



**KCE ELECTRONICS  
PUBLIC COMPANY LIMITED**

Registration No. 0107535000354

72-72/1-3, Lat Krabang Industrial Estate,  
Soi Chalongkrung 31, Lumplataw,  
Lat Krabang, Bangkok 10520 Thailand.  
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**- Translation -**

March 9, 2021

Subject: A resolution to convene the 2021 Annual General Meeting of Shareholders and Dividend Payment

To: The President  
the Stock Exchange of Thailand

Enclosure: Measures and Guidelines for the Annual General Shareholders' Meeting under the Circumstance of Coronavirus 2019 (COVID-19)

Pursuant to the meeting of the Board of Directors No. 3/2021 held by KCE Electronics Public Company Limited (the "Company") on March 9, 2021, the Board of Directors approved the following matters regarding the Annual General Meeting of Shareholders (the "AGM"):

1. A resolution to propose a dividend payment for the Company's operating results of 2020 at a rate of Baht 0.80 per share to be considered and approved by the AGM. The Company already paid an interim dividend of Baht 0.40 per share on September 9, 2020 and therefore the remaining dividend payment of Baht 0.40 per share would be made on May 7, 2021

However, the right to receive a dividend remains uncertain unless it is approved by Shareholders at the 2021 AGM.

2. A resolution to convene the 2021 Annual General Meeting of Shareholders on Thursday April 22, 2021, at 15.00 hrs., in the Ballroom, 3<sup>rd</sup> floor, the Grand Fourwings Convention Hotel, 333 Srinakarin Road, Huamark, Bangkok, Bangkok. The record date of the names of eligible shareholders to attend the AGM on March 23, 2021 with the following agenda items:

- Item 1 To acknowledge the Minutes of the Annual General Meeting of Shareholders for the year 2020
- Item 2 To acknowledge the results of the Company's operations for fiscal year 2020
- Item 3 To consider and approve the Company and its subsidiaries' financial statements for the fiscal year ended December 31, 2020.
- Item 4 To consider and approve dividend payment for the operating results of 2020

Item 5 To consider and approve the election of Directors to replace those who retire by rotation for the year 2021

The names of 3 Directors who have retired by rotation

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|-----------------------------|------------------------|
| 1. Mr. Bancha Ongkosit      | Executive Director     |
| 2. Mr. Paitoon Taveebhol    | Non-executive Director |
| 3. Sutee Mokkhavesa, Ph.D., | Non-executive Director |

Item 6 To consider and approve the determination of remuneration of Directors for the year 2021

Item 7 To consider and approve the appointment of the auditor of the Company and its subsidiaries, and approve the auditor's remuneration for fiscal year 2021

The Board considered and agrees with the Audit Committee's proposal to recommend that the shareholders appoint;

- |                                 |                            |
|---------------------------------|----------------------------|
| 1. Mr. Sumate Jangsamsee        | CPA Registration No.9362   |
| 2. Mr. Chokechai Ngamwutikul    | CPA Registration No.9728   |
| 3. Mr. Veerachai Ratanajaratkul | CPA Registration No. 4323  |
| 4. Mr. Teerawat Witthayaphalert | CPA Registration No. 11464 |

of KPMG Poomchai Audit Ltd., as the Company's auditor by stipulating that any one of the aforementioned auditors serve as the external auditor of the Company and its subsidiaries for the year 2021 and approve the auditor's remuneration for fiscal year 2021 amount 4,340,000 Baht

Item 8 To consider other matters (if any).

As the Annual General Meeting for the year 2021 is set during the COVID-19 pandemic, the government's measures and related government agencies hold the uncertainty and sensitivity to changes up to the day of the Meeting itself. In this regards, to prevent and mitigate the risk of COVID-19, the Company proposes the shareholders to consider granting proxy to the independent director of the Company, instead of attending the meeting in person. In which shareholders can specify his/her voting request for all agendas in advance. The Company will provide the proxy form along with the list of independent directors being proposed for appointment as a proxy, and the Notice of the 2021 AGM. In case any updates or changes occur, the Company will inform all shareholders via SET's website and the Notice of the 2021 AGM.

The Company shall disclose the details of the Annual General Meeting of Shareholders for the year 2021 and its agenda items prior to the meeting on the Company's website ([www.kce.co.th](http://www.kce.co.th)).

Shareholders may forward questions related to the agenda to the Company Secretary at [tanyarat@kce.co.th](mailto:tanyarat@kce.co.th) or by telephone at (662) 326-0196 to 9

Please be informed accordingly.

Yours sincerely,



(Mrs. Voraluksana Ongkosit)

Executive Vice Chairperson



## Measures and Guidelines for the Annual General Shareholders' Meeting under the Circumstance of Coronavirus 2019 (COVID-19)

Regarding to the situation of COVID-19 pandemic, there is limitation in seeking for appropriate venue for meeting arrangement while the company has greatest concern on the health and safety of all shareholders and participants in joining the 2021 AGM. Therefore, we have provided the Precautionary Measures and Guidelines for attending the 2021 Annual General Meeting of Shareholders scheduled to be held on April 22, 2021 at 15.00 hrs, in the Ballroom, 3<sup>rd</sup> floor, the Grand Fourwings Convention Hotel, 333 Srinakarin Road, Huamark, Bangkok, Bangkok

1. Request for Shareholders' cooperation to giving a proxy to KCE's Independent Director to attend the meeting on behalf of Shareholders to prevent and reduce the risk of spreading possibility of COVID-19 virus from the crowding of shareholders on the meeting day, the company asks for Shareholders' kind cooperation to grant a proxy to KCE's Independent Director to attend the meeting and votes. Please submit the proxy form to the Company at 72-72/1-3, Lat Krabang Industrial Estate, Soi Chalongkrung 31, Lumplatew, Lat Krabang, Bangkok, 10520

2. Channel for submitting written question in advance. Shareholders are welcomed to submit written questions relating to the Agendas in advance and the Company shall record questions and answers in the AGM Minutes of the Meeting.

- Sending back together with the proxy form to Company at 72-72/1-3, Lat Krabang Industrial Estate, Soi Chalongkrung 31, Lumplatew, Lat Krabang, Bangkok, 10520

- Email: [tanyarat@kce.co.th](mailto:tanyarat@kce.co.th)

3. In case that any shareholder or proxy-holder still wants to attend in person, the company would like to request attendees for cooperation to follow the company's measures as follows:

3.1 The Company has organized the meeting venue to avoid crowded meeting area with appropriate social distancing of 1 meter in various areas, which are temperature-screening points, document-checking points, registration counters, and limiter number of available seats in the meeting room **for approximately 50 seats** with specific seating number for each attendee. Therefore, each attendee is required to sit as specified for the benefits of the disease prevention or following up in case of any unforeseen circumstances. Once the seats are fully occupied, Shareholders, who attend the meeting in persons, are required to grant proxy to the Company's Independent Directors to attend the Meeting instead of participating in persons.

3.2 All participants must go through temperature screen all screening points at the main entrance before entering to the meeting room.

3.3 All participants must wear face masks at all time while attending the meeting and clean their hands with sanitizer, provided by the Company at several service points.

3.4 Any inquiries of the Shareholders during the meeting will be in writing instead of using microphone.

4. The Company will not distribute the hard copy of the 2020 Annual Report on the meeting date to decrease the contact with others and for the safety and well-being of all attendees. Can download from the Company website at [www.kce.co.th](http://www.kce.co.th)

5. No food and beverages will be served to reduce the risk of the spread of virus.

6. The Company will conduct the meeting concisely and in line with agendas in accordance with the laws.

If there are many attendees or they arrive at the same time, there may be delay in screening and registration for the meeting. The company hereby apologizes for any such inconvenience that may arise.

If there are any changes in the situation or additional AGM-related measures from the Government Official, the Company will inform Shareholders via the Company's website [www.kce.co.th](http://www.kce.co.th) or [www.set.or.th](http://www.set.or.th). Please closely follow all news and information via mentioned channels.