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KT/PB (COTTO) 008/2021

March 29, 2021

Dear President  
The Stock Exchange of Thailand

**Subject: Resolutions of the 2021 Annual General Meeting of Shareholders**

This is to inform the resolutions of the 2021 Annual General Meeting of Shareholders of SCG Ceramics Public Company Limited held on Monday, March 29, 2021:

1. Acknowledged the Company's Annual Report 2020
2. Approved the Financial Statements for the year ended December 31, 2020 duly audited and signed by the auditor from KPMG Phoomchai Audit Co., Ltd. and agreed upon by the Audit Committee.

**The Meeting, by a unanimous vote of total number of votes of the shareholders present at the meeting and voting, approved this agenda item by the following vote:**

Approved	5,402,025,958	votes, equivalent to	100%
Disapproved	0	vote, equivalent to	0 %
Void	0	vote, equivalent to	0 %
Abstained	0	vote	

3. Approved the 2020 profit allocation for 2020 dividend payment at the rate of 0.029 Baht per share, totaling 172,916,016 Baht. The dividend shall be payable to the shareholders entitled to receive dividend according to the Company's Articles of Association, of record as of Wednesday, April 7, 2021 for the right to receive the dividend. The "XD" sign or the date on which the buyers of securities shall have no rights to receive the dividend will be posted on Monday, April 5, 2021. The dividend shall be payable on Thursday, April 22, 2021 and receipt of such dividend shall be within 10 years. The Meeting also acknowledged the profit allocation of 28,345,645 Baht to legal reserve which accounted for 5 percent of the net profit for the year 2020.

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

**The Meeting, by a unanimous vote of total number of votes of the shareholders present at the meeting and voting, approved this agenda item by the following vote:**

Approved	5,402,025,958	votes, equivalent to	100 %
Disapproved	0	vote, equivalent to	0 %
Void	0	vote, equivalent to	0 %
Abstained	0	vote	

4. Elected the following four persons as the Company's directors in replacement of the retiring directors:

- 1) Mr. Lucksananoi Punkrasamee
- 2) Mr. Numpol Malichai
- 3) Ms. Varunyu Opanayikul, and
- 4) Mr. Arnut Changtrakul

**The Meeting approved this agenda item by the following vote:**

- 1) Mr. Lucksananoi Punkrasamee

Approved	5,401,895,958	votes
Disapproved	130,000	votes
Void	0	vote
Abstained	0	vote
- 2) Mr. Numpol Malichai

Approved	5,401,895,958	votes
Disapproved	130,000	votes
Void	0	vote
Abstained	0	vote
- 3) Ms. Varunyu Opanayikul

Approved	5,401,895,958	votes
Disapproved	130,000	votes
Void	0	vote
Abstained	0	vote
- 4) Mr. Arnut Changtrakul

Approved	5,401,895,958	votes
Disapproved	130,000	votes
Void	0	vote
Abstained	0	vote

5. Appointed the Company's auditors for 2021, namely:

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

of KPMG Phoomchai Audit Ltd., and approved 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 of the Company and its subsidiary (Sosuco Ceramic Co., Ltd. (SSC)) for 2021 of 162,000 Baht (an increase of 4,000 Baht from 2020) totalling 2,035,000 Baht (an increase of 32,000 Baht from 2020).

SSC's audit fee for 2021 of 337,000 Baht (an increase of 7,000 Baht from 2020) to be paid by SSC was also acknowledged.

**The Meeting, by a unanimous vote of total number of votes of the shareholders present at the meeting and voting, approved this agenda item by the following vote:**

Approved	5,402,280,958	votes, equivalent to	100 %
Disapproved	0	vote, equivalent to	0 %
Void	0	vote, equivalent to	0 %
Abstained	0	vote	

6. Approved the remuneration of the Board of Directors and the Sub-committees for 2021 according to the criteria and rates approved by the 2020 Annual General Meeting of Shareholders and acknowledged the amount of remuneration paid to the Board of Directors and the Sub-committees during 2020 as the following details:

**Remuneration of the Board of Directors**

1. Monthly Remuneration (no attendance fees provided)
  - Chairman (1 person): entitled to receive remuneration at the rate of 45,000 Baht/month
  - Members (11 persons): entitled to receive remuneration each at the rate of 30,000 Baht/month
2. Bonus

The Board of Directors would receive a bonus of not exceeding 1 percent of the dividend distributed to shareholders where the allocation of which shall be determined by the Board of Directors themselves.
3. Other Benefits

None

**Remuneration of the Audit Committee** (no monthly remuneration provided)

- Chairman of the Audit Committee: entitled to receive an attendance fee payable in accordance with their attendance at the meeting at the rate of 60,000 Baht/meeting
- Members of the Audit Committee: entitled to receive an attendance fee payable in accordance with their attendance at the meeting at the rate of 40,000 Baht/meeting

**Remuneration of the Nomination, Remuneration and Corporate Governance Committee (“NRC”)** (no monthly remuneration provided)

- Chairman of the NRC: entitled to receive an attendance fee payable in accordance with their attendance at the meeting at the rate of 45,000 Baht/meeting
- Members of the NRC: entitled to receive an attendance fee payable in accordance with their attendance at the meeting at the rate of 30,000 Baht/meeting

**Remuneration of the Executive Committee**

The remuneration payment suspension of the Executive Committee

During 2020, the Company paid monthly remuneration to the Board of Directors (monthly remuneration and bonus) and attendance fees to the Audit Committee and the Nomination, Remuneration and Corporate Governance Committee as well as the remuneration payment suspension of the Executive Committee in accordance with their meeting attendance during 2020, totalling 6,222,743 Baht in conformance with the criteria approved by the 2020 Annual General Meeting of Shareholders.

**The Meeting, by an affirmative vote of not less than two-thirds of the total number of votes of shareholders present at the meeting, approved this agenda item by the following vote:**

Approved	5,393,958,601	votes, equivalent to	99.8459%
Disapproved	130,000	votes, equivalent to	0.0024 %
Void	0	vote, equivalent to	0 %
Abstained	0	vote	

Two shareholders were not entitled to voting, totaling to 8,192,357 votes, equivalent to 0.1516 %

Please be informed accordingly.

Yours faithfully  
SCG Ceramics Public Company Limited

*-signed by-*

(Mr. Numpol Malichai)  
Managing Director