

(Translation)

Ref: THIP-SET/012/2017

March 7, 2017

To: Shareholders of Thantawan Industry Public Company Limited

Subject: Invitation to the Annual General Meeting of Shareholders 2017

Enclosed:

1. Copy of Minutes Annual General Meeting of Shareholders No. 1/2016
2. Annual report 2016 comprising of Financial Statements for the year ended December 31, 2016 in the form of CD ROM
3. Profile of the nominated of directors to replace Retirement by rotation
4. Definition and qualification of Independent director (s) of the company
5. Profile of Auditor (s)
6. To submit questions, regarding the meeting in advance
7. Proxy Form A B and C
8. Names and information of independent directors are proposed as a proxy holder
9. Proxy procedure, Registration, Identification documents required to attend and vote in the General Meeting of Shareholders
10. The Articles of Association regarding the Shareholder's Meeting
11. The map of meeting venue

Thantawan Industry Public Company Limited (THIP) held the Board of Directors's meeting no. 3/2017 dated Monday March 6, 2017 with resolution to attend the 2017 "Annual General Meeting of Shareholders" (AGM) which will be held on Wednesday April 26, 2017 at 10:00 hrs; Sun Towers Building B, Meeting room; 39th floor, 123 Vibhavadi-Rangsit Road, Khwaeng Chomphon, Khet Chatuchak, Bangkok 10900. To set the right for the shareholders to attend the Annual General Meeting of Shareholders and votes which Record date will be on Monday March 20, 2017. To aggregate shareholders list under section 225 of Securities and Stock Exchange Act by closing the company' shareholders register book on Tuesday March 21, 2017.

To set the 2017 AGM agendas, the company had announced to view on the Company's website. Also, invite shareholders to propose agenda (s) in advance from Saturday October 1, 2016 to Saturday December 31, 2016. However, there was no any proposals of the agenda to the

company. The company, then, proposed the following agendas as adhere to the resolution of the Board of Directors as:

1. To approve the Minutes of the Annual General Meeting of Shareholders No.1/2016

Objective and Reason: Thantawan Industry Public Company Limited (THIP) held the Annual General Meeting of Shareholders 2016 on Wednesday April 27, 2016. The minutes of the meeting was submitted to the Stock Exchange of Thailand (SET) together with the copy to the Securities and Exchange Commission (SEC) within 14 days and the Ministry of Commerce according to laws. In addition the company also disclosed the minutes on the company's website at www.thantawan.com (for more details, please see attached of Annex 1).

Board of Directors' opinion: It was considered appropriate to the Meeting of Shareholders by approval the minutes of 2016; Annual General Meeting of Shareholders.

Vote required: Approved by a majority vote of presenting and casting votes of shareholders. In case the vote was equal, the Chairman of the meeting would take a decision to casting vote for the final vote accordingly.

2. To acknowledge the report on company's operating results for the year 2016

Objective and Reason: The Report of Operating results 2016 had shown in the Annual Report as attached of Annex 2 which sent to shareholders together with the Notice of this meeting.

Board of Directors' opinion: It was considered appropriate to report the operations of year 2016 to the Meeting of Shareholders for acknowledgement.

Vote required: This agenda is for shareholders' acknowledgment; therefore, voting is not required.

3. To consider and approve the Financial Statements for the year ended December 31, 2016

Objective and Reason : The Financial Statements had set up as adhere to Generally Accepted Accounting Principles, verified and certified by CPAs (Certified Public Accountants), approved by Audit Committee and the Board of Directors. Details were shown in the Annual report 2016 as attached of financial statements of the Annual Report.

Board of Directors' opinion: It was considered appropriate to the Meeting of Shareholders for approval.

Vote required: Approved by a majority vote of presenting and casting votes of shareholders. In case the vote was equal, the Chairman of the meeting would make a decision on casting vote for the final vote accordingly.

4. To consider and approve the profit apportionment and dividend payment derived from operating results for the year 2016

Objective and Reason: The Company's Net profit for the year 2016 was 324.02 Million Baht with no deficit. Consequently, the company considered to pay dividend to the shareholders in accordance with articles of association no. 37 that was not allowed to pay the dividend from

the other payments, except the earnings. The Dividend was divided into the total number of shares as equity, according to the articles of incorporation no.38. The company ought to set a portion of annual net profit as a reserve fund, not less than 5% of the annual net profit. Deducted by deficit which was carried forward (if any) until the reserve fund was not less than 10% of the registered share capital.

In line with the company policy for consideration the dividend payment, the company would recognize to Operating results and return on Shareholders' equity in the long term. The Board of Directors agreed as appropriate as adhere to dividend policy and based on performances. The company had a strong capital to support the company's growth & expansion of business consistently.

Board of Directors' opinion: It was considered appropriate to the allocation of net profit from Operation results 2016 and paid dividend 14.18 per share at 8,000,000 shares, total dividend at 113,440,000 baht. The Record date would pay on Monday May 8, 2017 for the right of shareholders to receive the dividend from the operations results of year 2016 by collecting list of shareholders, section 225 of Securities and Exchange Act. In addition, closing the company' shareholders register book was on Tuesday May 9, 2017. The Dividend payment to the shareholders paid on Wednesday May 24, 2017.

Table: Comparison of the Company's dividend payment over the past 3 years as:

Description	Operating Results		
	Year 2016	Year 2015	Year 2014
No. of Common Shares	8,000,000	8,000,000	8,000,000
Net Profit (Million Baht)	324.02	241.44	120.04
Earning per share (Baht per share)	40.50	30.18	15.00
Dividend Payment (Baht per share)	14.18	10.50	5.25
Total Dividend Payment (Million Baht)	113.44	84.00	42.00
Dividend payment ratio (%)	35.00	34.79	35.00

Vote required: Approved by a majority vote of presenting and casting votes of shareholders. In case the vote was equal, the Chairman of the meeting would make a decision on casting vote for the final vote accordingly.

5. To consider and approve the appointment of new directors replacing those retired by rotation

Objective and Reason : In accordance with the Company's Article of Association at every Annual General Meeting of Shareholders (AGM), one-third of the total number of directors shall retire from the Board of Directors as well as Directors' s retirement may eligible for re-election. At this Annual General Shareholder's meeting, there are 3 directors to be retired by rotation. 1 of the directors is Director of Audit Committees, one of them is resignation namely as follows:

1. Mr. Praisun Wongsmith Independent Director
2. Mr. Singhchai Aroonvutthiphong Independent Director and Chairman of Audit Committee
3. Mrs.Pojanard Prinyapatpakorn Director

The Company invited shareholders to propose qualified candidates for nomination as Directors of the Company from Saturday October 1, 2016 to Saturday December 31, 2016. However, there was no shareholder to propose any candidates as Directors of the Company.

Board of Directors' opinion: The Board of Directors, excluding Stakeholders' Directors, considered at the Meeting of Shareholders to re-elect directors who had retired by rotation as the Company's directors and back for another term as:

1. Mr. Praisun Wongsmith Independent Director
2. Mr. Singhchai Aroonvutthiphong Independent Director and Chairman of Audit Committee
3. Mrs. Pojanard Prinyapatpakorn Director

This will be effective from April 26, 2017 onwards according to the General Shareholders meeting.

The Company has not yet appointed a Nomination committee of the Company. Therefore, there is no any selection of the candidates as Directors by the committees. Anyhow, the committees have already considered qualified persons with experience and job performance of the retiring Directors. The committees agree as the above mentioned with highly qualified candidates and no characteristic against the prohibition by law. Having knowledge, skill and experiences that are related to business operation of the Company. The above Director's nomination will be benefit to the Board of Directors and the Company.

Biographies and meeting ratio's attendance of Director's nominee are shown as attached of Annex 3. Also, qualifications of the Independent Directors are equal to minimum regulations of the Securities and Exchange Commission and the Stock Exchange of Thailand, see details as attached of Annex 4.

Vote required: Approved by a majority vote of presenting and casting votes of shareholders. In case the vote was equal, the Chairman of the meeting would make a decision on casting vote for the final vote accordingly.

6. To consider and approve Directors' remuneration for the year 2017

Objective and Reason: In accordance with Section 90 of the Public Company Limited Act, B.E. 1992 (2535), this Act is legislation that "The company shall not pay money or any other property to the directors, except payment as remuneration under the articles of association of the company" and second paragraph "If the articles of association of the company is not defined, the compensation under the paragraph one shall be in accordance with a resolution of the general meeting of shareholders. Comprising of the votes is not less than two-thirds (2/3) of the total number votes of the shareholders who attend the meeting".

Remuneration should be appropriated to duties and responsibilities of directors by taking into account various relating factors such as business operations of the company, Market and industry trendy including the current economic situation. The company, then, proposes the remuneration of directors in monthly meeting allowances as well as sub-committee by the number of times to

attend the actual meeting. For the year 2017, there will be the meeting allowance and the bonus for 4 independent directors. No any other remuneration to pay for the duty of director and sub-committee.

A) Meeting allowance

	<u>2017</u>	<u>2016</u>
1. The Board of Directors		
- Chairman (1 person)	40,000 Baht/month	40,000 Baht/month
- Directors (8 persons)	30,000 Baht/month	30,000 Baht/month
2. Board Sub-Committees		
2.1 Audit Committee (Meeting approx. 8 times a year)		
- Chairman (1 person)	20,000 Baht/time	20,000 Baht/time
- Directors (2 persons)	10,000 Baht/time	10,000 Baht/time
2.2 Risk Management Committee (Meeting approx. 8 times a year)		
- Chairman (1 person)	20,000 Baht/time	20,000 Baht/time
- Directors (3 persons)	10,000 Baht/Time	10,000 Baht/Time
2.3 Corporate Governance Committee (Meeting approx. 8 times a year)		
- Chairman (1 person)	20,000 Baht/time	20,000 Baht/time
- Directors (2 persons)	10,000 Baht/Time	10,000 Baht/Time
2.4 Nomination and Remuneration Committee (Meeting approx. 8 times a year)		
- Chairman (1 person)	20,000 Baht/time	20,000 Baht/time
- Directors (2 persons)	10,000 Baht/Time	10,000 Baht/Time
3. Limit meeting allowance of the board of directors and board sub committees for the year 2017, shown as 1 and 2, totaling to 4,800,000 Bath. In the year 2016, the total amount is 4,380,000 Bath, increasing 420,000 Bath because of the frequency of meeting.		

B) The annual bonus of the independent directors 4 members

The bonus for the year 2017 which is not more than 3% of the total dividends payout to the shareholders. But not more than Baht 300,000 for each independent director. And Chairman of the Board to receive a bonus more than other independent director 30 percent, by authorizing the Chairman of the Board to determine the criteria and allocate the bonus. The Independent directors' annual bonus, should be linked to the payment of dividends to shareholders. If no dividend payment were paid to shareholders, the independent directors would also not be paid their annual bonus in that year. The annual bonus of independent director should be reviewed annually.

The rules and procedures for remuneration: The remuneration of the above has been considered and compared by the Board of Directors according to the same industry including the business size, expanding business and profitability of the company. By comparing with listed companies in the same category with the company as adhere to the survey of Thai Institute of Directors (IOD) for the annual report 2016. The company's remuneration shall not be higher than other companies in the same Industry.

Board of Directors' opinion: The Board of Directors in the meeting No. 3/2017 on Monday March 6, 2017 had considered the proper of various aspects by comparison with the listed company and the operations result of the company in 2016. The company agreed to propose at the shareholders meeting for approval the remuneration's payment for the year 2017. Total amount is Baht 4,800,000.

In addition, the Board of Directors agreed to propose to the AGM. To approval the bonus for 4 independent directors. The bonus for the year 2017 which is not more than 3 percent of the total dividends payout to the shareholders. But not more than Baht 300,000 for each independent director. And Chairman of the Board to receive a bonus more than other independent director 30 percent, by authorizing the Chairman of the Board to determine the criteria and allocate the bonus. The Independent directors' annual bonus, should be linked to the payment of dividends to shareholders. If no dividend payment were paid to shareholders, the independent directors would also not be paid their annual bonus in that year. The annual bonus of independent director should be reviewed annually. Due to the Company has developed and improved operations for to adding value through sustainability. The company has selected independent directors who are experienced, ability to help develop the company.

Therefore recommends allocating rewards as a bonus to the independent directors. No any other remuneration to pay for the duty of director and sub-committee only meeting allowance and annual bonus of the independent directors.

Vote required: Resolution to this agenda shall require the approval from the General Meeting of Shareholders, not less than two-thirds (2/3) of total attendance shareholders and votes.

For this agenda, all Directors were stakeholders directly. Therefore, they had no right to vote this agenda. In case shareholders had been appointed as Directors who were the stakeholders as proxies. The Directors should be entitled to vote as usual, unless otherwise specified to the proxies by the shareholders accordingly.

7. To consider and approve the appointment of auditor and determination of auditor's remuneration for the year 2017

Objective and Reason: Board of Directors has agreed with the proposal of the Audit Committee proposed the appointment of new auditor, since Dharmniti Co.,Ltd had been the auditor of the Company for 17 years, the services and performance were good. However, to follow the rule of The Securities Exchange of Thailand and the Securities and Exchange Commission (SEC) about the Auditor Rotation Audit Tenure. Especially, business partners of the Company are world's leading companies in the present so, the presentation of financial report must be accepted. Therefore, Board of Directors and the Audit Committee considered EY Office Limited to be the Company's Auditor in 2017 instead of Dharmniti Co.,Ltd. by considering the potential, qualification and the procedures of EY Office Limited, including the appropriateness of audit fees.

The Audit Company and auditors on the proposed list have no relationship or interest with the Company, executives and major shareholders or related. Consequently, there is an independent audit and express an opinion on the financial statements of the Company. See detail as attached of Annex 5.

Board of Directors' opinion: Board of Directors and the Audit Committee had considered the auditors' profile and quotations then selected EY Office Limited as the qualified Auditor of the Company which will be proposed in the shareholders meeting in 2017. List of the CPA are as follows:

1. To consider the appointment EY office Co., Ltd. as the company's auditor year 2017 which have been nominated a list of auditor as detail below. In case the aforementioned auditor is not on duty, EY office Co., Ltd. will assign to any one of the responsible auditor on the company's auditor. The details are as follows

Name	CPA registered no.	Amount of auditor (years)
1. Ms. Siriwan Suratepin	4604	-
2. Mr. Wichart Lokatekrawee	4451	-
3. Ms. Kamontip Lertwitworatop	4377	-

2. Auditing fee in total of Baht 1,700,000 (Unit: Baht)

Description	Audit Fee		Change from 2016
	2017	2016	
1. Quarter Financial Statement Review	600,000	370,000	315,000
2. Annual Financial Statement Review	900,000	285,000	530,000
3. Annual Report Review	100,000	0	100,000
4. Inspection and certification service of the BOI condition (Baht/Certificate)	100,000	0	100,000
Total Audit Fee	1,700,000	655,000	1,045,000

(Excluding expenses that are relating to the audit fee by the actual disbursement).

Vote required: Approved by a majority vote of presenting and casting votes of shareholders. In case the vote was equal, the Chairman of the meeting will take a decision to casting vote for the final vote accordingly.

8. To consider any other business (if any)

- Remarks:**
- 1) All shareholders shall download the Notice of the Shareholders' Meeting together with relating documents on the Company's website www.thantawan.com, under the title "Download Shareholder Meeting".
 - 2) Shareholders shall send his or her question and submit to the meeting in advance, prior to the Annual General Shareholders 's Meeting from Monday April 3, 2017 to Friday April 21, 2017 as adhere to the company's criteria and channel as attached of Annex 6.

(Translation)

Minutes of Annual General Meeting of Shareholders No.1/2016
of

Thantawan Industry Public Company Limited

Wednesday April 27, 2016

Venue & Time:

Meeting room, 39th Floor at Suntowers Building Tower B, 123 Vibhavadi-Rangsit Road, Jomphol, Jatujak District, Bangkok at 10:00 a.m.

Mr. Prisun Wongsmith, Chairman of Board of Directors and presider of the Meeting "Chairman", has greeted and thanked to shareholders who attended this Annual General Meeting of Shareholders (AGM). As the meeting started, there were 26 shareholders attending in person and 22 proxies totaling up to 48 attendees, representing 4,913,461 shares or 61.42% of the total issued shares of the company, thereby constituting a quorum according to the Articles of Association of the Company.

The Chairman introduced directors, executive, auditors and legal council examining the procedure for casting votes, respectively as follows:

Directors attending the Meeting:

1. Mr. Prisun	Wongsmith	Chairman and Independent Director
2. Mr. Singhchai	Aroonvuthiphong	Independent Director and Chairman of Audit Committee
3. Mr. Manop	Nagadatta	Independent Director and Audit Committee
4. Mr. Sayan	Satangmongkol	Independent Director and Audit Committee
5. Mrs. Pojanard	Prinyapatpakorn	Director and Managing Director
6. Mr. Viroon	Paolinjong	Director
7. Ms. Narissai	Mahathitirat	Director
8. Mr. Teerachai	Siritunyanont	Director and Secretary of the Company

Director absenting from the Meeting:

Mr. Surasak	Luangaramsri	Director (Occupied to go aboard).
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Executive attending the Meeting:

Mr. Wichit	Pansrimangkorn	Assistant Managing Director, Business Line Accounting
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Auditors attending the Meeting:

1. Mr. Thanawut	Piboonsawat	Auditor from Dharmniti Auditing Co., Ltd.
2. Ms. Arisa	Penaium	Assistant Auditor from Dharmniti Auditing Co., Ltd.

Legal Counsel attending the Meeting :

Mr. Nattporn	Nansrirat	Independent Legal Council
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Today, OJ International Co., Ltd. was a consultant company for registration and counting vote of all agendas with Bar code system.

To ensure that the Meeting was carried out smoothly, The Chairman assigned the Secretary of the Meeting to clarify the procedure of voting and counting votes.

Mr. Teerachai Siritunyanont the Secretary of the Meeting, explained the procedure for casting votes as the following details:

1. A Shareholder would have the voting right equivalent to the number of shares held.
2. The resolution of each agenda, the shareholders would vote publicly. If there was no both abstinence and disagreement, the resolution would be considered as approval with unanimity or binding to the Board of Directors' proposals.

3. If shareholders disapproved or abstained from the voting, please raised their hands & submitted a voting ballot, with name and surname, amount of shares, and resolution together with signature in the voting ballot. The company would collect the approving vote ballots for all agendas at the end of the meeting.
4. The resolution of each agenda, the chairman would inquire to the meeting of each agenda. However, prior to casting vote, shareholders and proxies were allowed to ask questions and express their opinions related to each agenda appropriately by stating their names, last names, and attending status.
5. Counting of votes would do only the disapproving and abstaining votes only. The number of these votes shall be deducted from the total votes of shareholders attending the meeting and having right to vote whereas the remaining votes shall be considered as approving votes in each agenda.

The company had invited shareholders to propose the agenda and nominate a qualified person to be the Company Director within December 31, 2015 in accordance with the principles of Good Corporate Governance. However, there was no shareholder proposing the agenda and nominating the Company Director

The Chairman commenced the meeting and proposed the following agenda items to the meeting for:

Agenda 1 To adopt the Minutes of Annual General Meeting of Shareholders 2015

The Chairman assigned Mr. Teerachai Siritunyanont, the Secretary of the meeting, to present the Minutes of the Annual General Meeting of Shareholders No.1/2015 held on April 28, 2015 as per details in a copy, which had already been distributed to the shareholders with the Notice of this AGM.

The Chairman then welcomed shareholders' queries for more details and other views. Since there were no more queries or comments, the Chairman requested the Meeting to consider the resolution for this agenda.

Resolution : The Meeting unanimously resolved to adopt the Minutes of the Annual General Meeting of Shareholders No. 1/2015 held on April 28, 2015 as proposed without any amendments by 4,915,361 votes, representing 100% of total shares held by shareholders attending and casted their voted. (During the meeting of Agenda 1, there were more shareholders and proxies totally 52 persons, 4,915,631 shares, representing 61.44% from the total issued shares of the company, divided to 27 shareholders attending in person and 25 proxies).

Agenda 2 The Board of Directors reported Company's operation of the year 2015

The Chairman assigned Mr. Viroon Paolinjong/Director to summarize the Company's operation of the year 2015 as follows:

As for the year of 2015, the world economy tended to decelerate. The world economic growth was at 2.50% approximately meanwhile Asia's was at 3.50% approximately. Despite the situation mentioned above, the company could be grown up at the level of 12.80% approximately reflecting the contented success of the company's business operation.

Factors effecting business operation of the company:

1. Currency exchange rate was rather much fluctuated.
2. Plastic resin price tended to higher.

Operating Result 2015

Total revenue in 2015 was 2,376.09 Million Baht, separated to Sale revenue 2,330.80 Million Baht. Other revenue 45.29 Million Baht, Net profit 241.44 Million Baht or represented to 10.20%

For the revenue proportion of the international Sale and the Domestic in total sale when compared, it showed that the revenue of the International Sale had proportion at 85.67% whereas the proportion of the Domestic Sale's revenue at 14.33%.

Revenue from Sale when was divided into type of products. Most was still Plastic Bag and secondary was Straw.

Revenue from International Sale, the main customers were still in European zone. Secondly was in Australia and New Zealand.

As for the domestic, the Marketing Team tried to get to the customers to suggest and recommend the company's products, the company's domestic revenue was higher consequently.

Key Achievement

1. Some of marketing activities of the company were introducing new products and launching "KREWRAP" which was hygienically wrapping film for foods. Moreover, meeting and visiting customers have been done.
2. Expanding production capacity to the rental factory and warehouse situated in the area of Tuangtana Nakhon Factory which was neighboring the old factory of the company.
3. Applying IT system to Human Resource work which was so-called Human Resource Information System (HRIS system) being a record of absence, leave and late of personnel with internet system to facilitate fast and convenience.
4. Example of Corporate Social Responsibilities was "Thantawan for kids and school" which was collaboration between the company and Wat Aom Yai School by recycling the wastes of production to be new products to the School and students for selling to support their academic expenses. This project was continued as 2nd year to coach the students in selling products to support their school's expenses.
5. Savings and Credit Cooperatives was established for personnel' savings.
6. Participating in Plastic Product Contest and awarded the Gold and Silver medal from the "2nd Thailand Plastics Award 2015", for example.

The Chairman then welcomed shareholders' queries for more details and other views. Issues raised were as follows:

Mr. Pakawat Suvisuthimontri /Shareholder asked that:

- 1) What was the cause of reduction in the customer's order of straw?
- 2) How much percentage calculated from production capacity?

Mr. Viroon Paolinjong /Director respond that:

The reduction in customer's order of Straw was usual customer's behavior. When the cycle of production order is end, the customer would change the product's feature which might cause the reduction in customer's order of Straw. After that, customer's order would be higher as usual.

Mr. Prisun Wongsmith /Chairman added that:

At present, the production capacity of the company was around 80% of total production capacity.

Mr. Somprasong Saengsawang /Shareholder asked that:

- 1) What was the percentage of revenue from Zipper per total revenue?
- 2) The company expand its production capacity to outside, how was its procedure?

Mr. Prisun Wongsmith /Chairman respond that:

The company could not calculate the revenue from Zipper per total revenue in percentage because Zipper was only one composition of Plastic Bag. The company produced and distributed both Zipper only and Plastic Bag having Zipper attached which its revenue counted on Plastic Bag's revenue.

Mrs. Pojanard Prinyapatpakorn /Director and Managing Director added that :

Expanding the production capacity to outside was only the factory and warehouse rental in Tuangtana Nakhon Project. Other operations would be conducted by the company itself.

Mr. Teerawut Nuansang /Shareholder asked that:

- 1) From the last operating result, what was the cause of reduction in distributive amount of other products? Would it effect on the operating result of 2016?
- 2) The price of Plastic Resin in 2016 tend to higher, have the company got strategy to negotiate in increasing the prices of the company's products?

Mrs. Pojanard Prinyapatpakorn /Director and Managing Director respond that:

- 1) The reduction in distributive amount of other products was in coaster and saucer which its production had been called off.

2) Every change in the price of Plastic Resin either higher or lower, the company would negotiate with its customer for altering the price upon Plastic Resin's price.

Mrs. Sirin Tantipitakchote /Shareholder asked that:

As for the decrease in value of Plastic Resin showing in the Summary Financial Statements in 2015 which tended to increase in 2016, would it impact on the company?

Mr. Prisun Wongsmith /Chairman respond that:

It was only the format of Standard Accounting. The value of 6.92 million Baht would not impact on the company's operation.

In the absence of any other follow-up queries and recommendations, the Chairman thanked to the shareholders raising suggestions and comments to the Board of Directors and teams.

The Meeting acknowledged the Company's operation of the year 2015.

Agenda 3

To consider and approve the Financial Statement for the year ended December 31, 2015

The Chairman assigned Mr. Singhchai Aroonvuthiphong/ Independent Director and Chairman of Audit Committee to express the Audit Committee's opinion and assigned Mr. Wichit Pansrimangkorn/ Assistant Managing Director, Business Line Accounting to present the Statement of Financial Position and the Statement of Comprehensive Income for the year ended December 31, 2015 which had been reviewed by the Audit Committee and sent to the shareholders with Notice of this AGM.

Mr. Singhchai Aroonvuthiphong/ Independent Director and Chairman of Audit Committee commented on the Financial Statement ended on December 31, 2015 which were audited and certified by the auditors and reviewed by the Audit Committee and the Management of the company for accuracy reliability and appropriation before proposing to the Shareholders for approval. It was highlighted on great important accounting items. The Audit Committee expressed the opinion that the Financial Statement ended on December 31, 2015 had contained information which was accurate in accordance with the generally accepted accounting principles.

Then, Mr. Wichit Pansrimangkorn/ Assistant Managing Director, Business Line Accounting concluded the Statement of Financial position for the year ended December 31, 2015 compared with 2014 as the following summary:

- Current assets 934.58 Million Baht, compared with 772.83 Million Baht in last year, increasing 20.90%
- Non-current assets 481.18 Million Baht, compared with 404.26 Million Baht in last year, increasing 19%
- Total Assets 1,415.76 Million Baht, compared with 1,177.09 Million Baht in last year, increasing 20.30%
- Current Liability 277.71 Million Baht, compared with 242.38 Million Baht in last year, increasing 14.60%
- Shareholders' equity 1,109.44 Million Baht, compared with 912.29 Million Baht in last year, increasing 21.60%
- Total Liabilities and shareholders' equity 1,415.76 Million Baht, compared with 1,177.09 Million Baht in last year, increasing 20.30%

The Statement of Comprehensive Income for the year ended December 31, 2015 which compared to year 2014 as the following summary:

- Revenue from Sales 2,330.80 Million Baht, compared with 2,065.72 Million Baht in last year, increasing 12.80%
- Other income 39.33 Million Baht, compared with 25.08 Million Baht in last year, increasing 56.90%
- Total revenue 2,376.09 Million Baht, compared with 2,095.59 Million Baht in last year, increasing 13.40%
- Cost of Sales 1,835.38 Million Baht, compared with 1,726.51 Million Baht in last year, increasing 6.30%

- Selling expense 76.21 Million Baht, compared with 74.62 Million Baht in last year, decreasing 2.10%
- Administrative expense 160.94 Million Baht, compared with 142.87 Million Baht in last year, increasing 12.60%
- Financial costs 1.18 Million Baht, compared with 1.27 Million Baht in last year, decreasing 7.20%
- Total expense 2,075.53 Million Baht, compared with 1,944 Million Baht in last year, increasing 6.60%
- Profit before Financial cost and income tax 303.57 Million Baht, compared with 151.59 Million Baht in last year, increasing 100.30%
- Net Profit 241.44 Million Baht, compared with 120.05 Million Baht in last year, increasing 101.10%

The Chairman then welcomed shareholders' queries for more details and other views. Since there were no more queries or comments, the Chairman requested the Meeting to consider the resolution for this agenda.

Resolution : The Meeting unanimously resolved to approve the Financial Statement for the year end December 31, 2015 as proposed by 5,095,065 votes, representing 100% of total shares held by shareholders attending and casted their votes. (During the meeting of Agenda 3, there were more shareholders and proxies totally 63 persons, 5,095,065 shares, representing 63.69% from the total issued shares of the company, divided to 34 shareholders attending in person and 29 proxies.)

Agenda 4 To approve the allocation of net profit from Operation results 2015 and Dividend payment
The Chairman assigned Mr.Teerachai Siritunyanont, the Secretary of the meeting, to present to the meeting that the Company's Net Profit for the year 2015 had been at 241.44 Million Baht and no deficit. Consequently, the company considered it appropriate to propose the meeting to approve for dividend payment to shareholders in accordance with articles of association no.37 which was not allow to pay the dividend from other earnings except the company's net profit. The dividend was divided into the total number of shares as equity. Refer to articles of association no.38, the company ought to set a portion of annual net profit as a reserve fund, not less than 5% of annual net profit, which had been deducted by deficit which was carried forward (if any) until the reserve fund was not less than 10% of the registered share capital.

For consideration of the dividend payment in line with the company's policy, the company would recognize to Operating results and return on Shareholders' equity in long term. The rate of dividend payment as proposed was deemed appropriate by The Board of Directors since the company remained a strong capital to support the company's growth and expansion of business consistently. In 2015 the Board of Directors proposed to pay Dividend payment at 10.50 Baht per share, equaling to 34.79% of annual net profit of 2015. Comparison to the last year, the company had paid the dividends at 5.25 Baht per share, equaling to 35% of annual net profit of 2014. The dividend would be distributed to shareholders on May 25, 2016.

The company had set the right for the shareholders to attend the Annual General Shareholders' Meeting 2016 as follows: On Friday, March 18, 2016 was the Record date to attend the meeting whereas on Monday, March 21, 2016 would be complied by closing the company's shareholders register book. For the right to receive the dividend from the operating results of the year 2015, on Thursday, May 12, 2016 was set for the Record date to gain the dividend of the year 2015 by collecting list of shareholders, in accordance with session 225 of Securities and Exchange Act, by closing the company's shareholders register book on Friday, May 13, 2016.

The Chairman then welcomed shareholders' queries for more details and other views. Since there were no more queries or comments, the Chairman requested the Meeting to consider the resolution for this agenda.

Resolution: The Meeting unanimously resolved to approve for an allocation of the company's profit to an interim dividend of the year 2015 at Baht 10.50 per share (Ten Baht and fifty satang), totaling to Baht 84,000,000- (Eighty-four million Baht only). The Meeting also approved the date for closing the company's shareholders register book and the date of dividend payment as proposed by 5,095,065 votes, representing 100% of total shares held by shareholders attending and casted their voted.

Agenda 5 To consider and approve the election of the Directors to replace those who retire by rotation in 2016 For this agenda, the Chairman assigned Mr. Teerachai Sritunyanont, the Secretary of the Meeting, to present to the meeting that in accordance with the Company's Articles of Association, one-third of the Directors shall be retired by rotation. In the Company's 2016 AGM, there were 3 directors who would be retired by rotation, and whose biographies adhered to attachment 3 in the Notice of the Meeting as:

1. Mr. Viroon	Paolinjong	Director
2. Mr. Surasak	Luangaramsri	Director
3. Mr. Sayan	Satangmongkol	Independent Director and Audit Committee

The Board of Directors agreed to propose the Meeting for electing the Directors who would be retired by rotation to be re-appointed, namely:

1. Mr. Viroon	Paolinjong	Re-elected as Director
2. Mr. Surasak	Luangaramsri	Re-elected as Director
3. Mr. Sayan	Satangmongkol	Re-elected as Independent Director and Audit Committee

Effective from April 27, 2016 onwards.

The shareholders raised some questions as follows:

Mr. Somprasong Saengsawang /Shareholder asked that:

While Dr. Phietoon Trivijitkasem had been the company's director, he had been a Plastic Industry expert. Nevertheless, he was not a director at present. Therefore, would the company recruit such an expert to be the company's director?

Mr. Prisun Wongsmith /Chairman respond that:

Every directors were deemed important to the company. Recruitment of such an expert was not effortless. Moreover, the technician team or the experts in the Management and staffs of the company could tackle and support the company's operation. At present, the company focused on an expert of new products, as a new trend of global market, to design and produce new products for distribution.

The Chairman then welcomed shareholders' queries for more details and other views. Since there were no more queries or comments, the Chairman requested the Meeting to consider the resolution for this agenda.

Resolution: The Meeting unanimously resolved to approve to re-elect 3 Directors who would be retired by rotation as follows:

1. Mr. Viroon Powlinjong re-elected as a Director with 5,095,065 votes, representing 100% of total shares held by shareholders attending and casted their voted.
2. Mr. Surasak Luangaramsri re-elected as a Director with 5,095,065 votes, representing 100% of total shares held by shareholders attending and casted their voted.
3. Mr. Sayan Satangmongkol re-elected as an Independent Director and Audit Committee with 5,095,065 votes, representing 100% of total shares held by shareholders attending and casted their voted.

Effective from April 27, 2016 onwards.

Agenda 6

To consider and approve the remunerations for the directors of the year 2016

The Chairman assigned Mr. Teerachai Sritunyanont, the Secretary of the Meeting, to present to the Meeting that the Board of Directors had proposed to approve the remunerations for directors, members of the Audit Committee, members of Risk Management Committee, members of the Corporate Governance Committee, members of the Nomination and Remuneration Committee of the year 2016 as follows:

A) Meeting allowances: fixed as Monthly fee for 9 directors, and fixed as Attendance Fee per time for 3 members of the Audit Committee, 4 members of the Risk Management Committee, 3 members of the Corporate Governance Committee, and 3 members of the Nomination and Remuneration Committee, totaling 4,380,000 Baht (Four million Three-hundred and eighty thousand Baht)

The remunerations as proposed were carefully considered and compared with other companies within the same industry together with size, business expansion and profitability of the company. Comparison with other listed companies in an industry business surveyed as 2014 Annual Report of Thai Institute of Directors (IOD), the remunerations for the company's directors would not be higher than those of other companies in the same industry.

Meeting allowances of 5 groups of the Committee as following details:

1. Members of the Board of Directors as 9 persons: fixed as monthly flat rate fee

	<u>2016</u>	<u>2015</u>
- Chairman	40,000 Baht/month	40,000 Baht/month
- Members	30,000 Baht/month	30,000 Baht/month

2. Members of the Audit Committee as 3 persons: fixed as attendance fee per time (6 times/year approximately)

	<u>2016</u>	<u>2015</u>
- Chairman	20,000 Baht/time	20,000 Baht/time
- Members	10,000 Baht/time	10,000 Baht/time

3. Members of the Risk Management Committee as 4 persons: fixed as attendance fee per time (6 times/year approximately)

	<u>2016</u>	<u>2015</u>
- Chairman	20,000 Baht/time	20,000 Baht/time
- Members	10,000 Baht/time	10,000 Baht/time

4. Members of the Corporate Governance Committee as 3 persons: fixed as attendance fee per time (6 times/year approximately)

	<u>2016</u>	<u>2015</u>
- Chairman	20,000 Baht/time	20,000 Baht/time
- Members	10,000 Baht/time	10,000 Baht/time

5. Members of the Nomination and Remuneration Committee as 3 persons: fixed as attendance fee per time (6 times/year approximately)

	<u>2016</u>	<u>2015</u>
- Chairman	20,000 Baht/time	20,000 Baht/time
- Members	10,000 Baht/time	10,000 Baht/time

Details of the whole year Meeting Allowances comparing the year 2016 with the year 2015

Position	2016		2015		Increase (Decrease)
	Persons	Amount (Baht)	Persons	Amount (Baht)	from the last year
Chairman of the Board of Directors	1	480,000.00	1	480,000.00	-
Members of the Board of Directors	8	2,880,000.00	8	2,880,000.00	-
Chairman of the Audit Committee	1	120,000.00	1	120,000.00	-
Members of the Audit Committee	2	120,000.00	2	120,000.00	-
Chairman of the Risk Management Committee	1	120,000.00	1	120,000.00	-
Members of the Risk Management Committee	3	180,000.00	2	120,000.00	60,000.00
Chairman of the Corporate Governance Committee	1	120,000.00	1	120,000.00	-
Members of the Corporate Governance Committee	2	120,000.00	2	120,000.00	-
Chairman of the Nomination and Remuneration Committee	1	120,000.00	1	120,000.00	-
Members of the Nomination and Remuneration Committee	2	120,000.00	2	120,000.00	-
Total		4,380,000.00		4,320,000.00	60,000.00

Remark* In the year 2016, there would be 3 members of the Risk Management Committee, 1 members increased from the year 2015, such meeting allowance also increased for 60,000 Baht consequently.

B) **Annual Bonus for the Independent Directors:** fixed as not more than 3% of the dividend which had been paid to the shareholders but not exceed 300,000 Baht for each Independent Director. The Chairman would be gained more than other Independent Directors for 30% which shall be determined by the Chairman. If there was no dividend payment, such Annual Bonus would not be paid. The Annual Bonus payment would be revised every year.

Resolution: The Meeting unanimously resolved to approve the remunerations for directors, members of the Audit Committee, members of Risk Management Committee, members of the Corporate Governance Committee, members of the Nomination and Remuneration Committee of the year 2016 as follows:

A) Meeting allowances: would be fixed as Monthly fee for 9 directors, and fixed as Attendance Fee per time for 3 members of the Audit Committee, 4 members of the Risk Management Committee, 3 members of the Corporate Governance Committee, and 3 members of the Nomination and Remuneration Committee, totaling 4,380,000 Baht and

B) Annual Bonus for the Independent Directors: would be fixed not more than 3% of the dividend which had been paid to the shareholders but not exceed 300,000 Baht for each Independent Director. The Chairman would be gained more than other Independent Directors for 30% which shall be determined by the Chairman. If there was no dividend payment, such Annual Bonus would not be paid. The Annual Bonus payment would be revised every year as proposed

With 5,107,065 votes, representing 100% of total shares held by shareholders attending and casted their voted. (During the meeting of Agenda 6, there were more shareholders and proxies totally 64 persons, 5,107,065 shares, representing 63.84% from the total issued shares of the company, divided to 35 shareholders attending in person and 29 proxies.)

Agenda 7

To consider and approve the appointment of Auditors and determination of Annual Audit fee of the year 2016

The Chairman assigned Mr. Teerachai Sritunyanont, the Secretary of the Meeting, to present to the Meeting that the Board of Directors considered it appropriate to propose to the Meeting to appoint Mr.Thanawut Piboonsawat, Certified Public Accountant Registration No.6699 or Mr.Pojana Asawasantichai, Certified Public Accountant Registration No.4891 or Ms.Wannisa Ngambouthong, Certified Public Accountant Registration No.6838 from Dharmniti Auditing Company Limited as the company's auditor for the year 2016. Furthermore, the Meeting was proposed to consider and determine the Annual Audit Fee of the year 2016 at 655,000 Baht excluded the other expenses relating to an actual payment for auditing. The Annual Audit Fee of the year 2016 would be higher than the audit fee of the year 2015 for 35,000 Baht according to the attachment No.5 of the meeting document. The details were as follows:

Transaction (Unit :Baht)	Audit Fee		Increased from 2015
	2016	2015	
Annual Financial Statement	370,000	350,000	20,000 Baht
Quarter Financial Statement Review	285,000	270,000	15,000 Baht
Total Audit Fee	655,000	620,000	35,000 Baht

The Chairman assigned Mr. Singhchai Aroonvuthiphong, Independent Director and Chairman of the Audit Committee, to comment on the appointment of auditors for the year 2016.

Mr. Singhchai Aroonvuthiphong, Independent Director and Chairman of the Audit Committee, expressed his opinion that the Audit Committee had considered that the former Auditors from Dharmniti Auditing Company Limited held the standard quality certified by SEC. The company had also sent the invitations to other Auditing Companies certified by SEC but the others had informed that they could not accept the invitation since their personnel were insufficient. Therefore, it was deemed appropriate to propose the meeting as above.

The Chairman then welcomed shareholders' queries for more details and other views. Since there were no more queries or comments, the Chairman requested the Meeting to consider the resolution for this agenda.

Resolution: The Meeting unanimously resolved to approve the appointment of Mr.Thanawut Piboonsawat, Certified Public Accountant Registration No.6699 or Mr.Pojana Asawasantichai, Certified Public Accountant Registration No.4891 or Ms.Wannisa Ngambouthong, Certified Public Accountant Registration No.6838 from Dharmniti Auditing Company Limited as the company's auditor for the year 2016 with the Audit Fee as 655,000 Baht and other expenses relating to an actual payment for auditing as proposed with 5,107,065 votes, representing 100% of total shares held by shareholders attending and casted their voted.

Agenda 8

Others

The Chairman then welcomed shareholders' to question and comment on other matters. Issues raised were as follows:

Mr. Surachai Fongamornkul /Shareholder asked that:

Would the company have a chance to issue new shares or split shares?

Mr. Prisun Wongsmitth /Chairman respond that:

The Board of Directors would bring this issue back to consider.

Mr. Pakawat Suvisuttimontri /Shareholder asked that:

1) How was the company's management plan for the land in Prachinburi province?

2) In 2016, how was the company's management plan for much increasing of cash flow?

Mrs. Pojanard Prinyapatpakorn /Director and Managing Director respond that:

The company had two places of lands in Prachinburi, one was located in Nonggee, Kabinburi for 68 Rai, another one was located in Banna, Kabinburi for 113 Rai. The company had a policy to sell these, but waited for the right time for the best price.

Mr. Prisun Wongsmitth /Chairman added that:

As for the increase of cash flow, after deducting dividend payment for 84 million Baht and allocating for the budget of machine improvement for around 100 million Baht and more in 2016, the rest had to rely on management plan, budget, and business direction of the company. Therefore, it could not be answered right now.

Mr. Krissada Arunwilairat / Shareholder asked that:

1) How the market situation would be in 2016?

2) How the company would handle with the mentioned situation and risk factors in this year?

Mr. Prisun Wongsmitth /Chairman respond that:

1) Economy for this year in both global and domestic was very fluctuating; however, the company could tackle it, considering from present positioning of the company.

2) The company had a plan for machine improvement by replace old and obsolete machine with the new effective one. Also, the factory would be expanded to Tuangtana Nakhon Project.

Mr. Charn Boonprasert proxy from Thai Investors Association (TIA) /Shareholder asked that:

Would the company participate in the Project of IOD to associate with other Thai private sectors for anti-corruption?

Mrs. Pojanard Prinyapatpakorn /Director and Managing Director respond that:

It was in the process of expressing a commitment to participate. All the same, the company had already declared the policy to anti a corruption for the company's administration.

The Chairman again inquired the Meeting for any comments or inquiries of other issues (if any). There was no shareholder asking any further question. The Chairman thanked all the shareholders for attending this AGM, then, announced that the Meeting is adjourned at 11.40 a.m.


Sign  Chairman

(Mr. Prisun Wongsmitth)

Sign  Secretary of the meeting

(Mr. Teerachai Siritunyanont)

Profile of the nominated of Directors to replace Retirement by rotation

Name	Mr.Praisun Wongsmith																			
Age	58 Year old																			
Address	79/131 Panya Indra Road Kweang Bang Chan, Khet Khlong Sam Wa, Bangkok, 10510																			
Present position	Independent Director																			
Education	-Master of Economics, Oklahoma State University, USA																			
Training Program of IOD & Others	1. Capital Market Academy Leader Program Class 14, Capital Market Academy 2. Advanced Security Management Program (ASMP) Class 5, The Association National Defence College of Thailand under the Royal Patronage of his majesty the king 3. The Leadership, Grid Teamwork Co., Ltd. 4. Thai Institute of Director 4.1 Director Accreditation Program (DAP) Class 12/2004 4.2 Director Certification Program (DCP) Class 92/2007 4.3 Role of the Chairman Program (RCP) Class 37/2015 4.4 Board that Make a Difference (BMD) Class 1/2016 4.5 Advanced Audit Committee Program Class 24/2016 4.6 Director Briefing Class 4/2016 (Managing Technology & Disruption)																			
Experience	<table><tr><td>Nov.-Dec. 2014</td><td>Selection director NPLs management service provider which non-collateral, SME Development Bank</td></tr><tr><td>2014 – 2015</td><td>Independent Director and Audit Committee, Thantawan Industry Public Company Limited</td></tr><tr><td>2012 – 2016</td><td>President, SCMB Company Limited</td></tr><tr><td>2014 – 2016</td><td>Managing Director, SCMB Company Limited</td></tr><tr><td>Sep. 2014 – Jan. 2015</td><td>Chairman of supervise and monitor NPL Committee, SME Development Bank</td></tr><tr><td>2015 – 2016</td><td>Advisor to the Minister Information and Communication Technology (ICT)</td></tr><tr><td>2015 – 2016</td><td>Sub-Committee for Council of Engineers</td></tr><tr><td>2012 – Present</td><td>Director, PW Consultants Company Limited</td></tr><tr><td>2015 – Present</td><td>Chairman and Independent Director, Thantawan Industry Public Company Limited</td></tr></table>		Nov.-Dec. 2014	Selection director NPLs management service provider which non-collateral, SME Development Bank	2014 – 2015	Independent Director and Audit Committee, Thantawan Industry Public Company Limited	2012 – 2016	President, SCMB Company Limited	2014 – 2016	Managing Director, SCMB Company Limited	Sep. 2014 – Jan. 2015	Chairman of supervise and monitor NPL Committee, SME Development Bank	2015 – 2016	Advisor to the Minister Information and Communication Technology (ICT)	2015 – 2016	Sub-Committee for Council of Engineers	2012 – Present	Director, PW Consultants Company Limited	2015 – Present	Chairman and Independent Director, Thantawan Industry Public Company Limited
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2012 – Present	Director, PW Consultants Company Limited																			
2015 – Present	Chairman and Independent Director, Thantawan Industry Public Company Limited																			

2016 – Present	Independent Director, CAT telecom Public Company Limited
2016 – Present	Independent Director, TMB Bank Public Company Limited
2016 – Present	Advisor to the Minister of Industry

THIP Shareholdings - None

Family relations with executive (s) - None

Criminal history during the past 10 Years - None

Tenure as Directors or Executives in the other companies

1.) Other listed companies

- TMB Bank Public Company Limited

2.) Other non-listed companies

- SCMB Company Limited

- PW Consultants Company Limited

- CAT telecom Public Company Limited

3.) Other businesses may cause conflict of interest to the company

- None

Number of years as Director of the company

- 3 Years (Date of Appointment on April 28, 2014)

Attended the meeting during the year 2016

- Attended the AGM (1/1 times)

- Attended the Board of Directors (13/13 times)

Stakeholder in various ways with company and Individuals that may cause the conflict of interest presently or the past two years

- None

Nomination Guidelines

The company considered that Mr. Praisun Wongsmith has full qualified under the Act. Public Companies and the Securities Act, Also knowledge and experience in the business related to the operations of the company and assist to develop as well. Consequently, the company has agreed to elect as 'Directors' of the company as deems appropriate.

Profile of the nominated of Directors to replace Retirement by rotation

Name	Mr. Singhchai Aroonvutthiphong	
Age	57 Year old	
Address	Sirin CPA Company Limited 19/95 Moo 1, Soi Watlao Rama 2 Road, Kweang Takam, Khet Bangkhunthien, Bangkok 10150	
Present position	Independent Director and Chairman of Audit Committee	
Education	-Doctor of Philosophy Program in Management, Suan Dusit Rajabhat University - Master of Business Administration, University of the Thai Chamber of Commerce - Certified Public Accountant	
Training Program of IOD & Others	<u>Thai Institute of Director</u> -How to Develop a Risk Management Plan (HRP) -Director Accreditation Program (DAP) -Director Certification Program (DCP) -Audit Committee Program (ACP)	
Experience	1993 - 1996 1999 – Present Present Present Present Present Present Present	- Office Manager of Sirin & Go Company Limited - Independent Director, Thantawan Industry Public Company Limited - Chairman of Audit Committee, Thantawan Industry Public Company Limited - Chairman of Audit Committee/Independent Director, Power line engineering Industry Public Company Limited -Managing Director, Sirin CPA Company Limited -Director, Grace Firm Company Limited -Director, Training Center Company Limited
THIP Shareholdings	-	None
Family relations with executive (s)	-	None
Criminal history during the past 10 Years	-	None

Tenure as Directors or Executives in the other companies

1.) Other listed companies

- Power Live Engineering Public Company Limited.

2.) Other non-listed companies

- Sirin CPA Company Limited
- Grace firm Company Limited
- Training Center Company Limited

3.) Other businesses may cause conflict of interest to the company

- None

Number of years as Director of the company

- 18 Years (Date of Appointment on March 19, 1999)

Attended the meeting during the year 2016

- Attended the AGM (1/1 times)
- Attended the Board of Directors (12/13 times)
- Attended the Board of Audit Committee (6/6 times)


Stakeholder in various ways with company and Individuals that may cause the conflict of interest presently or the past two years

- None

Nomination Guidelines

The company considered that Mr. Singhchai Aroonvutthiphong has full qualified under the Act. Public Companies and the Securities Act, Also knowledge and experience in the business related to the operations of the company and assist to develop as well. Consequently, the company has agreed to elect as 'Directors' of the company as deems appropriate.

Profile of the nominated of Directors to replace Retirement by rotation

Name	Mrs.Pojanard Prinyapatpakorn	
Age	62 Year old	
Address	84 Soi Mooban Boonsong, Vibhavadi Rangsit Road, Kweang Lard Yao, Khet Chatuchak, Bangkok, 10900	
Present position	<ul style="list-style-type: none"> - Director, Managing Director - Acting Deputy Managing Director - Acting ADM Business Line Business support 1 - Acting ADM Business Line Innovation & Product Design 	
Education	<ul style="list-style-type: none"> - Master of Housing Development, Chulalongkorn University - Master of Social Administration, Thammasat University 	
Training Program of IOD & Others	<ul style="list-style-type: none"> 1. Capital Market Academy Leader Program Class 17, Capital Market Academy 2. Top Executive Program in Industry and Investment Business Development, Institute of Business and Development (IBID3) 3. Thai Institute of Director <ul style="list-style-type: none"> 3.1 Directors Certification Program (DCP) Class 35/2003 3.2 Finance for Non-Finance Director (FND) Class 25/2006 3.3 Role of the Compensation Committee (RCC) Class 14/2012 3.4 How to Develop a Risk Management Plan (HRP) class 2/2012 3.5 Successful Formulation & Execution of Strategy (SFE) Class 21/2014 3.6 Role the Chairman Program (RCP) Class 36/2015 3.7 Boards that Make a Difference (BMD) Class 1/2016 	
Experience	<ul style="list-style-type: none"> 2010 - Present - Director and Managing Director, Thantawan Industry Public Company Limited 2010 - Present - Director and Managing Director, Bangkok Terminal Company Limited 2014 – 2016 - Chairman of Risk Management, Thantawan Industry Public Company Limited 	

THIP Shareholdings - None

Family relations with executive (s) - None

Criminal history during the past 10 Years - None

Tenure as Directors or Executives in the other companies

1.) Other listed companies

- None

2.) Other non-listed companies

- Bangkok Terminal Company Limited

3.) Other businesses may cause conflict of interest to the company

- None

Number of years as Director of the company

- 17 Years (Date of Appointment on March 19, 2000)

Attended the meeting during the year 2016

- Attended the AGM (1/1 times)

- Attended the Board of Directors (13/13 times)

- Attended the Board of Risk Management (4/4 times)

Stakeholder in various ways with company and Individuals that may cause the conflict of interest presently or the past two years

- None

Nomination Guidelines

The company considered that Mrs.Pojanard Prinyapatpakorn has full qualified under the Act. Public Companies and the Securities Act, Also knowledge and experience in the business related to the operations of the company and assist to develop as well. Consequently, the company has agreed to elect as 'Directors' of the company as deems appropriate.

Qualification of Independent Director

The Board of Directors must comprise of sufficient number of Independent directors to inspect and balance the performance of the Board and the operation of Management team. Independent directors on the Board must represent at least one-third of all directors and not less than three directors

Independent directors must have all the qualifications required by The Capital Market Supervisory Board as follows:

1. Holding shares is not exceeding 0.5 percent of the total number of shares with voting rights of the company, its Parents Company, subsidiary, affiliate, major shareholder or controlling person including shares held by related persons of such Independent director.
2. Neither being nor used to manage the office, employee, advisor who receives salary, or controlling person of the company, its parent company, subsidiary, affiliate, same level of subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than two years.
3. Not being a person related to blood relationship or legal families registration as father, mother, spouse, sibling and child including Son's wife to the other directors, management , major shareholder, controlling person or person to be nominated as director, executive or controlling person of the company or its subsidiary company.
4. Neither having nor used to have a business relationship with the company, its parent company, subsidiary, affiliate, major shareholder or controlling person, in the manner that may interfere to his/her Independent discretion and neither being nor used to be a significant shareholder or controlling person of any person to business relationship with the company. Also Its parent company, subsidiary, affiliate, same level of subsidiary company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years.
5. Neither being nor used to be an auditor of the company, its parent company, subsidiary, affiliate, major shareholder or controlling person and not being a significant shareholder, controlling person or partner of an audit firm which employs auditors of the company its parent company, subsidiary, affiliate, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years.

6. Neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million Baht per year from the company its parent company subsidiary, affiliate, major shareholder or controlling person and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years.
7. Not being a director appointed as representative of directors of the company, major shareholder or shareholder who is related to major shareholder.
8. Not undertaking any business in the same nature and in competition to the business of the company or subsidiary company or not being a significant partner in a partnership or being an executive director, employee, advisor who receives salary or holding shares exceeding one percent of the total number of shares with voting rights of other companies which undertakes business in the same nature and in competition to the business of the company or its subsidiary company.

Remarkd : Concentration than the minimum requirements of the SEC and SET, the Company determines that the Independent Shareholders have no more than 0.5 percent of the shares with voting rights of the company (According to article 1). The SEC and SET determine that the shareholders have no more than 1.0 percent of the total number of shares with voting rights for all of the company.

Profile and experience of the auditor. (EY Office Limited)

No.	Name-Surname	Position	Education and certification	Description of experience
1.	Ms. Siriwan Suratepin	Partner	<ul style="list-style-type: none"> _ Bachelor's Degree in Accounting, Thammasat University _ Master's Degree in Accounting, Thammasat University _ Graduate Diploma in Auditing, Thammasat University _ Graduate Diploma in English for Careers, Thammasat University 	<ul style="list-style-type: none"> - Experience working with EY for 25 years. - Experience in the position of Partner at EY for 12 years. - Auditors, approval by SEC
2.	Mr. Wichart Lokatekrawee	Partner	<ul style="list-style-type: none"> _ Bachelor's Degree in Accounting, Thammasat University _ Master's Degree in Accounting, Thammasat University _ Graduate Diploma in Auditing, Thammasat University 	<ul style="list-style-type: none"> - Experience working with EY for 26 years. - Experience in the position of Partner at EY for 15 years. - Auditors, approval by SEC
3.	Ms. Kamontip Lertwitworatep	Partner	<ul style="list-style-type: none"> _ Bachelor's Degree in Accounting, Thammasat University _ Master's Degree in Accounting, Thammasat University _ Graduate Diploma in Auditing, Thammasat University 	<ul style="list-style-type: none"> - Experience working with EY for 26 years. - Experience working at EY - San Jose for 18 months. - Experience in the position of Partner at EY for 15 years. - Auditors, approval by SEC

Remark: Such person has no conflict of interest with the Company, its subsidiaries, Board of Directors and major shareholders.

Invite Shareholders to submit questions in advance, prior to the General Meeting of Shareholders No. 1/2017

The company recognizes the importance of all shareholders and enhance the practice of good corporate governance. The company has provided a question system for shareholders to submit question (s) relevant to the company, prior to the meeting as:

1. Shareholder shall provide questions with information as the following :

- Name, Contacting address, Telephone number, Fax number and e-mail address (if any) of the shareholder including Number of share held.
- Detail of questions

2. The company opens questions in alternatively way :

- Email : irthip@thantawan.com
- Registered mail to :

Company Secretary
Thantawan Industry Public Company Limited
123 Suntowers Building A, 32nd Floor
Vibhavadi-Rangsit Road, Chomphon sub-district
Chatuchak district, Bangkok 10900

- By Facsimile : 02-273-8484

3. Open question :

Shareholder shall submit questions to the company in advance, prior to the meeting from Monday April 3, 2017 to Friday April 21, 2017.

4. Reply to question (s)

The company shall consider the question(s) that receive from the Shareholders at the General Meeting of Shareholder in order to provide an information to the other shareholders equally.

แบบหนังสือมอบฉันทะแบบ ก. (แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

Proxy Form A (General Form)

ท้ายประกาศกรมพัฒนาธุรกิจการค้าเรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ.2550

Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

ตีตราการแสตมป์ Duty Stamp 20 บาท/Baht	<div style="display: flex; justify-content: space-between;"> <div> <p>เขียนที่ / Written at</p> <p>วันที่ เดือน พ.ศ.</p> <p>Date Month B.E.</p> </div> <div> <p>1. ข้าพเจ้า สัญชาติ</p> <p>I / We Nationality</p> <p>อยู่บ้านเลขที่ ถนน ตำบล/แขวง</p> <p>Residing at No Road Tambol/Kwaeng</p> <p>อำเภอ/เขต จังหวัด รหัสไปรษณีย์</p> <p>Amphur/Khet Province Post Code</p> </div> </div> <p>2. เป็นผู้ถือหุ้นของบริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น</p> <p>As a shareholder of Thantawan Industry Public Company Limited, holding a total number of shares.</p> <p>3. ขอมอบฉันทะให้ / Hereby appoint</p> <p>(1) ชื่อ อายุ ปี</p> <p>Name Age year</p> <p>อยู่บ้านเลขที่ ถนน ตำบล/แขวง</p> <p>Residing at No. Road Tambol/Kwaeng</p> <p>อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ</p> <p>Amphur/Khet Province Post Code or</p> <p>(2) ชื่อ อายุ ปี</p> <p>Name Age year</p> <p>อยู่บ้านเลขที่ ถนน ตำบล/แขวง</p> <p>Residing at No. Road Tambol/Kwaeng</p> <p>อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ</p> <p>Amphur/Khet Province Post Code or</p> <p>(3) ชื่อ อายุ ปี</p> <p>Name Age year</p> <p>อยู่บ้านเลขที่ ถนน ตำบล/แขวง</p> <p>Residing at No. Road Tambol/Kwaeng</p> <p>อำเภอ/เขต จังหวัด รหัสไปรษณีย์ หรือ</p> <p>Amphur/Khet Province Post Code or</p>
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คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้น ประจำปี 2560 ครั้งที่ 1/2560 ในวันพุธที่ 26 เมษายน พ.ศ. 2560 เวลา 10.00 น. ณ ห้องประชุมชั้น 39 อาคารชั้นทาวเวอร์ส บี เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพฯ 10900 หรือจะพึงเลื่อนไป ในวัน เวลา และสถานที่อื่นด้วย

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

As my/our proxy to attend and vote on my/our behalf in the 2017 Annual General Meeting of Shareholders No. 1/2017 which will be held on Wednesday, April 26, 2017 at 10:00 hrs; Suntowers Building B, Meeting room; 39th floor, 123 Vibhavadi-Ranfsit Road, Khwaeng Chomphon, Khet Chautuchak, Bangkok 10900 or at any adjournment thereof to any other date, time and venue.

Any act of the proxy holder performed at the meeting shall be deemed as my/our act.

ลงชื่อ/ Signed ผู้มอบฉันทะ/ Shareholder
(.....)

ลงชื่อ/ Signed ผู้รับมอบฉันทะ / Proxy
(.....)

ลงชื่อ/ Signed ผู้รับมอบฉันทะ / Proxy
(.....)

ลงชื่อ/ Signed ผู้รับมอบฉันทะ / Proxy
(.....)

หมายเหตุ ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Remark: A shareholder shall make a proxy to only one proxy holder to attend and vote in the meeting. He/She cannot split his/her shares and assign to several proxy holders to vote for him/her in the meeting.

แบบหนังสือมอบฉันทะ แบบ ข.

Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่จะเลือกตั้งเจ้านายตัว)

(Proxy Form containing specific details)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

<div style="border: 1px solid black; padding: 5px; text-align: center;"> ติดอากรแสตมป์ Duty Stamp 20 บาท/Baht </div>	<div style="text-align: right;">เขียนที่ / Written at _____</div> <div style="text-align: right; margin-top: 20px;"> วันที่ _____ เดือน _____ พ.ศ. _____ Date Month Year </div>
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(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่บ้านเลขที่ _____ ถนน _____
I/We _____ Nationality _____ Residing No. _____ Road _____
ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Tambon/Khwaeng _____ Amphur/khet _____ Province _____ Postcode _____

(2) เป็นผู้ถือหุ้นของ บริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น
being a shareholder of Thantawan Industry Public Company Limited, holding a total number of _____ share(s),
และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
and having rights to vote equivalent to _____ vote(s), with details as follows :
หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share total of _____ share(s), having voting rights equivalent to _____ vote(s)
หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share total of _____ share(s), having voting rights equivalent to _____ vote(s)

(3) ขอมอบฉันทะให้ / hereby appoint the following persons as my/our proxy :

☐ 1. _____ อายุ/Age _____ ปี
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No. _____ Road _____ Tambon/Khwaeng _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Amphur/Khet _____ Province _____ Postcode _____

หรือ/or ☐ 2. _____ อายุ/Age _____ ปี
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No. _____ Road _____ Tambon/Khwaeng _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Amphur/Khet _____ Province _____ Postcode _____

หรือ/or ☐ 3. _____ อายุ/Age _____ ปี
อยู่บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at No. _____ Road _____ Tambon/Khwaeng _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Amphur/Khet _____ Province _____ Postcode _____

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมใหญ่สามัญผู้ถือหุ้น ครั้งที่ 1/2560 ในวันพุธที่ 26 เมษายน พ.ศ. 2560 เวลา 10.00 น. ณ ห้องประชุม ชั้น 39 อาคารชั้นหาวเวอร์ส บี เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above shall be my/our proxy holder to attend and vote on my/our behalf at the General Meeting of Shareholders No. 1/2017 which will be held on Wednesday, April 26, 2017 at 10:00 am; Suntowers Bldg-B at meeting room 39th floor, Address 123 Vibhavadi-Rangsit Rd., Chomphon, Jatujak, Bangkok or on any date and at any adjournment thereof.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I/we hereby authorize the proxy holder to vote on my/our behalf at this meeting as follows:

วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมใหญ่สามัญผู้ถือหุ้น ครั้งที่ 1/2559 เมื่อวันที่ 27 เมษายน 2559
Agenda 1 To approve the Minutes of the Annual General Meeting of Shareholders No. 1/2016 held on April 27, 2016

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my/our intention as follows:
- | | | |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

วาระที่ 2 เรื่อง คณะกรรมการรายงานผลการดำเนินงานของบริษัท ในรอบปี 2559 เพื่อทราบ
Agenda 2 To acknowledge the report on company's operating results for the year 2016

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน
As this item is for information to shareholder, there will be no voting.

วาระที่ 3 เรื่อง พิจารณานุมัติงบการเงิน สำหรับปีสิ้นสุด วันที่ 31 ธันวาคม 2559
Agenda 3 To consider and approve the Financial Statements for the year ended December 31, 2016

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my intention as follows:
- | | | |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

วาระที่ 4 เรื่อง พิจารณานุมัติจัดสรรกำไรจากผลดำเนินงานปี 2559 และการจ่ายเงินปันผล
Agenda 4 To consider and approve the profit apportionment and dividend payment derived from operating results for the year 2016

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my/our intention as follows:
- | | | |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

วาระที่ 5 เรื่อง พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ
Agenda 5 To consider and approve the appointment of new directors replacing those retired by rotation

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The proxy holder shall vote in accordance with my/our intention as follows:

- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of individual director
1. นายไพโรจน์ วงศ์สมิทธิ์ / Mr. Praisun Wongsmitth
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
- Approve Disapprove Abstain
- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of individual director
2. นายสิงห์ชัย อรุณวุฒิพงษ์ / Mr. Singhchai Aroonvuthiphong
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
- Approve Disapprove Abstain
- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of individual director
3. นางพจนารถ ปริญภัทรภากร / Mrs.Pojanard Prinyapatpakorn
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
- Approve Disapprove Abstain

วาระที่ 6 เรื่อง พิจารณาอนุมัติจ่ายค่าตอบแทนกรรมการ ประจำปี 2560

Agenda 6 To consider and approve Directors' remuneration for the year 2017

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
- Approve Disapprove Abstain

วาระที่ 7 เรื่อง พิจารณาแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชี ประจำปี 2560

Agenda 7 To consider and approve the appointment of auditor and determination of auditor's remuneration for the year 2017

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
- Approve Disapprove Abstain

วาระที่ 8 เรื่อง พิจารณาเรื่องอื่น (ถ้ามี)

Agenda 8 To consider any other business (if any)

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) The proxy holder shall vote in accordance with my/our intention as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง
- Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy holder in any agenda that is not specified to this proxy shall be considered as invalid and shall not constitute my/our voting as a shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดวันหรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case, I/we have not specified my/our voting intention to any agenda or specified unclear instruction or in case the meeting considered or passed resolutions in any matters other than these specified above. Furthermore, in case there is any amendment or addition to any fact. The proxy holder shall have the right to consider and vote on my/our behalf as deem appropriate in all respects. กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried on by the proxy holder in the said meeting, except where he/she does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/ Signed ผู้มอบฉันทะ/ Shareholder

(.....)

ลงชื่อ/ Signed ผู้รับมอบฉันทะ / Proxy

(.....)

ลงชื่อ/ Signed ผู้รับมอบฉันทะ / Proxy

(.....)

ลงชื่อ/ Signed ผู้รับมอบฉันทะ / Proxy

(.....)

หมายเหตุ

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
2. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

Remarks:

1. A shareholder shall appoint only one proxy holder to attend and vote at the meeting. Shall not allocate the number of shares to several proxies for voting separately..
2. In case there is any additional agenda further to the above, shareholder shall specify such an additional agenda in the annex attached to the proxy form B as enclosed herewith.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Annex attached to the Proxy from B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน)

The proxy as the shareholder of Thantawan Industry Public Company Limited

ในการประชุมใหญ่สามัญผู้ถือหุ้น ครั้งที่ 1/2560 ในวันพุธที่ 26 เมษายน 2560 เวลา 10.00 น. ณ ห้องประชุม อาคารชั้นทาวเวอร์ส บี ชั้น 39 เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวันเวลา และสถานที่อื่นด้วย

At the General Meeting of Shareholders No.1/2017, to be held on Wednesday, April 26, 2017; 10.00 am., Suntowers Bldg-B-39th Floor, 123 Vibhavadi-Rangsit Rd., Chomphon, Chatuchak, Bangkok or on any date at any adjournment there of.

วาระที่ _____	เรื่อง _____				
Agenda	Subject				
<input type="checkbox"/>	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร				
	(a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.				
<input type="checkbox"/>	(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้				
	(b) The proxy holder shall vote in accordance with my/our intention as follows:				
<input type="checkbox"/>	เห็นด้วย	<input type="checkbox"/>	ไม่เห็นด้วย	<input type="checkbox"/>	งดออกเสียง
	Approve		Disapprove		Abstain

วาระที่ _____	เรื่อง _____				
Agenda	Subject				
<input type="checkbox"/>	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร				
	(a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.				
<input type="checkbox"/>	(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้				
	(b) The proxy holder shall vote in accordance with my/our intention as follows:				
<input type="checkbox"/>	เห็นด้วย	<input type="checkbox"/>	ไม่เห็นด้วย	<input type="checkbox"/>	งดออกเสียง
	Approve		Disapprove		Abstain

วาระที่ _____	เรื่อง _____				
Agenda	Subject				
<input type="checkbox"/>	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร				
	(a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.				
<input type="checkbox"/>	(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้				
	(b) The proxy holder shall vote in accordance with my/our intention as follows:				
<input type="checkbox"/>	เห็นด้วย	<input type="checkbox"/>	ไม่เห็นด้วย	<input type="checkbox"/>	งดออกเสียง
	Approve		Disapprove		Abstain

วาระที่ _____	เรื่อง _____				
Agenda	Subject				
<input type="checkbox"/>	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร				
	(a) The proxy holder shall be entitled to consider and resolve in lieu of me/us in all respects as deemed appropriate.				
<input type="checkbox"/>	(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้				
	(b) The proxy holder shall vote in accordance with my/our intention as follows:				
<input type="checkbox"/>	เห็นด้วย	<input type="checkbox"/>	ไม่เห็นด้วย	<input type="checkbox"/>	งดออกเสียง
	Approve		Disapprove		Abstain

แบบหนังสือมอบฉันทะแบบ ค.

Proxy Form C

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

(Specifically for a foreign shareholder for which a custodian in Thailand is appointed)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

ตีตรากรแสตมป์ Duty Stamp 20 บาท/Baht	เขียนที่ / Written at..... วันที่ เดือน พ.ศ. Date Month B.E.
--	---

1. ข้าพเจ้า สัญชาติ

I/We Nationality

สำนักงานตั้งอยู่เลขที่ ถนน ตำบล/แขวง.....

Residing at No Road Tambol/Kwaeng

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

Amphur/Khet Province Post Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....

As a custodian of

ซึ่งเป็นผู้ถือหุ้นของบริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น

being a shareholder of Thantawan Industry Public Company Limited, holding a total number of share(s)

และออกเสียงลงคะแนนได้เท่ากับ.....เสียง

and shall hold number of vote(s)

2. ขอมอบฉันทะให้ / Hereby appoint

(1) ชื่อ / Name..... อายุ / Age.....ปี / year

อยู่บ้านเลขที่ ถนน ตำบล/แขวง อำเภอ/เขต

Residing at No. Road Tambol/Kwaeng Amphur/Khet

จังหวัด รหัสไปรษณีย์ หรือ

Province Post Code or

(2) ชื่อ / Name..... อายุ / Age.....ปี / year

อยู่บ้านเลขที่ ถนน ตำบล/แขวง อำเภอ/เขต

Residing at No. Road Tambol/Kwaeng Amphur/Khet

จังหวัด รหัสไปรษณีย์ หรือ

Province Post Code or

(3) ชื่อ / Name..... อายุ / Age.....ปี / year

อยู่บ้านเลขที่ ถนน ตำบล/แขวง อำเภอ/เขต

Residing at No. Road Tambol/Kwaeng Amphur/Khet

จังหวัด รหัสไปรษณีย์ หรือ

Province Post Code or

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมใหญ่สามัญผู้ถือหุ้น ครั้งที่ 1/2560 ในวันพุธที่ 26 เมษายน 2560 เวลา 10.00 น. ณ ห้องประชุม ชั้น 39 อาคารชั้นทาวเวอร์ บี เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพมหานคร หรือที่จะเดินทางไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above shall be my/our proxy holder to attend and vote on my/our behalf at the General Meeting of Shareholders No.1/2017 which will be held on Wednesday, April 26, 2017; at 10.00 am; Suntowers Bldg-B at meeting room 39th floor, Address 123 Vibhavadi-Rangsit Rd., Chomphon, Jatujak, Bangkok or on any date and at any adjournment thereof.

3. ข้าพเจ้าขอมอบอำนาจให้ผู้รับมอบอำนาจเข้าร่วมประชุมและออกเสียงลงคะแนนแทนในครั้งนี้อย่างนี้

I/We hereby authorize the proxy to vote on my/our behalf in this meeting as follows:

☐ มอบอำนาจตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

To vote based on the total number of shares held by my/our behalf in this meeting

☐ มอบอำนาจบางส่วน คือ

To split the votes as follows:

☐ หุ้นสามัญ.....หุ้น และมีสิทธิออกเสียงลงคะแนน.....เสียง

Ordinary share share(s) and shall hold number of votes

4. ข้าพเจ้าขอมอบอำนาจให้ผู้รับมอบอำนาจออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to attend and vote on my/our behalf in this meeting as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมใหญ่สามัญผู้ถือหุ้น ครั้งที่ 1/2559 เมื่อวันที่ 27 เมษายน 2559

Agenda 1 To approve the Minutes of the Annual General Meeting of Shareholders No. 1/2016 held on April 27, 2016

☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows:

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 2 คณะกรรมการรายงานผลการดำเนินงานของบริษัท ในรอบปี 2559 เพื่อทราบ

Agenda 2 To acknowledge the report on company's operating results for the year 2016

เนื่องจากวาระนี้เป็นวาระแจ้งเพื่อทราบ จึงไม่มีการออกเสียงลงคะแนน

As this item is for information to shareholder, there will be no voting.

วาระที่ 3 พิจารณานุมัติงบการเงิน สำหรับปีสิ้นสุด วันที่ 31 ธันวาคม 2559

Agenda 3 To consider and approve the Financial Statements for the year ended December 31, 2016

☐ (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

☐ (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows:

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่ 4 พิจารณานุมัติจัดสรรกำไรจากผลดำเนินงานปี 2559 และการจ่ายเงินปันผล

Agenda 4 To consider and approve the profit apportionment and dividend payment derived from operating results for the year 2016

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 5 พิจารณาเลือกตั้งกรรมการแทนกรรมการที่ออกตามวาระ

Agenda 5 To consider and approve the appointment of new directors replacing those retired by rotation

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

การแต่งตั้งกรรมการเป็นรายบุคคล / Appointment of certain members

1. นายไพโรจน์ วงศ์สมิทธิ์ / Mr. Praisun Wongsmit

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

2. นายสิงห์ชัย อรุณวุฒิพงศ์ / Mr. Singhchai Aroonvuthiphong

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

3. นางพจนารถ ปริญภัทรภากร / Mrs.Pojanard Prinyapatpakorn

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 6 พิจารณานุมัติจ่ายค่าตอบแทนกรรมการ ประจำปี 2560

Agenda 6 To consider and approve Directors' remuneration for the year 2017

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชี ประจำปี 2560

Agenda 7 To consider and approve the appointment of auditor and determination of auditor's remuneration for the year 2017

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง.....	เสียง
Approve	votes	Disapprove	votes	Abstain	votes

วาระที่ 8 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 8 To consider any other business (if any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

<input type="checkbox"/> เห็นด้วย	เสียง	<input type="checkbox"/> ไม่เห็นด้วย	เสียง	<input type="checkbox"/> งดออกเสียง.....	เสียง
Approve	votes	Disapprove	votes	Abstain	votes

5. การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

6. ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

5. Any votes by the proxy in any agenda not rendered in accordance with my/our intention specified herein shall not be deemed as my/our votes as a shareholder.

6. If I/We do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the proxy shall be authorized to consider the matters and vote on my/our behalf as the proxy deems appropriate.

Any acts taken by the proxy at the meeting shall, unless the proxy cast the votes not in compliance with my/our intention specified herein, be deemed as my/our own act(s) in all aspects.

ลงชื่อ/ Signed ผู้มอบฉันทะ/ Shareholder
(.....)

ลงชื่อ/ Signed ผู้รับมอบฉันทะ/ Proxy
(.....)

ลงชื่อ/ Signed ผู้รับมอบฉันทะ/ Proxy
(.....)

หมายเหตุ

1. หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ลงนามในหนังสือมอบฉันทะแทน
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
4. ในกรณีที่มีการพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

Remarks

1. This Proxy Form C is applicable only to a shareholder whose name appears in the shareholder registration book as a foreign investor and a custodian in Thailand is appointed therefore.
2. Evidence of documents required to be attached to the proxy form are:
 - (1) A Power of Attorney executed by the shareholder authorizing the custodian to execute the proxy form on behalf of such shareholder.
 - (2) A letter confirming that the person executing the proxy form has obtained a license for being a custodian.
3. A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.
4. If the matters to be considered are more than those specified above, the proxy grantor may apply the Annex to Proxy Form C as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะ (แบบ ค.)
Annex to the Form of Proxy (Form C)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน)
 ในการประชุมสามัญผู้ถือหุ้นบริษัท ทานตะวันอุตสาหกรรม จำกัด (มหาชน) ประจำปี 2560 ในวันพุธที่ 26 เมษายน พ.ศ. 2560 เวลา 10.00 น.
 ณ ห้องประชุมชั้น 39 อาคารรัตนทาวเวอร์ส บี เลขที่ 123 ถนนวิภาวดีรังสิต แขวงจอมพล เขตจตุจักร กรุงเทพฯ 10900 หรือที่จะพึงเลื่อนไปในวันเวลา
 และสถานที่อื่นด้วย

The proxy as the shareholder of Thantawan Industry Public Company Limited

At the General Meeting of Shareholders No.1/2017, to be held on Wednesday, April 26, 2017; 10.00 am., Suntowers Bldg-B-39th
 Floor, 123 Vibhavadi-Rangsit Rd., Chomphon, Chatuchak, Bangkok or at any adjournment there of to any other date, time and venue.

วาระที่..... เรื่อง.....

Agenda Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The proxy may consider the matters and vote on my/our behalf, as the proxy deems appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(B) The proxy may consider the matters and vote on my/our behalf as follows;

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda Subject

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Approve votes Disapprove votes Abstain votes

วาระที่..... เรื่อง.....

Agenda Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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(B) The proxy may consider the matters and vote on my/our behalf as follows;

☐ เห็นด้วยเสียง ☐ ไม่เห็นด้วยเสียง ☐งดออกเสียง.....เสียง

Approve votes Disapprove votes Abstain votes

Names and information of independent directors being proposed as a proxy
--

Name	Mr.Praisun Wongsmith	
Age	58 Year old	
Address	79/131 Panya Indra Road Kweang Bang Chan Khet Khlong Sam Wa, Bangkok 10510	
Present position	Independent Director	
Education	-Master of Economics, Oklahoma State University, USA	
Training Program of IOD & Others	1. Capital Market Academy Leader Program Class 14, Capital Market Academy 2. Advanced Security Management Program (ASMP) Class 5, The Association National Defence College of Thailand under the Royal Patronage of his majesty the king 3. The Leadership, Grid Teamwork Co., Ltd. 4. Thai Institute of Director 4.1 Director Accreditation Program (DAP) Class 12/2004 4.2 Director Certification Program (DCP) Class 92/2007 4.3 Role of the Chairman Program (RCP) Class 37/2015 4.4 Board that Make a Difference (BMD) Class 1/2016 4.5 Advanced Audit Committee Program Class 24/2016 4.6 Director Briefing Class 4/2016 (Managing Technology & Disruption)	
Experience	Nov.-Dec. 2014 Selection director NPLs management service provider which non-collateral, SME Development Bank 2014 – 2015 Independent Director and Chairman of Audit Committee, Thantawan Industry Public Company Limited 2012 – 2016 President, SCMB Company Limited 2014 – 2016 Managing Director, SCMB Company Limited Sep. 2014 – Jan. 2015 Chairman of supervise and monitor NPL Committee, SME Development Bank	

	2015 – 2016	Advisor to the Minister Information and Communication Technology (ICT)
	2015 – 2016	Sub-Committee for Council of Engineers
	2012 – Present	Director, PW Consultants Company Limited
	2015 – Present	Chairman and Independent Director, Thantawan Industry Public Company Limited
	2016 – Present	Independent Director, CAT telecom Public Company Limited
	2016 – Present	Independent Director, TMB Bank Public Company Limited
	2016 – Present	Advisor to the Minister of Industry
THIP Shareholdings	- None	
Family relations with executive (s)	- None	
Criminal history during the past 10 Years	- None	
Number of years as Director of the company	- 3 Years (Date of Appointment on April 28, 2014)	
Stakeholder to agenda	- None	
Forbidden qualifications		
	1. Never dishonestly committing an offence against property.	
	2. Never enter into any transaction which may cause conflict of interest against the company during the year.	
Attended the meeting during the year 2016	- Attended the AGM (1/1 times)	
	- Attended the Board of Directors (13/13 times)	

Names and information of independent directors being proposed as a proxy
--

Name	Mr. Singhchai Aroonvutthiphong															
Age	57 Year old															
Address	Sirin CPA Company Limited 19/95 Moo 1, Soi Watlao Rama 2 Road, Kweang Takam, Khet Bangkhunthien, Bangkok 10150															
Present position	Independent Director and Chairman of Audit Committee															
Education	-Doctor of Philosophy Program in Management, Suan Dusit Rajabhat University -Master of Business Administration, University of the Thai Chamber of Commerce -Certified Public Accountant															
Training Program of IOD & Others	<u>Thai Institute of Director</u> -How to Develop a Risk Management Plan (HRP) -Director Accreditation Program (DAP) -Director Certification Program (DCP) -Audit Committee Program (ACP)															
Experience	<table><tr><td>1993 - 1996</td><td>-Office Manager of Sirin & Go Company Limited</td></tr><tr><td>1999 – Present</td><td>-Independent Director, Thantawan Industry Public Company Limited</td></tr><tr><td>Present</td><td>-Chairman of Audit Committee, Thantawan Industry Public Company Limited</td></tr><tr><td>Present</td><td>-Chairman of Audit Committee and Independent Director, Power line engineering Industry Public Company Limited</td></tr><tr><td>Present</td><td>-Managing Director, Sirin CPA Company Limited</td></tr><tr><td>Present</td><td>-Director, Grace Firm Company Limited</td></tr><tr><td>Present</td><td>-Director, Training Center Company Limited</td></tr></table>		1993 - 1996	-Office Manager of Sirin & Go Company Limited	1999 – Present	-Independent Director, Thantawan Industry Public Company Limited	Present	-Chairman of Audit Committee, Thantawan Industry Public Company Limited	Present	-Chairman of Audit Committee and Independent Director, Power line engineering Industry Public Company Limited	Present	-Managing Director, Sirin CPA Company Limited	Present	-Director, Grace Firm Company Limited	Present	-Director, Training Center Company Limited
1993 - 1996	-Office Manager of Sirin & Go Company Limited															
1999 – Present	-Independent Director, Thantawan Industry Public Company Limited															
Present	-Chairman of Audit Committee, Thantawan Industry Public Company Limited															
Present	-Chairman of Audit Committee and Independent Director, Power line engineering Industry Public Company Limited															
Present	-Managing Director, Sirin CPA Company Limited															
Present	-Director, Grace Firm Company Limited															
Present	-Director, Training Center Company Limited															
THIP Shareholdings	-	None														
Family relations with executive (s)	-	None														
Criminal history during the past 10 Years	-	None														

Number of years as Director of the company

- 18 Years (Date of Appointment on March 19, 1999)

Stakeholder to agenda

- None


Forbidden qualifications

1. Never dishonestly committing an offence against property.
2. Never enter into any transaction which may cause conflict of interest against the company during the year.

Attended the meeting during the year 2016

- Attended the AGM (1/1 times)
- Attended the Board of Directors (13/13 times)
- Attended the Board of Audit Committee (6/6 times)

Names and information of independent directors being proposed as a proxy
--

Name	Mr. Sayan Satangmongkol	
Age	69 Year old	
Address	38 Soi Ramkhamhaeng 44 Ramkhamhaeng Road Kweang Huamark, Khet Bangkok, Bangkok 10240	
Present position	Independent Director and Audit Committee	
Education	-Master of Business Administration Program (MBA) Thammasat University -Bachelor of Science (Agricultural Economics) Kasetsart University	
Training Program of IOD & Others	1. Capital Market Academy Leader Program Class 17, Capital Market Academy 2. Thai Institution of Director 2.1 Directors Certification Program (DCP) Class 43/2004 2.2 Finance for Non-Finance Directors (FND) Class 9/2004 2.3 DCP Re-Refresher Course DCP (DCP Re) Class 1/2008 2.4 Audit Committee Program (ACP) Class 34/2011 2.5 Role of the Chairman Program (RCP) Class 25/2011 2.6 Role of the Nomination and Governance Committee (RNG) Class 6/2014 2.7 Board that Make Difference (BMD) Class 1/2016 2.8 Role of the Compensation Committee 2.9 Directors Accreditation Program 2.10 Corporate Governance	
Experience	<u>Experience of Krung Thai Bank Public Company Limited</u> 2002-2005 : Senior Executive Vice President-Managing Director 2005-2006 : Senior Executive Vice President-Managing Director Risk Management group 2006-2008 : Senior Executive Vice President-Managing Director Asset Management and Legal Management group Present : Independent Director / Chairman of Audit Committee, Wuttisak clinic inter Group Company limited	

Present : Director, Eco Waste Management Company limited

2015-Present: Independent Director and Audit Committee,

Thantawan Industry Public Company Limited

Companion of the most exalted order of the white elephant.

THIP Shareholdings - None

Family relations with executive (s) - None

Criminal history during the past 10 Years - None

Number of years as Director of the company

- 2 Years (Date of Appointment on 1 July, 2015)

Stakeholder to agenda - None

Forbidden qualifications

1. Never dishonestly committing an offence against property.

2. Never enter into any transaction which may cause conflict of interest against the company during the year.


Attended the meeting during the year 2016

- Attended the AGM (1/1 times)

- Attended the Board of Directors (13/13 times)

- Attended the Board of Auditors (5/6 times)

Names and information of independent directors being proposed as a proxy
--

Name	Mr. Asdakorn Limpiti	
Age	62 Year old	
Address	9/53 Moo 7, Suan Yai sub-district Mueang district, Nonthaburi, 11000	
Present position	Independent Director, Audit Committee and Risk Management Committee	
Education	- Master of engineering, Michigan (Chemical Engineering), Ann Arbor University, USA -Bachelor of engineering, Michigan, (Chemical Engineering), Ann Arbor University, USA	
Training Program of IOD & Others	1. Advance Management Program (AMP) 167/2004, Harvard Business School 2. Capital Market Academy (CMA) Class 17/2013, Capital Market Academy 3. Thai Institute of Director 3.1 Director Certification Program (DCP) 75/2006 3.2 Thailand Energy Academy (TEA) Class 1/2012 3.3 Advanced Audit Committee Program (AACP) Class 24/2016	
Experience	2010 - 2013 Executive Vice President, Strategy and Business Development Group, PTT Exploration and Production Public Company Limited 2014 – 2015 Executive Vice President, Strategy and Business Development Group Acting Executive Vice President, Technology and Sustainability Development Group, PTT Exploration and Production Public Company Limited 2015 - 2016 Advisor, PTT Exploration and Production Public Company Limited 2016 – Present Independent Director and Audit committee, Thantawan Industry public Company Limited	

THIP Shareholdings - None

Family relations with executive (s) - None

Criminal history during the past

10 years - Non

Number of years as Independent Director of the company

- 1 Year (Date of Appointment on 1 August, 2016)

Stakeholder to agenda - None

Forbidden qualifications

1. Never dishonestly committing an offence against property.

2. Never enter into any transaction which may cause conflict of interest against the company during the year.

Attended the meeting during the year 2016

- Attended the AGM (0 times)

- Attended the Board of Directors (6/6 times)

- Attended the Audit Committee (3/3 times)

Guidelines for Proxy Appointment, Registration, and Identification Documents
Required to Attend and Vote in the General Meeting of Shareholders

Appointment of Proxy

The Company has dispatched Proxy Form B as specified by the Department of Business Development, Ministry of Commerce. Any shareholder who is unable to attend the Meeting can consider to appoint the other persons or any of Independent directors as proposed to act as his/her proxy as follows :

- | | |
|----------------------------------|--|
| 1. Mr. Praisun Wongsmitth | Independent Director / Chairman |
| 2. Mr. Singhchai Aroonvuthiphong | Independent Director / Chairman of Audit Committee |
| 3. Mr. Sayan Satangmongkol | Independent Director / Audit Committee |
| 4. Mr. Asdakorn Limpiti | Independent Director / Audit Committee |

Including details of age, education and work experience. History Board of Directors meeting and the proportion of shareholding in the company of each director as Annex 8. Shareholder of proxy may specify more than one proxy for flexibility. In case any of the appointed proxies are unable to attend the meeting in person, other proxies can attend the meeting for them. However, proxies are entitled to attend and vote for only one. Also unable to split the number of shares to several proxies for vote's separation. Additionally voting of each agenda item, shareholders have the right to vote only for approval, disapproval or abstention.

Registration to Attend the Meeting

Registration for participating the Annual General Meeting will begin more than 1 hour prior the Meeting's scheduled start or from 08:30 am onwards, at Suntowers Bldg-B., 39th floor, Meeting Room as per the attached map.

Documents Verify Eligibility to Attend the Meeting

Participants are requested to present the following documents, prior to attend the meeting (if any):

For Individual Shareholders

1. In case of attendance in person :
 - Present an identity document with name, surname, photo and validity from government issuing i.e., Identification card or Government Official Identification card or passport. In the event of changing name or surname, evidence certifying also require.
2. In case of appointment proxy :
 - The Proxy form that we have enclosed with Notice of the Meeting already filled in and signed by both grantor and proxy.
 - Copy of identity document issued to Shareholder by Government Official Identification as specified no. 1 with certified true copy by the shareholder.
 - Identity document that Government issued to the Proxy, the same as specified no. 1.

For Juristic Shareholders, registered in Thailand

1. In case of authorized Juristic person's representative, attendance in person :
 - An Identity document of the representative issued by Government Official, the same as ordinary people as specified no.1.
 - Affidavit of shareholder that certified true copy by Juristic person's representative which show that he/she attends the meeting with authorized person to act on behalf of the shareholder.
2. In case of appointment proxy :
 - The Proxy form has enclosed Notice of the Meeting with already filled in and signed by the juristic person's representative as grantor and proxy.
 - Certified true copy of shareholder's Affidavit by juristic person's representative and shows that the representative who sign the proxy with authorized person to act on behalf of the shareholder.
 - An Identity document of the proxy issued by Government Official, the same as ordinary person as specified no.1.
 - Copy of identity document issued by Government Official for Juristic person's representative, the same as specified no. 1 with certified true copy by the Juristic person's representative.

For Non-Thai Shareholders and Juristic Persons Incorporated under Foreign Law

To arrange documents similar to the cases of shareholder who is an ordinary and juristic person with their identity documents (if any cases) as the following :

- Certified true copy of shareholder's passport or representative of juristic person or proxy (if any).
- Certified true copy of Affidavit, issued by Government Official as located and sign by juristic's representative with detail of the Affidavit contain with the name of Juristic person and condition or limitations of authorized signature including the location of Head Office.
- Any document without master copy of English language must be attached with English translation and certified true copy by the shareholder or representative of the juristic person.

For Foreign Shareholders and appointing Custodian in Thailand

- Documents similar to the case of juristic person.
- Power of Attorney granted by shareholder to authorize custodian to sign the Proxy Form on his/her behalf.
- Certify letter of custodian who signs a proxy form shows that the custodian is permitted to engage in the business of custodian.

Voting

Agenda generally

1. Voting shall be counted as one share one vote with majority votes. In case the vote is equal, the Chairman of the meeting will take a decision to casting vote for the final vote, apart from the vote of shareholders.
2. Voting of each agenda item, the Chairman of the Board of Directors will offer to the shareholders for voting and ask whether object, disagree or abstain. Please raise hand up :

- If any shareholder raises a hand up to object or abstain, they will record and resolve to object or abstain from voting then submit to an officer for counting the vote each agenda item. The shareholders who have not raised their hands up will be deemed to resolve for approval by the Chairman as proposed to the meeting for consideration.
 - If no any shareholder raises a hand up to object or abstain will be deemed to resolve unanimously by the Chairman approval. Unless the shareholder has marked in a proxy form to object or abstain and already recorded by the company as proposed to the meeting for consideration.
3. Any person who is stakeholder special to any of agenda item shall not be entitled to vote that item. Only the vote that remove directors without any restrictions.
 4. Shareholders who attend the meeting in person. Can cast a ballot that distributed during the registration. For proxy, votes in the ballots as required by the grantor that specified to the proxy form. Also deliver to the officer for recording together with the votes that shareholders have appointed the proxy in advance to the Independent Directors as proposed by the company.

Committee agenda

Agenda for the election of directors under the Company's regulatory Clause 13 requires the shareholders to elect directors under the rules and procedures as follows .

1. Shareholders shall be entitled to one vote.
2. Each shareholder shall be entitled to take all of the votes : (1) to elect one or more persons as directors, but will divide to the any the split vote for whoever is not much.
3. The person who received the highest votes. Respectively, to a person who has been elected as a director of the Committee should have or be elected at that time. In the event that the person who was elected in a descending order of votes equal more than the number of directors to be due Or be elected at that time for a president who is a casting vote.

Counting of votes.

Chairman of the meeting or staff will explain how to count the votes before the start of the meeting agenda.

- Counting of votes on each agenda item. The company will count the votes of the shareholders at the meeting. And shareholders to appoint proxies to the Company recorded pre-while proxies to attend registration. The vote does not agree. And abstention. Deducted from the total shares of the meeting and entitled to vote on each agenda item.
- The Chairman will announce the meeting of the voting on each agenda item. After voting on each agenda item ends. The estimate will separate voice and approve by voice vote and represent a few percent does. Each session will use the number of shares of the last meeting.

Articles of Association of the Company relating to the Shareholders' meeting

Article 13

The directors shall be elected at the shareholders' meeting in accordance with the criteria and procedures as follow:

- (1) Shareholders shall be entitled to one vote (1) per one (1) share.
- (2) Each shareholder shall be entitled to take all of the votes : (1) to elect one or several persons as directors, but the shareholder cannot be divided his or her votes to any person in any number.
- (3) Persons who receive the highest votes arrange in order from higher to lower in a number that equal to the number of directors from an election such that period. In the event of the persons elect in descending order with equal votes that is greater than that required, the Chairman of the meeting will have a casting vote.

Article 14

At every annual ordinary shareholders' meeting, one-third (1/3) of the directors rate. If the number of directors cannot be divided exactly into three parts, the number of directors nearest to one-third (1/3) shall vacate the office.

The directors to vacate the office in the first and second years following to the registration of the Company shall be drawn by lots. In subsequent years, the directors who have remained in the office for the longest time shall vacate office.

Article 18

The Shareholders' meeting may pass a resolution to remove any director from the office prior to retirement, not less than three-fourths (3/4) of the number of shareholders for attending the meeting and having the right to vote. The shares held by them shall, in aggregate, be not less than one half of the number of shares held by the shareholders attending the meeting and having the right to vote.

Article 28

The Board of Directors shall call for a shareholders' meeting which is an annual ordinary general meeting of shareholders within four (4) months from the last day of the fiscal year of the company.

Shareholders' meetings other than the one referred to the mentioned shall be called "Extraordinary general meeting". The Board of Directors may call for the Extraordinary general meetings of shareholders at any time as deemed appropriate. Or the Shareholders are holding shares amounting to not less than one-fifth (1/5) of the total issued shares. Or shareholders numbering are not less than twenty-five (25) persons with total shares not less than one-tenth (1/10) of the total issued shares may submit their names and request the board of directors in written for the 'Extraordinary general meeting' at any time with providing that the reasons request for calling such the meeting shall be

clearly stated in the mentioned request. In such an event, the board of directors shall proceed to call for a shareholder meeting within a period of one (1) month from the date of receiving the receipt of notice of the shareholders.

Article 29

In calling shareholders' meeting, the Board of Directors shall prepare a written notice specifying the place, date, time, agenda of the meeting and the subjects to propose to the meeting with appropriate detail and clearly for acknowledgement. For approval or consideration up to the case including the Board of Directors' s opinion as mentioned and send to the Shareholders not less than seven (7) days, prior to the date of the meeting. Also to publish in the newspaper for not less than three (3) consecutive days and not less than three (3) days, prior to the date of the meeting.

The place of the Shareholders' meeting or the Board of Directors' meeting may be hold in any other areas that not adjacent to the province where the head office is located.

Article 30

At the shareholders' meeting, there shall be shareholders and proxies (if any) attending the meeting not less than twenty five (25) shareholders or not less than one-half (1/2) of the total number of shareholders and not less than one-third (1/3) of the total issued shares. A quorum, then, shall be constituted. .

At any shareholders' meeting, if one (1) hour has passed by and the number of shareholders attending the meeting with inadequate for a quorum as defined. If such the shareholders' meeting called by a request of the shareholders, it should be cancelled. If the meeting was not call by the request of shareholders, a new meeting shall be called for and the notice of the meeting sent to the shareholders not less than 7 days, prior to date of the meeting. In the subsequent meeting, a quorum is not required.

Article 31

The resolutions of the shareholders' meeting shall be supported by the following votes:

- (1) In a normal event, the majority votes of the shareholders present and cast their votes. In the case of an equality votes, the Chairman of the meeting shall have a casting vote
- (2) In the following events, a vote of not less than three-fourth (3/4) of the total number of votes of shareholders present and have the right to vote :
 - (a) The sale or transfer of the whole or substantial part of the Company's business to any other persons.
 - (b) The purchase or transfer's acceptance of the other companies or public companies by the Company.
 - (c) The making, amending or terminating of any whole Building space lease agreement or substantial part, assignment the other persons to manage the company or merge with other business for the purpose of profit and loss sharing

Article 32

The business to be carried out by the annual general meeting:

- (1) To consider the report of the Board of Directors concerning the company's business during the past year period
- (2) To consider and approve the balance sheet
- (3) To consider profit allocation
- (4) To consider and elect new directors to replace those retiring by rotation
- (5) To consider and appoint auditor
- (6) Other business

More details, please see the Company's Articles of Association on the Company's website, "www.thantawan.com."

Map to the 2017 AGM of Thantawan Industry Public Company Limited

Wednesday April 26, 2017 at 10:00 hrs. At Suntowers Buiding B, Meeting room 39th floor
123 Vibhavadi-Rangsit Road, Khwaeng Chomphon, Khet Chatuchak,
Bangkok 10900 Tel. 02-273-8333

