



CAZ (Thailand) Public Co., Ltd.

Invitation to the

NO. 1 / 2562

Extraordinary General Meeting of Shareholders

CAZ (Thailand) Public Company Limited

Monday, 1 July 2019 at 1.30 p.m.

Open for registration at 12.30 p.m.

At Meeting Room A in the Engineering Building, of the Company's Headquarters

239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District,

Rayong 21150

*For convenience during registration of shareholders or proxies attending the meeting,
please bring along the meeting invitation or proxy form
and national identification card or identification document issued by
government agencies as proof of identification.*

(No complimentary gifts will be given out)



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Ref: EGM-001-2019

21 June 2019

Subject: Invitation to the Extraordinary General Meeting of Shareholders No. 1/2019
To: Shareholders of CAZ (Thailand) Public Company Limited

- Enclosures**
1. Minutes of the 2019 Annual General Meeting held on 18 April 2019
 2. The Company's Articles of Association relating to shareholders' meetings
 3. Information on independent directors currently in position proposed as proxy for shareholders
 4. Explanation on the registration process, appointment of proxies, and vote casting
 5. Map of the Extraordinary General Meeting of Shareholders No. 1/2019 venue
 6. Proxy forms (Form A, Form B, and Form C) in accordance with the specifications of the Department of Business Development, Ministry of Commerce

The Board of Directors of CAZ (Thailand) Public Company Limited deemed it appropriate to convene the Extraordinary General Meeting of Shareholders No. 1/2019 on Monday, 1 July 2019 at 1.30 pm. at Meeting Room A located in the Engineering Building of the Company's headquarters, 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150 to consider the following meeting agenda.

Agenda 1 To consider and adopt the Minutes of the 2019 Annual General Meeting held on 18 April 2019

Facts and Rationale: The Annual General Meeting was held on 18 April 2019 and the minutes were prepared with details as shown in **Enclosure 1**.

Opinion of the Board: The Board of Directors deemed it appropriate to propose the adoption of the Minutes of the 2019 Annual General Meeting held on 18 April 2019, which have been fully and accurately recorded.

Voting Requirement: This agenda requires the approval of the meeting by a majority vote of shareholders attending and possessing voting rights.



Agenda 2 To consider and approve to propose to the shareholders' meeting in order to change the objectives of raised fund using from the offering of the newly issued ordinary shares of the Company

Facts and Rationale: To comply with Capital Market Supervisory Board Announcement No. Torjor 39/2559, Subject: The permission and request for permission of the offering newly issued shares article no. 38 (6) (A). Changing of funds using objectives from the original permission or the offering newly issued shares form and prospectus has to get the approval from shareholders' meeting. Including, shareholders' vote shall not less than 3 in 4 of shareholders' attending the meeting and having voting rights. And also no objection from 10% of the total number of shareholders' attending the meeting and having voting rights.

In accordance with the resolution of the Board of Directors Agreed to propose to the shareholders' meeting as follows:

1. To approve the changing objectives of raised fund using from increase capital by the offering new ordinary share of the company, the details as follows;

Raised fund using objectives of IPO (Referred prospectus)	Approximately amount (Million Baht)	Approximately duration period of fund using
1.To use as collateral with Bank ¹	100.00	On processing of the bank ²
2.To be working capital for the Company operation	152.72	Within 2019
3.To be invest in new equipment of the Company's business	40.00	Within 2019
Total	292.72	

Note: ¹Use as collateral with bank by replace TAKUNI's assets which are currently used as collateral. And TAKUNI's assets will released off with Bank / ²According to the prospectus proceed period on January - February 2019



New changing raised fund using objectives	Amount (Million Baht)	Approximately duration period of fund using
1.Purchase land, factory building and be used as collateral to Bank*	Not over than 100.00	Immediately after shareholders' meeting approved
2.To be working capital for company operation	152.70	Within 2019
3.To be invest in new equipment of the Company's business	40.00	Within 2019
Total	292.70	

Note: Use as collateral with bank by replace TAKUNI's assets which are currently used as collateral. And TAKUNI's assets will released off with Bank*

2. The purchasing of new land and factory building to use as asset's collateral with Bank has budget not over 100 Million Baht. The Company shall proceed immediately after get approval from the shareholders' meeting.

3. Reasons and necessity, regarding the Company's area space demand for support the construction project in the future, Backlog as at 31 March 2019 was total of 2,133.33 Million Baht. Lead the Company has to lease additional land around the Company's office areas. The Board of Directors therefore agreed that the Company should invest in the purchase of land and factory building in Rayong province. In order to reduce rental cost to long term period. Including, help to increase the Company's capacities and enhance further the company's opportunities in the future. Moreover, the Company be able to use these new purchased land as collateral with bank by replace TAKUNI's assets which are currently used as collateral.

4. The Company's investing plan of purchase new land and factory building would be immediately action after get the approval from the shareholders' meeting. However, in case of the negotiation between the Company and new assets' seller could not achieved by the seller's reasons, the Company will maintain the purpose of funds using objectives from IPO which was



approved by the original permission or the offering newly issued shares form and prospectus. To use raised fund from IPO approximately amount of 100 Million Baht as collateral with Bank to replace TAKUNI's assets which currently are used as collateral with Bank. Then, release TAKUNI's assets off from collateral with Bank.

5. The Company's expected that the changing of raised fund using objectives would neither impact to the Company's operation nor any company's planning that disclosed in the original information disclosure form of offering for sale of newly issued share.

Opinion of the Board: Agreed to propose to the shareholders' meeting to approve the change of the purpose of using the raised fund from the offering of the newly issued ordinary shares of the Company.

Voting Requirement: This agenda must be approved by shareholders' vote shall not less than 3 in 4 of shareholders' attending the meeting and having voting rights. And also no objection from 10% of the total number of shareholders' attending the meeting and having voting rights.

Agenda 3 Other business (if any)

Facts and Rationale: Section 105 Paragraph 2 of the Public Limited Companies Act B.E. 2535 states that "Shareholders representing at least one-third in aggregate of outstanding shares may request the Meeting to consider other matters than those specified in the invitation to the Meeting."

Opinion of the Board: The Board of Directors deemed it appropriate to include this matter to allow for shareholders to propose matters other than what the Board of Directors has specified in this Meeting. Shareholders of CAZ (Thailand) Public Company Limited are cordially invited to the Extraordinary General Meeting of Shareholders to be held on Monday, 1 July 2019 at 1.30 p.m. at Meeting Room A in the Engineering Building, of the Company's Headquarters 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150. For convenience during registration, the Company will arrange for shareholders to be able to register from 12.30 p.m. onwards.

The Company has published this Invitation to the Extraordinary General Meeting of Shareholders No. 1/2019, enclosures to the meeting invitation, and Proxy Form A, B, and C on the Company website at www.caz.co.th.

For shareholders attending the Meeting in person, please bring along your national identification card. For shareholders unable to attend the Meeting in person, the Company has published Proxy Form A (general form), Proxy Form B, and Proxy Form C (for foreign investors who appoint Thailand Securities Depository Company Limited (TSD) as custodian) as shown in **Enclosure 6** with THB 20 stamp duty on the Company website for shareholders to download as



CAZ (Thailand) Public Co., Ltd.

deemed appropriate. Documents or evidence indicating shareholding or representation of a shareholder eligible to attend the Meeting shall be attached along and presented to staff before commencement of the Meeting.

Foreign shareholders who appoint Thailand Securities Depository Company Limited (TSD) as custodian may use either one of Proxy Form A, Proxy Form B, or Proxy Form C (for Proxy Form C, please contact the Company Secretary or download from the Company website at www.caz.co.th).

The Company recommends the use of Proxy Form B, which specifies various particulars with clear and concise details.

Shareholders may grant proxy to one of the Company's independent directors to attend and vote on the shareholders' behalf. The independent director proposed as proxy for shareholders is as follows.

(1) Mr. Suthi Thum-Umnausuk Independent Director

Please refer to details on the independent director proposed as proxy for shareholders as shown in **Enclosure 3**.

For shareholders who wish to grant proxy to the Company's independent director to attend and vote on the shareholders' behalf, please submit proxy form along with a certified true copy of the national identification card in advance before the date of the Meeting.

The Company would like to inform shareholders for acknowledgement and conformance to the registration process, appointment of proxies, and vote casting as shown in **Enclosure 4**. And Map of the venue for the Extraordinary General Meeting of Shareholders (**Enclosure No. 5**).

For the greatest benefit of shareholders in attending the Meeting and the preservation of shareholders' rights, shareholders may send questions which require clarification with regards to the agenda in this Meeting in advance through email at nattiya.p@caz.co.th or through fax at 038-606-166.

Sincerely yours,

A handwritten signature in blue ink, appearing to read 'Narongrit Tavornvisitporn', is written over a faint, light blue circular watermark.

Mr. Narongrit Tavornvisitporn

Chairman of the Board of Directors

For more information please contact: Ms. Nattiya Charusombat
Company Secretary at 038-606-242 extension 336



Enclosure 1

Minutes of the 2019 Annual General Meeting

CAZ (Thailand) Public Company Limited

On Thursday, 18 April 2019

At Meeting Room A of the Engineering Building of the Company's Headquarters
239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150

The Meeting convened at 1:30 p.m.

Mr. Narongrit Tavornvisitporn, Chairman of the Board of Directors, who presided as Chairman of the Meeting (the "**Chairman**"), declared the Meeting convened and informed the Meeting that there were 25 shareholders attending the Meeting in person and 4 proxy holders, totaling 29 shareholders holding an aggregate of 207,758,047 shares, reflecting 74.1993% of the total outstanding shares of the Company at the start of the Meeting, thereby constituting a quorum in accordance with the law and the Company's Articles of Association.

Ms. Nattiya Charusombat, Company Secretary, served as secretary to the Meeting and **Mr. Yutthana Kanchanarom** served as Meeting facilitator (the "**Facilitator**"). Mr. Yutthana Kanchanarom then introduced the Board of Directors, executives, legal advisor, external auditor, and independent representative in the counting of votes present at the Meeting as follows.

Directors Present at the Meeting

- | | |
|------------------------------------|---|
| 1. Mr. Narongrit Tavornvisitporn | Independent Director / Chairman of the Board of Directors /
Audit Committee Member / Nomination and Remuneration
Committee Member |
| 2. Mr. Suthi Thum-Umnausuk | Independent Director / Chairman of the Audit Committee /
Nomination and Remuneration Committee Member |
| 3. Mr. Yingyong Techarungnirun | Independent Director / Audit Committee Member |
| 4. Mr. Chung Sik Hong | Director (with management role) / Chief Executive Officer /
Chairman of the Risk Management Committee |
| 5. Mr. Prasert Treeveeranuwat | Director / Executive Committee Member / Risk Management
Committee Member |
| 6. Ms. Nita Treeveeranuwat | Director / Executive Committee Member |
| 7. Mr. Somchai Kanbuakeaw | Director / Executive Committee Member / Risk Management
Committee Member / Chairman of the Nomination and
Remuneration Committee |
| 8. Ms. Kanchana Rimpanichayakij | Director |
| 9. Mr. Charoenchai Amnatsomboonsuk | Director |



Directors present at the Meeting accounted for 100% of the total number of directors of the Company.

Executives

- | | |
|---------------------------------|--|
| 1. Mr. Yeong Cheol Choi | Chief Operating Officer
Engineering and Procurement Division Manager (Acting) |
| 2. Ms. Phornthiphat Khantheevit | Chief Financial Officer |
| 3. Mrs. Wimol Wehanarat | Support Division Manager |
| 4. Mr. Wang Youp Jhee | Construction Division Manager |
| 5. Mr. Bum Wook Kwak | Shop Division Manager |

Legal Advisor

Ms. Pannita Jantah and Mr. Titinat Predipaniyvpa from Bangkok Legal Consultant Company Limited (B.L.C.)

External Auditor

Mrs. Nattaporn Phan-Udom external auditor from PricewaterhouseCoopers ABAS Limited

Independent Representative in Vote Counting

Online Asset Company Limited

Representative Shareholder as Witness to Vote Counting

Ms. Kanokwan Thongkrut served as representative of shareholders in observing and witnessing the counting of votes.

Representative from Thai Investors Association

Mr. Pichet Isaro

The Chairman delegated the Facilitator to inform the Meeting regarding details of the Meeting and procedures in casting votes in each agenda, and **the Facilitator** elaborated on procedures for making inquiries or expressing opinion, casting votes, counting of votes, and announcement of voting results with details as follows.

Making Inquiries or Expressing Opinion

Shareholders or proxy holders who wish to make inquiries or express opinion may do so by stating their name and surname before making any such inquiry or expression of opinion. Inquiries and opinion shall be relevant to the Meeting agenda for efficient proceedings.

Casting and Counting of Votes

1. In the casting of votes, 1 share shall represent 1 vote.
2. In each agenda, ballot cards for such respective agenda shall be handed in once announcement for such action is made.
3. Approval, disapproval, or abstention votes shall be cast in writing on the ballot cards prepared by the Company, accompanied by signatory by pen, and handed to Company personnel.



4. Ballot cards which have been marked in more than 1 box shall be deemed invalid.
5. The Company uses a Barcode system in the counting of votes.

In case of proceedings not in adherence to the aforementioned, the Company shall deem that shareholders approve of the agenda proposed. For proxy holders presenting Proxy Form B, shareholders have already casted their votes.

At the end of the Meeting, the Company asks that shareholders' and proxy holders' hand in all remaining ballot cards to the Company's personnel for vote recording in the system. The Company has arranged for an interpreter to facilitate in making inquiries. Foreign shareholders may contact Ms. Yoo Jin Lee for any inquiry

Once no question was raised by shareholders, the Chairman informed the Meeting that with reference to the Invitation to the Meeting which the Company had disseminated to shareholders, the Stock Exchange of Thailand, the Securities and Exchange Commission, and the Ministry of Commerce in advance in accordance with the law, **the Meeting was declared convened with the following agenda.**

Agenda 1 To consider and adopt the Minutes of the Extraordinary General Meeting No. 2/2018 held on 5 October 2018

The Chairman asked that the Meeting consider and adopt the Minutes of the Extraordinary General Meeting No. 2/2018 held on 5 October 2018, and invited the Facilitator to inform the Meeting of details in relation to this agenda for consideration.

The Facilitator informed the Meeting that the Extraordinary General Meeting No. 2/2018 was held on 5 October 2018, and asked the Meeting to consider and adopt such minutes of the meeting, with details as shown in pages 11 - 17 of the Invitation to the Meeting, which the Company disseminated to shareholders in advance on 4 April 2019.

The Chairman gave shareholders the opportunity to raise questions. Once no further question was asked, the Chairman proposed that the Meeting consider and adopt the Minutes of the Extraordinary General Meeting No. 2/2018 held on 5 October 2018, with details as proposed.

Resolution The Meeting resolved to adopt the Minutes of the Extraordinary General Meeting No. 2/2018 held on 5 October 2018.

The Annual General Meeting passed such resolution with majority vote of shareholders attending and casting votes as follows.

Approve	207,758,047	votes	(equivalent to	100.0000%)
Disapprove	0	votes	(equivalent to	0.0000%)
Abstain	0	votes	(equivalent to	0.0000%)
Invalid Ballot	0	votes	(equivalent to	0.0000%)

Agenda 2 To acknowledge the report on the Company’s operating results for the year 2018

The Facilitator informed the Meeting that Article 35 (1) of the Company’s Articles of Association states that the Annual General Meeting of shareholders shall “consider the Board of Directors’ report with regards to the Company’s operations for the past year”.

The Board of Directors deemed it appropriate to propose the acknowledgement of the Company’s operating results for the year 2018 and the 2018 Annual Report, with details as shown in the 2018 Annual Report. The Facilitator invited Ms. Phornthiphat Khantheevit, Chief Financial Officer, to present the Company’s operating results for the year 2018 to the Meeting for acknowledgement.

Ms. Phornthiphat Khantheevit, Chief Financial Officer, informed the Meeting of the Company’s revenues and profitability with the following details.



Revenues from the Company’s operations in 2018 amounted to THB 1,387 million, and reflected continuous growth with Compound Annual Growth Rate (CAGR) of 50.27% per year from revenues at the Company’s establishment in 2013.

In 2015 - 2018, in terms of the Company’s ability to generate profits, the Company had average gross profit margin of 10% - 11%, with 10.52% in gross profit margin and 3.81% in net profit margin in 2018. The constant increase in gross profit and net profit resulted from the growth in revenues each year, coupled with efficient management of project cost and administrative expenses. The increase in administrative expenses was attributable to increased personnel expenses to support more projects. In 2018, the Company’s net profit attributable to owners of the parent amounted to THB 53 million, compared to THB 22.9 million in 2017, which reflected a growth rate of up to 131.44%. Average growth of net profit attributable to owners of the parent from 2015 - 2018 was at 40% - 70% per year.

The Chairman gave shareholders the opportunity to raise questions. Once no further question was asked, the Chairman proposed that the Meeting acknowledge the report on the Company’s operating results for the year 2018, with details as proposed.



The Facilitator informed the Meeting as this agenda was for acknowledgement, and therefore no voting was required.

Resolution The Meeting acknowledged the report on the Company's operating results for the year 2018.

Agenda 3 To consider and approve the financial statements for the year ended 31 December 2018

The Facilitator informed the Meeting that Section 112 of the Public Limited Companies Act B.E. 2535 states that "The Board of Directors shall prepare the statement of financial position and income statement as at the last day of the Company's accounting period to be proposed to the Annual General Meeting of shareholders for consideration and approval." and Article 36 (2) of the Company's Articles of Association states that the Annual General Meeting of shareholders shall "consider and approve the statement of financial position and statement of comprehensive income".

The Board of Directors deemed it appropriate to propose the approval of the consolidated and separate financial statements, comprising the consolidated and separate Statement of Financial Position as at 31 December 2018, the consolidated and separate Statement of Comprehensive Income, the consolidated and separate Statement of Changes in Equity, and the consolidated Cash Flow Statement for the accounting period ended 31 December 2018.

Such financial statements have been audited and certified by the external auditor, reviewed by the Audit Committee, and approved by the Board of Directors.

The Facilitator invited Ms. Phornthiphat Khantheevit, Chief Financial Officer, to report on the Company's Statement of Financial Position for the year 2018 with the following details.

The Company's total asset as at 31 December 2018 amounted to THB 1,149.8 million, comprising 18% in trade receivables, 24% in unbilled revenues, 32% in property, plant and equipment, 14% in other assets, and 12% in inventory. Compared to THB 729.1 million in total assets in 2017, the increase of THB 423.70 million was attributable to the increase in unbilled revenues from additional contracts in 2018, increase in property, plant and equipment to support new projects, and increase in inventory for 2 new projects, while cash decreased by THB 34.87 million from the payment of dividends.

Liabilities and equity as at 31 December 2018 amounted to THB 1,149.8 million, comprising 25% in trade payables, 37% in cash advances and unearned construction revenues, 21% in loans from financial institutions, and 14% in shareholders' equity. Compared to 2017, whereby liabilities and equity amounted to THB 729.1 million, the increase was due to increase in trade payables from the purchase of materials to support additional projects and increase in cash advances and unearned construction revenues from new projects which have been signed during 2018, while loans from financial institutions decreased during the period.

In 2018, the Company's Statement of Cash Flows comprised THB 33.29 million in cash flow generated from operating activities, THB 73.16 in cash flow used in investing activities including the purchase of equipment for new projects, and THB 16.86 million used in financing activities. Net decrease in cash amounted to THB 56.76 million, coupled with beginning cash balance of THB 91.98 million, resulted in ending cash balance of THB 35.22 million.



The Chairman gave shareholders the opportunity to raise questions. Once no further question was asked, the Chairman proposed that the Meeting approve the financial statements for the year ended 31 December 2018, with details as proposed.

The Facilitator informed the Meeting that this agenda required the approval with majority vote of shareholders attending and possessing voting rights. Shareholders who have voted to disapprove or abstain were asked to raise their hands and hand in their ballot cards to Company personnel.

Resolution The Meeting resolved to approve the financial statements for the year ended 31 December 2018.

The Annual General Meeting passed such resolution with majority vote of shareholders attending and casting votes as follows.

Approve	207,758,047	votes	(equivalent to	100.0000%)
Disapprove	0	votes	(equivalent to	0.0000%)
Abstain	0	votes	(equivalent to	0.0000%)
Invalid Ballot	0	votes	(equivalent to	0.0000%)

Agenda 4 To consider and approve the appropriation of the Company's net profit as legal reserve and for dividend payment for the year 2018

The Facilitator informed the Meeting that the Company's net profit from separate financial statements for the year 2018 amounted to THB 49.84 million with no accumulated losses. As such, the Company was able to consider the payment of dividend to shareholders.

Section 115 of the Public Limited Companies Act B.E. 2535

and Article 44 of the Company's Articles of Association state that "The Board of Directors may pay interim dividend to shareholders occasionally should it be deemed that the Company has sufficient profits to do so. Such interim dividend payment shall be reported to the next shareholders' meeting."

Section 116 of the Public Limited Companies Act B.E. 2535

and Article 45 of the Company's Articles of Association states that "The Company shall appropriate no less than 5% of its net profit for the year deducted by accumulated losses (if any) as legal reserve until the amount of legal reserve is no less than 10% of registered capital."

The Company has dividend payment policy in paying dividends of no less than 40% of net profit each year. The Board of Directors' Meeting No. 2/2019 held on 26 February 2019 resolved to approve the payment of dividends at THB 0.10 per share for the period between 1 April 2018 and 31 December 2018, totaling THB 28.00 million (before deduction of withholding tax), equivalent to 56.19% which was in accordance with the Company's policy. Record date was on 13 March 2019 and dividend will be paid on 17 May 2019. The Company had also appropriated net profit as legal reserve of no less than 5%, amounting to THB 2,491,756.



The Chairman gave shareholders the opportunity to raise questions. Once no further question was asked, the Chairman proposed that the Meeting approve the appropriation of the Company's net profit as legal reserve and for dividend payment for the year 2018, with details as proposed.

The Facilitator informed the Meeting that this agenda required the approval with majority vote of shareholders attending and possessing voting rights. Shareholders who have voted to disapprove or abstain were asked to raise their hands and hand in their ballot cards to Company personnel.

Resolution The Meeting resolved to approve the payment of dividends at THB 0.10 per share, totaling THB 28.00 million (before deduction of withholding tax) (equivalent to 56.19% of net profit from separate financial statements, in accordance with the Company's policy) to be paid on Friday, 17 May 2019.

The Annual General Meeting passed such resolution with majority vote of shareholders attending and casting votes as follows.

Approve	207,758,047	votes	(equivalent to	100.0000%)
Disapprove	0	votes	(equivalent to	0.0000%)
Abstain	0	votes	(equivalent to	0.0000%)
Invalid Ballot	0	votes	(equivalent to	0.0000%)

Agenda 5 To consider and approve the appointment of directors in replacement of those due to retire by rotation

The Chairman informed the Meeting that for compliance with good governance principles and for transparency, directors who have been nominated for election back in position for another term including Mr. Narongrit Tavorntisitporn, Mr. Prasert Treeveeranuwat, and Mr. Somchai Kanbuakeaw, have requested to temporarily leave the Meeting room to give shareholders the opportunity to freely and fully make inquiries and express their opinion. For smooth proceedings of the Meeting, the Chairman invited Mr. Suthi Thum-Umnausuk, Chairman of the Audit Committee, to proceed with the Meeting in place of the Chairman, whereby the 3 directors will return to the Meeting room once voting for this agenda had concluded.

The Facilitator informed the Meeting that the Public Limited Companies Act B.E. 2535 and Article 15 of the Company's Articles of Association states that "In the Annual General Meeting held each year, one-third (1/3) of directors shall vacate position. Directors vacating position may be reelected for position." Article 14 of the Company's Articles of Association states that the Annual General Meeting of shareholders shall "consider the appointment of directors in replacement of those due to retire by rotation". In the 2019 Annual General Meeting, 3 directors due to retire are as follows.

1. Mr. Narongrit Tavorntisitporn Independent Director, Chairman of the Board of Directors, Audit Committee Member, and Nomination and Remuneration Committee Member
2. Mr. Prasert Treeveeranuwat Director, Executive Committee Member, and Risk Management Committee Member



3. Mr. Somchai Kanbuakeaw Director, Executive Committee Member, Risk Management Committee Member, and Chairman of the Nomination and Remuneration Committee

The Board of Directors (excluding those with stake in the matter) deemed it appropriate to propose the approval of appointment of 3 directors, namely, Mr. Narongrit Tavornvisitporn, Mr. Prasert Treeveeranuwat, and Mr. Somchai Kanbuakeaw, back into directorship in the same committee and position for another term. The Board of Directors are of the opinion that such individuals are qualified, knowledgeable, capable, and experienced, able to contribute benefits to the Company's business operations. In addition, such individuals undertake their duties with responsibility, caution, honesty, and possess complete qualifications in accordance with the Public Limited Companies Act B.E. 2535.

Directors proposed for election do not hold positions as director or executive in companies which operate the business in competition with the Company or companies which may pose conflicts of interest, and have passed the Board of Directors' consideration process regarding appropriate qualifications suitable for the Company's business.

Years in Position as Independent Director

Names	Position	Appointment	Term in Position
1. Mr. Narongrit Tavornvisitporn	Independent Director, Chairman of the Board of Directors, Audit Committee Member, and Nomination and Remuneration Committee Member	2017	1 year
2. Mr. Prasert Treeveeranuwat	Director, Executive Committee Member, and Risk Management Committee Member	2016	2 years
3. Mr. Somchai Kanbuakeaw	Director, Executive Committee Member, Risk Management Committee Member, and Chairman of the Nomination and Remuneration Committee	2015	3 years

Mr. Suthi Thum-Uмнаysuk, acting Chairman of the Meeting, gave shareholders the opportunity to raise questions. Once no further question was asked, the Chairman proposed that the Meeting approve appointment of directors in replacement of those due to retire by rotation, with details as proposed.

The Facilitator informed the Meeting that this agenda required the approval with majority vote of shareholders attending and possessing voting rights.

Agenda 5.1 Appointment of Mr. Narongrit Tavornvisitporn back into directorship in the same position received the following votes.



CAZ (Thailand) Public Co., Ltd.

Approve	207,758,047	votes	(equivalent to	100.0000%)
Disapprove	0	votes	(equivalent to	0.0000%)
Abstain	0	votes	(equivalent to	0.0000%)
Invalid Ballot	0	votes	(equivalent to	0.0000%)

In this agenda, **Mr. Narongrit Tavornvisitporn** received approval with majority vote of shareholders attending and casting votes.

Agenda 5.2 Appointment of Mr. Prasert Treeveeranuwat back into directorship in the same position received the following votes.

Approve	205,168,388	votes	(equivalent to	98.7535%)
Disapprove	0	votes	(equivalent to	0.0000%)
Abstain	2,589,659	votes	(equivalent to	1.2465%)
Invalid Ballot	0	votes	(equivalent to	0.0000%)

Remark: Mr. Prasert Treeveeranuwat held 2,589,659 shares and abstained from voting for compliance with good corporate governance principles and transparency.

In this agenda, **Mr. Prasert Treeveeranuwat** received approval with majority vote of shareholders attending and casting votes.

Agenda 5.3 Appointment of Mr. Somchai Kanbuakeaw back into directorship in the same position received the following votes.

Approve	207,757,847	votes	(equivalent to	99.9999%)
Disapprove	0	votes	(equivalent to	0.0000%)
Abstain	200	votes	(equivalent to	0.0001%)
Invalid Ballot	0	votes	(equivalent to	0.0000%)

Remark: Mr. Somchai Kanbuakeaw held 200 shares and abstained from voting for compliance with good corporate governance principles and transparency.

In this agenda, **Mr. Somchai Kanbuakeaw** received approval with majority vote of shareholders attending and casting votes.

Resolution The Meeting resolved to approve the re-appointment of the three aforementioned directors back into position for another term with majority vote of shareholders attending and casting votes.

Agenda 6 To consider and approve remuneration for the Board of Directors for the year 2019

Mr. Suthi Thum-Uмнауsuk invited Mr. Narongrit Tavornvisitporn, Mr. Prasert Treeveeranuwat, and Mr. Somchai Kanbuakeaw back into the Meeting room and Mr. Narongrit Tavornvisitporn, as Chairman of the Meeting, asked the Meeting to consider and approve remuneration for the Board of Directors for the year 2019 and delegated the Facilitator to inform the Meeting of the details for this agenda.



The Facilitator informed the Meeting that Section 90 of the Public Limited Companies Act B.E. 2535 states that “the Company shall not pay to directors cash or assets except for remuneration in accordance with the Company’s Articles of Association” and Article 16 of the Company’s Articles of Association states that “directors are entitled to remuneration from the Company in the form of gratuity, meeting allowance, pension, bonus, or other forms of remuneration”.

In 2018, meeting allowance paid to 10 directors amounted to THB 1,190,000, with the following details.

Names	2017	2018
1. Mr. Narongrit Tavornvisitporn	10,000.00	230,000.00
2. Mr. Suthi Thum-Umnauysuk	12,500.00	205,500.00
3. Mr. Yingyong Techarungnirun	10,000.00	190,000.00
4. Mr. Chung Sik Hong	-	120,000.00
5. Mr. Yeong Cheol Choi*	-	36,000.00
6. Ms. Nita Treeveeranuwat	-	120,000.00
7. Mr. Prasert Treeveeranuwat	-	120,000.00
8. Mr. Somchai Kanbuakeaw	-	132,500.00
9. Ms. Kanchana Rimpanichayakij	-	12,000.00
10. Mr. Charoenchai Amnatsomboonsuk	-	24,000.00
Total	32,500.00	1,190,000.00

***Remark:** Mr. Yeong Cheol Choi resigned from directorship and Mr. Charoenchai Amnatsomboonsuk was appointed as director in replacement in accordance with the resolution of the Extraordinary General Meeting No. 2/2018 held on 5 October 2018.

The Board of Directors deemed it appropriate to propose the approval of remuneration for the Board of Directors for the year 2019 in the form of meeting allowance not exceeding THB 1,500,000 (one million and five hundred thousand baht only), taking into consideration the type of business and relationship to the Company’s operating results in line with the normal conditions of the market and the same industry, as well as suitability to roles and responsibilities of the Board of Directors, with the following details.

Committee	2019 (Proposed)	2018
	Meeting Allowance / Meeting / Person	Meeting Allowance / Meeting / Person
Chairman of the Board of Directors	15,000	15,000
Director	12,000	12,000
Chairman of the Audit Committee	12,500	12,500
Audit Committee Member	10,000	10,000
Chairman of the Nomination and Remuneration Committee	12,500	12,500
Nomination and Remuneration Committee Member	10,000	10,000



The Chairman gave shareholders the opportunity to raise questions. Once no further question was asked, the Chairman proposed that the Meeting approve remuneration for the Board of Directors for the year 2019, with details as proposed.

The Facilitator informed the Meeting that this agenda required the approval with no less than two-thirds of total votes of shareholders attending the Meeting. Shareholders who have voted to disapprove or abstain were asked to raise their hands and hand in their ballot cards to Company personnel.

Resolution The Meeting resolved to approve remuneration for the Board of Directors for the year 2019 in the form of meeting allowance not exceeding THB 1,500,000 (one million and five hundred thousand baht only).

The Annual General Meeting passed such resolution with no less than two-thirds of total votes of shareholders attending the Meeting as follows.

Approve	207,758,047	votes	(equivalent to	100.0000%)
Disapprove	0	votes	(equivalent to	0.0000%)
Abstain	0	votes	(equivalent to	0.0000%)
Invalid Ballot	0	votes	(equivalent to	0.0000%)

Agenda 7 To consider and approve the appointment of the Company's external auditor and the determination of audit fees for the year 2019

The Facilitator informed the Meeting that Section 120 of the Public Limited Companies Act B.E. 2535 states that "the Annual General Meeting held each year shall appoint the Company's auditor and determine audit fees, and the former auditor may be reappointed" and Section 121 of the Public Limited Companies Act B.E. 2535 states that "the auditor shall not be director, personnel, employee, or undertake any position in the Company". In addition, Article 42 of the Company's Articles of Association specifies that the Annual General Meeting held each year shall appoint the Company's auditor and determine audit fees.

The Audit Committee deemed it appropriate to propose to the Board of Directors for proposal to the Annual General Meeting the consideration and approval of the appointment of Mr. Boonlert Kamolchanokkul, Certified Public Accountant No. 5339, Mr. Kajornkiet Aroonpirodkul, Certified Public Accountant No. 3445, and Mr. Chanchai Chaiprasit, Certified Public Accountant No. 3760 from PricewaterhouseCoopers ABAS Limited as the Group of Companies' external auditor with one of the above-mentioned individuals performing the audit and expression of opinion on the Company's financial statements. The Audit Committee is of the opinion that PricewaterhouseCoopers ABAS Limited has standards and expertise in conducting audit, and is able to provide advice relating to accounting, tax, and internal control system, and thus deemed it appropriate to propose to the Board of Directors the determination of audit fees comprising THB 3,240,000 for the audit of CAZ (Thailand) Public Company Limited and THB 460,000 for the audit of JKEC Company Limited, totaling THB 3,700,000. Such fees do not include miscellaneous expenses incurred from actual performance of duties, and the comparison between audit fees for 2018 and 2019 is as follows.



Company	Audit Fees		
	2018	2019	Change
CAZ (Thailand) Public Company Limited	2,880,000	3,240,000	
Subsidiary (1 company)	370,000	460,000	
Total	3,250,000	3,700,000	13.85%

The Board of Directors have considered and deemed it appropriate to propose the approval of Mr. Boonlert Kamolchanokkul*, Certified Public Accountant No. 5339, Mr. Kajornkiet Aroonpirodkul, Certified Public Accountant No. 3445, and Mr. Chanchai Chaiprasit, Certified Public Accountant No. 3760 from PricewaterhouseCoopers ABAS Limited as the Group of Companies' external auditor with one of the above-mentioned individuals performing the audit and expression of opinion on the Company's financial statements, and the determination of audit fees comprising THB 3,240,000 for the audit of CAZ (Thailand) Public Company Limited and THB 460,000 for the audit of JKEC Company Limited, totaling THB 3,700,000, excluding miscellaneous expenses incurred from actual performance of duties.

The Chairman gave shareholders the opportunity to raise questions. Once no further question was asked, the Chairman proposed that the Meeting approve the appointment of the Company's external auditor and the determination of audit fees for the year 2019.

The Facilitator informed the Meeting that this agenda required the approval with majority vote of shareholders attending and possessing voting rights. Shareholders who have voted to disapprove or abstain were asked to raise their hands and hand in their ballot cards to Company personnel.

Resolution The Meeting resolved to approve the appointment of the Company's external auditor and the determination of audit fees for the year 2019 with Mr. Boonlert Kamolchanokkul*, Certified Public Accountant No. 5339, Mr. Kajornkiet Aroonpirodkul, Certified Public Accountant No. 3445, and Mr. Chanchai Chaiprasit, Certified Public Accountant No. 3760, and/or other auditors from PricewaterhouseCoopers ABAS Limited on the list of auditors approved by the Securities and Exchange Commission as the Group of Companies' external auditor with one of the above-mentioned individuals performing the audit and expression of opinion on the Company's financial statements. Audit fees include THB 3,240,000 for the audit of CAZ (Thailand) Public Company Limited and THB 460,000 for the audit of JKEC Company Limited, totaling THB 3,700,000, excluding miscellaneous expenses incurred from actual performance of duties.

The Annual General Meeting passed such resolution with majority vote of shareholders attending and casting votes as follows.

Approve	207,758,047	votes	(equivalent to	100.0000%)
Disapprove	0	votes	(equivalent to	0.0000%)
Abstain	0	votes	(equivalent to	0.0000%)
Invalid Ballot	0	votes	(equivalent to	0.0000%)

***Remark:** The resolution of the Board of Directors' Meeting No. 2/2019 held on 26 February 2019 approved the appointment of Mrs. Anutai Poomsurakul whereby PricewaterhouseCoopers ABAS Limited later had internal



restructuring and asked that Mr. Boonlert Kamolchanokkul, Certified Public Accountant No. 5339 replace Mrs. Anutai Poomsurakul, Certified Public Accountant No. 3873 as the Company's auditor.

Agenda 8 Other business (if any)

The Chairman thanked shareholders in making inquiries and gave shareholders the opportunity to raise any additional questions.

The Facilitator informed the Meeting that Section 105 Paragraph 2 of the Public Limited Companies Act B.E. 2535 states that "Shareholders representing at least one-third in aggregate of outstanding shares may request the Meeting to consider other matters than those specified in the invitation to the Meeting."

The Board of Directors deemed it appropriate to include this agenda to give shareholders the opportunity to propose the consideration of other agenda in addition to those stipulated by the Board of Directors in this Meeting.

The Chairman gave shareholders the opportunity to propose any additional agenda or raise any additional questions.

The Facilitator then informed the Meeting that shareholders who wish to make inquiries or express opinion following this Meeting may contact the Company Secretary at 038-606-242 or the Investor Relations officer at info@caz.co.th or through the Investor Relations tab on the Company website www.caz.co.th.

The Chairman gave shareholders the opportunity to raise questions. Once no further question was asked, the Chairman thanked all shareholders who have devoted their time to attend the Meeting and declared the Meeting adjourned.

The Meeting adjourned at 02:30 p.m.

Signed.......... Chairman of the Meeting

(Mr. Narongrit Tavornvisitporn) Chairman of the Board of Directors

Signed.......... Secretary to the Meeting

(Ms. Nattiya Charusombat) Company Secretary



Enclosure 2

The Company's Articles of Association Relating to Shareholders' Meetings

Section 5 Shareholders' Meetings

Article 30. The Board of Directors shall call for shareholders' meeting as Annual General Meeting within four (4) months from the end of the Company's fiscal year.

Any shareholders' meetings other than the aforementioned shall be called Extraordinary General Meeting which may be called by the Board of Directors at any time as deemed appropriate. One or several shareholders holding shares in aggregate representing no less than ten (10) percent of outstanding shares may subscribe their names and issue a written request to the Board of Directors to call for an Extraordinary General Meeting at any time, provided that written request must clearly state the matters and reasons for calling such meeting. In this regard, the Board of Directors shall arrange to convene the shareholders' meeting within forty-five (45) days from the date of receipt of such request.

In case the Board of Directors fails to convene the meeting within the period set out in the second paragraph, shareholders subscribing their names in the request or any other shareholder holding shares in aggregate representing the specified number of shares may call the meeting by themselves within forty-five (45) days from the expiration of the period in the second paragraph. Such meeting shall be deemed as called by the Board of Directors and the Company shall be responsible for necessary expenses incurred by such meeting and arrange for appropriate facilitation for such meeting.

In case the meeting called by shareholders pursuant to the third paragraph fails to form a quorum as specified in Article 33, shareholders in the third paragraph shall jointly reimburse any and all expenses incurred from convening such meeting to the Company.

Article 31. In the calling of shareholders' meetings, the Board of Directors shall prepare written notice specifying the venue, date, time, and agenda of the meeting as well as matters to be proposed to the meeting with appropriate details and clear indication of each matter whether the matter is for acknowledgement, approval, or consideration along with the Board of Directors' opinion on the matter. Such meeting invitation shall be disseminated to shareholders and the registrar no less than seven (7) days prior to the date of the meeting. In addition, the invitation shall be advertised in newspaper for a period of no less than three (3) consecutive days and no less than three (3) days prior to the date of the meeting.

The venue of the meeting shall be in the area where the Company's head office is located or any province throughout the country or any other place as the Board of Directors deemed it appropriate.



Article 32. At shareholders' meetings, shareholders may grant proxy to any other person to attend on vote on their behalf. The proxy form shall be dated and signed by the proxy grantor in the form prescribed by the registrar.

Such proxy form shall be handed to the Chairman of the meeting or any other person specified by the Chairman at the meeting before entrance into the meeting.

Article 33. The number of shareholders attending the Meeting in person and through proxy holders (if any) shall be no less than 25 persons representing no less than one-third of total outstanding shares or the number of shareholders attending the Meeting in person and through proxy holders (if any) shall be no less than one-half of the total number of shareholders representing no less than one-third of total outstanding shares to constitute a quorum.

In the event that a quorum of any shareholders' meeting is not formed as required after one (1) hour has passed, such meeting shall be cancelled if the meeting is called by the request of shareholders. However, if the meeting is not called by the request of shareholders, a subsequent meeting shall be convened and the invitation to the subsequent meeting shall be sent to shareholders no less than seven (7) days prior to the date of the meeting. For such subsequent meeting, no quorum shall be required.

The Chairman of the Board of Directors shall be the Chairman of the meeting. In case the Chairman of the Board of Directors is not present or unable to perform such duties, the vice-chairman shall be the Chairman of the meeting. If there is no such vice-chairman or the vice-chairman is unable to perform such duties, shareholders present shall elect one shareholder to be Chairman of the meeting.

Article 34. Each shareholder shall have one (1) vote per one (1) share held. Any shareholder having special interest in any matter shall have no right to vote on the matter, except for the appointment of directors. The resolution of shareholders' meeting shall comprise of the following votes.

(1) In ordinary event, majority vote of shareholders attending and possessing voting rights is required to pass a resolution. In case of a tie, the Chairman of the meeting shall cast an additional vote.

(2) In the following cases, no less than three-fourths (3/4) of votes of shareholders attending and possessing voting rights is required to pass a resolution.

(a) Sale or transfer of the whole or substantial parts of the Company's business to other persons



- (b) Acquisition or acceptance of business transfer of other companies or private companies as part of the Company's business
- (c) Execution, amendment, or termination of any contract relating to leasing out the whole or substantial parts of the Company's business, the assignment of other persons to manage the business of the Company, or the amalgamation of the business with other persons with the intent to share profit and loss
- (d) Amendment to the Memorandum of Association or Articles of Association
- (e) Increase or decrease of registered capital of the Company, or issuance of debentures
- (f) Amalgamation or dissolution of the Company
- (g) Restructuring of debt through equity issuance to repay debtors in changing debt into equity
- (h) Other cases as specified in the Securities and Exchange Law

Casting of votes shall be done with disclosure unless no less than five (5) shareholders request the casting of votes to be done in secret prior to the casting of votes and the meeting is in agreement. Procedures on casting of votes in secret shall in accordance with specifications announced by the Chairman of the meeting.

Article 37. The Chairman of the shareholders' meetings shall oversee that such meetings are in accordance with laws and the Articles of Association on that matter (if any) and proceed with the agenda in the order specified in the meeting invitation unless shareholders in aggregate representing no less than two-thirds (2/3) of total votes of shareholders attending the meeting resolve to change the order of the agenda.

Once the meeting has considered all agenda, shareholders in aggregate representing no less than one-third (1/3) of outstanding shares request the consideration of additional agenda than those specified in the meeting invitation.

In case consideration of set agenda in order and/or additional agenda proposed by shareholders are not complete (as may be the case) and it is necessary to postpone consideration, the meeting shall specify the venue, date, and time of the subsequent meeting and the invitation to such meeting shall be disseminated to shareholders no less than seven (7) days prior to the date of the meeting. In addition, the invitation shall be advertised in newspaper for a period of no less than three (3) consecutive days and no less than three (3) days prior to the date of the meeting.



CAZ (Thailand) Public Co., Ltd.

Enclosure 3

Information on Independent Director Proposed as Proxy for Shareholders

Shareholders who are not able to attend the meeting in person may grant proxy to the Company's independent director with details as follows.

A portrait photograph of Mr. Suthi Thum-Umnauysuk, an elderly man with grey hair, wearing a dark blue suit jacket, a light blue shirt, and a blue patterned tie.	<p>Full Name: Mr. Suthi Thum-Umnauysuk Position : Chairman of the Audit Committee / Independent Director / Nomination and Remuneration Committee Member Age: 72 years Address: 155/98 Moo 10, Surasak Subdistrict, Sriracha District, Chonburi 20110 Special interest in consideration of any agenda: -none-</p>
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Enclosure 4

Explanation on the Registration Process, Appointment of Proxies, and Vote Casting

Registration of attendees to the Extraordinary General Meeting of Shareholders No. 1/2019 of CAZ (Thailand) Public Company Limited specifies verification of documents or evidence indicating shareholding or representation of a shareholder eligible to attend the Meeting. For convenience during registration, shareholders or representatives of shareholders (proxy holders) attending the Meeting are requested to bring along the invitation to the Meeting, registration form, or proxy form as well as national identification card or identification document issued by government agencies as proof of identification.

The Company reserves the right of leniency in considering evidence indicating shareholding or representation of a shareholder eligible to attend the Meeting on a case-by-case basis as the Company deems appropriate.

1) Documents Required Before Attending the Meeting

Natural Person / Individual

1. Attendance in Person Shareholders are to present valid documentation issued by government agencies such as national identification card, government official identification card, driver license, or passport (for foreign investors). Should such shareholders previously change their name or surname, supporting documentation shall also be presented

2. Attendance by Proxy Please present the following documentation

2.1 Proxy form accompanying this invitation to the meeting (any form) completely filled out, signed by the shareholder (proxy grantor) and proxy holder, and affixed THB 20 stamp duty which has been crossed out and dated on the day such proxy form was written

2.2 Certified true copy of documentation issued by government agencies of the shareholder (proxy grantor) in accordance with specifications in 1.

2.3 Certified true copy of documentation issued by government agencies of the proxy holder in accordance with specifications in 1.

Juristic Person

1. Attendance in Person by Authorized Director

1.1 Documentation issued by government agencies to representatives of the juristic person, as the case of a natural person in accordance with specifications in 1.

1.2 Certified true copy, by the representatives of the juristic person (directors), of the juristic person's certificate of registration (Affidavit) issued by the Department of Business Development, Ministry of Commerce for a period no longer than 30 days which contains a statement indicating that the representative attending the Meeting is authorized to act on behalf of such juristic person who is the shareholder



2. Attendance by Proxy

2.1 Proxy form accompanying this invitation to the meeting (any form) completely filled out, signed by representatives of the juristic person (directors) as proxy grantor and proxy holder, and affixed THB 20 stamp duty which has been crossed out and dated on the day such proxy form was written

2.2 Certified true copy, by the representatives of the juristic person (directors), of the juristic person's certificate of registration (Affidavit) issued by the Department of Business Development, Ministry of Commerce for a period no longer than 30 days which contains a statement indicating that the representative attending the Meeting is authorized to act on behalf of such juristic person who is the shareholder

2.3 Certified true copy of documentation issued by government agencies to representatives of the juristic person, as the case of a natural person in accordance with specifications in 1. as proxy grantor

2.4 Certified true copy of documentation issued by government agencies of the proxy holder, as the case of a natural person in accordance with specifications in 1.

3. Foreign Investors who Appoint Thailand Securities Depository Company Limited (TSD) as Custodian

3.1 Please prepare and present documentation as the case of juristic persons in 1. or 2.

3.2 Foreign investors who authorize Thailand Securities Depository Company Limited (TSD) to sign the proxy form on behalf of the shareholder are to present the following additional documentation.

1) Power of attorney granted by shareholder to TSD as custodian by which the custodian is appointed to sign the Proxy Form on behalf of such shareholder with affixed THB 20 stamp duty which has been crossed out and dated on the day the proxy form was written

2) A certification indicating that the authorized signatory of the proxy form is licensed to operate Thailand Securities Depository Company Limited (TSD).

Documents with original copies in English are to be translated into Thai, certified for translation by the shareholder or representatives of such juristic person, and attached along with.

2) Granting Proxy

The Company has attached 3 proxy forms consisting of Proxy Form A, Proxy Form B, and Proxy Form C for each shareholder in accordance with the specifications of the Department of Business Development, Ministry of Commerce Re: Prescription of Proxy Forms (No. 5) B.E 2550 with details as follows.

- Proxy Form A constitutes general form which is simple and uncomplicated
- Proxy Form B specifies various particulars with clear and concise details
- Proxy Form C is for foreign investors who appoint Thailand Securities Depository Company Limited (TSD) as custodian



Shareholders who are unable to attend the Meeting in person may grant proxy and proceed as follows.

1. Choose **only one** proxy form from the above

1.1 Ordinary shareholders may choose Proxy Form A or Proxy Form B

1.2 Shareholders whose names appear in the register of foreign investors who appoint Thailand Securities Depository Company Limited (TSD) as custodian may choose either one of the 3 forms (Proxy Form A, Proxy Form B, or Proxy Form C)

2. Grant proxy to an individual as per the intent of shareholders or choose to grant proxy to the Company's independent director, specifying the name and details of the proxy holder or marking the box in front of the Company's independent director's name as specified in the proxy form, granting proxy to only one person to attend the Meeting.

3. Affix THB 20 stamp duty and cross out and date the day which the proxy form was written for legal binding. The Company facilitates in the affixing of stamp duty for proxy holders attending the Meeting.

4. Send the proxy form through post to the Company Secretary Office before Wednesday, 26 June 2019 or at least 30 minutes before the start of the Meeting to ensure that the Company's staff have sufficient time to verify documents in time for the Meeting.

Shareholders granting proxy shall not distribute to may proxy holders to vote separately, and proxy granted shall be the number of shares held by such shareholders. Granting proxy in some portion less than the shareholding is not allowed unless for the case of Thailand Securities Depository Company Limited (TSD) which foreign investors appointed as custodian in accordance with Proxy Form C.

3) Registration for the Meeting

Registration for the Meeting shall commence at least 1 hour before the start of the Meeting, or from 12.30 p.m. onwards on Monday, 1 July 2019 at 1.30 p.m. at Meeting Room A in the Engineering Building, of the Company's Headquarters 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150 with details as shown in the map of the Extraordinary General Meeting of Shareholders No. 1/2019 accompanying this meeting invitation.

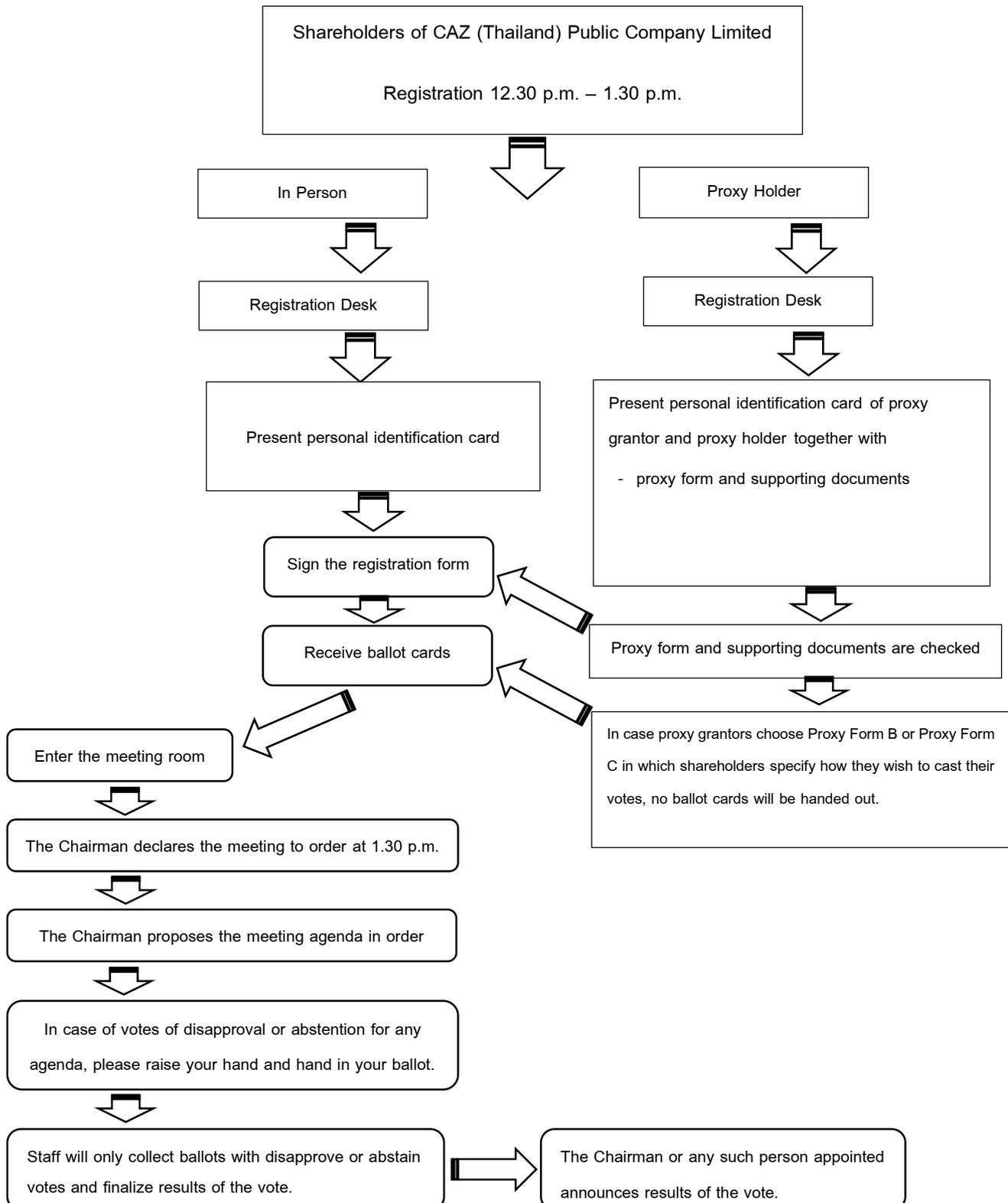


Enclosure 5

Procedures for the Extraordinary General Meeting of Shareholders No. 1/2019

CAZ (Thailand) Public Company Limited

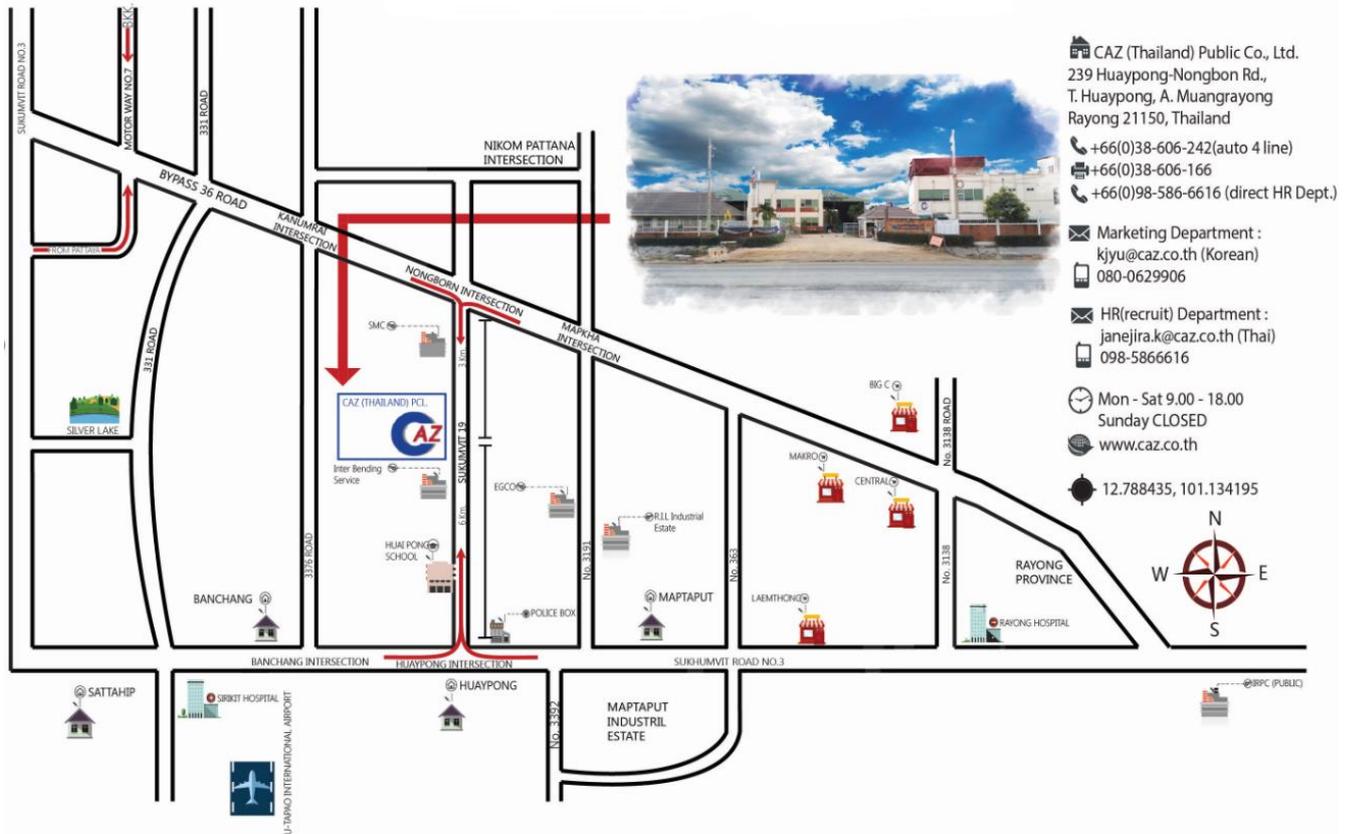
Monday, 1 July 2019





CAZ (Thailand) Public Co., Ltd.

Map of CAZ (Thailand) Public Company Limited Headquarters



The Company has arranged for buses to facilitate commute of shareholders in attending the Extraordinary General Meeting of Shareholders No. 1/2019 at the Company's headquarters in Rayong. Pick-up and drop-off point is at the Stock Exchange of Thailand, whereby shareholders may get on the bus from 8.15 a.m. – 9.15 a.m.

Shareholders who wish to utilize the Company's bus transportation service to attend the Meeting shall **inform of such intention** through email at nattiya.p@caz.co.th by **Wednesday, 26 June 2019** for the Company to make appropriate preparations.