*Annex 2*

**For consideration of Agenda 4**

**To consider and approve the appropriation of annual net profit from business operation to legal reserve and dividend payment for the fiscal year ended 31 March 2021**

## Legal Reserve

### Legal Reserve Policy of the Company

Section 116 of the Public Limited Company Act B.E. 2535 (as amended) and Article 39 of the Company's Article of Association provide that the Company must appropriate net profit to be reserve fund of at least 5% per annual net profit less the total accumulated losses brought forward (if any) until the reserve fund reaches an amount not less than 10% of the registered capital of the Company.

### Proposal of legal reserve to the Company's Shareholders for consideration and approval

The separate statements of financial position, statement of comprehensive income and statements of changes in shareholders' equity of the Company for the year ended 31 March 2021 recorded a net profit of Baht 700,994,017 (Baht Seven Hundred Million Nine Hundred Ninety Four Thousand and Seventeen)

In accordance with the law and the Article of Association of the Company ending 31 March 2021, Baht 35,049,700.82 (Baht Thirty Five Million Forty Nine Thousand Seven Hundred and Eighty Two Satang) which is the amount of 5% on the net profit shall be transferred to the Company's legal reserve account. The Board of Directors Meeting No.2/2021(2564) held on 28 May 2021 has considered the matter and is of the opinion that the Company should transfer the said amount to the legal reserve account of the Company, and such matter should be proposed to the Company's shareholders for consideration and approval.

## Dividend

### Dividend Policy of the Company

The Company has a policy to pay a dividend of not more than 50% of its net profit after tax and legal reserves. In recommending dividend payments, the Board of Directors will take into consideration the Company's consolidated operating results, financial position, liquidity, future business plan and other management related factors.

Subsidiaries of the Company do not set dividend payment policies based on a percentage of net profit after tax. Dividend will be decided by each of the subsidiary's board of directors on a case by case basis, and in fixing the amount of payment, operating results, financial position, liquidity, future business plans and other management related factors will be taken into consideration.

**Proposal of Dividend to the Company's Shareholders for consideration and approval**

The Separate Statements of Financial Position of the Company for the year ended 31 March 2021 recorded unappropriated retaining earnings of Baht 4,364,910,204 (Baht Four Thousand Three Hundred Sixty Four Million Nine Hundred Ten Thousand Two Hundred Four). The Board of Directors No.2/2021(2564) held on 28 May 2021 has considered the matter of dividend payment and recommended the Company to pay dividend to Company's shareholders at the rate of Baht 0.03 (Three Satang) per one ordinary share. Total amount of dividend payment is Baht 520,578,754.62 (Baht Five Hundred Twenty Million Five Hundred Seventy Eight Thousand Seven Hundred Fifty Four and Sixty Two Satang) or 74.26% of the Company's net profit for the year ended 31 March 2021.

The record date on which shareholders have the right to receive the dividends shall be 2 August 2021 and the payment of dividend shall be made on 18 August 2021.

The Board of Directors' Meeting has also resolved to propose this matter to the Meeting of Shareholders for consideration and approval.

**Comparison of Dividend Payment for the year ended 31 March 2019-2021**

| Details of Dividend | Year 2021 | Year 2020 | Year 2019 |
|---|---|---|---|
| Total amount of Dividends paid (Baht) | 520,578,754.62 | 1,042,160,545.24 | 1,563,696,094.86 |
| Dividend paid per one ordinary share (Baht) | 0.03 | 0.06 | 0.09 |
| Ratio of Dividend * | | | |
| - On Company's net profit | 74.26% | 52.86% | 86.36% |
| - On Consolidated net profit | - | 56.78% | 63.19% |
| Number of shares having the rights to receive Dividend | 17,552,625,154** | 17,359,225,154 | 17,374,401,054 |

* calculated based on net profit for the year ended 31 March 2019-2021

** calculated from paid-up capital minus number of shares repurchased at the completion date of the project on 18 September 2020