

72-72/1-3, Lat Krabang Industrial Estate, Soi Chalongkrung 31, Lumplatew, Lat Krabang, Bangkok 10520 Thailand. Tel : (662) 326-0196-99 Fax : (662) 326-0300



- Translation -

June 9, 2020

Subject: A resolution of the Board Directors' Meeting regarding the determination of the schedule and Agenda of the 2020 Annual General Meeting of Shareholders and the omission of Dividend Payment

To: The President the Stock Exchange of Thailand

Pursuant to the meeting of the Board of Directors No. 7/2020 held by KCE Electronics Public Company Limited (the "Company") on June 9, 2020, the Board of Directors approved the following matters regarding the 2020 Annual General Meeting of Shareholders (the "AGM"):

1. To propose the Annual General Meeting of Shareholders to acknowledge the interim dividends payment for the operating results of July – December, 2019 at the rate of 0.40 Baht per share. Total amount is 469.12 million Baht. The interim dividends will be paid on April 24, 2020 to reduce impact to Shareholders from postponement of the Annual General Meeting of Shareholders previously scheduled on Thursday April 23, 2020. The Board of Directors will not propose further dividends payment of 2019.

2. A resolution to convene the 2020 Annual General Meeting of Shareholders on Wednesday July 15, 2020, at 15.00 hrs., in the Meeting Room, 3rd floor, Thai Laminate Manufacturer, Co., Ltd. 70 Soi Chalongkrung 31, Kwan Lumplatew, Lat Krabang, Bangkok. The record date of the names of eligible shareholders to attend the 2020 AGM on June 23, 2020 with the following agenda items:

- Item 1 To certify the Minutes of the Annual General Meeting of Shareholders for the year 2019
- Item 2 To acknowledge the results of the Company's operations for fiscal year 2019
- Item 3 To consider and approve the Company and its subsidiaries' financial statements for the fiscal year ended December 31, 2019.
- Item 4 To acknowledge interim dividend payment for the operating results of 2019
- Item 5 To consider and approve the election of Directors to replace those who retire by rotation for the year 2020.

The names of 3 Directors who have retired by rotation

1. Panja Senadisai, Ph.D

Non-executive Director

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	2. Chantima Ongkosit	Non-executive Director
	3. Mr. Pitharn Ongkosit	Executive Director
ltem 6	To consider and approve the determination of remuneration of Directors for the year	
	2020.	
ltem 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 2020.	
	The Board considered and agree 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
	(Mr. Teerawat Witthayaphalert CPA Registration No. 11464 Subsidiaries auditor)	

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 2020

Item 8 To consider other matters (if any).

3. A resolution to convene authorize the Board of Chairman to have power to perform any acts under the legal restrictions including issuance of a notice of meeting, change of date, time and venue of the meeting and other details in relation to convening the 2020 AGM, including to amend the agenda of 2020 AGM as deemed necessary and in the event of force majeure.

The Company is deeply concerned about the safety of meeting attendees and its staff and has closely monitored the situation of the COVID-19 virus. The Company is determined to organize the Meeting in a way that ensures maximum safety and comply with all relevant guideline and recommendations issued by the government agencies and related organizations on hosting of meetings.

In this regard, the Company would like to request the kind cooperation from the shareholders who wish to attend the Meeting to consider authorizing the Company's independent directors to vote on shareholders' behalf according to the proxy form, 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 2020 AGM. The Company will evaluate the situation of the COVID-19 virus along with the guideline related to hosting the meeting announced by the government sector and other relevant regulatory bodies and will inform the shareholders via SET's website and the Notice of the 2020 AGM.

The Company shall disclose the details of the Annual General Meeting of Shareholders for the year 2020 and its agenda items prior to the meeting on the Company's website (<u>www.kce.co.th</u>).



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

Please be informed accordingly.

Yours sincerely,

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(Mrs. Voraluksana Ongkosit) Executive Vice Chairperson





(Enclosure)

Guidelines for Attendance of Meetings with respect to Novel 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 2020 AGM. Therefore, we have provided the Precautionary Measures and Guidelines for attending the 2020 Annual General Meeting of Shareholders scheduled to be held on July 15, 2020 at 15.00 hrs, in the Meeting Room, 3rd floor, Thai Laminate Manufacturer, Co., Ltd. 70 Soi Chalongkrung 31, Kwan Lumplatew, Lat Krabang, 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

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 attendees are required to fill in the COVID-19 Infection Risk Screening Form before entering the venue, and for those attendees who have recently visited or returned from any disease infected zones as notified by the Ministry of Public Health. Including those who have had close contact with those who have visited or returned for any disease-infected zones, or being found of having risky symptoms such as fever, cough, sore throat, sneezing, runny nose, will not be allowed to attend the meeting. For those who cannot attend the meeting due to the reasons explained above are able to appoint the Company's Independent Directors as their proxies to attend and vote at the Meeting. Please also note that concealment of health information or traveling record could be considered as the violation of the Communicable Diseases Act B.E.2558

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

3.4 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.

3.5 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 2019 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

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 <u>www.kce.co.th</u> or <u>www.set.or.th</u>. Please closely follow all news and information via mentioned channels.