



Sanko Diecasting (Thailand) Public Company Limited. บริษัท ชงโกะ ไดคาสติง (ประเทศไทย) จำกัด (มหาชน)

Factory : Rojana Industrial Park Rayong , 3/14 Moo 2, T. Nongbua A. Bankhai Rayong 21120 Tel : 033-010701 - 05 Fax : 033-010707

2024 Annual General Meeting Report of Sanko Diecasting (Thailand) Plc.

Date, Time and Venue

The meeting was held on the 29th April 2024 at 1.30 p.m. at Grand Ballroom, Grand Fortune Bangkok Hotel, 1 Ratchadapisek Road, Dindaeng, Bangkok,

Attended Directors (100%)

- | | |
|------------------------------------|---|
| 1. Mr. Adul Chotinisakorn | Chairman of the Board |
| 2. Mr. Rattawat Suksaichol | Directors, Nomination and Remuneration Committee and Chief Executive Officer |
| 3. Mr. Masami Katsumoto | Director |
| 4. Mr. Keisuke Hamada | Director |
| 5. Mrs. Poonsri Pattamavorakulchai | Director |
| 6. Mr. Yutthana Taepangthong | Director and Nomination and Remuneration Committee |
| 7. Ms. Achara Suwanpuchai | Independent Director and Chairman of the Audit Committee |
| 8. Mr. Niphan Tungpiruttham | Independent Director, Audit Committee and Chairman of Nomination and Remuneration Committee |
| 9. Mr. Santi Niamnil | Independent Director and Audit Committee |

Attended Executives

- | | |
|----------------------------------|-------------------------------------|
| 1. Mr. Thannithi Thanagijirawach | Chief Financial Officer |
| 2. Mr. Kiattipoom Poomminun | Chief Operating Officer |
| 3. Ms. Sakultip Homanee | Company Secretary and Minutes Taker |

Other Attended Parties

- | | |
|------------------------------|---------------|
| 1. Mr. Bunjong Tichayaprasat | Auditor |
| 2. Ms. Chanidapa Praditsin | Legal Advisor |

Meeting Commence 01.30 p.m.

The total number of participants in the Annual General Meeting for both attending in person and as proxy is 65 people. This is divided into 29 shareholders attending the meeting in person and 36 people as proxies of the shareholders, amounting to 195,328,499 shares or 61.6835 % of the total shares at 316,662,232 shares. The meeting commenced with the total number of shareholders who attended the meeting and those who passed the priorities of 60 People. This is divided into the shareholders who attended the meeting of 24 people and the shareholder that passed on the priorities of 36 People, equivalent to the total of 195,261,851 shares or 61.6625 % from the total shares of 316,662,232 shares. Satisfying the quorum as stated in the Company's regulations. With Mr. Adul Chotinisakorn, Chairman of the Board of



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Directors 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, 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.

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



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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) 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. Adul Chotinisakorn Chairman of the Board delivered the welcoming speech and proceeded with the meeting as per the following agendas;

Agenda 1) To consideration and certify the minutes of the Annual General Meeting of Shareholders for the year 2023

Mr. Adul Chotinisakorn Chairman of the meeting proposed to the meeting to consider and approve of the minutes of the Annual General Meeting of Shareholders for the year 2023 Report which 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 was enclosed (Attachment 1)

No other inquiries from the Shareholders for this agenda.

Resolution: The meeting has considered and approved with the majority votes, the minutes of the Annual General Meeting of Shareholders for the year 2023 Report as presented with the following votes;

Approved	Disapproved	Abstained	Void Ballot	Total Votes	Unit
195,323,368	0	0	0	195,323,368	Votes /Shares
100.0000	0.0000	0.0000	0.0000	100.0000	%

Remarks: Four more shareholders had joined the meeting in this agenda for the total of 61,517 shares/votes

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

Mr. Adul Chotinisakorn Chairman of the meeting proposed to consider and acknowledge the Report of Board of Director regarding the Company's operation report for previous year and recommendations for the operation in future. The Company's operation will be stated in the Annual Report as of year 2023 (Form 56-1 One Report) which already downloaded by the Shareholder via QR Code system. Mr. Rattawat Suksaichol will be assigned report the Company's operation for previous year and recommendations for the operation in future as summarized as follows;



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Mr. Rattawat Suksaichol: Greeted the shareholders in the meeting and summarized the key performances of the previous year.

“When comparing the sales performance between the year 2022 to the year 2023, you can see that the total sales in each year had been increasing. Last year the total sales was at 769 million Baht which includes the sales of all categories. These are parts, molds and other revenues. As for 2024, the Company’s sales goal is at 840 million Baht which will translate to a 10% growth from the previous year.”

“The circle graphic shows the portion of the products in each category. These are automobile parts, electrical goods parts, agricultural machinery parts and motorcycle parts. It is evident that in the past 2 years, the products portion in each category are quite similar with no significant changes.”

Summarizing some of the customers’ lists that had been doing business with the Company. Several customers had been partnered for more than 10 years.

The speaker proceeded to talk about the anti-corruption policy that the Company had participated in and also about the good corporate governance and sustainability. The speaker explained the responsibilities of the Company to the stakeholders through various activities that had been carried out. These includes internal activities for the employees and external activities for the communities.

As for future plans, it is clear that the economy has not yet fully recovered, therefore the strategies and policies of the Company will remain largely the same. Such as the cost-effective strategies and improving the production efficiency. Another important factor is to develop human resources which will utilize similar practices from the previous years. As for investments, the Company will have to determine from the economic situation and the market research before deciding, so that the Company can expand in the right direction.

Last year, the Company was awarded the ‘Excellence Governance’ certificate by the Board of Trade of Thailand.

As for market expansion, many of the shareholders’ concerns are regarding the EV trend and how can the Company adapt to the coming changes. The Company has prepared several measures for this issue. At the moment the Company is searching for parts that are commonly used for both EV and combustion engine where the original customers of the combustion engine still using, such as air condition compressors, electrical systems and suspension system. These parts are similar between EV and combustion engine vehicles.

As for efficiency issue, the expenses and costs reduction measures are not very different from the previous year. The Company tries to control the costs of production to be at 19-20% and the net profit at approximately 7-10%.

Are there any more questions or inquiries?

No additional questions from the shareholders.



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Mr. Adul Chotinisakorn: Notice to the meeting (no votes)

Resolution: The meeting has considered and acknowledged 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 (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 2023

Mr. Adul Chotinisakorn Chairman of the meeting proposed that the meeting approves the Company's 2023 financial statement (ending date 31st December 2023) which was inspected by Mr. Bunjong Tichayaprasat, certified accounting auditor license no. 7147 from Siam Truth Accounting Co. Ltd, with unqualified opinion as presented in the Annual Report (Form 56-1 One Report). And assigned Mr. Thannithi Thanagijirawach, Chief Financial Officer the summary of the financial statement for the year 2023 is as follows;

Mr. Thannithi Thanagijirawach: Greet the shareholders and all members of the Board of Directors before reporting the performance of SANKO Diecasting (Thailand) Public Company at the 31st of December 2023 with the key points as follows;

In 2023, SANKO's net profit was at 54.61 million Baht or 7.1% of the total sales, a 32.60 million Baht increase from the year 2022 and a 41.11 million Baht increase from the year 2021. This is due to the increase in the total sales value in 2023 of 769.56 million Baht, a 32.60 million baht increase with the gross profit of 148.65 million Baht or 19.3%. There are 2 main contributing factors to this rise which are, 1) improved sales and 2) reducing costs of production while improving efficiency, utilizing the machineries in order to cut the costs of production per unit. The Company had been promoting the costs reduction strategies in the Factory, therefore these 2 factors are the main contributors to the excellent performance in the year 2023 and 2022.

Cashflow from business operations in the year 2023 was equal to 90.44 million Baht. Cashflow from investment activities had been spent at (12.48) million baht, meaning that free cashflows was equal to 77.96 million Baht, a 30 million Baht increase from the year 2022 with the net cash flow of 23.44 million Baht, an increase from the previous year. Cashflows from fundraising activities decreased to (54.54) million Baht which were the repayment of long-term loan and other leasing contract in order to reduce the interest burden. Net cash flow remains at 36.72 million Baht.

For financial status, in 2023, the Company's total asset was 541.99 million Baht, a 28.32 million Baht increase from the year 2022. This had been increasing in the current asset of 48 million Baht, from cash, bank deposits and inventories. Total liabilities were equal to 285.60 million Baht, a 19.65 million Baht decrease from the previous year due to the repayment of the long-term loan. The shareholders' equity was 256.39 million Baht, a 47.97 million Baht increase from the net revenue of 54.60 million Baht.

Mr. Adul Chotinisakorn: Final words

No other inquiries from the Shareholders for this agenda.



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Resolution: The meeting had considered and approved, with the majority votes, the Company's financial statement for the year 2023, accounting year end on 31st Decemeber 2023, with the following votes;

Approved	Disapproved	Abstained	Void Ballot	Total Votes	Unit
195,328,499	0	0	0	195,328,499	Votes/Shares
100.0000	0.0000	0.0000	0.0000	100.0000	%

Remarks: One more shareholder has joined the meeting in this agenda for the total of 5,131 shares/votes

Agenda 4) To consider and approve the appointment of new directors as a replacement for the retired directors.

Mr. Adul Chotinisakorn Chairman of the meeting 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 15th November – 31st December 2023. 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;

1. Mr. Yuttana Taepangthong
2. Mrs. Poonsri Pattamavorakulchai
3. Mr. Santi Niamnil

All 3 directors left the room during the voting session in order to approve the new Directors replacing the now-rotating Directors. The meeting voted individually.

No other inquiries from the Shareholders for this agenda.

Mr. Adul Chotinisakorn: Final words

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. Mr. Yuttana Taepangthong

Approved	Disapproved	Abstained	Void Ballot	Total Votes	Unit
195,328,499	0	0	0	195,328,499	Votes/Shares
100.0000	0.0000	0.0000	0.0000	100.0000	%



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2. Mrs. Poonsri Pattamavorakulchai

Approved	Disapproved	Abstained	Void Ballot	Total Votes	Unit
195,328,499	0	0	0	195,328,499	Votes/Shares
100.0000	0.0000	0.0000	0.0000	100.0000	%

3. Mr. Santi Niamnil

Approved	Disapproved	Abstained	Void Ballot	Total Votes	Unit
195,328,499	0	0	0	195,328,499	Votes/Shares
100.0000	0.0000	0.0000	0.0000	100.0000	%

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

Mr. Adul Chotinisakorn; The Chairman of the Board notified the meeting that 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. from the said performance, the Board of Directors agrees for the meeting to approve the issuing of dividends for the year 2023 according to the regulations and the policies of the Company regarding the dividends. The dividends will be issued at the rate of 24.41% of the net profit according to the financial statement, after tax and prepared as net profit reserved according to the law at the value of no more than 12,666,489.28 Baht. 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



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Comparison of dividend payment in 2023 compared to 2022 as follows:

Description	2023	2022
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

No other inquiries from the Shareholders for this agenda.

Resolution: The meeting had considered and agreed with the majority votes to the dividend paid for the year 2023 with the following votes;

Approved	Disapproved	Abstained	Void Ballot	Total Votes	Unit
195,328,499	0	0	0	195,328,499	votes /Shares
100.0000	0.0000	0.0000	0.0000	100.0000	%

Agenda 6) To consider and approve the appointment of auditors and the audit configuration of 2024.

Mr. Adul Chotinisakorn Chairman of the meeting proposed that the meeting considers and approve the appointment of auditors and the audit configuration of 2024.

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



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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

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 2024 as proposed with the following votes;

Approved	Disapproved	Abstained	Void Ballot	Total Votes	Unit
195,328,499	0	0	0	195,328,499	Votes/Shares
100.0000	0.0000	0.0000	0.0000	100.0000	%

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

Mr. Adul Chotinisakorn Chairman of the meeting proposed to the meeting to consider and approve the Directors remunerations for the year 2024. 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 liabilities and responsibilities, the Shareholder's meeting should consider and fix increment of the Director's remuneration for year 2024 at the same rate compared to the year 2023. To better suit the current situation and as a reflection of the Directors' excellence performance resulting the Company's growth.



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The meeting agrees to approve the remunerations for the Directors in the year 2024 with the rates 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)

Remark: No Bonus/ Pension and other benefits.

No other inquiries from the Shareholders for this agenda.

Mr. Adul Chotinisakorn: Final words

Resolution: The meeting had considered and approved the Directors remunerations for the year 2024 as proposed with the following 2/3 of total votes,

Approved	Disapproved	Abstained	Void Ballot	Total Votes	Unit
195,328,499	0	0	0	195,328,499	Votes /Shares
100.0000	0.0000	0.0000	0.0000	100.0000	%

Agenda 8) To consider other matters (if any).

Mr. Adul Chotinisakorn Chairman of the meeting The Public Company Act BE 2535 section 105 paragraph 2 stated that the numbers of shareholders of no less than 1/3 of the total shares may request for the meeting to consider other agendas not listed in the invitations. The Board of Directors agreed that this agenda should be added to allow other shareholders to request other matters to the meeting and to also provide the opportunity for the shareholders to ask questions and for the relating Directors or persons to give out explanations to the shareholders (if any). Therefore, if any shareholders would like to request other matters for consideration or to ask the questions to the Board of Directors, by all means feel free to do so.

No additional questions asked by the shareholders in this agenda.



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Meeting adjourned at 2.22 p.m.

signed  Chairman of the Meeting

(Mr. Adul Chotinisakorn)

Chairman of the Board

signed  Company Secretary

(Miss Sakultip Homanee)