

At S&J 1/2024

## February 29, 2024

Subject Set date for the Annual General Meeting of Shareholders and Dividend Payment.

To President

The Stock Exchange of Thailand

S&J International Enterprises Public Company Limited would like to inform the resolutions of the Board of Directors 'meeting No. 1/2024 held on February 29, 2024 as follows;

 Approval to propose to the Annual General Meeting of Shareholders to consider and approve the 2023 dividend payment at 2.25 Baht per share, totaling 149,930,828 shares amounting to 337,344,363 Baht. The dividend payments are to be drawn from the company retained earnings subject to 20% corporate income tax deduction which an individual shareholders can credit tax refund equal to dividend multiplied by 20/80 according to Revenue Code Section 47 bis.

The above dividend distribution shall be payable to the shareholders entitling to receive the dividend according to whom listed on the record date on Wednesday, May 8, 2024. The dividend payment date will be made on Tuesday, May 21, 2024.

- 2. To propose to the Annual General Meeting of Shareholders to approve the re-election of the 4 outgoing directors due to term completion, to serve another term as directors as proposed by the Nominating Committee, as follows :
  - 1. Mrs.Kaewta Ongsaranakom
  - 2. Admiral Apichart Pengsritong
  - 3. Mrs.Pismai Chandrubeksa
  - 4. Pol.Gen.Somchai Prabhasabhakdi

And to approve the election of Mrs.Thongsuk Upathambhakul as company director to replace Dr.Atthakorn Glankwamdee , the retiring who wishes not to seek re-nomination.

2 ถ.นราธิวาสราชนครินทร์ (ชอย 10) แขวงทุ้งวัดดอน เขตสาทร กรุงเทพฯ 10120 โทร. (662) 6762727 โทรสาร. (662) 6762726

2 NARADHIWAS RAJANAGARINDRA RD., (SOI 10), TUNGWATDON, SATHORN, BANGKOK 10120, THAILAND. TEL. (662) 6762727 FAX. (662) 6762726 600/4 หมู่ 11 ถ.สุขากิบาล 8 ต.หนองขาม อ.สรีราชา จ.ชลบุรี 20230 ทะเบียนเลขที่ 0107537001366 โทร. (6638) 480086-89 โทรสาร. (6638) 480139 600/4 MOO 11, SUKAPHIBAN 8 RD., NONGKHARM, SRIRACHA, CHONBURI, 20230, THAILAND. TEL. (6638) 480086-89 FAX. (6638) 480139 789/159 หมู่ 1 ถ.สายหนองต้อ-แหลมฉบัง ต.หนองขาม อ.สรีราชา จ.ชลบุรี 20230 โทร. 038-348512 โทรสาร. 038-348461 789/159 MOO 1, NONG KHO-LEAMCHABANG RD., NONGKHARM, SRIRACHA, CHONBURI, 20230 THAILAND. TEL. (6638) 348512 FAX. (6638) 348461 789/159 MOO 1, NONG KHO-LEAMCHABANG RD., NONGKHARM, SRIRACHA, CHONBURI, 20230 THAILAND. TEL. (6638) 348512 FAX. (6638) 348461



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3. To propose to the Annual General Meeting of shareholders to consider amending the Company's Articles of Association, as follows.

Previous Articles of Association	New Articles of Association
Article 28. In calling a meeting of the directors, the	Article 28. In calling a meeting of the Board of
Chairman of the Board or a person assigned by the	Directors, the Chairman of the Board or a person
Chairman of the Board shall send a meeting notice	assigned by the Chairman of the Board shall send a
to the directors at least seven (7) days before the	meeting notice to the directors at least three (3)
meeting date, except in cases of urgent necessity to	days before the meeting date, except in cases of
preserve the rights or benefits of the company, in	urgent necessity to preserve the rights or benefits of
which case the meeting can be notified by other	the company whereby notice of <u>the meeting</u>
means and the meeting date can be set earlier than	appointment may be sent by electronic means or
normally prescribed.	any other means and the meeting date set sooner
The venue to be used for the meeting under	than normally prescribed.
paragraph one is to be in the area where the	The venue to be used for the meeting under
company's head office or branch office is located or	paragraph one shall be in the area where the
any other place as the Board may designate.	company's head office is located or any other place
	in the Kingdom. In the case of a meeting via
	electronic media, the location of the Company's
	head office of the meeting.
Article 34. In calling a shareholders' meeting, the	Article 34. In calling a shareholders' meeting, the
Board of Directors shall prepare a meeting invitation	Board of Directors shall prepare a meeting invitation
letter specifying the venue, date, time, agenda and	letter specifying the venue, date, time, agenda and
matters to be presented to the meeting, together	matters to be presented to the meeting, together
with reasonable details, clearly indicating that it is a	with reasonable details, clearly indicating that it is a
matter to be presented for information, for approval	matter to be presented for information, for approval
or consideration, as the case may be, including the	or consideration, as the case may be, including the
opinions of the Board on such matters and sent to	opinions of the Board on such matters and deliver it
shareholders and the registrar not less than seven	to shareholders and the Registrar not less than
(7) days before the meeting date. Notice of the	seven (7) days before the meeting date. <u>The notice</u>
meeting shall be advertised in the newspaper for	of the meeting must be advertised in newspapers or
three (3) consecutive days and not less than three	through electronic media in accordance with the
(3) days before the meeting date.	criteria specified by the Registrar for three (3)

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Previous Articles of Association	New Articles of Association
The venue used for the meeting according to	consecutive days and not less than three (3) days
paragraph one is to be in the area where the	before the meeting date.
Company's head office is located or any other place	The location of the meeting under paragraph
as determined by the Board.	one shall be in the area where the Company's head
	office is located or any other place in the Kingdom.
	In case of a meeting via electronic media, the
	location of the Company's head office shall be
	considered the location of the meeting.
Article 39. The Chairman of the shareholder's	Article 39. The Chairman of the shareholder's
meeting has the duty to control the meeting in	meeting has the duty to control the meeting in
accordance with the Company's Articles of	accordance with the Company's Articles of
Association related to meetings. In this regard, the	Association related to meetings. In this regard, the
meeting must be conducted in accordance with the	meeting must be conducted in accordance with the
order, rules, and agenda specified in the meeting	order, rules, and agenda specified in the meeting
notice, unless the meeting resolves to change the	notice, unless the meeting resolves to change the
order of the agenda with a vote of not less two-thirds	order of the agenda with a vote of not less two-thirds
(2/3) of the number of shareholders present at the	(2/3) of the number of shareholders present at the
meeting.	meeting.
When the meeting has completed its	When the meeting has completed its
consideration of matters as per the first paragraph,	consideration of matters as per the first paragraph,
shareholders whose shares total not less than one-	shareholders whose shares total not less than one-
third (1/3) of the total number of shares sold may	third (1/3) of the total number of shares sold may
ask the meeting to consider matters other than those	ask the meeting to consider matters other than those
specified in the meeting notice.	specified in the meeting notice.
In the event that the meeting does not	In the event that the meeting does not complete
complete its consideration of matters in order of the	its consideration of matters in order of the agenda
agenda according to paragraph one, or does not	according to paragraph one, or does not complete
complete consideration of matters raised by	consideration of matters raised by shareholders in
shareholders in accordance with paragraph two, as	accordance with paragraph two, as the case may
the case may be, and it is necessary to postpone	be, and it is necessary to postpone consideration,
consideration, the meeting shall determine the	the meeting shall determine the venue, date and
venue, date and time of the next meeting and the	time of the next meeting and the Board of Directors
Board of Directors shall send a meeting invitation	shall send a meeting invitation letter specifying such
letter specifying such venue, date, time, and	venue, date, time, and agenda to shareholders not

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## บริษัท เอส แอนด์ เจ อินเตอร์เนชั่นแนล เอนเตอร์ไพรส์ จำกัด (มหาชน) S & J INTERNATIONAL ENTERPRISES PUBLIC COMPANY LIMITED

Previous Articles of Association	New Articles of Association
agenda to shareholders not less than seven (7) days	less than seven (7) days before the meeting date,
before the meeting date, provided that the meeting	provided that the meeting invitation notice shall be
invitation notice shall be advertised in the	advertised in the newspaper or via electronic media
newspaper for three (3) consecutive days and not	according to the criteria specified by the Registrar
less than three (3) days before the meeting date.	for three (3) consecutive days and not less than
	three (3) days before the meeting date.
Article 56. Dividend payment is divided according	Article 56. Dividend payment is divided according
to the number of shares, each share equally.	to the number of shares, each share equally.
Payment of dividends must be made within one (1)	Payment of dividends must be made within one (1)
month from the date of the shareholders' meeting or	month from the date of the shareholders' meeting or
the Board of Directors passed the resolution, as the	the Board of Directors passed the resolution, as the
case may be. The notice of dividend payment must	case may be. The notice of dividend payment must
be notified in writing to shareholders and also	be notified in writing to shareholders and also
advertised <u>in the newspaper</u> for three (3)	advertised in the newspaper or via electronic media
consecutive days.	according to the criteria specified by the registrar
	for three (3) consecutive days.

4. To arrange The 45<sup>th</sup> Annual General Meeting of the Shareholders to be held on Monday, April 22, 2024 at 13.00 o'clock at Chao Phaya Room 2 of the Montien Riverside Hotel 372 Rama 3 Road, Bangkhlo Sub-district, Bang Kho laem District, Bangkok 10120.

The Agenda of Annual General Meeting of Shareholders are as follows;

- Certification of the minutes of the 44<sup>th</sup> Annual General Meeting of Shareholders held on Tuesday, April 25, 2023.
- Acknowledgement of the annual reports of The Board of Directors and the Company Performance in the year 2023.
- 3. Approval of the Financial Statements for the year ended December 31, 2023.
- 4. Approval of the appropriation of profit and annual dividend payment.
- 5. Appointment the election of directors in replacement of retiring directors.
- 6. Appointment Directors' remuneration for the year.
- 7. Appointment of auditor and specify the auditing fee for the year.
- 8. Approval of amending the Company's Articles of Association.
- 9. Others (if any).

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- 5. The record date on which shareholders have the right to attend the 2024 Annual General Meeting of shareholders is Friday, March 15, 2024.
- 6. With regard to the earlier opportunity provided by the Company to provide the shareholders the right to propose meeting agenda items and appointment of new director in advance by receiving the proposal from the shareholders between November 15, 2023 through December 30, 2023. In fact, there was no shareholder proposing any meeting agenda item in advance or proposing any appointment for the new director. Therefore, there is no additional meeting agenda proposed by the shareholder in this year.

Therefore, S&J shall disclose the 45<sup>th</sup> Annual General Meeting of Shareholders together with the agenda both in Thai and English on the Company's website "<u>www.snjinter.com</u>" under "Investor Relations". Investors can access the information from March 21, 2024 onward. The invitation letter and the attached documents shall be delivered to shareholders by registered mail on Friday, March 29, 2024, according to the list of shareholders who have the right to attend the meeting<del>.</del>

Please be informed accordingly.

Sincerely yours,

Thirasak Vikitset

(Mr.Thirasak Vikitset) Managing Director

Registrar Dept.

Tel. 0-2676-2727 Ext. 2512, 2582

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