



บริษัท ตรีนิติ วัฒนาก จำกัด (มหาชน)

Trinity Watthana Public Company Limited

Ref. Wor Thor. Tor. 012/2022

February 28, 2022

Subject : Declaration of dividend payment, and the date and agendas of AGM

Attention : The President
The Stock Exchange of Thailand

Pursuant to the meeting of the Board of Directors of Trinity Watthana Public Company Limited No. 3/2022, held on February 28, 2022, the Board of Directors has passed the following resolutions to propose the Annual General Meeting of Shareholders the following important matters:

1. Approved the audited statements of financial positions and comprehensive income for the year ended December 31, 2021.
2. Approved an appropriation of profit, dividend and legal reserve for the year 2021
 - 2.1 Approved the appropriation of profit to legal reserve in the amount of Baht 12,507,192.
 - 2.2 Approved cash dividend of Baht 0.25 per share as the 2021 interim dividend payment paid on September 10, 2021, totaling amount Baht 53,601,212.
 - 2.2 Approve the final cash dividend payment for the year 2021 of Baht 0.75 per share, totaling not exceeding Baht 160.80 million or at the payout ratio of 85.71% of net consolidated profit. The dividend will be paid out of the profit after 20% corporate income tax.

The Company will entitle rightful shareholders who may receive the 2021 fiscal year dividend on March 28, 2022 (Record Date). The dividend will be payable on May 18, 2022. The rights to receive above dividend is depend upon the approval of 2022 Annual General Shareholders' Meeting.
3. Approved the appointment new directors to replace the retiring directors
There are four directors who are retired by rotation namely 1) Mr. Pakhawat Kovithvathanaphong, 2) Mr. Pairote Varophas, 3) Mr. Sorayouth Prompoj and 4) Mr. Kanavuti Wattanateerach.

The Board of directors excluding the directors who have interest in this matter consider appropriate for the Shareholders' meeting to re-elect the retiring directors to be directors for another term since all of them are knowledgeable, competent and experienced and performed throughout the period and Mr. Pairote Varophas and Mr. Sorayouth Prompoj are also qualified as an independent director according to the company's definition of Independent Director.
4. Approved an additional director to reflect the proportion of shareholding of the Company and the Board of Directors consider appropriate to propose Mr. Udomsak Rojviboonchai, who is knowledgeable, competent and expertise in financial institution and capital market, as a new director in the Shareholders' meeting.
5. Approve the directors' remuneration for the year 2022 totaling of Baht 18,000,000, dividing into monthly remuneration at Baht 5,500,000 per annum and limit for 2022 extra remuneration not over Baht 12,500,000.
6. Approved the appointment of auditors of EY Office Limited namely 1) Ms. Kirdsiri Kanjanaprakasit C.P.A. Registration No. 6014 or 2) Mr. Chayapol Suppasedtanon C.P.A. Registration No. 3972 or 3) Ms. Pimjai Manitkajohnkit C.P.A. Registration No. 4521 or 4) Ms. Orawan Techawatanasirikul C.P.A. Registration No. 4807 or 5) Ms. Rosaporn Decharkom C.P.A. Registration No. 5659 or 6) Ms. Sumana Punpongsanon C.P.A. Registration No. 5872, of EY Office Limited as the Company's auditor for the year 2022 and to approve the audit fee



บริษัท ตรีนิษฐ์ วัฒนา จำกัด (มหาชน)

Trinity Wathana Public Company Limited

for the Company at Baht 900,000, which the aggregate audit fee for both the Company and its subsidiaries is at Baht 2,600,000 as proposed by the Audit Committee.

7. Approved the increase of issuance and offering of the Debentures in the principal amount of not more than 5,000 million with the following details:

Use of Proceeds	:	For operating and expansion of the business.
Type	:	All types and all kinds of debentures, whether subordinated or unsubordinated, characterized as an amortization or bullet payment, secured or unsecured, under or without the debenture holders' representative. This depends on the prevailing market conditions at the time of each issue and offering of the debentures.
Nomination	:	Thai Baht and/or any other currencies
Total value	:	Up to Baht 5,000 million in aggregate or in the other currency equivalent. The Company shall be able to re-issue debentures to replace the redeemed debentures but at any time total value of debentures must not exceed the limit.
Offering	:	Public offering and/or private placement and/or offering to institutional investors or high networth investors or ultra high networth investors, both locally and abroad, in one or several tranches from time to time.
Interest rate	:	Depending on the prevailing market conditions at the time of each issue and offering of the debentures
Term	:	For short term debentures: not over 270 days and for long term debentures : not exceeding 10 years from the issuing date of the debentures
Call and put option	:	Holder of debentures may or may not be entitled to require the Company to redeem the debentures prior to maturity and the Company may or may not be entitled to redeem the debentures prior to maturity. This feature will be stated in detail in the terms and conditions of the debentures.

The Company's Board of Directors or Chief Executive Officer or any designated person shall be authorized to determine the terms and details relating to issuance and offering of the each debenture, for example; face value, amount of each issue, term, type, offering channels, allocation method, collateral, offering price, interest rate, interest payment period, appointment of debenture holders' representative and/or registrar and/or arranger and/or underwriter, and execution of any necessary transactions, including all official filings as required by the office of Securities and Exchange Commission or other relevant government authorities and listing of the debentures on any subordinate market for the utmost benefit of the Company.



บริษัท ทริनिตี วัตถนา จำกัด (มหาชน)

Trinity Watthana Public Company Limited

8. To convene the Annual General Meeting of Shareholders No.20 on Friday, April 29, 2022 at 2.00 p.m. the Meeting room, 25th Floor, Bangkok City Tower, 179 South Sathorn Road, Tungmahamek SubDistrict, Sathorn District, Bangkok. The agenda of the meeting are as follows:
 - 1) To consider and adopt the minutes of the Annual General Meeting of Shareholders No. 19.
 - 2) To consider and acknowledge the company's operating results for the year ended December 31, 2021.
 - 3) To consider and approve the audited financial position and income statements for the year ended December 31, 2021.
 - 4) To consider and approve an appropriation of profit, dividend and legal reserve for the year 2021.
 - 5) To consider and appoint new directors to replace the retiring directors and approve directors' remuneration.
 - 6) To consider and approve an additional director and appoint a new director.
 - 7) To consider and appoint the Company's auditor and approve audit fee for the year 2022.
 - 8) To approve the increase of issuance and offering of the Debentures limit
 - 9) To consider other matters (if any).

To fix the Record Date for the right of shareholders to attend the Annual General Meeting of Shareholders No.20 and the right to receive the dividend on March 28, 2022. The Board of Directors also authorized the CEO to consider postponing or changing the venue of the 2022 AGM, if necessary.

According to the announcement of the criteria and procedures for minority shareholders to submit additional agendas and nominate candidates for directorship for 2022 AGM to the Company's secretary within February 14, 2022, neither agenda nor nomination has been proposed this year.

Please be informed accordingly.

Yours faithfully,

Charnchai Kongthongluck
Director and CEO