



Ref. SAAM 05/2022

21 February 2022

Subject: Resolutions of the Board of Directors, No Dividend Payment, and the 2022 Annual General Meeting Schedule

To: The President  
The Stock Exchange of Thailand

SAAM Development Public Company Limited (the "Company") would like to inform that the Board of Directors' Meeting No. 01/2022 held on Monday, 21 February 2022 at 1:30 pm. in the Company Meeting Room, Major Tower Thonglor, Room No. 2.2, 10th Floor, 141 Soi Sukhumvit 63 (Ekamai), Sukhumvit Road, Klongton Nua, Wattana, Bangkok 10110 passed the following resolutions.

1. Approved the financial statements for the year ended 31 December 2021
2. Approved the appointment of the following external auditors from PKF Audit (Thailand) Limited and the determination of audit fees for the year 2022 in accordance with the Audit Committee's recommendation:
  - Mr. Pitinan Lilamethwat Certified Public Accountant License No. 11133 and/or
  - Miss Sawinee Sawanont Certified Public Accountant License No. 7092 and/or
  - Miss Tanyarat Kongniwatsiri Certified Public Accountant License No. 11887

Any of the above auditors can conduct the audit and express an opinion on the Company's financial statements, with audit fees at an amount not exceeding THB 1.983 million for the year 2022. The Company will propose this matter for approval at the 2022 Annual General Meeting.

3. Approved the appropriation of the Company's net profit of THB 607,133 as legal reserve and no dividend payment from operating profit for the year 2021. During the year 2021, the Company paid interim dividends from the 6-month period ended 30 June 2021's operating results of THB 0.0.250 per share, totaling THB 7.50 million on 6 September 2021 and paid interim dividends from the 9-month period ended 30 September 2021's operating results of THB 0.0120 per share, totaling THB 3.60 million, on 7 December 2021. The total sum of dividend payments made in 2021 amounted to THB 0.0370 per share, totaling THB 11.10 million, equivalent to 91.41% of net profit from separate financial statement of the Company for the year 2021 which is in accordance with the dividend payout ratio specified in the dividend policy of 40.00%.

The Company will propose this matter for approval at the 2022 Annual General Meeting.



4. Approved the appointment of directors in replacement of those due to retire by rotation:

4.1 Directors due to retire by rotation are as follows:

- 4.1.1 Ms. Sawanee Kongsakul
- 4.1.2 Assistant Professor Lapinee Kosonboon, Ph.D

4.2 Directors reappointed for another term are as follows:

- 4.2.1 Ms. Sawanee Kongsakul
- 4.2.2 Assistant Professor Lapinee Kosonboon, Ph.D

4.3 The Board of Directors will comprise of 7 persons as follows:

- 4.3.1 Mrs. Songsri Nitayasuth
- 4.3.2 Ms. Krittiya Honghiran
- 4.3.3 Mr. Podduang Kongkamee
- 4.3.4 Mr. Manukitti Nityasuddhi
- 4.3.5 Ms. Sawanee Kongsakul
- 4.3.6 Assistant Professor Lapinee Kosonboon, Ph.D
- 4.3.7 Mr. Therapong Suebvattana

The Company will propose this matter for approval at the 2022 Annual General Meeting.

5. Approved directors' remuneration for the year 2022 with details as follows:

5.1 Monthly Remuneration and Meeting Allowance

<b>Committee</b>	<b>Monthly Remuneration (THB/person)</b>	<b>Meeting Allowance (THB/person/time) (Only for those who attend)</b>
<u>Board of Directors</u>		
Chairman of the Board of Directors	-	20,000
Director	-	10,000
<u>Audit Committee</u>		
Chairman of the Audit Committee	-	20,000
Audit Committee	-	15,000



## 5.2 Performance-based Compensation

Total compensation amount shall not exceed 1.0% of the Company's consolidated financial statement net profit, limited only to independent directors.

Directors do not receive any other types of remuneration other than the aforementioned. The Company will propose this matter for approval at the 2022 Annual General Meeting.

6. Approved to hold the 2022 Annual General Meeting on Thursday, 21 April 2022 at 02:00 p.m. at Thonglo 2 Room of Grande Centre Point Sukhumvit 55 Hotel, 300 Sukhumvit Soi 55 (Thonglor), Klongton Nua, Wattana, Bangkok 10110 with record date for specifying the names of shareholders who have the right to attend the 2022 Annual General Meeting on Thursday, 10 March 2022 with the following meeting agenda:

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| Agenda 1 | Matters to be informed   |
| Agenda 2 | To consider and adopt the Minutes of the Extraordinary General Meeting No. 01/2021 held on 7 September 2021  |
| Agenda 3 | To acknowledge the Board of Directors' report on the Company's operating results for the year 2021   |
| Agenda 4 | To consider and approve the financial statements for the year 2021 ended 31 December 2021  |
| Agenda 5 | To consider and approve the appropriation of the Company's net profit as legal reserve and no dividend payment from operating profit for the year 2021 |
| Agenda 6 | To consider and approve the appointment of the Company's external auditor and the determination of audit fees for the year 2022                        |
| Agenda 7 | To consider and approve the appointment of directors in replacement of those due to retire by rotation   |
| Agenda 8 | To consider and approve remuneration for the Board of Directors for the year 2022  |
| Agenda 9 | Other business (if any)  |

The Board of Directors resolved to appoint Mr. Podduang Kongkamee, Chief Executive Officer, to have the authority to consider and make changes to the 2022 Annual General Meeting date, time, venue, and format in case necessary.



To promote good corporate governance practice and equitable treatment of all shareholders, the Company announced on 20 September 2021 the invitation to shareholders to propose agenda and nominate directors for the 2022 Annual General Meeting in advance from 1 October 2021 - 31 December 2021 with details as disclosed on the SET website. However, no agenda was proposed and no candidate nominated by shareholders.

The Company will disclose details and documents relating to 2022 Annual General Meeting date on the Company website at [www.saam.co.th](http://www.saam.co.th) and SET website. For inquiries, please contact Investor Relations at 02-096-1936 ext. 105.

Please be informed accordingly.

Yours Sincerely,

( Mr. Podduang Kongkamee )  
Chief Executive Officer