



Sanko Diecasting (Thailand) Public Company Limited. บริษัท ชังโก ไดคาสติ้ง (ประเทศไทย) จำกัด (มหาชน)

Factory : Rojana Industrial Park Rayong , 3/14 Moo 2, T. Nongbua A. Bankhai Rayong 21120 Tel : 033-010701 - 05 Fax : 033-010706

## 2019 Annual General Meeting Report of Sanko Diecasting (Thailand) Plc.

### Date, Time and Venue

The meeting was held on the 25<sup>th</sup> April 2019 at 1.30 p.m. at the Ratchadapisek Room fl.2<sup>nd</sup> The Bazaar Hotel Bangkok No.5 Ratchadapisek Road, Jhomon, Chatuchak, Bangkok. 10900.

### Attended Directors

- |                                    |   |
|------------------------------------|---|
| 1. Mr. Masami Katsumoto            | President and Chairman of the Board   |
| 2. Mr. Rattawat Suksaichol         | Director, Nomination and Remuneration Committee and Chief Executive Officer                 |
| 3. Mr. Naohiro Hamada              | Director  |
| 4. Mrs. Poonsri Pattamavorakulchai | Director  |
| 5. Mr. Yutthana Taepangthong       | Director and Nomination and Remuneration Committee  |
| 6. Ms. Walaiporn Kanignunta        | Independent Director and Chairman of the Audit Committee                                    |
| 7. Mr. Niphan Tungpiruttham        | Independent Director, Audit Committee and Chairman of Nomination and Remuneration Committee |
| 8. Mr. Santi Niamnil               | Independent Director and Audit Committee  |

Attended Directors counted as 100%

### Attended Executives

- |                             |  |
|-----------------------------|--|
| 1. Ms. Prapaphan Chanapal   | Account and Finance Department Manager |
| 2. Mr. Kiattipoom Poomminun | Sales and Marketing Department Manager |
| 3. Ms. Sakutip Homanee      | Company Secretary and Minutes Taker    |

### Other Attended Parties

- |                               |                 |
|-------------------------------|-----------------|
| 1. Ms. Chanidapa Praditsin    | Legal Advisor   |
| 2. Mr. Chaikrit Warakitjaporn | Account Auditor |

### Meeting Commence

The total number of participants in the Annual General Meeting for both attending in person and as proxy is 44 people. This is divided into 15 shareholders attending the meeting in person and 29 people as proxies of the shareholders, amounting to 186,400,358 shares or 62.3215 % of the total shares at 299,094,963 shares. Satisfying the quorum as stated in the Company's regulations. Mr. Masami Katsumoto, the President, appointed Mr. Rattawat Suksaichol, the Company's Director, to be the Chairman of the Meeting for the sake of convenience and the flexibility in explaining the details to the meeting. Before proceeding to the meeting agenda,



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Mrs. Busakorn Dounjai , the master of ceremony, explained the details of the voting and the counting procedures in the meeting depending on the agendas as displayed in the voting manuals which can be summarized as follows;

For the voting and counting process, the Company had introduced the barcode system in order to facilitate the general meeting which will reduce the time taken in the said procedures. The Company will display the total amount of votes of the shareholders in all agenda that requires a resolution for the shareholders to know the results immediately. The Company would like to explain the voting procedures during the meeting to the shareholders as follows;

1. To vote, use the voting card which has been prepared by the staffs during the registration prior to the meeting. Each shareholder may vote as much as the number of shares that they hold by considering 1 share is equal to 1 vote. As for the proxy to whom the shareholders have already voted in the power of attorney documents whether they agree, disagree or abstain from voting for each agenda of the meeting, the Company will respect the will of the shareholders and the proxy may not vote again in the meeting.
2. Once the explanation by the Directors in each agenda is over, the Chairman will allow the shareholders to voice their opinions. Those who would like to participate must raise their hands and state their names together with the amount of shares owned before giving the opinions. If there are no conflicting opinions to the Directors or the shareholders wish to abstain the votes, then the Chairman will move on to the next agenda by considering the shareholders as unanimously agree or approve of the agenda presented. However, the Company will also display the result of the votes in each of the meeting agenda.
3. If any shareholders disagree with the Directors, or would like to abstain from voting for any agenda, raise the hands when the Chairman finishes asking for opinions in the meeting. In this case, the Chairman will allow the shareholders who disagree or wish to abstain from voting, pass on the voting cards to the staffs only for that specific agenda. The staff will then collect all voting cards and notify the meeting the result of how many agreeing votes, disagreeing votes and abstaining votes.

When counting the votes, the Company will remove the disagreeing votes or abstaining votes from the total votes. As for the shareholders that have the proxies attended the meeting and have already voted for each agenda whether or not they agree, disagree or abstain from votes, the Company will record the votes made by the shareholders in the Computer for counting up the votes in each agenda.



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4. For the agenda involving the election of new Directors to replace the existing Directors who retire by rotation, for the sake of transparency, the Company requires all of the shareholders in the meeting to use the voting cards issued during the registration process, whether or not they agree, disagree or abstain from voting in order to select the Directors individually.
5. Shareholders who do not understand the voting procedures may ask the staffs which will facilitate and explain in details. In this Annual General Meeting, the Company has provided the video footage of the meeting in digital file, available on the Company's website ([www.sankothai.net](http://www.sankothai.net)) for the shareholders who are interested but could not attend the meeting. The meeting will be conducted in Thai, so that shareholders can mutually understand. In the case of foreign shareholders and wishes to ask questions in English, notify the registration staffs and the Company will arrange an interpreter to translate the questions further into Thai.

After that, Mr. Rattawat Suksaichol delivered the welcoming speech and proceeded with the meeting as per the following agendas;

**Agenda 1) To consideration and certify the minutes of the Extra Ordinary General Meeting of Shareholders No.1/2018**

Mr. Rattawat Suksaichol proposed to the meeting to consider and approve of the minutes of the Extra Ordinary General Meeting of Shareholders No.1/2018 Report which was held on 10 October, 2018 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](http://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)

**Resolution:** The meeting has considered and approved with the majority votes, the minutes of the Extra Ordinary General Meeting of Shareholders No.1/2018 Report as presented with the following votes;

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000

**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**

Mr. Rattawat Suksaichol presented the performance reports regarding the previous year and the future of the business to the meeting which can be summarized as follows;



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Mr. Rattawat Suksaichol: The total income of the Company in each year made up of the sales from parts and molds consisting of 410 million Baht, 440 million Baht and 547 million Baht in the year 2016, 2017 and 2018 respectively. As for 2019, the Company's target goal is at 600 million Baht. When comparing between the goals and the actual performance, the Company had been able to achieve its objectives every year. The 600 million Baht goal is quite likely, judging from the past performance.

The Company had been exporting since 2016 and had experienced a continuous growth. In 2019, the Company's export is expected to grow approximately 10%.

The sales is separated into various categories consisting of automobile parts, motorcycle parts, electrical goods parts, agricultural machinery parts and others. In 2019, the sales for automobile parts is the highest with 72% followed by motorcycle parts at 16%, electrical goods parts at 8% and agricultural machinery parts and others at 4% respectively.

As for investment in the year 2018, the Company had installed more machines that are better suited to the customers' demands. The Company invested in Die-casting machines, CNC, CMM and furnace for the total of 25 million Baht. The investment in 2018 was considered the 1<sup>st</sup> phase which will be followed by the 2<sup>nd</sup> phase in 2019 with the investment budget of approximately 40 million Baht. This includes more Die-casting and CNC machines and also renovating the factory area to support the increase in production efficiency.

The reason why such expansion is necessary will be explained by the Director of Sales, Mr. Kiattipoom Poomminun.

*Mr. Kiattipoom Poomminun:* Greetings, I am Kiattipoom Bhuminun, the Company's Director of Sales and Marketing. I had a pleasure of discussing various topics with the shareholders where I will explain further into details now. First, allow me to introduce new customer that had recently started the business with the Company and ordered several new models. These are;

1. Panasonic – This client has a total of 16 plants all over the world with a combined work force of 270,000 employees. The client's sales is at 2,200,000 million Baht per year. The Company received parts orders for car navigators and car car audio. There are many other products that the Company can manufacture for them, for example, the visual systems, electronic parts, or for the end users of Panasonic that are in the automobile industry such as Ford, Mazda or General Motors. Presently, there are 4 countries that the Company had already negotiated for contracts which are Thailand, Japan, America and Brazil. There are 12 other plants that are still under negotiations.

2. Kawasaki Motor Enterprise (Thailand) Co, Ltd – The client has a total of 12 plants all over the world with current total work force of 35,000 employees and the total sales of 440,000 million Baht per year. At present, the Company manufacture parts for the Big Bike industry consisting of paints and frames. Kawasaki Motor also



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has other lines of business such as Aeroplane, Watercraft Jet Ski, Hydraulic Components & Systems and Robots. At the moment the Company starts with the Big Bike industry by manufacturing only for Kawasaki Thailand and is in the process of negotiating the business with 3 other plants which are Kawasaki Japan, America and Indonesia.

3. Meta System Co. Ltd – The Client has 6 plants all over the world with 6,000 employees and the total sales of 17,000 million Baht per year. Since this group of client specializes in Electric Vehicle (EV) which is a new trend currently, the end users are automobiles companies such as BMW and Volkswagen. The products that the Company supplies are in the EV Battery Charger group, starting from smaller parts such as heat sink and is in the process of negotiating the orders for the core battery. At present, the Company exports directly to the client in Italy and is in the middle of negotiation for exporting to 5 other plants worldwide.

4. Borgwarner (Thailand) Co. Ltd – The client has 68 plants all over the world with 30,000 employees and the total sales of 335,000 million Baht per year. The Company started manufacturing retainer and housing for the end users such as Toyota, BMW, Volkswagen and Ford. Borgwarner also has several product lines. In automobile industry alone, there are exhaust gas management, power electronics and hybrid in the EV transmission group. There are many other parts that the Company can supply for them. Currently the Company only manufacture for Borgwarner Thailand while the other 67 plants are under quotations evaluation.

5. Delta Electronics (Thailand) Public Company Limited – The client has 26 plants worldwide with 12,000 employees and the total sales of 53,000 million Baht. The Company mainly supplies heatsinks to the client while there are several other parts that the Company can provide for example, automobile compassion and electric vehicles. Currently the Company only manufactures for the plant in Thailand. The other 25 plants are still under negotiations.

Next is the summary for the new models in the year 2019. Starting with Borgwarner Co. Ltd, there are 2 models orders starting from the year 2020 with the value of 63 million Baht per year. Meta System Co. Ltd, has 1 model with the trade value of 13 million Baht per year. Stanley Electronic who produces front lights has 4 models orders with the value of 20 million Baht. There is 1 model from Delta which will start producing this year with the value of 30 million Baht per year. We received 10 new models from Kawasaki Motor at 18 million Baht. As for Panasonic, the Company had acquired 10 models from both Asia Pacific and Panasonic Management Thailand, with the value of 83 million Baht per year. Exedy Thiland ordered 4 models for 30 million Baht per year. The total confirmed orders for new models are equal to 260 million Baht per year which we will start distributing to the customers between 2019 and 2020. Rest assured that the orders will increase gradually since there are deals under negotiation and awaiting the clients' confirmation for 151 million Baht. The total orders received are separated into 82% domestically and 18% as exports. In addition, there are still clients that we will attempt to



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follow up and increase the orders. Clients that we expect to acquire orders are Emerson, ARB, Mazda, Generac and Volkswagen

As explained by Mr. Rattawat, this year's forecast is at 600 million Baht. From the previous information, the new models that will be distributed to the customers until the end of the year should allow us to maintain the 600 million Baht as projected. From the graph, the new clients are equal to 23% and should increase steadily due to the value of the new business that we acquired from 2019 to 2020. Generally, the trading terms for automobile is about 5 years.

The industrial trend for the Thai automobile parts manufacturing in 2019 was fluctuating a lot but not to a large extent. It should be noted that the domestic sales which is the amount that the Company produces and distributes in Thailand has grown considerably, but on the other hand, the exports had been slowing down since 2016. The automobile industry in Thailand did not stand out much in the previous years, therefore in 2019, the all-around expected growth of the Thai automobile industry will only be at 0 – 2%. The negative factors affecting this are the increase in household debts and the postponed election which had not been clearly announced. However, there had been some positive factors in the electric vehicle industry due to the Government's policy and the transfer of foreign technologies. The Company had also received new technologies from the clients which contributed to the Company's development.

Before the meeting, some shareholders had inquired about the electric vehicle, whether or not it will affect the Company's business. The Company had also done some market research and found out that the sales of EV industry had increased continuously from 2018 to 2019 for both the plug-in hybrid EV and the battery EV. This had average out the eco-car and the ordinary combustion engine vehicles which started to slow down. Although the sales of EVs had increased, but since it uses electricity, the orders are still in the ten of thousands. As for hybrid EV, it still uses engines so the orders is around 20,000 – 30,000 units which is not very high. The battery EV on the other hand, only has orders for 400 – 500 units per year. This is considered quite small when compared to the original eco-car which has the orders of around 800,000 units. In the long term from the year 2025 -2030, the Company foresees that the components for the combustion engine vehicles will not disappear. In 2025, 65% will still be the combustion engine group and 35% will be for the electric vehicle group and 5 years after that, the numbers will move to 52% and 48%, meaning that it will not go away completely. This affects the Company positively since the EV had been criticized for the control of CO<sub>2</sub>, meaning that the vehicles need to be lighter. The Company manufactures aluminum which is a light weight material and as seen from the graph on the right hand side, the steel group will decline from the year 2020 – 2040 while the light alloy metal groups such as Aluminum will be used in larger proportion.



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From the current trend, we can see that the use for Aluminum in electric vehicles will increase while the combustion engine technology will still remain the same and that the Company's clients are likely to have regular orders. We can estimate that from the year 2020 to 2025, the Company can still maintain its growth and possibly reach 1,000 million Baht revenue per year. This is an estimation from the sales department.

*Mr. Rattawat Suksaichol:* In summary, there is still market opportunities for the Company to grow. The Company may be a tiny dot in the automobile market currently. If you observe our clients, they have tens of factories all over the world and the Company only manages to negotiate with a handful of them. Therefore, there is still a large opportunity for SANKO. This all depends on us as a Company to achieve this goal.

No other inquiries from the Shareholders for this agenda.

**Resolution:** This agenda is for notifying the meeting, no votes required.

### Agenda 3) To consider and approve the reviewed interim financial statements as of 31 December 2018

Ms. Prapaphan Chanapal proposed for the meeting to approve the financial statement of the Company for the year 2018, ending on 31<sup>st</sup> December 2018, which had been inspected by Mr. Chaikrit Warakitjaporn registration number 7326 of NPS Siam Audit Limited with unconditional comments as presented in Annual Report. The summary for the financial report for the year ending 31<sup>st</sup> December 2018 is as follows;

*Ms. Prapaphan Chanapal:* Greetings to the Board of Directors, the Shareholders and esteemed guests. I am Prapaphan Chanapal, the Company's Director of Accounting and Finance. I will present Agenda 3) to consider and approve the financial statement for the year ending 31<sup>st</sup> December 2018. The Company's financial statement had been certified by NPS Accounting Co. Ltd, by Mr. Chaikrit Warakitjaporn. The report audit had been done unconditionally and the result is the financial statement for the year ending 31<sup>st</sup> December 2018 and the cash flow performance of the same year accurately as stated by the financial statement standard.

In 2018, the Company's net profit was at 11.82 million Baht or 2.17% of the core revenue which was 544 million Baht with the gross profit margin of 17.90%. The Company's costs of sales was at 1.54%, other income at 0.4%, the administrative expenses was at 12% and the loss from the assessment from the impairment of assets was at 0.4% with 4 million Baht interest or 0.85%. The tax related expenses was at 6.29 million Baht or 1.1%

Income comparison for the past 3 years – 1) the domestic sales of the Company in 2016 was at 360 million Baht. This had increased 4% in the year 2017 to 375 million Baht and later at 475 million Baht in 2018. The domestic sales grew approximately 26%. 2) Exports sales in 2016 was at 22 million Baht, in 2017 the Company saw a 33% increase to 29 million Baht and a 6 – 7% increase in the year 2018 to 31 million Baht. 3) the sales of molds solution in 2016 was at 24 million Baht, with a growth of 33% in the year 2017 to 32 million Baht. The sales eventually went up to 35 million Baht in 2018 or 10% of the revenue. The total revenue of the year 2016 was at



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406 million baht, 437 million Baht in the year 2017 which was a 7% increase and finally in 2018 at 544 million Baht or 24%.

The Company's financial status as of 31<sup>st</sup> December 2018, the total asset is equal to 383 million Baht, a 35 million Baht increase from the previous year, including 156 million Baht of current assets and 17 million Baht of non-current assets. The non-current assets consists of fixed assets and assets used as collateral where the Company is taking a 2.2 million Baht loss from amortization of the fixed assets. There had also been additional purchases for machineries and computing equipment.

As for debts, the Company's total liability is 207 million Baht. This consists of 158 million Baht of current liability and 48 million Baht of non-current liability. The current liability includes overdrafts and account payables. The non-current liability includes loans from financial institutions, leasings and employees benefits.

Statement of cash flow – The Company's net profit before tax is at 18 million Baht. Cash flow from operation is equal to 40 million Baht and the change in working capital is at negative 16 million Baht, cash flow from investment at 25 million Baht and cash flow from funding had decreased to 13 million Baht. The Company's remaining cash from the previous year is 15 million Baht with net cash flow of 3.8 million Baht. Presently, on the 31<sup>st</sup> December 2018, the Company's cash flow is at 19 million Baht.

The financial ratio is at 0.98 times. The debts to assets ratio is at 0.54 times, debt to equity ratio is 1.18 times, interest coverage is at 1.63 times, return on assets is 3.08 times, returns on equity is at 6.92 times, operating profit margin to total income is at 10.72 and the net profit to total income is at 2.16 times.

**Resolution:** The meeting had considered and approved, with the majority votes, the Company's financial statement for the year 2018, accounting year end on 31<sup>st</sup> Decemeber 2018, with the following votes;

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000

**Agenda 4) To consider and approve the directors' remuneration and the audit committee's remuneration for the year 2019.**

Mr. Rattawat Suksaichol proposed to the meeting to consider and approve the Directors remunerations for the year 2019. And according to the Public Company Act B.E.2535 (1992), the Board of Director considered and fixed remuneration of director based on overall performance of company and all director's liabblilities and responsibilities, the Shareholder's meeting should consider and fix increment of the Director's remuneration for year 2019 in order to suit current condition and responsibilities pursuant to rule and regulation of Public Company Limited with the following rate;





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1. The Board of Directors

Chairman of the Board	Meeting Allowance	15,000 Baht
Directors	Meeting Allowance	7,500 Baht

2. The Audit Committee

Meeting allowance	15,000 Baht
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Remark: No Bonus/ Pension and other benefits.

The new rate of remuneration is not much adjusted comparing to current rate which fixed since listing in SET. The Board of Director concered the suitability comparing to same type industry which listed in SET, details of remuneration surveyed by SET, expansion of economic and performace of company as well as pervious business's operation result and responsibilities.

No other inquiries from the Shareholders for this agenda.

**Resolution:** The meeting had considered and approved the Directors remunerations for the year 2019 as proposed with the following 2/3 of total votes,

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 5) To consider and approve the dividend paid for the year 2018.

Mr. Rattawat Suksaichol presented the report summary of the Company's performance as explained in Agenda 2) and Agenda 3) to the Shareholders. 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. As of 31<sup>st</sup> December 2018, the accumulated profit is 9,766,019 Baht. Therefore, it should be appropriate for the Meeting to approve dividend paid for year 2018 at the rate of 0.03 Baht per 1 share and it will be paid from profit occurred by BOI and such dividend will be paid to entitled shareholder on 23<sup>rd</sup> May 2019.

No other inquiries from the Shareholders for this agenda.

**Resolution:** The meeting had considered and agreed with the majority vote to authorize the dividends payout for the year 2018 with the following votes;

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000



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**Agenda 6) To consider and approve the appointment of auditors and the audit configuration of 2019.**

Mr. Rattawat Suksaichol proposed to the meeting, the appointment of the auditor and to set the auditing fees for the year 2019, by considering and selecting from 3 auditing companies whose name is registered by the Securities Exchange and the Stock Exchange of Thailand as follows; 1. Siam Truth Audit Co., Ltd 2. NPS Siam Audit Co., Ltd 3. Mazars Thailand. The Board of Directors had agreed to approve 4 auditors who are; Dr. Sirada Jarutaknont registration number 6995 /or Mr. Bunjong Tichayaprasat, registration number 7147 /or Ms. Khaymanundt Chaichuen registration number 8260 /or Mr. Kraisit Silapamongkonkul registration number 9429 of Siam Truth Audit Co., Ltd, to be the auditors for Sanko Diecasting (Thailand) Plc. and set the audit budget for the year 2019 at 1,500,000 Baht (One million five hundred Baht) as presented excluding preliminary audit of 200,000 Baht (Two hundred thousand Baht)

The Board of Directors would propose to the Shareholders’ Meeting for the year 2019 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.

No other inquiries from the Shareholders for this agenda.

**Resolution:** The meeting had considered and agreed with the majority to approve of the auditors and set the auditing fees of the year 2019 as proposed with the following votes;

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000

**Agenda 7) To consider and approve the appointment of new directors as a replacement for the retired directors.**

Mr. Rattawat Suksaichol proposed to the meeting to consider and approve the appointment of new directors as a replacement for the retired directors. To this, the Company had allowed the shareholders to nominate the names of individuals to be the Company’s Directors in advance during the 15<sup>th</sup> November – 31<sup>st</sup> December 2018. The Company had announced to the shareholders through the SET and through the SANKO’s website which, when the duration is over, no shareholders had proposed any individuals to the Company. The Board of Directors had considered the qualifications, education, experiences and the proficiency from many professions including the performance of the Directors in the past years and deemed appropriate for the Directors who had retired by rotation to be back as the Company’s Directors for another term. The Directors who retired by rotation and had been appointed back into the position for another term are as follows;



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1. Mrs. Poonsri Pattamavorakulchai
2. Mr. Masami Katsumoto
3. Mr. Niphan Tungpiruttham

No other inquiries from the Shareholders for this agenda.

**Resolution:** The meeting has considered and approved with the majority votes, the appointment of the 3 directors to the Board of Directors for another term with the following votes;

1. Mrs. Poonsri Pattamavorakulchai

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000

2. Mr. Masami Katsumoto

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000

3. Mr. Niphan Tungpiruttham

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,258	100	0	0	186,400,358
99.9999	0.0001	0.0000	0.0000	100.0000

**Agenda 8) To consider and approve the amendment of the Company's Articles of Associate**

Mr. Rattawat Suksaichol proposed to the meeting the amendments of the Company's regulation by abolishing the original and establish the new regulations instead. However, In accordance with the Public Company Limited B.E. 2535 amended by order of Chief of National Council for Peace and Order no. 21/2560 re: amendment of laws for facilitate business's operation on 4<sup>th</sup> April 2017, it is appropriated to amend Clause of 31 of Article of Association in term of the Shareholder's meeting. In addition, there is an error typing occurred in current Article of Association, therefore, for an order and neat, it is appropriate to prepare new Articles of Association replacing current one. As per the details attached on Enclosure no. 3

No other inquiries from the Shareholders for this agenda.

**Resolution:** The meeting has considered and agreed with 3/4 of the votes to amend the Company's regulations by abolishing the original and establish the new regulation instead as proposed with the votes as follows;



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Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 9) To consider and approve the Amendment of Company’s objectives

Mr. Rattawat Suksaichol proposed to the meeting to consider and approve the Amendment of company’s objective in order to increase and cover more company’s business activities for new chance of company for business, it is necessary to amend the Company’s objectives. As per the details attached on Enclosure no. 4  
Inquiries requested by Shareholders;

Mr. Anupong Santawanon: (Thai Investors Association representative): What parts have been revised?

Ms. Chanidapa Praditsin (Legal Advisor): As indicated in the attachment 4, all the revised materials had been underlined.

**Resolution** : The meeting has considered and agreed with 3/4 of the votes to approve the Amendment of Company’s objectives as proposed with the votes as follows;

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000

Agenda 10) To consider and approve the amendment of Clause 3 of Memorandum of Association in accordance with amendment of the Company’s objectives

Mr. Rattawat Suksaichol proposed to the meeting to consider and approve the amendment of Clause 3 of Memorandum of Association in accordance with amendment of the Company’s objectives, the Clause 3 of Memorandum of Associates will be amended as follows:

Clause 3. The Company has 17 objectives as per the details attached on Enclosure no. 4

No other inquiries from the Shareholders for this agenda.

**Resolution** : The meeting has considered and agreed with 3/4 of the votes to approve the revision of the 3<sup>rd</sup> clause of the Memorandum, in accordance with the additional revision of the Company’s objective as proposed with the votes as follows;

Approved	Disapproved	Abstained	Void Ballot	Total Votes
186,400,358	0	0	0	186,400,358
100.0000	0.0000	0.0000	0.0000	100.0000



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**Agenda 11) To consider other matters (if any).**

Inquiries requested by Shareholders;

*Ms. Auejai Sathaporn (Proxy):* In the previous year, what kind of CSR activities had the Company engaged with?

*Mr. Rattawat Suksaichol:* For CSR, I would like to start from the awards that the Company had received in the previous year and also the new and improved standard certificates such as the quality management ISO9001:2015 from the URS Institution, the quality control for automobile parts IATF16949:2016 from the URS Institution, environmental management ISO14001:2015 from the URS Institution and also the improved version of the occupational health and safety management from OHSAS18001:2007 to ISO45001:2016.

The Company's corporate social responsibility (CSR) is separated into CSR In Process and CSR After Process.

The Company carried out CSR In Process activities such as 1) "Whispers just for the two of us", a recreative activity during lunch break encouraging the employees to have fun and be engaged for the work in the afternoon as well as helping with the memory and communication skills. 2) "2018 Songkran Festival", a relaxing event for the employees prior to the Songkran long holidays by hosting a Thai classical clothing contests emphasizing on low budgets and creativity. 3) "Annual Buddha worshipping and paying respects to the elders for the year 2018", a traditional Thai even for paying respects and to ask for the blessings from the Senior Management personnel of the Organization before returning home on holidays. 4) "Friendly Badminton Match SDT & TRIS", an event to form good relations with neighboring companies. 5) "2<sup>nd</sup> Excellent Leader Program 2018", the program is for providing knowledge, understanding and creating awareness regarding good leadership for the employees in the management and Executive levels. 6) The "2<sup>nd</sup> Energy Mind – Safety & CSR Award 2018" to increase responsibility and awareness for the employees about conserving the energy, safety at work and be of public mind. 7) "Power up Campaign" is an activity that encourages inspiration and motivation in order to constantly improve and be creative by partnering with Thailife Co. Ltd, and provided best speakers in the Country, prof. Chatupol Chomphunicht. 8) "SANKO Family Support" is the campaign to help the employees with costs saving on household necessities such as rice, eggs, toothpaste and soap. Moreover, since it is arranged within the Company, the employees can save time from travelling to the stores and can continue working without disruption. This had been carried out continuously for the 6<sup>th</sup> year. 9) Sanko Thai Credit Union Co. Ltd, was established to support the employees financially by providing short-term and long-term loans with the interest rates lower than the general financial institutions and higher interests for savings. The institution had been founded for 7 years and presently consists of 400 members with 14 million Baht funds. 10) "Shareball For



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Friends” a sports event for improving friendship, unity and encourages better attitudes between employees and managers.

The Company carried out CSR After Process activities such as 1) “Children’s Day 2018” where the Company provides gifts for the Nong Bua Municipal Office and 3 nearby schools which were Wat Nong Krub School, Mae Nam Koo School and Ban Ta Sao School, in order to support the schools’ activities. 2) “Coral Propagation and Blue Crabs back to the Sea” which had been done consecutively for the 2<sup>nd</sup> year by propagating 30 corals and returning 20 blue crabs back to the sea at Kai Tia Island, Tei Ngam Beach, Marines Bay, A. Sattaheeb, Chonburi. 3) “Robe Offering Ceremony: Recycle goods” by donating recycle goods (leftovers and recycling equipment) such as fans, computers, cardboard boxes and also donated to the Suan Kaew temple elderly funds in order to support old people on education and Buddhist practices and to those with no relatives for 4,410 Baht at the Public Library, Rayong City Municipal Office (Suan Sri Maung), Rayong. 4) “Share the Smiles by Rayong Hospital”, the Company helped the children and the less fortunate family by donating 23 bags of rice consisting of 6,900 Baht at the large meeting room, floor H, service building, Rayong Hospital.

As for the anti-corruption policy, the Company had publicly announced additional policies to prevent the following actions; 1) No giving of gifts, souvenirs or any forms of entertainments both directly and indirectly, 2) No political supports in any forms, 3) Using suppliers’ representatives or sub-contractors, 4) Not contacting the Government’s agents directly, 5) No convenience fees or bribes, 6) No supporting fees or donations, 7) Taking in requests and complaints. The Company had emphasized the importance of these matters to the employees and communicated with the clients and trade partners so that they understand the strict policy of the Company. This is a serious matter that the Company wishes to enforce.

We also allow the shareholders to propose agendas in the meeting if the votes are at least one third of the meeting. If there are no proposals, then I will adjourn.

When no further inquiries had been made, Mr. Rattawat Suksaichol thanked the shareholders and all the guests.

*Mrs. Busakorn Doungjai (MC):* This marks the end of the 2019 Annual General Meeting of Shareholders of Sanko Diecasting (Thailand) Public Company Limited. The Company will prepare the meeting minutes and send it to the SET for publication. Have a pleasant trip home. Thank you and goodbye.

Meeting adjourned at 2.58 p.m.



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signed \_\_\_\_\_ Chairman of the Meeting  
(Mr. Rattawat Suksaichol)

signed \_\_\_\_\_ Company Secretary  
(Miss Sakultip Homanee)

signed \_\_\_\_\_ Chairman of the Board  
(Mr. Masami Katsumoto)