

#### **Lohakit Metal Public Company Limited**

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Public Company Registration No. 0107548000315

June 20, 2022

**Subject** Notice of the Annual General Meeting of Shareholders for the year 2022

To All Shareholders

### **Enclosures:** (1) Copy of the Minutes of the Annual General Meeting of Shareholders for the year 2021

- (2) Annual Report 2021 (Form 56-1 One Report), including the Statement of Financial Position, Statement of Comprehensive Income, Statement of Changes in Shareholders' Equity, Cash Flow Statement, which ended on March 31, 2022, and the auditor's report (QR Code)
- (3) Preliminary information of the directors proposed for an appointment as a director to replace the directors whose term has expired (Supporting document for Agenda 5)
- (4) Preliminary information of the individual nominated as new director (Supporting document for Agenda 6)
- (5) Registration Form for attending the AGM through Electronic Media (E-AGM)
- (6) Guidelines for attending the AGM through Electronic Media (E-AGM) and the Appointment of Proxies
- (7) Proxy form and the list of documents or other evidences required to confirm eligibility to attend the meeting
- (8) Details regarding the Independent Director
- (9) Articles of Association on the Shareholders' Meeting
- (10) Question Form for the 2022 Annual General Meeting of Shareholders
- (11) Privacy Notice for the Shareholders' Meeting

The Board of Directors of Lohakit Metal Public Company Limited (the "Company") has resolved that the Annual General Meeting of Shareholders for the year 2022 will be called and held at 10.00 hrs. on July 21, 2022 in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations. The meeting agenda is as follows:

### Agenda Item 1 Consideration to certify the Minutes of the Annual General Meeting of Shareholders for the year 2021.

#### **General Information:**

The Annual General Meeting of Shareholders for the year 2021 was held on 22 July 2021, with details as according to the copy of the minutes (Enclosure (1)).

<u>Board's Opinion</u>: The Board confirms that the Minutes of the Annual General Meeting of Shareholders for the year 2021, as

appeared in Enclosure (1), is accurate and shall be proposed for further certification by the Shareholders' Meeting.

#### Voting Rule:

The resolution under this agenda has to be passed by the majority vote of the shareholders, attending and voting in the meeting.

### Agenda Item 2 Consideration to acknowledge the Company's operating report, which ended on March 31, 2022.

#### General Information:

The Company's operating report, which ended on March 31, 2022, with details as appeared in the annual report 2021 (form 56-1 one report) sent to the shareholders together with this notice.

**Board's Opinion:** 

The Board recommends to propose the Company's operating report, which ended on March 31, 2022, to be further acknowledged by the Shareholders' Meeting. Details of the report as appeared in the Company's annual report 2021 (form 56-1 one report), Enclosure (2).

#### Voting Rule:

No voting is required since this agenda is for acknowledgement only.

#### Agenda Item 3

Consideration to approve the Company's Financial Statement, consisting of Statement of Financial Position, Statement of Comprehensive Income, Statement of Changes in Shareholders' Equity and Cash Flow Statement, which ended on March 31, 2022 and the auditor's report.

#### **General Information:**

The Company's Financial Statement, which ended on March 31, 2022 as appeared in the annual report 2021 (form 56-1 one report), already reviewed by the audit committee and obtained the examination from the authorized auditor, was sent together with this notice.

**Board's Opinion:** 

The Board recommends that the Financial Statement, consisting of Statement of Financial Position, Statement of Comprehensive Income, Statement of Changes in Shareholders' Equity and Cash Flow Statement which ended on March 31, 2022 and the auditor's report, as appeared in Enclosure (2), shall be proposed for further approval by the Shareholders' Meeting.

#### Voting Rule:

The resolution under this agenda has to be passed by the majority vote of the shareholders, attending and voting in the meeting.

#### Agenda Item 4 Consideration on dividend

#### General Information:

According to Section 116 of the Public Limited Companies Act B.E. 2535 and Clause 48 of the Company's Article of Association, the Company must reserve at least 5% of the annual profit deducted by the accumulated loss (if any) until this reserve is amounting to at least 10% of the registered capital.

As at March 31, 2022, the Company's registered capital is Baht 383,000,000 and having legal reserve amounted to Baht 38,300,000 or equal to 10% of the Company's registered capital, which is fully appropriated according to the Company's Article of Association, therefore, no additional allocation is required.

The Company has a policy to pay the dividend of at least 40% of the net profit after deducting the corporate income tax but the Company may prescribe to pay the dividend less than the above mentioned rate in case the Company needs to use such net profit to expand the Company's business operation.

#### **Board's Opinion:**

According to the Statement of Comprehensive Income ended on March 31, 2022, the Company has a profit of Baht 258,727,904. The Board recommends to propose the Shareholders' Meeting to approve the dividend payment at Baht 0.65 per share deducting the paid interim dividend at Baht 0.20 per share in the total of Baht 76,600,000. The remaining dividend in the amount of Baht 0.45 per share, or the total of Baht 172,350,000, shall be paid to the shareholders. The record date on which the recorded shareholders have the right to the dividend will be on June 10, 2022 and the dividend payment will be on August 10, 2022.

However, the right to receive dividend payment is subjected to the approval of the Annual General Meeting of Shareholders for the year 2022 will be on 21 July 2022

#### Note:

A natural person shareholder shall be entitled to receive a tax credit since the net profit was already paid for corporate income tax at the rate 20%. Therefore, the tax credit for this dividend shall be equal to 20/80.

Table of comparison of dividend payment for the year 2020 - 2021 is as follows:

Details	2020	2021
Net profit (Baht)	116,010,356	257,160,046
Total comprehensive income for the year	119,010,569	258,727,904
Reserve for legal reserve	-	=
Dividend payment per share (Baht/Share)	0.30	0.65
- First half interim dividend (Baht/Share)	0.12	0.20
- Second half dividend (last 6 months) (Baht/share)	0.18	0.45
Number of Shares (Shares)	383,000,000	383,000,000
Total Dividend Payment (Baht)	114,900,000	248,950,000
Dividend Payment Ratio (%)	96.54	96.22

#### **Voting Rule**:

The resolution under this agenda has to be passed by the majority vote of the shareholders, attending and voting in the meeting.

### Agenda Item 5 Consideration for appointment of directors in replacement of those retired by rotation and determination the directors' authorities

#### General Information:

According to Section 71 of the Public Limited Companies Act B.E. 2535 and Clause 21 of the Company's Article of Association, at each Annual General Meeting, one-third of the directors must be retired by drawing a lot for the 1<sup>st</sup> and 2<sup>nd</sup> year after registration of the Company. For the following years, the directors who remained in office the longest shall be retired.

In the year 2022, the directors who shall be retired are as follows:

(1) Mr. Prasarn Akarapongpisak Director, Chairman of the Executive Committee and Chief Executive Officer

(2) Mr. Teera Na Wangkanai Director, Audit Committee and Chairman of the Nomination and

Remuneration Committee

For the Annual General Meeting of Shareholders of the year 2022, the Company provided minor shareholders an opportunity to propose in advance the qualified candidates to be nominated for election in the annual shareholders' meeting between April 12, 2022 to May 11, 2022, as announced on the Company's website (<a href="www.lohakit.co.th">www.lohakit.co.th</a>) and on the SET's news and information system. However, there was no shareholder's nomination for a director candidate.

#### Board's Opinion:

5.1 The Board, excluding members having conflict of interest, agreed with the Nomination and Compensation Committee's proposal, that the Shareholders' Meeting should re-select Mr. Prasarn Akarapongpisak and Mr. Teera Na Wangkanai, who were retired by rotation to be director of the Company for another term.

The director nominee who have been prudently and carefully considered by the Board of Director, were qualified according to the company's business strategies.

Details of age, education background, work experiences, are as appeared in Enclosure (3).

According to the Articles of Association of the Company, the election of Company's directors is to be determined by a majority of votes.

5.2 The Authority of directors for signing on behalf of the Company should be retained as follows:

"Mr. Prasarn Akarapongpisakdi and Mr. Vittawat Akarapongpisak jointly sign with affix the Company's seal."

#### Voting Rule:

The resolution under this agenda has to be passed by the majority vote of the shareholders, attending and voting in the meeting.

#### Agenda Item 6 Consideration for appointment of new director

#### General Information:

The Board of Directors agreed to propose to the 2022 Annual General Meeting of Shareholders to approve the increase of director of the Company from 6 to 7 persons in corresponding to the business expansion and organization structure by appointing a new director, Mr. Vichaphol Akarapongpisak who has the qualifications of the Company's directors in accordance with the regulations of the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand.

<u>Board's Opinion</u>: The Board has thoroughly considered the qualification of Mr. Vichaphol Akarapongpisak thus agreed to propose the appointment of Mr. Vichaphol Akarapongpisak as a director.

Details of age, education background, work experiences, are as appeared in Enclosure (4).

#### **Voting Rule**:

The resolution under this agenda has to be passed by the vote of not less than two-thirds of the total votes of shareholders, attending the meeting.

#### Agenda Item 7 Consideration for payment of directors' remuneration for the year 2022.

#### General Information:

According to Clause 35 of the Company's Articles of Association, the directors are entitled to receive the remuneration as salary, remuneration for the meeting, bonus or other benefits as per the Articles of Association or as approved by the Shareholders' Meeting.

To ensure that the directors will receive appropriate and fair remuneration, the Nomination and Remuneration Committee proposed that the remuneration of the Board be determined by considering their duties and responsibilities, past performance, experience, business expansion, and the Company turnover, details of the proposed directors' remuneration for the year 2022 are in the table below, and the Directors who are the Company's Executives shall not be entitled to receive the directors' remuneration.

**Board's Opinion:** 

The Board agreed with the Nomination and Remuneration Committee's proposal. It is of the opinion that the Shareholders' Meeting should approve the allocation of directors' remuneration for the year 2022.

Table of comparison of directors' remuneration for the year of 2020 - 2022 is as follows:

Directors' Remuneration	2020	2021	2022
	(Baht)	(Baht)	(Baht)
Remuneration for the Meeting of the Board			
- Chairman (per meeting)	30,000	30,000	30,000
- Director (per meeting)	20,000	20,000	20,000
Remuneration for the Meeting of the Audit			
Committee			
- Chairman (per meeting)	30,000	30,000	30,000
- Director (per meeting)	20,000	20,000	20,000

Directors' Remuneration	2020	2021	2022
	(Baht)	(Baht)	(Baht)
Remuneration for the Meeting of the			
Nomination and Remuneration Committee			
- Chairman (per meeting)	30,000	30,000	30,000
- Director (per meeting)	20,000	20,000	20,000
Bonus	-	1	-
(assigned the Board of Directors to allocate)			

- Directors who are the Company's executive shall not be entitled to receive the directors' remuneration.

#### Voting Rule:

The resolution under this agenda has to be passed by the vote of not less than two-thirds of the total votes of shareholders, attending the meeting.

### Agenda Item 8 Consideration for appointment of Company's auditors and approval of auditors' fee for the year 2022.

#### General Information:

According to Section 120 of the Public Limited Companies Act B.E. 2535 and Clause 43 of the Company's Article of Association, the Annual General Meeting of Shareholders shall appoint the auditors and determine the auditor's remuneration.

In addition, according to the Notification of the Capital Market Supervisory Board No. Tor. Jor. 75/2561 regarding the rule, condition and method of report to release the information on financial status and the operation of the Company (No. 14), the Company must rotate the auditors if such auditors have been on the duty for 7 accounting years whether consecutively or not. The Company can re-appoint such auditors when they are not on the duty for 5 consecutively accounting years. In this regard, EY Office Ltd. has been audited the Company for 34 consecutive years. In addition, EY Office Ltd. Is also proposed to serve as an auditor of Company's subsidiaries.

Board's Opinion:

According to the opinion of the Audit Committee, the Board recommends that the following auditors from EY Office Ltd. shall be proposed for appointment by the Shareholders' Meeting. Anyone of the above may carry out the work for the company for the year of 2022. The auditor's fee for annual audit would be Baht 1,170,000.

Auditors' Name	License No.	No. of years of duty
(1) Mrs. Gingkarn Atswarangsalit	4496	5
(2) Mr. Chayapol Suppasedtanon	3972	-
(3) Ms. Sumana Punpongsanon	5872	-
(4) Ms. Orawan Techawatanansirikul	4807	-

#### Additional Information:

- (1) The above proposed auditors are independent and do not have any relationship or any conflict of interest with the Company, the executives, the major shareholders or their related persons.
- (2) The above proposed auditors have been approved by the Office of the Securities and Exchange Commission to examine the listed company.
- (3) Table of comparison of audit fee for the year 2020 2022 is as follows:

Year	2020	2021	2022
Audit Fee	1,170,000 Baht	1,170,000 Baht	1,170,000 Baht
Non-Audit Fee	-	-	-

#### **Voting Rule:**

The resolution under this agenda has to be passed by the majority vote of the shareholders, attending and voting in the meeting.

#### Agenda Item 9 Other matters, (if any)

The record date on which the recorded shareholders have the right to attend the Annual General Shareholders' Meeting for the year of 2022 will be on June 10, 2022 through electronic media (E-AGM). The 2022 Annual General Meeting of Shareholders will be conducted by electronic media (E-AGM) only, as well as the registration and voting. No physical meeting is provided.

Shareholders who wish to attend the Meeting in person or appoint a proxy to attend the 2022 Annual General Meeting of Shareholders via electronic media, please complete, execute and submit the Registration Form for attending the AGM through Electronic Media (E-AGM) (Attachment 6).

If shareholders are unable to attend the Meeting via electronic media (E-AGM) in person, you may appoint

- 1. Mr. Wanchai Umpungart, Chairman of the Board, Independent Director, and Chairman of the Audit Committee
- 2. Mr. Lert Nittheranont, Director, Independent Director, and Member of the Audit Committee

or other person to attend and vote at the meeting on your behalf.

The Proxy Form is enclosed herewith; please complete, sign the Form B Proxy as appeared in Enclosure (7) and affix Baht 20 stamp duty and return to the Company at least one day before the meeting date, or hand in the completed and signed Proxy through the following channels:

Company Secretary Lohakit Metal Public Company Limited 43 Thai CC Tower, Room no. 167-169, 16<sup>th</sup> Floor, South Sathorn Rd., Yannawa, Sathorn, Bangkok 10120

To ensure that the registration for E-AGM meeting attendance of the 2022 Annual General Meeting of Shareholders shall be convenient and in an orderly manner, please carefully read the E-AGM user manual as appeared in Enclosure (6).

Yours sincerely,

Mr. Wanchai Umpungart

Chairman

Lohakit Metal Public Company Limited



#### Minutes of Annual General Meeting of Shareholders for the Year 2021 of Lohakit Metal Public Company Limited

The Meeting was held on July 22, 2021 at 14.00 hrs. via electronic method (E-AGM) in accordance with the law and regulations on electronic meeting.

Ms. Niramon Saelim, the master of ceremony, welcomed the shareholders to the Annual General Meeting of Shareholders for the Year 2021 of Lohakit Metal Public Company Limited and informed the meeting that there were 32 shareholders attended the meeting, both in person and by proxy, together represented 146,491,800 shares with equivalent to 38.2485% of the total issued shares, thus forming a quorum according to Article 39 of the Articles of Association. The master of ceremony introduced the attendees as follows;

#### **Attending Directors**

1.	Mr. Wanchai Umpungart	Chairman of the Board,
		Chairman of the Audit Committee and Member of the
		Nomination and Remuneration Committee
2.	Mr. Prasarn Akarapongpisak	Director, Chairman of the Executive Director and
		Chief Executive Officer
3.	Mr. Teera Na Wangkanai	Director, Audit Committee and Chairman of the
		Nomination and Remuneration Committee
4.	Mr. Lert Nitheranont	Director, Audit Committee and Member of the
		Nomination and Remuneration Committee
5.	Mr. Anurut Vongvanij	Director
6.	Mr. Vittawat Akarapongpisak	Director, Executive Director, Deputy Managing Director
		and Company Secretary

All 6 directors attended the meeting, equivalent to 100% of the directors.

#### **Absent Director**

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#### **Auditor**

1.	Mrs. Gingkarn Atsawarangsalit	EY Office Ltd.
2.	Ms. Naiyarat Kuayapai	EY Office Ltd.
3.	Ms. Pattama Wanprasitporn	EY Office Ltd.

#### Legal Consultant who Attended the Meeting and Examined the Vote Counting.

- Mrs. Nittaya Kiatserikul
   Ms. Pakdeenad Supradit N Ayudhya
   Seri Manop & Doyle Ltd.
   Seri Manop & Doyle Ltd.
- Ms. Niramon Saelim informed the Meeting of the voting procedures on each agenda as follows:

Each shareholder shall have the vote equal to the amount of shares held in person or by proxy and may place the vote electronically to adopt the resolution, objecting to, or abstaining on each agenda in equal to the amount of shares held in person or by proxy.

Since this meeting is conducted through electronic means, a paper ballot is thus not required. In order to cast a vote, the shareholder may click on the E-Voting tab of respective agenda within the specified time (1 minute). Once casted, the shareholder must confirm the vote via pop-up. Press "Yes" to affirm the votes.

In the event that the shareholders would like to alter their votes, they may do so by clicking for new vote. If the voting of such agenda is closed, they cannot cast or change their votes.

As for the participants via mobile phone or tablet, they may switch from Zoom application to Chrome in order to vote on E-Voting menu.

After finishing the vote, they shall resume the meeting at E-meeting window. (Zoom application)

The system then collect the votes by counting the total votes via E-Voting and pre-poll voting by proxy.

It is permissible for the shareholder to reasonably inquire on the issue concerning the agenda before voting time of such agenda.

The shareholder who wishes to inquire by typing the question may do so as follows:

- 1. Go to the Chat box in Zoom application to write down the question.
- 2. Press Enter to submit the text into the system.

The shareholder who wishes to verbally inquire may do so as follows:

- 1. Go to the Participant menu below and press to raise hand
- 2. When called by the master of ceremony, the officer will then enable shareholder's microphone for inquiry. Shareholder must press Unmute and enable microphone device. In case that the shareholder cannot use his/her microphone (within 1 minute), please type the question into the Chat box for the master of ceremony to read out the shareholder's question to the audience accordingly.
- 3. For each question whether via texting or speaking, the shareholders should inform their full name and indicating their attendance in person or by proxy every time before asking the question for the interest of properly recording the minutes.
- 4. The Company shall provide an opportunity for the shareholders to inquire in every agenda. If there is no inquiry within 2 minutes, the Company shall resume the meeting. If the shareholder has additional inquiry, he/she may inquire via Chat box and the staff shall subsequently read out the inquiry.

The master of ceremony asked if any shareholder would like to inquire regarding the voting procedure. As there is no inquiry, the master of ceremony then invited the Chairman to open the meeting.

Mr. Wanchai Umpungart, the Chairman of the Meeting, informed that the attended shareholders had formed a quorum and asked the Meeting to proceed as according to the following agendas:

### Agenda 1. Consideration to certify the Minutes of the Annual General Meeting of Shareholders for the year 2020

The Chairman informed the Meeting that copy of the Minutes of the Annual General Meeting of Shareholders for the year 2020 held on July 24, 2020 has already been sent to the shareholders together with the invitation letter and asked the shareholders to consider and approve such minutes.

The Chairman inquired whether any shareholder having question or suggestion. Since there was no question, the Chairman then proposed the Meeting to consider for approval.

The Meeting has unanimously resolved to approve the minutes of the Annual General Meeting of Shareholders for the year 2020 with the following voting results:

Approved	146,492,700	votes	representing	100.0000	%
Disapproved	0	vote	representing	0.0000	%
Total	146,492,700	votes	representing	100.0000	%
Abstained	0	vote	representing	-	%

For this agenda, there were 33 shareholders attending the meeting, totaling 146,492,700 shares

### Agenda 2. <u>Consideration to acknowledge the Company's operating report, ended on March 31, 2021</u>

The Chairman proposed the Meeting to consider the Company's operating report, ended on March 31, 2021, which had already been sent to the Shareholders in advance, and assigned Mr. Prasarn Akarapongpisak, Chairman of the Executive Director, to present the Meeting on the Company's operating report:

Mr. Prasarn Akarapongpisak reported to the Meeting on the Company's operating result ended on March 31, 2021 as followings;

**Total income**: the Company has a net income of 2,247.54 million Baht, approximately 19% lower than the previous year. The volume decreased by 19.5% whereas the price increased by 0.4% compared to the previous year.

**Gross profit:** the Company has a gross profit of 305.77 million Baht or 13.6% of sales volume, approximately 7% lower than the previous year.

**Net profit:** the Company has a net profit of 101.36 million Baht or 4.5% of the sales volume or approximately 16.57% higher than the previous year due to the sales targeting clients with high profit margin and effective consecutive cost management.

**Profit per share:** the Company has profit per share equal to 0.26 Baht/share.

Return on Asset (ROA) = 4.81% Return on Equity (ROE) = 7.11% Current Liquidity = 3.46 times Debt to Equity Ratio (D/E RATIO) = 0.28 times

The Chairman inquired whether any shareholder having any question or suggestion. Since there was no question, the Chairman requested the Meeting to acknowledge the operation report, which ended on March 31, 2021.

The Meeting unanimously acknowledged the operating report, which ended on March 31, 2021.

## Agenda 3. Consideration to approve the Company's Financial Statement, consisting of Statements of Financial Position, Statement of Comprehensive Income, Statement of Change in Shareholders' Equity and Cash Flow Statement, ended on March 31, 2021 and the auditor's report

The Chairman proposed the Meeting to consider and approve the Company's Financial Statement, consisting of Statements of Financial Position, Statement of Comprehensive

Income, Statement of Change of Shareholders' Equity and Cash Flow Statement, ended on 31 March 2021, and the auditor's report, which had already been sent to the Shareholders in advance.

The Chairman inquired whether any shareholder having any question or suggestion. Since there was no question, the Chairman then proposed the Meeting to consider for approval.

After due consideration, the Meeting has unanimously resolved to approve the financial statement, ended on 31 March 2021 as proposed, with the following voting results:

Approved	146,492,700	votes	representing	100.0000	%
Disapproved	0	vote	representing	0.0000	%
Total	146,492,700	votes	representing	100.0000	%
Abstained	0	vote	representing	-	%

For this agenda, there were 33 shareholders attending the meeting, totaling  $146,492,700\,\mathrm{shares}$ 

#### Agenda 4. <u>Consideration on dividend</u>

The Chairman assigned Mr. Prasarn Akarapongpisak, Chairman of the Executive Director, to report to the Meeting.

Mr. Prasarn Akarapongpisak reported to the Meeting that according to the Company's Statement of Comprehensive Income ended on 31 March 2021, the Company has a net profit of Baht 119,010,569.00 hence proposed for the meeting's approval of dividend payment at Baht 0.30 per share deducting the paid interim dividend at Baht 0.12 per share totaling of Baht 45,960,000.00, the remaining dividend in the amount of Baht 0.18 per share, totaling of Baht 68,940,000.00 shall be paid to the shareholders. The record date on which the recorded shareholders have the right to the dividend shall be June 11, 2021 and the dividend payment shall be on August 10, 2021.

The Chairman then proposed the Meeting to consider for approval.

After due consideration, the Meeting has unanimously approved for the dividend payment pursuant to the proposition, with the following voting results:

Approved	146,492,700	votes	representing	100.0000	%
Disapproved	0	vote	representing	0.0000	%
Total	146,492,700	votes	representing	100.0000	%
Abstained	0	vote	representing	-	%

For this agenda, there were 33 shareholders attending the meeting, totaling 146,492,700 shares

### Agenda 5. Consideration for appointment of the directors in replacement of those retired by rotation and determination of the authorized directors

The Chairman assigned Mr. Teera Na Wangkanai, Chairman of the Nomination and Remuneration Committee, to inform the Meeting that, according to section 71 of Public Limited Companies Act B.E. 2535 and article 21 of the Company's Articles of Association, stipulates that at the first Annual General Meeting of each year, one-third of the directors must be retired by rotation. The directors to retire during the first and second years following the registration of the Company

shall be drawn by lots. In every subsequent year, the director who has been in office for the longest term shall retire. In this year 2021, there is a director who retire by rotation as follow;

Mr. Vittawat Akarapongpisak

Director, Executive Director, Deputy Managing Director and Company Secretary

For the Annual General Meeting of Shareholders for the year 2021, the Company has provided an opportunity for the minor shareholders to propose in advance any qualified candidates to be nominated for election in the annual shareholders' meeting between April 3, 2021 to May 7, 2021, as announced on the Company's website (www.lohakit.co.th) and on the SET's news and information system. However, there was no shareholder's nomination for a director candidate.

The Board, excluding members having conflict of interest, has considered and agreed with the Nomination and Compensation Committee's proposal to propose the Shareholders' Meeting to consider re-electing Mr. Vittawat Akarapongpisak, who retired by rotation, to be resumed as director of the Company. Details of age, education background, work experiences, are as appeared in Enclosure (3).

Mr. Teera Na Wangkanai inquired whether any shareholder having any question or suggestion. Since there was no question, the Chairman then proposed the Meeting to appoint new director in replacement of the retired director and to approve the authority of directors.

After due consideration, the Meeting had resolved with the majority votes to reappoint Mr. Vittawat Akarapongpisak as director of the Company, with the following results:

Approved	146,492,700	votes	representing	100.0000	%
Disapproved	0	vote	representing	0.0000	%
Total	146,492,700	votes	representing	100.0000	%
Abstained	0	vote	representing	_	%

For this agenda, there were 33 shareholders attending the meeting, totaling 146,492,700 shares

The Authority of directors should be retained as follows:

"Mr. Prasarn Akarapongpisak and Mr. Vittawat Akarapongpisak, jointly signed with affix the Company's seal"

#### Agenda 6. Consideration for payment of directors' remuneration for the year 2021

The Chairman assigned Mr. Teera Na Wangkanai, Chairman of the Nomination and Remuneration Committee, to propose the Meeting to consider.

Mr. Teera Na Wangkanai presented to the Meeting that according to article 35 of the Company's Articles of Association, director is entitled to receive the remuneration in form of salary, remuneration of the meeting, bonus or other forms of remuneration pursuant to the Articles of Association or as approved by the shareholders meeting.

In order to provide appropriate and fair remuneration for the directors, the Nomination and Remuneration Committee has presented the Board of Director to consider the remuneration with consideration on duty, role, responsibility, performance, and experience along with business expansion, financial status and turnover of the Company and proposed to determine the director remuneration of year 2021 as appeared in the annex, which had already been sent to the Shareholders together with the notice, in this regard, the directors who are executives will not be entitled for the remuneration of the meeting as followings;

(1) Remuneration of the Meeting for the Board of directors

- Baht 30,000 per Meeting for Chairman of the Board.
- Baht 20,000 per person / Meeting for Director

Directors who are the Company's executive or employee shall not be entitled to receive the directors' meeting fee

- (2) Remuneration of the Meeting for the Audit Committee
  - Baht 30,000 per Meeting for Chairman of Audit Committee
  - Baht 20,000 per person / Meeting for Audit Committee
- (3) Remuneration of the Meeting for the Nomination and Remuneration Committee
  - Baht 30,000 per Meeting for Chairman of Audit Committee
  - Baht 20,000 per person / Meeting for Audit Committee

The Chairman inquired whether any shareholder having any question or suggestion. Since there was no question, the Chairman then proposed the Meeting to consider for approval.

After due consideration, the Meeting has approved for the remuneration payment of year 2021 as proposed by the Chairman with the following results:

Approved	146,492,700	votes	representing	100.0000	%
Disapproved	0	vote	representing	0.0000	%
Abstained	0	vote	representing	0.0000	%
Total	146,492,700	votes	representing	100.0000	%

For this agenda, there were 33 shareholders attending the meeting, totaling 146,492,700 shares

### Agenda 7. Consideration for appointment of Company's auditor and approval of auditors' fee for the year 2021

The Chairman informed the Meeting that section 120 of the Public Limited Companies Act B.E. 2535 and article 43 of the Company's Articles of Association, stipulate that the Annual General Meeting of Shareholders shall appoint Company's auditor and approve the auditors' fee. In addition, the Notification of the Capital Market Supervisory Board No. Tor. Jor. 75/2561 concerning the rule, condition and method of reporting the release of information on financial status and operation of the Company (No. 14), stating that the Company must rotate the auditors if such auditors have been on the duty for 7 accounting years whether consecutively or not. The Company can re-appoint such auditors when they are not on the duty for 5 consecutive accounting year. In this regard, EY Office Ltd. has been auditing the Company for 31 consecutive years. In addition, EY Office Ltd. was proposed by the Company's affiliate to be the auditor for the year 2021.

The Board of Directors, after considering the approval of the Audit Committee, deemed appropriate for the Meeting to approve the appointment of;

- 1) Mrs. Gingkarn Atsawarangsalit, CPA License No. 4496
- 2) Mr. Chayapol Suppasedtanon CPA License No. 3972
- 3) Ms. Sumana Punpongsanon CPA License No. 5872
- 4) Ms. Orawan Techawatanasirikul CPA License No. 4807

of EY Office Ltd. to be the Company's auditor for the year 2021. Any one of these auditors can audit and provide opinion to the financial statement of the Company. The annual auditing fee would be Baht 1,170,000, which is equivalent to the previous year.

The Chairman inquired whether any shareholder having any question or suggestion. Since there was no question, the Chairman then proposed the Meeting to consider for approval.

After due consideration, the Meeting has unanimously resolved to the appointment of the auditor and the annual audit fee of 1,170,000 baht as proposed with the following voting results:

Approved	146,492,700	votes	representing	100.0000	%
Disapproved	0	vote	representing	0.0000	%
Total	146,492,700	votes	representing	100.0000	%
Abstained	0	vote	representing	_	%

For this agenda, there were 33 shareholders attending the meeting, totaling 146,492,700 shares

#### Agenda 8. Other matters

The Chairman inquired whether any shareholder having any question or suggestion.

There were inquiries by the shareholders and the Company answered as follows:

Mr. Wanchai Lertsrijatuporn, the shareholder, inquired as follows:

- Regarding the Made in Thailand (MIT) policy that encourages the use of domestic steel products for large governmental projects, which affected the raw material volume, whether the Company must solely relies on the domestic manufacturer?

Mr. Prasarn Akarapongpisak clarified that such policy has not negatively affected the volume of Company's raw material. Given that the Company usually purchases the materials locally and the governmental policy is to promoting local steel product manufacturers such as stainless steel, galvanized steel, thus, decreasing the importation of such products into Thailand. Additionally, the policy has promoted the business and supply chain management of the company, allowing the company to be more engaged in the sales agreement with the manufacturers, and with the clients.

Mr. Decha Mhegula, the shareholder, inquired as follows:

- Whether the Company has any strategies to utilize technology, for example, platform-based sales?

Mr. Prasarn Akarapongpisak clarified that since the Company's products are industrial related and the manufacturing of each good, such as washing machines or rice cookers, must be taken into consideration their characteristics and requiring coordination between the customers, manufacturer, and the Company, the platform-based or online sales approach is more suitable for B2C (Business to Customer) whereas the company's business is B2B (Business to Business). Thus, the platform-based approach cannot effectively support our company's businesses. In addition, the Company's products are large scale where each purchase could be 500-1,000 kilograms, which is more than the average logistic system can support. Our condition is unlike the normal consumer goods which can be traded through platform such as Grab, Food Panda application. However, the Company will consider platform-based approach when appropriate.

The Chairman declared the Meeting closed at 14.50 p.m.

	U. Wandrai	
Signed	(Mr. Wanchai Umpungart)	Chairman

Signed \_\_\_\_\_ Company's secretary (Mr. Vittawat Akarapongpisak)

Financial Highlight

Performance at a Glance
Financial summary of Lohakit Metal Public Company Limited and the subsidiaries:

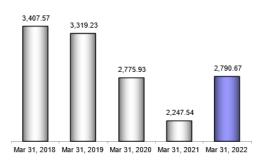
#### For the year ended 31st March

	101 010 / 001 011000 02 1101011				
	2018	2019	2020*	2021	2022
Profit and loss statement (Baht millions)					
Total revenue	3,407.57	3,319.23	2,775.93	2,247.54	2,790.67
Revenue from the sales of good and services	3,376.19	3,293.90	2,756.44	2,226.16	2,761.24
Gross profit	482.22	411.43	328.75	305.77	454.68
Net profit provided by operating activities	341.41	253.50	159.52	160.77	319.31
Net profit	208.19	143.59	86.95	101.36	211.68
Balance Sheet (Baht millions)					
Total assets	2,362.03	2,345.53	2,118.54	2,093.21	2,319.00
Total liabilities	677.43	679.12	483.41	461.12	657.89
Total shareholders' equity	1,684.60	1,666.41	1,635.13	1,632.09	1,661.12
Per ordinary share (Baht), at Par 1.00					
Book Value per share (Baht)	3.84	3.77	3.70	3.75	3.92
Earning per share (Baht)	0.54	0.37	0.23	0.26	0.55
Dividend per share (Baht)	0.45	0.37	0.22	0.30	0.65
Ratio Analysis					
Gross profit margin (%)	14.28%	12.49%	11.93%	13.74%	16.47%
Net profit margin (%)	6.11%	4.33%	3.13%	4.51%	7.59%
Return on equity (%)	14.43%	9.85%	6.08%	7.11%	19.22%
Return on Assets (%)	8.99%	6.10%	3.90%	4.81%	12.79%
Liquidity ratio (times)	2.91	2.69	3.30	3.46	2.75
Debt to equity ratio (times)	0.40	0.41	0.30	0.28	0.40

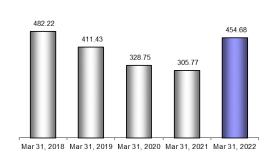
<sup>\*2020 -</sup> Published in the Government Gazette Determine the compensation rate in case the employer terminates the employee Receive compensation 400 days of the final wage rate. The change has been revamped in post-employment benefits.

#### Consolidated Results of Fiscal Years as of March 31, 2018 - March 31, 2022

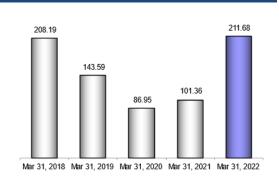




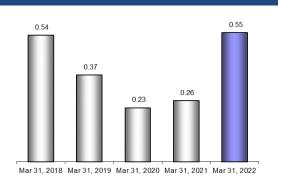
#### Gross Profit (Baht Millions)



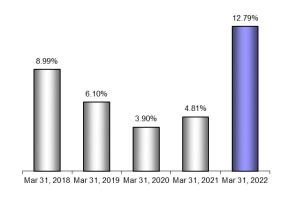
#### Net profit (Baht Millions)



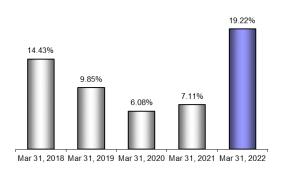
#### Earnings per share (Baht)



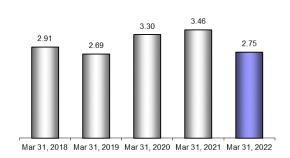
#### Return on Assets (%)



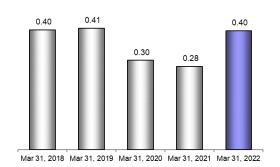
#### Return on equity (%)



#### Liquidity ratio (times)



#### Debt to equity ratio (times)



#### Information on retired directors by rotation, and who proposed to be re-elected

Name/Surname Mr. Prasarn Akarapongpisakdi

64 Years Age

**Proposed Position** Director, Chairman of Executive

Committee and Chief Executive Officer

**Educational Background** MBA, Sasin Graduate Institute of Business

> Administration of Chulalongkorn University Bachelors of Technology and Industrial

Management

King Mongkut's University of Technology North

Bangkok

**Director Training** Thai Institute of Directors Association (IOD)

Director Accreditation Program DAP 37/2005

On May 20, 2005

Director Certification Program DCP 60/2005

1989-Present, Director, Chairman of Executive **Work Experience (within 5 years)** 

Committee, Chief Executive Officer and Chairman

of the Risk Management Committee/ Lohakit Metal Public Company Limited

2001-Present, Chairman of Director and Chief

Executive Officer/ Auto Metal Co., Ltd.

2001-Present, Chairman of Director/ Mory Lohakit (Thailand) Co., Ltd. 2005-2018, Chairman of Director/ Alternative EnMat Co., Ltd.

2013-2018, Chairman of Director/

NSC Metal Co., Ltd.

Position in Director of the Board

of the Company

Director and Chairman of Executive

Committee

(3 years: July 2019 – Present)

Years in director position with the Company: Director 3 Years

**Meetings Attended Record** Board of Directors 4/4 (or 100%)

Risk Management Committee 2/2 (or 100%)

7,500,960 (or 1.96% of Total issued shares) **Shareholding in the Company** 

(as of March 31, 2022)

**Relation between the Director Member:** Father, Mr. Vittawat Akarapongpisak

Proposed	Other Lis	sted Companies	(Non-listed Companies)  Number Position		Position in other Organization that
Candidate	Number	Position			Compete with/related to The Company
Mr. Prasarn Akarapongpisak	-	1	2	<ol> <li>Chairman of Director/ Auto Metal Co., Ltd.</li> <li>Chairman of Director/ Mory Lohakit (Thailand) Co., Ltd.</li> </ol>	- None -

Having the following relationship with the Company, parent company, subsidiary company, associated company or any juristic persons who might have a conflict of interest at present or during the past 2 years.

Type of relationship	Qualification
1. Taking part in the management of being and employee, staff member,	Yes
advisor who recieves a regular salary.	
2. Being professional services provider, e.g., auditor, legal advisor	None
3. Having business relation that is material and could be barrier to	None
independant judgement.	

#### Information on retired directors by rotation, and who proposed to be re-elected

Name/Surname : Mr. Teera Na Wangkanai

Age : 65 Years

**Proposed Position**: Director, Independent Director and

Member Of Audit Committee and Chairman of the Nomination and

**Compensation Committee** 

**Educational Background** : Senior Executive Program Sasin Graduate Institute

Of Business Administration of Chulalongkorn

University

Sugar Technology College, Queensland, Australia

Western Australian Institute of Technology,

Australia

**Director Training**: Thai Institute of Directors Association (IOD)

Director Certification Program DCP 54/2005

On March 2005, ACP 6/2005

FSD 20/2013 MIR 15/2013 ELP 3/2016

(Can see additional training in Form 56-1 One Report / History of Directors and Executives attachment no.1)

Work Experience (within 5 years) : 2005-Present, Director, Independent Director and

Member of Audit Committee and Chairman of the Nomination and Compensation Committee / Lohakit Metal Public Company Limited

2012-Present, Director/

Wang Sugar Holding Co., Ltd.

2012-Present, Director/ Wang Chainart Co., Ltd.

(Can see additional training in Form 56-1 One Report / History of Directors and Executives attachment no.1)

**Position in Director of the Board** 

of the Company

Director, Independent Director, Member of

Audit Committee and Chairman of the Nomination

and Compensation Committee (3 years: July 2019 – Present)

**Years in director position with the Company**: Independent Director 3 Years

Director 3 Years

**Meetings Attended Record** : Board of Directors 4/4 (or 100 %)

Audit committee 4/4 (or 100 %)

Nomination and Compensation Committee 2/2 (or 100 %)

**Shareholding in the Company** : None (or 0% of total issued shares)

(as of March 31, 2022)

**Relation between the Director Member**: None

Proposed	Other Lis	sted Companies		POSITION -	
Candidate	Number	Position	Number	Position	Compete with/related to The Company
Mr. Teera Na Wangkanai	-	-	16	Can see additional training in Form 56-1 One Report / History of Directors and Executives attachment no.1	- None -

Having the following relationship with the Company, parent company, subsidiary company, associated company or any juristic persons who might have a conflict of interest at present or during the past 2 years.

Type of relationship	Qualification
1. Taking part in the management of being and employee, staff member,	None
advisor who recieves a regular salary.	
2. Being professional services provider, e.g., auditor, legal advisor	None
3. Having business relation that is material and could be barrier to	None
independant judgement.	

#### Information of new director

Name/Surname : Mr. Vichaphol Akarapongpisak

Age : 30 Years

**Proposed Position**: Deputy Managing Director and Executive

Director

**Educational Background** : Bachelor of Arts, Mahidol University

**Director Training** : None

Work Experience (within 5 years) : Present, Member of the Risk Management Committee/

Lohakit Metal Public Company Limited 2019-Present, Sales & Marketing Manager / Lohakit Metal Public Company Limited

2016-2017, Customer services Manager /

Palm Cuisine Co., Ltd. 2016, Game Planner / Magic Box Asia Co., Ltd. 2014, Production Assistant / The 6th Element Co., Ltd.

**Position in Director of the Board** 

of the Company

Member of the Risk Management Committee

**Shareholding in the Company** 

(as of March 31, 2022)

20,275,760 Shares (or 5.29% of total issued shares)

**Relation between the Director Member**: Son of Mr.Prasarn Akarapongpisakdi

Proposed	Other Lis	sted Companies	$\mathcal{E}$		Position in other Organization that
Candidate	Number	Position	Number	Position	Compete with/related to The Company
Mr. Vichaphol Akarapongpisak	-	-	-	-	- None -

Having the following relationship with the Company, parent company, subsidiary company, associated company or any juristic persons who might have a conflict of interest at present or during the past 2 years.

Type of relationship	Qualification
1. Taking part in the management of being and employee, staff member,	Yes
advisor who recieves a regular salary.	
2. Being professional services provider, e.g., auditor, legal advisor	None
3. Having business relation that is material and could be barrier to	None
independant judgement.	

### Registration Form for attending the AGM through Electronic Media (E-AGM) Lohakit Metal Public Company Limited

(1) I / weNationality
Address
(2)Being a shareholder of Lohakit Metal Public Company Limited
Holding the total amount of shares
I confirm to attend the meeting and cast the votes in the 2022 Annual General Meeting
of Shareholders through Electronic Media (E-AGM).
a shareholder
a proxy of (Mr. / Mrs. / Miss)
ID Card no
(2) Contact Information
(3) Contact Information  E-mail(Please specify)
Mobile no(Please specify)
(4) Please submit the Registration Form with identification documents as attachment no.
6 within July 15, 2022
(5) Company will send you the web link for attending the E-AGM to your e-mail
address as specified above

<u>In the event that shareholders are unable to attend the Meeting on their own</u>, the shareholders can appoint other persons as their proxies to attend the Meeting and vote on their behalves. Proxy Forms in accordance with the forms specified (Attachment No.7)

The shareholders can appoint either one of LHK's independent directors. Please use Proxy Form (Attachment no.7) and specify the voting for each agenda item.

Please send the proxy and concerned documents to company by post within July 15, 2022.

#### Guidelines for attending the AGM through Electronic Media (E-AGM) and the **Appointment of Proxies**

Please submit the Registration Form for attending the AGM through Electronic Media (E-AGM) together with identification documents as specified above to Lohakit Metal Public Company Limited within July 15, 2022. When company receives all required documents, we will verify the documents in order to confirm the meeting attendance. Once the verification is completed, the meeting control system provider of company will send you an e-mail with weblink for logging in to the E-AGM system to your e-mail address for 2 days before the meeting.

#### For shareholders who wish to attend the E-AGM:

Please complete, sign, and attach the required identification documents for verification of the right to attend the E-AGM as follows:

- 1. Registration Form for attending the AGM through Electronic Media (E-AGM) (Attachment 5) signed by the shareholder. Please provide "your e-mail address and mobile phone number" clearly which will be used for the E-AGM registration.
- 2. Copy of valid identification card
  - 2.1 Individual shareholders
    - For shareholders who wish to attend the E-AGM by themselves:
      - Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner), certified as true and correct copy by the shareholder.
    - For shareholders who wish to appoint a proxy to attend the E-AGM:
      - The proxy form, correctly and completely filled in, signed by the grantor and the proxy with the stamp duty affixed in full.
      - Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the grantor, certified as true and correct copy by the grantor.
      - Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the proxy, certified as true and correct copy by the proxy

#### 2.2 Juristic person shareholders

- The authorized person of the juristic person to attend the E-AGM by

#### him/herself

- Copy of an affidavit of the juristic person, issued by the Ministry of Commerce (no longer than 6 months) certified as true and correct copy by the authorized person attending the E-AGM, with the statement showing that such authorized person is empowered to act on behalf of such juristic person as the shareholder.
- Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the authorized person of the juristic person attending the Meeting, certified as true and correct copy by him/her.
- -Juristic person shareholders to appoint a proxy
  - The proxy form, correctly and completely filled in, signed by the grantor and the proxy with the stamp duty affixed in full
  - Copy of an affidavit of the juristic person, issued by the Ministry of Commerce (no longer than 6 months) certified as true and correct copy by the authorized person as the grantor, with the statement showing that

such authorized person is empowered to act on behalf of such juristic person as the shareholder

- Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the authorized person (as the grantor), certified as true and correct copy by the grantor.
- Copy of valid identification card, government officer card, driver's license, or passport (in case of foreigner) of the proxy, certified as true and correct copy by the proxy.

For the foreign language document, if the original supporting documents are not in English, English translation of such documents are required and must be certified as true translation by the shareholders or the authorized person of the juristic persons.

Please submit Registration Form for attending the AGM through Electronic Media (E-AGM) (Attachment 5) and copy of valid identification card within July 15, 2022 via the following channels:

E-mail: <u>ird@lohakit.co.th</u>
Post: Company Secretary

Lohakit Metal Public Company Limited

43 Thai CC Tower,

Room 167-169, 16th Floor, South Sathorn Road,

Yannawa, Sathorn, Bangkok 10120

#### Attending the AGM through Electronic Media (E-AGM)

- 1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting, and a system's user manual two days before the meeting date. Please study the manual on how to use the E-AGM meeting system in detail. If you haven't received the Email by July 19, 2022, please contact Lohakit Metal Public Company Limited immediately
- 2. In this connection, the registration program and vote counting of the Company can be used with computer, notebooks, tablets or mobile phones via Web Browser: Internet Explorer, Chrome with 4G internet or basic home internet.

Remarks: In case meeting by tablet or mobile phone, you have to install Zoom Cloud meeting which you can download as followings,

iOS System	Android System
https://apps.apple.com/th/app/zoom-cloud- meetings/id546505307	https://play.google.com/store/apps/details?id=us.zoom.vid eomeetings

- 3. The system will be opened 1 hour prior to the meeting so that the shareholder will be able to the meeting attendance. However, live broadcast will be commencing at 14.00 hours.
- 4. Attending the AGM through Electronic Media (E-AGM) have to use shareholders' registration no. and the identification no.
- 5. For casting the vote during the E-AGM, a shareholder may cast his or her vote in each agenda to either approve, disapprove, or abstain from voting. For the shareholders who do not vote in any agenda, the system will automatically count you vote as "approve"
- 6. In case of any inquiries regarding the request to attend the electronic meeting, please contact OJ International Company Limited by contact details that have been shown in E-mail.

\*\*\*This E-AGM will be an electronic meeting only, and there will be no meeting venue so please do not come to the company\*\*\*

### In case the shareholders appointing proxy to the Company's Independent Director or another person attend the E-AGM.

The shareholders can appoint either one of company's independent directors whose names and details are provided in Attachment 7. Shareholders can use Proxy Form B and specify the voting for each agenda item with the required to company within July 15, 2022 via the following channels:

E-mail: ird@lohakit.co.th
Post: Company Secretary

Lohakit Metal Public Company Limited

43 Thai CC Tower,

Room 167-169, 16th Floor, South Sathorn Road,

Yannawa, Sathorn, Bangkok 10120

### In case grantor is custodian that the Company's shares are deposited with and such custodian is taking care of the Company's shares for the foreign investor

- A Proxy Form B attached to the invitation letter must be correctly completed and signed by an authorized person of the custodian and the proxy
- A copy of the passport of a shareholder or an authorized person of the juristic person and a proxy, signed by an authorized person of the juristic person and a proxy
- In the case that a shareholder is a juristic person, certificate of Incorporation of the shareholder, which is issued by a governmental agency of the country where such a juristic person is located and is duly endorsed by an authorized person of the juristic person and stamped with the company seal (if any), indicated the details of juristic person's name, authorized person of the juristic person and conditions or restrictions of signing
- Power of Attorney granted by the shareholder authorizing the custodian to sign the Proxy Form on his/her Behalf
- A copy of the power of attorney which a custodian permits a director or executive or officer of the custodian to grant a proxy
- A copy of the certificate of Incorporation of the custodian which is duly endorsed by an authorized person of the custodian (who signs in the power of attorney on behalf of a proxy)
- Letter certifying that the custodian is permitted to engage in the custodian business. Please submit the to the Company via;

E-mail: ird@lohakit.co.th
Post: Company Secretary

Lohakit Metal Public Company Limited

43 Thai CC Tower,

Room 167-169, 16th Floor, South Sathorn Road,

Yannawa, Sathorn, Bangkok 10120

### Channels to submit the questions related to Business, Industrial, Company Operating or the Meeting's agendas

1. The shareholders can submit the questions in advance, by using and submitting the Question Form provided herewith (Attachment 10) to company within July 15, 2022 through the following channels.

E-mail: ird@lohakit.co.th
Post: Company Secretary

Lohakit Metal Public Company Limited

43 Thai CC Tower,

Room 167-169, 16th Floor, South Sathorn Road,

Yannawa, Sathorn, Bangkok 10120

2. During the E-AGM meeting, the shareholders attending the meeting can submit their comments or questions through the on-line E-AGM system.

#### Proxy (Form B)

(Duty Stamp of Baht 20 is required)

Share registrar no			
	Written	at	
	Date	Month	Year
(1) I/We	Nationality	residii	ng at
RoadTambol/Khwaeng		Amphur/Khet_	
ProvincePostal Code_			
(2) Being a shareholder of Lohakit M	Metal Public Comp	any Limited ("the	c Company")
holding the total amount of		shares and h	ave the rights to
vote equal to	votes as fo	ollows:	
Ordinary share	S	shares and have th	ne right to vote
equal to	votes.		
Preference share	sl	nares and have the	e right to vote
equal to	votes		
(3) Hereby appoint			
1. • Name		age	years,
Residing atRoad	Tambol/Kh	waeng	·
Amphur/KhetProvinc	e	Postal Code	<del></del>
or			
2. 🗆 Mr. Wanchai Um	npungart Age 74	years Chairman	n of the Board of
Directors, Independent Director, Chairman	of the Audit C	Committee and l	Member of The
Nomination and Compensation Committee.			
Address: Lohakit Me Bangjak, Prapradang, Samutprakarn 10130	tal Public Compa	•	Moo 6 Suksawad Rd.
or			
3.  Mr. Lert Nitthe	eranont Age 6	0 years Direc	ctor, Independent
Director, Member of Audit Committee and	d Member of The	e Nomination an	d Compensation
Committee			
Address: Lohakit Metal Pu	ıblic Company Liı	mited 66/1 Moo	6 Suksawad Rd.,
Bangjak, Prapradang, Samutprakarn 10130			
Only one of them as my/our proxy to attended	d and vote on my	our behalf at the	e meeting of <u>the</u>
Annual General Meeting of Shareholders	for the year 2022	2 at 10.00 hrs. o	n July 21, 2022

through electronic media (E-AGM) in accordance with the Emergency Decree on

<u>Electronic Meeting</u>, B.E. 2563 (2020) and other related regulations or such other date, time and place as the meeting may be adjourned.

(4)I/We hereby authorize the Proxy to vote on my/our behalf in this meeting as follows:

Agenda 1	Consideration to 2021 on July 22,	<u> </u>	nary General Meeting of Shareholders		
	(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects				
	(b) To grant my/our proxy to vote at my/our desire as follows:				
	☐ Approve	☐ Disapprove	☐ Abstain		
Agenda 2	Consideration to acknowledge the Company's operating report, which ended on March 31, 2022				
	(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate				
	<ul><li>in all respects</li><li>(b) To grant my/our proxy to vote at my/our desire as follows:</li></ul>				
	☐ Approve	☐ Disapprove	☐ Abstain		
Agenda 3	Consideration to approve the Company's Financial Statement, consisting of Statement of Financial Position, Statement of Comprehensive Income, Statement of Changes in Shareholders' Equity and Cash Flow Statement, which ended on 31 March 2022				
		our proxy to consider and	vote on my/our behalf as appropriate		
	<ul><li>in all respects</li><li>(b) To grant my/our proxy to vote at my/our desire as follows:</li></ul>				
	☐ Approve	☐ Disapprove	☐ Abstain		
Agenda 4	Consideration or	n dividend			
	• •	our proxy to consider and	vote on my/our behalf as appropriate		
	in all respects (b) To grant my/our proxy to vote at my/our desire as follows:				
	☐ Approve	☐ Disapprove	☐ Abstain		
Agenda 5		or appointment of dire ermination the authoriz	ctors in replacement of those retired by ed directors		
5.1	To consider and rotation	approve the election of	director to replace those retired by		
☐ App	ointment of all direc	etors			
	☐ Approve	☐ Disapprove	☐ Abstain		

$\Box$ Ap	pointment of each inc	iividual directors			
	Mr. Prasarn Akarapongpisakdi				
	(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects				
	(b) To grant my/our proxy to vote at my/our desire as follows:				
	☐ Approve	☐ Disapprove	☐ Abstain		
	Mr. Teera Na W	Vangkanai			
	(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects				
	(b) To grant my/o	ur proxy to vote at my/ou	r desire as follows:		
	☐ Approve	☐ Disapprove	☐ Abstain		
5.2	To consider and determine the authorized directors of the Company				
	(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects				
	*				
	☐ Approve	☐ Disapprove	☐ Abstain		
Agenda 6	Consideration fo	or appointment of new d	irector		
	(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects				
	*	(b) To grant my/our proxy to vote at my/our desire as follows:			
	☐ Approve	☐ Disapprove	☐ Abstain		
Agenda 7	Consideration fo	or payment of directors'	remuneration for the year 2	2022	
	(a) To grant my/o in all respects	(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate			
	☐ Approve	☐ Disapprove	☐ Abstain		
Agenda 8	Consideration for fee for the year 2		pany's auditor and approv	al of auditors	
	(a) To grant my/o in all respects	our proxy to consider and	vote on my/our behalf as app	propriate	
	(b) To grant my/our proxy to vote at my/our desire as follows:				
	☐ Approve	☐ Disapprove	☐ Abstain		
Agenda 9	Consideration of	n other business (if any)			
	(a) To grant my/o in all respects	our proxy to consider and	vote on my/our behalf as app	propriate	
	(b) To grant my/our proxy to vote at my/our desire as follows:				
	☐ Approve	☐ Disapprove	☐ Abstain		

- (5) Any of my votes in any agenda performed by the proxy does not act as my voting intention stated in this proxy shall consider as faulty vote and not the vote of shareholder.
- (6) In case I/We have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

Any acts performed by the proxy in this meeting shall be deemed to be the actions performed by myself/ourselves. Exception in case of the proxy has abstained vote as specified in this proxy form.

Signed		Granto
Date	( )	
Signed		Proxy
Date	(	
Signed		Proxy
Date	( )	
Signed		Proxy
Date	(	

#### **Remarks**

- 1.
- The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes. The proxy may split the votes. In this regard, if the content is too long, it can be specified in the attached supplemental proxy form. 2.

#### **Supplemental Proxy Form**

The Proxy is granted by a shareholder of Lohakit Metal Public Company Limited.

For the Annual General Meeting of Shareholders for the year 2022 at 10.00 hrs. on July 21, 2022 through electronic media (E-AGM) in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and other related regulations or such other date, time and place as the meeting may be adjourned.

Agenda	Re :			
☐ (a) respects	To grant my/our pro	xy to consider and	vote on my/our beha	alf as appropriate in all
_	To grant my/our pro	oxy to vote at my/ou	ir desire as follows:	
	☐ Approve	☐ Disapprove	☐ Abstain	
Agenda	Re :			
☐ (a) respects	To grant my/our pro	xy to consider and	vote on my/our beha	alf as appropriate in all
<b>□</b> (b)	To grant my/our prox	xy to vote at my/ou	r desire as follows:	
	☐ Approve	☐ Disapprove	☐ Abstain	
Agenda	Re :			
☐ (a) respects	To grant my/our pro	oxy to consider and	vote on my/our beha	alf as appropriate in all
□ (b)	To grant my/our prox	xy to vote at my/ou	r desire as follows:	
	☐ Approve	☐ Disapprove	☐ Abstair	n
I/We c		ents in this Supplen	nental Proxy Form a	re correct, complete and
1				Grantor
		(	)	
	Signed			Proxy
	Date		)	
	Signed	-		Proxy
	Date		,	
	Signed			Proxy
	Date		,	
	Signed			Proxy
	Date	(	)	

### Documents or Evidence Showing an Identity of the Shareholder or a Representative of the Shareholder Entitled to Attend the Meeting

The policy of the Board of The Stock Exchange of Thailand, dated 19th February 1999, relating to good practices for holding of a shareholders' meeting, aims to establish guidelines for listed companies to follow. This will create confidence to shareholders, investors and all relevant parties. Accordingly, the Company believes that an inspection of documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting which should be observed by the shareholders, would cause transparency, fair and benefits to the shareholders. However, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis, at the Company's sole discretion.

#### 1. Natural person

#### 1.1 Thai nationality

- (A) identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer); or
- (B) in case of proxy, identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

#### 1.2 Non-Thai nationality

- (A) passport of the shareholder; or
- (B) in case of proxy, passport of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

#### 2. Juristic person

#### 2.1 Juristic person registered in Thailand

- (A) corporate affidavit, issued within 30 days by Commercial Registration Department, Ministry of Commerce; and
- (B) Identification card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

#### 2.2 Juristic person registered outside of Thailand

- (A) corporate affidavit; and
- (B) identification card or passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

A copy of the documents must be certified true copy. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarized by a notary public.

#### Name List and Details of Independent Director

#### 1. Mr. Wanchai Umpungart

Age : 74 Years

**Position** : Chairman of the Board of Directors,

Independent Director, Chairman of the Audit Committee and Member of The Nomination and

Compensation Committee.

**Educational Background** : MBA, Sasin Graduate Institute of Business

Administration of Chulalongkorn University BA Accounting, Chulalongkorn University

**Director Training** : Thai Institute of Directors Association (IOD)

Director Accreditation Program DAP 35/2005 Directors Certification Program DCP 102/2008

Work Experience (within 5 years) : 2005 – Present Director, Chairman of

Executive Committee, Chairman of the Risk Management Committee and Managing

Director/

Lohakit Metal Public Company Limited

2002 – Present Independent Director and Audit

Committee/

Muramoto Electron (Thailand) Plc.

: 2013 – Present Independent Director and Audit

Committee/

OCC Public Company Limited

2007 – 2013 Independent Director and Chairman of the Audit Committee/Sahapattana Inter Holding Plc.

:  $2006 - 2011 \, \text{Director/}$ 

Marketing Organization of Farmers

Years in director position with the Company: Independent Director 2 Years

Directors 2 Years

**Date of being appointed** : July 24, 2020

**Meetings Attended Record** : Board of Directors 4/4 (or 100%)

**Shareholding in the Company**: None (or 0% of total issued shares)

(Including spouse and underage children)

Address : Lohakit Metal Public Company Limited 66/1 Moo 6

Suksawad Rd., Bangjak, Prapradang, Samutprakarn

10130

Interest in any agenda : Agenda Item 7 - Consideration for payment of

directors' remuneration for the year 2022

#### 2. Mr. Lert Nitheranont

Age : 60 Years

**Position** : Director, Independent Director, Member of Audit

Committee and Member of the Nomination and

**Compensation Committee** 

**Educational Background** : Master of Business Administration (International

Business) University of Southern, California, U.S.A Bachelor of Science Mechanical Engineering and Applied Mechanical University of Pennsylvania,

U.S.A

**Director Training** : Thai Institute of Directors Association (IOD)

Director Accreditation Program DAP 35/2005

**Work Experience (within 5 years)** : 2005 – Present / Director, Independent Director and

Member of Audit Committee/ Lohakit Metal Public

Company Limited

: 1996 – Present / Director / Royal Concord Intertrade

Co., Ltd.

Years in director position with

the Company : Independent Director 2 years

Directors 2 years

**Date of being appointed** : July 24, 2020

**Meetings Attended Record** : Board of Directors 4/4 (or 100%)

**Shareholding in the Company** 

(Including spouse and underage children)

None (or 0% of total issued shares)

Address : Lohakit Metal Public Company Limited 66/1 Moo 6

Suksawad Rd., Bangjak, Prapradang, Samutprakarn

10130

Interest in any agenda : Agenda Item 7 - Consideration for payment of

directors' remuneration for the year 2022

#### The Company's article of association with regard to the shareholder's meeting

#### **Chapter 5: The board of directors**

Article 21 At every annual general meeting, one-third of the number of directors shall vacate office. If the number is not a multiple of three, then the number nearest to one-third must retire from office.

> The directors to retire during the first and second years following the registration of the Company shall be drawn by lots. In every subsequent year, the director who has been in office for the longest term shall retire. A retiring director is eligible for re-election.

#### **Chapter 6: Shareholder Meeting**

Article 37 The Board of Directors shall convene an annual general meeting of shareholders within four (4) months from the last day of the accounting period of the Company.

> Meetings other than those specified above shall be called the extraordinary The Board of Directors may summon an extraordinary meeting whenever it deems appropriate.

> Shareholders holding shares in aggregate not less than one-fifth of the total number of shares sold, or shareholders numbering not less than twenty-five persons holding shares in aggregate not less than one-tenth of the total number of shares sold, may at any time subscribe their names in a letter requesting the Board of Directors to call an extraordinary meeting, provided that they must clearly give the reasons for such request in the letter. In this case, the Board of Directors shall arrange the shareholders' meeting within 1 month from the date of receipt of such a letter from the shareholders.

In summoning the shareholders' meeting, the Board of Directors shall prepare a **Article 38** notice of the meeting specifying the place, date, time, agenda and the matters to be submitted to the meeting together with appropriate details stating clearly which issues will be for acknowledgement, for approval or for consideration, including the opinions of the Board of Directors on the said matters and shall send the same to the shareholder and the company registrar for information not less than 7 days prior to the meeting. Publication of a notice of the meeting shall also be made in a newspaper for 3 consecutive days at least 3 days prior to the meeting.

> The shareholders' meeting may be held at the head office of the company or locality in which the Company's head office is situated or other place where the Board of Directors deems appropriate.

In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholder meeting amounting to not less than twenty-five (25) persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third (1/3) of the total number of shares sold of the Company.

At any shareholder meeting, if one hour passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum as defined in the first paragraph, and if such shareholder meeting was called as a result of a request by the shareholders, the meeting shall be cancelled. If such meeting was not called as a result of a request by the shareholders, the meeting shall be called once again and the notice calling such

Article 39

meeting shall be delivered to shareholders not less than seven (7) days prior to the date of the meeting, in the subsequent meeting a quorum is not required.

# Article 40 The chairman of the board shall be the chairman of shareholder meetings. If the chairman of the board is not present at a meeting or cannot perform his duty, the vice-chairman present at the meeting shall be the chairman of the meeting. If there is no vice-chairman or there is a vice-chairman who is not present at the meeting or cannot perform his duty, the shareholders present at the meeting shall

elect one shareholder to be the chairman of the meeting.

Article 41

The shareholders may appoint any other person to attend the meeting and cast their votes. The proxy form shall be dated and signed by the shareholders where the form shall be incompliance with the form specified by the Registrar.

The eligible proxy form shall be submitted to the chairman of the meeting or to any person assigned and at the place specified by the chairman before attending the meeting.

- Article 42 The resolution of the shareholders' meeting shall comprise the following votes:
  - (1) In normal case, the majority of votes of shareholders who attend the meeting and cast votes. In case of equality of votes, the Chairman of the Board shall have an additional casting vote;
  - (2) In the following cases, a resolution shall be passed by votes of not less than three-fourths of the total number of votes of shareholders who attend the meeting and are entitled to vote:
    - (a) The sale or transfer of the whole or important parts of the business of the Company to other persons;
    - (b) The purchase or acceptance of transfer of the business of other companies or private companies by the Company;
    - (c) the making, amending or terminating of contracts with respect to the granting of a lease of the whole or important parts of the business of the Company, the assignment of the management of the business of the Company to any other persons or the amalgamation of the business with other persons with purpose of profit and loss sharing;
    - (d) Any amendments or addition of the Memorandum of Association or the Articles of Association of the Company;
    - (e) Any increase or decrease of registered capital or any issuance of debentures;
    - (f) The issuance of preferred share, debenture, collateral debenture, convertible debenture, warrant to buy share or debenture or other securities which legalize to issue.
    - (g) The amalgamation or dissolution of the Company

### **Question Form for the 2022 Annual General Meeting of Shareholders**

I, (Mr./ N	Mrs./ Miss/ Others) (please specify name-surname)
As	O a shareholder O a proxy granted by shareholder, namely
	ke to submit question(s) relating to agenda(s) of the 2022 Annual General Meeting of Iders of Lohakit Metal Public Company Limited as follows:
Please su	ubmitted the completed Question Form to Lohakit Metal Public Company Limited within
July 15,	2022 through the following channels:
E-mail :	<u>ird@lohakit.co.th</u> or
Post:	Company Secretary
	Lohakit Metal Public Company Limited
	43 Thai CC Tower, Room no. 167-169, 16th Floor,
	South Sathorn Rd., Yannawa, Sathorn,
	Bangkok 10120

#### PRIVACY NOTICE

for the Annual General Meeting of Shareholders year 2022 (refer as "meeting of shareholders")

Lohakit Metal Public Company Limited (the "Company") cares about the privacy of shareholders and/or of the proxy ("you") who attend meeting of shareholders. Thus, The Company provides this privacy notice to inform you in relation to the collection, use and disclosure of personal data of individual in accordance with the Personal Data Protection Act B.E. 2562 ("PDPA"), relevant laws and regulations.

#### 1. Personal Data Processing

The Company has to collect the personal data of shareholders to organize the meeting of shareholders directly from the form related to meeting of shareholders. The Company may directly collect personal data from you via any method and through Thailand Securities Depository Co., Ltd. By this action the data will be retrieved by as follows:

- (1) Identity Data, namely, given name, identification number, passport information, date of birth, gender, age, nationality, signature, name and surname change information, images and photos, visual images, voice recordings, and video recordings
- (2) Contact Data, namely, the address of house registration, address for document delivery, electronic mail address (Email address), home telephone number, mobile phone number, facsimile number.
- (3) Financial Data, namely, deposit account number (used to receive dividend payment) number of shares
- (4) Communication Data, namely, voice recordings, and video recordings that record the interaction between you and the Company during the meeting
- (5) Information about electronic accounts, namely, Username, Line ID

#### 2. Purposes of the collection, use and disclosure of your personal data

The Company will process personal data of shareholders as specified in No. 1. on the following proposes and basis:

2.1 The Company will collect and use the personal data of shareholders to call, conduct, and proceed the meeting of shareholders, which includes identifications of shareholders, delivery of related documents, and other processing to fulfil the resolution of the meeting and the law. Furthermore, this is to comply with law, notice and regulations from other government agencies with legal authority as stated in Public Limited Companies Act, B.E. 2535 and other related laws

- 2.2 The Company will collect and use the personal data of shareholders to record the meeting minutes and as proved of attendance in the meeting of shareholders. Furthermore, this is for further processing related to legitimate interest of The Company and other persons, which could be expected reasonably by shareholders.
- 2.3 The Company will collect and use the personal data of shareholders as specified in No. 1.2 to screen risk contact of COVID-19 and report to responsible agencies in case of encountered with high risk contact to achieve public health benefits in prevention of communicable diseases and to follow the measures and practices issued by the meeting of shareholders.
- 2.4 The Company will process and [keep] the record of images and videos of meeting of shareholders to insert in minutes of meeting and for public relations via electronic and publications. The record of image and videos of the meeting of shareholder may include the images and names of the shareholders to achieve purposes of the meeting of shareholders.

#### 3. Retention of Personal Data

The Company will retain your personal data in the form of a document/scan file stored in the computer system in electronic file format throughout the period you are shareholder of the company and kept for a period of 10 (ten) years from the date the Company received your personal data for the last time or from the date you no longer be shareholder of the Company in order to comply with the law

After the expiration of such period, the Company will erase/destroy your personal data or take any action to anonymize your personal data to become the anonymous data.

#### 4. <u>Disclosure of Personal Data</u>

The Company may be required to disclose your personal data to the following persons namely:

- 4.1 The companies within LHK group in order to achieve the purposes stated in this Privacy Notice
- 4.2 Government agencies, state enterprises, regulatory authorities in order to comply with laws, rules, regulations such as court, policeman, Securities and Exchange Commission (SEC), The Revenue Department
- 4.3 Authorized third party agents service providers and/or subcontractors related to meeting of shareholders including Provider of organizing the meeting of shareholders, Auditor, Legal Advisor, Financial Advisor
  - 4.4 Banks that are responsible for dividend payments
  - 4.5 Shareholder Registrar

5. Rights of the data subject

The Personal Data Protection Act B.E. 2562 ("PDPA"), has been determined the rights of the data

subject as follows:

a. Right to request access and obtain a copy of personal data

b. Right to obtain personal data

c. Right to object collection, use or disclosure of personal data

d. Right to erase or destroy the personal data

e. Right to restrict the use of personal data

f. Right to rectification personal data to be accurate, up-to-date, complete and not

misleading

g. Right to withdraw the consent for the collection, use and disclosure of personal

data

You have the right to lodge a complaint to a competent authority or legal authority in

the event that the company or its data processor, or such data processor, violates or does not

comply with personal data protection law. Once the company receives your request, the company

will examine your request in accordance with the conditions prescribed by law, However, the

company have the right to refuse or not act upon your request where the law specifically

stipulates.

6. Changes to this Privacy Notice

The company may amend this Privacy Notice from time to time as appropriate. The

company will notify you of such change through the company's websites and/or Notice of

meeting of shareholders and/or public to SET news and/or e-mail. However, if it is necessary to

ask for your consent, the company will also ask your consent further.

7. Contact information

If you wish to contact or would like to have more information or explanation for the

collection, use and disclosure of your personal data, and exercise the rights of the data subject as

specified in this Privacy Notice, you can contact at

Lohakit Metal Public Company Limited

66/1 Moo 6, Soi Suksawad 76, Suksawad Rod., Bangjak, Prapradang, Samutprakarn

10130

Tel.: 02-463-0158

E-mail: hrm@lohakit.co.th

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