

Subject: Notification on the resolutions of the Board of Directors' Meeting No.3/2021

To: Director and Manager
The Stock Exchange of Thailand

Because of Thai Capital Corporation Public Company Limited (“the Company”) was held the Board of Director’s Meeting No.3/2021 on March 16, 2021, the Board has passed the important resolutions which can be summarized as following;

- Resolved to propose the 2021 Annual General Shareholder’s Meeting (“AGM”) to consider and approve the appointment Mr. Bunjong Pichayaprasat, CPA License No.7147 or Miss Khaymanundt Chaichuen, CPA License No.8260 or Miss Sirada Jarutakanont, CPA License No.6995 of Siam Truth Audit Co., Ltd. to be the Company’s auditor for the year 2021, require that any one of the auditors has the power to examine, review and comment on the financial statements of the company.

In the event those auditors are unable to perform their duties, Siam Truth Audit Co., Ltd. is authorized to assign other authorized auditors to perform the audit with an approval of the Board of Directors first. The determination the auditing fee for the year 2021 to be an amount of not exceeding Baht 1,180,000 which excludes out-of-pocket expenses such as traveling, overtime pay, stamp, etc.

- Encourage good corporate governance, the Company would invite the shareholders to propose the agenda for the 2021 Annual General Meeting of Shareholders and propose the nominate qualified candidates for the Board of Directors in advance by posting it on the Company’s website between December 1, 2020 – January 31, 2021. As the result, there was no any shareholder to propose the agenda or the name of nominate qualified candidates.

The Board of Directors approved the re-appointment of 3 directors consist of; 1) Mr.Munsin Chaivikrai, 2) Mr.Charoenchai Chaivikrai and 3) Mr.Kittisak Chaivikrai, whose terms expired by rotation to be the directors of the Company for another term and proposed to the AGM for further approval.

- Resolved to propose the AGM to consider and approve the remuneration of Directors for the year 2021 of not exceeding Baht 4,000,000 per year which is the same rate as the year 2020. The details as follow;

The Directors' Remuneration	Year 2021	Year 2020
1. Fixed Remuneration (Baht/Person/Year)		
- Chairman of the Board of Directors	252,000	252,000
- Chairman of the Audit Committee	252,000	252,000
- Vice Chairman	150,000	150,000
- Independent Director	150,000	150,000
- Member of the Audit Committee	204,000	204,000
2. Meeting Allowance (Baht/Person/Attendance)		
- Chairman of the Board of Directors	12,500	12,500
- Chairman of the Audit Committee	12,500	12,500

The Directors' Remuneration	Year 2021	Year 2020
- Chairman of the Nomination and Remuneration Committee	12,500	12,500
- Director	10,000	10,000
- Independent Director	10,000	10,000
- Member of the Audit Committee	10,000	10,000
- Member of the Nomination and Remuneration Committee	10,000	10,000
3. Bonus: to be allocated by the Board of Directors		
Total Remuneration not exceeding	4,000,000	4,000,000
4. Other Remuneration of Directors (Non-cash compensation)	None	None

4. Resolved to propose the AGM to consider and approve no distribution of annual dividend for the year 2020 because the Company has a net loss in the separate financial statements for the year 2020.
5. Resolved to propose the AGM to consider and approve the application of the premium on ordinary shares in the amount of Baht 7,736,329 to offset the retained loss in the Company's separate financial statements.
6. Resolved to call the Annual General Meeting of shareholders for the year 2021 on Thursday, April 29, 2021 at 10.00 am. (Registration starts 8.30 a.m.) at Auditorium Room, 7th Floor, Knowledge Xchange for Innovation (KX) 110/1 Krung Thonburi Road, Banglamphulang, Khlongsan, Bangkok whereby the Record Date on which shareholder shall have the right to attend the Annual General Meeting of shareholders for the year 2021 will be on **March 31, 2021** to consider the following agendas;

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| Agenda 1 | Matters to be informed by the Chairman |
| Agenda 2 | To consider and certify the Minutes of the 2020 Annual General Meeting of Shareholders |
| Agenda 3 | Acknowledge the report of the operating result of the Company for the year 2020. |
| Agenda 4 | To consider and approve the Financial Statements for the fiscal year ended 31 December, 2020 |
| Agenda 5 | To consider and approve no distribution of annual dividend for the year 2020 |
| Agenda 6 | To consider and approve the election of directors to replace the directors who retire by rotation. |
| Agenda 7 | To consider and approve the determination of the remuneration of the directors for the year 2021. |
| Agenda 8 | To consider and appoint the auditor and determination the audit fees for the year 2021. |
| Agenda 9 | To consider and approve the application of the premium on ordinary shares to offset the retained loss in the Company's separate financial statements. |
| Agenda 10 | To consider other matters (If any) |

Please be informed accordingly.

Yours faithfully,

(Mr. Kamphol Patana-anukul)
Chief Financial Officer