



Dated 18th October 2022

Ref. No.: SET017/2022

Re: Notification on Receipt of the Tender Offer for the Securities (Form 247-4)

To: The President

The Stock Exchange of Thailand

Attachment: Copy of the Tender Offer for the Securities of T.Krungthai Industries Public Company Limited (Form 247-4)

T. Krungthai Industries Public Company Limited (the “**Company**”) wishes to inform that on 18th October 2022, the Company has received the copy of the Tender Offer for the Securities of the Company from Karrie Automotive Investment Limited as the Tender Offeror with details are as shown in the attachment.

Please be informed accordingly.

Yours Faithfully,

Mr. Chumpol Techakraisri

Company Secretary

บริษัท ที.กรุงไทยอุตสาหกรรม จำกัด (มหาชน)
T.KRUNGTHAI INDUSTRIES PUBLIC CO.,LTD.

Tender Offer for Securities
(Form 247-4)

of



T.KRUNGTHAI INDUSTRIES PUBLIC COMPANY LIMITED

The Offeror

Karrie Automotive Investment Limited

Tender Offer Preparer



Discover Management Co., Ltd.

Tender Offer Agent



I V Global Securities Public Company Limited

(Translation)

IMAPDM 221/2022

October 18,2022

Subject: Submission of Tender Offer for the Securities of T.Krungthai Industries Public Company Limited (Form 247-4)

To: Secretary-General, The Office of The Securities and Exchange Commission (the "SEC")
President, The Stock Exchange of Thailand (the "SET")
Board of Directors and Shareholders of T.Krungthai Industries Public Company Limited

Enclosed: Tender Offer for the Securities of T.Krungthai Industries Public Company Limited
(Form 247-4)

Pursuant to the fact that Karrie Automotive Investment Limited (the "Offeror" or "KAI") has acquired shares of T.Krungthai Industries Public Company Limited the (the "Business" or the "Company" or "TKT") on October 4,2022, resulting in the Offeror holding shares in total of 136,780,000 shares, or representing 38.99% of the total issued and paid-up shares of the Business. Thus, the Offeror is obligated to make a mandatory tender offer for all securities of the Business in accordance with the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers dated May 13, 2011 (as amended) ("Notification TorChor. 12/2554").

Discover Management Company Limited, as the Tender Offer Preparer, would like to submit the Tender Offer for the securities of the Business (Form 247-4) to the SEC, the SET, the Business, and the Board of Directors and Shareholders of the Business to support their considerations of the Tender Offer.

Yours Sincerely,

Discover Management Company Limited

Tender Offer Preparer

(Signature)_____

(Mr. Vuthichai Tumasaroj)

Director

(Signature)_____

(Ms. Kanokporn Pongjetanapong)

Director

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(Translation)

This English translation of the Tender Offer document has been prepared solely for the convenience of the foreign shareholders T.Krungthai Industries Public Company Limited and should not be relied upon as the definitive and official Tender Offer document of the Offeror. The Thai language version shall be regarded as the definitive and official Tender Offer document of the Offeror and shall prevail in all respects in the event of any inconsistency or discrepancy between the Thai version and this English translation.

Tender Offer to Purchase Securities of T.Krungthai Industries Public Company Limited

(This Tender Offer, Offer Price, and Offer Period are the final offer which may be amended pursuant to the conditions specified in Clause 8)

To Holders of Securities in T.Krungthai Industries Public Company Limited

We, Karrie Automotive Investment Limited (the “Offeror” or “KAI”), hereby offer to purchase all of the securities of T.Krungthai Industries Public Company Limited (“TKT” or the “Business” or the “Company”) in accordance with the following terms and conditions (the “Tender Offer”):

Part 1

Significant Elements of the Tender Offer

1. Date of Submission of the Tender Offer

October 18, 2022 (“Tender Offer Date”)

2. Name of the Offeror

Karrie Automotive Investment Limited (the “Offeror” or “KAI”), the Offeror, is a Hong Kong juristic person, established on January 2, 2003, having an indirect shareholder of 100.00%, namely Karrie International Holdings Limited (“Karrie”) listed on Hong Kong Stock Exchanges and Clearing Limited (“HKEx”). The Offeror has an objective of investing in automotive industry for Karrie through Broadly Bright Investment Holding Limited (“Broadly”), which is a company that operates investment business for Karrie.

3. Name of the Tender Offer Preparer

Discover Management Company Limited (the “Tender Offer Preparer”)

4. Objectives of the Tender Offer

As KAI, a shareholder that previously holds in total of 23,780,000 shares or representing 10.00% of total issued and paid-up shares in the Business and representing 10.00% of the total voting rights of the Business,

has acquired the ordinary shares from the exercising of the right to convert the Warrants to Purchase the Company's Newly Issued Ordinary Shares No. 2 ("TKT- W2") of 65,000,000 units and No. 3 ("TKT-W3") of 48,000,000 units, totaling 113,00,000 units. As a consequence, KAI currently holds shares of TKT in a total of 136,780,000 shares or representing 38.99% of total issued and paid-up shares in the Business and representing 38.99% of the total voting rights of the Business (Percentage of shareholding is calculated from 350,780,000 issued and paid-up shares, which are the total number of shares of the Business after KAI exercises TKT-W2 and TKT-W3) on September 30, 2022 which exceeded 25.00% of the total voting right of the Business.

Therefore, the Offeror is obligated to conduct the mandatory tender offer of 214,000,000 ordinary shares, representing 61.01% of total issued and paid-up shares of the Business and 61.01% of total voting rights of the Business to be in accordance with the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers dated May 13, 2011 (as amended) (the "Notification TorChor. 12/2554" or "Takeover Notification").

In this regard, the Offeror does not have any plan or policy to materially change the Company's business operation within 12 months from the date of the end of the Offer Period.

5. Type and Amount of the Offered Securities

As at the date of submission of the Tender Offer document, the Business has only one class of securities, namely ordinary shares, at a total of 350,780,000 shares with par value of THB 1.00 per share, The business has totaling to THB 350,780,000 issued and paid-up ordinary shares in which 1 ordinary share has 1 voting right.

As of October 4, 2022, the Offeror holds a total of 136,780,000 ordinary shares or representing 38.99% of total issued and paid-up shares in the Business and representing 38.99% of the total voting rights of the Business. Therefore, the Offeror is obligated to mandatory tender offer of the remaining 214,000,000 ordinary shares of the Business from other shareholders, which is equivalent to 61.01% of the Business's total issued and paid-up shares and is equivalent to 61.01% of the Business's total voting rights.

6. Offer Prices

The offer price for ordinary shares is THB 1.99 (Thai Baht One point nine nine) per share (the "Offer Price"). The Company's shareholders who wish to tender their shares (the "Offeree") is subject to pay the Tender Offer agent fee at the rate of 0.25% of the Offer Price and the value added tax ("VAT") of 7.00% of the Tender Offer agent fee. Therefore, the net offer price to be received by the Offeree will be THB 1.984677 (Thai Baht One point nine eight four six seven seven) per share. Such Offer Price is:

- the final offer which shall not be changed (Final Offer) (unless the conditions specified in Clause 8 apply)
- not the final offer price and the Offeror may change the Offer Price

If the Offeree is a foreign juristic person not operating any business in Thailand (except the case that the Offeree can show to I V Global Securities Public Company Limited (the "Tender Offer Agent") that the Offeree is a foreign juristic person residing in a country having a double tax treaty with Thailand and such treaty exempts tax on capital gains realized from the sale of securities in Thailand), the Tender Offer Agent will deduct a withholding tax of 15% of the capital gains realized on sale of securities (which is a difference between the Offer Price and the original cost at which the Offeree paid to acquire the tendered shares). The Offeree must declare the original cost of such tendered shares and submit the proper evidence thereof to the Tender Offer Agent (for additional details, please refer to Part 4). In the event that any Offeree fails to declare such original cost or does not submit the proper evidence together with the Confirmation of Securities Cost Form, to the Tender Offer Agent, the Tender Offer Agent will determine the amount of withholding tax on the basis of the entire proceeds to be received by the Offeree from the sale of shares and will deduct the tax accordingly.

Remark:

An Offeree which is a Thai juristic person will be responsible to withhold 3.00% (Three) tax on the Tender Offer fee and must issue a Withholding Tax Certificate to I V Global Securities Public Company Limited, the Tender Offer Agent.

7. Offer Period

The Offer Period will last for a total of 25 business days from October 21, 2022 to November 25, 2022, during the office hours from 9:00 a.m. to 4:30 p.m. on every business day. Such Offer Period is:

- the final period which will not be extended (unless the conditions specified in Clause 8 apply)
- not the final period and the Offeror may extend the period.

In this regard, in the case where there is an announcement of extra public holidays during the Tender Offer Period, the Offeror will extend the Tender Offer Period to meet the requirement of 25 business days according to the Notification TorChor. 12/2554

8. Conditions of Change to the Tender Offer

- No condition
- Conditions of change in the Tender Offer are as follows:
 - The Offeror may reduce the Offer Price or extend the Offer Period in the case of any event or action that occurs during the Offer Period which causes severe damage to the status or assets of the Business; or
 - The Offeror may change the offer or extend the Offer Period to compete with another offeror who has submitted a tender offer for shares of the Business during the Offer Period.

9. Conditions for Cancellation of the Tender Offer

The Offeror may cancel the Tender Offer upon the occurrence of one or more of the following events:

- 9.1 any event or action occurring after the submission of the Tender Offer to the SEC but within the Offer Period which causes or may cause severe damage to the financial status or the assets of the Business, where such event or action has not resulted solely from the actions of the Offeror or actions for which the Offeror is responsible; or
- 9.2 any action conducted by the Business after the submission of the Tender Offer to the SEC but within the Offer Period which causes or may cause a significant decrease in the value of the Business's shares; or
- 9.3 any action conducted by the Business as defined in the Notification of the Capital markets Supervisory Board No. TorChor. 14/2554 Re: Actions or exempt of actions that may affect the result of Tender Offer.

10. Tender Offer Revocation Period

The Offeree is able to revoke its acceptance of the Tender Offer at the office of the Tender Offer Agent on any business day between October 21, 2022 to November 18, 2022 during the hours of 9:00 a.m. to 4:30 p.m., inclusively totaling 20 business days. If any of the Offerees wishes to revoke its acceptance of the Tender Offer, it must follow the Tender Offer Revocation Procedures as specified in Attachment C (C.1).

In this regard, in case where there is an announcement of extra financial institutions' holidays during the Offer Period, the Offeror will extend the Tender Offer Revocation Period to meet the requirement of 20 business days pursuant to the Takeover Notification.

11. Allocation of Shares if the Tendered Shares are more or less than the Offered Shares (Applicable Only to the Case of Partial Tender Offer Pursuant to Chapter 5 of the Notification of Capital Markets Supervisory Board No. TorChor. 12/2554)

–Not applicable–

12. Source of Funds for the Tender Offer

The aggregate amount of funds required for the Tender Offer of all remaining shares of the Business, excluding 136,780,000 shares held by the Offeror, which is equivalent to a total amount of THB 272,192,200 (Thai Baht Two hundred seventy-two million one hundred ninety-two thousand two hundred). However, 30 shareholders ("Group of Shareholders") who hold shares of Business in a total of 141,873,966 shares, representing 40.45% of the total issued and paid-up shares in the Business (after the conversion of warrants), and 40.45% of the total voting rights of the Business (after the conversion of the warrants) has signed a letter to express intention not to sell TKT's ordinary shares in accordance with the Tender Offer of the Offeror ("LOI") stating that such person shall not sell all shares held in the total of 40.45% of the total issued and paid-up shares of the Business to the Offeror throughout the Tender Offer period. The details are as shown in the LOI as shown in attachment H (Letter to express intention not to sell the ordinary shares of TKT as per the tender offer made).

On this basis, the total amount of funds required for the Offeror to acquire 72,126,034 shares in the Business, representing 20.56% of the total issued and paid-up shares in the Business and 20.56% of the total voting rights in the Business (excluding the 141,873,966 shares in the Business held by the Group of Shareholders and 136,780,000 shares in the Business held by the Offeror), which is equivalent to a total amount of THB 143,530,808 (Thai Baht One hundred forty-three million five hundred thirty thousand eight hundred eight).

The Offeror will pay compensation in cash to all shareholders who accept the Tender Offer. The Offeror's funding source for the Tender Offer comes from a loan from Karrie, who indirectly holds 100% of the Offeror's issued and paid up shares. In this regard, the loan received from Karrie is an interest-free loan and is reclaimable on demand.

As of September 23, 2022, the Offeror had cash deposit in a saving account with The Hongkong and Shanghai Banking Corporation Limited ("HSBC") with a current balance of HK\$32,248,226 or approximately THB 148,986,804¹ (the "Funds") to be solely used for the purpose of conducting the Tender Offer. The Funds are assured to remain available for the settlement of the Tender Offer until the settlement of the Tender Offer is completed. Please refer to Appendix G (Certificate of Balance).

In the event that the Funds converted into THB currency, is not sufficient for the Tender Offer due to the change in foreign exchange rate, the Offeror agrees to provide additional funds to I V Global Securities Public Company Limited, as the Tender Offer Agent, to ensure the sufficient fund in THB currency for the Tender Offer.

Discover Management Company Limited, as the Tender Offer Preparer, has verified the source of funds for the Tender Offer of the Offeror and opined that it is sufficient to conduct and complete this Tender Offer.

13. Tender Offer Agents Information

Address for receiving and submitting the Tender Offer Acceptance Form:

Name: I V Global Securities Public Company Limited

Address: Securities and Derivatives Operation Department
540 Mercury Tower, 18th Floor, Ploenchit Road,
Lumpini Sub-district, Patumwan District, Bangkok 10330, Thailand

Telephone: 0 2658 5800 ext. 305 (Khun Busadee Pliansinchai)
ext. 707 (Khun Siraprapa Photayalangkarn)

Fax: 0 2658 5799 and 0 2658 5763

Date of Payment: The Offeree will receive payment for tendered shares on November 29, 2022
(which is the 2nd business day from the last date of the Offer Period)

¹ The source of funds in Thai Baht currency is calculated by using the average foreign exchange rates quoted by The Hongkong and Shanghai Banking Corporation Limited on September 22, 2022, which is equivalent to THB 4.62 to HK\$ 1.

Part 2

Information of the Offeror

1. Details of the Offeror

1.1. General Information

Name	:	Karrie Automotive Investment Limited ("KAI")
Address	:	9/F., Southeast Industrial Building 611-619 Castle Peak Road Tsuen Wan, New Territories, Hong Kong
Business Type	:	Investment activities for Karrie International Holdings Limited ("Karrie")
Telephone No.	:	+8522437-6835
Facsimile No.	:	+8522437-6829
Company Registration No.	:	827821

1.2. Information of Business Overview

KAI, which is a juristic person in Hong Kong, is established on January 2, 2003, having an indirect shareholder of 100.00% by Karrie International Holdings Limited ("Karrie") through Broadly Bright Investment Holding Limited ("Broadly"). KAI has its objectives to invest in automotive business for Karrie and does not conduct its own business.

KAI is 100.00 percent indirect held by Karrie, which is a company listed on Hong Kong Stock Exchanges and Clearing Limited ("HKEx"). Karrie operates manufacturing and distributing of metal and molded plastic products, such as server cases, mold, and injection molding plastic business, electronic manufacturing services such as assembling computer peripherals and medical equipment, and real estate business. Karrie established in 1980, began with making video cassette tapes from a small factory in Hong Kong and quickly grew into an international organization. In the year 1996, Karrie has been listed on Hong Kong Stock Exchanges and Clearing Limited (HKEx: 1050) whereby the products of Karrie have been distributed globally and Karrie have representative offices spreading throughout the United States, Europe, Taiwan, and other parts of Asia.

Business Description

1) Industrial Business

Equipped with comprehensive solutions in manufacturing, Contract manufacturing services (CMS) and mechanical design solutions, Karrie provides the right level of support for global OEM clients. Many of them are the Fortune 500 companies. The products and services are divided into types as followed :

- (1) Karrie's metal stamping parts production has machines more than 230 sets of metal pumps from 25 to 600 tons.

- (2) Karrie's plastic injection has more than 100 advanced plastic injection machines from 25 to 1600 tons
- (3) Karrie's design and production has a core team of 100 highly experienced technicians that can complete assignments regardless of complexity within 20 to 60 days.
- (4) Karrie's Numerical Control (NC) service provides numerical control machining services, specializing in sheet metal and components.

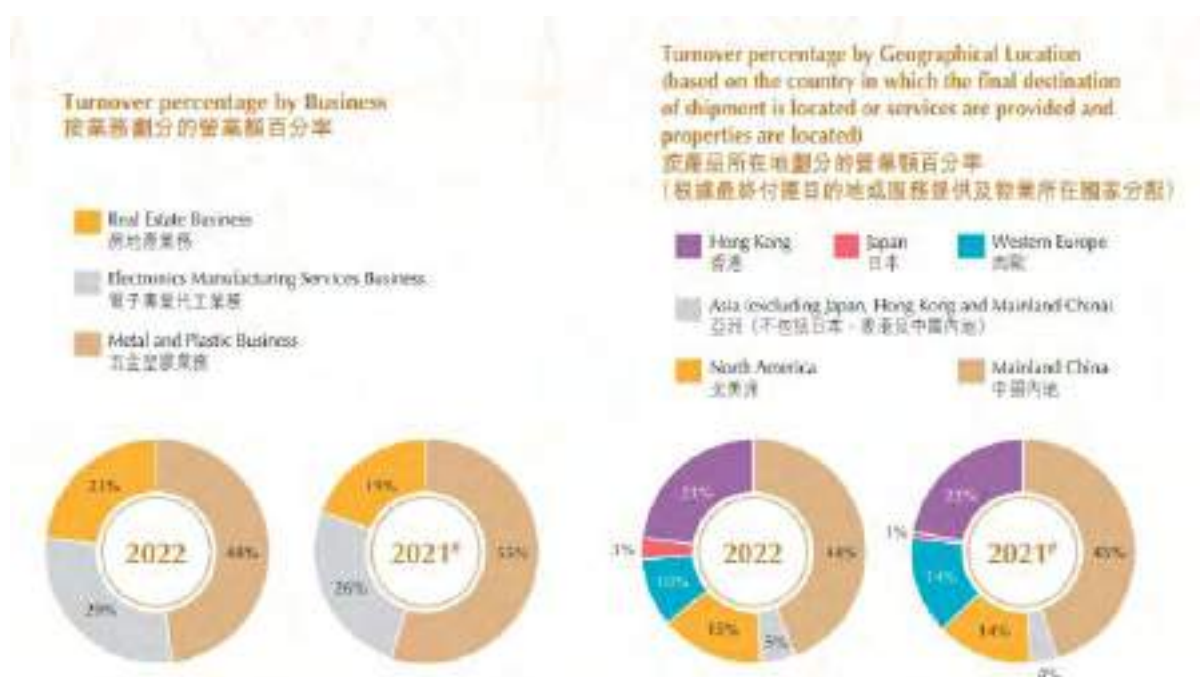
2) Real Estate Business

Karrie engages in the development of boutique residential real estate located in Greater Bay Area



1.3. Karrie's Income and Profit Structure





Source: Karrie's Annual Report 2021-2022

For the year ended March 31, 2022, Karrie has the revenue of HK\$4,013,434,000 (for the year ended March 31, 2021: HK\$3,472,798,000), which increased by approximately 16% when compared with the corresponding period last year. Profit for the year attributable to the equity shareholders of Karrie is HK\$549,102,000 (for the year ended March 31, 2021: HK\$445,328,000), which increased by approximately 23% when compared with the corresponding period last year. The increase in profit was mainly attributable to the completion of delivery, with revenue recognised, of certain units of Phases 4 and 5 of Castfast Villas.

The industrial businesses recorded an increase in revenue. It was mainly attributable to the significant increase of revenue from the EMS while the M&P remained stable. The revenue of the industrial businesses for the year ended March 31, 2022 increased by approximately 10% to HK\$3,075,013,000 when compared with the corresponding period last year (for the year ended March 31, 2021: HK\$2,793,374,000). The operating profit of these segments increases by approximately 2% to HK\$310,256,000 when compared with the corresponding period last year (for the year ended March 31, 2021: HK\$302,993,000). Despite the pressure on the operating ability of Karrie imposed by uncertainties including the persistent pandemic, the congestion of global supply chains and logistics and the increase in costs, Karrie's response has effectively stabilized profit margins for both businesses.

The real estate business recorded a revenue of HK\$938,421,000 for the year (for the year ended March 31, 2021: HK\$679,424,000), which increased by approximately 38% when compared with the corresponding period last year. Such increase was mainly attributable to the recognition in revenue from the successful completion of the delivery of the units of the Phases 4 and 5 of Castfast. Accordingly, the operating profit of real estate business also surged 49% to HK\$657,833,000 (for the year ended March 31, 2021: HK\$440,999,000).

Revenue for year 2021/22 increased by approximately 10% when compared with last year, which was principally resulted from the following:

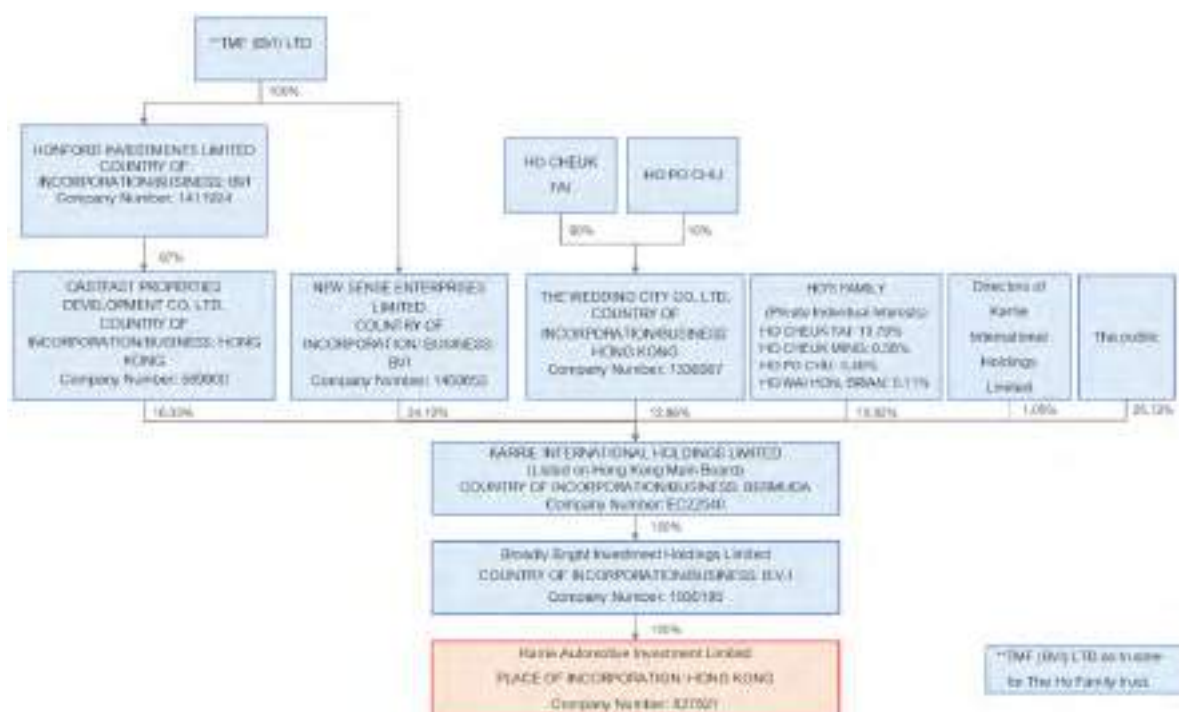
- a) the increase in the revenue of M&P for the year ended March 31, 2022 of approximately 1% to HK\$1,920,032,000 when compared with the corresponding period last year (for the year ended March 31, 2021: HK\$1,895,368,000), mainly from M&P steady performance this year.
- b) the revenue of EMS for the year ended March 31, 2022 increase by 29% to HK\$1,154,981,000 when compared with the corresponding period last year (for the year ended March 31, 2021: HK\$898,006,000), mainly owing to the increase of sale revenue for storage products.
- c) The novel coronavirus epidemic (the "Epidemic") situation this year is still severe. Especially in early 2022, the logistics and supply chains were greatly disrupted. The labour market was tight, and the wages rate of skilled workers increased. Various factors brought challenges to Karrie's operating costs. In this regard, Karrie has been striving to effectively manage production operations in a fast and flexible manner. For example, Karrie sets up closed-loop operation points for cross-border drivers to enhance Epidemic prevention and control, and successfully speed up logistics operations. Karrie also actively communicated with the local governments to coordinate the pace of operation and management, and enhanced utilization of resource. Karrie timely adjusted its material inventory level to reduce the impact of material price fluctuations.

1.4. Registered and Paid-up Capital

As of September 30, 2022, the Offeror has a registered capital of HKD 2, consisting of 2 ordinary shares with a par value of HKD 1 per share and has a paid-up capital of HKD 2, consisting of 2 ordinary shares, paid up for HKD 1 per share.

1.5. Shareholding structure of KAI and related companies

Diagram showing the shareholder structure of KAI as of September 30 ,2022, has details as follows:



Remarks: 1/ Details as of September 30 ,2022

2/ TMF is the trustee of the Ho Family Trust and was established as a management in the form of trust manager for the Ho Family Trust, which Mr. Ho Cheuk Fai is the controlling person. From KAI's shareholding structure, it is shown that KAI's Ultimate Shareholder list is Ho Family Trust. KAI is not a connected person with the Company as of August 31, 2020 in accordance with the Notification of the Capital Market Supervisory Board No. Tor Jor. 21/2551 Re: Rules on Connected Transactions dated August 31, 2008 (including amendments) and the announcement of the Stock Exchange of Thailand Re: Disclosure of Information and Actions of Listed Companies in Connected Transactions B.E. 2546 dated November 19, 2003 (including amendments)

1.5.1. List of shareholders of KAI as of September 30, 2022

Name	Percentage per Paid-Up Capital
Broadly Bright Investment Holding Limited ("Broadly")	100.00
Total	100.00

Source: List of shareholders of KAI certified by the Notary Public

1.5.2. List of shareholders of Broadly as of September 30, 2022

Name	Percentage per Paid-Up Capital
Karrie International Holdings Limited ("Karrie")	100.00
Total	100.00

Source: Karrie

1.5.3. List of Shareholders of Karrie as of September 30, 2022

No,	Name	Percentage per Paid-up Capital
1	The Public	25.72
2	New Sense Enterprises Limited	24.12
3	HO'S FAMILY	19.92
4	Castfast Properties Development Co. Ltd.	16.33
5	The Wedding City Co. Limited	12.86
6	Directors of Karrie International Holdings Limited	1.05
	Total	100.00

Source: Karrie

Remark: 1/ Karrie's directors consist of (1) Mr. Zhao Kai holding 0.53% (2) Ms. Chan Ming Mui Silvia holding 0.30% (3) Mr. Chan Raymond Kai holding 0.20% (4) Mr. Yam Chung Shing holding 0.02% (5) Mr. Fong Hoi Shing holding 0.002%

1.6. Board of Directors of KAI and related companies

1.6.1. Directors of KAI as of September 30, 2022

No	Name	Position	Nationality
1	Mr. Ho Cheuk Fai	Director	Hong Kong Special Administrative Region of the People's Republic of China
2	Mr. Ho Cheuk Ming	Director	Hong Kong Special Administrative Region of the People's Republic of China
3	Ms. Chan Ming Mui Silvia	Director	Hong Kong Special Administrative Region of the People's Republic of China
4	Mr. Chan Raymond	Director	Hong Kong Special Administrative Region of the People's Republic of China

Source: List of directors of KAI certified by Notary Public

Remarks: Authorized directors of KAI is any one of the directors of KAI.

1.6.2. Directors of Broadly as of September 30, 2022

No	Name	Position	Nationality
1	Mr. Ho Cheuk Fai	Director	Hong Kong Special Administrative Region of the People's Republic of China
2	Ms. Ho Po Chu	Director	Hong Kong Special Administrative Region of the People's Republic of China
3	Mr. Ho Kai Man	Director	Hong Kong Special Administrative Region of the People's Republic of China

Source: Broadly

1.6.3. Directors of Karrie as of September 30, 2022

No	Name	Position	Nationality
1	Mr. Ho Cheuk Fai	Executive Director	Hong Kong Special Administrative Region of the People's Republic of China
2	Mr. Zhao Kai	Executive Director	People's Republic of China
3	Ms. Chan Ming Mui Silvia	Executive Director	Hong Kong Special Administrative Region of the People's Republic of China
4	Mr. Chan Raymond	Executive Director	Hong Kong Special Administrative Region of the People's Republic of China
5	Mr. Ho Cheuk Ming	non-executive directors	Hong Kong Special Administrative Region of the People's Republic of China
6	Mr. Ho Kai Man	non-executive directors	Hong Kong Special Administrative Region of the People's Republic of China
7	Dr. Lau Kin Wah	Independent Director	Hong Kong Special Administrative Region of the People's Republic of China
8	Mr. Fong Hoi Shing	Independent Director	Hong Kong Special Administrative Region of the People's Republic of China
9	Mr. Yam Chung Shing	Independent Director	Hong Kong Special Administrative Region of the People's Republic of China

Source: Karrie

1.7. Financial status and results of operations

1.7.1. Summary of KAI's financial status as of March 31, 2022, is as follows

Unit: Hong Kong Dollar	March 31, 2019 (Audited)	March 31, 2020 (Audited)	March 31, 2021 (Audited)
Financial Position			
Assets			
Current Assets	78,761	75,506	299,987
Non-current Assets	0.00	0.00	7,445,030
Total Assets	78,761	75,506	7,745,017
Liabilities			
Current Liabilities	1,209,400	1,228,965	9,454,733
Non-current Liabilities	0.00	0.00	0.00
Total Liabilities	1,209,400	1,228,965	9,454,733
Shareholders' Equity			
Share capital	2	2	2
Revaluation reserve	-	-	(488,199)
Accumulated losses	(1,130,641)	(1,153,461)	(1,221,519)

Unit: Hong Kong Dollar	March 31, 2019 (Audited)	March 31, 2020 (Audited)	March 31, 2021 (Audited)
Total Shareholders' Equity	(1,130,639)	(1,153,459)	(1,709,716)
Total Liabilities and Shareholders' Equity	78,761	75,506	7,745,017
Income Statement			
Revenue	-	-	-
General and administrative expenses ^{1/}	(22,615)	(22,820)	(68,058)
Profit (loss) before tax	(22,615)	(22,820)	(68,058)
Income (expense) from tax		-	-
Total Loss of the Year	(22,615)	(22,820)	(68,058)
Earnings (loss) per share ^{2/} (HKD)	(11,308)	(11,410)	(34,029)
Dividend per share (HKD)	-	-	-
Book Value per share ^{2/} (HKD)	(565,320)	(576,730)	(854,858)

Source: financial statements from KAI. Please see more details in Attachment I

Remarks: 1/ General and administrative expenses include operating costs

2/ based on the number of the total issued and paid-up shares

1.7.2. Summary of Broadly's financial position as of as of March 31, 2022, is as follows

Unit: Hong Kong Dollar	March 31, 2020	March 31, 2021	March 31, 2022
Financial Position			
Assets			
Current Assets	-	-	-
Non-current Assets	-	-	-
Total Assets	-	-	-
Liabilities			
Current Liabilities	22,155	30,574	37,433
Non-current Liabilities	-	-	-
Total Liabilities	22,155	30,574	37,43
Shareholders' Equity			
Issued and paid-up capital	8	8	8
Retained loss	(22,163)	(30,582)	(37,441)
Total Shareholders' Equity	(22,155)	(30,574)	(37,433)
Total Liabilities and Shareholders' Equity	-	-	-
Income Statement			
Revenue	-	-	-

Unit: Hong Kong Dollar	March 31, 2020	March 31, 2021	March 31, 2022
General and administrative expenses ^{1/}	(5,774)	(8,419)	(6,859)
Total Loss of the Year	(5,774)	(8,419)	(6,859)
Earnings (loss) per share ^{2/} (HKD)	(722)	(1,052)	(857)
Dividend per share (HKD)	-	-	-
Book Value per share ^{2/} (HKD)	(2,769)	(3,822)	(4,679)

Source: Broadly's internal financial statements

Remarks: 1/ General and administrative expenses include operating costs

2/ based on the number of the total issued and paid-up shares

1.7.3. Summary of Karrie's financial position as of March 31, 2022 is as follows

Unit: Thousands Hong Kong Dollar	March 31, 2020 (Audited)	March 31, 2021 (Audited)	March 31, 2022 (Audited)
Financial Position			
Assets			
Current Assets	893,289	3,422,966	3,756,456
Non-current Assets	2,125,496	1,007,922	1,309,610
Total Assets	3,018,785	4,430,888	5,066,066
Liabilities			
Current Liabilities	838,550	2,101,852	2,878,626
Non-current Liabilities	1,004,535	632,330	490,888
Total Liabilities	1,843,085	2,734,182	3,369,514
Shareholders' Equity			
Issued and paid-up capital	199,384	201,244	202,131
Retained loss	976,316	1,495,462	1,494,421
Total Shareholders' Equity	1,175,700	1,696,706	1,696,552
Total Liabilities and Shareholders' Equity	3,018,785	4,430,888	5,066,066
Income Statement			
Total Revenue ^{1/}	2,902,208	3,472,798	4,013,434
Cost of revenue	2,372,714	2,526,421	2,865,071
Total expenses ^{2/}	150,797	206,170	193,010
Other income/gains	4,444	2,601	10,769
Net valuation gain/(loss) on investment properties	(2,361)	1,18	1,967
Operating Profit	380,780	743,992	968,089
Interest Income	4,462	11,379	17,067
Finance Cost	(24,855)	(7,975)	(14,738)

Unit: Thousands Hong Kong Dollar	March 31, 2020 (Audited)	March 31, 2021 (Audited)	March 31, 2022 (Audited)
Share of profit (loss) from investments in associated companies	1,354	1,487	1,164
Profit before tax	361,738	748,883	971,582
Income (expenses) from tax	(111,472)	(303,555)	(422,480)
Profit for the year from continuing operations	250,266	445,328	549,102
Earnings (loss) per share ^{3/} (HK cents)	12.60	22.30	27.20
Dividend per share ^{4/} (HK cents)	9.00	11.50	9.50
Book Value per share ^{5/} (HK cents)	58.53	84.33	83.92

Source: <https://www.karrie.com/en>

Remarks: 1/ Total revenues are revenues from manufacturing of electronic devices, molded metal and plastic products, which remained stable. and revenue from real estate

2/ Total expenses include selling and administrative expenses

3/ Calculated by net profit (loss) divided by the weighted average number of ordinary shares

4/ Dividend per share announced based on Karrie's performance in the fiscal cycle.

5/ Calculated by the shareholders' equity divided by the weighted average number of ordinary shares

1.8. Significant Commitments as Stated in the Notes to the Latest Audited Financial Statements

- None –

1.9. Criminal Offense in the Past 5 Years of the Offeror and/or the Offeror's Management

- None –

1.10. Pending Litigation

- None –

2. Tender Offer Preparer

Name : Discover Management Company Limited
Address : 888/150 15th Floor Mahatun Plaza, Phloen Chit Rd, Lumpini, Pathum Wan District, Bangkok
Telephone No. : 02-651-4447
Website : <https://www.discoverym.com/>

3. Other Advisor Information

Legal Advisor

Name : Siam Premier International Law Office Limited

Address : The Offices at Central World 26th Floor 999/9, Rama 1 Road,
Pathum Wan, Bangkok, 10330

Telephone No. : 0-2646-1888

Facsimile No. : 0-2646-1919

Website : <https://www.siampremier.com>

4. Relationship between the Offeror and the Business, Major Shareholders, or Directors of the Business

4.1. Summary of the Material Information of Any Contract/ Agreement/ Memorandum of Understanding, entered into by the Offeror Prior to Making the Tender Offer for the Purpose of Trading Securities of the Business, Regardless of whether or Not Such Contract/ Agreement/ Memorandum of Understanding is Entered into for the Purpose of Trading of Securities in the Tender Offer

4.1.1. Summary of the letter to express intention not to sell the ordinary shares of TKT as per the tender offer made by KAI (“LOI”). The summary of material conditions precedent is as follow:

Agreement	To express intention not to sell the ordinary shares of TKT as per the tender offer made by KAI
Counterparties	<p>30 shareholders of TKT</p> <ol style="list-style-type: none"> 1. Mrs. Yupa Techakraisri 2. Mr. Sumate Techakraisri 3. Mr. Kam Kwan Koon 4. Mr. Tanawat Kraipisitkul 5. Mr. Sorapoj Techakraisri 6. Mr. Mitr Techakraisri 7. Mr. Preecha Techakraisri 8. Mrs. Taetiasi Saetae 9. Mrs. Uraiwan Saetae 10. Ms. Siri-on Israngkura Na Ayudhya 11. Mrs. Oui-ngo Saetae 12. Mr. Noppadol Kasemkulsiri 13. Ms. Suphattra Soppavanich 14. Ms.Thanatorn Bunyawirojana 15. Mrs. Chan Hung Kam 16. Mr. Prasong Techakraisri 17. Mr. Narongsak Techakraisri 18. Ms.Juthamas Kasemkulsiri 19. Mr. Joompol Techakraisri 20. Mr. Chotipol Techakraisri 21. Mrs. Sujitra Chongthurakit 22. Mr. Pongthorn Tupanangkul 23. Ms. Patumporn Tupanangkul 24. Mr. Sawad Tupanangkul

	25. Mr. Kumpee Chongthurakit 26. Mr. Krit Techakraisri 27. Mr. Tanutchot Techakraisri 28. Mr. Jirapong Soppavanich 29. Mr. Phumintr Chongthurakit 30. Ms. Peerapan Chongthurakit
Date of agreement	1. September 6, 2022, 5 persons 2. September 7, 2022, 1 person 3. September 8, 2022, 2 persons 4. September 9, 2022, 10 persons 5. September 12, 2022, 5 persons 6. September 13, 2022, 5 persons 7. September 14, 2022, 2 persons
Related securities	141,873,966 Shares
Main content	1) Group of Shareholders express intention not to sell the ordinary shares of TKT with details as follows: (i) Group of Shareholders shall not sell their respective Shares in the Tender Offer; and (ii) Group of Shareholders shall perform any actions which may be required under the rules and regulations of the Stock Exchange of Thailand (“SET”), the Securities and Exchange Commission (“SEC”), and other relevant departments and regulators in order to ensure the fulfilment of their respective obligations/commitments under this Letter. 2) Group of Shareholders hereby confirm that my refusal of such tender is voluntary and is enforceable by which I shall in no way revoke such refusal.
End of enforcement period	After the last day of the Tender Offer period

4.2. Shareholding, whether Direct or Indirect, by the Offeror or the Persons Authorized to Bind the Offeror (In the Case the Offeror is a Juristic Person) in the Business or Major Shareholders of the Business (In the Case the Major Shareholders of the Business is a Juristic Person)

4.2.1 Shareholding of the Offeror in the Business

As the date of submission of the Tender Offer, the Offeror holds 136,780,000 ordinary shares of the Business, representing 38.99% of total issued and paid-up shares of the Business and 38.99% of total voting rights of the Business.

The authorized director of the Offeror does not hold any shares in the Business.

4.2.2 Shareholding of the Offeror in major shareholders of the Business

- None -

4.3. Shareholding, whether Direct or Indirect, by the Business, Major Shareholders or Directors of the Business in the Offeror (In the Case the Offeror is the Juristic Person)

4.3.1 Shareholding by the Business in the Offeror

- None -

4.3.2 Shareholding by the major shareholder of the Business in the Offeror

- None –

4.3.3 Shareholding by the directors of the Business in the Offeror

- None –

4.4. Other Relationships

- None –

5. Other Relevant Information for the Securities Holders' Decision Making

5.1 Securities Held by the Offeror Prior to Making the Tender Offer

5.1.1 Ordinary share

Name	Class of Share	Number of Shares	% of total paid-up shares	% of total voting rights
I. Offeror:				
- Karrie Automotive Investment Limited	Ordinary shares	136,780,000	38.99	38.99
II. Persons in the same group as offeror	None	-	-	-
III. Related parties under Section 258 of the person under I and II	None	-	-	-
IV. the agreements to result in additional acquisition of shares by the person under I to III	None	-	-	-
Total		136,780,000	38.99	38.99

5.1.2 Convertible Securities

- None –

5.1.3 Others

- None –

5.2 Source of Funds for the Tender Offer

The aggregate amount of funds required for the Tender Offer of all remaining shares of the Business, excluding 136,780,000 shares held by the Offeror, is equivalent to a total amount of THB 272,192,200 (Thai Baht Two hundred seventy-two million one hundred ninety-two thousand two hundred). However, 30 shareholders ("Group of Shareholders") holding shares of Business in a total of 141,873,966 shares, representing 40.45% of the total issued and paid-up shares in the Business (after the conversion of warrants), and 40.45% of the total voting rights of the business (after the conversion of the warrants) have signed a letter to express intention not to sell TKT's ordinary shares in accordance with the Tender Offer of the Tender Offeror

("LOI") stating that such persons will not sell all shares held in the total of 40.45% of the total issued and paid-up shares of the Business to the Tender Offeror throughout the Tender Offer period. The details are as shown in the LOI as shown in attachment H (Letter to express intention not to sell the ordinary shares of TKT as per the tender offer made).

On this basis, the total amount of funds required for the Offeror to acquire 72,126,034 shares in the Business, representing 20.56% of the total issued and paid-up shares in the Business and 20.56% of the total voting rights in the Business (excluding the 141,873,966 shares in the Business held by Group of Shareholder and the 136,780,000 shares in the Business held by KAI) is equivalent to a total amount of THB 143,530,808 (Thai Baht One hundred forty-three million five hundred thirty thousand eight hundred eight).

The Offeror will pay compensation in cash to all shareholders who accept the Tender Offer. The Offeror's funding source for the Tender Offer comes from a loan from Karrie, who indirectly holds 100% of the Offeror's issued and paid up shares. However, the loan received from Karrie is an interest-free loan and is reclaimable on demand.

As of September 23, 2022, the Offeror had cash deposit in a saving account with The Hongkong and Shanghai Banking Corporation Limited ("HSBC") with a current balance of HK\$32,248,226 or approximately THB 148,986,804² (the "Funds") to be solely used for the purpose of conducting the Tender Offer. The Funds are assured to remain available for the settlement of the Tender Offer until the settlement of the Tender Offer is completed. Please refer to Appendix G (Certificate of Balance).

In the event that the Fund converted into THB currency, is not sufficient for the Tender Offer due to the change in foreign exchange rate; the Offeror agrees to provide additional funds to I V Global Securities Public Company Limited, as the Tender Offer Agent, to ensure the sufficient fund in THB currency for the Tender Offer.

Discover Management Company Limited, as the Tender Offer Preparer, has verified the source of funds for the Tender Offer of the Offeror is sufficient to conduct and complete this Tender Offer.

5.3 Plan to Sell Shares of the Business

As of the Tender Offer date, the Offeror has no intention to sell or transfer a significant number of the Business's securities during the first 12 months period commencing from the last day of the Offer Period unless one of the following events occurs:

- 1) The Offeror is obligated by any relevant laws or regulations that are effective during such period, which includes restrictions on foreign shareholders;

² The source of funds in Thai Baht currency is calculated by using the average foreign exchange rates quoted by The Hongkong and Shanghai Banking Corporation Limited on September 22, 2022, which is equivalent to THB 4.62 to HK\$ 1.

- 2) The Offeror sells or transfers shares of the Business to person(s) under Section 258 under the SEC Act; or
- 3) The Offeror has a purpose of shareholding restructuring and/or corporate restructuring within its group.

5.4 Other Necessary Information

– None –

Part 3**Information of the Business****1. Details of the Business****1.1. General Information**

Name	:	T.Krungthai Industries Public Company Limited (“TKT” or the “Business” or the “Company”)
Address	:	23 Soi Chan 43 Yak 21, Tungwatdon, Sathon, Bangkok 10120
Telephone No.	:	0-2211-2762, 0-2211-3732, 0-2212-4719
Facsimile No.	:	0-2212-4864
Company Registration No.	:	0107547000010
Secondary Market	:	Registered capital of THB 350,780,000 Issued and paid-up capital of THB 350,780,000 A total of 350,780,000 shares At a par value of THB 1 per share
Sector	:	Main business activities of the Company are manufacturing plastic products and produce plastic molds.

1.2. General Business Information

T.Krungthai Industries Public Company Limited (“TKT” or the “Business” or the “Company”) was established on 4 November 1980 by the Taechakraisri group and foreign shareholders (Established as a Krungthai Industrial, Part., Ltd. on September 16, 1973) with an initial registered capital of THB 5 million to conduct plastic plating services with chromium and gold. Later, the Company developed into a manufacturer of plastic parts including color spraying, printing and assembly for plastic parts as well as provided service for designing, manufacturing and repairing molds for plastic parts production with registered capital as at December 31, 2021 in amount of THB 350.78 million and paid-up of THB 237.78 million. Currently, the Company has no subsidiary or associated company.

The Business’s products are classified into two major categories:

1.2.1. Injection Molding

The Business is the producer of plastic parts for industry. After the process of injection molding, plastic parts would be brought into further processes such as spray painting, silk-screen & hot stamping and sub assembly. The production of plastic parts is classified into three groups as follows:

Group 1 Plastic parts for Automotive Industry

- (A) Interior part such as dashboard components/trims, panel, plastic interior parts and door panels.
- (B) Exterior part such as radiator grilles, wheel cap, mud guards.

(C) Engine room such as cover engine.

Group 2 Plastic parts for Electrical Appliance Industry

(A) Products including in this group parts of refrigerators, door handle, base, top plate and other parts inside the refrigerator.

(B) Plastic parts for air conditioner such as air condition mask

(C) Plastic parts for washing machine such as washing machine base

Group 3 Plastic parts for other industries

(A) Products including in this group are plastic parts, which are the components of packaging for consumer products such as can covers, etc.

The Business's quality control process consists of monitoring and controlling the import of raw materials, production process and maintain production of good quality products, best service up to the time of delivery to the customer for which the Company earns the customers confidence, trust and satisfaction.

1.2.2. Mold Production for Plastic Injection Production

(A) Mold Design and Production

The Company provides services on mold design and manufacture of plastic injection molds with professional teams, having more than 48 year experience in mold design and production. Also, the Company use computers in designing process such as CAE (Mold Flow) which is used to analyze the design of plastic parts and mold (Computer Aid Design (CAD)), then the information will be sent to computer-controlled mold (Computer Aid Manufacturing (CAM)). This allows the Company to be able to produce good quality molds, which are right according to designs. Moreover, the Company has sent the technicians, who take care of the mold production, over for training both domestically and abroad. The trainings were aimed to develop on mold production of the Company. Mold making is divided into two groups.

- i. New mold by customers' order: the Company will make mold for injection according to the customers specification and make the mold in accordance with the design details agreed by both sides.
- ii. Mold repair and adjustment: the Company and the customer cooperate with each other for the improvement of surface, mold design for injection improvement and adjustment for quicker production or as per the customers requirement. This sort of service build trust from customers in the injection process and if the mold has been damaged the company also give service in this matter. For production and reparation of molds the company quote the price for their service depending on the size of the mold, difficulty and simplicity of the mold repair and the working time.

(B) Mold Repair

Besides from services on mold production, the Company also provides services on mold repair. The Company's professional technicians would provide immediate repair services right at our sites. The customers' time would not be wasted for sending the molds externally for repair. These services are aimed to create creditability towards the Company's mold production.

1.2.3. Revenue Structure

Unit : THB Million	2019		2020		2021		Q2 2022	
	Revenue	%	Revenue	%	Revenue	%	Revenue	%
Sales and Service Revenue								
- Automotive Industry	991.08	76.99	730.34	72.19	904.27	74.64	469.95	74.13
- Electric Appliances Industries	111.34	8.65	133.57	13.20	132.52	10.94	66.48	10.49
- Other Industry	30.07	2.34	18.70	1.85	25.37	2.09	6.85	1.08
- Mold Production Service	154.73	12.02	129.02	12.75	149.34	12.33	90.66	14.30
Total Revenue	1,287.22	100.00	1,011.63	100.00	1,211.50	100.00	633.95	100.00

Source: TKT

1.3. Financial Position and Overall Operation

Statement of financial position for the year 2019 - 2021 ended December 31, and 2022 ended June 30

Unit: THB Million	Consolidated Statement of financial for As at 31			Six-month Period Ended
	December			30 June
	2019	2020	2021	2022
	(Audited) ^{1/}	(Audited) ^{1/}	(Audited) ^{1/}	(Reviewed) ^{1/}
Total Assets	1,161.31	1,131.28	1,145.23	1,136.74
Total Liabilities	727.34	706.38	706.74	683.92
Shareholders' Equity	433.98	1,131.28	438.49	452.83
Registered Capital	214.00	350.78	350.78	350.78
Paid-Up Capital	214.00	237.78	237.78	237.78
Total revenues ^{2/}	1,301.72	1,018.83	1,231.93	638.95
Cost of sales	1,109.13	877.67	1,024.15	528.75
Total expenses ^{3/}	164.90	154.40	173.73	84.50
Net Profit (Loss)	12.21	-36.56	13.59	14.34
Earnings (loss) per share (THB)	0.06	-0.17	0.057	0.06
Dividend per share (THB)	0.00	0.00	0.00	0.00
Book Value per share ^{4/} (THB)	2.03	1.96	1.84	1.90

Source: Annual Report 2021 (Form 56-1 One Report) and financial statement of the Company

Remarks: 1/ Securities holders can download details of the preceding financial statement of the Company at www.sec.or.th and www.set.or.th. The financial statements for the year ended December 31, 2019, 2020, and 2021 were audited by the Certified Public Accountant, Karin Audit Company Limited. The financial statements for the 6-month period ended June 30, 2022, were reviewed by Karin Audit Company Limited, an auditor approved by the SEC.

2/ Total revenues are inclusive of Revenues from sales - plastic products, rendering of services – molds and other income.

3/ Total expenses are inclusive of Distributions cost, administrative expenses, others expenses and Director and managements remunerations

4/ Book Value Per Share based on the number of the total issued and paid-up shares

1.4. The Business's shareholders' list

1.4.1. The listed of 10 majority shareholders

Rank	List of shareholders (According to the latest shareholders register as of March 14, 2022)	No. of Shares	Percentage	Rank	Expected shareholding structure (After KAI exercise TKT-W2 and TKT-W3)	No. of Shares	Percentage
1	Mrs. Yupa Techakraisri	24,000,000	10.09	1	Mrs. Yupa Techakraisri	24,000,000	6.84
2	KARRIE AUTOMOTIVE INVESTMENT LIMITED	23,780,000	10.00	2	KARRIE AUTOMOTIVE INVESTMENT LIMITED	136,780,000	38.99
3	Mr. Sumate Techakraisri	23,500,000	9.88	3	Mr. Sumate Techakraisri	23,500,000	6.70
4	MR. KAM KWAN KOON	12,750,000	5.36	4	MR. KAM KWAN KOON	12,750,000	3.63
5	Mr. Tanawat Kraipisitkul	12,682,820	5.33	5	Mr. Tanawat Kraipisitkul	12,682,820	3.62
6	Mr. Sorapoj Techakraisri	10,000,040	4.21	6	Mr. Sorapoj Techakraisri	10,000,040	2.85
7	Thai NVDR Company Limited	6,928,166	2.91	7	Thai NVDR Company Limited	6,928,166	1.98
8	Mr. Mitr Techakraisri	6,500,000	2.73	8	Mr. Mitr Techakraisri	6,500,000	1.85
9	Mr. Preecha Techakraisri	6,138,400	2.58	9	Mr. Preecha Techakraisri	6,138,400	1.75
10	Mrs. Uraivan Saetae	6,000,000	2.52	10	Mrs. Uraivan Saetae	6,000,000	1.71
11	Mrs. Taetiasi Saetae	6,000,000	2.52	11	Mrs. Taetiasi Saetae	6,000,000	1.71
12	Other shareholders	99,500,574	41.85	12	Other shareholders	99,878,140	28.37
	Total	237,780,000	100.00		Total	350,780,000	100.00

Source: TKT

1.4.2. Potential shareholding structure after making Tender Offer

In case all of the shareholders of the Business except for Group of Shareholders have shown their intention to sell all their own shares in this Tender Offer, the listed of shareholder is as follow:

No.	Name of shareholders	No. of shares	Percentage of paid-up shares	Percentage of Total voting rights
1	KARRIE AUTOMOTIVE INVESTMENT LIMITED	208,906,034	59.55	59.55
2	Group of Shareholders	141,873,966	40.45	40.45
	Total	350,780,000	100.00	100.00

1.5. The Board of Director as of Tender Offer date and Potential Structure after making Tender Offer

1.5.1. The Board of Directors before acquiring the shares of the Offeror

The Board of Directors as of March 14, 2022

No.	Board of Directors	Position
1	Gen. Terdsak Marrome	Chairman of the Board of Directors/Independent Director
2	Mr. Sumate Techakraisri	Chief Executive of Directors/ Director
3	Mr. Kowate Limtrakul	Director
4	Mr. Kumpee Chongthurakit	Director
5	Mr. Prasong Techakaisri	Director
6	Mrs. Yupa Techakraisri	Director
7	Mr. Apichart Kasemkulsiri	Director
8	Mr. Phreecha Tachakraisri	Director
9	Mr. Chumpol Techakraisri	Director
10	Mr. Pairuch Sahamethapat	Independent Director / Chairman of Audit Committee
11	Mr. Paotep Chotinuchit	Independent Director / Audit Committee
12	Mr. Virasak Sutanthavibul	Independent Director / Audit Committee
13	Mr. Kosol Surakomol	Independent Director

Source: Stock Exchange of Thailand <http://www.set.or.th/>

Remarks: Authorized directors of the Company are Mr. Sumate Techakraisri jointly sign with Mrs. Yupa Techakraisri or Mr. Chumpol Techakraisri or Mr. Phreecha Tachakraisri, totaling two persons and affix the Company's seal

1.5.2. The Board of Directors after the Tender Offer

After acquiring shares by the Offeror, 3 directors i.e. Mr. Kumpee Chongthurakit, Mr. Prasong Techakaisri and Mr. Kowate Limtrakul will resign from being a director and Ms. Chan Ming Mui Silvia, Mr. Chan Raymond and Mr. Chan Wah Ying will be appointed to be a director in replacement of the resigned directors. Thus, Board of Directors of the Business after acquiring shares by the Offeror will be as follows:

No.	Board of Directors	
	Before	After
1	Gen. Terdsak Marrome	Gen. Terdsak Marrome
2	Mr. Sumate Techakraisri	Mr. Sumate Techakraisri
3	Mr. Kowate Limtrakul	Mr. Chan Wah Ying ^{1/}
4	Mr. Kumpee Chongthurakit	Ms. Chan Ming Mui Silvia ^{1/}
5	Mr. Prasong Techakaisri	Mr. Chan Raymond ^{1/}
6	Mrs. Yupa Techakraisri	Mrs. Yupa Techakraisri
7	Mr. Apichart Kasemkulsiri	Mr. Apichart Kasemkulsiri
8	Mr. Phreecha Tachakraisri	Mr. Phreecha Tachakraisri
9	Mr. Chumpol Techakraisri	Mr. Chumpol Techakraisri

No.	Board of Directors	
	Before	After
10	Mr. Pairuch Sahamethapat	Mr. Pairuch Sahamethapat
11	Mr. Paotep Chotinuchit	Mr. Paotep Chotinuchit
12	Mr. Virasak Sutanthavibul	Mr. Virasak Sutanthavibul
13	Mr. Kosol Surakomol	Mr. Kosol Surakomol

Source: The Offeror

Remarks: 1/ The representative from the Offeror

1.5.3. Highest and Lowest price of the Business's Share in Each Quarter for the Last 3 Years

Year	Period	Highest and Lowest Price (THB per share)	
		Highest Price	Lowest Price
2019	Jan – Mar	1.88	1.26
	Apr – Jun	1.58	1.25
	Jul – Sep	1.41	1.23
	Oct – Dec	1.37	0.89
2020	Jan – Mar	1.06	0.56
	Apr – Jun	1.15	0.59
	Jul – Sep	1.20	0.85
	Oct – Dec	1.01	0.65
2021	Jan – Mar	1.38	0.89
	Apr – Jun	2.28	1.12
	Jul – Sep	2.64	1.68
	Oct – Dec	2.16	1.64
2022	Jan – Mar	2.06	1.24
	Apr – Jun	2.50	1.36
	Jul – Sep	2.18	1.76
	1 Oct – 5 Oct	3.32	2.48

Source: www.setsmart.com

2. Business Plan after the Takeover

2.1. Business Status

The Offeror has no intention to delist the Business from the SET within 12 months after the end of the Offer Period, excepting for the case that the Offeror has to comply with the related rules, guidelines, and regulations which are enacted during the period.

2.2. Policies and plans of business operations

2.2.1. Plans of business operations and future business plans

The Offeror does not have a plan or policy to materially change the Business's objectives and operations within 12 months after the Offer Period and is still determined for the Company to be a manufacturer and distributor of plastic injection molding and mold production for plastic injection production as before.

2.2.2. Expansion of investment or production capacity

The Offeror may expand the investment beyond the normal investment of the Business within 12 months from the end of the Offer Period depending on the appropriateness in operating business. However, the Offeror may suggest the Company to consider expanding its investment when having business opportunity or investment opportunity. In this case, the Offeror will proceed in accordance with the relating rules and regulation as well as the having resolutions from board of directors' meeting and/or shareholders' meeting.

2.2.3. Organization Structure

The Offeror does not intend to change the Business's managements and organization structure during the period of 12 months after the Offer Period. However, the Offeror may consider increasing/decreasing the number of directors of the Company to increase efficiency and flexibility in management. Moreover, to reflect the Offeror's increased shareholding, the Offeror may consider adjusting the number of directors who represent the Offeror on the Board of Directors of the Company. After acquiring shares by the Offeror, 3 directors i.e. Mr. Kumpee Chongthurakit, Mr. Prasong Techakaisri and Mr. Kowate Limtrakul will resign from being a director and Ms. Chan Ming Mui Silvia, Mr. Chan Raymond and Mr. Chan Wah Ying will be appointed to be a director in replacement of the resigned directors (more details appear in Part 3 Case 1.5.2 above).

In addition, there may be change as deemed appropriate, such as the appointment of new directors or replacement of existing directors who resign or retire from office by rotation or for any other reasons whereby the Offeror will seek for resolutions from board of directors' meeting and/or shareholders' meeting of the Business to be in accordance with the Articles of Association of the Business, and relevant rules and regulations.

2.2.4. Plan on disposal of existing core assets of the Business

During the period of 12 months after the Offer Period, the Offeror has no plan to make any disposal of the core assets of the Business or its subsidiaries, except in the case of disposal in the normal course of business which will be duly approved in accordance with the policy of the Business and shall be in compliance with relevant rules and regulations.

2.2.5. Financial Structure

Within 12 months after the end of the Offer Period, the Offeror does not have a plan to significantly change the financial structure of the Business except in the case that the change in financial structure will

enhance the efficiency in managing the Business or avoid any adverse effect on the Business. The Offeror and the Business will mutually consider the financial structure for the best benefit of the Business.

In case that the Offeror decides to make any significant material changes from what has been stated in the Tender Offer documents, the Offeror shall obtain relevant approvals by the Board of Directors' meeting and/or shareholders' meeting according to the Articles of Association, and laws and regulations of the SEC and the SET.

2.2.6. Dividend Policy

During the period of 12 months after the Offer Period, the Offeror has no plan to change the current dividend policy as the Business has a dividend payment policy at not less than 40 percent of the payable amount after the deduction of corporate income tax and legal reserve. However, the Board of Directors may decide to pay dividend differently from such policy as deem appropriate and necessary, for example, in case the Company needs money for investment or business expansion, changes in economic or market conditions, or any other events that affect the financial liquidity of the Business.

However, if the Offeror takes any action that may lead to a material change in the Business's financial or economic conditions or other necessary changes; other than those specified in Clause 2.1. Business Status and Clause 2.2. Policies and plans of Business's operations, the Offeror must comply with the Notification No. TorChor. 12/2554, Clause 48 (2). The Offeror is prohibited from doing any material matters that is different from the statements in the Tender Offer for a period of 12 months from the end of the purchase period, unless the shareholders' meeting of the business resolves otherwise, with a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote and has notified the SEC.

2.3. Connected Transactions

Currently, the Company has specified policies and procedures regarding approving of related transactions to comply with the rules and regulations of the SET and the SEC to prevent any conflict of interests between the Company and its associate companies and/or any persons who may have conflicts.

Prior to the Tender Offer, the Offeror, and persons under section 258 of the Securities and Exchange Act B.E. 2535 (include the amendment) (the "**Securities and Exchange Act**") of the Offeror have 1 related transaction with the Company pursuant to the policies and procedures regarding approving of related transactions of the Company and in compliance with the rules and regulations of the SET and the SEC. Moreover, the transaction have already been complete with the details as shown in the following table;

Name	Type of Transaction	For Year 2020 (THB)	For Year 2021 (THB)	For Six-Month Period Ended 30 June 2022 (THB)	Total (THB)	Reasonableness of Related Party Transactions
Karrie Industrial Company Limited ¹	Trading/Service	546,093.60	50,480.14	1,263,426.89	1,860,000.63	It is a transaction 1 item for which the Company pays the operating expenses in installments. which is the expenses operation normal business.

Remarks: /1 The same major shareholder is Karrie.

Source: TKT

However, in the future, if the Offeror has connected transactions with the Company, the Offeror will ensure that the Business complies with the regulations of the SEC and the SET including laws, announcements, regulations or protocols of relevant organization, as well as setting various conditions to be in accordance with normal business transactions and/or market price which can be referenced or compared with the price incurred to a third party at an arm's length basis. The Audit Committee will have a meeting to consider and give opinions on the necessity and appropriateness of such related transactions in accordance with Good Corporate Governance principle in order to enhance transparency and efficiency of the Business operations.

Part 4

Additional Details of the Tender Offer

1. **Tender Offer Acceptance Procedure**

Shareholders who wish to tender their ordinary shares of the Company, whether all or some, (the “Offeree”) shall comply with the followings:

1.1 Read the “*Procedure to Accept the Tender Offer of the Securities*” as per the Attachment A.1 for Ordinary Shares and Attachment B.1 for NVDR in its entirety. Complete and sign, clearly, completely, and accurately, both sections of the Acceptance Form for Tender Offer to Purchase Securities of T.Krungthai Industries Public Company Limited (“*Tender Offer Acceptance Form*”) as per Attachment A.2 for ordinary shares and Attachment B.2 for NVDR.

1.2 **Enclose the following documents as intention of selling**

1.2.1 **In case of ordinary shares held in certificate form**, all share certificate(s) must be endorsed with the signature of the Offeree in the column labeled “signature of the transferor” on the back of each share certificate (Tender Offer Agent will only accept the transactions in which the name appeared on the share certificate(s) is the same as that of the Offeree or the name of the shareholder whose name appears on the share certificate and there are complete and accurate supporting documents for the transfer submitted by the Offeree). Submit the endorsed share certificate(s) with 2 copies of the duly signed documents specified in Clause 1.2.4 below (in case of a certified copy of the lifetime identification card, please also attach house registration with the page presenting the address and the name of the Offeree). The signature endorsed on the back of the share certificate(s) and each supporting document must be the same. **In the case of share certificate, the Offeree is requested to submit the Tender Offer Acceptance Form under Clause 1.1 at least 3 business days prior to the last day of the Offer Period** (Last day of the Offer Period is November 25, 2022) as the Tender Offer Agent will take such certificate(s) for verification by, and depositing with, the Thailand Securities Depository Company Limited (“TSD”), which acts as the securities registrar. If the share certificate(s) is rejected by the TSD, the Tender Offer Agent will contact the Offeree to collect their share certificate(s).

In the case that the ordinary share certificate(s) are lost, the Offeree must contact the TSD to issue new ordinary share certificate(s) and tender those newly issued share certificate(s) through the Tender Offer Agent. However, it takes approximately 2 weeks to issue new share certificate(s). Therefore, the Offeree should contact the TSD to issue new share certificate(s) at least 2 weeks prior to the last day of the Offer Period.

- In the case there exists a discrepancy of title, name or last name of the Offeree between that which appears on the share certificate and that which appears on the Identification Card, the Civil Servant Identification Card or the State Enterprise Official Identification Card, or in case of the juristic entity's name discrepancy between that which appears on the share certificate and that which appears in a company affidavit issued by the Ministry of Commerce (in case of Thai Juristic entities) or Certificate of Commercial Registration (in case of foreign juristic entities), the Offeree has to completely and accurately fill in the "Amending Securities Holder Record" of the TSD, as per Attachment D of which the amended information must be the same as that appeared on the identification card of the Offeree, the civil servant identification card or the state enterprise employee card or the company affidavit issued by the Ministry of Commerce (in case of Thai juristic person) or Certificate of Commercial Registration (in case of Foreign Juristic Person) and attach a certified copy of the document evidencing such amendment of information which is issued by the government (e.g. marriage certificate).
- In the case that the Offeree is an estate administrator, the Offeree must provide a certified copy of the court order evidencing an appointment of the estate administrator issued not more than 1 year prior to the date of the submission of the Tender Offer Acceptance Form, a certified copy of the death certificate, a certified copy of the identification card or other identification documents of the estate administrator and a certified copy of the house registration of the estate administrator together with the share certificate endorsed by the estate administrator.
- In the case that the Offeree is a minor, parents (father and mother) must endorse the share certificate and attach a certified copy of the parents' identification cards and a certified copy of the house registration of the parents and a minor.

Remark: In case of share certificate, the Tender Offer Acceptance Form will be deemed complete only after the share certificate(s) is verified by and deposited with the TSD. If the share certificate(s) is rejected by the TSD, the Tender Offer Agent will not make any payment to the Offeree and will contact Offeree to collect the share certificate back from the Tender Offer Agent.

1.2.2 In case of ordinary shares deposited with the TSD in scripless form, the Offeree must contact the broker with whom the Offeree deposited the tendered ordinary shares and attach a copy of supporting documents of the Offeree as specified in Clause 1.2.4 to express the Offeree's intention to tender his/her shares and instruct such broker to transfer ordinary scripless shares to the following account:

(a) For Thai Shareholders

“บริษัทหลักทรัพย์ ไอ วี โกลบอล จำกัด (มหาชน) – เพื่อ TENDER”

Account no. 030 -000000015-0

(b) For Foreign Shareholders

“I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED - FOR TENDER”

Account no. 030 -000000015-0

The Offeree can submit the Tender Offer Acceptance Form together with the supporting documents as specified in Clause 1.2.4 to their broker with whom the Offeree has a securities trading account and the broker will collect and submit the Tender Offer Acceptance Form to the Tender Offer Agent.

1.2.3 In case of NVDR, the Offeree shall submit an NVDR transfer slip of the tendered NVDR which is deposited with the TSD, to be transferred to the following account:

“I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED - FOR TENDER”

Account no. 030 -000000015-0

The Tender Offer Agent cordially requests for the Offeree’s coordination to submit the NVDR transfer slip of the tendered NVDR as an evidence of the NVDR transfer together with the Tender Offer Acceptance Form specified in Clause 1.1 at least 2 business days prior to the last day of the Offer Period (Last day of the Offer Period is November 25, 2022) due to the required procedure that the Tender Offer Agent will have to transfer the ordinary shares and NVDR with the Thai NVDR Company Limited before proceeding further with the Tender Offer process.

1.2.4 Identification documents of the Offeree are as follows:

Thai individual

- A certified copy of valid identification card, civil servant identification card or state enterprise employee card (in case of civil servant identification card or state enterprise employee card, please attach a certified copy of his/her house registration with the page presenting the address and the name of the Offeree or any official document with the 13 digit national identification number) (in case of lifetime identification card, please attach a certified copy of the house registration with the page presenting the address and the name of the Offeree) (in case of minors, please attach the parents’ consent (father and mother) together with a certified copy of the valid identification card or identification documents of the parents and a certified copy of the house registration with the page presenting the address and the name of the parents and a minor)(In case the Offeree is an executor of a will, the Offeree must submit a copy of a court order entitled the Offeree as executor issued not more than one

year prior to submission date of the Tender Offer Acceptance Form, a copy of death certificate, a certified true copy of identification card and house registration of the executor. Copies of all documents must be clear and legible).

Foreign individual

- A certified copy of his/her valid alien certificate or passport. The signature used must be the same as the signature stated on all documents related to the Tender Offer as certified true copy. Copies of all documents must be clear and legible.

Thai juristic person

- A copy of the most updated affidavit issued by the Ministry of Commerce not more than 6 months prior to the last day of the Offer Period, certified by authorized signatory(ies) of the juristic person and affixed with the company's seal (if any); and
- A certified copy of valid identification card, civil servant identification card, or state enterprise employee card of the authorized signatory(ies) certifying the above affidavit (in case of civil servant identification card or state enterprise employee card, please attach a certified copy of his/her house registration with the page presenting the address and the name of the authorized signatory(ies)). In the case that the authorized signatory(ies) is a foreigner, a certified copy of his/her valid alien certificate or passport is required.

Copy of all documents must be clear and legible. The signature used must be the same as the signature stated on all documents related to the Tender Offer as certified true copy.

Note: The Offeree who is a Thai juristic person shall be responsible for withholding tax at the rate of 3% of the brokerage fee and shall issue withholding tax certificate to the Tender Offer Agent.

Foreign juristic person

- A copy of the certificate of incorporation, memorandum of association, and/or the affidavit issued by an authorized officer of the juristic person or regulatory body of the country where the juristic person is domiciled, which certifies the name of the juristic person, the name of the authorized signatory(ies) of the juristic person, head office location, and any condition to the signing authorization to bind the juristic person issued not more than 6 months prior to the last day of the Offer Period, all certified by authorized signatory(ies) of the juristic person and affixed with the company's seal (if any); and
- A certified copy of a valid alien certificate or passport of the authorized signatory(ies) certifying the above documents.

Copy of all documents must be clear and legible. The signature used must be the same as the signature stated on all documents related to the Tender Offer as certified true copy.

For all of the aforementioned certified documents, the signature of the person(s) preparing or certifying documents thereon must be certified by a Notary Public or by any other authorized agency in a country where such documents were prepared or certified and then have the signature and seal of the officer of the Notary Public or any other authorized agency authenticated by an official of the Royal Thai Embassy or of the Thai Consulate in a country where such documents were prepared or certified, issued not more than 6 months prior to the last day of the Offer Period.

For a foreign juristic person not conducting business in Thailand and domiciled in a country which does not have a double taxation treaty with Thailand or domiciled in a country that is the party to a double taxation treaty with Thailand, but such double taxation treaty does not exempt the foreign juristic person from withholding tax on the capital gains realized from the sale of securities in Thailand,

an Offeree is required to fill in details of the cost basis of its tendered ordinary shares in the Form for Declaration of Cost of Tendered Securities (“**Cost Declaration Form**”) as per Attachment A.3 for securities or Attachment B.3 for NVDR, as the case may be, together with evidences that demonstrates such cost basis, for withholding tax purposes, at the rate of 15 percent on the capital gain (difference between the Offer Price and the cost basis).

If the Offeree fails to declare the cost basis of the ordinary shares or to submit the evidence that demonstrate such cost basis, the Tender Offer Agent will calculate and deduct the amount of withholding tax based on the entire proceeds from the sale of shares receivable by the Offeree.

1.2.5 In the case that the Offeree cannot submit the Tender Offer Acceptance Form by him/herself

Please attach the power of attorney appointing the authorized representative as per Attachment A.4 for ordinary shares or Attachment B.4 for NVDR, as the case may be, affixed with THB 30 stamp duty together with a certified copy of identification documents set out in Clause 1.2.4 of the Offeree and the authorized representative, as the case may be.

In the case that the power of attorney is granted to a Custodian to exercise the Offeree’s right on his/her behalf, the power of attorney document appointing the Custodian is required whereby the document as aforementioned in Clause 1.1 and 1.2 will be signified by the Custodian and the document specifying the authorized person of such Custodian together with a certified copy of identification documents specified in Clause 1.2.4 of such authorized person must be provided.

1.2.6 Other documents, which the Offeror and/or Tender Offer Agent may require

Should there be any question regarding the Tender Offer Acceptance Procedures, please contact

Khun Busadee Pliansinchai or Khun Siraprapa Photayalangkarn
Securities and Derivatives Operation Department,
I V Global Securities Public Company Limited
540 Mercury Tower Fl.18, Ploenchit Road, Lumpini Sub-district, Patumwan
District, Bangkok 10330, Thailand
Telephone: 0-2658-5800 ext. 305 or 707 Fax: 0-2658-5799

1.3 Submission of the Tender Offer Acceptance Form

1.3.1 In case of ordinary shares held in certificate form:

The Offeree shall submit the completed Tender Offer Acceptance Form together with the above required documents specified in Clause 1.2 above on any business day from October 21, 2022, to November 25, 2022, between 9.00 a.m. and 4.30 p.m. The Tender Offer Agent cordially asks for the Offeree's coordination to submit the Tender Offer Acceptance Form specified in Clause 1.1 and all supporting documents specified in Clause 1.2 at the office of the Tender Offer Agent at least 3 business days prior to the last day of the Offer Period (November 25, 2022, the last day of the Offer Period) unless there is any extension of the Offer Period later announced by the Offeror as the Tender Offer Agent has to take the share certificate(s) for verification by and depositing with the TSD who is the securities registrar. If the share certificate is rejected by the TSD, the Tender Offer Agent will contact the Offeree to collect the share certificate back from the Tender Offer Agent at the following address:

Khun Busadee Pliansinchai or Khun Siraprapa Photayalangkarn
Securities and Derivatives Operation Department,
I V Global Securities Public Company Limited
540 Mercury Tower Fl.18, Ploenchit Road, Lumpini Sub-district, Patumwan
District, Bangkok 10330, Thailand
Telephone: 0-2658-5800ext. 305 or 707 Fax: 0-2658-5799

*****The Tender Offer Agent will not accept any document related to the acceptance of the Tender Offer submitted by mail***.**

1.3.2 In case of shares held in scripless:

In the case that the Offeree has his/her shares deposited with the TSD through the broker with whom the Offeree has his/her account opened, such broker shall collect and submit the Tender Offer Acceptance Form as specified in Clause 1.1 together with the supporting documents as specified in Clause 1.2 to the Tender Offer Agent at the address specified in Clause 1.3.1. The Offeree may submit the Tender Offer Acceptance Form together with all relevant supporting documents to his/her broker at the date specified by each broker so that such broker can collect and submit all documents to the Tender Offer Agent within the Offer Period.

1.3.3 In case of NVDR

The Offeree shall comply with the Tender Offer Acceptance Procedure for NVDR as per Attachment B.1. Each holder of NVDR must submit the Tender Offer Acceptance Form as per Clause 1.1 together with the supporting documents specified in Clause 1.2 by November 23, 2022 (two business days prior to the last day of the Offer Period) due to the required procedure that the Tender Offer Agent will have to transfer ordinary shares and NVDRs with the Thai NVDR Co., Ltd. before proceeding further with the Tender Offer Acceptance Procedure.

1.4 In the case that the tendered ordinary shares are pledged or held against any other encumbrances, the Offeree must take action to release the pledge or any other encumbrances by contacting the TSD before accepting this tender offer in accordance with Clause 1.1 to 1.3 above.

1.5 In the case that the Offeree does not comply with the Tender Offer Acceptance Procedure or the supporting documents for the Tender Offer are not complete, the Offeror reserves the right to amend details of the Tender Offer Acceptance Procedure as set out in this document as deemed appropriate when there is any problem, difficulty, or limitation affecting the procedures, to fairly facilitate the Offeree.

2. Purchase Procedure

The Offeror will acquire all the Company's ordinary shares tendered under this Tender Offer except in case the Offeror cancels the Tender Offer as specified in Part 1 Clause 9 or the Offeree revokes the intention to tender as stated in Part 4, Clause 5.

3. Settlement and Payment Procedure

I V Global Securities Public Company Limited as the Tender Offer Agent, will make payment to the Offeree, who does not cancel their acceptance of Tender Offer within the Offer Period, on the second business day following the last day of the Offer Period, which is November 29, 2022 or on the second business day following the last day of the extended Offer Period in case of an extension of the Offer Period, by way of automatic transfer to an account opened with The Siam Commercial Bank Public Company Limited, branches in

Bangkok and Vicinity (in case the Offeree chooses to receive payment by automatic transfer) or by cheque dated November 29, 2022 or dated the second business day following the last day of the extended Offer Period in case of an extension of the Offer Period (in case the Offeree chooses to receive payment by cheque).

The Offeree can choose one of the following methods of receiving payment:

3.1 Automatic transfer to an account opened with the Siam Commercial Bank Public Company Limited only

The Tender Offer Agent will transfer money to a savings or current account of the Offeree opened with The Siam Commercial Bank Public Company Limited, branches in Bangkok and Vicinity only provided that the name of the account holder must be the same as that of the Offeree specified in the Tender Offer Acceptance Form.

However, If the Tender Offer Agent cannot transfer money to the Offeree's account for any reason, the Tender Offer Agent reserves the right to pay by cheque issued on The Siam Commercial Bank Public Company Limited. In that case the Tender Offer Agent will contact the Offeree to collect the cheque in person or post the cheque by registered mail to the address specified in the Tender Offer Acceptance Form in accordance with the details specified in Clause 3.2

If the Offeree chooses to receive payment by automatic transfer to the account opened with The Siam Commercial Bank Public Company Limited, branches in Bangkok and Vicinity only, the Offeree must attach either a certified copy of the first page of the savings deposit passbook which shows the account name and account number or a certified copy of the current account statement.

3.2 Cheque collection in person, by presenting the evidence of the Tender Offer Acceptance Form to collect the cheque from the Tender Offer Agent

The Offeree can collect his/her cheque at the office of the Tender Offer Agent at the address specified below

Khun Busadee Pliansinchai or Khun Siraprapa Photayalangkam
Securities and Derivatives Operation Department,
I V Global Securities Public Company Limited
540 Mercury Tower FL.18, Ploenchit Road, Lumpini Sub-district, Patumwan
District, Bangkok 10330 Thailand
Telephone: 0-2658-5800 ext. 305 or 707 Fax: 0-2658-5799

The Offeree can collect his/her cheque from November 29, 2022, onwards, which is the second business day following the last day of the Offer Period, during the hours of 2.00 p.m. to 4.30 p.m.

However, if the Offeree does not collect the cheque by November 29, 2022, the Tender Offer Agent will send the cheque via registered mail to the address specified in the Tender Offer Acceptance Form. Under any circumstance, after the payment cheque has been duly sent to the Offeree by registered mail at the address specified in the Tender Offer Acceptance Form, it is understood that the Offeree has received the full proceeds from accepting the Tender Offer and the Offeree does not have the right to request for any interest and/or any damage repayment.

In the case that the Offeree cannot collect the cheque by himself/herself, the power of attorney appointing the authorized representative affixed with stamp duty and a certified copy of each of the document set out in Clause 1.2.4 of the Offeree and the authorized representative are required.

3.3 Payment made in accordance with Clause 3.1 or 3.2 above is on the conditions that the Tender Offer Agent receives completely and accurately the Tender Offer Acceptance Form and all supporting documents specified in Clause 1.2 including the document evidencing the share transfer.

For the convenient and fast payment to the Offeree, it is recommended that the Offeree chooses to receive the payment by automatic transfer to a bank account specified in Clause 3.1. There is no transfer fee or any other service charge payable by the Offeree. In case the Offeree chooses to receive a bank cheque, the Tender Offer Agent will pay by cheque issued by The Siam Commercial Bank Public Company Limited. If the Offeree wishes to deposit the cheque in a bank account outside the area of the clearing house in Bangkok, the cashing process may take approximately 7-15 business days and there may be fee charged by the clearing house.

Note: In case of the Offeree delivering the share certificate as the supporting document for the tender of shares, the Tender Offer Agent will make payment to the Offeree on condition that the ordinary share certificate has been verified by and deposited with the TSD. If the share certificate(s) is rejected by the TSD, the Tender Offer Agent will not make any payment to the Offeree and will contact the Offeree to collect all the documents back from the Tender Offer Agent at the address specified in Clause 1.3.1 on the next business day following the date of notification from the Tender Offer Agent.

For The Offeree who is a Thai juristic person shall be responsible for withholding tax at the rate of 3% of the brokerage fee and shall issue withholding tax certificate to I V Global Securities Public Company Limited, the Tender Offer Agent as the following details.

Name of person being withheld tax	: I V Global Securities Public Company Limited (Head Office)
Address	: 540 Mercury Tower Fl.18, Ploenchit Road, Lumpini Sub-district, Patumwan District, Bangkok 10330

Tax ID	: 0107547000184
Withholding tax date	: Settlement date, which is on November 29, 2022
Form	: P.N.D. 53
Type of assessable income	: Fee, brokerage fee etc. under Section 40(2)

4. Rights of Securities Holders who accepted the Tender Offer

The Offeror will make payments to the Offerees through the Tender Offer Agent for all shares tendered in accordance with the payment method selected by the Offeree specified in Clause 3.

If an event occurs which result in changes of the Offer Price as specified in Part 1 Clause 8, the Offeror will carry out the following procedures:

- 4.1 In the case that the tender offer price is reduced, the Offeror will make payment at the reduced price to every Offeree. Except for the number of shares which an Offeree has irrevocably tendered before the date that the Offeror announced the amendment of the Offer Price, the Offeror will make payment for all such shares at the original tender offer price specified before the amendment was made.
- 4.2 In the case that the tender offer price is increased, the Offeror will make payment for all shares at the increased tender offer price to all Offerees.

5. Conditions for cancellation of the Offering Intention

- 5.1 The last day that the Offeree may cancel the acceptance of the Tender Offer is the 20th business day of the Offer Period which falls on November 18, 2022

The Offeree can cancel their acceptance of the Tender Offer at the Tender Offer Agent's office, as specified in Clause 1.3.1 on any banking business day from October 21, 2022, to November 18, 2022 (a total of 20 business days) between 9:00 a.m. and 4.30 p.m. ("**Cancellation Period**") and/or including any extension of such period.

The cancellation procedures are as follows:

5.2 Cancellation Procedures

- 5.2.1 Complete and sign the "**Tender Offer Cancellation Form of T.Krungthai Industries Public Company Limited**" ("**Tender Offer Cancellation Form**") as per Attachment C.2 for ordinary shares together with the signature of the Offeree who is canceling the Tender Offer Acceptance, clearly, completely, and accurately; and

- 5.2.2 Enclose the following supporting documents:

- (1) Evidence of the receipt of a share certificate, a scripless share transfer slip issued by the TSD

or an NVDR transfer slip together with the Tender Offer Acceptance Form.

(2) If the Offeree who is canceling the Tender Offer is:

- **Thai individual:** A certified copy of the valid identification card, civil servant identification card or state enterprise employee card (in case of civil servant identification card or state enterprise employee card, please attach a certified copy of the house registration with the page presenting the address and the name of the Offeree or any official document with the 13-digit national identification number) (In case of the lifetime identification card, please attach a certified copy of the house registration with the page presenting the address and the name of the Offeree) (In the case of a minor, please attach the parents' consent (father and mother) together with a certified copy of the valid identification card or identification documents of the parents and a certified copy of the house registration with the page presenting the address and the name of the parents and a minor) (In case the Offeree is an executor of a will, the Offeree must submit a copy of a court order entitled the Offeree as executor issued not more than one year prior to submission date of the Tender Offer Acceptance Form, a copy of death certificate, a certified true copy of identification card and house registration of the executor. Copies of all documents must be clear and legible).
- **Foreign individual:** A certified copy of the valid alien certificate or passport is required.
- **Thai juristic person:** A copy of the most updated affidavit issued by the Ministry of Commerce not more than 6 months prior to the last day of the Offer Period, certified by an authorized signatory(ies) of the juristic person and affixed with the company's seal (if any) are required and a certified copy of the valid identification card, civil servant identification card or state enterprise employee card of the authorized signatory(ies) certifying the above affidavit (in case of civil servant identification card or state enterprise employee card, please attach a certified copy of the house registration with the page presenting the address and the name of the Offeree). In the case that the authorized signatory(ies) is a foreigner, a certified copy of his/her valid alien certificate or passport is required.
- **Foreign Juristic Person:** A certified copy of the certificate of incorporation and the affidavit issued by an authorized officer of the juristic person or regulatory body of the country where the juristic person is domiciled, which certifies the name of the juristic person, the name of the authorized signatory(ies) of the juristic person, head office location, and any condition to the signing authorization to bind the juristic person issued not more than 6 months prior to the last day of the Offer Period, all certified by authorized signatory(ies) of the juristic person and affixed with the company's seal (if any) and a certified copy of a

valid alien certificate or passport of the authorized signatory(ies) certifying the above documents.

For all of the aforementioned certified documents, the signature of the person(s) preparing or certifying documents thereon must be certified by a Notary Public or by any other authorized agency in a country where such documents were prepared or certified and then have the signature and seal of officer of the Notary Public or any other authorized agency authenticated by an official of the Royal Thai Embassy or of the Thai Consulate in a country where such documents were prepared or certified, not more than 6 months prior to the last day of the Tender Offer Period.

5.2.3 In the case that the Offeree is not able to be present in person:

The Offeree must submit a power of attorney appointing the authorized representative as per Attachment C.3 affixed with THB 30 stamp duty together with a certified copy of identification documents as set out in Clause 5.2.2, as the case may be, of the Offeree and the authorized representative.

In the case that the power of attorney is granted to a Custodian to exercise the Offeree's right on his/her behalf, the power of attorney appointing the Custodian is required whereby the documents as aforementioned in Clause 5 must be signified by the Custodian and the Custodian's document specifying the authorized person of such Custodian must be provide together with a certified copy of the identification document as specified in Clause 5.2.2 of such authorized person.

5.2.4 Submit the completed "Tender Offer Cancellation Form" together with other supporting documents specified in Clause 5.2.2 at the office of the Tender Offer Agent at the address specified in Clause 1.3.1 within the Cancellation Period.

The Tender Offer Agent will not accept any documents related to the cancellation of the Tender Offer Acceptance submitted by mail.

5.2.5 Upon the receipt and verification of a Tender Offer Cancellation Form and other supporting documents set out in Clause 5.2.2, properly completed, and duly executed, which are submitted within the Cancellation Period, the Tender Offer Agent will proceed as follows:

- In case of share certificate: the Tender Offer Agent will return the share certificate to the Offeree making the cancellation or its authorized representative on the next business day following the submission date of the Tender Offer Cancellation Form. The Offeree or its authorized representative can contact the Tender Offer Agent at the address specified in Clause 1.3.1 to collect the share certificate.
- In case of scripless shares (for transferring shares to the Offeree's broker account): The Offeree

cancelling the Tender Offer Acceptance must pay a share transfer fee of THB 50 per transaction, to the Tender Offer Agent. The Tender Offer Agent will transfer the shares through TSD to the Offeree's broker account as specified in the Tender Offer Cancellation Form on the next business day following the submission date of the Tender Offer Cancellation Form.

Note: The return of share certificates or the return of shares in scripless form shall be made in corresponding to the form in which such shares were tendered. The Offeree cannot request for a change in the form of shares.

The Offeree who expresses his / her intention to tender NVDR will receive his / her tendered NVDR through TSD.

6. Procedure of Returning the Shares to the Offeree in case the Tender Offer has been cancelled

If the Tender Offer is canceled due to conditions specified in Part 1 Clause 9, the Offeror will send the letter notifying the cancellation of the Tender Offer and the reasons thereof to the Company's shareholders, whose names appeared on the most recent shareholder register, on the next business day following the end of the last business day that the SEC has not objected the Offeror's cancellation (the SEC has the power to object the Offeror's cancellation of the Tender Offer within 3 business days after the SEC has been notified). The Offeror will also notify the cancellation of the Tender Offer and the reasons thereof through the SET so that the shareholders or the Offeree can follow up the news of such cancellation. The Tender Offer Agent will proceed as follow:

6.1 In case of share certificates:

In case of cancellation of the Tender Offer, the Tender Offer Agent will return the share certificates to the Offeree and the Offeree can collect the share certificates at the Tender Offer Agent's office at the address specified in Clause 1.3.1 on the next business day after the Offeror announces the cancellation of the Tender Offer. Since the Tender Offer Agent, for the Tender Offer to buy shares in certificate form, must verify the completeness and accuracy of the share certificates at the TSD during the last 2 business days prior to the last day of the Offer Period whereby the TSD will convert the share certificates into the scripless form, the return of share certificates must follow the procedures specified by the Tender Offer Agent. The Offeree must be responsible for all the expenses incurred in relation to the return of share certificates. The return process takes approximately 14 days for issuing the share certificate.

6.2 In case of scripless shares and NVDR:

The Tender Offer Agent will transfer the shares through TSD system to the Offeree's broker account as specified in the Tender Offer Acceptance Form by the Offeree within the next business day after the Offeror announces the cancellation of the Tender Offer.

Note: The return of share certificates or the return of shares in scripless form shall be made in corresponding to the form in which such Ordinary Shares were tendered. The Offeree cannot request for a change in the form of shares.

7. Determination of the Offer Price

The Offer Price of the ordinary shares has been determined by the Offeror to be equal to THB 1.99 per share, for the Offer Period from October 21, 2022, to November 25, 2022 (a total of 25 business days).

7.1 The method of the Offer Price determination

The Tender Offer price of THB 1.99 per share is determined by the weighted average market price of such shares during the five business days immediately prior to the exercise date of such securities from September 23, 2022 to September 29, 2022. (The weighted average price for the past 5 days is at THB 1.986173 per share)

7.2 The highest price by the Offeror, or any related party specified in Section 258 of the Offeror, acquired shares during the period of 90 days prior to the date on which the offer document is submitted to the Office of the SEC.

As of October 4, 2022, which is within a period of 90 days prior to the date of submission of the tender offer. The Tender Offeror has acquired the ordinary shares from exercising TKT- W2 of 65,000,000 units and TKT-W3 of 48,000,000 units, totaling 113,00,000 units at the exercise price of THB 1.70 per unit.

8. Acquisition of shares prior to the Tender Offer (only in case of partial Tender Offer under Chapter 5 of the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554)

-Not applicable in this case as the Offeror intends to purchase all remaining ordinary shares of the Company-

Part 5
Information Certification

We hereby certify that

- (1) We intend to conduct this Tender Offer;
- (2) The Tender Offer Price in this tender is in accordance with the provision of the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended);
- (3) We intend to comply with the plan which we have specified in this Tender Offer; and
- (4) Information contained in this Tender Offer is correct and accurate and that there is no information contained herein that may lead other persons to misunderstanding in any material aspects and no concealment is made of any material information.

Mr. Wong Ho Kwan
Authorized Signatory
(Karrie Automotive Investment Limited)
The Offeror

Certification of Information by the Tender Offer Preparer

We, as the Tender Offer Preparer, have complied with requirements set out in the Notification of the SEC re: Approval for Financial Advisors and Their Scope of Work and hereby certify that:

- 1) We have reviewed and considered that the information about the Offeror disclosed in the Tender Offer is accurate and complete and there is no information that may lead other person to misunderstanding in any material aspects and no concealment is made of any material information.
- 2) We have reviewed the financial evidence and consider that the Offeror can fulfill the obligations under the above Tender Offer;
- 3) We have reviewed the business policy and plan of the Business as stated in Section 2 of Part 3 regarding details of the Business and consider that:
 - (A) The Offeror can comply with the policies and plans of the business operation as mentioned;
 - (B) The assumptions of making the policies and plans of business operation have been reasonably prepared; and
 - (C) The effects and risks on the Business or securities holders are clearly and adequately explained;
- 4) We have examined evidence on the acquisition of the Business securities by the Offeror and/or the Persons under Section 258 of the Offeror during the 90 days before the date of submission of the Tender Offer. We have examined the Tender Offer Price and consider that it conforms to the regulation under the Capital Market Supervisory Board No. TorChor. 12/2554 re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended and
- 5) We have carefully and prudently studied and reviewed the completeness and accuracy of the information contained in this Tender Offer and view that the information is complete and correct and that there is no information contained herein that may lead other persons to misunderstanding in material aspects and no concealment is made on any material information.

(Mr. Vuthichai Tumasaroj)

Director

(Ms. Kanokporn Pongjetanapong)

Director

(Ms. Thanyarat Thanapakprapai)

Supervisor

Discover Management Company Limited

Tender Offer Preparer

Attachment A

Tender Offer Procedure and Tender Offer Form

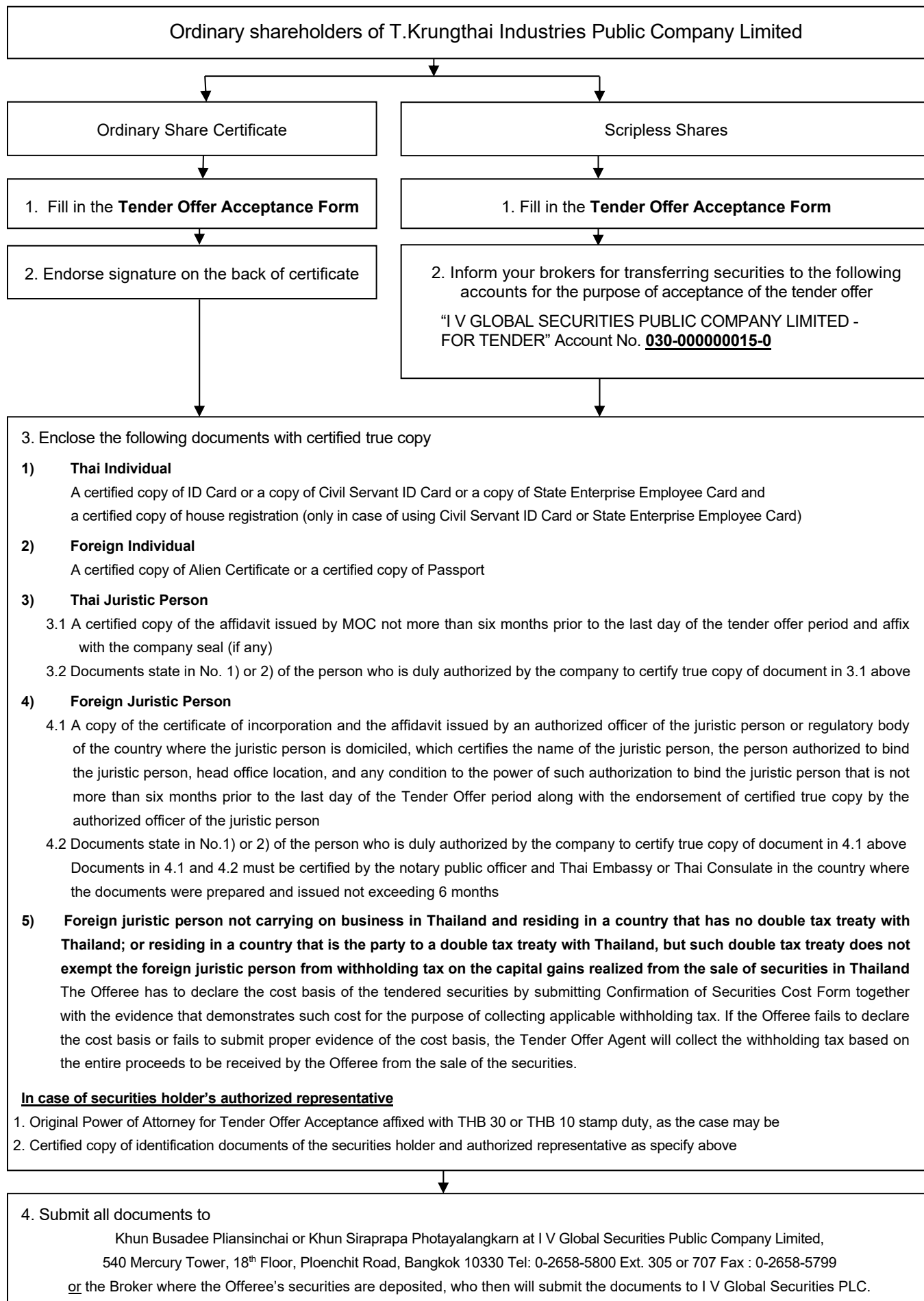
A.1 Tender Offer Procedure

A.2 Tender Offer Form

A.3 Form For Declaration of Cost For Tendered Shares

A.4 Power of Attorney for Tender Offer

Tender Offer Acceptance Procedures of T.Krungthai Industries Public Company Limited



Tender Offer Acceptance Form

(to sell Securities of T.Krungthai Industries Public Company Limited)

Date Acceptance Form No:

To: Kerrie Automotive Investment Limited (the "Offeror") and
I V Global Securities Public Company Limited ("Tender Offer Agent")

I/We (Mr./Mrs./Ms./Company) Nationality.....

Contract Address

Postal Code Telephone No. Facsimile

Please specific type of seller

- | | |
|---|--|
| <input type="checkbox"/> Thai Individual | ID Card/Civil Servant ID Card/State Enterprise Card No. |
| <input type="checkbox"/> Foreign Individual | Alien Card/Passport No. |
| <input type="checkbox"/> Thai Juristic Person | Company Registration No. |
| <input type="checkbox"/> Foreign Juristic Person that Operates Business in Thailand | Company Registration No. |
| <input type="checkbox"/> Foreign Juristic Person that Does Not Operate Business in Thailand | Company Registration No. |

I/We hereby accept to sell shares (.....) representing ordinary shares of T.Krungthai Industries Public Company Limited at the price of THB 1.99 (One Baht ninety-nine satang) per share. I/We acknowledge that the sale is subject to a brokerage fee of 0.25% of the offer price and value added tax (VAT) at the rate of 7% of the brokerage fee. The net price received by the Offeree will be THB 1.984677 (One point nine eight four six seven seven Baht) per share, a total value of Baht

I/We acknowledge that the acceptance of the Tender Offer and the sale is irrevocable under any circumstance except for the cancellation and are subject to terms and conditions stated in the Tender Offer Document.

I/We hereby appoint I V Global Securities Public Company Limited as my/our proxy to sell, transfer, deliver and arrange the payment procedure and process, and do any other necessary and relevant to my/our acceptance of the Tender Offer.

<input type="checkbox"/> Ordinary Share Certificate		<input type="checkbox"/> Shares transfer through TSD			Number of Ordinary Shares
Name of Ordinary Shareholder as per the Registration Book	Ordinary Share Certificate No.	Transfer from Broker No. (Participant No.)	Transfer slip No.	Transfer Date	
Total					

Payment Option:

- Collect payment cheque in person or by authorized person at I V Global Securities Public Company Limited
- Transfer payment to account at The Siam Commercial Bank Plc. (For branches in Bangkok Metropolitan region only)
- Type of Account Branch Account No

(The account name must be the same as the Offeree's name shown on this form. Please attach a certified copy of the first page of the savings passbook or current account statement with this form.)

I/We attach evidence of transfer of the NVDRs to account "I V Global Securities Public Company Limited - for Tender" account no. 030-000000015-0, together with a certified copy of the identification card and / or a certified copy of the Company Affidavit (in the case of a juristic person) as set out in the Tender Offer Acceptance procedure. I/We hereby certify that all ordinary shares offered for sale are free from any encumbrance.

Signed.....Proxy
(.....)

Signed.....Offeree
(.....)

Tender Offer Acceptance Form Receipt

Date Acceptance Form No.

I V Global Securities Public Company Limited has received the Tender Offer Acceptance Form to sell the securities of T.Krungthai Industries Public Company Limited with the document:

- Ordinary Share Certificate, totaled shares
- Transfer slip through TSD, totaled..... shares

The Offeree will receive payment by:

- Collect Cheque collected at I V Global Securities Public Company Limited in person
- Transfer payment to The Siam Commercial Bank Plc. (For branches in Bangkok Metropolitan region only)

Signed..... Recipient
(.....)

FORM FOR DECLARATION OF COST FOR TENDERED SHARES

(Only for Foreign Juristic Person not carrying on business in Thailand and residing in a country that has no double tax treaty with Thailand; or residing in a country that is the party to a double tax treaty with Thailand, but such double tax treaty does not exempt the foreign juristic person from withholding tax on the capital gains realized from the sale of securities in Thailand)

Date.....

To: I V Global Securities Public Company Limited ("**Tender Offer Agent**")

I/We Nationality.....
Tax Identification No. (if any) would like to declare the cost of tendered securities (T.Krungthai Industries Public Company Limited) as specified below:

Ordinary Share Certificate No. / Transfer Slip No. (<i>Transfer Date</i>)	Shareholders Name as per the Registration Book	No. of Shares	Cost per Share (THB)
Grand Total			

I/We hereby, attachedtotaled
....., as evidence(s) of cost of the shares for withholding tax calculation.

I/We hereby certify that the above statements are true.

Signature.....Offeree
(.....)

Foreign juristic person, who does not carry on business in Thailand and residing in a country that has no double tax treaty with Thailand, or who resides in a country that is the party to a double tax treaty with Thailand, but such double tax treaty does not exempt the foreign juristic person from withholding tax on the capital gains realized from the sale of securities in Thailand, has to declare securities cost by submitting the Confirmation of Securities Cost Form attached with the evidence of such cost. If this form is submitted with proper evidence of the cost basis, only the Offeree's gain on the sale (if any) will be subject to withholding tax. If the form is not submitted or proper evidence of the cost basis is not enclosed with the form, the withholding tax will be imposed on the entire proceeds to be received by the Offeree from the sale of securities.

Power of Attorney



Made at

Date.....

By this Power of Attorney, I/We..... Age.....years
 Nationality..... Resides at (*can be reached by mail*).....

Postal Code Country

hold(s)ordinary shares of T.Krungthai Industries Public Company Limited hereby
 authorize Mr./Mrs./Ms Age.....years Nationality.....

Resides at (*can be reached by mail*).....

Postal Code.....Country..... to act as my/our proxy

- to sell, transfer and deliver ordinary shares of T.Krungthai Industries Public Company Limited
- to provide assistance in the cheque collection process,

and to be authorized to do and execute all such other matters in connection with the aforesaid mentioned on my behalf until its completion.

Any act taken by my/our proxy shall be deemed to be taken by myself/ourselves in every respect.

IN WITNESS WHEREOF, this Power of Attorney has been duly executed in the presence of the witnesses on the date herein above written.

Signature Grantor
 (.....)

Signature Proxy
 (.....)

Signature Witness
 (.....)

Signature Witness
 (.....)

Remarks (please attach the following documents)

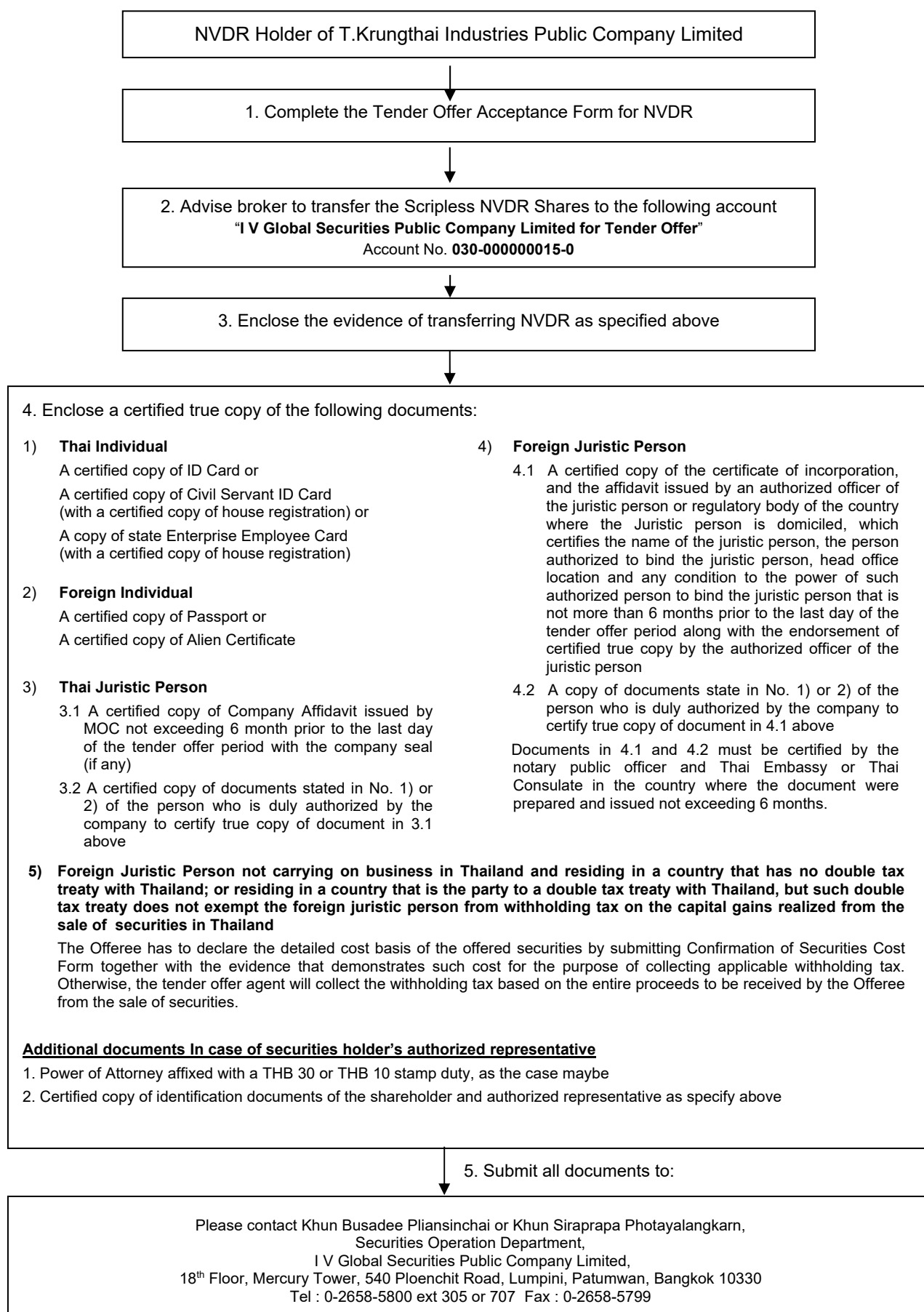
- Copies of identification documents of the grantor and of the authorized representative as specified in subsection 1) – 4) of section 4, in Appendix D.1, where applicable.
- Affix a THB 10 stamp duty in case of authorizing the Proxy to sell, transfer and deliver ordinary shares of T.Krungthai Industries Public Company Limited and affix a THB 10 stamp duty in case of authorizing the proxy to assist in the cheque collection process, and affix a THB 30 stamp duty in case of authorizing the Proxy to provide both assistance.

Attachment B

Tender Offer Procedure and Tender Offer Acceptance Form for NVDR

- B.1 Tender Offer Acceptance Procedure for NVDR
- B.2 Tender Offer Acceptance Form for NVDR
- B.3 Declaration Form for Cost of Tendered Securities for NVDR
- B.4 Power of Attorney for Tender Offer Acceptance for NVDR

Tender Offer Acceptance Procedures for NVDR



Note: All NVDR holders should submit the Tender Offer Acceptance Form 2 business days before the last tender offer date.

Tender Offer Acceptance Form for NVDR

(to sell NVDRs of T.Krungthai Industries Public Company Limited)

Date: Acceptance Form No:

To: Kerrie Automotive Investment Limited (the "Offeror") and
I V Global Securities Public Company Limited ("Tender Offer Agent")

I/We (Mr./Mrs./Ms./Company).....Nationality.....

Contract Address

Postal Code Telephone No. Facsimile

Please specific type of seller

- | | |
|---|--|
| <input type="checkbox"/> Thai Individual | ID Card/Civil Servant ID Card/State Enterprise Card No. |
| <input type="checkbox"/> Foreign Individual | Alien Card/Passport No. |
| <input type="checkbox"/> Thai Juristic Person | Company Registration No. |
| <input type="checkbox"/> Foreign Juristic Person that Operates Business in Thailand | Company Registration No. |
| <input type="checkbox"/> Foreign Juristic Person that Does Not Operate Business in Thailand | Company Registration No. |

I/We hereby accept to sell (.....) NVDRs representing ordinary shares of T.Krungthai Industries Public Company Limited at the price of THB 1.99 (One Baht ninety-nine satang) per share. I/We acknowledge that the sale is subject to a brokerage fee of 0.25% of the offer price and value added tax (VAT) at the rate of 7% of the brokerage fee. The net price received by the Offeree will be THB 1.984677 (One point nine eight four six seven seven Baht) per share, a total value of Baht..... (.....)

I/We acknowledge that the acceptance of the Tender Offer and the sale is irrevocable under any circumstance except for the cancellation and are subject to terms and conditions stated in the Tender Offer Document.

I/We hereby appoint I V Global Securities Public Company Limited as my/our proxy to sell, transfer, deliver NVDRs, arrange the payment procedure and process, and do any other necessary and relevant to my/our acceptance of the Tender Offer.

Transfer of Scripless NVDRs			
Transfer Date	TSD Participant No.	Transfer Slip No. TSD	No. of NVDRs
Total			

Payment Option:

- Collect payment cheque in person or by authorized person at I V Global Securities Public Company Limited
- Transfer payment to account at The Siam Commercial Bank Plc. (For branches in Bangkok Metropolitan region only)
- Type of Account Branch Account No

(The account name must be the same as the Offeree's name shown on this form. Please attach a certified copy of the first page of the savings passbook or current account statement with this form.)

I/We attach evidence of transfer of the NVDRs to account "I V Global Securities Public Company Limited - for Tender" account no. **030-00000015-0**, together with a certified copy of the identification card and / or a certified copy of the Company Affidavit (in the case of a juristic person) as set out in the Tender Offer Acceptance procedure. I/We hereby certify that all NVDRs offered for sale are free from any encumbrance.

Signed.....Proxy Signed.....Offeree
(.....) (.....)

Transfer of Scripless NVDR and Tender Offer Acceptance Form Receipt

Date Acceptance Form No.

I V Global Securities Public Company Limited has received the Tender Offer Acceptance Form to sell NVDRs of the securities of T.Krungthai Industries Public Company Limited and the Transfer of Scripless NVDR with the document to transfer NVDRs totalingunits of NVDRs from (Mr./Mrs./Ms./Company).....

The Offeree will receive payment by:

- Collect Cheque collected at I V Global Securities Public Company Limited in person
- Transfer payment to The Siam Commercial Bank Plc. (For branches in Bangkok Metropolitan region only)

Signed.....Recipient
(.....)

(For more information please contact Khun Busadee Pliansinchai or Khun Siraprapa Photayalangkarn, of
I V Global Securities Public Company Limited
540 Mercury Tower, 18th Floor, Ploenchit Rd. Bangkok, 10330
Tel: 0-2658-5800 Ext. 305 or 707 Fax: 0-2658-5799)

FORM FOR DECLARATION OF COST FOR TENDERED NVDR

(Only for Foreign Juristic Person not carrying on business in Thailand and residing in a country that has no double tax treaty with Thailand; or residing in a country that is the party to a double tax treaty with Thailand, but such double tax treaty does not exempt the foreign juristic person from withholding tax on the capital gains realized from the sale of securities in Thailand)

Date.....

To: I V Global Securities Public Company Limited (“Tender Offer Agent”)

I/We Nationality..... Tax Identification No. (if any) would like to declare the cost of tendered securities (T.Krungthai Industries Public Company Limited) as specified below:

NVDR Certification No./ Transfer Slip No. (Transfer Date)	No. of NVDR	Cost per Unit
Total		

I/We hereby, attachedtotalled
....., as evidence(s) of cost of the NVDR for withholding tax calculation.

I/We hereby certify that the above statements are true.

Signature.....Offeree
(.....)

Foreign juristic person, who does not carry on business in Thailand and residing in a country that has no double tax treaty with Thailand, or who resides in a country that is the party to a double tax treaty with Thailand, but such double tax treaty does not exempt the foreign juristic person from withholding tax on the capital gains realized from the sale of securities in Thailand, has to declare securities cost by submitting the Confirmation of Securities Cost Form attached with the evidence of such cost. If this form is submitted with proper evidence of the cost basis, only the Offeree’s gain on the sale (if any) will be subject to withholding tax. If the form is not submitted or proper evidence of the cost basis is not enclosed with the form, the withholding tax will be imposed on the entire proceeds to be received by the Offeree from the sale of securities.

Power of Attorney



Made at

Date.....

By this Power of Attorney, I/We..... Age.....years
Nationality..... Resides at (*can be reached by mail*).....
Postal Code Country

hold(s)NVDRs of T.Krungthai Industries Public Company Limited hereby
authorize Mr./Mrs./Ms Age.....years Nationality.....
Resides at (*can be reached by mail*).....
Postal Code.....Country..... to act as my/our proxy

- to sell, transfer and deliver NVDRs of T.Krungthai Industries Public Company Limited
- to provide assistance in the cheque collection process, and to be authorized to do and execute all such other matters in connection with the aforesaid mentioned on my behalf until its completion.

Any act taken by my/our proxy shall be deemed to be taken by myself/ourselves in every respect.

IN WITNESS WHEREOF, this Power of Attorney has been duly executed in the presence of the witnesses on the date herein above written.

Signature Grantor
(.....)

Signature Proxy
(.....)

Signature Witness
(.....)

Signature Witness
(.....)

Remarks (please attach the following documents)

- Copies of identification documents of the grantor and of the authorized representative as specified in subsection 1) – 4) of section 4, in Appendix D.1, where applicable.
- Affix a THB 10 stamp duty in case of authorizing the Proxy to sell, transfer and deliver NVDRs of T.Krungthai Industries Public Company Limited and affix a THB 10 stamp duty in case of authorizing the proxy to assist in the cheque collection process, and affix a THB 30 stamp duty in case of authorizing the Proxy to provide both assistance

Attachment C

Tender Offer Cancellation Procedure and Tender Offer Cancellation Form

- C.1 Tender Offer Cancellation Procedure
- C.2 Tender Offer Cancellation Form
- C.3 Power of Attorney for Tender Offer Cancellation

Tender Offer Cancellation Procedures of Ordinary Shares of T.Krungthai Industries Public Company Limited

1. Ordinary Shareholders and NVDR holders of
T.Krungthai Industries Public Company Limited

2. Fill in the Tender Offer Cancellation Form

3. Enclose the following documents with certified true copy

1) **Thai Individual**

A certified copy of ID Card or A copy of Civil Servant ID Card or a certified copy of State Enterprise Employee Card and a certified copy of house registration (only in case of using Civil Servant ID Card or State Enterprise Employee Card)

2) **Foreign Individual**

A certified copy of Passport or a certified copy of Alien Certificate

3) **Thai Juristic Person**

3.1 A certified copy of the affidavit issued by MOC not more than six months prior to the last day of the tender offer period - Affix the Company's seal (if any)

3.2 Documents state in No.1) or 2) (depend on case) of the person who is duly authorized by the company to certify true copy of document in 3.1 above

4) **Foreign Juristic Person**

4.1 A copy of the certificate of incorporation and the affidavit issued by an authorized officer of the juristic person or regulatory body of the country where the juristic person is domiciled, which certifies the name of the juristic person, the person authorized to bind the juristic person, head office location, and condition to the power of such authorized person to bind the juristic person, issued not more than six months prior to the last day of the Tender Offer Period.

4.2 Documents state in No. 1) or 2) of the person who is duly authorized by the company to certify true copy of document in 4.1 above

Documents in 4.1 and 4.2 must be certified by the notary public officer and Thai Embassy or Thai Consulate in the country where the documents were prepared and issued not exceeding 6 months to the last day of the Tender Offer Period.

Additional documents in case of securities holders' authorized representative

1. Original Power of Attorney for Tender Offer Cancellation (affixed with a THB 30 stamp duty)
2. Certified copy of identification documents of the shareholders and authorized representative as specify above

Submit all Documents within 18 November 2022

4. Submit all documents to:

Khun Busadee Pliansinchai or Khun Siraprapa Photayalangkam,
Securities Operation Department,
I V Global Securities Public Company Limited,
18th Floor, Mercury Tower, 540 Ploenchit Road, Lumpini, Patumwan, Bangkok 10330
Tel : 0-2658-5800 ext 305 or 707 Fax : 0-2658-5799

Tender Offer Cancellation Form of T.Krungthai Industries Public Company Limited

Date Cancellation Form No.

To: The Offeror and I V Global Securities Public Company Limited (the "Tender Offer Agent")

I/We.....
resides at (*can be reached by mail*).....

Postal Code Tel. No.
Office Tel. no.....hereby cancel the offer to sell ordinary shares / NVDR of T.Krungthai Industries Public Company Limited, subject to the terms and conditions stated in the Tender Offer document. I/We have submitted the Tender Offer Acceptance Form of the securities of T.Krungthai Industries Public Company Limited on (Date).....Acceptance Form No. number of tendered shares shares/NVDRs.

I/We would like to received the securities in the same method as tendered by

- Ordinary share certificate (the certificate will be collectible at I V Global Securities Public Company Limited. on the business day following the date of submission of the Tender Offer Cancellation Form)
- Transfer securities through TSD by transferring to the following account

Broker's Name Broker's Number
Account Name Account Number

I/We, herewith, attached THB 50 for securities transferring fee. I V Global Securities Public Co., Ltd. will transfer the securities through TSD into securities trading account specified above on the business day following the date of submission of the Tender Offer Cancellation Form.

I/We hereby agree to accept the all terms and conditions stated above.

SignatureProxy Signature Offeree
(.....) (.....)

Receipt of Tender Offer Cancellation Form of T.Krungthai Industries Public Company Limited

Date Cancellation Form No.:.....

I V Global Securities Public Company Limited has received the Tender Offer Cancellation Form of T.Krungthai Industries Public Company Limited from Mr./Mrs./Ms./(Company)
Amount of cancellation ordinary shares / NVDRs and the Receipt of the Tender Offer Cancellation Form No:.....

The securities will be returned to the person who intend to cancel by

- Ordinary share certificate (the certificate will be collectible at I V Global Securities Public Company Limited. on the business day following the date of submission of the Tender Offer Cancellation Form)
- Transfer securities through TSD by transferring to the following account

Broker's Name Broker's Number
Account Name Account Number

I V Global Securities Public Company Limited will transfer ordinary shares within the business day following the date of submission of the Tender Offer Cancellation Form.

Signature Recipient
(.....)

Power of Attorney



Made at

Date.....

By this Power of Attorney, I/We..... Age.....years
Nationality..... Resides at (*can be reached by mail*).....
.....
Postal Code Country

the holder(s) ofordinary shares / NVDRs of T.Krungthai Industries Public Company Limited hereby authorize Mr./Mrs./Ms
Age.....years Nationality..... Resides at (*can be reached by mail*).....
.....
Postal Code.....Country..... to cancel the Tender Offer Acceptance Form at the amount of shares /NVDRs of T.Krungthai Industries Public Company Limited which I/We intended to sell to the Offeror and to be authorized to do and execute all such other matters in connection with the aforesaid mentioned on my behalf until its completion.

Any act taken by my/our proxy shall be deemed to be taken by myself/ourselves in every respect.

IN WITNESS WHEREOF, this Power of Attorney has been duly executed in the presence of the witnesses on the date herein above written.

Signature Grantor
(.....)

Signature Proxy
(.....)

Signature Witness
(.....)

Signature Witness
(.....)

- Remark Please attach the following documents
- 1) A certified copy of Certificate of incorporation and ID card/passport of the Attorney.
 - 2) A certified copy of ID card/passport of the Grantor and of the Attorney

Attachment D

Request Form for Amending the Securities Holder Record

Application for Amending Securities Holder Records



I/We _____ national I.D. card/passport/company Registration number _____

hereby request for Thailand Securities Depository Co., Ltd. ("TSD") to amend the following information of the securities holder:

Type of information	Specify Original Information (Pre-Amendment)	Specify the Information Requiring Amendment
<input type="checkbox"/> Honoric (Mr./Mrs./Miss)	➤	➤
<input type="checkbox"/> First name - last name	➤	➤
<input type="checkbox"/> For general contacts	➤	➤
<input type="checkbox"/> Mailing address for the delivery of proxy and meeting invitation documents (principal address) where there is a share balance on the XM date	<input type="checkbox"/> Use the newly changed address above <input type="checkbox"/> Specify the address* _____ * This is the address pursuant to the register notified to TSD or securities depositing member company (broker/custodian) which will then affect the selection of the principal address	
<input type="checkbox"/> Postal code	➤	➤
<input type="checkbox"/> Home/Office telephone No.	➤	➤
<input type="checkbox"/> Mobile phone	➤	➤
<input type="checkbox"/> email address This email address is used for getting the result of amendment from TSD	➤	➤
<input type="checkbox"/> Other.....	➤	➤

◆ Amendment of the information will be effective when TSD has received request at least 5 business days prior to the book closing date.

In an event you deposit the securities with the securities depositing member company (broker/custodian), please contact your securities depositing member company directly for the amendment of any information.

◆ Mailing address for the delivery of documents should be convenient for the purpose of document receipt via registered mail, but the address must not be specified as a post office box as stipulated by the Department of Business Development, Ministry of Commerce.

I/We hereby certify that the aforementioned statements are true. Should TSD incur any damage or potential damage as a result of the undertaking specified above, I/We shall be fully responsible for any damage caused and shall compensate TSD in full.

I/We have thoroughly read all the details specified in the privacy notice of the Stock Exchange of Thailand group ("SET Group") (<https://www.set.or.th/privacy-notice.html>) and acknowledged that my/our personal data, and any third party's personal data I/We have provided to TSD (if any) will be processed and protected under such privacy notice. In this regard, I/We hereby confirm and represent that I/We have procured such third party to read all the details specified in such privacy notice and have duly obtained a proper and lawful consent from such third party to provide the personal data of the third party to TSD.

In addition, I/We hereby acknowledge that in case of any special action (such as where fingerprint is used instead of signature) which additional information that may contain sensitive personal data is required to be submitted to TSD and such additional information is necessary for the provision of TSD service, not providing such additional information may render TSD to be unable to provide TSD service to me/us. Hence, by signing this application, I/we agree and consent that such sensitive personal data to be processed by TSD in connection with the purpose of the provision of TSD service.

Please turn page over for list of required documents ↘

Signature _____ Securities holder
(_____) Phone no. _____

(If a proxy has been assigned, please sign as both the securities holder and the grantor)

I/We here by authorize _____ as my/our representative, with full authority to file this application.		Stamp Duty THB 10
Signature _____ Grantor (_____)	Signature _____ Grantee (_____) Phone no. _____	

For official use only	I have already checked all original identification documents
Date _____ Transaction no. _____ Checker _____	Signature _____ Officer _____

Remark : 1. Sensitive Data means the information which can be considered as the personal data as prescribed in section 26 of the PDPA, for instance, religious belief, blood type, etc.
2. TSD will consider the above documents when receiving the complete documents and clear information such as the copy of identification documents or signature.



1. Application for amending of securities holder records with the details filled in and signed by the securities holder correctly and completely.
2. Amendment supporting documents in case of change to title/name/surname please attach:
 - ◆ certificate of change to title, name or surname, marriage certificate, divorce certificate, as the case may be; and
 - ◆ Original securities certificate (original name/surname prior to the amendment) together with the application for the issuance of new securities certificate requesting registrar to issue a new securities certificate (new name/surname as per the amendment application).
3. Identification documents of securities holder and authorized person (if any) pursuant to the type of person with the details as per the table below.
 - In case of other types of person, please ask for additional information at SET Contact Center accordingly to the contact channels further below in the application form or https://www.set.or.th/tsd/en/download/service_form/20220301_person_juristic_EN.pdf
4. Copy of identification documents submitted to TSD may contain sensitive personal data which is not necessary for the provision of TSD service, and TSD has no intention of collecting such sensitive personal data. As a result, the document owners may proceed to cross out any part in order to cover up any sensitive personal data before submitting the identification documents containing such sensitive personal data to TSD. In case that no action is taken to cover up such sensitive personal data, TSD shall deem that you have given your consent to TSD to the collection of such sensitive personal data.

Type of person	Identification Documents only to support the request to change name/ surname	Documents for other types of requests
Individual person - Thai Nationality	<ol style="list-style-type: none"> 1. In case the securities holder contacts TSD personally, the original Thai national identification card (Thai ID Card) of the securities holder must be presented. 2. In case the securities holder does not contact TSD personally, the securities holder must authorize a person to act on his/her behalf, and such person must present the original Thai ID Cards of the securities holder and its copy which has been certified as true and correct copy of the original document by the document owner. <ul style="list-style-type: none"> * If the original Thai ID Card of the securities holder cannot be presented, please attach the original of the certification document issued by the sub-district or district office, identifying to use those certified true copies instead of the original Thai ID Card (issued not more than 90 days before the date of submission as part of this application). 3. In case filing this application via registered mail, please attach, <ul style="list-style-type: none"> - Copies of Thai ID Card of the securities holder which has been certified as true and correct copy of the original document by the document owner. 	A Copy of Thai ID Card of the securities holder which has been certified as true and correct copy of the original document by the document owner.
Individual person - Other Nationalities	<ol style="list-style-type: none"> 1. In case the securities holder contacts TSD personally, the original alien identification card or passport of the transferor and the transferee must be presented. 2. In case the securities holder does not contact TSD personally, the securities holder appointed contact person must present the original alien identification card or passport and its copy which has been certified as true and correct copy of the original document by the document owner. <ul style="list-style-type: none"> * If the original passport cannot be presented or this application is being submitted by registered mail, <ul style="list-style-type: none"> - The copy of the passport must be notarized by a notary public, and such notarization must be certified by the Thai embassy or consulate. ◆ Such certification must be issued not more than 1 year before the date of submission as part of this application. * If the original signatory's alien identity card cannot be presented or this application is being submitted by registered mail, <ul style="list-style-type: none"> - Certificate of civil registration (issued not more than 90 days before the date of submission as part of this application) 	A Copy of alien identification card / passport which has been certified as true and correct copy of the original document by the document owner.
Juristic person - Thai Nationality	<ol style="list-style-type: none"> 1. A copy of the juristic person registration certificate issued by the Ministry of Commerce issued not more than 1 year before the date of submission as part of this application which has been certified as true and correct copy of the original document by the authorized directors. 2. A copy of the Thai ID Card/alien identity card/passport of each authorized director who signs on behalf of the juristic person which has been certified as true and correct copy of the original document by the document owner. 	
Juristic person - Other Nationalities	<ol style="list-style-type: none"> 1. A copy of the juristic person registration certificate issued by the regulating government agency in the country where such juristic person is domiciled. 2. A copy of the company's affidavit enumerating its directors authorized to bind the company and conditions relating thereto, showing the juristic person's headquarters location and authority of the signatory. This affidavit must be issued by an authorized official of the juristic person or the governmental agency in the country where such juristic person is domiciled. 3. A copy of the Thai ID Card/alien identity card/passport of each authorized director who signs on behalf of the juristic person which has been certified as true and correct copy of the original document by the document owner. <p><u>All documents for "Other Nationalities" above, must have been:</u></p> <ol style="list-style-type: none"> (1) notarized by the notary public or certified by any competent authority in the country where such documents were prepared or certified for the certification of the signature of the person who prepared or certified such documents. (2) certified by the Thai Embassy or Thai Consulate in the country where such documents were prepared or certified for the notarization or certification performed by the public notary or such competent authority under (1). <ul style="list-style-type: none"> ▪ The certification must be issued not more than 1 year before the date of submission as part of this application. ▪ The documents prepared in any other foreign languages other than English must be translated into English. 	

Remark : 1. Sensitive Data means the information which can be considered as the personal data as prescribed in section 26 of the PDPA, for instance, religious belief, blood type, etc.
2. TSD will consider the above documents when receiving the complete documents and clear information such as the copy of identification documents or signature.

TSD301_4/2022_EN : 1/3/2022



Attachment E

Map to I V Global Securities Public Company Limited

บริษัทหลักทรัพย์ ไอ วี โกลบอล จำกัด (มหาชน)

เลขที่ 540 อาคารเมอริควี ทาวเวอร์ ชั้น 18

ถนนเพลินจิต แขวงลุมพินี เขตปทุมวัน กรุงเทพมหานคร 10330

โทร: 02 658 5800 ต่อ 301 หรือ 305

I V Global Securities Public Company Limited

18th Fl. Mercury Tower, 540 Ploenchit Road,

Lumpini, Pathumwan, Bangkok 10330, Thailand

Tel: 02 658 5800 Ext 301 or 305

ตึกเมอริควีตั้งอยู่หัวมุมถนนหลังสวน(ตรงข้ามเซ็นทรัลชิดลม)

เชื่อมติดกับรถไฟฟ้า BTS สถานีชิดลม ทางออกหมายเลข 4

Mercury Tower is situated at the corner of Langsuan Road (opposite Central Chidlom)

linked to BTS Chit Lom Station (E1): Exit No. 4



Attachment F

Privacy Notice

PRIVACY NOTICE FOR THE TENDER OFFER ACCEPTANCE OF T.KRUNGTHAI INDUSTRIES PUBLIC COMPANY LIMITED

This privacy notice for the Tender Offer Acceptance of T.Krungthai Industries Public Company Limited from the Tender Offer of Kerrie Automotive Investment Limited (the “**Company**”) is provided to inform you, as a shareholder, an attorney, a custodian, or an authorized person of a juristic person, with respect to the collection, use and/or disclosure of your personal data, and your rights under the Personal Data Protection Act 2012 as a data subject.

1. PERSONAL DATA TO BE COLLECTED

The Company shall collect your personal data, including but not limited to, name-surname, nationality, age, date of birth, photograph, identification card number (or government identification card number, or passport number), tax identification number, securities registration number, address, telephone number, email, number of share/securities held, number of share/securities sold, securities trading account information, bank account information and delegation of power to attorney information.

Remark: For supporting documents for Tender Offer Acceptance and/or power of attorney submitted by you to the Company which may contain sensitive data, such as race, blood type, and religion, which are not required for the purpose of Tender Offer Acceptance, the Company would like to inform you that the Company has no intention to collect such sensitive data. As such, you may redact those sensitive data prior to submitting your documents to the Company (or its Tender Offer Agent). In case you did not redact those sensitive data contained in your documents, the Company (or its Tender Offer Agent) reserves its right to redact such sensitive data of yours. In such case, it shall be deemed that the Company (or its subscription agent (if any)) has not collected any of the said sensitive data.

In this regard, the Company (or its Tender Offer Agent) may collect your personal data (i) directly from you, or (ii) that are appeared in the Tender Offer Acceptance documents (e.g., Tender Offer Form, Power of Attorney for Tender Offer, Tender Offer Cancellation Form and identification documents) through a securities company (broker) in which you have securities trading account with.

2. PURPOSE OF THE COLLECTION, USE AND/OR DISCLOSURE

The Company shall collect, use and/or disclose your personal data on a basis of (1) fulfilment of a contract, (2) fulfilment of legal obligations, (3) legitimate interest for the purposes of identification verification, verification of the number of shares in the Tender Offer Acceptance, payment for purchase of securities and contact, including for the fulfilment of the Company’s legal obligations as a company limited.

The Company has no intention to collect and/or process your sensitive personal data. If sensitive personal information is collected, used and/or disclosed, the Company will proceed with the express consent obtained from you or to act only when permitted by law.

If you do not wish to provide your personal data to the Company where such personal data is needed for performing the objectives abovementioned, the Company reserves its right to reject your Tender Offer Acceptance or performing any other action for you if such action requires the said personal data.

3. PERIOD FOR RETENTION OF PERSONAL DATA

The Company shall retain your personal data for as long as it is reasonably necessary to fulfil the Company’s purpose of personal data collection, use and/or disclosure. However, to comply with the applicable laws, the Company may have to retain your personal data for a longer duration, as required by applicable law.

4. THIRD PARTIES WHOM THE COMPANY MAY DISCLOSE YOUR PERSONAL DATA

The Company may disclose or transfer your personal data to the following third parties:

- 1) service providers (a financial advisor including tender offer agent) that the Company engages for processing your personal data for the purpose of identification verification, verification of the number of shares in the Tender Offer Acceptance, payment for purchase of securities and contact; and
- 2) government agencies or competent authorities, e.g., the Department of Business Development, the Ministry of Commerce, the Securities and Exchange Commission, Thailand and the Stock Exchange of Thailand for Tender Offer Acceptance Process/Procedure and submission of shareholders list.

5. SECURITY MEASURES

Security for your personal data is important. The Company therefore provide appropriate security measures which covers management preventive measures, technical precautions, and physical protective measures to prevent the loss, access, use, or disclosure of personal data from those who do not have rights or who do not have duties related to that personal data, such as encryption and access restriction to ensure that only authorized person shall have access to your personal data.

6. YOUR RIGHTS AS DATA SUBJECT

You, as the data subject, are entitled to withdraw consent given for the collection, use or disclosure of personal data (only in case the Company rely on your consent), to request access to or to obtain a copy of your personal data processed by the Company, to request for personal data transfer, to object the personal data processing, to delete or de-identity personal data or to make personal information non-personally identifiable, to restrict the data processing, to request for correction of personal data and to lodge a complaint the Office of the Personal Data Protection Commission, subject to rules and procedures as required by the personal data protection laws. The Company may reasonably and lawfully refuse to proceed with your request.

7. CONTACT DETAIL

If you have any queries or if you wish to exercise the rights relating to your personal data, please contact the Company at:

Company Secretary Office
Kerrie Automotive Investment Limited
9/F., Southeast Industrial Building
611-619 Castle Peak Road
Tsuen Wan,
New Territories, Hong Kong
Telephone number: +852 2437-6835

Attachment G

Confirmation Letter on Source of Funds for Tender Offer

TO: Secretary General, the Office of the Securities and Exchange Commission of Thailand
CC: Karrie Automotive Investment Limited

DATE: 23 September 2022

Re: Tender Offer for all securities of T. Krungthai Industries Public Company Limited

Dear Sir,

We understand from Karrie Automotive Investment Limited (Certificate of Incorporation No.: 827821) (the "Offeror") that the Offeror will make the captioned Tender Offer.

In this connection, we, The Hongkong and Shanghai Banking Corporation Limited, confirm that the Offeror has maintained a banking relationship with us since 27 April 2007. As of the date of this letter, the Offeror has a current account (808-270797-001) with available balance in Hong Kong Dollars of HK\$32,248,226, or approximately in Thai Baht¹ of THB 148,986,804 (the "Funds").

We have received a written assurance from the Offeror that the Funds for the mandatory tender offering ("MTO") will remain available for the settlement of the tender offer until the settlement of MTO is completed.

This information is given without any responsibility, howsoever arising, on the part of the Bank or its officers.

Sincerely,

The Hongkong and Shanghai Banking Corporation Limited



Name: Jerry LAM

Title: Senior Vice President, Commercial Banking

¹ The source of funds in Thai Baht currency is calculated by using the average foreign exchange rates quoted by The Hongkong and Shanghai Banking Corporation Limited on 22 September 2022, which is equivalent to THB 4.62 to HK\$ 1.

Attachment H

**Letter to Express Intention
Not to Sell the Ordinary Shares of TKT in this Tender Offer**

บ้านเลขที่ 23 หมู่ 5 ถนนจันทน์ 13
ต.บางพลีใหญ่ อ.บางพลี จ.สมุทรปราการ
10120

วันที่ 6 กันยายน 2565

เรื่อง แสดงเจตนาารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว ยุพิน เสงี่ยมศิริ
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 24,000,000 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่พิกถอนคำออกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ


นางยุพิน เสงี่ยมศิริ

บ้านเลขที่ 23 ถนนวิภาวดี 43 หมู่ 21
แขวงจตุจักร กรุงเทพมหานคร
ณ. 10120

วันที่ 6 ธ.ค. 2565

เรื่อง แสดงเจตนาารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว _____ สุขุมธ เดชะ ไกรศรี _____ ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน _____ 23,500,000 _____ หุ้น คิดเป็นร้อยละ _____ ของหุ้นสามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ



นายสุขุมธ เดชะ ไกรศรี

[Address] _____

Dated 12/9/2022

Re: To express intention not to sell the ordinary shares of T. Krungthai Industry Public Company Limited as per the tender offer made by the tender offeror
To: Tender Offeror

According to that **KARRIE AUTOMOTIVE INVESTMENT LIMITED** (hereinafter referred to as the "**Tender Offeror**") has announced its intention to offer to purchase all ordinary shares of T. Krungthai Industry Public Company Limited (the "**Company**") pursuant to the Announcement of the Capital Market Supervisory Board No. Kor.Jor. 12/2554. Details are set forth therein.

By this letter, I, MR. KAM KWAN KOON as the Company's shareholder holding 12,750,000 ordinary shares or _____% of total issued ordinary shares of the Company, wish to confirm with the Tender Offeror that I have no intention to sell all of my ordinary shares to the Tender Offeror as per the tender offer made by the Tender Offeror and hereby refuse such tender offer.

I hereby confirm that my refusal of such tender offer is voluntary and is enforceable by which I shall in no way revoke such refusal.

Please be informed accordingly.

Yours Faithfully,



บ้านเลขที่ 1/128 4. ซ. ๑๐๖
แขวงคลองใหม่ พญาไท
กทม.

วันที่ 13/9/๖5

เรื่อง แสดงเจตนารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ

เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คารี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว ธรรณี ไกรรัตน์
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 12,๖๘๒,๘๒๐ หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกใบคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกใบ้ข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกใบ้ข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ



นาย/นาง/นางสาว ธรรณี ไกรรัตน์

บ้านเลขที่ 23 ซ.จันทน์ 43 หมู่ 21
ซอยวิจิตร ๒๓ กรุงเทพฯ
๓๓.๑๐๒๐

วันที่ ๑๒/๑/๖๕

เรื่อง แสดงเจตนาารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท การ์รี่ ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว ศิริพจน์ เกษศิริ
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 10,000,040 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้า ไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกใบคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกใบคำเสนอซื้อดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่ฟ้องคำออกใบคำเสนอซื้อดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

นาย/นาง/นางสาว

ศิริพจน์ เกษศิริ

บ้านเลขที่ 138 ซ. กิ่งแก้ว 31

จ. กิ่งแก้ว

ต. ราชานพระ อ. บางพลี

สมุทรปราการ 10540

วันที่ 9 กันยายน 2565

เรื่อง แสดงเจตนารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน)
ตามคำเสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ เคร์รี่ ออโตโมทีฟ อินเวสเมนต์ จำกัด (มหาชน) (KARRIE AUTOMOTIVE INVESTMENT LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดครบถ้วนแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย มิตร เตชะ ไกรศรี

ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 6,500,000 หุ้น คิดเป็นร้อยละของหุ้นสามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด และขอยกเลิกคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ



นาย

มิตร เตชะ ไกรศรี

บ้านเลขที่ 9 ซ.จันทร์ 43 แยก 7,

แขวงทุ่งวัดดอน, เขตสาทร,

กทม 10120

วันที่ 9 กันยายน 2565

เรื่อง แสดงเจตนาารมณไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน)

ตามค้ำเสนอซื้อของผู้ทำค้ำเสนอซื้อ

เรียน ผู้ทำค้ำเสนอซื้อ

ตามที่ เควี ออโตโมทีฟ อินเวสเมนต์ จำกัด (มหาชน) (KARRIE AUTOMOTIVE INVESTMENT LIMITED) (เรียกรวมกันว่า “ผู้ทำค้ำเสนอซื้อ”) ได้ประกาศเจตนาารมณเสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) (“บริษัท”) ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กข.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย ปรีชา เตชะ ไกรศรี

ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 6,138,400 หุ้น คิดเป็นร้อยละของหุ้นสามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำค้ำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้นสามัญของบริษัทดังกล่าวตามค้ำเสนอซื้อหลักทรัพย์ ของผู้ทำค้ำเสนอซื้อให้แก่ผู้ทำค้ำเสนอซื้อแต่อย่างใด และขอยกเปิดค้ำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกเปิดค้ำเสนอซื้อดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกเปิดค้ำเสนอซื้อดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ



นาย

ปรีชา เตชะ ไกรศรี

บ้านเลขที่ 23 ซอยจันทร์ 43 แยก 21
แขวงทุ่งวัดดอน เขตสาทร
กรุงเทพฯ 10120

วันที่ 6 กันยายน 2565

เรื่อง แสดงเจตนารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ เควี ออโตโมทีฟ อินเวสเมนต์ จำกัด (มหาชน) (KARRIE AUTOMOTIVE INVESTMENT LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กข.12/2554 ความละเอียดเห็นแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นางนางสาว สุเมธ เตชะ ไกรศรี ผู้จัดการมรดกของนาง แค้เคียตี แซ่เต้ ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 6,000,000 หุ้น คิดเป็นร้อยละ ____ ของหุ้นสามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ



นายสุเมธ เตชะ ไกรศรี

บ้านเลขที่ 96 หมู่ 4 ต. 51516กว.
อ.แม่ฟ้าหลวง จ. สิบสองมรส

วันที่ 18/9/65

เรื่อง แสดงเจตนาารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ. 12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว สมพร ใจดี
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน ๒,๐๐๐,๐๐๐ หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้า ไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็น ไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

นาย/นาง/นางสาว สมพร ใจดี

บ้านเลขที่ 20/9 ม.2 ถ.ก้อแก้ว

ต.สาเกตุมะ อ.บ่อพลับ

จ.สงขลา 90140

วันที่ 7 กันยายน 2566

เรื่อง แสดงเจตนารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท การี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กอ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว ศิริกร อภิรักษ์กุล
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 4,293,400 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

นาย/นาง/นางสาว ศิริกร อภิรักษ์กุล

บ้านเลขที่ 214-216
ต.เมืองใหม่ อ.เมือง จ.นนทบุรี
- บางบัวทอง กทม

วันที่ 9/9/65

เรื่อง แสดงเจตนาารมณไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาารมณเสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดครบถ้วนแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย(นาง/นางสาว) อุษวิภา แซ่เต๋
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 8,500,000 หุ้น คิดเป็นร้อยละ _____ ของหุ้นสามัญ
ที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้น
สามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอยกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ
อุษวิภา แซ่เต๋

นาย(นาง/นางสาว) อุษวิภา แซ่เต๋

บ้านเลขที่ 52/1-2 ถ.สีพระพรหม
แขวงมณฑลพยุหะราม เขตบวรวิ
กรม 10500

วันที่ ๒ ส.ค. ๖5

เรื่อง แสดงเจตนารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี่ ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว นพพล เกษมกุลศิริ
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน ๑,๕๐๐,๐๐๐ หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

นพพล เกษมกุลศิริ

นาย นพพล เกษมกุลศิริ

บ้านเลขที่ 214-216
ต.เมืองใหม่ อ.เมือง
พ.ว.พ.ว. กทม

วันที่ 9/9/65

เรื่อง แสดงเจตนาขายหุ้นสามัญของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาขายหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดชัดเจนแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว สุภัทรา โสภภัสร์
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 938,880 หุ้น คิดเป็นร้อยละ _____ ของหุ้นสามัญ
ที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้น
สามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทวิทธ์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกใบคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกใบคำเสนอซื้อดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่ฟ้องถอนคำออกใบคำเสนอซื้อดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ
ร.ต. สุภัทรา โสภภัสร์
นาย/นาง/นางสาว สุภัทรา โสภภัสร์

บ้านเลขที่ 6 ซอยศรีนครินทร์ 7 (ถ้าตัว 2)

ถนนศรีนครินทร์ แขวงหัวหมาก

เขตบางกะปิ กรุงเทพฯ 10240

วันที่ 9 กันยายน 2565

เรื่อง แสดงเจตนาอนุมัติไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน)

ตามคำเสนอซื้อของผู้ทำคำเสนอซื้อ

เรียน ผู้ทำคำเสนอซื้อ

ตามที่ เควี้ออโตโมทีฟ อินเวสเมนต์ จำกัด (มหาชน) (KARRIE AUTOMOTIVE INVESTMENT LIMITED) (เรียกรวมกันว่า “ผู้ทำคำเสนอซื้อ”) ได้ประกาศเจตนาอนุมัติเสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) (“บริษัท”) ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

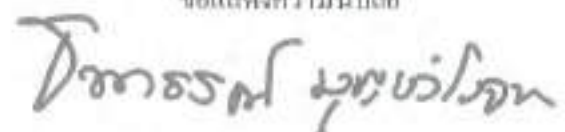
โดยหนังสือฉบับนี้ ข้าพเจ้า นางสาว ธนาภรณ์ บุญทวีโรจน

ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 3,258,940 หุ้น คิดเป็นร้อยละของหุ้นสามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ



นางสาว ธนาภรณ์ บุญทวีโรจน

[Address] _____

Dated 12/9/2005

Re: To express intention not to sell the ordinary shares of T. Krungthai Industry Public Company Limited as per the tender offer made by the tender offeror
To: Tender Offeror

According to that **KARRIE AUTOMOTIVE INVESTMENT LIMITED** (hereinafter referred to as the "**Tender Offeror**") has announced its intention to offer to purchase all ordinary shares of T. Krungthai Industry Public Company Limited (the "**Company**") pursuant to the Announcement of the Capital Market Supervisory Board No. Kor.Jor. 12/2554. Details are set forth therein.

By this letter, I, MRS. CHAN HUNG KAM as the Company's shareholder holding 3000000 ordinary shares or _____ % of total issued ordinary shares of the Company, wish to confirm with the Tender Offeror that I have no intention to sell all of my ordinary shares to the Tender Offeror as per the tender offer made by the Tender Offeror and hereby refuse such tender offer.

I hereby confirm that my refusal of such tender offer is voluntary and is enforceable by which I shall in no way revoke such refusal.

Please be informed accordingly.

Yours Faithfully,



บ้านเลขที่ 97 ซ.14

ต. วชิราวุฒ ๑. บางพลี

จ. สมุทรปราการ

วันที่ 12/9/๖5

เรื่อง แสดงเจตนารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ความค้ำ
เสนอชื่อของผู้ทำค้ำเสนอชื่อ
เรียน ผู้ทำค้ำเสนอชื่อ

ตามที่ บริษัท คาร์รี่ ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำค้ำเสนอชื่อ") ได้ประกาศเจตนารมณ์เสนอ
ซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศ
คณะกรรมการกำกับตลาดทุนที่ กอ.12/2554 ความละเอียดเชิงฉันทนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว นเรศศักดิ์ เทระโกสวัรี
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 2000,000 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่าย ได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำค้ำเสนอชื่อว่า ข้าพเจ้า ไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอชื่อหลักทรัพย์ของผู้ทำค้ำเสนอชื่อให้แก่ผู้ทำค้ำเสนอชื่อแต่อย่างใด
และขอบอกปิดคำเสนอชื่อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

นเรศศักดิ์ เทระโกสวัรี

ขอแสดงความนับถือ

นาย/นาง/นางสาว _____

บ้านเลขที่ 50/1-2 ต.สีหราช
เขตบางรัก กทม. 10500

วันที่ 6 กย 2022

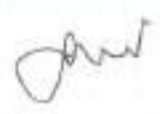
เรื่อง แสดงเจตนาารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว สุกฤษฎา เกษมกุลศิริ
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 1,312,500 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

นางสาวสุกฤษฎา เกษมกุลศิริ

บ้านเลขที่ 23 ซ.จันทน์ 43 แขวง
พญาไทเขตปทุมวัน กรุงเทพฯ
พ.ศ. 10120

วันที่ 9/9/2565

เรื่อง แสดงเจตนาารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เวียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว _____ จุมพล เศษะ ไกรศรี
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน _____ 956,940 _____ หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อ ให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ


นายจุมพล เศษะ ไกรศรี

บ้านเลขที่ 23 ซ.วิไล 43 หมู่ 21
พรทิวฮิลล์ พุทธมณฑล
กทม. 10120

วันที่ 13/9/65

เรื่อง แสดงเจตนาารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี่ ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดครบถ้วนแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว โซลิลา ตรีกรศรี
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 882,000 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขออนุญาตคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำขอกู้ซื้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำขอกู้ซื้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ


นาง/นางสาว โซลิลา ตรีกรศรี

บ้านเลขที่ 162 อ. 10 ต. 21 ก. 21
อ. 21 ก. 21 จ. นครราชสีมา

วันที่ 8/9/2565

เรื่อง แสดงเจตนารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ


ตามที่ บริษัท คารี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กข.12/2554 ความละเอียดแจ้งแล้วนั้น

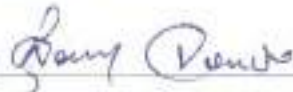
โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว สุจิตรา ใจสุจริต
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 750,000 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอบอกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ



นาง/นางสาว 

บ้านเลขที่ 68/168 หมู่บ้านวิภาวดี
บางนา ถนน วิทยุ แขวงวิภาวดี
ต.บางนา อ.บางนา
สมุทรปราการ

วันที่ 14 ก.ย. 2565

เรื่อง แสดงเจตนาพร้อมไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ถือหุ้นเสนอซื้อ
เรียน ผู้ถือหุ้นเสนอซื้อ

ตามที่ บริษัท การ์วี ออโตโมทีฟ อินเวสเม้นท์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ถือหุ้นเสนอซื้อ") ได้ประกาศเจตนาพร้อมเสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กข.12/2554 ความละเอียดลงแจ้งแล้วนั้น

โดยทนายสิทธิรักษ์ที่ ข้าพเจ้า นาย/นาง/นางสาว พงษ์พร ฐิตินันท์
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 656,250 หุ้น คิดเป็นร้อยละ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ถือหุ้นเสนอซื้อว่า ข้าพเจ้า ไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักสิทธิ์ของผู้ถือหุ้นเสนอซื้อให้แก่ผู้ถือหุ้นเสนอซื้อดังกล่าวใด
และขอขอยกเลิกคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกเลิกข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปโดยสมัครใจ
และไม่เกิดข้อพิพาทขึ้นตามกฎหมาย โดยข้าพเจ้าจะไม่ฟ้องดำเนินคดีกับคำบอกเลิกข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

นาย/นาง/นางสาว พงษ์พร ฐิตินันท์

บ้านเลขที่

452/8 หมู่ 8 บ้านหนอง
จันทรรูป ปทุมธานี

วันที่ 13 กย 2565

เรื่อง แสดงตนพร้อมจะไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี่ ออโตโมทีฟ อินเวสเม้นท์ จำกัด (KARRIE AUTOMOTIVE
INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารมณ์เสนอ
ซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศ
คณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดครบถ้วนแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง (นางสาว) ชุติมาพร จุฬนวกุล
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 656,250 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกใบถ้อยคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกใบถ้อยคำเสนอซื้อดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกใบถ้อยคำเสนอซื้อดังกล่าวไม่ว่าในกรณีใด

จึงเรียนขอแจ้งทราบ

ขอแสดงความนับถือ

นาย/นาง (นางสาว)

(ลายเซ็น)

บ้านเลขที่ 102 ซ. พระรามที่ 3 25/1
ถ.พระราม 3 แขวงจวนโทมหาร
พญาไท กรุงเทพฯ

วันที่ ๑/๙/๒๕๖๕

เรื่อง แสดงเจตนาจำหน่ายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้รับคำเสนอซื้อ

ตามที่ บริษัท คาร์รี่ ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาจำหน่ายหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดเห็นแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว คัมภีร์ จอชรกิจ
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 500,000 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกใบคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกใบคำเสนอซื้อดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกใบคำเสนอซื้อดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

x

นาย/นาง/นางสาว คัมภีร์ จอชรกิจ

บ้านเลขที่ 97 x 14 ต.ราชวิถี
อ.เมือง ก.กรุงเทพมหานคร

วันที่ 18/9/65

เรื่อง แสดงเจตนาารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับหลักทรัพย์ที่ กข.12/2554 ความละเอียดครบถ้วนแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว สุภาวดี ชาญใจดี
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 480,000 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกใบยืนยันสนธิข้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

นาย/นาง/นางสาว สุภาวดี ชาญใจดี

บ้านเลขที่ _____

วันที่ 12/9/65

เรื่อง แสดงเจตนารวมฉันทินขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี่ ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารวมฉันทินขายหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดเชิงฉันทิน

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว ธัญวิโรจน์ ตรีโรจน์
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 444,500 หุ้น คิดเป็นร้อยละ _____ ของหุ้นสามัญ
ที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้น
สามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกบัตรคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกบัตรคำเสนอซื้อดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกบัตรคำเสนอซื้อดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

นาย/นาง/นางสาว ธัญวิโรจน์ ตรีโรจน์

บ้านเลขที่ 214-216
สุขุมวิท 95 แขวง
คลองเตย กทม

วันที่ 9/9/65

เรื่อง แสดงเจตนาขายหุ้นสามัญของ บริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เวียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนาขายหุ้นสามัญทั้งหมดของบริษัท ที. กรุงไทยอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว จิรวรรณ ใจภักดิ์
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 444,440 หุ้น คิดเป็นร้อยละ _____ ของหุ้นสามัญ
ที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้น
สามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอออกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำออกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำออกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเวียนมาเพื่อทราบ

ขอแสดงความนับถือ


นาย/นาง/นางสาว จิรวรรณ ใจภักดิ์

บ้านเลขที่ 178/25 ซ.สุขุมวิท 62
แขวงพระโขนงใต้ เขตพระโขนง
กทม.

วันที่ 9 ก.พ. 2565

เรื่อง แสดงเจตนารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี่ ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กจ.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นาง/นางสาว สุรินทร์ จอจรัส
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 437,500 หุ้น คิดเป็นร้อยละ _____ ของหุ้น
สามัญที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขาย
หุ้นสามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอมอบปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ

x 

นาย/นาง/นางสาว สุรินทร์ จอจรัส

บ้านเลขที่ 865/39 ต.พระราม 3
แขวงยาว โขวงหลวง เขตบางนา 107
กรุงเทพมหานคร

วันที่ 8 ก.พ. 2565

เรื่อง แสดงเจตนารมณ์ไม่ขายหุ้นสามัญของ บริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ตามคำ
เสนอซื้อของผู้ทำคำเสนอซื้อ
เรียน ผู้ทำคำเสนอซื้อ

ตามที่ บริษัท คาร์รี่ ออโตโมทีฟ อินเวสเมนต์ จำกัด (KARRIE AUTOMOTIVE INVESTMENT COMPANY LIMITED) (เรียกรวมกันว่า "ผู้ทำคำเสนอซื้อ") ได้ประกาศเจตนารมณ์เสนอซื้อหุ้นสามัญทั้งหมดของบริษัท ที. กรุงเทพอุตสาหกรรม จำกัด (มหาชน) ("บริษัท") ตามประกาศคณะกรรมการกำกับตลาดทุนที่ กช.12/2554 ความละเอียดแจ้งแล้วนั้น

โดยหนังสือฉบับนี้ ข้าพเจ้า นาย/นางสาว _____ ภริยา/สามี _____
ในฐานะผู้ถือหุ้นสามัญของบริษัทจำนวน 437,900 หุ้น คิดเป็นร้อยละ _____ ของหุ้นสามัญ
ที่จำหน่ายได้แล้วทั้งหมดของบริษัท ขอเรียนยืนยันต่อผู้ทำคำเสนอซื้อว่า ข้าพเจ้าไม่ประสงค์ที่จะขายหุ้น
สามัญของบริษัทดังกล่าวตามคำเสนอซื้อหลักทรัพย์ของผู้ทำคำเสนอซื้อให้แก่ผู้ทำคำเสนอซื้อแต่อย่างใด
และขอบอกปิดคำเสนอซื้อดังกล่าวทุกประการ

ทั้งนี้ ข้าพเจ้าขอยืนยันว่าคำบอกปิดข้อเสนอดังกล่าวของข้าพเจ้าเป็นไปด้วยความสมัครใจ
และมีผลบังคับผูกพันตามกฎหมาย โดยข้าพเจ้าจะไม่เพิกถอนคำบอกปิดข้อเสนอดังกล่าวไม่ว่าในกรณีใด

จึงเรียนมาเพื่อทราบ

ขอแสดงความนับถือ



นางสาวกัทรพรณ จongsurakij

Attachment I

**Financial Statements of Karrie Automotive Investment Limited
for the Year Ended 31 March 2021**



**Karrie Automotive Investment
Limited**

31 March 2021

Directors' Report

The directors submit herewith their annual report together with the audited financial statements of Karrie Automotive Investment Limited (the "Company") for the year ended 31 March 2021.

Principal activity

The Company is principally engaged in investment holding activity during the year.

Recommended dividend

The directors do not recommend any final dividend in respect of the year ended 31 March 2021 (2020: \$Nil).

Share capital

Details of the share capital of the Company are set out in note 7 to the financial statements.

Directors

The directors during the year and up to date of the report were:

Mr. Ho Cheuk Fai
Mr. Ho Cheuk Ming
Ms. Chan Ming Mui, Silvia
Mr. Chan Raymond

In accordance with Article 7 of the Company's Articles of Association, all directors shall retire from office at the forthcoming annual general meeting and, being eligible, offer themselves for re-election.

Permitted indemnity provision

The Company's Bye-law provides that the Directors shall be indemnified out of the assets of the Company against any actions, costs, charges, losses, damages and expenses as a result of any set or failure to act in carrying out their functions.

The Company has arranged directors' and officers' liability insurance cover in respect of legal action against the directors during the year.

Directors' interests in transactions, arrangements or contracts

No transaction, arrangement or contract of significance to which the Company, any of its fellow subsidiaries or its holding companies was a party and in which a director of the Company had a material interest, whether directly or indirectly, subsisted at the end of the year or at any time during the year.

Apart from the share option schemes of Karrie International Holdings Limited, the ultimate holding company, as disclosed in the directors' report of Karrie International Holdings Limited for the year ended 31 March 2021, none of the Company, its fellow subsidiaries or its holding companies had any arrangement to enable any of the Company's directors to obtain benefits by means of the acquisition of shares in, or debt securities (including debentures) of the Company or any other body corporate.

Auditors

KPMG retire and, being eligible, offer themselves for re-appointment. A resolution for the re-appointment of KPMG as auditors of the Company is to be proposed at the forthcoming Annual General Meeting.

On behalf of the Board



Chan Ming Mui, Silvia

Director

30 September 2021



Independent auditor's report to the sole member of Karrie Automotive Investment Limited (Incorporated in Hong Kong with limited liability)

Opinion

We have audited the financial statements of Karrie Automotive Investment Limited (the "Company") set out on pages 6 to 22, which comprise the statement of financial position as at 31 March 2021, and the statement of profit or loss and other comprehensive income, the statement of changes in equity and the cash flow statement for the year then ended and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the financial statements give a true and fair view of the financial position of the Company as at 31 March 2021 and of its financial performance and its cash flows for the year then ended in accordance with Hong Kong Financial Reporting Standards ("HKFRSs") issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA") and have been properly prepared in compliance with the Hong Kong Companies Ordinance.

Basis for opinion

We conducted our audit in accordance with Hong Kong Standards on Auditing ("HKSAAs") issued by the HKICPA. Our responsibilities under those standards are further described in the *Auditor's responsibilities for the audit of the financial statements* section of our report. We are independent of the Company in accordance with the HKICPA's *Code of Ethics for Professional Accountants* ("the Code") and we have fulfilled our other ethical responsibilities in accordance with the Code. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Information other than the financial statements and auditor's report thereon

The directors are responsible for the other information. The other information comprises all the information included in the annual report, other than the financial statements and our auditor's report thereon.

Our opinion on the financial statements does not cover the other information and we do not express any form of assurance conclusion thereon.

In connection with our audit of the financial statements, our responsibility is to read the other information and, in doing so, consider whether the other information is materially inconsistent with the financial statements or our knowledge obtained in the audit or otherwise appears to be materially misstated.

If, based on the work we have performed, we conclude that there is a material misstatement of this other information, we are required to report that fact. We have nothing to report in this regard.



Independent auditor's report to the sole member of Karrie Automotive Investment Limited (continued) *(Incorporated in Hong Kong with limited liability)*

Responsibilities of the directors for the financial statements

The directors are responsible for the preparation of financial statements that give a true and fair view in accordance with applicable HKFRSs issued by the HKICPA and the Hong Kong Companies Ordinance and for such internal control as the directors determine is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, the directors are responsible for assessing the Company's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the directors either intend to liquidate the Company or to cease operations, or have no realistic alternative but to do so.

Auditor's responsibilities for the audit of the financial statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. This report is made solely to you in accordance with section 405 of the Hong Kong Companies Ordinance, and for no other purpose. We do not assume responsibility towards or accept liability to any other person for the contents of this report.

Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with HKSAAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with HKSAAs, we exercise professional judgement and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances but not for the purpose of expressing an opinion on the effectiveness of the Company's internal control.



**Independent auditor's report to the sole member of
Karrie Automotive Investment Limited (continued)**
(Incorporated in Hong Kong with limited liability)

Auditor's responsibilities for the audit of the financial statements (continued)

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the directors.
- Conclude on the appropriateness of the directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Company's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with the directors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Certified Public Accountants

8th Floor, Prince's Building
10 Chater Road
Central, Hong Kong

30 September 2021

Statement of financial position as at 31 March 2021


(Expressed in Hong Kong dollars)

	Note	2021 \$	2020 \$
ASSETS			
Non-current assets			
Equity instrument	5	<u>7,445,030</u>	<u>-</u>
Current assets			
Cash and cash equivalents	6	<u>299,987</u>	<u>75,506</u>
Total assets		<u>7,745,017</u>	<u>75,506</u>
EQUITY			
Capital and reserves attributable to the Company's equity shareholder			
Share capital	7	2	2
Revaluation reserve		(488,199)	-
Accumulated losses		<u>(1,221,519)</u>	<u>(1,153,461)</u>
Total deficit		<u>(1,709,716)</u>	<u>(1,153,459)</u>


Statement of financial position as at 31 March 2021
(continued)
(Expressed in Hong Kong dollars)

	Note	2021 \$	2020 \$
LIABILITIES			
Current liabilities			
Accruals and other payables	8	20,400	20,400
Amount due to a fellow subsidiary	12(a)	9,434,333	1,208,565
Total liabilities		<u>9,454,733</u>	<u>1,228,965</u>
Total deficit and liabilities		<u>7,745,017</u>	<u>75,506</u>
Net current liabilities		<u>(9,154,746)</u>	<u>(1,153,459)</u>
Total asset less current liabilities		<u>(1,709,716)</u>	<u>(1,153,459)</u>

Approved and authorised for issue by the board of directors on 30 September 2021.



Chan Ming Mui, Silvia
Director



Ho Cheuk Ming
Director

The accompanying notes are an integral part of these financial statements.

Statement of profit or loss
for the year ended 31 March 2021
(Expressed in Hong Kong dollars)

	<i>Note</i>	<i>2021</i> \$	<i>2020</i> \$
General and administrative expenses	9	<u>(68,058)</u>	<u>(22,820)</u>
Loss before taxation		(68,058)	(22,820)
Income tax	10	<u>-</u>	<u>-</u>
Loss for the year		<u>(68,058)</u>	<u>(22,820)</u>

The accompanying notes are an integral part of these financial statements.

Statement of profit or loss and other comprehensive income for the year ended 31 March 2021

(Expressed in Hong Kong dollars)

	Note	2021 \$	2020 \$
Loss for the year		(68,058)	(22,820)
Other comprehensive income for the year:			
<i>Items that will not be reclassified to profit or loss:</i>			
Changes in fair value of equity instrument	5	<u>(488,199)</u>	<u>-</u>
Total comprehensive income for the year		<u><u>(556,257)</u></u>	<u><u>(22,820)</u></u>

The accompanying notes are an integral part of these financial statements.

Statement of changes in equity
for the year ended 31 March 2021
 (Expressed in Hong Kong dollars)

	<i>Share capital</i> \$	<i>Revaluation reserve</i> \$	<i>Accumulated losses</i> \$	<i>Total</i> \$
Balance at 1 April 2019	2	-	(1,130,641)	(1,130,639)
Loss and total comprehensive income for the year	<u>-</u>	<u>-</u>	<u>(22,820)</u>	<u>(22,820)</u>
Balance at 31 March 2020 and 1 April 2020	<u>2</u>	<u>-</u>	<u>(1,153,461)</u>	<u>(1,153,459)</u>
Loss for the year	-	-	(68,058)	(68,058)
Other comprehensive income	<u>-</u>	<u>(488,199)</u>	<u>-</u>	<u>(488,199)</u>
Total comprehensive income for the year	<u>-</u>	<u>(488,199)</u>	<u>(68,058)</u>	<u>(556,257)</u>
Balance at 31 March 2021	<u>2</u>	<u>(488,199)</u>	<u>(1,221,519)</u>	<u>(1,709,716)</u>

The accompanying notes are an integral part of these financial statements.

Cash flow statement
for the year ended 31 March 2021
(Expressed in Hong Kong dollars)

	2021 \$	2020 \$
Cash flows from operating activities		
Loss before taxation	<u>(68,058)</u>	<u>(22,820)</u>
Operating loss before working capital changes	(68,058)	(22,820)
Increase in amount due to a fellow subsidiary	292,539	25,565
Decrease in accruals and other payables	<u>-</u>	<u>(6,000)</u>
Net cash generated from/(used in) operating activities	<u>224,481</u>	<u>(3,255)</u>
Cash flows from investing activities		
Payment for acquisition of equity instrument	<u>(7,933,229)</u>	<u>-</u>
Net cash used in investing activities	<u>(7,933,229)</u>	<u>-</u>
Cash flows from financing activities		
Increase in amount due to a fellow subsidiary	<u>7,933,229</u>	<u>-</u>
Net cash generated from financing activities	<u>7,933,229</u>	<u>-</u>
Net increase/(decrease) in cash and cash equivalents	224,481	(3,255)
Cash and cash equivalents at the beginning of the year	<u>75,506</u>	<u>78,761</u>
Cash and cash equivalents at the end of the year	<u>6</u> <u>299,987</u>	<u>75,506</u>

The accompanying notes are an integral part of these financial statements.

Notes to the financial statements

(Expressed in Hong Kong dollars unless otherwise indicated)

1 General information

Karrie Automotive Investment Limited (the "Company") is principally engaged in investment holding activity during the year.

The Company is a limited liability company incorporated in Hong Kong. The address of its registered office is 9/F., Southeast Industrial Building, 611-619, Castle Peak Road, Tsuen Wan, N.T. Hong Kong. The Company is wholly-owned by Broadly Bright Investment Holdings Limited, a company incorporated in the British Virgin Islands and ultimately wholly-owned by Karrie International Holdings Limited, a company incorporated in Bermuda whose shares are listed on the Main Board of The Stock Exchange of Hong Kong Limited. As at 31 March 2021, the directors consider Karrie International Holdings Limited to be the ultimate holding company.

2 Significant accounting policies

(a) Statement of compliance

These financial statements have been prepared in accordance with all applicable Hong Kong Financial Reporting Standards ("HKFRSs"), which collective term includes all applicable individual Hong Kong Financial Reporting Standards, Hong Kong Accounting Standards ("HKASs") and Interpretations issued by the Hong Kong Institute of Certified Public Accountants ("HKICPA"), accounting principles generally accepted in Hong Kong and the requirements of the Hong Kong Companies Ordinance. Significant accounting policies adopted by the Company are set out below.

The HKICPA has issued certain amendments to HKFRSs that are first effective or available for early adoption for the current accounting period of the Company. Note 2(c) provides information on any changes in accounting policies resulting from initial application of these developments to the extent that they are relevant to the Company for the current and prior accounting periods reflected in these financial statements.

(b) Basis of preparation of financial statements

The measurement basis used in the preparation of the financial statements is the historical cost basis except for equity instrument which have been measured at fair value.

As at 31 March 2021, the Company had net current liabilities and net liabilities of \$9,154,746 and \$1,709,716 respectively (2020: net current liabilities and net liabilities of \$1,153,459). However, the financial statements have been prepared on a going concern basis. Karrie International Holdings Limited, the Company's ultimate holding company, has confirmed that it will continue to provide sufficient financial resources to the Company to enable it to continue its operations and to meet its liabilities as and when they fall due.

2 Significant accounting policies (continued)

The preparation of financial statements in conformity with HKFRSs requires management to make judgements, estimates and assumptions that affect the application of policies and reported amounts of assets, liabilities, income and expenses. The estimates and associated assumptions are based on historical experience and various other factors that are believed to be reasonable under the circumstances, the results of which form the basis of making the judgements about carrying values of assets and liabilities that are not readily apparent from other sources. Actual results may differ from these estimates.

The estimates and underlying assumptions are reviewed on an ongoing basis. Revisions to accounting estimates are recognised in the period in which the estimate is revised if the revision affects only that period, or in the period of the revision and future periods if the revision affects both current and future periods.

Judgements made by management in the application of HKFRSs that have significant effect on the financial statements and major sources of estimation uncertainty are discussed in note 4.

(c) *Changes in accounting policies*

The HKICPA has issued a number of amendments to HKFRSs that are first effective for the current accounting period of the company.

None of these amendments have had a material effect on how the company's results and financial position for the current or prior period have been prepared or presented. The Company has not applied any new standard or interpretation that is not yet effective for the current accounting period.

(d) *Equity instrument*

Equity instrument is initially stated at fair value, which is the transaction price unless it is determined that the fair value at initial recognition differs from the transaction price and that fair value is evidenced by a quoted price in an active market for an identical asset or liability or based on a valuation technique that uses only data from observable markets. Cost includes attributable transaction costs, except for the investment measured at fair value through profit or loss "PVPL" for which transaction costs are recognised directly in profit or loss and where indicated otherwise below. The investment is subsequently accounted for as follows, depending on their classification.

2 Significant accounting policies (continued)

Equity instrument is classified as FVPL unless the equity investment is not held for trading purposes and on initial recognition of the investment the Company makes an irrevocable election to designate the investment at fair value through other comprehensive income "FVOCI" (non-recycling) such that subsequent changes in fair value are recognised in other comprehensive income. Such elections are made on an instrument-by-instrument basis, but may only be made if the investment meets the definition of equity from the issuer's perspective. Where such an election is made, the amount accumulated in other comprehensive income remains in the other financial assets revaluation reserve until the investment is disposed of. At the time of disposal, the amount accumulated in the other financial assets revaluation reserve is transferred to retained earnings. It is not recycled through profit or loss. Dividends from an investment in equity security, if any, irrespective of whether classified as at FVPL or FVOCI, are recognised in profit or loss as other income.

(e) *Accruals and other payables*

Accruals and other payables are recognised initially at fair value. Subsequent to initial recognition, accruals and other payables are stated at amortised cost unless the effect of discounting would be immaterial, in which case they are stated at cost.

(f) *Cash and cash equivalents*

Cash and cash equivalents comprise cash at bank.

(g) *Income tax*

Income tax for the year comprises current tax and movements in deferred tax assets and liabilities. Current tax and movements in deferred tax assets and liabilities are recognised in the statement of profit or loss except to the extent that they relate to items recognised in other comprehensive income or directly in equity, in which case the relevant amounts of tax are recognised in other comprehensive income or directly in equity, respectively.

Current tax is the expected tax payable on the taxable income for the year, using tax rates enacted or substantively enacted at the end of the reporting period, and any adjustment to tax payable in respect of previous years.

(h) *Provisions*

Provisions are recognised when the Company has a legal or constructive obligation arising as a result of a past event, it is probable that an outflow of economic benefits will be required to settle the obligation and a reliable estimate can be made. Where the time value of money is material, provisions are stated at the present value of the expenditure expected to settle the obligation.

2 Significant accounting policies (continued)

(i) Translation of foreign currencies

(i) Functional and presentation currency

Items included in the financial statements of the Company are measured using the currency of the primary economic environment in which the entity operates (the "functional currency"). The financial statements are presented in Hong Kong dollars ("HK\$"), which is the Company's functional and presentation currency.

(ii) Transactions and balances

Foreign currency transactions during the year are translated at the foreign exchange rates ruling at the transaction dates. Monetary assets and liabilities denominated in foreign currencies are translated at the foreign exchange rates ruling at the end of the reporting period. Exchange gains and losses are recognised in profit or loss.

Non-monetary assets and liabilities that are measured in terms of historical cost in a foreign currency are translated using the foreign exchange rates ruling at the transaction dates. The transaction date is the date on which the Company initially recognises such non-monetary assets or liabilities. Non-monetary assets and liabilities denominated in foreign currencies that are stated at fair value are translated using the foreign exchange rates ruling at the dates the fair value was measured.

(j) Related parties

(a) A person, or a close member of that person's family, is related to the Company if that person:

- (i) has control or joint control over the Company;
- (ii) has significant influence over the Company; or
- (iii) is a member of the key management personnel of the Company or the Company's parent.

(b) An entity is related to the Company if any of the following conditions applies:

- (i) The entity and the Company are members of the same group (which means that each parent, subsidiary and fellow subsidiary is related to the others).
- (ii) One entity is an associate or joint venture of the other entity (or an associate or joint venture of a member of a group of which the other entity is a member).
- (iii) Both entities are joint ventures of the same third party.
- (iv) One entity is a joint venture of a third entity and the other entity is an associate of the third entity.
- (v) The entity is a post-employment benefit plan for the benefit of employees of either the Company or an entity related to the Company.

2 Significant accounting policies (continued)

- (vi) The entity is controlled or jointly-controlled by a person identified in (a).
- (vii) A person identified in (a)(i) has significant influence over the entity or is a member of the key management personnel of the entity (or of a parent of the entity).
- (viii) The entity, or any member of a group of which it is a part, provides key management personnel services to the Company or to the Company's parent.

Close members of the family of a person are those family members who may be expected to influence, or be influenced by, that person in their dealings with the entity.

3 Financial risk management

(a) *Financial risk factors*

The Company's activities expose it to a variety of financial risks: currency risk, liquidity risk and equity price risk. The Company's overall risk management programme focuses on the unpredictability of financial markets and seeks to minimise potential adverse effects on the Company's financial performance.

Risk management is carried out by the management under policies approved by the Board of Directors. The management identifies, evaluates and mitigates financial risks in close co-operation with the Group's operating units. The Board is responsible for overall risk management which covers currency risk, interest rate risk, credit risk, liquidity risk, equity price risk, use of derivative financial instruments and cash management.

The Company's exposure to the aforesaid risks and the financial risk management policies and practices used by the Company to manage these risks are described below.

(i) Currency risk

The Company is exposed to currency risk arising from various currency exposures, primarily with respect to Thai bahts ("THB") and United States dollars ("US\$"). Currency risk arises from commercial transactions, recognised assets and liabilities that are denominated in a currency that is not the Company's functional currency. As HK\$ are pegged against US\$, management considers that the Company is mainly exposed to foreign currency risk with respect to THB. Management will continue to monitor foreign exchange exposure and will take measures to minimise the currency risk. The conversion rate of THB to foreign currencies is subject to the rules and regulations of foreign exchange control promulgated by the Thailand Government.

3 Financial risk management (continued)

Management monitors foreign exchange exposure and will consider hedging significant foreign currency exposure by using foreign exchange forward contracts when the need arises. The Company uses structured foreign exchange products.

The following table details the currency portfolio of the Company's monetary assets denominated in a currency other than the functional currency of the entity to which they relate, expressed in HK\$:

	<u>At 31 March 2021</u>	
	US\$	THB
Equity instrument	-	7,445,030
Cash and cash equivalents	<u>242,431</u>	<u>-</u>

At 31 March 2021, if HK\$ had weakened/strengthened by 5% against THB with all other variables held constant, other comprehensive income for the year would have been approximately \$372,252 higher/lower, mainly as a result of the net foreign exchange gains/losses on translation of THB-denominated assets and liabilities. It is assumed that the pegged rate between the HK\$ and the US\$ would be materially unaffected by any changes in movement in value of the US\$ against other currencies.

The sensitivity analysis above indicates the instantaneous change in the Company's other comprehensive income and other components of equity that would arise assuming that the change in foreign exchange rate of HK\$ against the THB had occurred at the end of the reporting period and had been applied to re-measure those financial instruments held by the Company which expose the Company to foreign currency risk, including inter-company payables and receivables with the Company which are denominated in a currency other than the functional currencies of the lender or the borrower. No analysis was performed for the year ended 31 March 2020 as the Company was not exposed to such risk.

(ii) Liquidity risk

The Company adopts prudent liquidity risk management which includes maintaining sufficient bank balances and cash, and having available funding from the ultimate holding company to meet its liquidity requirements in the short and longer term.

As at 31 March 2021 and 2020, accruals and other payables and amount due to a fellow subsidiary are required to be settled within one year or on demand. The total contractual undiscounted cash flow of these financial liabilities equals their carrying amounts in the statement of financial position.

(iii) Equity price risk

The Company is exposed to equity price changes arising from equity instrument (see note 5).

The Company's equity instrument is listed on the Stock Exchange of Thailand ("SET"). Listed investments have been chosen based on their longer term growth potential and are monitored regularly for performance against expectations. The portfolio is diversified in terms of industry distribution, in accordance with the limits set by the Company.

3 Financial risk management (continued)

At 31 March 2021, it is estimated that an increase/(decrease) of 5% in the SET market index with all other variables held constant, would have increased/(decreased) the Company's other comprehensive income by \$372,252. There would be no impact on the profit or loss as the Company designated all of its equity instrument held at FVOCI (non-recycling).

The sensitivity analysis indicates the instantaneous change on the Company's other comprehensive income that would arise assuming that the change in the SET had occurred at the end of the reporting period and had been applied to re-measure those financial instruments which expose the Company to equity price risk at the end of the reporting period. It is also assumed that the fair values of the Company's equity investments would change in accordance with the historical correlation with the SET, and that all other variables remain constant. No analysis was performed for the year ended 31 March 2020 as the Company was not exposed to such risk.

(b) Capital risk management

The Company's objectives when managing capital are to safeguard the Company's ability to continue as a going concern in order to provide returns for equity shareholders and benefits for other stakeholders and to maintain an optimal capital structure to reduce the cost of capital. In order to maintain or adjust the capital structure, the Company may adjust the amount of dividends paid to equity shareholders, or issue new shares.

(c) Fair value estimation

Fair value hierarchy

The following table presents the fair value of the company's investment properties measured at the end of the reporting period on a recurring basis, categorised into the three-level fair value hierarchy as defined in HKFRS 13, Fair value measurement. The level into which a fair value measurement is classified is determined with reference to the observability and significance of the inputs used in the valuation technique as follows:

- Level 1 valuations: Fair value measured using only Level 1 inputs i.e. unadjusted quoted prices in active markets for identical assets or liabilities at the measurement date
- Level 2 valuations: Fair value measured using Level 2 inputs i.e. observable inputs which fail to meet Level 1, and not using significant unobservable inputs. Unobservable inputs are inputs for which market data are not available
- Level 3 valuations: Fair value measured using significant unobservable inputs

At 31 March 2021, the equity instrument held by the Company that is measured at fair value are using level 1 inputs. During the year ended 31 March 2021, there was no transfers between Level 1 and Level 2, or transfers into or out of Level 3. The company's policy is to recognise transfers between levels of fair value hierarchy as at the end of the reporting period in which they occur.

4 Accounting judgements and estimates

Estimates and judgements are continually evaluated and are based on historical experience and other factors, including expectations of future events that are believed to be reasonable under the circumstances.

The Company makes estimates and assumptions concerning the future. The resulting accounting estimates may be different from the actual results. The estimates and assumptions that have a significant risk of causing a material adjustment to the carrying amounts of assets and liabilities within the next financial year are discussed below.

(a) Going concern

As disclosed in note 2(b), the directors have prepared the financial statements on a going concern basis and are of the opinion that the Company will be able to secure the continued financial assistance from the ultimate holding company to enable the Company to operate as a going concern. Disconsolation of financial assistance from the ultimate holding company would affect the conclusion that the Company is able to continue as a going concern.

5 Equity instrument

	2021	2020
	\$	\$
Equity instrument designated at FVOCI (non-recycling)		
Equity instrument listed outside Hong Kong (note)	7,445,030	-

Note:

The listed equity instrument outside Hong Kong are shares in T.Krungthai Industries Public Co., Ltd. ("TKT"), an automotive parts and components and moulds manufacturer in Thailand. The Company designated its investment in TKT at FVOCI (non-recycling), as the investment is held for strategic purposes. No dividends were received on this investment nor disposal of investment was made during the year ended 31 March 2021.

6 Cash and cash equivalents

	2021	2020
	\$	\$
Cash at bank	299,987	75,506

7 Share capital

	2021 \$	2020 \$
Issued and fully paid:		
2 ordinary shares	<u>2</u>	<u>2</u>

In accordance with section 135 of the Hong Kong Companies Ordinance, the ordinary shares of the Company do not have a par value.

The holder of ordinary shares is entitled to receive dividends as declared from time to time and is entitled to one vote per share at meetings of the Company. All ordinary shares rank equally with regard to the Company's residual assets.

8 Accruals and other payables

All accruals and other payables are repayable on demand or expected to be settled within one year.

9 Expenses by nature

	2021 \$	2020 \$
Auditor's remuneration	14,350	14,200
Legal and professional fees	51,196	7,720
Other expenses	2,512	900
	<u>68,058</u>	<u>22,820</u>
Representing:		
General and administrative expenses	<u>68,058</u>	<u>22,820</u>

10 Income tax in the statement of profit or loss and other comprehensive income

- (a) No provision for Hong Kong Profits Tax has been provided as the Company has no assessable profit for the year ended 31 March 2021 (2020: \$Nil).

10 Income tax in the statement of profit or loss and other comprehensive income (continued)

(b) Reconciliation between income tax charged to profit or loss and accounting loss at applicable tax rates:

	2021 \$	2020 \$
Loss before taxation	<u>(68,058)</u>	<u>(22,820)</u>
Calculated at Hong Kong Profits Tax rate of 16.5% (2020: 16.5%)	(11,230)	(3,765)
Expenses not deductible for taxation purposes	<u>11,230</u>	<u>3,765</u>
Income tax charged to profit or loss	<u>-</u>	<u>-</u>

There was no material deferred taxation not recognised as at 31 March 2021 and 31 March 2020.

11 Directors' remuneration

None of the directors received or will receive any fees or other remuneration in respect of their services to the Company during the year (2020: \$Nil).

12 Material related party transactions

(a) The amount due to a fellow subsidiary is unsecured, non-interest bearing, repayable on demand and denominated in HK\$.

(b) Key management compensation

Management considers the directors of the Company as key management. Accordingly, there was no compensation paid or payable to key management during the year (2020: \$Nil).

13 Immediate and ultimate controlling party

At 31 March 2021, the directors regard Broadly Bright Investment Holdings Limited and Karrie International Holdings Limited to be the immediate parent and ultimate controlling party of the Company respectively. Broadly Bright Investment Holdings Limited is incorporated in British Virgin Islands. Karrie International Holdings Limited is incorporated in Bermuda and listed on the Main Board of The Stock Exchange of Hong Kong. Karrie International Holdings Limited produces financial statements available for public use.

14 Possible impact of amendments, new standards and interpretations issued but not yet effective for the year ended 31 March 2021

Up to the date of issue of these financial statements, the HKICPA has issued a number of amendments and a new standard, HKFRS 17, *Insurance contracts*, which are not yet effective for the year ended 31 March 2021 and which have not been adopted in these financial statements. These developments include the following which may be relevant to the Company.

	<i>Effective for accounting periods beginning on or after</i>
Amendments to HKFRS 3, <i>Reference to the Conceptual Framework</i>	1 January 2022
Annual Improvements to HKFRSs 2018-2020 Cycle	1 January 2022
Amendments to HKAS 1, <i>Classification of Liabilities as Current or Non-current</i>	1 January 2023
Amendments to HKAS 1 and HKFRS Practice Statement 2, <i>Disclosure of Accounting Policy</i>	1 January 2023
Amendments to HKAS 8, <i>Definition of Accounting Estimates</i>	1 January 2023

The Company is in the process of making an assessment of what the impact of these developments is expected to be in the period of initial application. So far it has concluded that the adoption of them is unlikely to have a significant impact on the financial statements.