

March 7, 2025

- Subject** Invitation to attend the Annual General Shareholders' Meeting 2025
- Attention** Shareholders of T. Krungthai Industries Public Company Limited.
- Enclosure**
1. Copy of Minute of Annual General Shareholders' Meeting for year 2024
  2. The 2024 Annual Registration Statements/ Annual Report (Form 56-1 One Report) in the form QR Code
  3. Details of Directors who are proposed to be the Board of Directors to replace the Directors who are resigning by rotation.
  4. Details of Board of Directors Remuneration
  5. Details of Auditors and their Remuneration
  6. The Company's Articles of Association with regard to the Shareholders' Meeting
  7. Voting Method, Vote Counting Method,  
Documents Required as Evidence in attending the Shareholder Meeting and appointing Proxy,  
Details on Independent Directors
  8. Proxy Form
  9. Privacy Notice for the Shareholders' Meeting
  10. Map of the Meeting Venue

On February 27, 2025 The Board of Directors of T. Krungthai Industries Public Company Limited. resolved that there will be the 2025 Annual General Meeting of Shareholders on Thursday, 10<sup>th</sup> April 2025 at 2.00 p.m. to be held at CHARAS MUANG 2 ROOM, 2<sup>nd</sup> Floor, THE TWIN TOWERS HOTEL BANGKOK. 88 RAMA 6 Rd., RONG MUANG, PATUMWAN, BANGKOK 10330 in order to consider various matters according to the agenda and opinions of the Board of Directors.

The Company has asked shareholders to propose a meeting agenda and question in advance from 1<sup>st</sup> October 2024 till 30<sup>th</sup> December 2024. None of the shareholders proposed any agenda and question of the meeting to the Company during the above period of time.

The agendas of the year 2025 Annual General Meeting of Shareholders and the opinions of the Board of Directors are as follows:

**Agenda 1** To approve the Minutes of Annual General Shareholders' Meeting for fiscal year 2024.

**Objective & Reason:** The Company held 2024 Annual General Shareholders' Meeting on April 19, 2024 and the company already submitted details of the said meeting to Stock Exchange Market and to the Ministry of Commerce within timeframe and announced on the company's website per the enclosure no. 1.

**Opinion of Board:** The minutes of the 2024 Annual General Meeting of Shareholders was correctly and truly recorded. Board of Directors agrees to propose to the Annual General Meeting of Shareholders to approve.

**Resolution:** This agenda resolution must be supported by a majority vote of the shareholders who attend the meeting and have the rights to vote.

**Agenda 2 To acknowledge the Company's Performance for fiscal year 2024.**

**Objective & Reason:** Company's performance for fiscal year 2024 as per the company's Article of Association point no 40. For details please refer to The 2024 Annual Registration Statements/ Annual Report (Form 56-1 One Report) as per document enclosure no. 2 in the form QR Code.

**Opinion of the Board:** Agreed to propose the company's performance for the fiscal year 2024 to the Annual General Shareholders' Meeting to acknowledge.

**Resolution:** This agenda is an agenda for acknowledgement, voting is not required.

**Agenda 3 To consider and approve the Statement of Financial Position, Statement of Comprehensive Income as per Auditor's report for year ended Dec 31 2024.**

**Objective & Reason:** As per the Public Companies Act B.E. 2535 section 112 and pursuant to article 53 of company's articles of association, requesting the directors to consider and approve the Statement of Financial Position and Statement of Comprehensive Income at the end of each year and this report has already been certified by the Auditor before the shareholder meeting, details please refer to The 2024 Annual Registration Statements/ Annual Report (Form 56-1 One Report) as per document enclosure no. 2 in the form QR Code.

**Opinion of the Board:** Agreed to propose the Annual General Shareholders' Meeting to approve the Statement of Financial Position and Statement of Comprehensive Income ended Dec. 31, 2024 along with the auditor's report which has been already audited and approved by the auditors.

**Resolution:** This agenda resolution must be approved by the majority vote of the shareholders who attend the meeting and have the rights to vote.

**Agenda 4 To approve the non payment of dividends for year 2024.**

**Objective & Reason:** The Company has a policy to pay the dividends to the shareholders not less than 40% of net profit of each year except if company have plans to invest on some investments. In the year 2024, the Company's performance has net loss of 1.43 million baht and it still has an accumulated loss of 100.42 million baht. According to the Public Co. Ltd. Act B.E.2535, section 115 dividends is prohibited to be paid from other sources other than profits. With the event that the Company still has an accumulated loss, it is prohibited to pay dividends, the Board of Directors therefore deem to omit the payment of dividends from the operation results for period of 1<sup>st</sup> January to 31<sup>st</sup> December 2024.

**Opinion of the Board:** Agreed to propose to the Annual General Shareholders' Meeting to approve that there will be no dividend payment for year 2024 operating results from January 1, 2024 till December 31, 2024

**Resolution:** This agenda resolution must be approved by the majority vote of the shareholders who attend the meeting and have the rights to vote.

**Agenda 5** To consider the election of directors replacing those who are retiring upon completion of their term of Office.

**Objective & Reason:** In accordance with the rules and regulations of Public Companies Act section 71 and pursuant to company's article of association no. 18, every Annual General Shareholders' Meeting one-third of directors will resign from their positions. Directors who has resigned may be re-elected to be in the office. At present there are thirteen directors. The following directors who are going to resign are: Ms. Siripun Kriangwattanapong, Ms. Ming Mui Silvia Chan, Mr. Phreecha Tachakraisri, Mr. Apichart Kasemkulsiri and Mr. Raymond Chan whereas there is one independent director who is due to resign this year. However, the nomination committee considered Ms. Siripun Kriangwattanapong to be qualified as required by law and has the knowledge and ability to provide good advice to the Company. Therefore, it is appropriate to re-appoint the mentioned resigning independent director for another term.

The Company had informed via the website to invite shareholders to propose names of qualified candidates for the directorship candidacy on 1<sup>st</sup> October 2024 till 30<sup>th</sup> December 2024 but there was no proposal received from the shareholders.

The Nomination Committee and Directors who have no conflict of interest had considered thoroughly the suitability, qualification, experience, and expertise and proposed to the Annual General Shareholders' Meeting to re-elect the 5 resigning Directors to be the directors for another term. However, Resume of each Director are shown on the enclosure no. 3

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

**Resolution:** This agenda resolution must be approved by the majority vote of the shareholders who attend the meeting and have the rights to vote.

**Agenda 6** To consider the approval of directors' remuneration for fiscal year 2025.

**Objective & Reason:** Pursuant to the Article 16 of company's Article of Association, the remuneration has been considered by the committee in order to suit the responsibility and volume of work, The remuneration committee and the directors with no conflict of interest proposed that there will be no bonus for year 2024 and the compensation payment for year 2025 shall be Baht 2,919,000 (same as year 2024), Details are shown on enclosure no. 4

**Opinion of the Board:** The Remuneration Committee and the Board of Directors has proposed to the shareholders' meeting to approve that there will be no bonus payment for year 2024 to directors and the directors' remuneration for year 2025 shall be Baht 2,919,000 (same as year 2024) and there is no other benefits besides.

**Resolution:** This agenda resolution must be approved by not less than two-third of the total voting right of the shareholders who attend the meeting.

**Agenda 7 To consider and approve the appointment of Auditors and their remuneration for fiscal year 2025.**

**Objective & Reason:** Pursuant to Section 120 the Public Limited Companies Act and the Article 56, 57 of the Company's Article of Association, the Annual General Shareholders' Meeting shall appoint auditors and define their remuneration for auditing every year, the Audit Committee considered and proposed to the Board of Directors to appoint auditor and define the remuneration for fiscal year 2025 for the shareholders' consideration as follows (1) Ms. Kannika Wipanut CPA No. 7305 and/or (2) Mr. Komin Linphrachaya CPA No. 3675 and/or (3) Ms. Sumana Senivongse CPA No. 5897 and/or (4) Mr. Jirote Sirirorote CPA No. 5113 and/or (5) Mr. Worapol Wiriyakulapong CPA No. 11181 and any one of the above auditors shall audit and express an opinion on the Company's financial statements, or other certified auditors assigned by Karin Audit Company Limited being the auditors for fiscal year 2025 (2025 - 2025) and has been 11<sup>th</sup> years continually auditor of the Company and also no relationship, and no conflict of interest with the Company either directly or indirectly both in finance and administration, as well as propose the audit fee for the financial statements for the year 2025 In the amount of Baht 1,100,000 (increase from the year 2024 = Baht 30,000), details are in Enclosure 5.

**Opinion of the Board:** The Board of Directors has considered and agreed as per the proposal of the audit committee to propose to the shareholders' general meeting to consider the appointment of Karin Audit Co., Ltd. to be the auditor for year 2025 and approve their audit fee in the amount of Baht 1,100,000 (upper than year 2024 = Baht 30,000).

Details of the auditor are as follows:

Auditors	CPA No.	Number of years certified on the Financial Statement
1. Mr. Jadesada Hungsapruak	3759	1 Year (2017)
2. Mr. Jirote Sirirorote	5113	4 Years (2015- 2016), (2018- 2019)
3. Ms. Sumana Senivongse	5897	1 Year (2020)
4. Mr. Komin Linphrachaya	3675	2 Years (2021 - 2022)
5. Mr. Warapol Wiriyakulapong	11181	2 Years (2023 - 2024)

**Resolution:** This agenda resolution must be approved by the majority vote of the shareholders who attend the meeting and have the rights to vote.

## Agenda & Others

All shareholders are cordially invited to attend the 2025 Annual General Shareholders' Meeting on Thursday 10 April 2025, 2.00 P.M. to be held at CHARAS MUANG 2 ROOM, 2<sup>nd</sup> FLOOR, THE TWIN TOWERS HOTEL BANGKOK, 88 RAMA 6 Rd., RONG MUANG, PATUMWAN, BANGKOK 10330. Detailed map of the meeting place is attached in Enclosure 10.

In addition, the company will allow shareholders to register to attend the meeting from 1.00 P.M. onwards. If you are unable to attend the meeting by yourself, you may appoint another person, or the independent directors of the company to attend the meeting and vote on behalf of you for this meeting. Please fill in the details and sign the proxy form (Enclosure 8) or can download the proxy form from [www.tkrungthai.com](http://www.tkrungthai.com) to show the registration officer on the meeting date and please prepare documents or evidence for identification in attending the meeting, which the company shall determine and announce the list of shareholders who have the rights to attend the 2025 Annual General Meeting of Shareholders (Record Date) on March 13, 2025.

In addition, the company shall prepare duty stamps as our service for the shareholders to affix on the proxy form.

Respectfully yours,



(Mr. Sumate Techakraisri)

Chairman of the Executive Committee.

Remarks:

1. If any shareholders would like to have a copy of the annual report in hard copy,  
Please contact Tel. no. 02-211-3732 ext. 104. or E-mail: [pornthip@tkrungthai.com](mailto:pornthip@tkrungthai.com)
2. Shareholders can access our company's website ([www.tkrungthai.com](http://www.tkrungthai.com)) from March 7, 2025 for more details.