



Hana Microelectronics Public Co., Ltd.

65/98 Soi Vibhavadi-Rangsit 64, Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok 10210
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25 February 2022

Subject: 2022 AGM Date, Agenda and Dividend Payment

**To: President
The Stock Exchange of Thailand**

Hana Microelectronics Public Co., Ltd. convened the Board of Director's Meeting No. 1/2022 on 25 February 2022 at its registered office No. 65/98 Soi Vibhavadi-Rangsit 64, Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok hereby are the resolutions of the Board of Directors;

1. Approved to convene the Annual General Meeting of Shareholders No. 29/2022 on 29 April 2022 at 14:00 hrs. at the Company's Headquarter, 65/98 Soi Vibhavadi-Rangsit 64, Junction 2, Kwang Talad Bangkhen, Khet Laksi, Bangkok, Thailand.

The Board further resolved that in the event the Covid-19 pandemic becomes severe, the executive management is authorized to change the meeting venue and/or change the meeting mode to be held through online or electronic channel (E-AGM) as deemed appropriated.

2. Approved the record date of the list of shareholders who are entitled to attend the Meeting and receive the dividend payment, which will be on 14 March 2022 and the dividend payment will be made on 17 May 2022.
3. Approved the agenda items of the Annual General Meeting of Shareholders No. 29/2022 as follows:

Agenda 1: To approve the Minutes of the Annual General Meeting of Shareholders No. 28/2021 that was held on 30 April 2021

Board's opinion: The Meeting Minutes No. 28/2021 was recorded completely and accurately. The Board recommends to shareholders that the Minutes of the Annual General Meeting of Shareholders No. 28/2021 should be approved.

Agenda 2: To acknowledge the Company's operation results for the year 2021

Board's opinion: The Board recommends to shareholders to acknowledge the operation results of the Company for the year 2021 as proposed.

Agenda 3: To approve the financial statements for the fiscal year ended 31 December 2021

Board's opinion: The Board recommends to shareholders that the audited financial statements for the financial period year ended 31 December 2021 and the auditor's report, all of which have been reviewed by the Audit Committee, be approved as proposed.

Agenda 4: To approve the dividend payment for the year 2021

Board's opinion: Given due consideration to the Company's profit, cash flow and balance sheet position, the Board recommends to shareholders to approve the final dividend payment of Baht 1.00 per share to be paid to shareholders from the Record Date on 14 March 2022. The dividend payment will be made on 17 May 2022. The dividend of Baht 0.50 per share is paid from the net profit and retained earnings from BOI promoted businesses which has the tax exemption so the final dividend paid is Baht 0.95 per share net.

The Board also recommends to shareholders to acknowledge the interim dividend payment on 15 November 2021 at the rate of Baht 1.00 per share, from the net profit of the first six-month period of 2021. The interim dividend of Baht 0.70 per share was paid from the net profit and retained earnings from BOI promoted businesses which had the tax exemption and another Baht 0.30 was paid from the net profit and retained earnings from Non-BOI businesses which was subjected to 10% withholding tax so the net interim dividend payment was Baht 0.97 per share.

Therefore, the total dividend payment for the financial year ended 31 December 2021 will be Baht 2.00 per share gross or Baht 1.92 per share net. The right to receive the final dividend depends on the resolution of the Annual General Meetings of Shareholders.

Agenda 5: To approve the re-appointment of directors in place of those retired by rotation

Board's opinion: During October – December 2021, the Company has given the opportunity to its shareholders to nominate candidates to be elected as the directors but no proposals were submitted. Therefore, the Board upon the recommendation of the Nomination Committee, considered the two retired directors who are for re-election as follows.

1. Mr. Terrence Philip Weir, an executive director
2. Ms. Pornphan Abhamongkol, an independent director

Through the screening process, the Board has determined that both of them have the qualifications appropriate to the business operation of the Company so the Board recommends shareholders to approve the appointment of those two directors to be re-elected for another term.

Agenda 6: To approve to increase of the size of the Board size and approved the appointment of the new directors

Board's opinion: The Board recommends the shareholders to approve to increase the number of directors from 6 to 8 directors and approve the appointment of the 2-new directors as follows.

1. Mr. Sanjay Nirendra Mitra, to be an executive director
2. Mr. Insuk Kim, to be an executive director

This additional board seats enable the diversity in the board structure which comprises persons of diverse knowledge, skills and experiences that will benefit the Company's business operations and also drive the business in accordance with the vision, mission, strategy as well as the Company's policy.

During October – December 2021, the Company has given the opportunity to its shareholders to nominate candidates to be elected as the directors but no proposals were submitted. Therefore, the Board upon the recommendation of the Nomination Committee, through the screening process, has determined that both of them have the qualifications appropriate to the business operation of the Company.

Agenda 7: To approve the directors' remuneration for the year 2022

Board's opinion: The Board after due consideration recommends the shareholders to approve the total Board remuneration for the year 2022 not over than Baht 5,000,000.

Position	Meeting Allowance	Bonus	Maximum
Chairman of the Board	94,750 Baht	Minimum one month or depending on the company performance	} Not exceeding Baht 5,000,000
Independent Directors	56,650 Baht	Minimum one month or depending on the company performance	
Executive Directors*	None	None	

* There is no remuneration for executive directors as they receive the remuneration as the Company's management/employees, not as the Board of Directors.

Agenda 8: To approve the appointment of the Company's auditors for the year 2022 and to fix their remuneration

Board's opinion: Upon the consideration of Audit Committee, the Board recommends to shareholders to approve the auditors' appointment and the remuneration for 2022 as follows.

1. Ms. Kamontip Lertwitworatep, C.P.A. Registration No. 4377 and/or
2. Mrs. Sarinda Hirunprasurtwutti, C.P.A. Registration No. 4799 and/or
3. Mr. Wichart Lokatekrawee, C.P.A. Registration No. 4451

of EY Office Limited as the auditors of Hana Microelectronics Public Co., Ltd. The Board upon the consideration of the Audit Committee recommends the shareholders to approve the audit fees for the year 2022 in the amount not exceeding Baht 2,450,000.

Agenda 9: To consider any other business

In respect of the Covid-19 outbreak for the restrictions on large public gathering, the Company has to arrange the AGM's meeting venue to maintain social distancing in order to prevent the spread of Covid-19. As such, the number of available seats at the meeting room is limited. Therefore, the Company would like to request the cooperation from shareholders to appoint the Company's independent directors as proxy, instead of attending in person.

The Company shall inform shareholders for the measures and guidelines to attend the meeting under the Covid-19 outbreak situation and the capacity of the venue in details in 2022 AGM Notice.

Yours sincerely,
Mr. Terrence Philip Weir
Director