

<b>Letter No.:</b>	MSC 02/2025
<b>Subject:</b>	Schedule of the 2025 Annual General Meeting and Dividend Payment
<b>To:</b>	Director and Manager The Stock Exchange of Thailand
<b>Headline:</b>	Report the Resolutions of Board of Directors Meeting No. 2/2025, Schedule of the 2025 Annual General Meeting and Dividend Payment
<b>Security Symbol:</b>	MSC

#### Announcement Details

<b>Schedule of Shareholders' meeting</b>	
Subject	Schedule of Annual General Meeting of Shareholders
Date of Board resolution	24-Feb-2025
Shareholder's meeting date	01-Apr-2025
Beginning time of meeting (hh:mm)	10 : 00
Record date for the right to attend the meeting	11-Mar-2025
Ex-meeting date	10-Mar-2025
Significant agenda item	- Cash dividend payment - Changing / renewal of the term of the director(s)
Venue of the meeting	Metro Systems Corporation Public Company Limited located at Building G, Floor 2. No.400, Chalermpraktat Rama IX Road, Nongbon, Prawet, Bangkok.

#### **Agenda Item 1**

Agenda Detail	Chairman's Report
Type	To acknowledge

#### **Agenda Item 2**

Agenda Detail	To acknowledge the reports of board of directors and operating results for the year ended 31 December 2024
Type	To acknowledge

#### Board's Resolution

The meeting has an opinion to propose the Company's operating results for the year ending December 31, 2024 and Annual Report 2024 to the meeting of Annual General Meeting for acknowledgement.

**Agenda Item 3**

Agenda Detail	To consider and approve the financial statements for the year ended 31 December 2024
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Type	To Consider and approve
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**Board's Resolution**

The meeting has an opinion to propose to the Annual General Meeting for approval of the Statement of Financial Position and Statement of Comprehensive Income for the fiscal period ending December 31, 2024 which were audited by the Company's auditors and consent from the Audit Committee and Board of Directors.

**Agenda Item 4**

Agenda Detail	To consider and approve the allocation of the net profit as a legal reserve and dividend payment
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Type	To Consider and approve
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**Board's Resolution**

The meeting has an opinion to propose to the Annual General Meeting for the profit allocation and dividend payment according to the 2024 operation results at the rate of THB 0.50 per share, amounting to THB 180,000,000 to the Company's shareholders on the date of April 25, 2025.

However, the right to receive the dividend is pending to shareholders approval at Annual General Meeting.

**Dividend payment / Omitted dividend payment**

Subject	Cash dividend payment
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Date of Board resolution	24-Feb-2025
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Type of dividend payment	Cash dividend payment
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Record date for the right to receive dividends	11-Mar-2025
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Ex-dividend date	10-Mar-2025
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Payment for	Common shareholders
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Cash dividend payment (baht per share)	0.50
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Par value (baht)	1.00
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Payment date	25-Apr-2025
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Paid from	Operating period from 01-Jan-2024 to 31-Dec-2024
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**Agenda Item 5**

Agenda Detail	To consider and approve the appointment of directors in replacement of those who must retire by rotation
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Type	To consider and approve the appointment of directors
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**Board's Resolution**

The meeting acknowledged that (1) Mr. Tavit Charuvajana (2) Mr. Wanarak Eakachai (3) Assoc. Prof. Phornsiri Thivavarnvongs will retire by rotation at the 2025 Annual General Meeting. However, the Board of Directors propose to elect these directors at the Annual General Meeting as the directors of the Company for another term according to the opinion of the Nominating and Remuneration Sub-Committee.

Nevertheless, the those three retiring directors have completely qualification of the directors in accordance with the Articles of Association, the Public Limited Companies Act, the Securities and Exchange Act and Company's rules including to completed the consideration from Nominating and remuneration Sub-Committee to ensure that these retiring directors are being a director who brings knowledge, experience and expertise to give suggestions that are useful in the business of the Company. For Assoc. Prof. Phornsiri Thivavarnvongs, she has taken a position of independent director for a period of 6 years. If he is elected to this position for another term, the total duration will be counted to 9 years. Therefore, the Board of Director has considered that this proposed person in the position of independent director could advise independently and has qualified completely as the definition of the independent director in accordance to the definition of the independent directors and the rule of The Securities and Exchange Commission and The Stock Exchange of Thailand.

Therefore, the shareholder has the right to propose nominees to be considered for the election as director at the Annual General Meeting 2025 which the submitting period was from September 2, 2024 to November 30, 2024. After the period ended, there was no nominee to be proposed as director into the agenda.

**Change of director/Executive****Re-election**

Director Name	Mr. TAVIT CHARUVAJANA
Position in company (1)	DIRECTOR
Effective Date (1)	09-May-1996

**Change of director/Executive****Re-election**

Director Name	Mr. WANARAK ECKACHAI
Position in company (1)	DIRECTOR
Effective Date (1)	27-Mar-2013

**Change of director/Executive****Re-election**

Director Name	Mrs. PHORNSIRI THIVAVARNVONGS
Position in company (1)	INDEPENDENT DIRECTOR
Effective Date (1)	27-Aug-2019

**Agenda Item 6**

Agenda Detail	To consider and approve the directors' remuneration for the year ended 31 December 2024
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Type	To Consider and approve
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**Board's Resolution**

The meeting has an opinion to propose to the Annual General Meeting for specifying the remuneration of the Board of Directors, the Audit Committee, the Executive Committee and the other committees for the year 2025 which was examined by the Nominating and Remuneration Sub-Committee as follows;

Remuneration of Board of Directors

- Board of Directors' Annual Remuneration not over than 3,000,000 THB/year
- Directors meeting fee amounting to 24,000 THB/person/meeting

Remuneration of Audit Committee

- For the Chairman amounting to 150,000 THB/each quarter
- For each member amounting to 120,000 THB/each quarter

Remuneration of Executive Committee

- For the Chairman amounting to 16,000 THB/person/meeting
- For each member amounting to 16,000 THB/person/meeting

However, the Directors who take the position of Executive Director are unable to get the Board of Directors meeting fee.

Remuneration of Sub-Committee

- For the Chairman amounting to 19,000 THB/person/meeting - For each member amounting to 14,000 THB/person/meeting

Other benefit

-None-

**Agenda Item 7**

Agenda Detail	To consider and approve the appointment of auditor and fix his/her remuneration for the year ended 31 December 2024
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Type	To Consider and approve
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**Board's Resolution**

The meeting has an opinion according to the audit committee's proposal. Then propose to the Annual General Meeting to consider the appointment of Mrs. Wilasinee Krishnamra, C.P.A. License No.7098 and/or Dr. Kiatniyom Kuntisook, C.P.A. License No. 4800 and/or Miss. Juntira Juntrachaichoat, C.P.A. License No. 6326 and/or Miss Sophaphan Saptipparattana, C.P.A. License No.6523 of Deloitte Touche Tohmatsu Jaiyos Audit Company Limited as auditors of the Company for the fiscal year 2025 and to fix the auditor's remuneration for the annual financial statement of the Company in the amount of THB 1,460,000 and the financial statement for three quarters in the amount of THB 1,440,000. Therefore, the total amount of the auditor's remuneration for the year 2025 is THB 2,900,000.

**Auditors Appointment****No 1**

Auditor Name	MRS. WILASINEE KRISHNAMRA
CPA License No.	7098
Accounting and Audit firm	DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT CO., LTD.
Audit End Date	31-Dec-2025

**No 2**

Auditor Name	MR. KIATNIYOM KUNTISOOK
CPA License No.	4800
Accounting and Audit firm	DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT CO., LTD.
Audit End Date	31-Dec-2025

**No 3**

Auditor Name	MISS SOPHAPHAN SAPTIPPAYARATTANA
CPA License No.	6523
Accounting and Audit firm	DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT CO., LTD.
Audit End Date	31-Dec-2025

**No 4**

Auditor Name	Miss JUNTIRA UNTRACHAICHOAT
CPA License No.	6326
Accounting and Audit firm	DELOITTE TOUCHE TOHMATSU JAIYOS AUDIT CO., LTD.
Audit End Date	31-Dec-2025

**Agenda Item 8**

Agenda Detail	To consider other agenda
Type	To Consider and approve

The company hereby certifies that the information above is correct and complete.

Signature \_\_\_\_\_  
(MissSumateta Jitsiripol)  
Company Secretary  
Authorized person to disclose information

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