

No. 04/2562

February 21, 2019

Subject: Resolutions of the Board of Directors' meeting on Dividend Payment and Clarification of AGM

To: President
The Stock Exchange of Thailand

The Meeting of the Board of Directors of Sherwood Corporation (Thailand) Public Company Limited (the Company) No. 2/2019 held on February 21, 2019 has passed the resolutions as follows:

- To propose the 2018 dividend payment of Baht 2.50 (Two Baht Fifty Satangs) per share for the par value of Baht 1 to the shareholders to the 2019 Annual General Shareholder's Meeting for approval. The Company made an interim dividend payment to the shareholders for the first-half-year operations of 2018 and from retained earnings at the rate of Baht 2.00 (Two Baht) per share for the par value of Baht 1 on October 4, 2018; and still has to pay the dividend for the second-half-year operations of 2018 at the rate of Baht 0.50 (Fifty Satangs) per share for the par value of Baht 1. In this regard, the Company has fixed the Record Date on which shareholders have the right to receive dividend on May 7, 2019. The dividend payment of Baht 0.50 (Fifty Satangs) per share for the par value of Baht 1 will be paid on May 24, 2019.

Remark: Refer to the resolution of EGM No.1/2019 that approved the change of par value from Baht 1 per share to Baht 0.50 per share, on May 24, 2019, the dividend will be paid at the rate of Baht 0.25 (Twenty Five Satangs) per share for the par value of Baht 0.50.

	Prior to the change of par value	After the change of par value
Par Value	1 Baht per Share	0.50 Baht per Share
Number of Shares	150,000,000	300,000,000
Dividend Per Share	Baht 0.50	Baht 0.25

- To propose to the 2019 shareholder's meeting to consider re-appoint three directors who are retired by rotation as the directors of the Company for another term as follows:

Names of Directors	Position at the Time of Retirement	Position upon Re-Appointment
(1) Mr. Chanin Yensudchai	Director and Independent Director	Director and Independent Director
(2) Mr. Narongrit Tangkaravakoon	Director	Director
(3) Mr. Prasopsan Ratchataphut	Director	Director

3. To propose to the 2019 shareholder's meeting to consider and approve the Board of Directors' and sub-committees' remuneration package for the year 2019 as follows:

Committee	Remuneration (Baht/Month)		Allowance (Baht/Meeting)		Other Benefits (Baht/Month)	
	2019	2018	2019	2018	2019	2018
The Board of Directors	15,000	15,000	20,000	20,000	None	None
The Audit Committee	10,000	10,000	10,000	10,000		
The Nomination and Remuneration Committee	-	-	20,000	20,000		

Remark: The Chairman of the Board shall receive an extra 25 percent of the Remuneration and allowance

- The bonus with the total amount limited to Baht 4,696,000
4. To propose to the 2019 shareholder's meeting to consider and appoint the auditors and determination of the auditors' remuneration for the year 2019 by appointing any one of the following auditors from the EY Office Limited to be the Company's auditor for the year 2019 and also determined the audit fee for the year 2019 in the amount of Baht 1,360,000. The auditors' name is as follows:
- Mr. Supachai Phanyawattano (Certified Public Accountant No.3930) and/or
 - Ms. Krongkeaw Limkittikul (Certified Public Accountant No.5874) and/or
 - Mr. Natthawut Santipet (Certified Public Accountant No.5730)
5. To hold the Annual General Meeting of Shareholders for 2019 on April 26, 2019 at 10.00 hrs. at Bangna Pride Hotel, 2/4 Moo 14, Bangna-Trad road, Bangplee, Samutprakan. In this regard, the Company has fixed the Record Date on which shareholders have the right to attend the Annual General Meeting of Shareholders for 2019 on March 8, 2019

The Company will later send the invitation and other relevant documents to the shareholders and the meeting agenda items will be disclosed to shareholders on the company's website www.sherwood.co.th prior to the date of shareholders' meeting starting from March 26, 2019. The agenda items of the Annual General Meeting of Shareholders for 2019 are as follows:

1. To certify the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2019.
2. To acknowledge the Company's business performance report for 2018.
3. To consider and approve the Company's financial statements as of December 31, 2018.
4. To consider and approve the profit allocation and dividend payments for 2018.

5. To consider and appoint the directors who are due to retire by rotation.
6. To consider and approve the directors' bonus and the remuneration of directors for 2019.
7. To consider and appoint the Company's auditor and determine the auditor's remuneration for 2019
8. To consider other business (if any).

Please be informed accordingly,

Yours faithfully,

Thakerngbol Laobisuddhi
Authorised Signature