



SCO 15/2023

March 30, 2023

Subject : Resolutions of the Annual General Meeting No. 28/2023
To : Directors and Manager of the Stock Exchange of Thailand

Whereas Metro Systems Corporation Public Company Limited convened the Annual General Meeting No. 28/2023 on March 30, 2023 from 10.00 A.M. to 11.00 A.M. Therefore, the Company would like to report the resolutions adopted at the said meeting as follows:

Agenda 1. Matters to be formed

Resolution: Acknowledge the no shareholders forward any question to the Company prior to the meeting date and no nominee to be proposed agenda and nominees to be considered for the election as director at the Annual General Meeting No.28/2023.

Agenda 2. To acknowledge the report of the Company's operating results for the year ending December 31, 2022 and Annual Report for 2022

Resolution: Acknowledge the report of the Company's Operating Results for the year ending December 31, 2022 and the Annual Report for 2022.

Agenda 3. To consider and approve the Statement of Financial Position and Statement of Comprehensive Income for the fiscal period ending December 31, 2022

Resolution: Approve the Statement of Financial Position and Statement of Comprehensive Income for the fiscal period ending December 31, 2022 by the votes as follows:

Approved	328,522,957	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Invalid ballot	0	votes	equivalent to	0%
Total	328,522,957	votes	equivalent to	100%

Agenda 4. To consider and approve the profit allocation and dividend payment for the year 2022

Resolution: Approve of the declaration of a dividend payment for the year 2022 to the Company's shareholders at the rate of THB 0.40 per share, totaling to THB 144,000,000 or equivalent to 70% of the Company's net profit which is consistent with the dividend payment policy of the Company. However, The Company has allocated net profits at least 10 (ten) percent of

the registered capital which is according to the law and the Company's rules. The record date for determination of which shareholders are entitled to obtain dividend is fixed on March 10, 2023. The payment of dividend will be made on April 21, 2023. The votes of this agenda are as follows:

Approved	328,522,957	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Invalid ballot	0	votes	equivalent to	0%
Total	328,522,957	votes	equivalent to	100%

Agenda 5. To consider and approve the election of directors in place of those retiring by rotation

Resolution: Approve the election of the 2 directors who are retired by rotation, Mr. Kitti Techathaveekijkul and Mr. Suvij Suvaruchiphorn, return to the directors of the Company for another term and appoint Mr. Prayootd Tansrisuwarn, in the position of Independent Director and Audit Committee to replace the vacant position which will be effective from March 30, 2023 onwards by the votes as follows:

(1) Mr. Kitti Techathaveekijkul : Director

Approved	328,522,957	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Invalid ballot	0	votes	equivalent to	0%
Total	328,522,957	votes	equivalent to	100%

(2) Mr. Suvij Suvaruchiphorn : Director

Approved	320,930,467	votes	equivalent to	97.6889%
Disapproved	0	votes	equivalent to	0%
Abstained	7,592,490	votes	equivalent to	2.3111%
Invalid ballot	0	votes	equivalent to	0%
Total	328,522,957	votes	equivalent to	100%

Mr. Suvij Suvaruchiphorn, the shareholder who is the Directors and the interested person, abstained their vote.

(3) Mr. Prayootd Tansrisuwarn : Independent Director and Audit Committee

Approved	328,522,957	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Invalid ballot	0	votes	equivalent to	0%
Total	328,522,957	votes	equivalent to	100%

Agenda 6. To consider and approve the remuneration of Directors for the year 2023

Resolution: Approve of the remuneration of Directors and Audit Committee including fixing the remuneration of Executive Committee and other Committees for the year 2023. The details and votes are appeared as follows:

Board of Directors' Remuneration

The Annual Bonus of Board of Directors not over than 2,700,000 THB/year
Directors meeting amounting to 22,000 THB/person/meeting

Audit Committee Remuneration

For the Chairman of Audit Committee amounting to 130,000 THB/quarter
For each member of Audit Committee amounting to 100,000 THB/person/quarter

Remuneration of Executive Committee

For the Chairman amounting to 14,000 THB/meeting
For each member amounting to 14,000 THB/person/meeting

Remuneration of other committees

Committee/Sub-Committee	Chairman (per meeting)	each member (per meeting)
Corporate Governance Sub-Committee	17,000 THB	12,000 THB
Risk Management Sub-Committee	17,000 THB	12,000 THB
Nominating and Remuneration Sub-committee	17,000 THB	12,000 THB

The remuneration of Directors, Audit Committee, Executive Committee and other Committees are equal to the year 2022. Nevertheless, the annual bonus of Board of Directors is allocated by themselves.

Approved	328,522,957	votes	equivalent to 100%
Disapproved	0	votes	equivalent to 0%
Abstained	0	votes	equivalent to 0%
Invalid ballot	0	votes	equivalent to 0%
Total	328,522,957	votes	equivalent to 100%

Agenda 7. To consider and approve the appointment of the Company's Auditor and fixing the auditor's remuneration for the year 2023

Resolution: Approve the appointment of Mrs. Wilasinee Krishnamra C.P.A. License No. 7098 and/or Mrs. Nisakorn Songmanee C.P.A. License No. 5035 and/or Mr. Bardin Laprangsirat C.P.A. License No. 10985 and/or Mr. Kasiti Ketsuriyonk C.P.A. License No. 8833 from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. for the year 2023. The meeting then fix the audit fee for the annual financial statement of the Company in the amount of THB 1,440,000 and for three quarterly financial statement is THB 1,440,000. Therefore, the total amount of the auditor's remuneration for the year 2023 is THB 2,880,000 by the votes as follows:

Approved	328,522,957	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0%
Abstained	0	votes	equivalent to	0%
Invalid ballot	0	votes	equivalent to	0%
Total	328,522,957	votes	equivalent to	100%

The Company provides this information for your acknowledgment and dissemination to the public and other investors.

Sincerely yours,
Metro Systems Corporation Public Company Limited



(Miss Sumateta Jitsiripol)
Corporate Secretary