



CAZ (Thailand) Public Co., Ltd.

Invitation to the

2019

Annual General Meeting of Shareholders

CAZ (Thailand) Public Company Limited

Thursday, 18 April 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 displaying barcode 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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CAZ (Thailand) Public Co., Ltd.

Ref: AGM-001-2019

4 April 2019

Subject: Invitation to the 2019 Annual General Meeting of Shareholders

To: Shareholders of CAZ (Thailand) Public Company Limited

- Enclosures**
1. Minutes of the Extraordinary General Meeting No. 2/2018 held on 5 October 2018
 2. 2018 Annual Report including the statement of financial position and income statement in QR Code format
 3. Information on individuals proposed for directorship in replacement for those due to retire by rotation
 4. The Company's Articles of Association relating to shareholders' meetings
 5. Information on independent directors currently in position proposed as proxy for shareholders
 6. Explanation on the registration process, appointment of proxies, and vote casting
 7. Registration form for meeting attendance
 8. Map of the 2019 Annual General Meeting venue
 9. 2018 Annual Report (hard copy) request form
 10. 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 2019 Annual General Meeting of Shareholders on Thursday, 18 April 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 Extraordinary General Meeting No. 2/2018 held on 5 October 2018

Facts and Rationale: The Extraordinary General Meeting No. 2/2018 was held on 5 October 2018 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 Extraordinary General Meeting No. 2/2018 held on 5 October 2018, 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 acknowledge the report on the Company's operating results for the year 2018

Facts and Rationale: 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 summarized the Company's operating results for the year 2018 with details as shown in the 2018 Annual Report accompanying this meeting invitation.

Opinion of the Board: 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 **Enclosure 2**.

Voting Requirement: This agenda is for acknowledgement and voting is not required.

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

Facts and Rationale: 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". Details on the Company's operating results appear in the 2018 Annual Report in QR Code format accompanying this meeting invitation.



Opinion of the Board: The Board of Directors deemed it appropriate to propose the consideration and approval of consolidated financial statements of the Company and its subsidiary and separate financial statements of the Company comprising of the consolidated and separate statements of financial position as at 31 December 2018, consolidated and separate statements of comprehensive income, consolidated and separate statements of changes in equity, and consolidated and separate cash flow statements for the accounting period ended 31 December 2018, which have been audited and signed by the Company's external auditor, PricewaterhouseCoopers ABAS Limited, reviewed by the Audit Committee, and approved by the Board of Directors. Key information on the Company's financial position and operating results for the year 2018 can be summarized as follows.

Summary of the Company's Financial Statements

Unit: THB million (except earnings per share)

Statement of Financial Position	Consolidated Financial Statements	Separate Financial Statements
Total assets	1,149.76	1,184.72
Total liabilities	988.16	1,032.79
Paid-up capital	100.00	100.00
Total equity attributable to owners of the Company	157.85	151.93
Statement of Comprehensive Income	Consolidated Financial Statements	Separate Financial Statements
Total revenues	1,389.87	1,392.51
Net profit attributable to equity holders of the Company	52.98	49.84
Earnings per share attributable to equity holders of the Company (THB per share)	0.26	0.25

Such information appears in the 2018 Annual Report in QR Code format accompanying this meeting invitation.

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



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

Facts and Rationale: The Company's dividend payment policy states that the Company shall pay dividends of no less than 40% of net profit from separate financial statements of the Company after deduction of corporate income tax and statutory reserve. However, such dividend payment shall not pose significant impact on the Company's normal business operations. Section 115 of the Public Limited Companies Act B.E. 2535 and Article 44 of the Company's Articles of Association states that "Dividends shall be paid within (1) month from the date of the shareholders' meeting or Board of Directors' Meeting resolution, as may be the case, and written notice shall be sent to shareholders as well as advertised in newspapers regarding such dividend payment for a period of at least (3) consecutive days." Moreover, 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's net profit from its separate financial statements amounted to THB 49.84 million for the year 2018, with no accumulated losses. As such, the Board of Directors deemed it appropriate to consider the payment of dividends to shareholders at THB 0.10 per share, totaling THB 28.00 million (before the deduction of withholding tax), equivalent to 56.19% of net profit from separate financial statements which is consistent with the Company policy. The Board of Directors' Meeting No. 20/2019 held on 26 February 2019 approved such dividend payment from the Company's operating results from 1 April 2018 – 31 December 2018.

The Company has appropriated THB 2,491,756 of net profit from operating results for the year 2018 as legal reserve, reflecting a portion of no less than 5%.

Opinion of the Board: The Board of Directors deemed it appropriate to propose the consideration and approval of appropriation of net profit for dividend payment for the year 2018 from the Company's operating results from 1 April 2018 – 31 December 2018 at THB 0.10 per share, totaling THB 28.00 million (before the deduction of withholding tax) with record date on Wednesday, 13 March 2019 and payment date on Friday, 17 May 2019.

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



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

Facts and Rationale: 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. If the number of directors is not a multiple of (3), the number of directors closest to one-third shall vacate position. In the first and second year after registration of the Company, directors who will vacate position shall be determined by drawing lots, with directors holding the longest duration in position to vacate position in subsequent years. Directors vacating position may be reelected for position." In addition, 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 Tavornvisitporn 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

Opinion of the Board: (Excluding directors with stake in the matter) The Board of Directors deemed it appropriate to propose the consideration and approval of appointment of 3 directors, namely, Mr. Narongrit Tavornvisitporn, Mr. Prasert Treeveeranuwat, and Mr. Somchai Kanbuakeaw, for reelection 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, with information as shown in **Enclosure 3**.

**Shareholding of Individuals Proposed for Directorship**

Names of Individuals Proposed for Directorship	Number of Shares	Voting Rights
Mr. Narongrit Tavorvisitporn	-	-
Mr. Prasert Treeveeranuwat	2,589,659	2,589,659
Mr. Somchai Kanbuakeaw	200	200

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

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

Facts and Rationale: 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”.

Opinion of the Board: The Board of Directors deemed it appropriate to propose the consideration and approval of director remuneration for the year 2019 in the form of meeting allowance of no more than THB 1,500,000 (one million and five hundred thousand), based on consideration of appropriateness to the nature of business and relationship to the Company’s operating results consistent with market and industry norms and roles and responsibilities of the Board of Directors, with the following details.



Comparison of Director Remuneration in the Previous Year

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

In 2018, the Company paid director remuneration in the form of meeting allowance totaling THB 1,190,000 with details as follows.

Names	2017	2018
1. Mr. Narongrit Tavorntvisitporn	10,000.00	230,000.00
2. Mr. Suthi Thum-Umnuaysuk	12,500.00	205,500.00
3. Mr. Yingyong Techarungrun	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 Treeweeranuwat	-	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 has resigned from directorship by Mr. Charoenchai Amnatsomboonsuk was appointed as director in replacement of the director who resigned, from the resolution of the Extraordinary General Meeting No. 2/2018 held on 5 October 2018.



Voting Requirement: This agenda requires the approval of the meeting by no less than two-thirds of total votes of shareholders attending the meeting.

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

Facts and Rationale: 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, and the former auditor may be reappointed. The auditor shall not be director, personnel, employee, or undertake any position in the Company. However, the Company shall arrange for the rotation of auditors in accordance with the Securities and Exchange Law and/or other related laws.

Opinion of the Audit Committee: 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. In case such individuals are unable to undertake such proceedings, PricewaterhouseCoopers ABAS Limited shall arrange for other auditors from PricewaterhouseCoopers ABAS Limited to undertake such duties in replacement.

In addition, after consideration of the amount of work and audit fees of companies the same level, it is evident that the fees proposed by PricewaterhouseCoopers ABAS Limited are appropriate. One of the above-mentioned individuals or other auditors from PricewaterhouseCoopers ABAS Limited on the list of auditors approved by the Securities and Exchange Commission shall perform the audit and expression of opinion on the Group of Companies' financial report.



CAZ (Thailand) Public Co., Ltd.

Name of Auditor	License No.	Number of Years Serving as the Company's Auditor
Mr. Boonlert Kamolchanokkul	5339	1
Mr. Kajornkiet Aroonpirodkul	3445	3
Mr. Chanchai Chaiprasit	3760	2

Comparison of Audit Fees of PricewaterhouseCoopers ABAS Limited in the Previous Year

Company	Audit Fees	
	2018	2017
CAZ (Thailand) Public Company Limited	2,880,000	2,500,000
Subsidiary (1 company)	370,000	350,000
Total	3,250,000	2,850,000

* Excluding actual miscellaneous expense incurred in the provision of audit service

PricewaterhouseCoopers ABAS Limited and the above-mentioned 3 auditors have no relationship and/or interest with the Company, executives, major shareholders, or any related persons of such individuals and do not hold shares in the Company, and thus are independent in the audit and expression of opinion on the Company's financial statements. As such, the Audit Committee deemed it appropriate to propose the determination of audit fees for the year 2019 to the Board of Directors. The audit fees are as follows: CAZ (Thailand) Public Company Limited at THB 3,240,000 and subsidiary (1 company) at THB 460,000, totaling THB 3,700,000, excluding actual miscellaneous expense incurred in the provision of audit service.

Opinion of the Board: The Board of Directors deemed it appropriate to propose 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. In case such individuals are unable to undertake such proceedings, PricewaterhouseCoopers ABAS Limited shall arrange for other auditors from PricewaterhouseCoopers ABAS Limited to undertake such duties in replacement. The audit fees are as follows: CAZ (Thailand) Public Company Limited at THB 3,240,000 and subsidiary (1 company) at THB 460,000, totaling THB 3,700,000, excluding actual miscellaneous expense incurred in the provision of audit service.



CAZ (Thailand) Public Co., Ltd.

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

Agenda 8 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 Annual General Meeting of Shareholders to be held on Thursday, 18 April 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 2019 Annual General Meeting of Shareholders, 2018 Annual Report, 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 10** with THB 20 stamp duty on the Company website for shareholders to download as 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.



CAZ (Thailand) Public Co., Ltd.

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 5**.

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.

Shareholders who wish to request the 2018 Annual Report in hard copy may fill out the form as shown in **Enclosure 9** and submit to the Company in person on the date of the Meeting, through fax at 038-606-166, or through email to the Company Secretary at nattiya.p@caz.co.th.

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 6** and for convenience during registration, please bring along the Invitation to the Meeting and registration form as proof of identification to attend the Meeting as shown in **Enclosure 7**.

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.

In addition, to facilitate shareholders, the Company has prepared a map of the Meeting venue as shown in **Enclosure 8**.

Sincerely yours,

A handwritten signature in blue ink, appearing to read 'Narongrit Tavornvisitporn', is written over a light blue rectangular background.

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 Extraordinary General Meeting No. 2/2018**

of

CAZ (Thailand) Public Company Limited**Date and Venue of the Meeting**

The Meeting was held on 5 October 2018 at 10.00 a.m. at the Company' Meeting Room 239 Huaypong-Nongbon Road, Huaypong Sub-district, Muang Rayong District, Rayong 21150

No.	Names of Shareholders	Number of Shares
1	Mr. Chung Sik Hong	31,418,800
2	Mr. Yeong Cheol Choi	13,675,200
3	Mr. Wang Youp Jhee	14,560,400
4	Mr. Bum Wook Kwak	11,353,000
5	Mr.Santi Amsawat	10,813,800
6	Mr. Kyung Jun Yu	2,600,000
7	Mr. Jong Hyuk Kim	3,371,800
8	Takuni (Thailand) Company Limited	102,599,000
9	Ms. Kanchana Rimpanichayakij	200
10	Ms. Nita Treeveeranuwat	200
11	Mr. Prasert Treeveeranuwat	200
12	Mr. Somchai Kanbuakeaw	200
13	Mrs. Thitima Tanapakit	200
Total		190,393,000

**Shareholders attending the Meeting in person and through proxy holders totaling 13 persons****Meeting Commences**

Mr. Narongrit Tavorvisitporn, Chairman of the Board of Directors, serves as Chairman of the Meeting. The Chairman announced that shareholders attending the Meeting in person and through proxy holders totaled 13 persons representing 190,393,000 shares (the Company has a total of 15 shareholders and a total of 200,000,000 shares), constituting a quorum in accordance with Article 33 of the Company's Articles of Association which specifies that 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. The Chairman thus called the Meeting into order.

Agenda 1 To consider and adopt the Minutes of the Extraordinary General Meeting No. 1/2018

The Chairman proposed that the Meeting consider and adopt the Minutes of the Extraordinary General Meeting No. 1/2018 held on 24 August 2018 with details as shown in the copy of the Minutes of Meeting sent to the shareholders accompanying the Meeting invitation (Enclosure 1).

Meeting Resolution The Meeting, with unanimous votes of shareholders who attended and possessed voting rights, passed the resolution approving the adoption of the Minutes of the Extraordinary General Meeting No. 1/2018 held on 24 August 2018.

Voting Results	Votes	% of total votes of shareholders attending and possessing voting rights
Approve	190,393,000	100
Disapprove	-	-
Abstain	-	-
Total	<u>190,393,000</u>	<u>100</u>



Agenda 2 To consider and approve the modification to the composition of the Board of Directors from 8 directors to 9 directors

The Chairman informed the Meeting that in order for consistency with good management and governance system, the Company would like to propose that the Meeting consider and approve the modification of the composition of the Board of Directors currently consisting of 8 directors, to a total of 9 directors and proposed the appointment of Ms. Kanchana Rimpanichayakij as director. Ms. Kanchana Rimpanichayakij has the knowledge, capabilities, and full qualifications to serve as director of the Company and the Board of Directors' Meeting No. 8/2018 held on 17 September 2018 considered and resolved to propose the appointment of such individual for directorship (qualifications of the director as shown in Enclosure 2).

Meeting Resolution The Meeting, with unanimous votes of shareholders who attended and possessed voting rights, passed the resolution approving the modification to the composition of the Board of Directors from 8 directors to 9 directors.

Voting Results	Votes	% of total votes of shareholders attending and possessing voting rights
Approve	190,393,000	100
Disapprove	-	-
Abstain	-	-
Total	<u>190,393,000</u>	<u>100</u>

Agenda 3 To consider and approve the appointment of new directors and acknowledge director resignation.

The Chairman informed the Meeting that Mr. Yeong Cheol Choi requested the resignation from being director of the Company, effective immediately following the approval of the Meeting. Thus, the Chairman proposed that the Meeting appoint Mr. Charoenchai Amnatsomboonsuk as director in replacement of the director who resigned such that there is sufficient coverage of management oversight and number of directors. The Board of Directors' Meeting No. 8/2018 held on 17 September 2018 considered and resolved to propose the appointment of such individual for directorship (qualifications of the director as shown in Enclosure 2).



Therefore, 9 directors comprising the Board of Directors are as follows.

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

Meeting Resolution The Meeting, with unanimous votes of shareholders who attended and possessed voting rights, passed the resolution approving the appointment of new directors and acknowledging director resignation.

Voting Results	Votes	% of total votes of shareholders attending and possessing voting rights
Approve	190,393,000	100
Disapprove	-	-
Abstain	-	-
Total	<u>190,393,000</u>	<u>100</u>

Agenda 4 To consider and approve the modifications to Article 2 and 3 of the Company's Affidavit

“Article 2. The Company has 8 directors to the Company has 9 directors”

The Chairman informed the Meeting that following the Board of Directors' resolution approving the modification of the composition of the Board of Directors from 8 directors to 9 directors, the Company would have to file for additional modifications of the Company Affidavit to the Ministry of Commerce. As such, the Company deemed it appropriate to propose that the Meeting approve additional modifications regarding the number of directors as well as names of



authorized directors to reflect current practice and for flexibility in management, with details as follows.

“Article 2. Number of Directors”

Original Context	Proposed Modification
The Company has 8 directors.	The Company has 9 directors.

“Article 3. Authorized Directors”

Original Context	Proposed Modification
The names and number of directors authorized to act on behalf of the Company are Mr. Chung Sik Hong or Mr. Yeong Cheol Choi’s joint signature with Mr. Somchai Kanbuakeaw or Ms. Nita Treeveeranuwat with affixed company seal.	The names and number of directors authorized to act on behalf of the Company are Mr. Chung Sik Hong’s joint signature with Mr. Somchai Kanbuakeaw or Ms. Nita Treeveeranuwat with affixed company seal.

Meeting Resolution The Meeting, with unanimous votes of shareholders who attended and possessed voting rights, passed the resolution approving the modifications to Article 2 and 3 of the Company’s Affidavit and authorized directors as proposed.

Voting Results	Votes	% of total votes of shareholders attending and possessing voting rights
Approve	190,393,000	100
Disapprove	-	-
Abstain	-	-
Total	<u>190,393,000</u>	<u>100</u>

Agenda 5 To consider and approve modifications to Article 3 of the Company’s Memorandum of Association on the Company’s objectives

“Article 3. The Company’s objectives comprise of 40 items with details as shown in Bor.Mor.Jor. 002 as attached”



The Chairman informed the Meeting that to comply with the Regulation of the Stock Exchange of Thailand on Listing of Securities, Disclosure of Information, and Delisting of Securities in the “Market for Alternative Investment (mai)” B.E. 2560 (“Regulation of the Stock Exchange of Thailand”) and the Stock Exchange of Thailand’s opinion on supporting documents for the request for listing of securities on the Market for Alternative Investment (mai), the Company deemed it appropriate to propose that the Meeting consider and approve modifications to Article 35 of the Company’s objectives which include the provision of construction service and engineering service, procurement and management of construction and repairs, production and sale of petroleum products and pressure tanks of small and large sizes with the following details on proposed changes.

“Article 35.”

Original Objective	Proposed Modification to the Objective
Article 35 Operate the production and sale of oil, gas, petrochemical, chemical, machinery, engines, mechanical tools, energy saving device, vehicles, electrical generators and appliances, refrigerators, air-conditioners, fans, electric rice cooker, electric iron, water pump, heating device, cooling device, kitchenware, steel ware, copper ware, brass ware, sanitary ware, hardware, furniture, electrical equipment, plumbing equipment, large tanks for oil or gas, and spare parts and equipment for the aforementioned products.	Article 35 Operate the production and sale of petrochemical products, chemical, machinery, engines, energy saving device, vehicles, electrical generators and appliances such as refrigerators, fans, air-conditioners, electric iron, electric rice cooker, heating device, cooling device, and water pump, and the production and sale of kitchenware, steel ware, copper ware, brass ware, hardware, furniture, electrical equipment, plumbing equipment, construction equipment, large tanks for oil or gas, and spare parts and equipment for the aforementioned products.

From the above context, the Chairman deemed it appropriate to propose that the Meeting approve modifications to Article 3 of the Company’s Memorandum of Association on the Company’s objectives as follows

“Article 3. The Company’s objectives comprise of 40 items with details as shown in BorMorJor. 002 as attached”



Details are shown in the draft objectives sent to shareholders accompanying this Meeting invitation (Enclosure 3).

The Chairman asked the Meeting whether there was any additional query regarding the matter.

Once there were none, the Meeting was asked to consider and approve the modifications to Article 3 of the Company's Memorandum of Association on the Company's objectives as proposed.

Meeting Resolution The Meeting, with unanimous votes of shareholders who attended and possessed voting rights, passed the resolution approving the modifications to Article 3 of the Company's Memorandum of Association on the Company's objectives as follows

“Article 3. The Company's objectives comprise of 40 items with details as shown in BorMorJor. 002 as attached”

as proposed by the Chairman in all respects with the following voting results (total votes of shareholders attending the Meeting totaled 190,393,000 votes).

Voting Results	Votes	% of total votes of shareholders attending and possessing voting rights
Approve	190,393,000	100
Disapprove	-	-
Abstain	-	-
Total	<u>190,393,000</u>	<u>100</u>

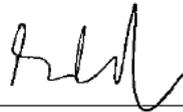
Agenda 6 Other business (if any)
- none



CAZ (Thailand) Public Co., Ltd.

The Meeting was adjourned at 12.00 p.m.

Chairman of the Meeting

N 

(Mr. Narongrit Tavornvisitporn)

Chairman of the Board of Directors

Certified for Accuracy

H 

(Mr. Chung Sik Hong)

Authorized Director

NT 

(Ms. Nita Treeveeranuwat)

Authorized Director



Enclosure 3

Information on Directors Due to Retire by Rotation and Proposed for Reappointment



Mr. Narongrit Tavornvisitporn

Type of Directorship Proposed	<ul style="list-style-type: none"> - Chairman of the Board of Directors / Audit Committee Member / Independent Director / Nomination and Remuneration Committee Member
Age	<ul style="list-style-type: none"> - 67 years
Educational Background	<ul style="list-style-type: none"> - Bachelor's Degree from the Faculty of Engineering in Electrical Engineering (2nd class honors), Chulalongkorn University - Executive Master of Business Administration (MBA), Thammasat University - Post Graduate Diploma in Electrical Power Generation and Distribution System, The Norwegian Institute of Technology, University of Trondheim, Norway
Director Training Course Attended	<ul style="list-style-type: none"> - Director Certification Program (DCP) Batch No. 166/2012 - General Member of the Council of Engineers in Electrical Engineering (Sor.For.Gor. 1489)
Work Experience	<ul style="list-style-type: none"> - 1984 - 2012 : Assistant Managing Director in Refinery, Thai Oil Public Company Limited - 2016 - Present : Independent Director / Chairman of the Audit Committee / Chairman of the Nomination and Remuneration Committee, Dacon Inspection Technologies Company Limited - 2017 – Present : Independent Director / Chairman of the Board of Directors / Audit Committee Member / Nomination and Remuneration Committee Member, CAZ (Thailand) Public Company Limited - 2018 – Present : Independent Director / Chairman of the Board of Directors / Audit Committee Member, Successmore Being Public Company Limited



CAZ (Thailand) Public Co., Ltd.

	- 2018 – Present : Independent Director / Chairman of the Board of Directors / Chairman of the Audit Committee, STC Concrete Product Public Company Limited
Holding directorship / executive positions in other companies which could cause conflicts of interest	-none-
Number of Years in Position as Director	2 years
Meeting Attendance for the Year 2018	1. Attended the Board of Directors' Meetings 10/10 times 2. Attended the Audit Committee Meetings 7/7 times 3. Attended the Nomination and Remuneration Committee Meeting 1/1 time

Information on Directors Due to Retire by Rotation and Proposed for Reappointment

Mr. Prasert Treeveeranuwat

Type of Directorship Proposed	- Director / Executive Committee Member / Risk Management Committee Member
Age	- 58 years
Educational Background	- Mor.Sor. 5 Bodindecha (Sing Singhaseni) School
Director Training Course Attended	- Director Accreditation Program (DAP) Batch No. 103/2013
Work Experience	<p>- 2007 – Present : Director (Executive)/ Chairman of Executive Committee / Chairman of Risk Management Committee / Chairman of Anti-Corruption Committee / Chief Executive office /President / Acting Vice President Business Development Department / Acting Vice President Energy Business/ Acting Vice President Oil & Gas Construction Business / Acting Vice President Property Construction Business / Acting Vice President Property Development Business, Takuni Group Public Company Limited</p> <p>- 2016 – Present : Director / Executive Committee Member / Risk Management Committee Member, CAZ (Thailand) Public Company Limited</p>
Holding directorship / executive positions in other companies which could cause conflicts of interest	-none-
Number of Years in Position as Director	3 years
Meeting Attendance for the Year 2018	1. Attended the Board of Directors' Meetings 10/10 times

Information on Directors Due to Retire by Rotation and Proposed for Reappointment

	
<h2>Mr. Somchai Kanbuakeaw</h2>	
Type of Directorship Proposed	- Director (Authorized Director) / Executive Committee Member / Risk Management Committee Member / Chairman of the Nomination and Remuneration Committee
Age	- 70 years
Educational Background	<ul style="list-style-type: none"> - Bachelor's Degree from the School of Engineering in Mechanical Engineering, Sripatum University - Bachelor's Degree from the Faculty of Engineering in Industrial Engineering, the Institute of Technology and Vocational Education
Director Training Course Attended	- Director Accreditation Program (DAP) Batch No. 129/2016
Work Experience	<ul style="list-style-type: none"> - 2015 – Present : Director (Authorized Director) / Executive Committee Member / Risk Management Committee Member / Chairman of the Nomination and Remuneration Committee, CAZ (Thailand) Public Company Limited - 2015 – Present : Director, Takuni (Thailand) Company Limited - 2015 – Present : Director, G Gas Logistics Company Limited - 2015 – Present : Director, Ratchapruerk Engineering Company Limited - 2016 – Present: Director / Executive Committee Member, Takuni Group Public Company Limited
Holding directorship / executive positions in other companies which could cause conflicts of interest	-none-
Number of Years in Position as Director	3 years
Meeting Attendance for the Year 2018	<ol style="list-style-type: none"> 1. Attended the Board of Directors' Meetings 10/10 times 2. Attended the Nomination and Remuneration Committee Meeting 1/1 time



Enclosure 4

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

Section 4 The Board of Directors

Article 13. The Board of Directors shall comprise of at least five (5) directors, with the number of Independent Directors and Audit Committee Members in compliance with the Securities and Exchange Law, and no less than one-half (1/2) of directors shall reside in Thailand. Directors of the Company shall have qualifications as prescribed by law and the Company's Articles of Association.

Directors shall not operate business of the same nature or in competition with the Company's business, or take on partnership in an ordinary partnership or unlimited liability partnership or undertake directorship of limited companies or public limited companies operating business of the same nature or in competition with the Company's business regardless of whether such actions constitute personal benefit or benefit for others, unless the director notifies the shareholders' meeting prior to the resolution for appointment of directorship of such director.

In the operations of the Company, directors and executives shall perform duties with responsibility, caution, mindfulness of retaining the Company's best interest, and honesty. Such actions shall be in accordance with laws, the Company's objectives and Articles of Association, resolution of the Board of Directors, and resolution of shareholders' meetings.

Directors shall immediately inform the Company in case of any conflict of interest, whether direct or indirect, in any contract executed by the Company during the accounting period or holds shares or debentures in the Company and its Group, specifying the total number of increase or decrease of shares during the accounting period.

Article 14. Directors shall be appointed by the shareholders' meeting by a majority vote of shareholders attending and possessing voting rights in accordance with the following rules and procedures.

- (1) Each shareholder shall have one (1) vote per one (1) share held
- (2) Shareholders shall vote on the appointment of directors on an individual basis
- (3) Candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as directors in that order until all of the positions are filled. In case there is a tie in votes for candidates in descending order causing the number of directors to exceed vacant positions, the Chairman of the meeting shall cast an additional vote.



Article 15. In the Annual General Meeting held each year, one-third (1/3) of directors shall vacate position. If the number of directors is not a multiple of (3), the number of directors closest to one-third shall vacate position.

In the first and second year after registration of the Company, directors who will vacate position shall be determined by drawing lots, with directors holding the longest duration in position to vacate position in subsequent years. Directors vacating position may be reelected for position.

Article 16. Directors are entitled to remuneration from the Company in the form of gratuity, meeting allowance, pension, bonus, or other forms of remuneration in accordance with the Articles of Association or as resolved by the shareholders' meeting with no less than two-thirds (2/3) of total votes of shareholders attending the meeting. Remuneration could be specified at a certain amount or as a guideline and occasionally specified or to remain in effect until changes are made. In addition, allowances and benefits are to be provided in accordance with Company policy.

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 35. The Annual General Meeting shall

- (1) Consider the Board of Directors' report on the Company's operating results for the past fiscal year
- (2) Consider and approve the statement of financial position and statement of comprehensive income for the past fiscal year
- (3) Consider the appropriation of net profit for dividend payment and as legal reserve



CAZ (Thailand) Public Co., Ltd.

- (4) Consider the appointment of directors in replacement of those due to retire by rotation and the determination of director remuneration
- (5) Consider the appointment of auditor and determination of audit fees
- (6) Other businesses

Article 36. In case the Company or its subsidiary enters into related party transactions or acquisition of disposal of assets of the Company or its subsidiary by the definition and regulations set out in the Securities and Exchange Law on related party transactions of listed companies or acquisition of disposal of assets of listed companies (as may be the case), the Company shall proceed in compliance with the regulations and procedure as specified by such laws on that matter.

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.

Article 44. No dividend shall be paid other than out of profits. If the Company has accumulated losses, no dividend shall be paid.

Unless in the case of preferred shares in which the Articles of Association state otherwise, dividend shall be paid on the basis of number of shares with each share receiving equal amount.

Dividend payment shall be approved by shareholders' meetings.

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.

Payment of dividends shall be made within one (1) month from the date of the shareholders' meeting or Board of Directors' Meeting resolution, as may be the case. However, written notice shall be sent to shareholders as well as advertised in newspapers regarding such dividend payment for a period of at least (3) consecutive days.



CAZ (Thailand) Public Co., Ltd.

No interest shall be charged if dividend payment made by the Company is in accordance with the duration of time specified by law.

Article 45. 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.



Enclosure 5

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.

	<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 6

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

Registration of attendees to the 2019 Annual General Meeting 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 form displaying QR Code accompanying 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, drivers 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, 10 April 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 Thursday, 18 April 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 2019 Annual General Meeting accompanying this meeting invitation.

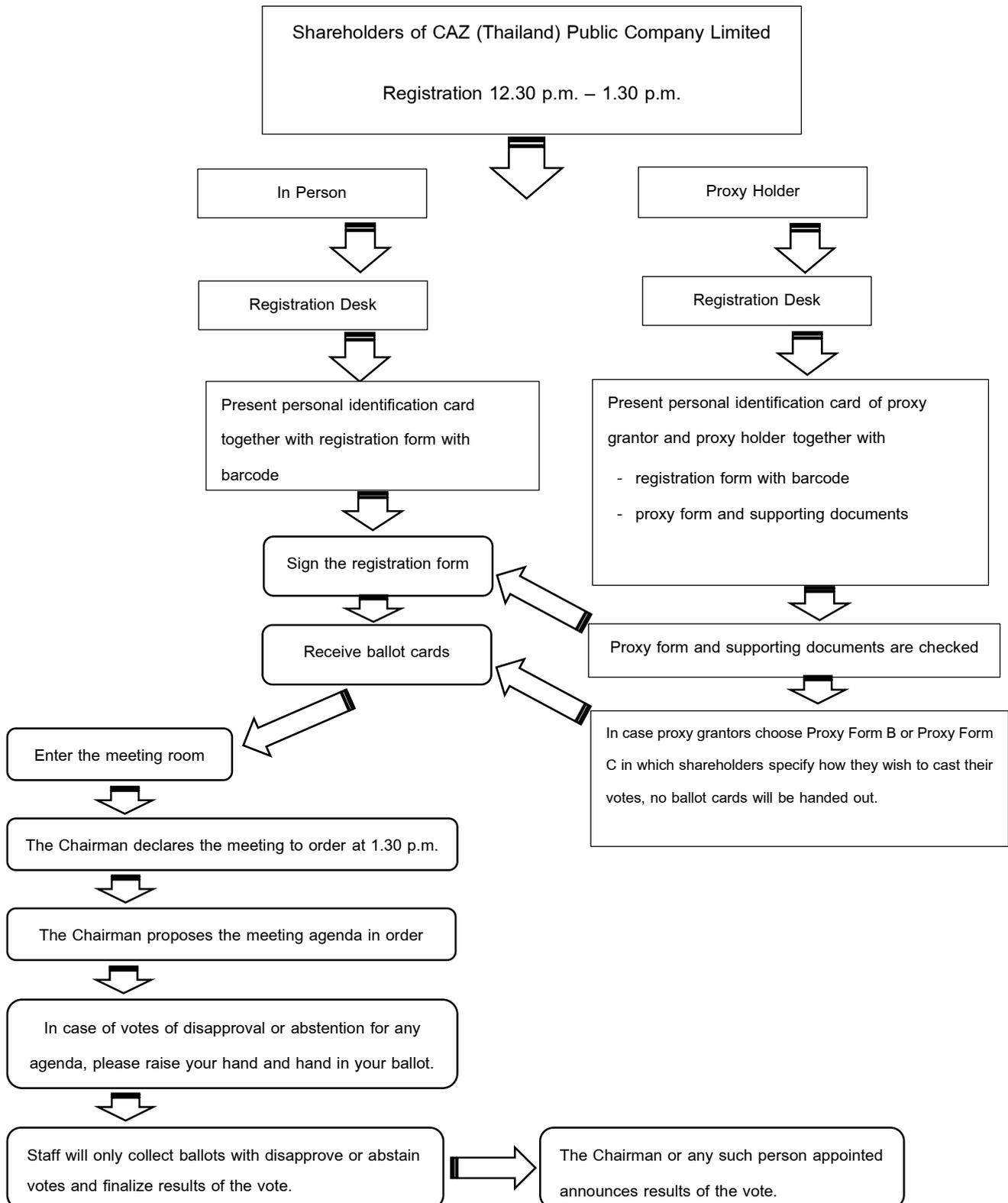


Enclosure 8

Procedures for the 2019 Annual General Meeting of Shareholders

CAZ (Thailand) Public Company Limited

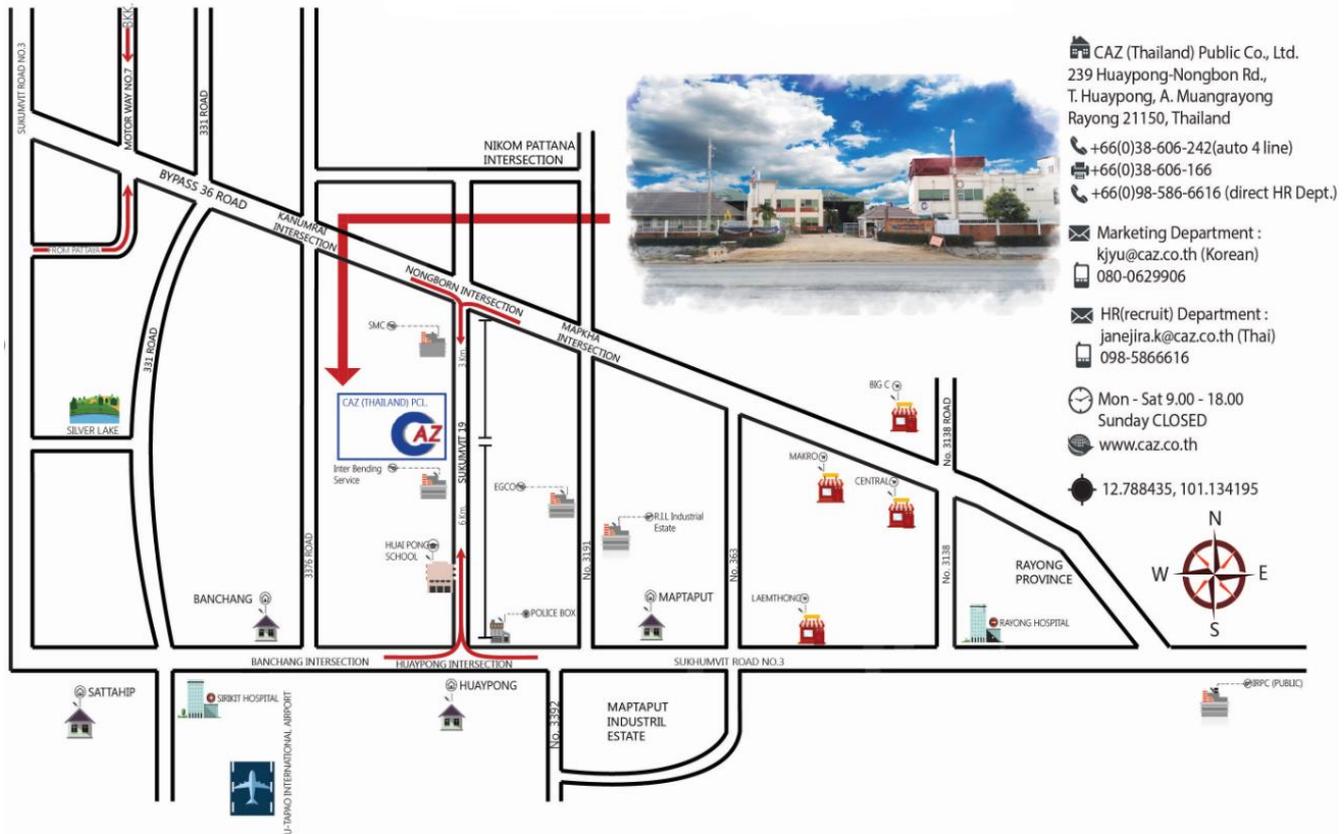
Thursday, 18 April 2019





CAZ (Thailand) Public Co., Ltd.

Map of CAZ (Thailand) Public Company Limited Headquarters





CAZ (Thailand) Public Co., Ltd.

The Company has arranged for buses to facilitate commute of shareholders in attending the 2019 Annual General Meeting 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, 10 April 2019** for the Company to make appropriate preparations.

Enclosure 9

2018 Annual Report (Hard Copy) Request Form

Please send the 2018 Annual Report in hard copy

Thai Version Amount copies

English Version Amount copies

At: Name of Shareholder.....holding.....shares

Residing atBuilding Floor No.

Road Subdistrict

District Province Postal Code

Telephone Number