



Resolutions of the Board of Directors' Meeting

22 February 2023

Subject : Fine Metal Technologies Public Company Limited declares dividend payment for 2022, and determines the Annual General Meeting of Shareholders for 2023.

Attn : Director and Manager
The Stock Exchange of Thailand

The Meeting of the Board of Directors of Fine Metal Technologies Public Company Limited No. 1/2023, held on Wednesday, 22 February 2023, has been resolved as follows:

1. It was resolved to approve the annual dividend payment for 2022 at the rate of Baht 2.75 per share from the Company's retained earnings. The Record Date for determining the right to receive the dividend was Friday, 10 March 2023. In this regard, granting such a right is still uncertain, subject to approval from the Shareholders' Meeting. The dividend payment date was set on Friday, 19 May 2023, and the dividend would be subject to the withholding tax at the rate specified by the laws. It was also resolved for this matter to be proposed to the Annual General Meeting of Shareholders for further approval.
2. It was resolved to approve the renewal of the Technical Collaboration Agreement for the Royalty Fee Payment & Service Agreement for the year 2023/2024 with Okumura Metals Co., Ltd., (in Japan) the related party in Japan, effective from 1 April 2023 to 31 March 2024. Under the agreement, Okumura Metals Co., Ltd. shall provide the Company with technical collaboration and information on the manufacturing operations, including an exclusive right to manufacture and sell the products in the countries specified in the agreement. The Company is committed to paying a technical assistance fee computed from the net sales volume of seamless copper tube (Inner Grooved Tube) at the rate of Baht 1.75 per kilogram from April 1, 2023 to March 31, 2024.

Fine Metal Technologies Public Company Limited and Okumura Metals Co., Ltd. (Japan) are subsidiaries of the same parent company, CTJ Holdings2 Ltd. (Japan), where entering into a technical collaboration agreement with Okumura Metal Co., Ltd. (Japan) for the royalty fee payment is a connected transaction. These transactions can be categorized as the ordinary business support transactions under the standard trading price conditions, as shown in the 2022 Financial Statements.

3. It was resolved that the Annual General Meeting of Shareholders No. 36/2023 will be held on Friday, 28 April 2023, at time 10:00 Hours, at the Grand Hall Room, 28th Floor of Bangkok Club at Sathorn City Tower Building, No.175, South Sathorn Road, Kwaeng Thung Mahamek, Khet Yannawa, Bangkok Metropolis 10120. The Record date to determine the right to attend the Annual General Meeting of Shareholders No. 36/2023 be set on Friday, 10 March 2023.

Page 2 ____ 4. That the agenda /

4. That the agenda for the Annual General Meeting of Shareholders No. 36/2023 are as follows:

4.1 To certify the Minutes of the Annual General Meeting of Shareholders No. 35/2022.

Board of Directors' opinion It was deemed appropriate to propose to the Shareholders' Meeting to adopt the Minutes of the Annual General Meeting of Shareholders No. 35/2022 held on Friday, 29 April 2022.

4.2 To consider and acknowledge the summarized report of the Company's performance for the year 2022 and the Annual Report of the year 2022 (Form 56-1 One Report) of the Board of Directors.

Board of Directors' opinion It was deemed appropriate to propose to the Shareholders' Meeting to acknowledge the summarized report of the Company's performance for the year 2022 and the Annual Report of the year 2022. (Form 56-1 One Report) of the Board of Directors.

- The details are as appeared in the Annual Report 2022. (Form 56-1 One Report)

4.3 To consider and approve the Company's Financial Statements for the year ended December 31, 2022 and Independent Auditor's Report by KPMG Phoomchai Audit Limited.

Board of Directors' opinion It was deemed appropriate to propose to the Shareholders' Meeting to approve the Company's Financial Statements and the Auditor's Report for the year ended 31 December, 2022, which had already been audited and certified by the auditor from KPMG Phoomchai Audit Limited.

- The details are as appeared in the Annual Report 2022. (Form 56-1 One Report)

4.4 To consider and approve the annual dividend payment for the year 2022 from the Company's retained earnings.

Board of Directors' opinion It was deemed appropriate to propose to the Shareholders' Meeting to approve the annual dividend payment for the year 2022 from the Company's retained earnings to shareholders in the amount of 48 million shares at the rate of Baht 2.75 per share, Baht 132,000,000 in total. The Record Date to determine the right to attend the 2023 Annual General Meeting of Shareholders and to receive dividends was set to be on Friday, March 10, 2023, and the dividend would be paid on Friday, 19 May 2023.

- 4.5 To consider and approve the re-election of five directors to replace those who retired by rotation in 2023.

Board of Directors' opinion In 2023, the directors who will retire by rotation are the following five directors:

1. Mr. Nobutaka Taniguchi
2. Mr. Yoshihiko Mezaki
3. Mr. Vibul Aunsnunta
4. Mr. Chor Nun Petpaisit
5. Mr. Akira Fujita

In this regard, it was deemed appropriate to propose to the Shareholders' Meeting to re-election five directors who were retired by rotation as the Company's directors for another term.

- 4.6 To consider and determine the directors' remuneration for the year 2023.

Board of Directors' opinion It was deemed appropriate to propose to the Shareholders' Meeting to approve the directors' remuneration for the year 2023, the aggregate amount of yearly remuneration and meeting allowance of not exceeding Baht 6,000,000 per year as follows:

- Chairman 540,000 Baht/Person/Year
- Chairman of Audit Committee 480,000 Baht/Person/Year
- Audit Committee 410,000 Baht/Person/Year
- Director 340,000 Baht/Person/Year

- 4.7 To consider and approve the appointment of an external auditor and determine the audit fee for 2023.

Board of Directors' opinion It was deemed appropriate to propose to the Shareholders' Meeting to approve the appointment of KPMG Phoomchai Audit Limited. as an external auditor of the Company for the year 2023 with an annual audit fee is 1,530,000 Baht.

(the audit fee in 2023 increased from 2022 was 30,000 baht or 2.00%)

The comprising of external auditors are as follows:

1. Mr. Songchai Wongpiriyaporn CPA Registration No. 10996; or
2. Miss Sirinuch Vimolsathit CPA Registration No. 8413; or
3. Mr. Sumate Jangsamsee CPA Registration No. 9362; or
4. Miss Jamjuree Sathapornchaiwat CPA Registration No. 11567



Signed J. Ishihara Nishijima Authorized Director
(Mr. Junichi Ishihara and Mr. Shingo Nishijima)