



CAZ No. BOD-05-2562

28 May 2019

Subject: Notification of Extraordinary General Meeting of Shareholders meeting date and agenda of  
No.1/2562 for approval raised fund using objectives of the Initial Public Offering (IPO)

Attention: The President,  
The Stock Exchange of Thailand

CAZ (Thailand) Public Company Limited ("Company") has the Board of directors meeting No. 5/2562, held on 28 May 2019, at 1.00 p.m., At Meeting Room A in the Engineering Building, of the Company's Headquarters. Located on 239 Huaypong-Nongbon Road, T. Huaypong A. Muangrayong, Rayong 21150. The conclusion of Board's resolution as follows;

1. The Board of directors approved to change the objectives of raised fund using **from** use as collateral with Bank **to be** purchase new land, factory building in Rayong's industrial area by condition of budget shall not over than 100 Million Baht. Then, the Company will use this new assets as collateral to the Bank by replace TAKUNI Group Public Company Limited's assets (TAKUNI) which are currently used as collateral to the Bank.

To comply with Captial 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:

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



<b>Raised fund using objectives of IPO (Referred prospectus)</b>	<b>Approximately amount (Million Baht)</b>	<b>Approximately duration period of fund using</b>
1. To use as collateral with Bank <sup>1</sup>	100.00	On processing of the bank <sup>2</sup>
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
<b>Total</b>	<b>292.72</b>	

Note: <sup>1</sup>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 / <sup>2</sup>According to the prospectus proceed period on January - February 2019

<b>New changing raised fund using objectives</b>	<b>Amount (Million Baht)</b>	<b>Approximately duration period of fund using</b>
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
<b>Total</b>	<b>292.70</b>	

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

1.2 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. Moreover, the purchase of the land and factory building is considered an Acquisition of Assets of a Listed Companies according to the Notification of the Capital Market Supervisory Board No. Tor. Jor. or Disposition of Assets dated August 31, 2008 and additional amendments and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 dated October 29, 2004 ("Notification of

Acquisition or Disposition") which CAZ (Thailand) Public Company Limited has details of calculation of Transaction size based on information from the financial statements of the Company as of March 31, 2019. When calculating the size of the transaction combined with the development of the project as residential, the maximum transaction size is 7.96% which is based on the announcement of the acquisition or disposal, the company does not have to take any action.

#### The transaction size calculation

Criteria	Calculation	Transaction
Net tangible asset	Cannot be calculated	
Profit	Cannot be calculated	
Consideration value	<u>100.00 MB (Value of income acquired)</u>  1,256.53 (Company assets)	7.96%
Share capital	Cannot be calculated because there is no issuance of new shares	

1.3 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.

1.4 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.



1.5 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.

2. Resolved to approve the date of June 12, 2019 to be the date for shareholders' rights (Record Date) to attend the Extraordinary General Meeting of Shareholders No. 1/2019.

3. Resolved to approve the Extraordinary General Meeting of Shareholders No. 1/2019 on Monday July 1, 2019, at 1.30 p.m., At Meeting Room A in the Engineering Building, of the Company's Headquarters No.239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150. The meeting agenda are as follows;

- Agenda 1 To consider approving the minutes of the Annual General Meeting of Shareholders for the year 2019, on 18 April 2019
- Agenda 2 To consider and approve the change using raised fund objectives of new ordinary share offering to IPO
- Agenda 3 Other (if any)

Please be informed accordingly

Yours Sincerely,

(Mr. Chung Sik Hong)

Chief Executive Officer