



(Translation)

No. Gor. Mor. 14/2567

4 March 2024

Subject: Dividend Payment and AGM Date

Attention: The President  
The Stock Exchange of Thailand

The Board of Directors' Meeting No. 2/2024 of O.C.C. Public Company Limited, on 4 March 2024, has considered and resolved on the following matters:

1. Agreed to propose at the 30<sup>th</sup> AGM to consider and approve the dividend payment for the year 2023 from 1 January 2023 to 31 December 2023 at the rate of 0.07 Baht per share. Dividends are from the Company's retained earnings after tax subject to 25%. The payment of dividends will be made by 21 May 2024.
2. To fix Record Date for determining the shareholders who are eligible to attend the 30<sup>th</sup> AGM at 19 March 2024.
3. To fix Record Date for determining the shareholders who are eligible to receive dividends at 8 May 2024.
4. To determine the date for the 30<sup>th</sup> Annual General Shareholders Meeting to be held on 22 April 2024 at 3.00 p.m. at Chaophaya Room 2, Montien Riverside Hotel, 372 Rama 3 Road, Bangkoklo, Bangkholaem, Bangkok 10120 with following agendas:

Agenda 1 To consider and certify the Minutes of the 29<sup>th</sup> AGM held on 24 April 2023.

Agenda 2 To acknowledge the Company's performance for the previous year ended.

Agenda 3 To consider and approve the Company's financial statements of the fiscal period ended 31 December 2023.

Agenda 4 To consider and approve the allocation of profit and dividend payment.

Agenda 5 To consider the election of the directors to replace those retiring by rotation.

- The 3 directors who retired by rotation were:

1. Mr. Knit Kounavudhi
2. Mr. Worathep Assavakasem
3. Mr. Thitipoom Chokwatana

Mr. Knit Kounavudhi proposed not to be re-elected.

- The persons who were nominated for electing to replace the above directors whose term ended. Two existing directors were nominated, namely Mr. Worathep Assavakasem and Mr. Thitipoom Chokwatana, and a person named Prof. Kamphol Panyagometh, Ph.D. was nominated as the new director.

Agenda 6 To consider for determining the directors' remuneration.

- To consider for determining the directors' remuneration for year 2024 to be the same rate as previous year at the amount not exceeding 6,000,000 Baht.

Agenda 7 To consider and approve the appointment of the Company's Auditor and fixing the auditor's remuneration.

- To consider the appointment of the auditors from DIA International Audit Co., as follows:



1. Mr. Apipong Leongnarktongdee CPA license no. 12199 or
2. Mrs. Suvimol Chrityakerne CPA license no. 2982 or
3. Miss Suphaphorn Mangjit CPA license no. 8125 or
4. Mr. Nopparoeck Pitsanuwong CPA license no. 7764 or
5. Mr. Joompoth Priratanakorn CPA license no. 7645

**Agenda 8** To consider approval of the amendment of Company’s Articles of Association No.28, No.34, No.39 and No.56.

**Facts and reason:** So as to be in compliance with the amendment to Section 6, Section 79, Section 82, Section 98 and Section 101 of the Public Limited Companies (No. 4) B.E. 2022

<b>Present</b>	<b>Proposed to amend</b>
<p>No.28 In summoning a meeting of the Board of Directors, the Chairman of the Board or a person assigned by the Chairman shall serve a notice summoning a meeting on the directors not less than seven (7) days prior to the date of meeting except in case of necessity and urgency to protect the rights and benefits of the Company, a meeting may be summoned by other means and earlier meeting date mat be fixed.</p> <p>A place of the meeting under paragraph one shall be within the locality of the Company's head office or any other places as the Board of Directors may designate.</p>	<p>No.28 In summoning a meeting of the Board of Directors, the Chairman of the Board or a person assigned by the Chairman shall serve a notice summoning a meeting on the directors <u>not less than three (3) days</u> prior to the date of meeting except in case of necessity and urgency to protect the rights and benefits of the Company, a meeting may be summoned <u>by electronic method or any other method</u> and earlier meeting date mat be fixed.</p> <p>A place of the meeting under paragraph one shall be within the locality of the Company's head office <u>or any other place in the Kingdom. In the case of a meeting via electronic media The location of the Company's head office shall be considered the location of the meeting.</u></p>
<p>No.34 In summoning a shareholder meeting, the Board of Directors shall prepare a written notice summoning the meeting stating the place, date, time, agenda of the meeting with reasonable details by indicating clearly whether such matters are proposed for information, for approval or for consideration as the case may be including opinions of the Board of Directors with respect to the said matters and the said notice shall be served on the shareholders for their information not less than seven (7) days prior to the date of the meeting and shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.</p> <p>A place of the meeting under paragraph one shall be in the locality in which the head or branch office of the Company is located or any other place as the Board of Directors may designate.</p>	<p>No.34 In summoning a shareholder meeting, the Board of Directors shall prepare a written notice summoning the meeting stating the place, date, time, agenda of the meeting with reasonable details by indicating clearly whether such matters are proposed for information, for approval or for consideration as the case may be including opinions of the Board of Directors with respect to the said matters and the said notice shall be served on the shareholders for their information not less than seven (7) days prior to the date of the meeting and shall also be published in a newspaper <u>or via electronic media according to the criteria specified by the registrar</u> for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.</p> <p>A place of the meeting under paragraph one shall be in the locality in which the Company's head office <u>or any other place in the Kingdom. In the case of a meeting via electronic media The location of the Company's head office shall be considered the location of the meeting.</u></p>
<p>No.39 The Chairman of a shareholder meeting shall have the duty to conduct the meeting in compliance with the Articles of Association of the Company relating to the meeting. In this regard, the meeting shall be conducted in accordance with the sequence of the agenda specified in the notice summoning the meeting unless a resolution allowing a change in the sequence of the agenda is passed by the meeting with the votes of not less than two-thirds (2/3) of the number of shareholders present at the meeting.</p> <p>Upon completion of consideration under paragraph one, the shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold may request the meeting to consider the matters other than those specified in the notice summoning the meeting.</p>	<p>No.39 The Chairman of a shareholder meeting shall have the duty to conduct the meeting in compliance with the Articles of Association of the Company relating to the meeting. In this regard, the meeting shall be conducted in accordance with the sequence of the agenda specified in the notice summoning the meeting unless a resolution allowing a change in the sequence of the agenda is passed by the meeting with the votes of not less than two-thirds (2/3) of the number of shareholders present at the meeting.</p> <p>Upon completion of consideration under paragraph one, the shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold may request the meeting to consider the matters other than those specified in the notice summoning the meeting.</p>



Present	Proposed to amend
In case where the meeting has not finished the consideration of the matters according to the sequence as specified in the agenda under paragraph one or of the matters proposed by the shareholders under paragraph two as the case may be and the meeting is required to be adjourned, the meeting shall designate the place, date and time for the next meeting and the Board of Directors shall serve a notice summoning a meeting specifying the place, date, time and agenda to the shareholders not less than seven (7) days prior to the date of the meeting provided that such notice summoning the meeting shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.	In case where the meeting has not finished the consideration of the matters according to the sequence as specified in the agenda under paragraph one or of the matters proposed by the shareholders under paragraph two as the case may be and the meeting is required to be adjourned, the meeting shall designate the place, date and time for the next meeting and the Board of Directors shall serve a notice summoning a meeting specifying the place, date, time and agenda to the shareholders not less than seven (7) days prior to the date of the meeting provided that such notice summoning the meeting shall also be published in a newspaper <u>or via electronic media according to the criteria specified by the registrar</u> for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.
No.56 Dividends shall be distributed according to the number of shares at an equal amount each. Distribution of the dividends shall be made within one (1) month as from the date of resolution of shareholder meeting or the meeting of the Board of Directors as the case may be provided that notice thereof in writing shall be served on the shareholders and such notice shall also be published in a newspaper for three (3) consecutive days.	No.56 Dividends shall be distributed according to the number of shares at an equal amount each. Distribution of the dividends shall be made within one (1) month as from the date of resolution of shareholder meeting or the meeting of the Board of Directors as the case may be provided that notice thereof in writing shall be served on the shareholders and such notice shall also be published in a newspaper <u>or via electronic media according to the criteria specified by the registrar</u> for three (3) consecutive days.

Agenda 9 To consider other matters (If any).

5. Authorized the Chairman to have the power to determine the date, time and place for the Annual General Meeting of Shareholders for the year 2024 as deemed appropriate but under the conditions as defined by laws.

Besides, the shareholders have their rights to propose the meeting agenda and nominate candidates to be elected as the Company's directors during 1 - 31 December 2023, at the previous AGM. Notification of such rights was published on SET website [www.set.or.th](http://www.set.or.th). It's published and invited the shareholders on the Company's website [www.occ.co.th](http://www.occ.co.th) by determining qualification and regulations of the shareholders as well as the considering procedure of the Board of Directors. However, none of shareholders expressed intention to exercise such rights, hence there is no additional agenda proposing by the shareholders in this year.

The invitation letter and relevant documents for the 30<sup>th</sup> AGM will be disseminated on the Company's website [www.occ.co.th](http://www.occ.co.th) which will be accessible from 21 March 2024 onwards. The shareholders will have sufficient time for consideration of the meeting agenda and relevant documents. The 56-1 One Report 2023 will be immediately announced when it is completed on the Company's website.

Please kindly be informed accordingly.

Sincerely yours,

*Teerada Ambhanwong*  
(Teerada Ambhanwong)  
Managing Director  
Chief Executive Officer