



Invitation for Annual Shareholders' Meeting

For year 2013

T. Krungthai Industries Public Co., Ltd.

Wednesday, April 10, 2013

At 1400 hrs

Vimanthip Rm., 5th Floor, Montien Riverside Hotel

372 Rama 3 Rd., Bangklo, Bangkok 10120, Thailand

Please bring the proxy form with you on the day of the meeting for
convenience and quick registration

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For more information, please contact

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March 4, 2013

Subject Invitation to Attend the Annual General Shareholders' Meeting 2013

Attention Shareholders of T. Krungthai Industries Public Co., Ltd.

On February 20, 2013, Monday during the Board of Directors Meeting of T. Krungthai Industries Public Co., Ltd., it was resolved to hold the Annual General Shareholders' Meeting for year 2013 on April 10, 2013, Wednesday at 14.00 to be held at Vimanthip Rm., 5th Fl., Montien Riverside Hotel, 372 Rama 3 Rd., Bangkok, Bangkok in order to consider various items on the agenda as follows :

Agenda 1. To approve the Minutes of Annual General Shareholders' Meeting for fiscal year 2012

Objective & Reason : The company held Annual General Shareholder's Meeting 2012 on April 10, 2012 and the company shall send details of the said meeting to Stock Exchange Market and to the Ministry of Industry which is shown on the company's website and the attachment no. 1.

Opinion of Board : The Annual General meeting should approve the minutes which was correctly and truly recorded.

Agenda 2. To acknowledge the Company's Performance for fiscal year 2012

Objective & Reason : Company's performance for fiscal year 2012 as per the company's Article of Association point no 40. For details please refer to the company's annual report as per document attached no. 2.

Opinion of the Board : The company's performance for the fiscal year 2012 has been acknowledged by the Directors.

Agenda 3. To consider and approve the Statement of Financial Position, Statement of Comprehensive Income as per auditor's report for year ended Dec 31 2012

Objective & Reason : As per the regulation of public companies matra 112 in the year 1992 and pursuant to article 53 of company's articles of association, requesting the directors to consider and approve the Statement of Financial Position and Statement of Comprehensive Income at the end of each year and this report must be ready before the shareholder meeting. Details are shown in the annual report 2012.

Opinion of the Board : The Statement of Financial Position and Statement of Comprehensive Income ended Dec 31 2012 along with the auditor's report has to be presented and approved during the meeting which has been already audited and approved by the auditors. Details are shown on the company's annual report for fiscal year 2011 as per attachment no. 2

Agenda 4. To consider the approval of the payment of dividends for fiscal year 2012

Objective & Reason : The company has to pay the dividends to the shareholders not less than 40% of net profit of each year except if Directors have plans to invest on some investments and should this be the case the directors will not pay the dividends on the said year and must be considered and approved during the shareholders' meeting

Company's performance granted us a net total profit of Baht 88.81 million for fiscal year 2012 which bestows Baht 0.18 per share totaling Baht 38.52 million or 43.37% of the net profit as per the regulations of the company's dividends payment to the shareholders whose names appear on the register book as at March 7, 2013 and collect shareholders' names under Section 225 of the Securities

and Exchange Act year 1992 The closing of share register book for the right to receive the dividend on March 8, 2013. The payment will be made on April 29, 2013. Comparison on the dividend payment for the previous year

Details of Dividends payment	2012	2011	2010
1. Net profit (million Baht)	88.81	(14.85)	40.64
2. Total Shares (million share)	214	214	214
3. Profit / share	0.41	(0.07)	0.19
4. Dividends/share (Baht / share)	0.18	0.05	0.12
5. Total paid shares (million Baht)	38.52	10.70	25.68

Opinion of the Board : The Annual General Meeting should approve the appropriation of the 2012 dividends payment at Baht 0.18/share totaling about Baht 38.52 million or 43.37 % of the net profit and the payment will be made on April 29, 2013.

Agenda 5. To consider and approve the election of directors replacing those who are retiring upon completion of their term of office

Objective & Reason : In accordance with the rules and regulations of public companies Matra 71 and pursuant to company's article of association no. 18 "In every Annual General Meeting one third of the total no. of directors shall resign and the following directors who are going to resign are : Mr. Sumate Techakraisri, Mr. Kowate Limtrakul, Mr. Phreecha Techakraisri, Mr. Apichart Kasemkulsiri and Mr. Chumpol Techakraisri

The company had informed through the website inviting shareholders to propose names of qualified candidates for the directorship candidacy and also to propose agendas but there were no proposals received from the shareholders. The Nomination Committee and Directors who do not get any benefit nor loss commented that the 5 Directors have proven their best knowledge and abilities, experience and skill, therefore, the 5 resigning Directors shall be re-elected for another term. Should the 5 resigning directors been proposed to continue his/her duty to the company the said proposed directors are not allowed to vote for themselves. Resume of each Director are shown on the attachment no. 3

Opinion of the Board : The nomination committee considered that the 5 directors who are resigning by rotation and has been re-elected to continue their services for another term and as the board of directors is of opinion that these persons are qualified and have proven their good and best knowledge, competency and experience in managing the company in accordance to the regulations of public companies and that there is no law not to allow the re-election of the concerned directors.

Agenda 6. To consider the approval of directors' remuneration for fiscal year 2013

Objective & Reason : Pursuant to the Article 16 of company's Article of Association, the remuneration has been considered by the committee in order to suit the responsibility and volume of work and for this fiscal year 2012, the remuneration committee and the directors who do not get any benefit nor loss suggested that the remuneration for fiscal year 2013 shall be amounting Baht 2,628,000 and the pension amount is Baht 560,000. Details are shown on attachment no. 4

Opinion of the Board The Remuneration Committee and the Board of Directors has approved the remuneration of the directors for fiscal year 2013 amounting Baht 2,628,000 and the pension amount is Baht 560,000.-

Agenda 7. To consider and approve the appointment of Auditors and their remuneration for fiscal year 2013

Objective & Reason : Pursuant to the Article 56, 57 of the Company's Article of Association, the Board of Directors shall appoint auditor and fix the remuneration and pursuant to Section 120 according to the Public Limited Companies Act, the General meeting

shall appoint auditors and fix their remuneration for auditing every year. The Audit Committee proposed 4 Auditors for fiscal year 2013 for the shareholders' consideration. Mrs. Wimolsri Jongudomsombat CPA No. 3899 and/or Mrs. Kannika Wipanurat CPA No. 7305 and/or Mr. Jirote Sirirorote CPA No. 5113 and/or Ms. Nonglak Pattanabandith CPA No. 4713 of Karin Audit Limited being the auditors for fiscal year 2013 and has been 3 years continually auditor of the company and also no relationship, and no conflict of interest with the company either directly or indirectly with the be it on management / major shareholders or person (s) relating to those. It has been approved during the General meeting that their remuneration will amount to Baht 410,000, for every quarter charges are Baht 80,000./-quarter for 3 quarters totaling Baht 650,000 and for other services (non audit services) that is BOI charge is Baht 10,000 / card totaling Baht 40,000 / 4 cards which is more than the rate as of 2012 as per attachment no. 5.

Opinion of the Board : The General meeting elected Mrs. Wimolsri Jongudomsombat CPA No. 3899 and/or Mrs. Kannika Wipanurat CPA No. 7305 and/or Mr. Jirote Sirirorote CPA No. 5113 and/or Ms. Nonglak Pattanabandith CPA No. 4713 of Karin Audit Limited to be the company's auditor for fiscal year 2013 with a remuneration of Baht 650,000 and for other services (non audit service) that is BOI charges of Baht 40,000./- 4 cards

Agenda 9. Others, if any

All shareholders are cordially invited to attend the said meeting as per the date, time and place mentioned and should you have any questions regarding the agendas, please feel free to contact before the meeting date by sending facsimile at no. 02-212-4864 informing of your address and contact no. for the company to get in touch with you.

The company will be opened for registration from 13:00 hrs. onwards and should the shareholder is not able to attend the meeting, please fill in the proxy form appointing your proxy or the Independent Directors of the company who are entitled to vote on the shareholders behalf. For convenience in the registration may we request the shareholders/proxy to bring the proxy form (attached) to show to the registration officers along with the required documents in attending the meeting which are attached herewith. The company had set the record date on March 7, 2013 for determination for the right to attend the meeting and receiving the dividend payment. The collection of names and the of closing register book under Section 225 of the Security and Exchange Act shall be on March 8, 2013. The company shall prepare Revenue Stamps as our service for the shareholders who appointed their proxies.

Respectfully yours ,



(Sumate Techakraisri)

CEO / Chairman

- Remarks
1. However, if any shareholders would like to have a copy of the annual report in hard copy, please contact Tel. no. 02-211-3732 ext. 104.
 2. Shareholders can access our company's website (www.tkrungthai.com) from March 4, 2013 for more details.

For the approval of Agenda 1: To acknowledge the Minutes of Meeting for fiscal year 2013
Minutes of Annual Shareholders' Meeting 2012
T.Krungthai Industries Public Co., Ltd.
Tuesday, 10th of April 2012 at 1400 hrs
Narai Hotel
1st Floor, 222 Silom Rd., Bangkok, Thailand
Meeting commenced at 1400 hrs.

General Terdsak Marrome, Chairman of the Board of Directors, acted as Chairman of the General Meeting opened the forum by greeting and welcoming the shareholders who attended the meeting and introduced all the Board of Directors and Executives of the Company as listed below:

- | | | |
|--------------------|---------------|---|
| 1. General Terdsak | Marrome | Chairman of the Board (Independent Director) |
| 2. Mr. Sumate | Techakraisri | CEO / Chairman / Director of Remuneration and Nomination Committee |
| 3. Mr. Pairuch | Sahamethapat | Chairman of the Audit Committee (Independent Directors) |
| 4. Mr. Paotep | Chotinuchit | Audit Committee (Independent Directors)
Chairman of Remuneration Committee and Nomination Committee |
| 5. Mr. Virasak | Suthantavibul | Audit Committee (Independent Directors) |
| 6. Dr. Kosol | Surakomol | Independent Director/ Director of Remuneration and Nomination Committee |
| 7. Mr. Kumpee | Chongthurakit | Director |
| 8. Mr. Prasong | Techakraisri | Director |
| 9. Mrs. Yupa | Techakraisri | Executive Director |
| 10. Mr. Apichart | Kasemkulsiri | Executive Director |
| 11. Mr. Phreecha | Tachakraisri | Director / Executive Director /
Deputy Asst. Managing Director/
Director of Remuneration and Nomination Committee |
| 12. Mr. Kowate | Limtrakul | Executive Director |
| 13. Dr. Naruepont | Pongcharoen | Executive Director / Managing Director |
| 14. Mr. Chumpol | Techakraisri | Executive Director / Asst. Managing Director /
Company Secretary |

Auditor attended the meeting

Mrs. Wimolsri Jongudomsombat Auditor, CPA No. 3899

Accounting and Finance Manager

Mrs. Ungkana Thaijaratsatien

General Terdsak Marrome, Chairman of the Board thanked the shareholder for attending the meeting and informed that there were 75 shareholders present and appointed a proxy totaling 90 persons totaling 165 persons with a total share of 159,227,868 shares which is equal to 74.41% this total is more than enough to perform and proceed with the meeting. Meeting was then declared open:

Before the meeting started the Chairman informed regarding the casting of vote procedure and the counting of votes for those who attended by themselves and the proxy as follows :

1. The voting shall be 1 share / 1 vote and the resolution of the General Shareholders Meeting votes are as follows:

1.1. By the majority vote of the shareholders attending the meeting who have the rights to cast their votes, should the result of votes is equally the same then the Chairman of the Board can cast his vote which will be counted as final result.

1.2. The Chairman will ask the voting result for each agenda and for the shareholders who disapprove and abstained in voting has to fill in the voting form distributed by the officers and after the shareholders cast their votes, shareholders are requested to raise their hands and send them back to vote counter. Officers will then count the votes for those who disapprove and abstained and such vote shall be deducted from the total votes at the meeting. The rest of votes shall be counted for the approval of the said agenda. In the case of Agenda 5 and 6, the company shall keep the ballot of each shareholder.

2. Shareholders who have benefit on any agendas are not allowed to cast their votes and the Chairman of the Meeting may request them to temporarily leave the meeting room.

3. In the case that Shareholders who won't be present or has to go out of the room for any reason on any of the agendas, their voting ballots can be given or hand over to the officers before they leave the room and this has to be given to the vote counting officer for that agenda.

For the shareholder who appointed a proxy and requested the proxy to cast the vote as may be appropriate for each agenda, the company shall record the vote in the computer.

For the casting of votes for each agenda, there is a possibility that result is not the same as there were more shareholders and proxies who came late during the meeting

In order to create clarity and transparency in the casting of votes for each topic of the agenda as in compliance with the company's Corporate Governance Policy Statement, the Chairman invited an outsider legal consultant, Mr. Theerapan Petsuwan from Far East Law Office (Thailand) Co., Ltd. to observe and inspect the voting procedure.

The Chairman then declared that the company gave importance to the shareholders as per the Corporate Governance Policy on the rights of shareholders and the participation on the meeting where the company requested the shareholders to propose agendas for this Annual General Meeting from November 10, 2011 to December 31, 2011 through e-mail at investor@tkrngthai.com but nobody proposed any agendas.

The Chairman proceeded with the following agendas:

Agenda 1 To consider the adoption of the General Shareholders' Meeting for fiscal year 2011

The Chairman of the Board requested the members of the Board to confirm the General Shareholders minutes of meeting held on April 7, 2011 which has been sent to shareholders and placed a notice on the company's website on April 21, 2011. The Board of Directors confirmed that the contents of the minutes are true and recorded correctly. Details are shown on the document attachment no.1 for the meeting to consider and approve.

During the meeting there were additional shareholders giving a total shareholder attendees of 78 persons and proxy of 94 person totaling 172 persons with a total no. of shares of 159,296,468 which is equal to 74.44%.

None of the shareholders in the meeting room had any objection to the minutes or wished to amend it otherwise.

The Chairman then proposed the meeting to cast their votes. The results are as follows:

Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	159,296,468	100
2. Disagreed	0	0
3. Abstained	0	0

The Chairman concluded that the meeting approved the Minutes of Annual General Meeting for fiscal year 2011.

Agenda 2 To consider the approval of the company's performance for fiscal year 2011.

The Chairman of the Board requested Mr. Chumpol Techakraisri, Assistant Managing Director to make the report.

Mr. Chumpol, Assistant Managing Director reported on this agenda the details of the company's performance for year 2011 and informed that this was included on the annual report by means of CD which was sent to all shareholders along with the invitation letter. Following are company's performance details :

- **Overall economic situation for year 2011 :** Thailand GDP growth was only 0.1% due to the disaster we had such as flooding end of last year and the tsunami in Japan during the 2nd quarter of 2011 and most of the manufacturers stopped with their production due to the reasons mentioned.
- Automobile production quantity for year 2011 equaled to 1,457,795 units. Domestic sale equaled to 794,081, Export sale equaled to 735,627 units. These quantities are lower than that of 2010 but for year 2012 we expect a production of 1,895,134 units. Expected domestic sales quantity is 944,956 units and export will be 948,959 units.

For car export and parts for year 2011 amounted to Baht527,064 million , a decrease of 10 % from that of 2010.

For year 2010, car and parts export value was ranked in Thailand 2nd largest export value.

Automobile Industry Situation for year 2011

- Worldwide automobile industry growth was 3 %
 - Situation on European economy.
 - Tsunami in Japan
 - Growth on the new countries dealing with automobile industry
- Thailand automotive industry decreased due to the following reasons
 - Japan tsunami
 - Thailand flooding crisis
 - 1st car policy from government
 - New car model such as ECO Car

Trend of automotive industry for year 2012

- Overall trend
 - Recovery of automotive industry
 - Popularity of ECO Car
- Risk Factor
 - Worldwide Economic Recovery

- Oil Price
- Lack and shortage of labor
- Government policy and flood prevention plan
- Electrical Appliance Industry

Production index for year 2011 was at 142.82 a decrease of 168.37 from that of 2010 due to the flooding, which made the electrical appliances manufacturer and the other parts are not able to produce as usual that made the index 15 % lower for the whole year.

There is 3% increase on the export of electrical appliances. For the air conditioner and parts there was a 9 % decrease and for refrigerator there was an increase of 6 %. These 2 groups are our main customers.

Trend on Electrical Appliances for year 2012

- Overall situation
 - For the recovery after the flooding we expect that 1st quarter will still be lower compared to the same period of last year but we also believe that result for the whole year will be better than that of last year.
 - Worldwide economic situation especially the European Country is very important because Thailand production largely depend on export.
 - Production growth in Thailand: Many big capitalist/ investor moved to Thailand as their production base and Hub for electrical appliances for the South East Asia.
 - Baht300 policy as the minimum wage which has negative and positive factor. For the positive factor it may help the middle and lower consumers to have more purchasing power and for the negative factor, the topic of minimum wage has an effect on the price increase of parts which will make inflation and will also have an effect on the on the purchasing decision of consumers.

- Company Performance for year 2011

Income Structure for year 2011 amounted to Baht 1,275 million a growth of 3.59% from the Automotive Industry we got Baht 761 million or 60 % of the total income, for the electrical appliances we got Baht355 million or 28 % of the total income, for mold industry we got Baht99 million or 8 % of the total income and for other income we got Baht60 million or 4 % of the total income.

Conclusion of company performance for year 2011

- Reasons of book loss
 - Increase in production wastes during the 3rd quarter period which was during the period of launching new model. However, every department in the organization dealt with this problem successfully which reduced the wastes at the end of last year.
 - Revenue decrease was also due to the natural disaster two times but the company cannot immediately cut its cost especially on the labor subject as the employees has to be trained and

developed their skills and experience so it's essential for us to keep all to be ready on the coming growth of sales after the recovery.

- The company had improved and made internal working on the level of quality so, we got certified ISO-TS16949 for Kabinburi and Suwintawong (Injection) which is customary for automotive industry. This certificate will enhance our working process and confidence from our customers.
- New order from 4 new customers, one of them is General Motor. These 4 new customers will start purchasing parts at the start of production so we have full orders for end of year 2012.
- The company acquired 5 star evaluation from IOD for which we are one of the 47 awardees. This award is a proof that our board of director top management and employees had been working hard under the good governance.

Trend for year 2012

- The company planned 3 main activities as follows :
 1. Develop and improve working standard with efficiency.
 2. Cost reduction such as decrease cost on wastes, improvement of human resource, use of robot, transportation improvement and etc. to support the Baht300 wages effective on April 1st 2012 and at the same time to increase profit for the company.
 3. Preparation on the production of new model. Learning from our past experience on 2011, we are now fully prepared for the production of these new models. The top management pays attention in following up the working process from the beginning to protect the escalation of any problem.
 - **CSR activities made by the company :**
 - Donations given to Tsunami victims in Japan
 - Helped employees who were victims of flood
 - Off-Season Offering of robes offered to employees birthplace
 - Listening to Monk Sermon
 - Fire Protection Training and Evacuation for year 2011
 - Yearly Medical Check-Up year 2011
- Etc.

After the report from Mr. Chumpol , Mr. Surapong Sarpaeng, proxy, raised a question as follows : What do you think how the company growth percentage would be , What are the risk factors , and How to cope with these problems ?

Dr. Naruepont Pongcharoen , Managing Director, replied that overall growth for this year will be about 35 – 40 % to compensate the production quantity for quarter 4 of 2011 and 1st quarter of 2012 and the company got a trust from our customers and this can be seen from the orders received from Ford and GM which will start production on the 1st and 2nd quarter of year 2012.

Regarding the risk factor, we are concern on the increase of wages which will make cost higher and the other reason is that workers started going back to their birthplace. On the other hand world economy is still uncertain, whilst automotive industry in our own country is in better condition especially with domestic consumers. For the risk factor on the subject of internal management , we

have made more activities to recruit workers and tried our best to take care of our employees so they won't leave the company. In fact, we had made an evaluation on this kind of risk so, if the production increases we won't be much affected.

No questions and comments from shareholders, therefore, the chairman confirmed the above report.

It has been resolved that shareholders confirmed the report on the company's performance for fiscal year 2011.

During the meeting there were additional shareholders and giving the total shareholder attendees of 83 persons and proxy of 95 person totaling 178 persons with a total no. of shares of 166,299,369 which is equal to 77.71%.

Agenda 3 To confirm the approval of Statement of Financial Position, Statement of Comprehensive Income as per the auditor's report for year ended Dec 31, 2011.

The Chairman of the Board requested Mr. Chumpol Techakraisri, Assistant Managing Director to do the report on the Balance Sheet.

Mr. Chumpol Techakraisri informed during the meeting regarding the Statement of Financial Position and Statement of Comprehensive Income as per the auditor's report for year ended Dec 31, 2011. Details of these are in the Annual report in the form of CD which were sent and delivered to the shareholders together with the invitation letter. Details of financial statement are as follows:

1. Statement of financial position (Million-Baht)

	2011	2010
Total current assets	414.15	336.81
Total non-current assets	603.94	611.70
Total assets	<u>1,018.09</u>	<u>948.51</u>
Total current liabilities	488.02	434.06
Total non-current liabilities	<u>132.95</u>	<u>62.66</u>
Total non-current liabilities	<u>620.97</u>	<u>496.72</u>
Total equity	<u>397.12</u>	<u>451.79</u>
Total liabilities and equity	<u>1,018.09</u>	<u>948.51</u>

2. Statements of comprehensive income (Million – Baht)

	2011	2010
Total Revenue	1,282.45	1,237.17
Cost of sales and services	<u>1,125.46</u>	<u>1,032.33</u>
Profit before expenses	<u>156.99</u>	<u>204.84</u>
Total expenses	157.19	148.46
Profit (loss) before finance costs and income tax expenses	<u>-0.20</u>	<u>56.38</u>
Finance costs	14.65	6.82
Total comprehensive income for the years	<u>-14.85</u>	<u>40.64</u>
Net Profit (loss) (Baht per share)	<u>-0.07</u>	<u>0.19</u>

Ms. Rangsim Rujeyanon, shareholder, raised a question as follows : For the year 2011 where we experience book loss , how are you going to reduce cost or how are you going to manage company expenses ?

Dr. Naruepont apologize to the shareholders on making the company have book loss and informed that for the 2012, the management team focused on 3 issues :

1. Diminishing cost on materials, human resource/labor, setting internal objectives, good team work, hiring outsource experts as our consultant appearing to be effective to the company.
2. Parts of new models, we have improved and developed to rectify the problems we had and already given us profit and are ready to new orders.

Normal working standard for the industry emphasize on procedures, in the past our company was not that successful in exploiting these procedures. For this year we have a policy to follow these procedures strictly.

As no shareholders raised any queries, the chairman requested the shareholder to cast their votes.

Result of votes are as follows:

Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	166,299,369	100
2. Disagreed	0	0
3. Abstained	0	0

The Chairman concluded that Statement of Financial Position and Statement of Comprehensive Income is unanimously approved by majority votes.

During the meeting there were additional shareholders and giving total shareholder attendees of 91 persons and proxy of 107 person totaling 198 persons with a total no. of shares of 167,958,963 which is equal to 78.49%.

Agenda 4 To consider the approval of dividends payment

The Chairman of the Board reported that the company's performance for fiscal year 2011 granted us a Net loss 14.85 Million Baht which bestows baht -0.07 (seven cents) per share and upon consideration of Retained earnings (Unappropriated) total 24.55 million Baht and other related factors, it is then proposed to pay dividends to shareholders at Baht 0.05 (five cents) per share totaling 214,000,000 shares equal to million Baht 10.70. The company will pay the dividends on the record date on March, 9, 2012 and the payment will be on April 27, 2012 which please consider and approve.

Mr. Somchai Suchartcharoenying, shareholder raised a question as follows : May I know the factors why the company had a book loss and the dividend is lesser ?

Dr. Naruepont replied that : the factors that we already had informed on the previous agenda that, there are 3 reasons for this factor, these are wastes during production on the 3rd quarter of 2011, less revenue due to the 2 times disaster that are tsunami and flooding where the company cannot immediately cut its cost expenses especially on the wages .

No dissenting shareholders in the meeting so the Chairman proposed the meeting to cast their votes. The voting results are as follows :



Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	167,958,963	100
2. Disagreed	0	0
3. Abstained	0	0

The Chairman announced that payment of dividends to shareholders will be Baht 0.05/share (five cents) totaling 214 million shares amounting Baht 10.70 Million to the shareholders whose names appear on the register book as at March 9, 2012 and the payment will be made on April 27, 2012.

Agenda 5 To consider and approve the election of directors replacing those retiring upon completion of their office term

For this agenda, the 5 resigning directors personally proposed to leave the meeting room for the shareholders to have freedom in casting their votes.

The Chairman of the Board informed the Rules and Regulations of Listed Public Companies Matra 71 and Article of Association No. 18 “In every Annual General Meeting one third of the total no. of Directors shall resign, in case the no. of Directors could not be divided into 3 parts, thus the number nearest to one third shall resign”.

Directors that resign on the first and second year after the company’s registration were drawn by lot. For the following years, Director who is in the position for a long time must resign.

Directors who resigned are eligible for re-election and retain their position.

At present the company has 14 Directors. 5 Directors who will retire by rotation are :

1. Mr. Pairuch	Sahamethapat
2. Mr. Paotep	Chotinuchit
3. Mr. Virasak	Sutanthavibul
4. Dr. Kosol	Surakomol
5. Dr. Naruepont	Pongcharoen

The company put a notice on the company’s website to propose names of persons who have the ability to be elected as director of the company along with propose agendas. No one proposed any names and agendas.

The Remuneration and Nomination Committee and Board of Directors excluding the resigning 5 commented that the five Directors who are resigning by rotation have proven their best of knowledge, experience, abilities and capabilities in managing the company. Therefore, the resigning Directors were re-elected. Of the five re-elected Director are independent directors : Mr. Pairuch Sahamethapat, Mr. Paotep Chotinuchit, Mr. Virasak Sutanthavibul and Dr. Kosol Surakomol which please consider.

Chairman requested the shareholders to cast their votes be it agreement, disagreement and abstained for each resigning director subject to the rules of Securities and Exchange Commission in order to have clean and clear vote counting.

No dissenting shareholders in the meeting so, the Chairman proposed the meeting to cast their votes. The voting result are as follows :

Name of Directors		Agree, %	Disagree, %	Abstained, %
1. Mr. Pairuch Sahamethapat	167,958,963	0	0	
	100 %	0 %	0 %	

2. Mr. Paotep	Chotinuchit	167,958,963	0	0
		100 %	0 %	0 %
3. Mr. Virasak	Sutanthavibul	167,958,963	0	0
		100 %	0 %	0 %
4. Dr. Kosol	Surakomol	167,958,963	0	0
		100 %	0 %	0 %
5. Dr. Naruepont	Pongcharoen	167,958,963	0	0
		100 %	0 %	0 %

The Chairman informed that it was resolved to re-elect the 5 directors who resigned by rotation.

Chairman thanked the shareholders and requested the shareholders to hand in the ballots to the voting officers to enable them to check and meeting continued.

Agenda 6 To consider the approval of director's remuneration for fiscal year 2012.

The Chairman of the Board requested Mr. Sumate Techakraisri, CEO/Chairman who doesn't get any benefit from this agenda to inform

Mr. Sumate Techakraisri, CEO/Director of Remuneration and Nomination Committee proposed that members will have a total remuneration of Baht 2,362,800 which is equal that of 2011 and no Pension due to company's performance target for year 2011 was not realized which please consider and confirm your approval.

No dissenting shareholders in the meeting so, the Chairman proposed the meeting to cast their vote. The voting results are as follows :

Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	140,332,457	83.5516
2. Disagreed	0	0
3. Abstained	27,626,606	16.4484

The Chairman informed that it was resolved the Directors remuneration for fiscal year 2012 amounts to Baht 2,362,800 and no pension. The Directors who could gain and benefit from this matter refrained from voting.

After the Agenda 7, Mr. Sumate Techakraisri, requested General Terdsak Marrome to continue with the meeting.

Agenda 7 To consider and approve the appointment of Auditors and their remuneration for fiscal year 2012.

The Chairman of the Board informed during the meeting that subject to the rules and regulations of Listed public companies matra: 120 and the Articles of Association no. 56, 57 to appoint during the shareholder meeting a company's auditor and their yearly remuneration. The Audit Committee and Board of Directors approved the appointment of Mrs. Wimolsri Jongudomsombat CPA No. 3899 and/or Mrs. Kannika Vipanut CPA No. 7305 of Karin Audit Ltd. as our company's auditors for year 2012. Their appointment is due to their independence and has no benefit in any way in our company's finance and management.

The approved remuneration amounts to Baht 600,000 and another Baht 30,000.- for BOI. For the additional 3 cards, charge will be Baht 10,000/card. Total for BOI Baht 60,000 which is more than that of 2011 cause more 1 BOI card, had added the number of points to be audited please consider and approve.

No dissenting shareholders in the meeting so the Chairman proposed the meeting to cast their vote. The result of voting as follows :

Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	167,959,063	100
2. Disagreed	0	0
3. Abstained	0	0

The Chairman confirmed during the meeting the appointment of Mrs. Wimolsri Jongudomsombat CPA No. 3899 and/or Mrs. Kannika Vipaturat CPA No. 7305 of Karin Audit Ltd as the company's auditors for the fiscal year 2012 with a remuneration of Baht 600,000 and another Baht 60,000.- for BOI.

Agenda 8 Others, if any

The Chairman invited the shareholders to express their opinions, propose or raise questions.

As there were no more questions from the shareholders, the Chairman informed during the meeting that whoever wishes to visit our factories, please register at the registration desk, the company will inform the shareholders at a later date.

After the adjournment of the meeting at 1400 hrs up to the end of the meeting, more shareholders came to join the meeting giving us a total of 202 persons, shareholders who attended by themselves 91 person and proxy of 111 person. Total no. of shares 167,959,063 shares equal to 78.49%

On behalf of T.Krungthai Industries Public Co., Ltd. the Chairman of the Board expressed his thanks to the shareholders and proxies for sparing their time to attend the general meeting today.

The Meeting adjourned at 1520 hrs.

Signed

General Terdsak Marrrome
(General Terdsak Marrrome)
Chairman of the Board

Signed

Tantima Rattanalapho
(Miss Tantima Rattanalapho)
Meeting Recorder

Attachment for Agenda 5,6 : To consider and approve the election of Directors replacing those retiring upon completion of their office term and the new Director

As per the company's Article of Association no. 18 " In every Annual General Meeting one third of the total no. of Directors shall resign, in case of the no. of directors could not be divided into 3 parts, thus the number nearest to one third shall resign

Directors that resigned on the first and second year after the company's registration were drawn by lot. For the following years, Director who is in the position for a long time must resign. Directors who resigned are eligible for re-election and retain their position"

Selection of Directors

In the year 2013, directors who has to resign for rotation are as follows : Mr. Sumate Techakraisri, Mr. Kowate Limtrakul, Mr. Phreecha Techakraisri, Mr. Apichart Kasemkulsiri and Mr. Chumpol Techakraisri

The Executive Directors have the authority and responsibility to consider, select and screen persons but the company hasn't appointed any director for this purpose. Nevertheless, the company's Directors shall be appointed by the Board of Directors basing on their background, skills, qualifications, experience and professionalism along with the advantages done for the company. After having all the foregoing examined and approved by the Directors, they shall be then proposed for consideration during the shareholder meeting. In order to be appointed, a director must be approved by more than half of all the votes from the shareholders who attended the meeting. For fiscal year 2013, the company had proposed independent directors.


Qualifications of Independent Directors


The Board of Directors had set the qualifications of an independent director which is in conformity with the requirement of SEC and at least there must be 3 independent directors with the following qualifications :


1. Hold no more than 0.5% of total voting stocks of TKT, its parent company, its subsidiaries and its associated companies, related juristic entity with conflicts including stocks held by related persons.
2. Not a Board member or in the management team of the company / employee / wages / consultant who gets regular salary/has the authority to manage and direct the company , parent company , its subsidiaries, and its associated companies or related juristic entity with conflicts (present and for the past 2 years before the appointment)
3. Not related by blood or legal registration such as parents, spouse, brothers, sisters and children including the directors' children spouses, main shareholders, power to control and juristic entity who is appointed to manage the company or its subsidiaries.
4. No business relationship with TKT , parent company, its subsidiaries and its associated companies, or related juristic entity in order to have freedom in exercising the rights to express their ideas and opinions on the company performance
5. Is not appointed as a representative of the company's director, major shareholders or shareholders who are related to the major shareholders of the company.
6. No other impediments or impairments to express independent opinions concerning the operations of the company.
7. If qualified for the item 1-6, the independent director may be assigned by the Board of Directors to make decisions relating to business operations of the company, the company's major shareholder, a subsidiary an associate a subsidiary of the same tier or any juristic person with a conflict of interests, on the basis of collective decision.

Board of Directors have considered the meeting attendance, skills, qualification, experience along with the advantages done for the company of the 5 resigning directors which shall be then proposed for consideration on their re-election. Details of the said Directors are attached for this Agenda 5

1. Name / Surname	Mr. Sumate Techakraisri	Proposed as Director	
Present Position	Director, Chief Executive Directors, Executive Director of Remuneration and Nomination Committee		
Age	66 years	Nationality Thai	
Education	Bachelor of Economics, Thammasat University Mini MBA Chulalongkorn University		
Seminar Attended	Director Accreditation Program (DAP10/2004)		
Working Experience	Director T.Krunghai Industries PLC.		
Years in Service as Director	32 years		
Position in Other Listed Public Companies	None		
Position in Other Companies	Chief Executive Directors, Greenland Marketing Co.,Ltd. Executive Directors, Data Products Toppan Forms Ltd. Executive Directors, Prairie Marketing Co.,Ltd. Director, Cinkara Ltd.		
Position in other competitor companies	None		
Meeting Attendance	9 times from 9 meetings		
Criminal records for the past 5 years	None		
Shareholding in the company	33,500,000 or 15.65%		

2. Name / Surname	Mr. Kowate Limtrakul	Proposed as Director	
Present Position	Director, Executive Director		
Age	61 years	Nationality Thai	
Education	Master of Business Administration, Chulalongkorn University		
Seminar Attended	Director Certification Program (DCP105/2008)		
Working Experience	Director T.Krunghai Industries PLC.		
Years in Service as Director	15 years		
Position in Other Listed Public Companies	None		
Position in Other Companies	None		
Position in other competitor companies	None		
Meeting Attendance	9 times from 9 meetings		
Criminal records for the past 5 years	None		
Shareholding in the company	275,000 or 0.12%		

3.	Name / Surname	Mr. Phreecha Techakraisri Proposed as Director	
	Present Position	Director, Executive Director Director of Remuneration and Nomination Committee	
	Age	51 years Nationality Thai	
	Education	Master of Marketing Youngstown State University, USA	
	Seminar Attended	Director Accreditation Program (DAP10/2004)	
	Working Experience	Director, T.Krungthai Industries PLC.	
	Years in Service	20 years	
	Position in other listed companies	None	
	Position in Other Companies	Director, T. Thai Snack Food Co.,Ltd. Director, Sri Sam-Ank Supplier Co.,Ltd.	
	Position in Other Competitor Companies	None	
	Meeting Attendance	9 times from 9 meetings	
	Criminal records for the past 5 years	None	
	Shareholding in the company	6,138,400 or 2.87%	

4.	Name / Surname	Mr. Apichart Kasemkulsiri Proposed as Director	
	Present Position	Director, Executive Director	
	Age	47 years Nationality Thai	
	Education	MBA Nation of Business Administration of Sasin, Chulalongkorn University	
	Seminar Attended	Director Certification Program (DCP 73/2006)	
	Working Experience	Chief of Financial, Samart I-Mobile PLC. Treasury Manager The Bank of Nova Scotia, Bangkok Branch Direcotr, T.Krungthai Industries PLC. Executive Director, Asia Asset Securities Co.,Ltd.	
	Years in Service	9 year	
	Position in Other Listed Companies	Senior Executive Vice President, ICBC PLC.	
	Position in Other Companies	Director, ICBC Leasing Co.,Ltd. Executive Director, Sri Sam-Ank Supplier Co., Ltd.	
	Position in Other Competitor Companies-	- None -	
	Meeting Attendance	9 times from 9 meetings	
	Criminal records for the past 5 years	None	
	Shareholding in the company	None	

5. Name / Surname	Mr. Chumpol Techakraisri	Proposed as	Director
Present Position	Director, Executive Director		
Age	33 years	Nationality	Thai
Education	Bachelor of Finance and Banking, Chulalongkorn University		
Seminar Attended	Director Certification Program (DCP) 102/2008		
Working Experience	Asst. Managing Director, Authorized Director T.KRUNGTHAI INDUSTRIES PUBLIC COMPANY LIMITED		
Years in Service as Director	9 years		
Position in Other Listed Public Companies	None		
Position in Other Companies	Director, Pace Development Corporation PLC.		
Position in other competitor companies	None		
Meeting Attendance	9 times from 9 meetings		
Criminal records for the past 5 years	None		
Shareholding in the company	956,940 shares or 0.45%		



Agenda 7 To consider the approval of director's remuneration for fiscal year 2013.

Standard Method of allocating remuneration of the Board of Directors

The Remuneration Committee and Directors who do not get any benefits nor loss had considered the Directors compensation with fairness based on the standard of the industry along with the market share and the good performance and responsibility of the Director and it was confirmed that year 2013. 2,628,000 more than that of year 2012 and the company's performance amounting Baht560,000.- Details are as follows :

Details of Directors Remuneration
Meeting Allowance

Position	Year 2011		Year 2012		Year 2013	
	Remuneration (Baht/month)	Total (Baht)	Remuneration (Baht/month)	Total (Baht)	Remuneration (Baht/month)	Total (Baht)
Chairman	40,150	481,800	40,150	481,800	44,200	530,400
Chairman of Audit Committee	33,550	402,600	33,550	402,600	36,900	442,800
Audit Committee	20,350	244,200	20,350	244,200	22,400	268,800
Audit Committee; Chairman of the Remuneration Committee and Nomination Committee	23,650	283,800	23,650	283,800	26,000	312,000
The Remuneration Committee and Nomination Committee	14,300	171,600	14,300	171,600	15,700*2	376,800
Company Directors	12,100*2	290,400	12,100*2	290,400	13,300	159,600
Executive Directors	20,350*2	488,400	20,350*2	488,400	22,400*2	537,600
Total		2,362,800		2,362,800		2,628,000

Pension

Position	Pension (Baht)	Total (Baht)
Chairman	80,000	80,000
Chairman of Audit Committee	60,000	60,000
Audit Committee	60,000	60,000
Audit Committee Chairman of the Remuneration Committee and Nomination Committee	60,000	60,000
The Remuneration Committee and Nomination Committee	60,000*2	120,000
Company Director	60,000	60,000
Directors	60,000*2	120,000
Total		560,000

Agenda 8 To consider and approve the appointment of Auditors and their remuneration for fiscal year 2013.

Pursuant to the policy listed public companies matra 120 and the Article 56 and 57 of Company's Article of Association it was resolved during the Annual Shareholders Meeting to appoint and set their yearly remuneration. The Audit Committee had considered appointing 4 auditors and their remuneration for the year 2013 and proposed to the company's Directors for their consideration. Wimal Sri Jongudomsombat CPA No. 3899 and/or Mrs. Kannika Wipanut CPA No. 7305 and/or Mr. Jirote Sirirorote CPA No. 5113 and/or Ms. Nonglak Pattanabadith CPA No. 4713 of Karin Audit Limited has been proposed during the meeting to be the auditor for the year 2010, appointment since 2006 up to the present (for 3 consecutive years now) due to their independence and that they have no benefit in any way in our company's finance / management / main shareholders or have any relationship whatsoever. The company has no other affiliate companies / partners.

On top of this, during the meeting it was proposed to offer them Baht 650,000 which more than last year The compensation for the year 2012 with:

The compensation	2013	2012
Audit charge for each quarter (3 quarter)	240,000	240,000
Audit of Balance Sheet for fiscal year	410,000	360,000
Other charge	40,000	60,000

For other charges (non audit fee) for BOI certificate charges will be Baht 10,000 / certificate totaling Baht40,000.-

Documents for the right to join the meeting

The following documents must be presented prior to attend the Annual General Meeting (as the case may be)

1. In the event that the shareholder is an Ordinary person :

Attendance in person: a valid official ID card wherein a photograph is shown, e.g. personal I.D. cards, Driver license and or passport

Attendance by Proxy:

- a) A completed proxy Form signed by the shareholder and the proxy.
- b) A copy of the shareholder's ID card as referred to in 1.1 certified correct by the shareholder; and
- c) An original of the proxy's ID card as referred to in 1.1

2. In the event that the shareholder is a juristic person

Representative of the juristic person

- a) An original of such authorized representative's ID card as referred to in 1.1.; and
- b) A copy of the Affidavit of Certificate of Incorporation of the shareholder showing the name of such authorized representative as a person having the authority to act on the shareholder's behalf and such copy of the

Affidavit or Certificate of Incorporation must be certified correct by such authorized representative together with the affixing its Common Seal (if any)

Attendance by proxy

- a) A completed proxy form signed by the shareholder and the proxy
- b) A copy of the Affidavit of Certificate of Incorporation of the shareholder showing that the name of the person who signs in the proxy form as the shareholder is an authorized representative of the shareholder having the authority on the shareholder's behalf and such copy of the affidavit or Certificated of Incorporation must be certified correct by such authorized representative together with affixing its common seal (if any)
- c) An original of the proxy's ID card as referred to in 1.1.

3. In the event that the shareholder is non-Thai shareholder or is a juristic person incorporated under a foreign law :

Paragraph no. 1 and 2 above shall be applied mutatis and mutadis to a non-Thai shareholder or shareholder which is a juristic person incorporated under a foreign law as the case may be under the following conditions.

- a) Affidavit or certificate of Incorporation of such juristic person may be issued by either the governmental authority of the country in where such juristic person is situated or by an officer of such juristic person, provided that such an Affidavit or Certificate in incorporation must contain the name of the juristic person, the address of the head office of the juristic person, and the name (s) of the person (s) having authority to sign on behalf of the juristic person together with any restrictions or conditions of the power of such person (s) ; and
- b) English translation is required to be attached for any original document which is not made in English and such translation must be certified by the authorized representative of such juristic person together with affixing its common seal (if any).

Shareholders or proxies can register and submit the required documents for the attending the meeting before or from 13.00 hrs. onwards to the end of the meeting on April 10, 2013.

In addition, proxies documents given to the shareholders are in attached no. 9 are the proxy forms with details of agenda (Form B). Form A and for the foreign investors who appoints a custodian in Thailand use (Form C). Shareholders can download the forms from the company's website <http://www.tkrungthai.com>.

For the shareholders who wish to appoint proxy who are independent directors of the company are as follows:

- | | |
|-------------------------------|---|
| 1. General Terdsak Marrome | Chairman |
| 2. Mr. Pairuch Sahamethapat | Chairman of Audit Committee |
| 3. Mr. Paotap Chotinuchit | Audit Committee |
| | Chairman of the Remuneration Committee and Nomination Committee |
| 4. Mr. Virasak Sutanthaviboon | Audit Committee |
| 5. Dr. Kosol Surakomol | Independent Director |
| | Remuneration Committee and Nomination Committe |

Independent Directors Resume and has no benefit in any way in our company's finance and management

Name - Surname	General Terdsak Marrrome
Age	77 years
Address	23 Chan 43 Yak 21 Tungwatdon Sathorn, Bangkok
Educational Attainment / Seminar Attended	Bachelor of Science Rama IV Military institution National Defense Academy Director Accreditation Program (DAP10/2004)
Present Position	Chairman (Independent Director)
Working Experience	Special force in 21 st infantry, Royal guard President, Vietnam War Veteran Association under Royal Patronage President, Sahapant Santiphap International (Thailand) President, Tai Kaew Foundation, Tamwati School Royal Guard
Advantage on the meeting agendas	No disadvantage on every meeting agenda : Except on Agenda 6
Attendance of meeting for fiscal year 2012	Director of the company : attended 9 times from 9 meetings
Company Shareholding	220,000 or 0.10%
Family Relationship among the directors	- None-
Criminal record for the past 10 years	- None -
Relationship with the company and or juristic person with disagreement at the present time or 2 years ago	
1.director who is in the management level, employee, service or advisor who receives a salary	- None -
2.Professional (as an Auditor)	- None -
3.Business relationship	- None -

Name - Surname	Mr. Pairuch Sahamethapat
Age	69 years
Address	566/53 Rama 4 Rd., Mahapruektaram, Bangruk, Bangkok
Educational Attainment / Seminar Attended	Chulalongkorn University, Accounting Director Accreditation Program (DAP11/2004) Director Certification Program (DCP102/2008)
Present Position	Chairman of Audit Committee (Independent Director)
Working Experience	- Chairman of Audit Committee T.Krungthai Industries Public Co., Ltd.

	- Audit Committee, Bangkok Ranch PLC. - Independent Auditor of Siam Sport Syndicate PLC
Advantage on the meeting agendas	No disadvantage on every meeting agenda : Except on Agenda 6
Attendance of meeting for fiscal year 2012	- Director of the company : attended 9 times from 9 meetings - Audit Committee : 4 attendance from 4 meetings
Company Shareholding	- None -
Family Relationship among the directors	- None-
Criminal record for the past 10 years	- None -
Relationship with the company and or juristic person with disagreement at the present time or 2 years ago	
1.director who is in the management level, employee, service or advisor who receives a salary	- None -
2.Professional (as an Auditor)	- None -
3.Business relationship	- None -

Name – Surname	Mr. Paotep Chotinuchit
Age	80 years
Address	104 Setsiri Rd. Samsen Nai , Phayathai, Bangkok
Educational Attainment / Seminar Attended	M. Sc Metallurgical Engineer University of Arizona, USA Director Accreditation Program (DAP11/2004)
Present Position	Audit Committee (Independent Director) Chairman of the Remuneration Committee and Nomination Committee
Working Experience	- Director of University Alumni Association, Suranaree Technology University - President-Qualine Management Co., Ltd.
Advantage on the meeting agendas	No advantage on the agendas except on Agenda 6
Meeting attendance for fiscal year 2012	- Director of the company : attended 9 times from 9 meetings - Audit Committee : 4 attendance from 4 meetings - Remuneration Committee and Nomination Committee : 1 attendance from 1 meetings
Company Shareholding	3,000 or 0.001%
Family relationship among the directors	- None -
Criminal record for the past 10 years	- None -
Relationship with the company and or juristic person with disagreement at the present time or 2 years ago	
1. director who is in the management level, employee, service or advisor who receives a salary	- None -
2. Professional (as an Auditor)	- None -
3. Business relationship	- None -

Name - Surname	Mr. Virasak Suthantavibhul
Age	56 years
Address	35/90 Soi Lat Prao 23, Lat Yao, Chatujak, Bangkok
Educational Attainment / Seminar Attended	Master's Degree in Industrial Engineering, Texas A&M University, USA. Director Accreditation Program (DAP21/2004)
Present Position	Audit Committee (Independent Director)
Working Experience	- Senior Executive Vice President in charge of Commercial Banking, Bangkok Bank PLC. - Director, Toyota Leasing Thailand Ltd. - Director, Asia Lamp Industry Co., Ltd. - Director, Indo Kordsa Co., Ltd.
Advantage on the meeting agendas	No advantage on every agendas except on Agenda 6
Attendance of meeting for fiscal year 2012	- Director of the company : attended 8 times from 9 meetings - Audit Committee : 3 attendance from 4 meetings
Company Shareholding	- None -
Family Relationship among the directors	- None -
Criminal record for the past 10 years	- None -
Relationship with the company and or juristic person with disagreement at the present time or 2 years ago	
1. director who is in the management level, employee, service or advisor who receives a salary	- None -
2. Professional (as an Auditor)	- None -
3. Business relationship	- None -



Name - Surname	Dr. Korsol Surakomol
Age	74 years
Address	73/9 Mooban Panya, Pattanakarn, Suangluang, 10250
Educational Attainment / Seminar Attended	Ph.D. in Mechanical Engineering Wayne State University, Detroit, Michigan, U.S.A. Director Certification Program (DCP137/2010)
Present Position	Independent Director Remuneration Committee and Nomination Committee
Working Experience	- Operations Director, Summit Auto Seats Industry Co.,Ltd. - Executive Director and Chief Operating Officer of Manufacturing Operations, Thonburi Automotive Assembly Plant Co.,Ltd. - Managing Director, Bangchan General Assembly Co.,Ltd. - Director of Management Fuji Asia Co.,Ltd.
Advantage on the meeting agendas	No advantage on every agendas except on Agenda 6
Attendance of meeting for fiscal year 2012	- Director of the company : attended 8 times from 9 meetings - Remuneration Committee and Nomination Committee : 1 attendance from 1 meetings
Company Shareholding	- None -
Family Relationship among the directors	- None -
Criminal record for the past 10 years	- None -
Relationship with the company and or juristic person with disagreement at the present time or 2 years ago	
1. director who is in the management level, employee, service or advisor who receives a salary	- None -
2. Professional (as an Auditor)	- None -
3. Business relationship	- None -

Attachment 8

Proxy for General Shareholders' Meeting year 2013

As per the company's articles of association no. 35, paragraph 1, In order to constitute a quorum, there shall be shareholders and proxies (if any) attending the Shareholders meeting not less than 25 Shareholders or not less than one half of the total members of the shareholders and in either case such shareholders shall hold shareholding to not less than One third of the total number of shares sold, unless otherwise stipulated by law governing public limited companies.

Should the shareholder is not able to join the Annual General Meeting; we would like to request the shareholders to appoint a proxy as per attached proxy form.

Casting of Votes

1. Casting of votes is open to all and one share is eligible to one vote and the resolution can be passed by the following integral votes

- In normal case, the majority of shareholders attending the meeting and exercising the vote. If the votes are equal, the Chairman of the meeting can cast additional one vote to obtain the ultimate resolution

- The Chairman of the meeting shall inform the shareholders of the resolution of each agenda and any shareholders who is are not in favor shall fill in the ballot distributed by the officers and submit to the person who counts the votes

2. Casting of votes by the proxy, the proxy is directed to cast his/her votes pursuant to the shareholders purpose as specified in the proxy form.

3. Shareholders who has any special advantage in any case, they must not be allowed to cast their votes on that agenda and the Chairman of the meeting may request the shareholder concerned to temporarily leave the meeting room

Article of Association Relating the Annual General Shareholders Meeting

“Point 32. The Shareholders Meeting shall be held at the company’s headquarters, and or to the vicinity or other places indicated by the Board of Directors

Point 33. Shareholders meeting must be called at least once a year and the said meeting will be called “Annual Ordinary General Meeting” within four months of the last day of the fiscal year of the company. Shareholder meetings other than the one referred to in the first paragraph shall be called “Extraordinary General Meeting”

The Board of Directors may call an extraordinary general meeting of the shareholders any time the Board considers it expedient to do so, or shareholders holding shares amounting to not less than one-fifth of the total number of shares sold, or shareholders numbering not less than twenty-five persons holding shares amounting to not less that one-tenth of the total number of shares sold may submit their names in a request directing the Board of Directors to call an extraordinary general meeting and state the reasons clearly in calling the meeting. The Board of Directors shall proceed to call a shareholder meeting within one month of the date receipt of such request from the said shareholders.

Point 34. In calling a shareholder meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least (seven days) prior to the date of the meeting

The notice calling for the meeting shall also be published in the newspaper at least three days prior to the date of the meeting.

Point 35. In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholder meeting amounting to not less than 25 persons, or not less than one half of the total number of shareholders, and in either case such shareholders shall hold shares amounting to not less that one-third of the total number of shares sold.

At any shareholder meeting, if one hour has passed from the time specified for the meeting and the number of shareholders and the aggregate number of shares held by the shareholders attending the meeting is still inadequate for a quorum, and if such shareholder meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was

called by the Board of Directors, the meeting shall be called once again and the notice calling such meeting shall be delivered to the shareholders not less than 7 days prior to the date of the meeting. In subsequent meeting a quorum is not required

Point 36. A shareholder may appoint a proxy to attend the meeting and may cast their votes on his behalf.

The instrument appointing a proxy shall specify the dated and be signed by the shareholder appointing the proxy in accordance with the form prescribed by the share registrar and list must contain the following:

- A. Total shareholding of the shareholder
- B. Name of the Proxy
- C. Number of times in appointing proxy to attend the meeting and cast his/her votes and the proxy must be given to the Chairman prior to commencement of the meeting

Point 37. In the case that all agendas are not all taken into consideration, or to consider regarding the shareholder who has shareholding totaling not less than one third of the total shares sold, propose to the meeting to consider the unfinished agenda so it is necessary to arrange another meeting informing the shareholders the date, place and time of the next meeting. The Board of Directors shall then send letters informing the date, time and place and the agendas to the shareholders 7 prior to the meeting. The notice calling for the meeting shall also be published in the newspaper at least three days prior to the date of the meeting.

Point 38. Should the Chairman of the Board is not present or cannot perform his duty and if there is Vice-Chairman, the Vice-Chairman present at the meeting shall act as the Chairman of the meeting. If there is no Vice-Chairman, or if the Vice-Chairman cannot perform his duty, the shareholder present at the meeting shall elect one shareholder to act as the Chairman of the meeting.

Point 39. In casting votes, one share is eligible for one vote.

If the shareholder has an special advantage in any case, shareholder must abstain from voting except on the election of the Director.

Casting of votes on any resolution or approval of any activity at the shareholder meeting, they must have majority votes of the shareholders who attended the meeting and has the right to exercise his right except on the following case, a minimum of three-fourth of all votes from the shareholders attending the meeting and exercising the votes

- a) Selling or transferring all businesses or some significant parts to other individuals
- b) Acquiring or receiving the businesses transferred from other listed public company or a private companies to the company.
- c) The execution, amendment or cancellation of contracts relating to the leasing out of the whole or certain important parts of the businesses of the company, the assignment to any other persons to manage the businesses of the company or the amalgamation of the businesses with other persons with an objective towards profit and loss sharing.
- d) Decrease of company's capital by decreasing the number of shares or decrease in the amount of the shares.

Point 40. Businesses to be transacted at ordinary meeting shall be as follows :

- (1) To consider the report of the Board of Directors relating to the results of operation of the company carried by the Board of Directors in the previous year.
- (2) To consider the approval of the Balance sheet
- (3) To consider the appropriation of profit.
- (4) To consider the election of the new Directors who resigned by rotation
- (5) To consider the appointment of the company auditor
- (6) Others, if any



PROXY FORM A (General Form, which is easy and not complicated)

Written at _____
Date ____ Month _____ Year _____

(1) I / We _____ Nationality _____ with address at _____ Road _____ Sub-District _____ District _____ Province _____ Postal Code _____

(2) being a shareholder of _____ PUBLIC COMPANY LIMITED
holding the total amount of _____ shares with the voting rights of _____ votes as follows;
ordinary share _____ shares with the voting rights of _____ votes
preferred share _____ shares with the voting rights of _____ votes

(3) hereby appoint

(1) _____ Age ____ Years
with address at _____ Road _____ Sub-District _____ District _____ Province _____ Postal Code _____ or

(2) _____ Age ____ Years
with address at _____ Road _____ Sub-District _____ District _____ Province _____ Postal Code _____ or

(3) _____ Age ____ Years
with address at _____ Road _____ Sub-District _____ District _____ Province _____ Postal Code _____

as only one of my / our proxy to attend and vote on my / our behalf at the Share Subscription Meeting / the Ordinary / Extraordinary/Meeting of Shareholders No. _____ on _____ at _____ am/pm at _____ or at any adjournment thereof.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me / us in all respects.

Signed _____ Shareholder
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Remarks:

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.



PROXY FORM B

Written at _____ Date
_____ Month _____ Year _____

(1) I / We _____ Nationality _____ with address at
_____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____

(2) being a shareholder of T. Krungthai Industries _____ Public Company Limited
holding the total amount of _____ shares with the voting rights of _____ votes as follows;
ordinary share _____ shares with the voting rights of _____ votes
preferred share _____ shares with the voting rights of _____ votes

(3) hereby appoint

(1) Name _____ Age _____ Years
with address at _____ Road _____ Sub-District _____ District
_____ Province _____ Postal Code _____ or

(2) Name _____ Age _____ Years
with address at _____ Road _____ Sub-District _____ District
_____ Province _____ Postal Code _____ or

(3) Name _____ Age _____ Years
with address at _____ Road _____ Sub-District _____ District
_____ Province _____ Postal Code _____

Only one of them as my / our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders for year 2013 on
April 10, 2013 at 14.00 p.m. at the Vimanthip Room, 5th Floor, Montien Riverside Hotel, 372, Bangkhlo, Bangkok or at any adjournment
thereof.

(4) I / We authorize the Proxy to vote on my/our behalf at the Meeting as follows:

Agenda No. 1 : To approve the Minutes of the Annual General Meeting of Shareholders
held on April 10, 2012

- (a) The Proxy has the right to consider and vote on my/our behalf.
(b) The Proxy votes on my/our following purposes:
Approve Disapprove Abstain

Agenda No. 2 : To acknowledge the result of operation of 2012

- (a) The Proxy has the right to consider and vote on my/our behalf.
(b) The Proxy votes on my/our following purposes:
Approve Disapprove Abstain

Agenda No. 3 : To approve the Financial Statement as of December 31, 2012

- (a) The Proxy has the right to consider and vote on my/our behalf.
(b) The Proxy votes on my/our following purposes:
Approve Disapprove Abstain

Agenda No. 4 : To consider the approval of the payment of dividends

- (a) The Proxy has the right to consider and vote on my/our behalf.
(b) The Proxy votes on my/our following purposes:
Approve Disapprove Abstain

Agenda No. 5 : To approve the re-election of Directors who retired by rotation

- (a) The Proxy has the right to consider and vote on my/our behalf.
(b) The Proxy votes on my/our following purposes:
To elect directors as a whole

Handwritten signature

- Approve Disapprove Abstain
 To elect each director individually
Mr. Sumate Techakraisri
 Approve Disapprove Abstain
Mr. Kowate Limtrakul
 Approve Disapprove Abstain
Mr. Phreecha Techakraisri
 Approve Disapprove Abstain
Mr. Apichart Kasemkulsiri
 Approve Disapprove Abstain
Mr. Chumpol Techakraisri
 Approve Disapprove Abstain

Agenda No. 6 : To consider and approve the Directors remuneration for fiscal year 2013

- (a) The Proxy has the right to consider and vote on my/our behalf.
 (b) The Proxy votes on my/our following purposes:
 Approve Disapprove Abstain

Agenda No. 7 : To appoint the auditor and determine the auditing fee for fiscal year 2013

- (a) The Proxy has the right to consider and vote on my/our behalf.
 (b) The Proxy votes on my/our following purposes:
 Approve Disapprove Abstain

Agenda No. 8 : Others (if any) _____

(5) A Proxy's vote in any agenda which does not follow those specified in proxy form, it shall consider that vote is incorrect as well as it does not vote on my/our behalf as a shareholder.

(6) If I/we do not specify my/our purpose to vote for any agenda or specify unclearly or in case the meeting considers or approves any other than agenda set off, including correcting or adding any fact, a proxy can consider and vote on my/our behalf as he/she may deem appropriate in all respects.

For any act performed by the Proxy at the Meeting except the Proxy did not vote as I/we had specified in the proxy form, it shall be deemed as such acts had been done by me/us in all respects.

Signed _____ Shareholder
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Remarks:

1. The Shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A shareholder may not split shares and appoint more than on proxy older in order to split votes.
2. In the agenda regarding the appointment of new directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
3. In case there is any further agenda apart from specified above brought into consideration in meeting, the proxy holder may use the Attachment to Proxy Form B.





REGULAR CONTINUED PROXY FORM B

Authorization on behalf of the Shareholder of T.Krungthai Industries PUBLIC COMPANY LIMITED.
For the Annual General Meeting of Shareholders for year 2013 on April 10, 2013 at 14.00 p.m. at the Vimanthip Room, 5th Floor, Montien Riverside Hotel, 372, Bangkhlo, Bangkok or at any adjournment thereof..

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain

Agenda No. ____ : Election of Directors (continued)

Name of Director _____

Approve Disapprove Abstain

Name of Director _____

Approve Disapprove Abstain

Name of Director _____

Approve Disapprove Abstain

Name of Director _____

Approve Disapprove Abstain

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain



PROXY FORM C (Form in case the shareholders are foreign investors
and appoint the custodian in Thailand to keep and safeguard the shares)

Written at _____

Date ____ Month _____ Year ____

(1) I / We _____ Nationality _____
with address at _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____

acting as a custodian for _____
being a shareholder of _____ PUBLIC COMPANY LIMITED
holding the total amount of _____ shares with the voting rights of _____ votes as follows;
ordinary share _____ shares with the voting rights of _____ votes
preferred share _____ shares with the voting rights of _____ votes

(2) hereby appoint

(1) _____ Age ____ Years
with address at _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____ or

(2) _____ Age ____ Years
with address at _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____ or

(3) _____ Age ____ Years
with address at _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____

Only one of them as my / our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders for year 2013 on April 10, 2013 at 14.00 p.m. at the Vimanthip Room, 5th Floor, Montien Riverside Hotel, 372, Rama 3 Rd., Bangkok, Bangkok or at any adjournment thereof.

(3) I/We authorize my /our Proxy to attend and cast the votes as follows:

- (a) The Proxy is entitled for all shares held and vote.
- (b) The Proxy is entitled for certain shares as follows:
- ordinary share _____ shares with the voting rights of _____ votes
- preferred share _____ shares with the voting rights of _____ votes
- Total entitled vote _____ votes.

(4) I / We authorize my / our Proxy to cast the votes according to my / our intentions as follows:

(1) Agenda No. ____: Subject _____

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda No. ____: Subject _____

- (a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my / our following instruction:
- Approve _____ votes Disapprove _____ votes Abstain _____ votes



Agenda No. ____: Subject _____

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda No. ____: Subject _____

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Agenda No. ____: Subject _____

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

Approve _____ votes Disapprove _____ votes Abstain _____ votes

(2) **Agenda No. : Subject Election of Directors**

(a) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

(b) The Proxy must cast the votes in accordance with my / our following instruction:

To elect directors as a whole

Approve _____ votes Disapprove _____ votes Abstain _____ votes

To elect each director individually

Name of Director

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director

Approve _____ votes Disapprove _____ votes Abstain _____ votes

Name of Director

Approve _____ votes Disapprove _____ votes Abstain _____ votes

(5) Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me / us in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

Signed _____ Shareholder

()

Signed _____ Proxy

()

Signed _____ Proxy

()

Signed _____ Proxy

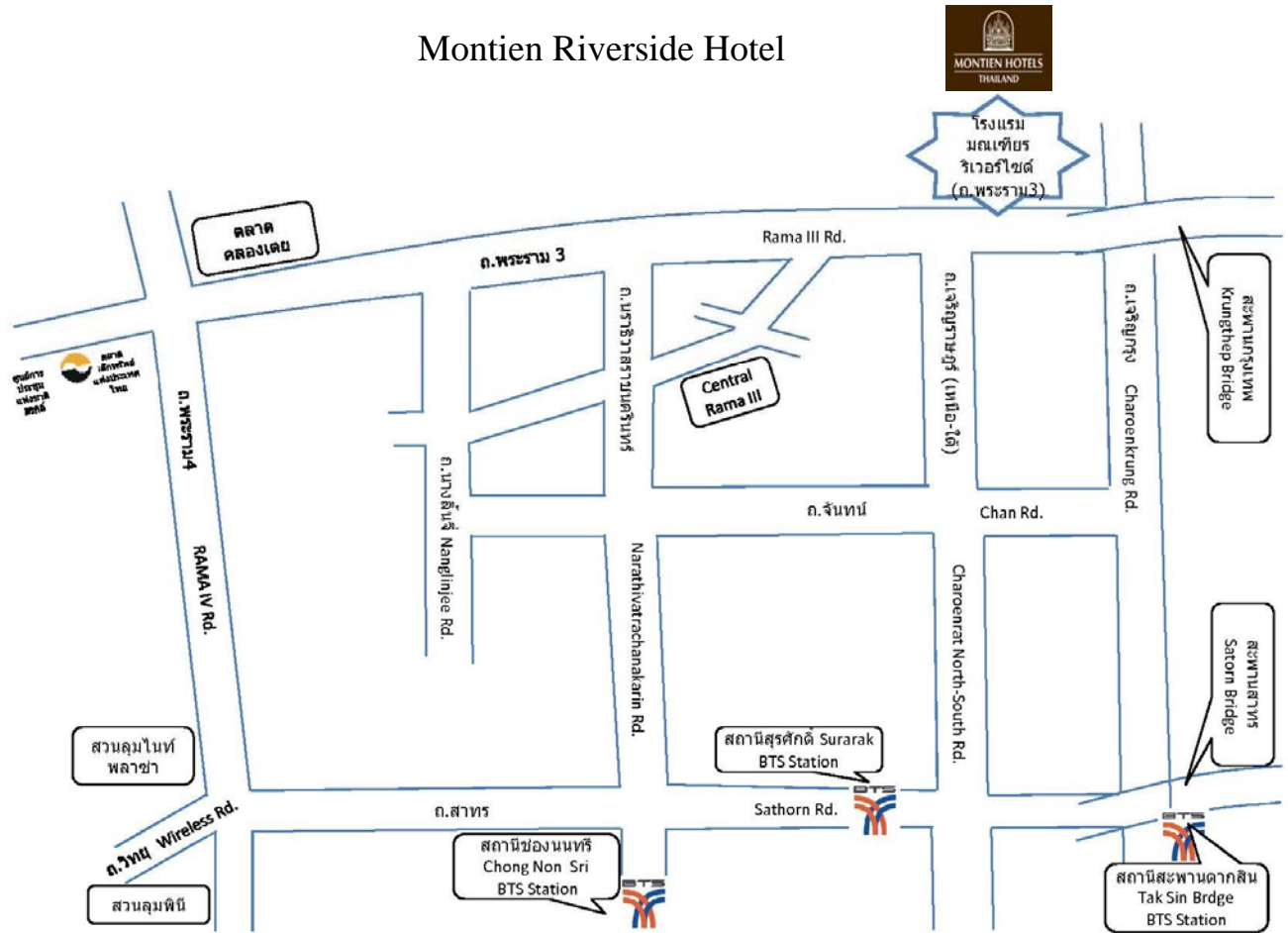
()

Remarks:

1. Proxy Form C shall be applicable only for the shareholders listed in the share register book as the foreign investors and appoint the custodian in Thailand to keep and safeguard the shares.
2. The evidences attached with the Proxy are as follows:
 - (1) The power of attorney from shareholders assigned to custodian to sign the Proxy Form.
 - (2) The Confirm Letter to confirm that the person who sign in the Proxy Form get the consent to do the custodian business.
3. The Shareholders appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of share to several proxies to vote separately.
4. In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
5. In case there are agenda other than the agenda specified above, the additional statement can be specified by the shareholder in the Regular Continued Proxy Form C as enclosed

Map

Montien Riverside Hotel



Montien Riverside Hotel (Bangkok)
372 Praram 3 Road , Bangkhlo , Bangkok
Tel. (662) 292-2999 , 292-2888
Fax (662) 292-2962