บริษัท ฐิติกร จำกัด (มหาชน)
69 ถนนรามคำแหง แขวงหัวหมาก เขตบางกะปิ กรุงเทพฯ 10240 โทร. 0-2310-7000
ทะเบียนเลขที่ 0107546000130
http://www.tk.co.th

TK.013/2568

February 25, 2025

Subject: TK announces annual dividend payment and date for AGM 2025

Attn: President, The Stock Exchange of Thailand

The Board of Directors meeting of Thitikorn Public Company Limited No.1/ 2025 held on February 25, 2025 has passed the following resolutions:

1. The Board of Directors has reviewed and would like to seek dividend payment approval from AGM for operating results for the financial year 2024 from retained earnings at the rate of 0.20 baht per share, or equivalent to -629.3% of net profits after deducting the company's income tax (**Consolidated FS**), **which is not** in accordance with the dividend payment policy, which is not exceeding 60% of the net profit after deducting the company's income tax (**Consolidated FS**). Even though the company has a net loss of 15.9 Million Baht (**Consolidated FS**). However, the Company has unappropriated retained earnings of separate financial statements amount 2,345.9 Million Baht and has liquidity which is cash and cash equivalents and fixed deposits with banks of 3,191.0 Million Baht (**Consolidated FS**), therefore, the company has an excess of surplus liquidity to be able to pay dividend to shareholders.

Detail of Dividend Payment	Year 2024	Year 2023
1. Net Profit (Consolidated FS)	(15.9) Million Baht	92.1 Million Baht
2. Number of Shares	500,000,000 shares	500,000,000 shares
3. Dividend per share	0.20 Baht	0.25 Baht
4. Total payment	100.0 Million Baht	125.0 Million Baht
5. Dividend Payout Ratio	-629.3%	135.7%

However, the right to receive the dividend is subject to shareholders' approval at the AGM

2. The Record date for the shareholders entitled to attend the AGM and for dividend payment will be March 12, 2025. The annual dividend is payable on May 16, 2025 (within one month after the AGM).

However, the right to receive the dividend is subject to shareholders' approval at the AGM.

3. The AGM for 2025 will be held on April 22, 2025, at 2.00 PM. in Meeting Room, 5th floor SP Arcade, located at 69 Ramkamhaeng Road, Huamark, Bangkapi, Bangkok 10240.

4. The agenda for the AGM 2025 will be as follows;

Agenda 1: To certify the Minutes of the AGM 2024 held on April 25, 2024.

Agenda 2: To acknowledge and approve the company's annual report and the Board of Director's report for the overall performance of 2024.

Agenda 3: To certify and approve the company's balance sheets and profit and loss statement as of December 31, 2024.

Agenda 4: To consider and approve the allocation of net profit and dividend payment for 2024 operational results at 0.20 Baht per share, totaling 500,000,000 shares representing a total distribution of 100.0 Million Baht.

Agenda 5: To consider and approve the appointment of directors replacing those retired by rotation.

The rotated directors are as follows:

1. Mrs. Saowanee Kamolbutr	Independent Director/ Audit Committee
2. Mr. Nha-Kran Loahavilai	Independent Director/Nomination and Remuneration Committee
3. Mr. Raksanit Phornprapha	Director/Executive Director
4. Mr. Prapol Phornprapha	Director/Deputy Managing Director/ Executive Director

Approved to propose to the AGM for shareholders' approval **Retiring directors by rotation who are being proposed to be re-elected are as follows:**

1. Mrs. Saowanee Kamolbutr	Independent Director/ Audit Committee
2. Mr. Nha-Kran Loahavilai	Independent Director/Nomination and Remuneration Committee
3. Mr. Raksanit Phornprapha	Director/Executive Director
4. Mr. Prapol Phornprapha	Director/Deputy Managing Director/ Executive Director

Therefore the members of the Board of Directors, are as follows:

1. Dr. Chumpol Phornprapha	Chairman
2. Mr. Apichart Kasemkulsiri	Independent Director/ President of Audit Committee/ President of Nomination and Remuneration Committee
3. Mrs. Saowanee Kamolbutr	Independent Director/ Audit Committee
4. Mr. Kiattikhun Chartprasert	Independent Director/ Audit Committee
5. Mr. Nha-Kran Loahavilai	Independent Director / Nomination and Remuneration Committee
6. Ms. Prathama Phornprapha	Director/ Managing Director/ President of the Executive Board /Chief Financial Officer (CFO)
7. Mr. Prapol Phornprapha	Director/ Deputy Managing Director/ Executive Director
8. Mr. Raksanit Phornprapha	Director/ Executive Director
9. Mr. Satitphong Phornprapha	Director
10. Mr. Taweesak Charoensakyothin	Director / Nomination and Remuneration Committee/ Executive Director / President of the Risk Management Committee / Corporate Secretary
11. Mr. Prasit Sainonsee	Director/ Executive Director/ Risk Management Committee

Agenda 6: To consider and approve the directors' remuneration for the year 2025.

Approved to propose to the AGM to determine the maximum amount of directors' Remuneration for the year 2025 to be 3,000,000 Baht.

Agenda 7: To consider and approve the appointment of the auditors and to determine their remuneration for the year 2025.

Approved the appointment of three auditors of M.R. & Associates Co., Ltd. to be The company's auditors for 2025 are as follows:

1. Ms. Kornthip Wanichwisedkul Auditor license no. 6947 or
(Signer of the Company and its subsidiaries audited financial statement for 2023-2024)
2. Mr. Methee Ratanasrimetha Auditor license no. 3425 or
(Signer of the Company and its subsidiaries audited financial statement for 2021-2022)
3. Mr. Pisit Chiwaruangroch Auditor license no. 2803
(Has not signed the Company audited financial statement)

from M.R. & Associates Co., Ltd. Which was the Company's current auditor to be the Auditor of the Company and its subsidiaries with a proposed audit fee of 4,120,000 Baht for 2025.

Agenda 8: Consider and approve an addition to the Company's Objectives and the amendment to Clause 3 of the Company's Memorandum of Association in order to be in line with the addition to the Company's Objectives.

It is agreed to propose to the AGM of Shareholders for further consideration of the addition of the Company's Objectives in the total of 1 Article and the amendment of Clause 3 of the Memorandum of Association in accordance with the addition to the Objectives, which are detailed below.

Clause 46 Purchasing or selling, bidding or accepting the transfer of debts from juristic persons, financial institutions, funds, government agencies, including transferring, accepting the transfer of rights to claims arising from the sale of goods and services or factoring businesses and collecting money from other persons.

Agenda 9: To consider other issues (if any).

In addition, the Board of Directors Meeting has authorized Ms. Prathama Phornprapha to do any acts and things in relation to the convening and holding of the Annual General Meeting of Shareholders for the year 2025, including to amend and/or add to the agenda of the shareholders' meeting, and/or change the timing or place of such meeting, as well as to change the record date in order to determine names of shareholders who have the rights to attend the shareholders' meeting and to receive the dividends.

Please be informed accordingly.

Yours Sincerely,

(Ms. Prathama Phornprapha)
Director/Managing Director