



Ref.SANKO. A / 01/2567

21 February, 2024

- Subject** : Invite to the Annual General Meetings of Shareholders for the year 2024
- Attention** : The Shareholders of Sanko Diecasting (Thailand) Public Company Limited.
- Attachment** : 1.The copy of General Meeting of Shareholders for the year 2023
2. The biographies of the proposed directors and the directors' remuneration
3. Proxy
4. Profiles of Independent Directors for proxy case
5. Documents for the Rights to Attend the Meeting
6. The Company's Articles of Association with regard to the Annual General Meeting of Shareholders
7. The request form for Annual Report year 2023 (Form 56-1 One Report) (Book)
8. Map for the Meeting Venue

The Board of Directors of Sanko Diecasting (Thailand) Pubic Company Limited, as (the "Company") No. 1/2024 on Wednesday, February 21, 2024 resolved to call a shareholders' meeting for the year 2024 on April 29, 2024, Monday at 01.30 p.m. at Grand Ballroom, Grand Fortune Hotel Bangkok ,1 Ratchadapisek Road, Dindaeng, Bangkok, to consider the following agendas:

Agenda1. To consideration and certify the minutes of the Annual General Meeting of Shareholders for the yer 2023

Objective and reason: The General Meeting of Shareholders for the year 2023 was held on 28 April, 2023 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 as per the details attached on Enclosure no. 1

Opinion of the Board of Directors: Minutes of the General Meeting of Shareholders for the year 2023, was recorded according to the correctness as per the details attached on Enclosure 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 on future business's operation plan

Objective and reason: The report of business's operation will be specified in Annual Report as of year 2023 (Form 56-1 One Report) as the Shareholders has earlier downloaded with QR.

Opinion of the Board: Therefore, it should be appropriated to propose this opinion of Board on this agenda to the Shareholder's meeting acknowledgement regarding the result of the Company's operation during the preceding year and on future business operation plan.

**Agenda 3. To consider and approve the reviewed interim financial statements as of 31 December 2023**

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, 2023.

(Unit : Million Baht)

List	2021	2022	2023
Total Revenues	641.07	709.81	760.95
Total Cost and Expenses	555.82	614.17	620.91
Gross Profit	85.25	95.64	140.04
Net Profit (Loss)	13.51	22.01	54.61
Total Assets	497.80	513.67	541.99
Total Liabilities	310.97	305.25	285.61
Shareholder's Equity (Million Baht)	186.83	208.42	256.38
Retain Earning (Non - Allocation)	8.47	24.78	70.01

Financial Ratio

List	2021	2022	2023
Net Profit Margin (%)	2.07	3.10	7.17
Return on Equity (%)	7.23	10.56	21.30
Return on Asset (%)	2.71	4.28	10.07
Debt Equity Ratio (times)	1.66	1.46	1.11
Net Profit per Share (Baht)**	0.044	0.069	0.172
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 2023 which has been revised by Mr. Bunjong Tichayaprasat registration number 7147 of Siam Truth Audit Co.,Ltd.as with unconditional comments as presented in Annual Report (Form 56-1 One Report).

Agenda 4. 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. Yuttana Taepangthong
2. Mrs. Poonsri Pattamavorakulchai
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, 2023. The Company will inform the shareholder via channel of SET and the company's website www.sankothai.net which it appeared that when the prescribed time is ended, there is no shareholder proposing any person 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:

1. Mr. Yuttana Taepangthong
2. Mrs. Poonsri Pattamavorakulchai
3. 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. Based on him professional skill and business's operation expertising, he has been appointed as director for more than 15 years, therefore, he will be acting as the Company's director for 18 years including this appointment, as per the details attached on Enclosure no. 2

Agenda 5: To consider and approve the dividend paid for the year 2023

Objective and reason: The Company has a policy to pay dividends to shareholders at a rate of no less than 30 percent of profit after tax and all reserves. Provided that the dividends pay-out must not affect the operation, stability, liquidity, expansion and any of the future needs which may arise by the company, as the Board of Directors deem appropriate. However, the said procedures must be in the best interest of the shareholders. As of 31st December 2023, has the net profit for Baht 54.615 Million.

Opinion of the Board of Directors: The Board of Directors deemed it appropriate that the shareholders' meeting shall approve the dividend paid for the year 2023. Which is not in accordance with the dividend payment policy. Due to the company has reserved for working and investment capital in properties in order to support the marketing opportunity and product which increase during the year. The detail are as follows:

1. Approved to appropriation of net profit not less than 5% as a legal reserved for the 2023 in amount of Baht 2,731,000
2. To approve the allocation of dividend based on net profit. The dividend will be paid in form of cash at the rate of 0.04 Baht or equivalent to the amount not exceeding 12,666,489.28 Baht or being equivalent 24.41% of the net profit, as per the Separate financial statement, after deducted allocate of net profit to the legal reserve. All dividends will be subjected to withholding tax at the rate fixed by the laws.



The Company will pay the aforesaid dividend based on net profit for the operating period from 1 January 2023 to 31 December 2023 the tax benefit of non-BOI for whole amount.

The date which shareholders will be entitled to have the rights to receive the stock dividend (Record Date) March 15, 2024 and dividend payment date May 20,2024

Comparison of dividend payment in 2024 compared to 2023 as follows:

Description	2024	2023
Net Profit (Million Baht)	54.615	22.015
Total Shares (Shares)	316,662,232	316,662,232
Total dividend payment (Baht)	0.04	0.021
Total payment of dividends (Baht)	12,666,489.28	6,649,906.87
Dividend payment ratio to net profit (%)	24.41	31.96

Agenda 6. To consider and approve the appointment of auditors and the audit's remuneration of 2024.

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 4 auditors and determined the audit fee for year 2024, and proposed to the Board of Directors for consider and proposed to the General Meeting of Shareholders for the appointment. Namely; Dr. Sirada Jarutaknont registration number 6995 /or Mr. Bunjong Tichayaprasat, registration number 7147 /or Mr. Kraisit Silapamongkonkul registration number 9429 /or Ms. Kornpreeya Soonphiphatsakul registration number 10001 of Siam Truth Audit Co., Ltd, to be the auditors for Sanko Diecasting (Thailand) Plc. For the year 2024 which Siam Truth Audit Co., Ltd. has audited and provided comment on the Company's financial statement on year ended 2024 that continues as 5th year of service.

Mr. Bunjong Tichayaprasat registration number 7147 as CPA who audited, signed and provided comment on the Company's financial statement on year ended 2024 that continues as 2th year of service

And set the audit budget for the year 2024 at 1,710,000 Baht (one million seven hundred and ten thousand baht only),as presented The Board of Directors would propose to the Shareholders' Meeting for the year 2024 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



Comparison of remuneration of auditor as of year ended 2024 and year ended 2023

Description	As of year ended 2024 (Baht)	As of year ended 2023 (Baht)
	(New rate) Company	(Previous rate) Company
Annual audit fee As of 31 December	900,000.00	900,000.00
Quarter audit fee As of 31 March	270,000.00	250,000.00
Quarter audit fee As of 30 June	270,000.00	250,000.00
Quarter audit fee As of 30 September	270,000.00	250,000.00
Audit fee for BOI	n.a.	n.a.
Other expenses	On actual basis	On actual basis
Total	1,710,000.00	1,650,000.00

*Increase 3.63% which is pursuant to volume of work and updated Accounting Standard

Opinion of the Board of Audit Committee: Appropriate the Annual General Meetings of Shareholders to appointment of Siam Truth Audit Co., Ltd, as Company auditors for the year 2024 of Sanko Diecasting (Thailand) Co., Ltd., and configured auditing of 1,710,000 Baht (one million seven hundred and ten thousand baht only), 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 Dr. Sirada Jarutaknont registration number 6995 /or Mr. Bunjong Tichayaprasat, registration number 7147 /or Mr. Kraisit Silapamongkonkul registration number 9429 /or Ms. Kornpreeya Soonphiphatsakul registration number 10001 of Siam Truth Audit Co., Ltd, as Company auditors for the year 2024 of Sanko Diecasting (Thailand) Co., Ltd., and configured auditing of 1,710,000 Baht (one million seven hundred and ten thousand baht only), was presented. The Siam Truth Audit Co., Ltd is the company has adequate abilities and appropriate price and had therefore met the requirements for consideration

Agenda 7. To consider and approve the directors' remuneration and the audit committee's remuneration for the year 2024.

Objective and reason: 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 liabilities and responsibilities, the Shareholder's meeting should consider and fix increment of the Director's remuneration for year 2024 at the same rate from the previous year in order to suit current condition. With the comparative details between 2024 and 2023 as follows:



Position	Meeting Allowance (per time) Baht		Bonus/ Pension and other benefits	
	2024	2023	2024	2023
1.The Board of Directors*				
Chairman of the Board	32,000	32,000	N/A	N/A
Directors	12,000	12,000	N/A	N/A
2. The Audit Committee	19,500	19,500	N/A	N/A
3.The Nomination and Remuneration Committee	7,000	7,000	N/A	N/A

*The Meeting Allowance will be paid for the meeting of Board of Directors and (AGM, EGM)

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 2024 with the same rate 2023 as follows:

The Board	Meeting Allowance (per time) Baht	
	2024	2023
1. The Board of Directors *		
Chairman of the Board	32,000	32,000
Directors	12,000	12,000
2. The Audit Committee	19,500	19,500
3. The Nomination and Remuneration Committee	7,000	7,000

*The Meeting Allowance will be paid for the meeting of Board of Directors and (AGM, EGM)

Remark: No Bonus/ Pension and other benefits.

Agenda 8. 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 15, 2024. 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. 4



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 set the registration area intended for the Shareholders and proxies attending the AGM at the meeting room of Company starting at 12.30 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.

In fixing the venue and pattern for this Annual Meeting of shareholder, it is based on the current situation. However, if the situation in future will be changing and affecting the meeting to be held, the Board of Director will assign the management to have the power to consider for adjusting the pattern of the Annual Meeting of Shareholder for year 2024. In this regard, the Company will inform the shareholder via channel of SET and the Company's website www.sankothai.net

Please be informed accordingly,

Yours truly,

(Mr. Adul Chotinisakorn)

Chairman of the Board of Directors