



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

-Translation-

Ref. No. RCL 009/2024

April 19<sup>th</sup>, 2024

Subject: Resolutions of the 45<sup>th</sup> Annual General Meeting of Shareholders 2024

To: The President  
The Stock Exchange of Thailand

The 45<sup>th</sup> Annual General Meeting of Shareholders 2024 of Regional Container Lines Public Company Limited (the “Company”) was held on April 19<sup>th</sup>, 2024 at 9.30 a.m. in the form of Hybrid Meeting (Physical and E-Meeting) at Panjathani Conference Center, Ratchada Room, 2<sup>nd</sup> Floor, 127/2, Panjathani Tower, Nonsi Road (Ratchadaphisek Road), Chongnonsi Sub-District, Yannawa District, Bangkok, 10120 and via the electronic channel. The Meeting passed the following resolutions:

1. Acknowledged the Report on the Company’s operational results for the year 2023
2. Acknowledged directors’ remuneration for the year 2023
3. Approved the statements of financial position and statements of profit and loss for the year ended December 31<sup>st</sup>, 2023 by a majority of votes of the shareholders who were present at the meeting and casted their votes as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	514,638,799	73,700	779,300	0
Percentage	99.83	0.01	0.15	0

4. Approved the dividend payment for the year 2023 operational results aggregating at Baht 0.75 per share to the 828,750,000 ordinary shares, totaling Baht 621,562,500. The Company had already declared and made an interim dividend payment during the year 2023 on September 8<sup>th</sup>, 2023 at Baht 0.25 per share. The remaining dividend, therefore, will be paid at the rate of Baht 0.50 per share, totaling Baht 414,375,000, derived from:

- 1) Net profit of business that is exempt from corporate income tax from BOI at the rate of Baht 0.40, and
- 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 0.10.

The Company will pay the dividend as mentioned above to shareholders who are entitled to receive the dividend as appeared on Record Date on March 14<sup>th</sup>, 2024 and such dividend payment shall be made on May 17<sup>th</sup>, 2024. The Meeting has resolved by a majority of the votes of the shareholders who were present at the meeting and casted their votes as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	513,333,699	2,158,100	0	0
Percentage	99.58	0.42	0	0



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5. Approved the election of directors to replace those who are retired by rotation by re-election of 3 retiring directors to resume their directorship for another term by a majority of votes of the shareholders who were present at the meeting and casted their votes as follows:

5.1 Dr. Jamlong Atikul Director, (re-election)

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	508,438,944	7,022,652	30,203	0
Percentage	98.63	1.36	0.01	0

5.2 Mr. Amornsuk Noparumpa Independent Director, (re-election)

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	505,193,689	10,267,910	30,200	0
Percentage	98.00	1.99	0.01	0

5.3 Mr. Sutep Tranantasin Director, (re-election)

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	514,518,044	943,552	30,203	0
Percentage	99.81	0.18	0.01	0

6. Approved the increase in the number of directors from 9 to 10 members and elected Mr. Don Pramudwinai as a new director. The Meeting has resolved by a majority of votes of the shareholders who were present at the meeting and casted their votes as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	508,818,999	6,642,800	30,000	0
Percentage	98.71	1.29	0.01	0

7. Approved the amendment to the Company's Articles of Association, Articles 19, 24, and 36 to be in line with the amended Public Limited Companies Act B.E. 2535, which aims to mainly facilitate the public limited companies in Thailand to take advantage of technological advancements by allowing greater use of electronic communications in their business operation. The Meeting has resolved by a majority of votes of the shareholders who were present at the meeting and casted their votes as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	515,460,099	0	31,700	0
Percentage	99.99	0	0.01	0

8. Approved the appointment of the Company's auditors and the audit fee for the year 2024, Mrs. Natsarak Sarochanunjeen, CPA No. 4563, and/or Miss Daranee Somkamnerd, CPA No. 5007, and/or Miss Jarunee Nuammae, CPA No 5596, and/or Mr. Siramate Akkharachotkullanan, CPA No. 11821 from A.M.T. & Associates to be the Company's auditors for the period from January 1<sup>st</sup>, 2024 to December 31<sup>st</sup>, 2024 with either one of the four auditors certifying the Company's financial statements on behalf of A.M.T. &



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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. The proposed audit fee for the year 2024 shall be Baht 1,630,000 (excluding other expenses/fees) which is equal to the previous year. The Meeting has resolved by a majority of votes of the shareholders who were present at the meeting and casted their votes as follows:

	Approval	Disapproval	Abstention	Voided Ballot
Number of Votes	515,386,399	73,700	31,700	0
Percentage	99.98	0.01	0.01	0

Please be informed accordingly.

Yours faithfully,

*-signed-*

(Ms. Nadrudee Rungruengphon)  
Company Secretary

Company Secretary  
Tel. 02-296-1093, 02-296-1395