



**บริษัท วี.แอล. เอ็นเตอร์ไพรส์ จำกัด (มหาชน) / V.L. Enterprise Public Company Limited**

41 ถนนอโศก-ดินแดง แขวงมักกะสัน เขตราชเทวี กรุงเทพฯ 10400 โทร. 0-2254-6604-5, โทรสาร 0-2254-8749

41 Asoke-Dindaeng Road, Makkasan Bangkok 10400 Thailand TEL. (662) 254-6604-5, FAX (662) 254-8749

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No. 04/2024

27 February 2024

**Subject: Resolutions of the Board of Directors' Meeting No. 2/2024, dividend payment and schedule for the Annual General Meeting of Shareholders**

**To: President,  
The Stock Exchange of Thailand**

The V.L. Enterprise Public Company Limited (VL) hereby announces the following resolutions of the Board of Directors Meeting no.2/2024 held on Tuesday 27 February 2024:

1. Proposed to the Consideration and approval by the Annual General Meeting of Shareholders the financial statements of the company for the year ended 31 December 2023.
2. A resolution was passed to propose to the 2024 Annual General Meeting to consider and approve the allocation of net profit as legal reserve and Dividends payment for the year 2023 as follows:
  - Allocated as legal reserve funds in amount of Baht 1,550,000, which represents 5 percent of the net profit of the financial statements of the company for the Fiscal year 2023.
  - Approve the omission of Annual Dividend payment for the year 2023. The payment shall be paid from the retained earnings-unappropriated under promotional privileges by the Board of Investment (BOI). The Dividends will be paid at the rate of Baht 0.025 per share at the amount of Baht 29,590,662.88. The record date for the rights to receive dividend is on 13 March 2024 (Record Date). Also the dividend will be paid on Friday 17 May 2024.

Therefor the right to receive dividend is still uncertain as it must wait for approval from the Shareholder's Meeting.

3. A resolution was passed to propose to the 2024 Annual General Meeting to consider and approve the re-election of directors who were due to retire by rotation and return to being a director for another term as follows:
  - (1) Mr.Yutthana Taepangthong Director, Independent Director, Chairman of Nomination and Remuneration Committee, Chairman of Corporate Governance and Sustainability Committee
  - (2) Ms.Chutipaa Klinsuwan Director, Chairman of the Executive Committee, Nomination and Remuneration Committee.



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4. A resolution was passed to propose to the 2024 Annual General Meeting to consider and approve the remuneration for Directors and Sub-Committee Members for the year 2024 as follows:

Position	BOD				AC				RA / NRC / CG&SD				AGM / EGM			
	Year 2021	Year 2022	Year 2023	Year 2024	Year 2021	Year 2022	Year 2023	Year 2024	Year 2021	Year 2022	Year 2023	Year 2024	Year 2021	Year 2022	Year 2023	Year 2024
Chairman of Board of Director	30,000	30,000	33,000	33,000									30,000	30,000	33,000	33,000
Director	12,000	12,000	13,500	13,500									12,000	12,000	13,500	13,500
Chairman of Audit Committee					20,000	20,000	22,000	22,000								
Audit Committee					12,000	12,000	13,500	13,500								
Chairman of Sub-Committee									5,000	5,000	5,000	5,000				
Sub-Committee									5,000	5,000	5,000	5,000				

In this regard, directors who are an executive management with salary base income shall not receive meeting allowances.

### Annual Bonus

Stipulates the payment of remuneration in the bonus to directors by requiring to pay once a year in amount not exceeding of Bath 1,500,000 (One million five thousand Baht) and authorize the Executive Committee and/ or Chief Executive Officer to consider the allocation of bonus that each director will receive.

5. A resolution was passed to propose to the 2024 Annual General Meeting to consider and approve the appointment Dharmniti Auditing Company Limited to be the auditing firm of company. The list of Auditors who were appointed as follows:

- (1) Miss Thanyaphorn Tangtanopajai Certified Public Accountant No. 9169 or
- (2) Mr. Peradate Pongsathiansak Certified Public Accountant No. 4752 or
- (3) Miss Arisa Chumwisut Certified Public Accountant No. 9393 or
- (4) Miss Chotima Kitsirakorn Certified Public Accountant No. 7318 or
- (5) Mr. Suwat Maneekanoksakul Certified Public Accountant No.8134

The Audit fee as follows:

	Year 2021	Year 2022	Year 2023	Year 2024 (proposed year)
Audit fee	1,000,000	1,050,000	1,050,000	1,100,000

No Other Fees.



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6. To confirm the date for the 2023 Annual General Meeting of Shareholders on Friday, 19 April 2024 at 09.00 a.m. at Ploenchit Room, F floor, Grande Centre Point Ploenchit Hotel, 100 Witthayu Rd, Lumpini, Pathum Wan, Bangkok 10330 with the following agenda:
- Agenda 1 To acknowledge the Company's operating results of the year 2023 and the Business Plan for the year 2024
  - Agenda 2 To approve the Financial Statement and Auditor Report for the year ended 31 December 2023.
  - Agenda 3 To approve the omission of Annual Dividend payment for the year 2023 and Allocated as legal reserve funds for the year ended 31 December 2023.
  - Agenda 4 To approve the re-election of directors who were due to retire by rotation for the year 2024
  - Agenda 5 To approve the remuneration for Directors for the year 2024.
  - Agenda 6 To approve the appointment of auditors of the Company and the audit fee for year 2024.
  - Agenda 7 Other Matters (If any).
7. Resolved to approve that the date for determining the names of shareholders entitled to attend the 2024 Annual General Meeting of Shareholders (Record Date) will be on Wednesday, 13 March 2024.

Please be informed accordingly

Yours faithfully,

( Mrs. Chutipra Klinsuwan)

Chief Executive Officer

V.L. Enterprise Public Company Limited