

(Translation)

KT/PB (COTTO) 003/2021

January 26, 2021

Dear President  
The Stock Exchange of Thailand

**Subject: Board of Directors' Resolutions on Dividend Payment,  
Schedule for the 2021 Annual General Meeting of Shareholders, and  
Publication of the Notice on the Company's Website**

SCG Ceramics Public Company Limited ("the Company") takes this opportunity to announce the following resolutions of the Board of Directors Meeting, held on Tuesday, January 26, 2021:

1. To propose for approval at the 2021 Annual General Meeting of Shareholders the dividend payment for 2020 at the rate of 0.029 Baht/share or approximately 172.9 million Baht, accounting for 44% of the net profit for the year less legal reserve. The said dividend distribution shall be payable to the shareholders entitled to receive dividend in accordance with the Company's Articles of Association, of record as of Wednesday, April 7, 2021 (The Stock Exchange of Thailand shall post the "XD" sign or the date on which the buyers of securities shall have no rights to receive dividend on Monday, April 5, 2021). The dividend shall be payable on Thursday, April 22, 2021 and the receipt of such dividend shall be within 10 years.

Remark: The natural person shareholders shall be entitled to claim tax credit according to Section 47 bis of the Revenue Code equaling to the product of dividend times 20/80.

2. In connection with the new wave of COVID-19 outbreak spreading across many areas in Thailand at present, the Company has been closely monitoring the situation with the deepest concern for the safety of the meeting attendees as well as its staff. Therefore, the Board of Directors resolved that the 2021 Annual General Meeting of Shareholders shall be held **via electronic media (E-Meeting) for only one form** in compliance with the rules and regulations specified by the law relating to meetings via electronic media (E-Meeting) on Monday, March 29, 2021 at 09:30 hours. The meeting control room will be at The Siam Cement Public Company Limited, Multipurpose Building, 10<sup>th</sup> Floor, Hall 1, 1 Siam Cement Road, Bangsue, Bangkok **without any arrangements for meeting room at the [aforementioned location](#)**. **In this regard, the Company will publicize the Notice of the Annual General Meeting of Shareholders containing the details of the agenda and the instructions on how to attend the meeting via electronic media (E-Meeting) on the Company's website ([www.scgceramics.com](http://www.scgceramics.com)) and will publicize the details regarding E-Meeting via SETLink as from Monday, February 22, 2021.**

The Annual General Meeting of Shareholders will be held in accordance with the aforementioned details above with the agenda as follows:

- 1) To acknowledge the Company's Annual Report 2020
- 2) To approve the financial statements for the year ended December 31, 2020
- 3) To approve the profit allocation for 2020 and the dividend payment for 2020 at the rate of 0.029 Baht/share and to acknowledge the profit allocation of 28,345,645 Baht to the legal reserve, accounting for 5 percent of net profit for the year 2020. (The Company's current legal reserve of 243 million Baht accounted for 4.1 percent of the Registered Capital)
- 4) To elect directors in replacement of those who are due to retire by rotation

At the 2021 Annual General Meeting of Shareholders, there are four directors who are due to retire by rotation, namely, Mr. Lucksananoi Punkrasamee, Mr. Numpol Malichai, Mr. Padung Likitsajjakul and Ms. Varunyu Opanayikul.

The Board agreed with the Nomination, Remuneration and Corporate Governance Committee (excluding the directors who are due to retire by rotation), resolved to recommend the 2021 Annual General Meeting of Shareholders to elect the three retiring directors, namely, Mr. Lucksananoi Punkrasamee, Mr. Numpol Malichai, Ms. Varunyu Opanayikul as well as the qualified person, namely, Mr. Anat Changtrakul as the Company's directors.

- 5) To appoint the Company's auditors and fix the audit fee for 2021

As recommended by the Audit Committee, the Board considered and deemed it appropriate to propose that the 2021 Annual General Meeting of Shareholders appoint the auditors and fix the audit fee for 2021 as follows:

- (1) To appoint the auditors of KPMG Phoomchai Audit Limited whose qualifications meet those of The Securities and Exchange Commission as the auditors of the Company for 2021 as follows:

- Mr. Vairoj Jindamaneepitak (Certified Public Accountant No. 3565) or
- Mr. Charoen Phosamritlert (Certified Public Accountant No. 4068) or
- Ms. Thanyalux Keadkeaw (Certified Public Accountant No. 8179)

KPMG Phoomchai Audit Limited and the above-mentioned three auditors proposed for appointment of the Company's auditors have neither relationship nor conflict of interest with the Company, subsidiary, executives, major shareholders, or related persons with the said entities or persons and will also be nominated as the auditors of Sosuco Ceramic Co., Ltd. (SSC), the Company's subsidiary.

- (2) To approve the audit fee for the Company's financial statements for 2021 of 1,873,000 Baht (an increase of 28,000 Baht from 2020) and the audit fee for the consolidated financial statements for 2021 of the Company and its subsidiary (SSC) of 162,000 Baht (an increase of 4,000 Baht from 2020), totaling 2,035,000 Baht (an increase of 32,000 Baht from 2020).
- (3) To acknowledge SSC's audit fee for 2021 of 337,000 Baht (an increase of 7,000 Baht from 2020) to be paid by SSC.

For 2021, there shall be no other non-audit service fee provided.

6) To approve the remuneration of the Board of Directors and the Sub-committees for 2021

The Board resolved to recommend the 2021 Annual General Meeting of Shareholders to approve the remuneration of the Board of Directors and the Sub-committees for 2021 to be effective from April 1, 2021 onwards as well as to acknowledge the remuneration paid to the Board of Directors and the Sub-committees in 2020 as proposed by the Nomination, Remuneration and Corporate Governance Committee as the following details:

- (1) The maintenance of the criteria and the rates of the remuneration of the Board of Directors (monthly remuneration and bonus), the attendance fees of the Audit Committee and the Nomination, Remuneration and Corporate Governance Committee and the remuneration payment suspension of the Executive Committee as approved by the 2020 Annual General Meeting of Shareholders.
- (2) The acknowledgement of the remuneration paid to the Board of Directors (monthly remuneration and bonus) and the attendance fees of Audit Committee and the Nomination, Remuneration and Corporate Governance Committee paid in accordance with the number of meeting attendance in 2020, totaling 6,222,743 Baht, in line with the criteria approved by the 2020 Annual General Meeting of Shareholders.

In this regard, the Company provides no other remuneration and benefits to the Company's directors apart from those mentioned.

3. To confirm a Record Date to ascertain the list of shareholders with the right to attend the 2021 Annual General Meeting of Shareholders on Tuesday, February 9, 2021 (The Stock Exchange of Thailand shall post the “XM” sign or the date on which the buyers of securities shall have no rights to attend the shareholder meeting on Monday, April 8, 2021).

Please be informed accordingly.

Yours faithfully,

SCG Ceramics Public Company Limited

*-Signed by-*

(Mr. Numpol Malichai)

Managing Director