



ARIP PUBLIC COMPANY LIMITED

99 / 16-20 Ratchadapisek Road., Din Dang,

Bangkok 10400 Thailand.

Tel : +66 (0) 2642-3400

Fax : +66 (0) 2642-2331

Registration No. 0107553000051

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Ref. ARIP 126/2023

23 February 2023

Subject Resolutions at the Board of Directors' Meeting No. 2/2023

To Director and Manager, The Stock Exchange of Thailand

At the Board of Directors' Meeting No. 2/2023 on 23 February 2023, the meeting passed resolutions as follows:

1. Approval of 56-1 One Report and operation result for the year 2022.
2. Acknowledge the result of the Company channel opening for shareholders to propose agenda of 2023 Annual General Meeting of Shareholders and qualified candidate to be nominated for selection as the Company's Director since December 1 to 31, 2022 is that there have no agenda or candidate has been proposed to the Company.
3. Approval of Statement of Financial position and Statements of Comprehensive Income for the year ended 31 December 2022.
4. Approve the profit apportionment and dividend payment derived from operating results for the year ended December 31, 2022, the Company's performance for the fiscal year ended December 31, 2022 the Company has a net profit after tax of 12.10 million baht, at the rate of 0.0215 baht per share (par value 0.25 baht), totaling 10,019,000 baht, representing 82.78 percent compared to the Company's net profit. The date for determining the names of shareholders who are entitled to receive dividends for the fiscal year ending December 31, 2022, is on March 9, 2023, and the dividend payment date is Wednesday, April 26, 2023 (the granting of such rights of the Company is still uncertain due to necessity of waiting for approval from the shareholders' meeting)
5. Approve the amendment of the Company's regulation article to comply with the Public Limited Companies Act (Vol. 4) B.E. 2565, effective from May 22, 2022, to improve the law in accordance with the situation it primarily focuses on, facilitating the process of public companies in Thailand and to allow the use of more electronic means to comply with the Public Limited Companies Act. The Company, therefore, proposes to amend Article 25 of the Company's Articles of Association as follows:

Current: "Article 25 The Board of Directors of the Company shall hold a meeting of the Board of Directors at least once every three months.

When summoning the Board of Directors meeting, the Chairman of the Board or an entrusted person by the Chairman shall send the meeting invitation letter to the committee members at least seven days prior to the date of the meeting. In case when the rights or interests of the Company take precedence, the meeting notice may be distributed via other methods to hold the meeting at an earlier time.

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Nonetheless, two directors or more may request to appoint the Board of Directors meeting. In this case, the Chairman shall decide the meeting date within fourteen days after the request has been made.

The meeting place has to be within the area of the Company's headquarters or nearby provinces or other places in accordance with the Board of Director's consensus.

Change to ""Article 25 The Board of Directors of the Company shall hold a meeting of the Board of Directors at least once every three months.

When summoning the Board of Directors meeting, the Chairman of the Board or an entrusted person by the Chairman shall send the meeting invitation letter to the committee members at least three days prior to the date of the meeting. In case when the rights or interests of the Company take precedence, the meeting notice may be distributed via electronic means to hold the meeting at an earlier time.

Nonetheless, two directors or more may request to appoint the Board of Directors meeting. In this case, the Chairman shall decide the meeting date within fourteen days after the request has been made.

The meeting place has to be within the area of the Company's headquarters or nearby provinces or other places in accordance with the Board of Director's consensus.

6. Approval of the nomination of directors replacing directors who vacated office consisting of Mr. Boonlerd Narathai, Assoc. Prof. Rana Pongruengphant, Ph. D. to be Company's directors for another term.
7. Approval the remuneration of Directors for Y2023.

Position	Remuneration (Bath/month)	Meeting allowance (Baht/time)
Chairman of the BOD	273,000	5,000
Director or Independent Director	20,000	5,000
Chairman of Audit Committee	30,000	-None-
Audit Committee Member	20,000	-None-
Chairman of the Executive Committee	130,000	-None-
Executive Director	-None-	-None-
Chairman of Nomination and Remuneration Committee	-None-	5,000
Member of Nomination and Remuneration Committee	-None-	5,000
Chairman of the corporate governance committee	-None-	5,000
Member of the corporate governance committee	-None-	5,000

- Other benefits of the BOD and Sub Committee -None-

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8. Approval of the nomination of auditor for the Year 2023, listed by EY Office Limited consisting of Ms. Kirdsiri Kanjanaprakasit, Certified Public Accountant No. 6014 or Ms. Orawan Techawatanasirikul, Certified Public Accountant No. 4807 or Ms. Rosaporn Decharkom, Certified Public Accountant No.565
Approved an assessment of the remuneration of Audit as follows:-

Description	Y2023	Y2022	Increase (decrease)	
Yearly audit	750,000	740,000	10,000	
Quarterly audit (3Q @ 120,000)	390,000	360,000	30,000	
Professional fee/Review Annual Report	100,000	100,000	-	
Total	1,240,000	1,200,000	40,000	3.33%

9. To consider and approve the record date for Shareholders right to attend AGM Y2023 and receive dividends, on which have the rights to attend Shareholders' Meeting on 9 March 2023. The Annual General Meeting 2023 and a resolution to approve the dividend payment was determined to be held on 11 April 2023 at 2:00 pm. at 1023 MS Siam Tower 31 Fl. Rama III Road, Chong Nonsi, Yannawa, Bangkok 10120 and the dividend payment date on 26 April 2023.
10. The agenda of Annual General Meeting for the year 2023 would be as follows:-
- Agenda 1 To certify the Minutes of Annual General Meeting of Shareholders 2022.
 - Agenda 2 To acknowledge the report on the Company's operating results and Annual Report of the year 2022.
 - Agenda 3 To acknowledge and approve the audited Statement of financial position and Statements of comprehensive income for the year ended 31 December 2022.
 - Agenda 4 To consider and approve the profit apportionment and dividend payment derived from operating results for the year ended December 31, 2022
 - Agenda 5 To consider and approve the amendment of the Company's regulation article
 - Agenda 6 To consider and approve the appointment of new directors replacing those retired by rotation.
 - Agenda 7 To consider and approve determination of the directors' remuneration.
 - Agenda 8 To consider and approve the appointment of auditor and determination of auditor's remuneration for year 2023.
 - Agenda 9 To consider other business (if any).

Please be informed accordingly.

Yours sincerely,

Boonlerd Narathai

Chief Executive Officer