

CS003/2567

29 February 2024

Subject: Declaration of the Resolutions of the Board of Directors' Meeting No. 1/2024 re 2024 Annual General Meeting of Shareholders

To: President of the Stock Exchange of Thailand

We, Nova Empire Public Company Limited (the “**Company**”), would like to announce that the following matters, among others, were resolved at the Meeting of the Board of Directors No.1/2024 held on 29 February 2024 to determine various items, including the following matters:

1. Approved to propose to the 2024 AGM to approve the Audited Consolidated Financial Statements of the Company for the financial year ended 31 December 2023;
2. Approved an omission of the dividend payment from the operating result of 2023;
3. Approved the nomination of all three retiring directors as follows; namely Mr. Sudwin Panyawongkhanti, Ms. Parleerat Panboonhom, and Mr.Niti Jungnithirundr is to be elected as the director of the Company for another term of office;
4. Approved the remuneration of directors of the Company for 2024 with the same rate as of 2023 as follows.

(Unit: Thai Baht:THB)

	Board of Directors		Audit Committee		Nomination Remuneration and Corporate Governance Committee	Risk Management Committee
	Annual Fee	Meeting Fee	Annual Fee	Meeting Fee	Meeting Fee	Meeting Fee
Chairperson	750,000	35,000				
Vice Chairperson	650,000	30,000				
Chairperson of Audit Committee			420,000	25,000		
Audit Committee Member			150,000	10,000		
Chairperson of the Nomination Remuneration and Corporate Governance Committee					10,000	

	Board of Directors		Audit Committee		Nomination Remuneration and Corporate Governance Committee	Risk Management Committee
	Annual Fee	Meeting Fee	Annual Fee	Meeting Fee	Meeting Fee	Meeting Fee
Member of the Nomination Remuneration and Corporate Governance Committee					10,000	
Chairperson of the Risk Management Committee						20,000
Member of the Risk Management Committee						20,000
Director*	150,000	10,000				

Note: Executive Director shall receive only an annual fee of THB100,000, and will not be eligible for any meeting fee.

5. Approved the appointment of the following auditors from EY Office Limited to be the Company's auditor for the year 2024 namely Mr. Supachai Phanyawattano Certified Public Accountant No. 3940, Miss Isaraporn Wisutthiyan Certified Public Accountant No. 7480, or Mr. Preecha Arunnara Certified Public Accountant No. 5800, for the third consecutive years, and Approved the auditor's remuneration for the year 2024 amounting to THB940,000 (2023's was THB 940,000) and for the subsidiary companies in the amount of THB1,335,000, and the audit fee for the investment promotion certificate of the subsidiary of THB200,000 (Excluding VAT)
6. Approved the summoning of an Annual General Meeting of Shareholders for 2024 (the "AGM") to be held on 30 April 2024 at 02.00 p.m. through E-EGM, and to set the Record Date for such shareholders meeting on 5 April 2024. The agenda items for the meeting shall be as follows::
 - Agenda 1 Adoption of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2024;
 - Agenda 2 Acknowledgement of the Annual Report on the business operation of the Company for 2023;
 - Agenda 3 Approval of the Audited Consolidated Financial Statements of the Company for the financial year ended 31 December 2023;
 - Agenda 4 Approval of an omission of annual dividend payments for 2023, and to inform the meeting of the previous paid interim dividend payment;
 - Agenda 5 Approval of the re-election of all retiring directors;

- Agenda 6 Approval of the remuneration of directors for 2024;
- Agenda 7 Approval of the appointment of auditors of the Company and fixing their remuneration for 2024;
- Agenda 8 Other matters.

Please be informed accordingly.

Yours faithfully,

(Sukanya Tipmanee)
Director
Nova Empire Public Company Limited