) Resolved to propose the Annual General Meeting of Shareholders to consider and approve the remuneration of directors for the year 2022, as proposed by Nomination and Remuneration Committee, as follows:

**Meeting allowance**

	<b><u>2022</u></b>	<b><u>2021</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 2022 is not exceeding Baht 1,500,000 (2021: not exceeding Baht 1,500,000) and will be paid to non-executive directors.

- 5) Resolved to propose the Annual General Meeting of Shareholders to consider and appoint the Company's auditors and fix their remuneration for the year 2022 as proposed by Audit Committee, as follows:

Ms. Isaraporn Wisuthiyon	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 2022 is to be Baht 1,590,000 (2021: Baht 1,590,000).

- 6) Determined the date of the Annual General Meeting of Shareholders is to be on Friday, April 22, 2022 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 Annual General Meeting of Shareholders for the year 2021.
- 2<sup>nd</sup>Agenda: To acknowledge the report on the operating results for the year 2021.
- 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 2021.
- 4<sup>th</sup>Agenda: To consider and approve the allocation of profit and the dividend payment for the year 2021.
- 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 2022.
- 7<sup>th</sup>Agenda: To consider and appoint the Company's auditors and fix their remuneration for the year 2022.
- 8<sup>th</sup>Agenda: To consider and approve the details of the additional objectives and the amendment to Articles 3 Objectives of the Company's memorandum of association.
- 9<sup>th</sup>Agenda: To consider other business (if any).

In case that the outbreak of the Coronavirus Disease intensifies or there is a force majeure event that prevents the meeting to be held on the date, time and venue mentioned above, the Board of Directors has approved the delegation of the Chief Executive Officer to be authorized to take any action relating to the Annual General Meeting of Shareholders i.e. changes in date, time, venue and format of the meeting, which may consider organizing a meeting via electronic media, including amendments to the meeting agenda as necessary under the framework of the law in the event of such a period.

- 7) Determined the record date to determine shareholders' name for the right to attend the Annual General Meeting of the Shareholders for the year 2022 is to be on 14 March 2022.

Please be informed accordingly.

Yours faithfully,

Mr. Arin Jamnaree  
Financial Controller