



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

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No. 01/2563

February 21, 2020

Subject: Set the scheduling for the 2020 Annual General Meeting of Shareholders and Dividend Payment

**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 held on Friday, February 21, 2020:

1. Approved to propose to the Annual General Meeting of Shareholders for the year 2020 to consider and approve the allocation of profit for the year 2019 as follows

(1) Allocated as legal reserve funds in amount of 17,089,000.00 bath (Seventeen million eighty nine thousand baht), which represents 5 percent of the net profit of the financial statements for the year 2019

(2) Annual Dividend payment for the year 2019 to shareholders at the rate of 0.07 bath (seven satang) at the total amount of 56 million baht (Fifty six million baht). As the Company already paid an interim dividend of Baht 0.05 per share at total amount of 40 million baht (Forty million baht) on 10 September 2019, the remaining dividend to be paid is 0.02 Baht per share at the total amount of 16 million (Sixteen million baht). The payment shall be made from retained earnings that are exempted from corporate income tax (BOI).

The record date for the rights to receive dividend is on 29 April 2020 (record date). Also the dividend will be paid on 20 May 2020. The right to receive the dividend is still uncertain as it must wait for approval from the Shareholder's Meeting.

2. To confirm the date for the 2020 Annual General Meeting of Shareholders on Tuesday, April 21, 2020 at 2 pm. at Fortune Platinum Hall, 3rd floor, The Grand Mercure Bangkok Fortune Hotel, 1 Ratchadaphisek Rd, Din Daeng, Bangkok 10400 with the following agenda:

Agenda 1 To approve the Minutes for the year 2019 Annual General Meeting of Shareholders.

Agenda 2 To acknowledge the Financial Position and Comprehensive Income the Company's Annual Report for the year ended 2019 and the Business Plan for the year 2020.

Agenda 3 To approve the Financial Statement and Auditor Report for the year ended December 31, 2019.

Agenda 4 To approve Dividend payment and Allocated as legal reserve funds for the year 2019.

Agenda 5 To approve the appointment of replacing directors who shall retire for year 2020.

Opinion of the Board of Directors: Three directors to be retired by rotation in the 2020 Annual General Meeting of Shareholders. There are (1) Mr.Witaya Patarametagul (2) Miss Rakchanok Sumnianglum (3) Mr.Jarunpath Visansavadh
The Board of Directors, excluding the directors to be retired by rotation in 2020 Annual General Meeting of Shareholders, has considered the qualification of each nominated candidate and thus agreed with the Nomination and Compensation Committee and recommended the Annual General Meeting of Shareholders to propose the two retiring directors, namely Miss Rakchanok Sumnianglum and Mr.Jarunpath Visandsavadh reappoint as a director for another term and one qualified person, namely Mr.Chakaphat Naskan to be a new director of the Company in replacement of those retiring director.

Agenda 6 To approve the remuneration for Directors.

Opinion of the Board of Directors: The Board of Directors agreed with the Nomination and Compensation Committee to propose the Annual General Meeting of Shareholders to approve the retention of the remuneration for Directors and Sub-Committee Members for the year 2020 as follows, but the total amount of the remuneration shall not be over than 1,400,000 Baht:

position	BOD	AC	RA / NRC / CG&CSR	AGM / EGM
- Chairman of Board of Director	30,000			30,000
- Company Director	12,000			12,000
- Chairman of Audit Committee		20,000		
- Audit Committee		12,000		
- Chairman of Sub-Committee			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 1,200,000 baht (One million two thousand baht) and authorize the Executive Committee and/ or Chief Executive Officer to consider the allocation of bonus that each director will receive.

Agenda 7 To approve the auditors and the audit fees for the year 2020.

Opinion of the Board of Directors: The Board of Directors agreed with the Audit Committee to appointed Dharmniti Auditing Company Limited to be the auditing firm of company and audit fees is 1,000,000 baht (One million baht). 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

The above mentioned auditing firm and all of mentioned auditors shall not have any relationship with the company or relate parties and also shall not have any conflict of interest with the company.

Agenda 8 Other business (if any).

3. To confirm a Record Date to ascertain the list of shareholders with the rights to attend the Annual General Meeting of Shareholders for the year 2020 on Friday, March 6, 2020.

Please be informed accordingly

Yours faithfully,



(Miss Chutipra Klinsuwan)

Chief Executive Officer

V.L. Enterprise Public Company Limited