



สำนักงานใหญ่ 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์รังสิต ชั้น 7 ถนนพหลโยธิน อำเภอคลองหลวง  
ปทุมธานี 12130 โทร. (02) 992 - 6867 แฟกซ์. (02) 992 - 6870  
โรงงาน 4 ถนน โอ 5 นิคมอุตสาหกรรมมาบตาพุด ต.มาบตาพุด อ.เมือง  
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**Minutes of the Annual General Shareholders' Meeting for the year 2020**

**Thai Wire Products Public Company Limited**

**Date** April 27<sup>th</sup>, 2020

**Venue** Thai Wire Products Public Company Limited, 4 I-5 Rd. Maptaphud Industrial Estate, Maptaphud,  
Muang, Rayong 21150

**Attendees** 10 self-attending shareholders, holding an aggregate number of 28,252,457 shares  
34 proxies, holding an aggregate number of 96,657,490 shares  
Total number of shareholders were 44 shareholders holding an aggregate number of  
124,909,947 shares which were accounted for 46.26%

**The directors present at the Meeting comprised 6 directors of the total number of 11 directors. namely:**

1. Mr. Akamin Nganthavee	Director and Managing Director
2. Mr. Suwat Chitamai	Director and Member of Nomination and Remuneration Committee
3. Mr. Tanapong Bhukaswan	Director
4. Mr. Phanthum Phanthumchinda	Member of Nomination and Remuneration Committee and Independent Director
5. Mr. Sorarat Nganthavee	Director and Director of Marketing
6. Mr. Janewith Luangcharoenkij	Director

**Executives Present at the Meeting**

1. Mr. Suchart Keophaithool	Senior Marketing & Sales Manager
2. Mr. Suchart Techatiemchan	Senior Quality Control Manager
3. Mr. Pattana Sukkasem	Plant Manager
4. Mr. Suwit Apichaidit	Accounting and financial Manager

**Remarks:** Since it was allowed the shareholders to register and attend the meeting at any time during the meeting, even after a commencement of the meeting; therefore, the number of shares of the entitled shareholders may vary in each agenda.



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**The Meeting was called to order at 10.15 am.**

Mr. Akamin Nganthavee informed the meeting that there were 7 Shareholders attending the meeting in person, representing 22,040,400 shares and 33 Shareholders who appointed a Proxy, representing 94,822,490 Shares. Thus, there were total of 40 attendants holding an aggregate number of 116,862,890 shares, or equivalent to 43.28 of total paid-up capital of 270,000,000 shares, which exceeds one third of the total shares. Thus, a quorum of the meeting was duly constituted.

Mr. Suwit Apichaidit explained to the meeting about vote casting and vote counting procedures as follow:

Vote Casting

- The shareholders shall receive a voting card on each agenda upon the registration to attend the meeting. The shareholder or a proxy shall have the number of votes equal to the number of shares held or obtained by proxy. One share shall equals to one vote.
- The shareholders and proxies, who wish to vote “disapprove” or “abstain” , shall mark on voting card on each agenda and then raising his/her hand up to notify the officer who will collect the voting card for the vote counting purpose.

Vote Counting

1. The Company uses the barcode system for vote counting
2. For vote counting procedure, the votes “disapprove” or “abstain” shall be subtracted from the total number of votes. Shareholders who do not return the ballot shall be deemed as voting in approval on each agenda.
3. The resolution shall be passed by a majority vote of the shareholders attending the meeting and casting their votes, abstention would not be counted.
4. In case that the shareholder uses proxy form B and indicates the vote on each agenda in advance, proxies shall not receive the voting card after registration. The Company shall record the vote as shown in the proxy form B at the registration to the meeting.
5. The Company will announce the results of the vote to the meeting either approve, disapprove or abstain, with percentage of total votes in the meeting.

During each agenda, shareholders and proxies are welcomed to provide opinion or raise question prior to the vote casting by raising their hands. After the permission from the chairman, the inquirer should inform his/her



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first name, family name and indicate whether he/she is a shareholder or proxy prior to providing any opinion or queries.

Should the opinion or question found to be irrelevant to the ongoing agenda, it is highly recommended the inquirer to raise that opinion or question again in the relevant agenda or in the other matter agenda at the end of the meeting.

In additional, the Company allowed its shareholders to propose matter(s) for consideration as agenda of the shareholders' meeting with proposing period from January 1<sup>st</sup>, 2020 to February 15<sup>th</sup>, 2020 and also allowed shareholders to submit any enquiries prior to the meeting. However, there were no any enquiries or proposals submitted from the shareholders to be added in the agenda of the AGM 2019.

After the meeting has been well acknowledged and agreed with the meeting procedures, vote casting and vote counting as described above, Mr. Suwit Apichaidit introduced directors, executives of the Company and auditor as listed in above section and invited Mr. Akamin Nganthavee, Managing Director to open the meeting.

The meeting was presided over by Mr. Akamin Nganyhavee. After giving the welcoming message to the shareholders attending the 2020 Annual General Shareholders' Meeting, then Mr. Akamin Nganthavee was to continue and lead the meeting according to the following agenda.

**Agenda 1 To certify the Minutes of Annual General Shareholders' Meeting for 2019**

Mr. Akamin Nganthavee proposed the meeting to consider and adopt the Minutes of the Annual General Shareholders' Meeting for 2019 held on April 29<sup>th</sup>, 2019. A copy of the said Minutes had been submitted to the shareholders together with the invitation letter of this meeting in the Enclosure 1.

Mr. Akamin Nganthavee requested the shareholder to inquire and comment regarding the Minutes of the Annual General Shareholders' Meeting for 2019.

No shareholder requested to amend the Annual General Shareholders' Meeting for 2019.

There were no questions from the shareholders. Mr. Akamin Nganthavee requested the meeting to consider and certify the Minutes of the Annual General Shareholders' Meeting for 2019.

**Resolution:** The meeting considered and resolved to adopt the Minutes of Annual General Meeting of Shareholders held on April 29<sup>th</sup>, 2019 as proposed with unanimous vote of the shareholders present to the meeting and cast their votes as follows:-



สำนักงานใหญ่ 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์รังสิต ชั้น 7 ถนนพหลโยธิน อำเภอ  
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Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	116,862,890	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

**Agenda 2 To acknowledge the Company's 2019 operating results**

Mr. Akamin Nganthavee reported that the operating result and the significant change for the year of 2019 are shown in the 2019 Annual Report, which had been sent to all shareholders together with the invitation letter of this meeting. The summary is as follows:-

Revenues

The Company reported total revenues of Baht 2,098.68 million, which includes revenues from sales of Baht 2,025.85 million and other incomes of Baht 72.83 million.

Sales in 2019 amounted to Baht 2,025.85 million, representing a decrease of Baht 371.70 million, equivalent to 15.50 percent lower compared to 2018. A decrease in sales came from both domestic sales and exports, which is supported by both volume and sales price decrease. The proportion of sales: 80.08% came from domestic and 19.92% came from export.

Costs and Expenses

Costs of goods sold in 2019 amounted to Baht 1,934.53 million, down by Baht 310.73 million or 13.84% from the previous year due to the lower in sales volume and raw material price.

Selling expenses, administrative expenses, financial cost and other expenses amounted to Baht 138.76 million, which are Baht 33.16 million lower than last year. The main reason is the provision for employees' benefit from the revision plan of the Company in 2018 amounted to Baht 30.27 while other selling and administrative expenses are decrease from sales decreased.

Profit

The gross profit in 2019 total Baht 91.33 million, decreased by 60.96 million or 40.03 from the previous year. The net profit in 2019 totaled Baht 18.42 million, decreased by Baht 30.57 million or 62.40% from the previous year.



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The reason why the company has no income tax expenses in 2019 is because the company has taxable expense from bad debt written off from long-term loans to related party , Century Electronics and System Co., Ltd. (CES), because the CES became bankruptcy and already allotted the debtor's properties to creditors on 30 November 2017.

The Financial Review

As of December 31<sup>st</sup>, 2019, total assets were worth Baht 1,796.89 million. Total liabilities and total equity were at Baht 262.37 million and Baht 1,534.52 million respectively.

Anti-Corruption

The Company has not announced to join the Anti-Corruption scheme with Thailand's Private Sector Collective Action Against Corruption (CAC) but has announced the Anti-Corruption Policy since November 2015. Moreover, the Company has opened up opportunities for all stakeholders to report or inform any irregularities in the business operations through the specific channels provided. This is to ensure that the investigation of complaints is conducted according to the process specified in the "Whistleblowing Policy". In 2019, the Company had no complaint in relation to fraud or ethical misconduct or any incident that may cause negative reputation to the company.

Mr. Akamin Nganthavee then invited the shareholders attending the meeting to raise question and express their opinion which can be summarized as follows:

There were no further questions from the shareholders. The meeting acknowledged the Company's 2019 operating results.

**Agenda 3 To consider and approve the Company's financial statements for the year ended December 31<sup>st</sup>, 2019**

Mr. Suwit Apichaidit proposed the meeting to consider and approve the Company's financial statements for the year ended on December 31<sup>st</sup>, 2019. The Company's financial statements were audited by the Certified Public Accountant and reviewed by the Audit Committee and is shown in the Annual Report distributed to the shareholders in advance (Enclosure 2). The Financial statements are summarized as below:

Statements of Financial Position

As of December 31<sup>st</sup>, 2019, the Company had total assets of Baht 1,796.89 million included current assets and non-current assets of Baht 1,065.95 million and Baht 730.94 million respectively, The Company had total liabilities of Baht 262.37 million and total equities in the amount of Baht 1,534.52 million.



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Statement of comprehensive Income

In 2019, the revenue from the sales was Baht 2,025.85 million with the cost of goods sold equal to Baht 1,934.53 million. The gross profit totaled Baht 91.33 million. The other income was Baht 72.83 million. The selling expenses, administrative expenses, financial cost and other expenses were Baht 145.74 million. Therefore, the net profit was Baht 18.42 million and the earning per share was 0.07 Baht.

Mr. Suwit Apichaidit then invited the shareholders attending the meeting to raise question and express their opinion.

There were no further questions from the shareholders. Mr. Suwit Apichaidit requested the meeting to consider and approve the Company's financial statement for the year ended December 31<sup>st</sup>, 2018.

**Resolution:** The meeting agreed and approved the Company's financial statement for the year ended December 31<sup>st</sup>, 2019 , by unanimous vote of shareholders who attend the meeting and cast their votes as follows:-

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	122,964,790	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

**Agenda 4 To consider and approve the allocation of legal reserve and dividend payment for the Company's 2019 operating results.**

Mr. Akamin Nganthavee proposed the meeting to consider and approve the allocation of legal reserve and dividend payment for the Company's 2019 operating results. The details are as follows:-

- Under the Public Company Act B.E. 2535, Section 116 and Clause 33 of the Company's Articles of Association, indicating that the Company has to allocate some of its net profit as a Company's legal reserve which has to be at minimum 5 percent of the yearly net profit. This amount would be deducted by retained loss brought forward (if any) until the Company's legal reserve reaches 10 percent of the registered share capital.



สำนักงานใหญ่ 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์รังสิต ชั้น 7 ถนนพหลโยธิน ลำลูกกา  
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- In 2019, the financial statement showed Baht 18.42 million in total net profit. No statutory reserve is required since the reserve has already reached 10% of the registered capital as required by the related laws.
- For the dividend payment, the Company has the policy to pay the dividend to the shareholders in the ratio of 50 percent of net profit gained from the Company's operating results and in accordance to the Company's financial statement after a deduction of the reserved funds that must be complied with the Company's Articles of Association and Law. Plus, the dividend payment shall depend on the Company's cash flow, investment plan and other necessities in the future.
- In the year 2019, the net profit after allocation to the legal reserve amounted to Baht 18.42 million. The management considered and proposed the meeting of Shareholders to approve the cash dividend payment for the year 2019 performance at the rate of Baht 0.074 per share. At present, the total paid-up share capital are 270,000,000 shares and the total amount of dividend payment is Baht 19.98 million, equivalent to 108.47% of the net profit . The proposed dividend is consistent with the company's dividend payment policy.
- The date for determining the rights of shareholders to receive dividend payment would be on March 12<sup>th</sup>, 2020 (Record Date). The dividend payment will be made on May 27<sup>th</sup>, 2020.

Mr. Akamin Nganthavee invited the shareholders attending the meeting to raise question and express their opinion which can be summarized as follows:-

There were no further questions from the shareholders. The meeting considered the matter and cast votes.

**Resolution:** The meeting agreed to approve the dividend payment from the 2019 performance at Baht 0.074 per share in the total amount of Baht 19.98 million with the following votes:-

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,799,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-



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**Agenda 5 To appoint the directors to succeed those completing their terms and new directors**

In accordance with Clause 14 of the Company's Articles of Association, one-third of the total number of directors shall be required to vacate their offices by rotation at every general meeting of shareholder.

Four directors to be retired by rotation in this meeting were as follows:

- |                                 |                               |
|---------------------------------|-------------------------------|
| 1. Mr. Suri Buakhom             | Chairman/Independent Director |
| 2. Mr. Pradit Vutdhipapornkul   | Director                      |
| 3. Mr. Janewith Luangcharoenkij | Director                      |
| 4. Mr. Chatchai Siriwatana      | Director                      |

The Company invited shareholders to nominate qualified candidates for the director position during January 1<sup>st</sup>, 2020 – February 15<sup>th</sup>, 2020. However, no shareholder nominated any qualified candidate.

The Nomination and Remuneration Committee (excluding directors who are due to retire by rotation in 2020 Annual General Meeting of Shareholders) considered qualification of director and independent director and considered that the four directors, who have completed their tenure, hold qualifications such as experience, knowledge, skills, capability and their performances which will be relevant to the business of the company. Thus, the Board of Directors recommend to re-appoint four directors who were retired by rotation to serve for another term as follow:-

- |                                 |                               |
|---------------------------------|-------------------------------|
| 1. Mr. Suri Buakhom             | Chairman/Independent Director |
| 2. Mr. Pradit Vutdhipapornkul   | Director                      |
| 3. Mr. Janewith Luangcharoenkij | Director                      |
| 4. Mr. Chatchai Siriwatana      | Director                      |

and to appoint the new directors as follows:-

- |                              |                                      |
|------------------------------|--------------------------------------|
| 1. Mrs. Thipchaya Suttapanya | Audit Committee/Independent Director |
| 2. Mr. Yongyut Boonme        | Director                             |

The profiles of the nominated directors for re-appointment are shown in the Enclosure 3 which was sent to the shareholders together with the invitation letter of this meeting.

Mr. Suwit Apichaidit invited the shareholders attending the meeting to raise question and express their opinion.



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Shareholder: The reasons why the company has appointed the new directors.

Management: To appoint Mrs. Thipchaya Suttapanya, who has knowledge and capability in Account, is the Member of Audit Committee due to the company still lacks a director with this qualification, and to appoint Mr. Yongyuth Boonmee is Director due to he has knowledge and capability in finance. Their knowledge and capability are beneficial to the company.

There were no questions from the shareholders. The meeting considered the matter and cast votes for each proposed individual candidate.

**Resolution:** The meeting considered and approved to re-elect the 4 retiring directors to serve as the Company's directors for another term and to appoint new directors. The resolution was passed for each individual director. The details are as follow:-

5.1) Mr. Suri Buakhom

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	123,774,947	100.00
Disapproved	0	-
Abstained	1,025,000	-
Invalid	0	-

5.2) Mr. Pradit Vutdhipapornkul

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,799,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

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5.3) Mr. Janewith Luangcharoenkij

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,799,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

5.4) Mr. Chatchai Siriwatana

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,799,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

#### 5.5) Mrs. Thipchaya Suttapanya

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,799,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-



สำนักงานใหญ่ 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์รังสิต ชั้น 7 ถนนพหลโยธิน ลำลูกกา  
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FACTORY

4 I - 5 RD. MAPTAPHUD INDUSTRIAL ESTATE MAPTAPHUD MUANG

RAYONG 21150 THAILAND. TEL. (6638) 684610-3 FAX. (6638) 684614

5.6) Mr. Yongyuth Boonmee

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,799,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

**Agenda 6 To approve the directors' remuneration for the year 2020**

Mr. Akamin Nganthavee informed the meeting that the Nomination and Remuneration Committee has considered the remuneration for directors for 2020 and proposed the rate of remuneration for year 2020 equal to the preceding year as these following details:

Directors

- Attendance fee : 15,000 Baht/person/time
- The total remuneration fee: not exceed Baht 5 million per year.
- Other remuneration and benefits : None

Audit Committee

- Attendance fee : 20,000 Baht/person/time

Mr. Akamin Nganthavee invited the shareholders attending the meeting to raise question and express their opinion.

There were no questions from the shareholders. The meeting considered the matter and cast votes.

**Resolution:** The meeting considered and resolved to approve the remuneration for directors of year 2020 as proposed. The result of votes are as follows:-



สำนักงานใหญ่ 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์รังสิต ชั้น 7 ถนนพหลโยธิน ลำลูกกา  
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FACTORY

4 I - 5 RD. MAPTAPHUD INDUSTRIAL ESTATE MAPTAPHUD MUANG

RAYONG 21150 THAILAND. TEL. (6638) 684610-3 FAX. (6638) 684614

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,909,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

**Agenda 7 To appoint an auditor and approve the audit fee for 2020**

Mr. Suwit Apichaidite proposed the meeting to consider and approve the appointment of auditor and audit fee for 2020. The Board of Director concurred with the Audit Committee's recommendation considered that Bunchikij Company Limited is proper, reliable and independent. In additional, the auditor fee is reasonable. Thus, it is considered appropriate for the meeting of shareholders to approve the appointment of

(1) Mr. Thewa Damdaeng CPA No. 10777 or

(Never certified in Company's financial statements)

(2) Ms. Sudaporn Tawapee CPA No. 6862 or

(Never certified in Company's financial statements)

(3) Mr. Pornchai Kittipunya-ngam CPA No. 2778 or

(Never certified in the Company's financial statements)

The auditors from Bunchikij Co., Limited to be Company's auditor for the year 2020 with the remuneration in the amount of Baht 1,350,000. Only the audit fee is included in the Company's auditor.

Besides, the above-mentioned auditors have neither relationship nor conflict of interest with the Company, the executives, the major shareholders or other related persons of these parties. Thus, the proposed auditors are independent to perform audit activities and express their opinion on the financial statement of the Company.

Mr. Suwit Apichaidit invited the shareholders attending the meeting to raise question and express their opinion.

There were no questions from the shareholders. The meeting considered the matter and cast votes.

**Resolution:** The meeting considered and resolved to approve the appointment of Mr. Thewa Damdaeng, CPA No. 10777 or Ms. Sudaporn Tawapee, CPA No. 6862 or Mr. Pornchai Kittipunya-ngam, CPA No.

**สำนักงานใหญ่** 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์วโอสถ ชั้น 7 ถนนพหลโยธิน อำเภอคลองหลวง จังหวัดปทุมธานี 12130 โทร. (02) 992-6867 แฟกซ์. (02) 992-6870

**โรงงาน** 4 ถนน โอ 5 นิคมอุตสาหกรรมมาบตาพุด ต.มาบตาพุด อ.เมือง จ. ระยอง 21150 โทร. (038) 684610-3 แฟกซ์. (038) 684614

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4 I - 5 RD. MAPTAPHUD INDUSTRIAL ESTATE MAPTAPHUD MUANG  
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## FACTORY

4 1-5 RD. MAPTAPHUD INDUSTRIAL ESTATE MAPTAPHUD MUANG

RAYONG 21150 THAILAND. TEL. (6638) 684610-3 FAX. (6638) 684614

2778 from Bunchikij Co., Limited to be Company's auditor for the year 2020 and the audit fee in the amount of Baht 1,350,000. The result of votes is as follows:-

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,909,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

**Agenda 8** To propose and approve the amendment of the Company's Articles of Association No. 8, 18 and 19

Mr. Akamin Nganthavee proposed the meeting to consider and approve the amendment of the Company's Articles of Association due to some of the Company's Articles of Association do not comply with the current situation. Therefore the Board of Directors has proposed to amend the Company's Articles of Association No. 8, 18 and 19. The details are as follows:-

No. 8 old: The Company shall neither hold nor accept its own share for pledge.

new: The Company shall neither hold nor accept its own share for pledge,  
except for the following :

- (1) The Company may buy back shares from a shareholder who votes against such resolution of the shareholders meeting to amend the Articles of Association regarding the rights to vote and to receive dividend payment, which is unfair in the view of such shareholder,
- (2) The Company may buy back shares for the purpose of financial administration in the case that the Company has retained earnings and excess liquidity, provided that such buyback of shares shall in no way give rise to any financial difficulty to the Company.

In this regard, the buyback of shares by the Company shall be subject to prior approval from the shareholders meeting, except for any buyback of shares representing no more than ten (10) percent of its paid-up capital, which shall be within the scope of power of the Board of Directors to approve such buyback of shares.



สำนักงานใหญ่ 99/2 หมู่ 8 อาคารศูนย์การค้าเจริญรังสิต ชั้น 7 ถนนพหลโยธิน ตำบลภา  
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FACTORY

4 I - 5 RD. MAPTAPHUD INDUSTRIAL ESTATE MAPTAPHUD MUANG

RAYONG 21150 THAILAND. TEL. (6638) 684610-3 FAX. (6638) 684614

Such shares held by the Company will neither be counted to form a quorum of the shareholders meeting nor be eligible to vote and receive dividend payments. The Company must dispose of such shares as bought back by the Company as per the preceding paragraph within the period specified by the laws.

Should the Company fail or be unable to dispose of all of those shares bought back by the Company within the period specified by the laws, the Company shall decrease its paid-up capital by way of canceling the listed shares which cannot be disposed of.

The buyback of shares, the disposal of the shares bought back, including the determination of number, offering price for buyback of shares or offering price for sale of shares bought back or in any other cases relating to such share buyback, and the cancellation of the shares bought back, shall be in accordance with the rules and procedures prescribed by the laws.

No. 18 old: A quorum of the Board of Directors meeting shall consist of not less than one half of the total number of directors. In the event that the Chairman of the Board of Directors is absent or is unable to perform his or her duties, the Vice-Chairman, if available, shall preside over the meeting. In the absence of the Vice-Chairman or if the Vice-Chairman is unable to perform his or her duties, the directors present at the meeting shall elect one from among themselves to be the Chairman of the meeting.

All resolutions of the Board of Directors meeting shall be passed by a majority of votes of the directors attending the meeting

Each director shall have one vote, except any director having a personal interest in any matter shall have no right to vote on such matter.

new: A quorum of the Board of Directors meeting shall consist of not less than one half of the total number of directors. In the event that the Chairman of the Board of Directors is absent or is unable to perform his or her duties, the Vice-Chairman, if available, shall preside over the meeting. In the absence of the Vice-Chairman or if the Vice-Chairman is unable to perform his or her duties, the directors present at the meeting shall elect one from among themselves to be the Chairman of the meeting.



สำนักงานใหญ่ 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์รังสิต ชั้น 7 ถนนพหลโยธิน อำเภอหลัก  
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FACTORY

4 I - 5 RD. MPTAPHUD INDUSTRIAL ESTATE MPTAPHUD MUANG

RAYONG 21150 THAILAND. TEL. (6638) 684610-3 FAX. (6638) 684614

All resolutions of the Board of Directors meeting shall be passed by a majority of votes of the directors attending the meeting

Each director shall have one vote, except any director having a personal interest in any matter shall have no right to vote on such matter. In the case of an equality of votes, the presiding Chairman of the meeting shall be entitled to another, casting vote.

In each meeting of the Board of Directors, the Chairman of the meeting may require that directors of the Company attend such meeting and make any arrangements in such meeting through electronic devices.

As for the electronic conferencing as per paragraph four, the person in charge of the meeting has

1. to get the participants to present themselves for the electronic conferencing before meeting.
2. to get the participants can vote, both public vote and confidential vote.
3. to get for preparing the minute of meeting.
4. to get for audio recording or both audio and video recording, in any case, for all of the participants throughout the meeting in electronic media, except for the confidential meeting.
5. to keep the electronic data storage for all of the participants as evidence, the information according to No.4 and 5 shall be considered as part of the meeting.

To prepare the information security process including the electronic data storage for the mentioned recording and have a control system in accordance with the applicable laws.

The directors attending the meeting of the Board of Directors via electronic devices under the abovementioned methods and conditions shall be deemed to constitute a quorum, and such meeting of the Board of Directors via electronic devices shall be also deemed to become effective in the same manner as the meeting held under the methods specified in the laws and these Articles of Association.

No. 19 old: In summoning a meeting of the Board of Directors, the Chairman of the Board of Directors or a person entrusted by the Chairman shall send notice thereof to the directors not less than seven days prior to the date of the meeting. However, in case of necessity or urgency in order to maintain the rights or interests of the Company, summoning of a



สำนักงานใหญ่ 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์รังสิต ชั้น 7 ถนนพหลโยธิน อำเภอ  
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FACTORY

4 I - 5 RD. MAPTAPHUD INDUSTRIAL ESTATE MAPTAPHUD MUANG

RAYONG 21150 THAILAND. TEL. (6638) 684610-3 FAX. (6638) 684614

meeting may be made by other methods and the meeting may be  
scheduled to be held sooner.

new: In summoning a meeting of the Board of Directors, the Chairman of the Board of Directors  
or a person entrusted by the Chairman shall send notice thereof to the directors not less than  
seven days prior to the date of the meeting. However, in case of necessity or urgency in  
order to maintain the rights or interests of the Company, summoning of a meeting may be  
made by other methods and the meeting may be scheduled to be held sooner.

A notice of a meeting of the Board of Directors which is the meeting through electronic  
devices, including supporting documents of the meeting of the Board of Directors, may be  
delivered via electronic mail. In this connection, any persons who have a duty to convene  
the meeting shall collect copies of the notice of the meeting and the supporting documents  
as evidence, whereby they may be collected in a form of electronic file.

In the event the Board of Directors meeting is requested by two or more directors, the  
Chairman of the Board of Directors shall schedule the date of the meeting to be held.

Mr. Akamin Nganthaveet invited the shareholders attending the meeting to raise question and express  
their opinion.

There were no questions from the shareholders. The meeting considered the matter and cast vote

**Resolution:** The meeting considered and resolved to approve the amendment of the Company's regulations  
No. 8, 18 and 19. The result of votes is as follows:-

8.1 The Company's regulations No. 8

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,909,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

**สำนักงานใหญ่** 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์วโงสิต ชั้น 7 ถนนพหลโยธิน ลำลูกกา ปทุมธานี 12130 โทร. (02) 992-6868 แฟกซ์. (02) 992-6870

**โรงงาน** 4 ถนน โอ 5 นิคมอุตสาหกรรมมาบตาพุด ต.มาบตาพุด อ.เมือง จ. ระยอง 21150 โทร. (038) 684610-3 แฟกซ์. (038) 684614

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## FACTORY

RAYONG 21150 THAILAND. TEL. (6638) 684610-3 FAX. (6638) 684614

## 8.2 The Company's regulations No. 18

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,909,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

### 8.3 The Company's regulations No. 19

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	124,909,947	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

**Agenda 9      To consider and approve the additional audit fee for 2019**

The reasons for adding this agenda in the 2020 Annual General Meeting of Shareholders was due to the fact that Independent Auditor informed the management that they had spent more working hours to audit the financial statement of Thai Wire Products Public Company Limited for the year ended 31 December 2019 which due to the expanding scope of work for auditing the sale of the right to claim in loan to Thai Lao Lignite Company Limited. Therefore, they submitted the requested for additional audit fee for auditing the financial statement of Thai Wire Products Public Company Limited for the year ended 31 December 2019 in the amount of Baht 350,000 per debit note no. 63/067 dated 4 March 2020.

The Board of Directors of Thai Wire Products Public Company Limited (BOD) has an opinion to propose this matter to approve from the 2020 Annual General Meeting of Shareholders. The result from the meeting with the following votes:

Mr. Akamin Nganthaveet invited the shareholders attending the meeting to raise question and express their opinion.



สำนักงานใหญ่ 99/2 หมู่ 8 อาคารศูนย์การค้าเซียร์รังสิต ชั้น 7 ถนนพหลโยธิน อำเภอ  
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FACTORY

4 I - 5 RD. MAPTAPHUD INDUSTRIAL ESTATE MAPTAPHUD MUANG

RAYONG 21150 THAILAND. TEL. (6638) 684610-3 FAX. (6638) 684614

There were no questions from the shareholders. The meeting considered the matter and cast vote

**Resolution:** The meeting considered and resolved to disapprove the addition audit fee for 2019 amount of Baht 350,000. The result of votes are as follows:-

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	27,272,800	29.07
Disapproved	66,556,547	70.93
Abstained	27,719,800	-
Invalid	3,360,000	-

Mr. Akamin Nganthavee informed the meeting that all agenda items have been covered and completed. This is the Q&A session for any further enquiries and suggestions from the shareholders.

There were no further questions from the shareholders. The chairman announced the meeting closure and thanked all the shareholders for their support.

There were additional shareholders arrived and registered for the meeting after the meeting started. Therefore, at the closing time of the meeting, there were a total of 44 shareholders who presented either in person or by proxy, representing 124,909,947 shares or 46.26%.

The meeting adjourned at 11.45 a.m.

Signed .....

(Mr. Akamin Nganthavee)

Chairman of the Meeting

Signed .....

(Mr. Sorarat Nganthavee)

Recorder of the Meeting