



Invite to the Annual General Meetings of Shareholders for the year 2018

DIECASTING (THAILAND) PUBLIC COMPANY LIMITED

April 27, 2018, Friday at 13.30 p.m.

At the meeting room of Sanko Diecasting (Thailand) Public Company
Limited. Rojana Industrial Park Rayong, 3/14 Moo 2, Nongbua,
Bankhai Distric, Rayong 21120





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For more detail Please contact Company Secretary Office Tel. 02-612-2311 Fax. 02-612-2311



Ref.SANKO. A / 01/2018

17 March, 2018

- Subject** : Invite to the Annual General Meetings of Shareholders for the year 2018
- Attention** : The Shareholders of Sanko Diecasting (Thailand) Public Company Limited.
- Attachment** : 1.The copy of the Annual General Meeting of Shareholders for the year 2017
2.The report of the Company's operation during the preceding year 2017 and financial statement f as of December 31, 2017 (CD-ROM)
3. The biographies of the proposed directors and the directors' remuneration
4. The registration form
5. Proxy
6. Profiles of Independent Directors for proxy case
7. Documents for the Rights to Attend the Meeting
8. The Company's Articles of Association with regard to the Annual General Meeting of Shareholders
9. The request form for Annual Report year 2017 (Book)
10. Map for the Meeting Venue

The Board of Directors of Sanko Diecasting (Thailand) Pubic Company Limited, as (the "Company") No. 2/2018 on Friday, February 23, 2018 resolved to call a shareholders' meeting for the year 2018 on April 27, 2018, Friday at 13.30 p.m. at the meeting room of Sanko Diecasting (Thailand) Public Company Limited. Rojana Industrial Park Rayong, 3/14 Moo 2, Nongbua, Bankhai Distric, Rayong 21120, to consider the following agendas:

Agenda1. To acknowledge the General Meeting of Shareholders for the year 2017

Objective and reason: The Annual General Meeting of Shareholders for the year 2017 was held on 27 April, 2017 and the Minutes of Meeting has been submitted to The Stock Exchange of Thailand and Ministry of Commerce within 14 days after the General Meeting of Shareholders Date, according to the requirement of the laws and has been posted on the Company's website (www.sankothai.net). It appeared that no objection or request any modifications of which the copy of the Minutes of Meeting was enclosed (Attachment 1)

Opinion of the Board of Directors: Minutes of the Annual General Meeting of Shareholders for the year 2017, was recorded according to the correctness as the attachment no. 1. Therefore, should be appropriated to certify the minutes of meeting.

Agenda 2. To consider and acknowledge the Board of Directors' report proposing to the meeting regarding the result of the Company's operation during the preceding year and suggestions as to future business operation plan



Objective and reason: The Company's business operations, appeared in the 2017 Annual Report as the attachment no. 2, were mailed to the shareholders together with this invitation letter.

Opinion of the Board: Appropriate the Annual General Meetings of Shareholders to acknowledge the Board of Directors' to proposing the meeting for the result of the Company's operation during the preceding year and suggestions as to future business operation as the attachment no. 2

Agenda 3. To consider and approve the reviewed interim financial statements as of 31 December 2017

Objective and reason: As the Public Company Act B.E.2535 (1992), the Company must prepare a balance sheet and statements of income for Fiscal year of the Company, which were audited and certified by the auditors and reviewed by the Audit Committee and the Company's Board of Directors and proposed to the shareholders for approval.

Data for Financial Statement as of December 31, 2017.

(Unit : Million Baht)

List	2015	2016	2017
Total Revenues	426.96	414.58	442.42
Total Cost and Expenses	(424.33)	(432.81)	(436.04)
Gross Profit	68.06	61.18	70.58
Net Profit	-3.37	-23.44	5.94
Total Assets	332.82	304.23	347.87
Total Liabilities	151.57	144.55	182.21
Shareholder's Equity	181.24	159.68	165.66
Retain Earning (Non - Allocation)	-22.85	-23.44	-17.89

Financial Ratio

List	2015	2016	2017
Net Profit Margin (%)	-0.79	-5.65	1.34
Return on Equity (%)	-1.73	-14.79	3.59
Return on Asset (%)	-0.94	-7.54	1.71
Debt Equity Ratio (times)	0.84	0.91	1.10
Net Profit per Share (Baht)**	-0.074	-0.079	0.020
Book Value per Share (Baht)**	0.50	0.50	0.50

Opinion of the Board: Appropriate the Annual General Meetings of Shareholders to acknowledge the Board of Directors to approve the reviewed interim financial statements as of 31 December 2017 which has been



revised by Ms. Khaymanundt Chaichuen of the Siam Truth Audit Co., Ltd. with unconditional comments. as presented in the attachment no. 2

Agenda 4. To consider and approve the directors' remuneration and the audit committee's remuneration for the year 2018.

Objective and reason: According to the Public Company Act B.E.2535 (1992), the Board of Directors has considered the remuneration of Directors depending on business profits, duties and responsibilities of all Directors and deemed that the Annual General Meeting of the shareholders should determine the Directors' remuneration for the year 2018 in the same rate as year 2017.

Opinion of the Board of Directors: Appropriate the Annual General Meetings of Shareholders to approve the directors' remuneration and the audit committee's remuneration for the year 2018 with payment rate as follows:

1. The Board of Directors Meeting Allowance	5,000 Baht
2. The Audit Committee Monthly Fee	5,000 Baht
3. The Audit Committee Meeting allowance	5,000 Baht

Remark: No Bonus/ Pension and other benefits.

Agenda 5. To consider and approve the dividend paid for the year 2017.

Objective and reason: the Company had received a net profit from the business operation Baht 5,935,474 but at the end of 2017, there was a deficit of Baht 17,898,913. The Company has a policy to pay dividends to shareholders at a rate of no less than 30 percent of net profit after tax and all reserves.

Opinion of the Board of Directors: The Company has a policy to pay dividends to shareholders at a rate of no less than 30 percent of net profit after tax and all reserves. At the end of 2017, net profit after tax and all reserves there was a deficit of Baht 17,898,913; therefore it is appropriate for the Company to refrain from paying out the dividends for that year.

Agenda 6. To consider and approve the appointment of auditors and the audit configuration of 2018.

Objective and reason: As Public Company Act B.E.2535 (1992), Section 120, the Company's regulations defined that the General Meeting of Shareholders should appoint the Company's auditors and determine the audit fee every year. The Audit Committee agreed to appoint 3 auditors and determined the audit fee for year 2018, and proposed to the Board of Directors for consider and proposed to the General Meeting of Shareholders for the appointment. Namely; Mr. Narong Luktharn registration number 4700 /or Ms. Maliwan Phahuwattanakorn registration number 4701 /or Mr. Chaikrit Warakitjaporn registration number 7326 of NPS Siam Audit Limited.as Company auditors for the year 2018 of Sanko Diecasting (Thailand) Co., Ltd., and configured auditing of 1,330,000 baht (One million three hundred and thirty thousand Baht) by the year 2018



was presented. The Board of Directors would propose to the Shareholders' Meeting for the year 2018 for approval. These auditors were qualified in accordance with the regulations of the Public Company Act, the SET and the SEC, which defined that the auditor must have no shares, no any other services than auditor, no relationship or transaction with the Company, its subsidiaries, Directors, major shareholders or the connected person, so they should be independent to audit, sign and comment on the financial statements of the Company.

Opinion of the Board of Audit Committee: Appropriate the Annual General Meetings of Shareholders to appointment of NPS Siam Audit Limited.as Company auditors for the year 2018 of Sanko Diecasting (Thailand) Co., Ltd., and configured auditing of 1,330,000 baht (One million three hundred and thirty thousand Baht) by the year 2018 was presented. And the auditor is qualified and the price is reasonable.

Opinion of the Board of Directors: Appropriate the Annual General Meetings of Shareholders to approve for the appointment of the auditor Mr. Narong Luktharn registration number 4700 /or Ms. Maliwan Phahuwattanakorn registration number 4701 /or Mr.Chaikrit Warakitjaporn registration number 7326 of NPS Siam Audit Limited. as Company auditors for the year 2018 of Sanko Diecasting (Thailand) Co., Ltd., and configured auditing of 1,330,000 baht (One million three hundred and thirty thousand Baht) by the year 2018 was presented. The NPS Siam Audit Limited is the new Auditor. The company has adequate abilities and appropriate price and had therefore met the requirements for consideration.

Agenda7. To consider and approve the elimination of accumulated deficit by offsetting with the share premium

Objective and reason: At the end of 2017, there was a premium on ordinary shares of Baht 33,612,986 and a deficit of Baht 17,898,913. If it is offset, the excess of ordinary shares would be Baht 15,714,073. And if the Company had made profit during the year, the dividends can be paid.

Opinion of the Board of Directors: Appropriate the Annual General Meetings of Shareholders to approve the elimination of deficit by offsetting with the share premium. Since the Company deems the benefits for the shareholders and, In the future, when the Company becomes profitable, the dividends will be distributed to the shareholders.

Agenda 8. To consider and approve the appointment of new directors as a replacement for the retired directors.

Objective and reason: As the Public Company Act B.E.2535 (1992) and Topic 16 of the Company's Articles of Association specified that at every annual general meeting, one-third (1/3) of the number of the directors shall vacate the office. If the number is not a multiple of three, then the number nearest to one-third (1/3) shall retire from the office. In this Annual General Meeting of Shareholders, three Directors who are on due to retire by rotation namely;



1. Mr.Rattawat Suksaichol
2. Mr. Yuttana Taepangthong
3. Mr. Santi Niamnil

Through SET news release and the Company's website, www.sankothai.net, the Company invited the Shareholders to nominate the qualified person to be elected as the Company's Director in advance from November 15- December 31, 2017. There was no any proposal of Nominee submitted to the Company.

Opinion of the Board of Directors: Considered and appropriated following that the Nomination and Remuneration Committee had considered and agreed with the outcome that the Remuneration Committee had evaluated. Appropriate the Annual General Meetings of Shareholders to approve the appointment of directors to replace those retired by rotation as follows:

4. Mr. Rattawat Suksaichol
5. Mr. Yuttana Taepangthong
6. Mr. Santi Niamnil

The person who had been nominated as the Independent Director (Mr. Santi Niamnil) can voice their opinion openly and in accordance to with the regulation. As detailed in Attachment No.3

Agenda 9. To consider other matters (if any).

In case of shareholders shares whose cumulative amount is required by the law will be proposed to the Annual General Meeting of shareholders for consideration or any other request to inform the board of directors before the meeting or prior to the commission will be presented to the general meeting of shareholders to consider the following.

The Company determines the list of shareholders entitled to attend the AGM and to vote on March 14, 2018. All shareholders are cordially invited to attend the meeting at the time and place mentioned above. Shareholder who wishes to appoint a person to attend and vote on their behalf at this meeting by Proxy, kindly fill-out completely and sign the Form of Proxy Enclosed at No. 5 "Using Proxy".

Proxy

3 Types of Company Registrar Proxy Form.

1. Available as a generic proxy. It is easy and uncomplicated.
2. Proxy statement specifies items to appoint clearly and thoroughly.
3. Used only if the shareholder is a foreign investor and the agent appointed receivers (Custodian) as custodian in stock.

How to use Proxy

1. The shareholder who is not a foreign investor and the agent appointed receivers (Custodian) in Thailand as a depositary and, care stocks can choose a proxy form A or B only.



2. Shareholders who appoint an agent to foreign investment and receivers (Custodian) as custodian in Thailand and shares and can choose a proxy either A or B or C.

To accommodate the convenience of the shareholders and proxies, the Company has a place in the registration area intended for the Shareholders and proxies attending the AGM at the meeting room of Sanko Diecasting (Thailand) Public Company Limited start at 13.00 p.m. on the said meeting date. We would like to invite all shareholders and proxies to attend and register at the place where the Company had arranged everything for your convenience. The Company has arranged the van to facilitate your travel to the meeting. The van will be waiting at the SET (New Building) Time 08.30 a.m. and departure on 9.00 a.m. All shareholders must be on time for the departure of the van. And please reserve the seat of the van at 02-612-2311.

Please be informed accordingly,

Yours truly,

A handwritten signature in blue ink, which appears to read "Katsumoto Masami".

(Mr. Masami Katsumoto)

President of the Board of Directors