



บริษัท อาร์ ซี แอล จำกัด (มหาชน)  
Regional Container Lines Public Company Limited

TRANSLATION

Ref. No. RCL 011 / 2022

22<sup>nd</sup> April 2022

Subject: Resolutions of the 43<sup>rd</sup> Annual General Meeting  
To: The President  
The Stock Exchange of Thailand

On the 22<sup>nd</sup> April 2022, at 10.30 a.m., Regional Container Lines Public Company Limited held its 43<sup>rd</sup> Annual General Meeting at Panjathani Conference Center, Ratchada Room, 2<sup>nd</sup> Floor, 127/2, Panjathani Tower, Nonsi Road, Chongnonsi, Yannawa, Bangkok. The Meeting passed the following resolutions:

**Agenda 1 To Adopt the Minutes of the 42<sup>nd</sup> Annual General Meeting that held on 23<sup>rd</sup> April 2021 (Agenda for Adoption)**

**Resolution** The Meeting adopted the said minutes. The resolution was passed by the following vote:

Approved	523,343,934	Votes
Not Approved	0	Votes
Abstained	1,369,400	Votes
Void ballots	0	Votes
Total	523,343,934	Votes

**Agenda 2 To Acknowledge the Report on the Year 2021 Operational Results of the Company (Agenda for Acknowledgement)**

**Resolution** The Meeting acknowledged the report on the year 2021 operational results of the Company.

**Agenda 3 To Acknowledge Directors' Remuneration for the Year 2021 (Agenda for Acknowledgement)**

**Resolution** The Meeting acknowledged the Director' Remuneration for the year 2021 as disclosed in Form 56-1 One Report for the year 2021 under section "Corporate Governance".

**Agenda 4 To Approve the Balance Sheets and Profit and Loss Statements as of 31<sup>st</sup> December 2021 (Agenda for Approval)**

**Resolution** The Meeting approved the audited Balance Sheets and Profit and Loss Statements as of 31<sup>st</sup> December 2021. The resolution was passed by the following votes:

Approved	524,854,762	Votes
Not Approved	0	Votes
Abstained	351,100	Votes
Void ballots	0	Votes
Total	524,854,762	Votes



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## Agenda 5 To Approve Declaring Dividend for the Year 2021 Operational Results (Agenda for Approval)

**Resolution** The Meeting approved declaring dividend for the year 2021 operational results ended 31<sup>st</sup> December 2021 at Baht 6 per share to the 828,750,000 ordinary shares, totaling Baht 4,972,500,000. As the first interim dividend was earlier paid out of the operating period from 1<sup>st</sup> January to 30<sup>th</sup> June 2021 and retained earning on 10<sup>th</sup> September 2021 at Baht 1.50 per share, totaling Baht 1,243,125,000. The second interim dividend was earlier paid out of the operating period from 1<sup>st</sup> January to 30<sup>th</sup> September 2021 on 3<sup>rd</sup> December 2021 at Baht 1.50 per share, totaling Baht 1,243,125,000 to the 828,750,000 ordinary shares. The remaining dividend will be paid at rate Baht 3 per share, totaling Baht 2,486,250,000, derived from

- (1) Net profit of the business that is exempt from corporate income tax from BOI at the rate of Baht 0.25.
- (2) Net profit of businesses that is exempt from tax under the Royal Decree issued under the Revenue Code governing tax exemption (No. 314) B.E. 2540 at the rate of Baht 0.15.
- (3) Dividends or share of profits that are tax exempted from being included in the calculation of corporate income tax which shareholders shall not be able to apply for tax credit at the rate of Baht 2.60.

to the shareholders who have rights to receive dividend (Record Date) on 24<sup>th</sup> March 2022 and the dividend payment date is on 20<sup>th</sup> May 2022.

Approved	525,205,862	Votes
Not Approved	0	Votes
Abstained	0	Votes
Void ballots	0	Votes
Total	525,205,862	Votes

## Agenda 6 To Consider Electing New Directors to Replace Those Due to Retire (Agenda for Approval)

**Resolution** The Meeting elected new directors to replace those due to retire. The resolution was passed by the following votes:

1. Mr. Kua Hock Eng,	Directors	
Approved	521,725,370	Votes
Not Approved	3,460,492	Votes
Abstained	20,000	Votes
Void ballots	0	Votes
Total	525,185,862	Votes



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2. Mrs. Arpavadee Meekun-lam Independent Director

Approved	516,925,652	Votes
Not Approved	417,810	Votes
Abstained	7,862,400	Votes
Void ballots	0	Votes
Total	517,343,462	Votes

3. Mr. Charlie Chu Director

Approved	511,785,970	Votes
Not Approved	13,399,892	Votes
Abstained	20,000	Votes
Void ballots	0	Votes
Total	525,185,862	Votes

**Agenda 7**

**To Appoint the Company's Auditors and Approve the Audit Fees  
(Agenda for Approval)**

**Resolution**

The Meeting approved the appointment of

1. Mrs. Natsarak Sarochanunjeen, registration no. 4563,
2. Ms. Daranee Somkamnerd, registration no. 5007 and
3. Ms. Jarunee Nuammae, registration no. 5596 and
4. Mr. Siramate Akkharachotkullanan, registration no. 11821

of A.M.T. & Associates to be the Company's auditors for the period from 1<sup>st</sup> January 2022 till 31<sup>st</sup> December 2022 with either one of the four auditors certifying the Company's financial statements on behalf of A.M.T. & Associates., In the event those auditors are unable to perform their duties, A.M.T. & Associates is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their place; and approved the audit fees of Baht 1,630,000, which is Baht 130,000 higher than the rates charged in the year 2021.

Approved	517,363,462	Votes
Not Approved	7,842,400	Votes
Abstained	0	Votes
Void ballots	0	Votes
Total	525,205,862	Votes



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**Agenda 8. To Approve the amendment of the Company's Article of Association  
(Agenda for Approval)**

**Resolution** The Meeting approved the amendment of the Company's Article of Association with regard to the repurchase of shares.

Approved	485,121,410	Votes
Not Approved	40,084,452	Votes
Abstained	0	Votes
Void ballots	0	Votes
Total	525,205,862	Votes

Please be informed accordingly,

Yours faithfully,

( Company's seal)

signed

(Mrs. Suporn Amnuaypan)  
Company Secretary

Company Secretary  
Tel. 0 2296 1076