

Ref. ever/list 002/2024

February 23, 2024

To : President

The Stock Exchange of Thailand

Subject : Annual General Shareholders meeting of 2024 and the omission of dividend payment. [\(Update show with blue text.\)](#)

Everland Public Co., Ltd. ("the Company") would like to inform the resolution of the Board of Directors Meeting No.2/2024 held on February 22, 2023 at 11.00 a.m. as follows:

1. Resolved to propose to the 2024 AGM to consider and approve the 2023 annual financial statements ended December 31, 2023, which includes the statement of financial position. Statement of comprehensive income and Notes to Financial Statements by presented at the 2024 Annual General Shareholders Meeting and approve

2. Resolved to propose to the 2024 AGM to consider and approve for omission of the appropriation of the revenues and organized the reserve funds as stipulated by the laws for the year 2023 and the omission of dividend payment. Therefore, the board of directors approved to propose the 2024 Annual General Meeting of Shareholders to consider and approve.

3. Resolved to propose to the 2024 AGM to consider and elect the directors to replace those directors retiring by rotation and to propose the Annual General Meeting of Shareholders for approval as follows:

The directors retiring by rotation in the year 2024

Name	Position
1. Mr.Swechak Lochaya	Chairman of the board/ Director
2. Mr.Kumthon Udomritthiruj	Vice chairman of the board/Chairman of the audit committee/ Independent director

The Board of Directors approved to propose the 2024 Annual General Meeting of Shareholders to consider and approve three directors to be re-elected for another term.

4. Resolved to propose to the 2024 AGM to consider the remunerations of the board of directors and the audit committee for the year 2024. The board of directors approved to maintain at the same rate as the year 2023 and to propose the 2024 Annual General Meeting of Shareholders to consider and approve as follows:

The remunerations of the Board of Directors

Position	Remuneration rate (Bath/Time)
Chairman of the board	10,000
Vice Chairman of the board	7,500
Director	5,000

The remunerations of the Audit Committee

Position	Remuneration rate (Bath/Time)
Chairman of the Audit Committee	42,500
Vice Chairman of the Audit Committee	40,000
Audit Committee	10,000

5. Resolved to propose to the 2023 AGM to consider and consider the appointment of the Auditor and the Auditor's fees for the year 2024.

The board of directors approved to propose the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of Deloitte Touche Tohmatsu JaiyosAudit Co.,Ltd. namely;

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| 1. Ms. Kornthong Luangvilai | C.P.A Reg. No. 7210 or |
| 2. Mr. Chavala Tienpasertkij | C.P.A Reg. No. 4301 or |
| 3. Ms. Sophaphan Saptipayarattana | C.P.A Reg. No. 6523 or |
| 4. Ms. Vayuree Jirakittidul | C.P.A Reg. No. 9140 or |

or the other auditor of Deloitte that have been approved by the General of the Securities and Exchange Commission, to be an undersigned person of Audit Report of the financial statement of the Company and its subsidiaries. The Audit expenses for the year 2024 not exceeding 2,525,000 Baht, This excludes other service fees (Non-Audit Fees) that the company actually pays and does not include the audit fee of subsidiaries.

6. The 2024 Annual General Meeting of Shareholders to be held on April 26, 2024 at 02.00 p.m. via Hybrid Meeting (Physical and E-AGM) at Grand Ballroom 4th floor Hilton BANGKOK GRANDE ASOKE 30 Sukhumvit 21 (Asoke) Road, Bangkok 10110, Thailand. The record date on which shareholders have the right to attend the 2024 Annual General Shareholders' Meeting on [8 March 2024](#), Details of agenda are as follows:

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| Agenda No.1 | To certify the Minute of the 2023 Annual General Meeting of Shareholders held on April 25, 2023 |
| Agenda No.2 | To acknowledge the Company' operation and the 2023 Annual Report. |
| Agenda No.3 | To approve the financial statement for the year ended December 31, 2023. |
| Agenda No.4 | To approve the omission of the appropriation of the revenues and organized the reserve funds as stipulated by the laws for the year 2023 and the omission of dividend payment. |
| Agenda No.5 | To approve the election of directors to replace those directors retiring by rotation. |
| Agenda No.6 | To approve the remuneration of the board of directors and the audit committee for the year 2024. |
| Agenda No.7 | To appoint the Auditor and approve the Auditor's fees for the year 2024. |
| Agenda No.8 | Other matters (If any) |

Please be informed accordingly.

Yours Sincerely,

- signed by -

(Mr. Swechak Lochaya)
Chairman of the board