

March 27, 2020

Subject: Invitation to Attend the 2020 Annual General Shareholders' Meeting

To: Shareholders of Thai Wire Products Public Company Limited

- Enclosures:
1. Minutes of the 2019 Annual General Shareholders' Meeting
 2. Annual Report 2019
 3. The information of the proposed directors to replace those retiring by rotation and appoint new directors
 4. The qualifications of the company's independent director
 5. Articles of Association relating to the Shareholders' Meeting
 6. Process of Registration, Required Documents, Proxy and Voting in the Annual General Meeting of Shareholders 2020
 7. Profiles of independent director who serves as proxy for shareholders
 8. Proxy Form
 9. Map of the meeting place

The Board of Directors of Thai Wire Products Public Company Limited resolved to convene the 2020 Annual General Shareholders' Meeting on April 27rd, 2020 at 10.00 a.m. at Dusita Room 5th FL, Asia Airport Hotel, 99/2 Moo 8, Phaholyothin Road, Kukot, Lamlukka, Pathumthani 12130 to consider the following agenda:

Agenda 1 To certify the Minutes of the 2019 Annual General Meeting of Shareholders

Rational: The Company held the 2019 Annual General Shareholders' Meeting on April 29th, 2019. A copy of the minute is provided in the Enclosure 1.

BOD's Opinion: The minute of the 2019 Annual General Shareholders' Meeting on April 29th, 2019 was completely and correctly recorded. It is considered appropriate for the Meeting of Shareholders to adopt the minute.

Required Vote: The resolution for this agenda requires the majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 2 To acknowledge the company's 2019 operating results

Rational: The report of the company operational results for the year 2019 and other important information are available in the Annual Report distributed to all shareholders together with this notice (Enclosure 2).

BOD's Opinion: It is considered appropriate for the Meeting of Shareholders to acknowledge the company's operational results for the year 2019.

Required Vote: No voting required for this agenda.

Agenda 3 To consider and approve the company's financial statements for the year ended December 31, 2019

Rational: In compliance with Public Limited Companies Act, the company shall prepare the statement of financial position and the statement of comprehensive income for the shareholder's approval.

The company's financial statement for the year ended December 31,2019 in the 'Financial Statement' section of 2019 annual report was audited by the Certified Public Accountant and reviewed by the Audit Committee which is distribute to all shareholders together with this notice (Enclosure 2).

BOD's Opinion: It is considered appropriate for the Meeting of Shareholders to approve the company's financial statement for the year ended December 31, 2019 which have been audited by the Certified Public Accountant and reviewed by the Audit Committee and Board of Directors.

Required Vote: The resolution for this agenda requires the majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 4 To consider and approve the allocation of legal reserve and dividend payment for the company's 2019 operational results

Rational Under the Public Company Act B.E.2535 , the company is required to set aside as a legal reserve at least 5 percent of its net earning for the year deducting retained loss brought forward (if any) until the reserve reaches 10 percent of the registered share capital.

In 2019, the financial statement showed Baht 18.42 million in total net profit. No statutory reserve is required since the reserve has already reached 10% of the registered capital as required by the related laws.

For the dividend payment, the company has policy to pay dividend to shareholders at the rate of 50% of net profit from operation after deduction of all reserves as stated in the company's Articles of Association and related laws. However, the actual dividend payment depends on cash flow, investment plan and all other necessity in the future.

In the year 2019, the net profit after allocation to the legal reserve amounted to Baht 18.42 million. The management considered and proposed the meeting of Shareholders to approve the cash dividend payment for the year 2019 performance at the rate of Baht 0.074 per share. The amount of 0.074 baht per share shall be paid from the retained earning. At present, the total paid-up share capital is 270,000,000 shares and the total amount of dividend payment is Baht 19.98 million. An individual shareholder is subjected to withholding tax and is not entitled to tax credit.

The dividend payment from 2018 company's performance is at Baht 0.219 per share amounting to Baht 59.13 million. The proposed dividend is consistent with the company's dividend payment policy.

The date for determining the rights of shareholders to receive dividend payment will be on March 12, 2020 (Record Date). The dividend payment will be made on May 27, 2020.

However, the right to reserve dividend payment is subjected to the approval of 2019 AGM.

BOD's Opinion: It is considered appropriate for the Meeting of Shareholders to approve the dividend payment at the rate of Baht 0.074 per share.

Required Vote: The resolution for this agenda requires the majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 5 To appoint the directors to succeed those completing their terms

Rational In accordance with Clause 14 of the Company's Articles of Association, one-third of the total number of directors shall be required to vacate their offices by rotation at every general meeting of shareholder. Four directors to be retired by rotation in this meeting are as follows:-

- | | |
|---------------------------------|---------------------------------|
| 1. Mr. Suri Buakhom | Chairman / Independent Director |
| 2. Mr. Pradit Vutdhipapornkul | Director |
| 3. Mr. Janewith Luangcharoenkij | Director |
| 4. Mr. Chatchai Siriwatana | Director |

The company invited shareholders to nominate qualified candidates for the director position during January 1, 2020 – February 15, 2020. However, no shareholder nominated any qualified candidate.

The Nomination and Remuneration Committee (excluding directors who are due to retire by rotation in 2020 Annual General Meeting of Shareholders) considered qualification of director and independent director and considered that the four directors, who have completed their tenure, hold qualifications such as experience, knowledge, skills, capability and their performances which will be relevant to the business of the company. Thus, the Board of Directors recommend to re-appoint four directors who were retired by rotation to serve for another term as follow:-

- | | |
|---------------------------------|---------------------------------|
| 1. Mr. Suri Buakhom | Chairman / Independent Director |
| 2. Mr. Pradit Vutdhipapornkul | Director |
| 3. Mr. Janewith Luangcharoenkij | Director |
| 4. Mr. Chatchai Siriwatana | Director |

And to appoint the new directors as follow:

- | | |
|------------------------------|--|
| 1. Mrs. Thipchaya Suttapunya | Audit Committee / Independent Director |
| 2. Mr. Yongyuth Boonmee | Director |

The six directors have no directorship or management positions in other organizations with conflicts of interests with the company. The board is consider that the mentioned directors who is qualified as directors and independent director for capable of giving comments

independently and his qualifications is in accordance with relevant rules and regulations. They have brought about his extensive experience, knowledge and expertise to make recommendations beneficial in business operation of company.

The definition of company's independent director, which is equal to the minimum requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand is shown in the Enclosure 4.

BOD's Opinion: The Board of Directors, without conflict of interest member, concurred with the Nomination and Remuneration Committee consider that the qualifications of six candidates are proper and in accordance with relevant laws and the Company's Article of Association. The Board thus recommends the 2020 Annual General Meeting of Shareholders to re-appoint four directors who were retired by rotation to serve for another term and approve to appoint 2 new directors.

The profiles of the nominated directors for re-appointment are shown in the Enclosure 3.

Required Vote: The resolution for this agenda requires the majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 6 To approve the directors' remuneration for the year 2020

Rational The Nomination and Remuneration Committee determined the directors' remuneration based on the duty, the responsibilities of the Board of Directors together with the company's overall performance and business size.

For 2020, the Nomination and Remuneration Committee has considered the remuneration appropriateness based on above mentioned criteria and proposed the rate of director's remuneration equal to the preceding year. The details are as follows:

Directors

- Attendance fee : 15,000 Baht/person/time
- The total remuneration not exceed Baht 5 Million per year.
- Other remuneration and benefits : None

Audit Committee

- Attendance fee : 20,000 Baht/person/time

BOD's Opinion: It is considered appropriate for the Meeting of Shareholders to approve the remuneration for the directors for the year 2020 consists of 1) Attendance fee and 2) Total remuneration not exceeding Baht 5 Million, equivalent to the year 2019.

Required Vote: The resolution for this agenda requires the majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 7**To appoint an auditor and approve the auditing fee for 2020**

Rational

In accordance with Securities and Exchange Act B.E.2535, the appointment of company auditor and auditor's remuneration shall be annually appointed by shareholders in the Annual General Shareholder's Meeting. The appropriated auditor will be proposed by the Audit Committee and considered by the Board of Directors.

The Audit Committee considered the auditor and audit fee for the year 2020 based on past year performance, the independence and the reasonable remuneration and propose to appoint BUNCHIKIJ CO., LTD. to be the audit firm of the company, as per details described below:

1. To consider and appoint the following auditors from BUNCHIKIJ CO., LTD. as the company's auditors for the year 2020:

- (1) Mr. Thewa Damdaeng, CPA No. 10777 or
- (2) Ms. Sudaporn Tawapee CPA No. 6862 or
- (3) Mr. Pornchai Kittipanya-ngam CPA No. 2778

The above-mentioned auditors have neither relationship nor conflict of interest with the company, the executives, the major shareholders or other related persons of these parties. Thus, the proposed auditors are independent to perform audit activities and express their opinion on the financial statement of the company. The company has no subsidiary

2. To consider and fix the audit fee for the company for the accounting year 2020 in the amount of Baht 1,350,000. Only the audit fee is included in the remuneration of the company's auditor.

The comparison of the audit fee for the year 2020 and 2019 is as follow:

Unit: Baht

	2020	2019
Audit Fee	1,350,000	1,070,000
Non-audit fee	-	-
Total	1,350,000	1,070,000

BOD's Opinion:

The Board of Director concurred with the Audit Committee's recommendation consider that BUNCHIKIJ CO., LTD. is proper, reliable and independent. In additional, the auditor fee is reasonable. Thus, it is considered appropriate for the Meeting of Shareholders to approve the appointment of

- (1) Mr. Thewa Damdaeng, CPA No. 10777 or
- (2) Ms. Sudaporn Tawapee CPA No. 6862 or
- (3) Mr. Pornchai Kittipanya-ngam CPA No. 2778

the auditors from BUNCHIKIJ CO., LTD. to be company's auditor for the year 2020 with the remuneration in the amount of Baht 1,350,000.

Required Vote: The resolution for this agenda requires the majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 8 To consider and approve the amendment of Company's Articles of Association

Rational Due to some of the Company's Articles of Association do not comply with the current situation. Therefore the Board has proposed to amend the Company's Articles of Association as follows:

Clause 8:

current: The Company shall neither hold nor accept its own share for pledge.

propose: The Company shall neither hold nor accept its own share for pledge, except for the following :

- (1) The Company may buy back shares from a shareholder who votes against such resolution of the shareholders meeting to amend the Articles of Association regarding the rights to vote and to receive dividend payment, which is unfair in the view of such shareholder;
- (2) The Company may buy back shares for the purpose of financial administration in the case that the Company has retained earnings and excess liquidity, provided that such buyback of shares shall in no way give rise to any financial difficulty to the Company.

In this regard, the buyback of shares by the Company shall be subject to prior approval from the shareholders meeting, except for any buyback of shares representing no more than ten (10) percent of its paid-up capital, which shall be within the scope of power of the Board of Directors to approve such buyback of shares.

Such shares held by the Company will neither be counted to form a quorum of the shareholders meeting nor be eligible to vote and receive dividend payments. The Company must dispose of such shares as bought back by the Company as per the preceding paragraph within the period specified by the laws.

Should the Company fail or be unable to dispose of all of those shares bought back by the Company within the period specified by the laws, the Company shall decrease its paid-up capital by way of canceling the listed shares which cannot be disposed of.

The buyback of shares, the disposal of the shares bought back, including the determination of number, offering price for buyback of shares or offering price

for sale of shares bought back or in any other cases relating to such share buyback, and the cancellation of the shares bought back, shall be in accordance with the rules and procedures prescribed by the laws.

Clause 18:

current: A quorum of the Board of Directors meeting shall consist of not less than one half of the total number of directors. In the event that the Chairman of the Board of Directors is absent or is unable to perform his or her duties, the Vice-Chairman, if available, shall preside over the meeting. In the absence of the Vice-Chairman or if the Vice-Chairman is unable to perform his or her duties, the directors present at the meeting shall elect one from among themselves to be the Chairman of the meeting.

All resolutions of the Board of Directors meeting shall be passed by a majority of votes of the directors attending the meeting

Each director shall have one vote, except any director having a personal interest in any matter shall have no right to vote on such matter.

propose: A quorum of the Board of Directors meeting shall consist of not less than one half of the total number of directors. In the event that the Chairman of the Board of Directors is absent or is unable to perform his or her duties, the Vice-Chairman, if available, shall preside over the meeting. In the absence of the Vice-Chairman or if the Vice-Chairman is unable to perform his or her duties, the directors present at the meeting shall elect one from among themselves to be the Chairman of the meeting.

All resolutions of the Board of Directors meeting shall be passed by a majority of votes of the directors attending the meeting

Each director shall have one vote, except any director having a personal interest in any matter shall have no right to vote on such matter.

In each meeting of the Board of Directors, the Chairman of the meeting may require that directors of the Company attend such meeting and make any arrangements in such meeting through electronic devices, provided that a quorum shall consist of at least one-third (1/3) of the directors attending the meeting at the same place and all directors attending the meeting shall be in Thailand at the time of such meeting.

As for the electronic conferencing as per paragraph three, there shall be the information security process, namely, audio recording shall be required or both audio and visual recording, as the case may be, of all directors presenting in the meeting throughout the period of the meeting, including traffic data produced from such recording, and there shall be the meeting control system in accordance with

the applicable laws.

The directors attending the meeting of the Board of Directors via electronic devices under the abovementioned methods and conditions shall be deemed to constitute a quorum, and such meeting of the Board of Directors via electronic devices shall be also deemed to become effective in the same manner as the meeting held under the methods specified in the laws and these Articles of Association.

Clause 19:

current: In summoning a meeting of the Board of Directors, the Chairman of the Board of Directors or a person entrusted by the Chairman shall send notice thereof to the directors not less than seven days prior to the date of the meeting. However, in case of necessity or urgency in order to maintain the rights or interests of the Company, summoning of a meeting may be made by other methods and the meeting may be scheduled to be held sooner.

propose: In summoning a meeting of the Board of Directors, the Chairman of the Board of Directors or a person entrusted by the Chairman shall send notice thereof to the directors not less than seven days prior to the date of the meeting. However, in case of necessity or urgency in order to maintain the rights or interests of the Company, summoning of a meeting may be made by other methods and the meeting may be scheduled to be held sooner.

A notice of a meeting of the Board of Directors which is the meeting through electronic devices, including supporting documents of the meeting of the Board of Directors, may be delivered via electronic mail. In this connection, any persons who have a duty to convene the meeting shall collect copies of the notice of the meeting and the supporting documents as evidence, whereby they may be collected in a form of electronic file.

In the event the Board of Directors meeting is requested by two or more directors, the Chairman of the Board of Directors shall schedule the date of the meeting to be held within fourteen days from the date of receipt of such request.

Agenda 9 To consider the other matters (if any)

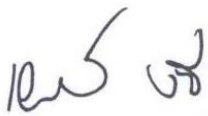
In case of any shareholder is unable to attend the meeting, shareholder may appoint another person or the company's independent directors (Enclosure 7) as a proxy to attend the meeting on your behalf by filling-in the information and placing the shareholder's signature(s) on the Proxy Form(Enclosure 8). The proxy form, together with all documents, is to be presented to the company secretary before the meeting begins or to be sent to the company secretary by mail at the company's address.

The registration will start from 9.00 a.m. onwards, it is highly recommended that shareholders and proxy holders bring and declare all documents as stated in the Enclosure 6 and Enclosure 8(if any) to the meeting's registration.

If any shareholder wish to request additional information or have any question or suggest any recommendation regarding to the mention agenda of the Meeting of Shareholders, please submit the inquiries and suggestions in advance to fax no. 0-2992-6870

All shareholders are cordially invited to attend the meeting on the date, time and place as indicated above.

Yours sincerely

A handwritten signature in black ink, appearing to be 'Akamin Nganthavee', written in a cursive style.

(Mr.Akamin Nganthavee)

Director

Minutes of the Annual General Shareholders' Meeting for the year 2019

Thai Wire Products Public Company Limited

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Date April 29th, 2019 at 10.00 a.m.

Venue Dusita Room 5th FL, Asia Airport Hotel, 99/2 Moo 8, Phaholyothin Road, Kukot,
Lamlukka, Pathumthani 12130

Attendees 15 self-attending shareholders, holding an aggregate number of 37,045,200 shares
27 proxies, holding an aggregate number of 95,427,320 shares
Total number of shareholders were 42 shareholders holding an aggregate number of
132,472,520 shares which were accounted for 49.06 %

The directors present at the Meeting comprised 10 directors of the total number of 11 directors. namely:

- | | |
|----------------------------------|---|
| 1. Mr. Suri Buakhom | Chairman, Chairman of Audit Committee,
Chairman of Nomination and Remuneration and
Independent Director |
| 2. Mr. Chalit Satidthong | Member of Audit Committee and Independent Director |
| 3. Mr. Chalio Ponwisest | Member of Audit Committee and Independent Director |
| 4. Mr. Akamin Nganthavee | Director and Managing Director |
| 5. Mr. Suwat Chitamai | Director and Member of Nomination and
Remuneration Committee |
| 6. Mr. Chatchai Siriwatana | Director |
| 7. Mr. Tanapong Bhukaswan | Director |
| 8. Mr. Phanthum Phanthumchinda | Member of Nomination and Remuneration
Committee and Independent Director |
| 9. Mr. Sorarat Nganthavee | Director and Director of Marketing |
| 10. Mr. Janewith Luangcharoenkij | Director |

Executives Present at the Meeting

- | | |
|------------------------------|----------------------------------|
| 1. Mr. Suchart Keophaithool | Senior Marketing & Sales Manager |
| 2. Mr. Suchart Techatiemchan | Senior Quality Control Manager |
| 3. Mr. Pattana Sukkasem | Plant Manager |
| 4. Mr. Suwit Apichaidit | Accounting and financial Manager |

Auditor and Representative Present at the Meeting

- Mrs. Kwunjai Kiatgungwalgri

Remarks

Since it was allowed the shareholders to register and attend the meeting at any time during the meeting, even after a commencement of the meeting; therefore, the number of shares of the entitled shareholders may vary in each agenda.

The Meeting was called to order at 10.00 am.

Mr. Akamin Nganthavee informed the meeting that there were 10 Shareholders attending the meeting in person, representing 24,074,500 shares and 25 Shareholders who appointed a Proxy, representing 95,427,210 Shares. Thus, there were total of 35 attendants holding an aggregate number of 119,501,710 shares, or equivalent to 44.26% of total paid-up capital of 270,000,000 shares, which exceeds one third of the total shares. Thus, a quorum of the meeting was duly constituted.

Mr. Akamin Nganthavee explained to the meeting about vote casting and vote counting procedures as follow:

Vote Casting

- The shareholders shall receive a voting card on each agenda upon the registration to attend the meeting. The shareholder or a proxy shall have the number of votes equal to the number of shares held or obtained by proxy. One share shall equals to one vote.
- The shareholders and proxies, who wish to vote “disapprove” or “abstain” , shall mark on voting card on each agenda and then raising his/her hand up to notify the officer who will collect the voting card for the vote counting purpose.

Vote Counting

1. The Company uses the barcode system for vote counting
2. For vote counting procedure, the votes “disapprove” or “abstain” shall be subtracted from the total number of votes. Shareholders who do not return the ballot shall be deemed as voting in approval on each agenda.
3. The resolution shall be passed by a majority vote of the shareholders attending the meeting and casting their votes, abstention would not be counted.

4. In case that the shareholder uses proxy form B and indicates the vote on each agenda in advance, proxies shall not receive the voting card after registration. The Company shall record the vote as shown in the proxy form B at the registration to the meeting.
5. The Company will announce the results of the vote to the meeting either approve, disapprove or abstain, with percentage of total votes in the meeting.

For transparency of the vote counting, the Company has invited the auditor from ASV & Associates Limited to audit the casting in case of any veto of the casting.

During each agenda, shareholders and proxies are welcomed to provide opinion or raise question prior to the vote casting by raising their hands. After the permission from the chairman, the inquirer should inform his/her first name, family name and indicate whether he/she is a shareholder or proxy prior to providing any opinion or queries.

Should the opinion or question found to be irrelevant to the ongoing agenda, it is highly recommended the inquirer to raise that opinion or question again in the relevant agenda or in the other matter agenda at the end of the meeting.

In additional, the Company allowed its shareholders to propose matter(s) for consideration as agenda of the shareholders' meeting with proposing period from January 1st, 2019 to February 15th, 2019 and also allowed shareholders to submit any enquiries prior to the meeting. However, there were no any enquiries or proposals submitted from the shareholders to be added in the agenda of the AGM 2019.

After the meeting has been well acknowledged and agreed with the meeting procedures, vote casting and vote counting as described above, Mr. Suwit Apichaidit introduced directors, executives of the Company and auditor as listed in above section and invited Mr.Suri Buakhom, the chairman to open the meeting.

The meeting was presided over by Mr. Suri Buakhom. After giving the welcoming message to the shareholders attending the 2019 Annual General Shareholders' Meeting, the chairman then appointed Mr. Akamin Nganthavee to continue and lead the meeting according to the following agenda.

Agenda 1 To certify the Minutes of Extraordinary General Shareholders' Meeting No.1/2019

Mr. Akamin Nganthavee proposed the meeting to consider and adopt the Minutes of the Extraordinary General Shareholders' Meeting No.1/2019 held on January 22nd, 2019. A copy of the said Minutes had been submitted to the shareholders together with the invitation letter of this meeting in the Enclosure 1.

Mr. Akamin Nganthavee requested the shareholder to inquire and comment regarding the Extraordinary General Shareholders' Meeting No.1/2019 Minutes.

No shareholder requested to amend the Extraordinary General Shareholders' Meeting No.1/2019.

There were no questions from the shareholders. Mr. Akamin Nganthavee requested the meeting to consider and certify the Minutes of the Extraordinary General Shareholders' Meeting No.1/2019.

Resolution: The meeting considered and resolved to adopt the Minutes of Extraordinary General Meeting of Shareholders held on January 22nd, 2019 as proposed with unanimous vote of the shareholders present to the meeting and cast their votes as follows:-

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	128,651,620	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

Agenda 2 To acknowledge the Company's 2018 operating results

Mr. Akamin Nganthavee reported that the operating result and the significant change for the year of 2018 are shown in the 2018 Annual Report, which had been sent to all shareholders together with the invitation letter of this meeting. The summary is as follows:-

Revenues

The Company reported total revenues of Baht 2,470.37 million, which includes revenues from sales of Baht 2,397.55 million and other incomes of Baht 72.82 million.

Sales in 2018 amounted to Baht 2,397.55 million, representing an increase of Baht 532.38 million, equivalent to 28.54 percent higher compared to 2017. An increase in sales came from both domestic sales and exports, which is supported by both volume and sales price increase. The proportion of sales: 68.90% came from domestic and 31.10% came from export.

Costs and Expenses

Costs of goods sold in 2018 amounted to Baht 2,245.26 million, up by Baht 588.26 million or 35.50% from the previous year due to the higher sales in volume and an increase in raw material price.

Selling expenses, administrative expenses, financial cost and other expenses amounted to Baht 171.92 million, which are Baht 27.95 million higher than last year. The main reason is the increase in provision for employees' benefit from the revision plan of the Company.

Profit

The gross profit in 2018 total Baht 152.29 million, decreased by 55.89 million or 4.80 from the previous year. The net profit in 2018 totaled Baht 48.99 million, decreased by Baht 31.58 million or 2.20% from the previous year.

The reason why the company has no income tax expenses in 2018 is because the company has taxable expense from bad debt written off from long-term loans to related party , Century Electronics and System Co.,Ltd.(CES), because the CES became bankruptcy and already allotted the debtor's properties to creditors on 30 November 2017.

The Financial Review

As of December 31st, 2018, total assets were worth Baht 1,936.68 million. Total liabilities and total equity were at Baht 322.51 million and Baht 1,614.17 million respectively.

Anti-Corruption

The Company has not announced to join the Anti-Corruption scheme with Thailand's Private Sector Collective Action Against Corruption(CAC) but has announced the Anti-Corruption Policy since November 2015. Moreover, the Company has opened up opportunities for all stakeholders to report or inform any irregularities in the business operations through the specific channels provided. This is to ensure that the investigation of complaints are conducted according to the process specified in the "Whistleblowing Policy". In 2018, the Company had no complaint in relation to fraud or ethical misconduct or any incident that may cause negative reputation to the company .

Mr. Akamin Nganthavee then invited the shareholders attending the meeting to raise question and express their opinion which can be summarized as follows:

Shareholder: Has the Company plan to participate in the Association's Anti-Corruption?

Management: The Company intends to fully support the Anti-Corruption. However, the Company needs time to prepare the readiness first.

There were no further questions from the shareholders. The meeting acknowledged the Company's 2018 operating results.

Agenda 3 To consider and approve the Company's financial statements for the year ended December 31st, 2018

Mr. Suwit Apichaidit proposed the meeting to consider and approve the Company's financial statements for the year ended on December 31st, 2018. The Company's financial statements were audited by the Certified Public Accountant and reviewed by the Audit Committee and is shown in the Annual Report distributed to the shareholders in advance (Enclosure 2). The Financial statements are summarized as below:

Statements of Financial Position

As of December 31st, 2018, the Company had total assets of Baht 1,936.68 million included current assets and non-current assets of Baht 1,144.96 million and Baht 791.72 million respectively, The Company had total liabilities of Baht 322.51 million and total equities in the amount of Baht 1,614.17 million.

Statement of comprehensive Income

In 2018, the revenue from the sales was Baht 2,397.55 million with the cost of goods sold equal to Baht 2,245.26 million. The gross profit totaled Baht 152.29 million. The other income was Baht 72.82 million. The selling expenses, administrative expenses, financial cost and other expenses were Baht 171.92 million. Therefore, the net profit was Baht 48.99 million and the earning per share was 0.18 Baht.

Mr. Suwit Apichaidit then invited the shareholders attending the meeting to raise question and express their opinion.

Shareholder: Please explain about the loan amounting to Baht 900 million that the Auditor presented the qualified opinion.

Management: For the loan mentioned, it is the loan to Thai Lao Lignite Co., Ltd. that TWP has sold of claims in loan to KWIN Associates Company Limited. The Auditor cannot conclude whether or not KWIN is the related company because the information obtained is not consistent with TWP Management. Thus the auditor presented the qualified opinion in the Auditor's report.

Shareholder: How is the relationship between TWP and KWIN?

Management: TWP is not related company with KWIN. They have no relationship neither shareholders nor management structure.

There were no further questions from the shareholders. Mr. Suwit Apichaidit requested the meeting to consider and approve the Company's financial statement for the year ended December 31st, 2018.

Resolution: The meeting agreed and approved the Company's financial statement for the year ended December 31st, 2018, by unanimous vote of shareholders who attend the meeting and cast their votes as follows:-

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	132,012,520	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

Agenda 4 To consider and approve the allocation of legal reserve and dividend payment for the Company's 2018 operating results.

Mr. Akamin Nganthavee proposed the meeting to consider and approve the allocation of legal reserve and dividend payment for the Company's 2018 operating results. The details are as follows:-

- Under the Public Company Act B.E. 2535, Section 116 and Clause 33 of the Company's Articles of Association, indicating that the Company has to allocate some of its net profit as a Company's legal reserve which has to be at minimum 5 percent of the yearly net profit. This amount would be deducted by retained loss brought forward (if any) until the Company's legal reserve reaches 10 percent of the registered share capital.
- In 2018, the financial statement showed Baht 48.99 million in total net profit. Therefore, the board considered and proposed the meeting of Shareholders to allocate the net profit to be the legal reserve fund amount Baht 1.10 million.
- For the dividend payment, the Company has the policy to pay the dividend to the shareholders in the ratio of 50 percent of net profit gained from the Company's operating results and in accordance to the Company's financial statement after a deduction of the reserved funds that must be complied with the Company's Articles of Association and Law. Plus, the dividend payment shall depend on the Company's cash flow, investment plan and other necessities in the future.

- In the year 2018, the net profit after allocation to the legal reserve amounted to Baht 47.89 million. The management considered and proposed the meeting of Shareholders to approve the cash dividend payment for the year 2018 performance at the rate of Baht 0.219 per share. At present, the total paid-up share capital are 270,000,000 shares and the total amount of dividend payment is Baht 59.13 million, equivalent to 120.87% and 123.48% of the net profit and the net profit after allocation of the legal reserve respectively. The proposed dividend is consistent with the company's dividend payment policy.

- The date for determining the rights of shareholders to receive dividend payment would be on March 14th, 2019 (Record Date). The dividend payment will be made on May 29th, 2019.

Mr. Akamin Nganthavee invited the shareholders attending the meeting to raise question and express their opinion which can be summarized as follows:-

There were no further questions from the shareholders. The meeting considered the matter and cast votes.

Resolution: The meeting agreed to approve the allocation of net profit of Baht 1.10 million to be legal reserve and the dividend payment from the 2018 performance at Baht 0.219 per share in the total amount of Baht 59.13 million with the following votes:-

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	132,012,520	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

Agenda 5 To appoint the directors to succeed those completing their terms

In accordance with Clause 14 of the Company's Articles of Association, one-third of the total number of directors shall be required to vacate their offices by rotation at every general meeting of shareholder.

Four directors to be retired by rotation in this meeting were as follows:

1. Mr. Akamin Nganthavee Director
2. Mr. Tanapong Bhukaswan Director

- | | |
|---------------------------|--|
| 3. Mr. Sorarat Nganthavee | Director |
| 4. Mr. Chalio Ponwises | Member of Audit Committee and Independent Director |

The Company invited shareholders to nominate qualified candidates for the director position during January 1st, 2019 – February 15th, 2019. However, no shareholder nominated any qualified candidate.

The Nomination and Remuneration Committee(excluding directors who are due to retire by rotation in 2019 Annual General Meeting of Shareholders) considered qualification of director and independent director and considered that the four directors, who have completed their tenure, hold qualifications such as experience, knowledge, skills, capability and their performances which will be relevant to the business of the company. Thus, the Board of Directors recommend to re-appoint four directors who were retired by rotation to serve for another term as follow:-

- | | |
|---------------------------|--|
| 1. Mr. Akamin Nganthavee | Director |
| 2. Mr. Tanapong Bhukaswan | Director |
| 3. Mr. Sorarat Nganthavee | Director |
| 4. Mr. Chalio Ponwises | Member of Audit Committee and Independent Director |

The profiles of the nominated directors for re-appointment are shown in the Enclosure 3 which was sent to the shareholders together with the invitation letter of this meeting.

Mr. Akamin Nganthavee invited the shareholders attending the meeting to raise question and express their opinion.

There were no questions from the shareholders. The meeting considered the matter and cast votes for each proposed individual candidate.

Resolution: The meeting considered and approved to re-elect the 4 retiring directors to serve as the Company's directors for another term. The resolution was passed for each individual director.

The details are as follow:-

5.1) Mr. Akamin Nganthavee

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	131,715,020	100.00
Disapproved	0	-
Abstained	297,500	-
Invalid	0	-

5.2) Mr. Tanapong Bhukaswan

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	132,012,520	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

5.3) Mr. Sorarat Nganthavee

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	131,962,020	100.00
Disapproved	0	-
Abstained	50,500	-
Invalid	0	-

5.4) Mr. Chalio Ponwises

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	132,012,520	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

Agenda 6 To approve the directors' remuneration for the year 2019

Mr. Akamin Nganthavee informed the meeting that the Nomination and Remuneration Committee has considered the remuneration for directors for 2019 and proposed the rate of remuneration for year 2019 equal to the preceding year as these following details:

Directors

- Attendance fee : 15,000 Baht/person/time
- The total remuneration fee : not exceed Baht 5 million per year.
- Other remuneration and benefits : None

Audit Committee

- Attendance fee : 20,000 Baht/person/time

Mr. Akamin Nganthavee invited the shareholders attending the meeting to raise question and express their opinion.

There were no questions from the shareholders. The meeting considered the matter and cast votes.

Resolution: The meeting considered and resolved to approve the remuneration for directors of year 2019 as proposed. The result of votes are as follows:-

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	132,472,520	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

Agenda 7 To appoint an auditor and approve the audit fee for 2019

Mr. Akamin Nganthavee proposed the meeting to consider and approve the appointment of auditor and audit fee for 2019. The Board of Director concurred with the Audit Committee's recommendation considered that ASV & Associates Limited is proper, reliable and independent. In addition, the auditor fee is reasonable. Thus, it is considered appropriate for the meeting of shareholders to approve the appointment of

- (1) Mr. Anusorn Kiatgungwalgri, CPA No. 2109 or
(Has been the Company's auditor with signatory to the Company's financial statement for 2008, 2010 and 2016-2018)
- (2) Ms. Kwunjai Kiatgungwalgri, CPA No. 5875 or
(Has been the Company's auditor with signatory to the Company's financial statement for 2009 and 2011-2015)
- (3) Mr. Prasitporn Kesama, CPA No. 9910 or
(Never certified in the Company's financial statements)
- (4) Mr. Satis Kiatgungwalgri, CPA No. 9760
(Never certified in the Company's financial statements)

The auditors from ASV & Associates Limited to be Company's auditor for the year 2019 with the remuneration in the amount of Baht 1,070,000, an increase of Baht 50,000 or 4.90% from the preceding year. Only the audit fee is included in the Company's auditor.

Besides, the above-mentioned auditors have neither relationship nor conflict of interest with the Company, the executives, the major shareholders or other related persons of these parties. Thus, the proposed auditors are independent to perform audit activities and express their opinion on the financial statement of the Company.

Mr. Akamin Nganthavee invited the shareholders attending the meeting to raise question and express their opinion.

There were no questions from the shareholders. The meeting considered the matter and cast votes.

Resolution: The meeting considered and resolved to approve the appointment of Mr. Anusorn Kiatgungwalgri, CPA No. 2109 or Ms. Kwunjai Kiatgungwalgri, CPA No. 5875 or Mr. Prasitporn Kesama, CPA No. 9910 or Mr. Satis Kiatgungwalgri, CPA No. 9760 from ASV & Associates Limited to be Company's auditor for the year 2019 and the audit fee in the amount of Baht 1,070,000. The result of votes are as follows:-

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the meeting and casting their votes
Approved	132,472,520	100.00
Disapproved	0	-
Abstained	0	-
Invalid	0	-

Agenda 8 To consider the other matters (if any)

Mr. Akamin Nganthavee informed the meeting that all agenda items have been covered and completed. This is the Q&A session for any further enquiries and suggestions from the shareholders, which can be concluded as follow:

Shareholder: **In 2018 domestic and export sale increased. Why did the profit less than the preceding year.**

Management: Due to the cost of raw material fluctuation and the price competition in the business is still high. The demand side is still much weaker than the supply side. Thus, the company cannot increase selling price to offset with the increased cost of raw material. Resulting, the profit of the company in 2018 is less than the preceding year.

- Shareholder: **What is the utilization rate of the production capacity of the company in 2018?**
- Management: In 2018 the company had produced and sold an average of 7,000 tonnage per month or equivalent to 80% of the total capacity of the company.
- Shareholder: Sales increased but the stock price in the past 2-3 years were not quite good. Has the company plan to create new project in the next 2-3 year?
- Management: In 2-3 preceding year the sale proportion increase much higher than during the company was in the rehabilitation plan. Though, the gross profit margin was decreased which resulted from the business competition and the fluctuation of raw material cost. At present, the newly invested factory and machine is running on test-run trail and the result is very satisfied. The company has been seeking the new market to expand new customers. In 2019 the company plan to increase the gross profit margin by increase the efficiency of the machines we currently running by 10-15%.
- Shareholder: Any plan for the company to manage the restricted deposits at financial institution amounting of Baht 400 million?
- Management: This amount of fund has been pledged as a collateral for credit facilities such as bank guarantees trust receipt and letter of credit. The company cannot use this fund for any other purposes.
- Shareholder: Can the company pay the dividend with this fund?
- Management: The company cannot use this fund to pay for dividend.
- Shareholder: Why did the restricted deposits at financial institution decrease in 2018?
- Management: The bank adjusted the collaterals term according to company's financial status.

Mr. Akamin Nganthavee informed that the Meeting of the Board of Directors on April 3rd, 2019 has passed the resolution to approve the cash interim dividend payment at the rate of Baht 0.14 per share. The date for determining the rights of shareholders to receive dividend payment would be on April 17th, 2019 (Record Date). The dividend payment will be made on May 3rd, 2019.

There were no further questions from the shareholders. The chairman announced the meeting closure and thanked all the shareholders for their support.

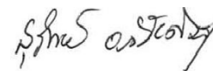
There were additional shareholders arrived and registered for the meeting after the meeting started. Therefore, at the closing time of the meeting, there were a total of 42 shareholders who presented either in person or by proxy, representing 132,472,520 shares or 49.06%.

The meeting adjourned at 11.45 a.m.



(Mr. Suri Buakhom)

Chairman of the Meeting



(Mr. Suwit Apichaidit)

Recorder of the Meeting

The Information of the Proposed Directors to Replace those Retiring by Rotation

Name	Mr. Suri Buakhom
Position	Chairman / Independent Director
Type of Director to be nominated	Chairman / Independent Director
Age	75 years
Nationality	Thai
Number of Company Shares Held	None
Education	- MBA Thammasart University - B.Sc(Economics) Kasetsart University
Training Courses for Directors	- Directors Certification Program(DCP) - Directors Accreditation Program (DAP) - Finance for Non-Finance Director(FN) - The Role of Chairman Program(RCP)
Experience / Other Positions	<u>Listed Company and Public Company Limited</u> - Director, Quality Houses Public Company Limited <u>Other Juristic</u> - Director , Zheng Xin Bank Company Ltd. - Advisor , Wise Soft Co.,Ltd
Meeting Attendance in 2019	6 out of 6 Board of Director Meeting 2 out of 4 Audit Committee Meeting
No of Years on the Board	9 years
Position in Other Entity that may have a Conflict of Interests with the Company	None
Record of Illegal Activity	None
Being an executive director, employee , member of staff or advisor who receives a regular salary	No
Being close relative to management / major shareholder of the company	No
Being professional service provider	No
Having business relation	None

The Information of the Proposed Directors to Replace those Retiring by Rotation

Name	Mr. Pradit Vutdhipapornkul
Position	Director
Type of Director to be nominated	Director
Age	63 years
Nationality	Thai
Number of Company Shares Held	20,000 shares (0.007%)
Education	Bachelor of Law Ramkhamhaeng University
Training Courses for Directors	None
Experience / Other Positions	<u>Other Listed Company and Public Company Limited</u> -None- <u>Other Juristic</u> 1998 - Present Lawyer Chintek Brother Co.,Ltd.
Meeting Attendance in 2019	4 out of 6 Board of Director Meeting
No of Years on the Board	1 years
Position in Other Entity that may have a Conflict of Interests with the Company	None
Record of Illegal Activity	None
Being close relative to management / major shareholder of the company	No
Being professional service provider	No
Having business relation	None

The Information of the Proposed Directors to Replace those Retiring by Rotation

Name	Mr. Chatchai Siriwatana
Position	Director
Type of Director to be nominated	Director
Age	74 years
Nationality	Thai
Number of Company Shares Held	890,000 Shares(0.33 %)
Education	- Bachelor Degree ,Business Administration Emporia State University, USA
Training Courses for Directors	None
Experience / Other Positions	<u>Other Listed Company and Public Company Limited</u> -None- <u>Other Juristic</u> - Director Thai Lao Lignite Co.,Ltd. TWO Co.,Ltd.
Meeting Attendance in 2019	6 out of 6 Board of Director Meeting
No of Years on the Board	24 years
Position in Other Entity that may have a Conflict of Interests with the Company	None
Record of Illegal Activity	None
Being close relative to management / major shareholder of the company	No
Being professional service provider	No
Having business relation	None

The Information of the Proposed Directors to appoint as new director

Name	Mrs. Thipchaya Suttapunya
Position	-
Type of Director to be nominated	Audit Committee / Independent Director
Age	60 years
Nationality	Thai
Number of Company Shares Held	None
Education	- Master Degree in Business Administration Chulalongkorn University - Bachelor Degree in Accounting Chulalongkorn University
Training Courses for Directors	None
Experience / Other Positions	<u>Other Listed Company and Public Company Limited</u> 2007 -2015 Executive Vice President, Accounting and Administrator, Circuit Electronics Industries Public Co., Ltd. <u>Other Juristic</u> 2015 - 2017 Lay Judge , Labor Court of Region 1
Meeting Attendance in 2019	None
No of Years on the Board	- years
Position in Other Entity that may have a Conflict of Interests with the Company	None
Record of Illegal Activity	None
Being close relative to management / major shareholder of the company	No
Being professional service provider	No
Having business relation	None

The Information of the Proposed Directors to appoint as new director

Name	Mr. Yongyuth Boonmee
Position	-
Type of Director to be nominated	Director
Age	61 years
Nationality	Thai
Number of Company Shares Held	3,728,600 Shares (1.38%)
Education	- B.Sc(Economics) Ramkhamhaeng University
Training Courses for Directors	None
Experience / Other Positions	<u>Other Listed Company and Public Company Limited</u> 1982 - 2019 Krung Thai Bank Public Company Limited <u>Other Juristic</u> -None -
Meeting Attendance in 2019	None
No of Years on the Board	- years
Position in Other Entity that may have a Conflict of Interests with the Company	None
Record of Illegal Activity	None
Being close relative to management / major shareholder of the company	No
Being professional service provider	No
Having business relation	None

The Qualifications of the Company's Independent Director

The qualifications of Independent Director of the Company which been set under the Company's Corporate Governance Policy are **same as** the minimum requirement of the Securities Exchange Commission(SEC) of the applicant with following details :

1. Holding not more than 1 percent of the total number of voting rights of the Company;
2. Neither being nor used to be an executive director, employee, staff or advisor who receives a salary; or controlling person of the Company, unless the foregoing status has ended not less than two years prior to the date of appointment;
3. Not being a person related by blood or legal registration such as father, mother, spouse sibling and child, including spouse of child of executive, major shareholder, controlling persons, or persons to be nominated as executive or controlling person of the Company;
4. Neither having nor used to have a business relationship with the Company, major shareholder or controlling person, in the manner which may interfere with his independent judgment, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the Company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years prior to the date of appointment;
5. Neither being nor used to be an auditor of the Company, 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, unless the foregoing relationship has ended not less than two years prior to the date of appointment;
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, 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 prior to the date of appointment;
7. Not being a director appointed as a representative of directors of the Company, major shareholder or shareholder who is related to the Company's major shareholder;
8. Not undertaking any business in the same nature and in significant competition to the business of the Company or not being a partner in partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding 1 percent of the total number of shares with voting rights of other company which undertakes business in the same nature and in significant competition to the business of the Company;
9. Not having any characteristic which cause the inability to express independent opinions with regard to the Company's business operations.

Articles of Association Relating to the Shareholders' Meeting

Shareholder's Meeting

Article 23: The Board of Directors shall hold the Annual Ordinary General Meeting within four months after the end of Company's fiscal year.

All other General Meetings are called Extraordinary General Meeting. The Board of Directors may convene the Extraordinary General Meeting whenever they think fit or shall convene an Extraordinary Meeting either shareholders not less than one-fifth of the total number of shares issued by the company or the number of at least 25 shareholders who hold the shares in total numbers of not less than one-tenth of the number of issued shares make a formal request in writing for an Extraordinary General Meeting to be convened. The request must specify the reason for which the meeting is required to convene. The Board of Directors must convene the meeting within 1 month from receiving such request.

Article 24: To convene the General Meeting, the Board of Directors shall prepare the written notice specifying the place, the day, the time and the agenda of the meeting with proper details as well as the Board's opinions, and clearly state that the agenda is for acknowledge, approval or consideration. Such notice shall be sent not less than 7 business days before the date set for the meeting to shareholders and registrar, and shall be published in the newspaper in the period of 3 days consecutively before the meeting date.

The Board of Directors shall set the meeting at the Head Office or any other place which consider appropriate.

Article 25: To constitute a quorum, a General Meeting shall be attended by not less than 25 shareholders and proxy (if any) or not less than one-half of the total member of shareholders which those representing not less than one-third of total issued shares.

If within an hour from the time appointed for the General Meeting, the quorum is not constituted, the meeting, if summoned upon the requisition of shareholders, shall be dissolved. If the meeting had not been summoned upon the requisition of shareholders, another General Meeting shall be summoned by giving the notification to the shareholders not less than 7 days before the date of the meeting and at such meeting, no quorum shall be necessary.

Article 26: The resolution of the meeting shall be as follows:

- (1) For normal case, the resolution shall be passed by the majority shareholders presenting at the meeting and exercising their votes. If the case of an equality of votes, the Chairman of the meeting shall be entitled to a casting vote.
- (2) For the following case, the resolution shall be passed by the majority of not less than three-fourth of the total votes of shareholders presenting at the meeting and having the voting right:
 - (a) Selling or transferring all businesses or some significant parts to other individuals
 - (b) Acquiring or receiving the businesses transferred from other private entities
 - (c) Entering, amending or terminating Contracts to lease all company's businesses or some significant parts, assigning other parties to operate Company's businesses or merging businesses with other entities with the objectives to share profit and loss

Article 27: The matters to be considered at the Annual Ordinary General Meeting are as follow:

- (1) To acknowledge the Company's operation report for the previous year which proposed by the Board of Directors
- (2) To consider and approve the balance sheet
- (3) To consider the appropriation of profit
- (4) To elect directors to replace directors who retired by rotation
- (5) To appoint the company's auditor and specify the remuneration
- (6) Other business

Process of Registration, Required Documents, Proxy and Voting in the Annual General Meeting of Shareholders

Registration

A Shareholder or proxy holder may register and submit documents required for attending the meeting for inspection prior to the meeting from 9.00 a.m. onwards.

Required Documents

1. Individual Shareholders

Attendance in person:

- Identification card/Government official identification card
- Passport (In case of foreigner)
- Document of first name/family name change (if any)

Proxy:

- The completed dully signed of the attached proxy form (A or B) with duty stamp of Baht 20;
- Certified copies of identification cards/government official identification cards or passports (in case of foreigner) of the appointer and the proxy.

2. Juristic Person

- The completed dully signed of the attached proxy form (A or B) with duty stamp of Baht 20;
- Copy of affidavit and been certified by authorized directors of the Company and affix the Company's seal (if any) as well as certified copies of identification cards/ government official identification cards or passports (in case of foreigner) of such authorized directors;
- Certified copies of identification cards or passports (in case of foreigner) of the proxy holder.

3. For Foreign Investor Appointing Custodian in Thailand

- All evidences of Custodian similar to those of the Juristic Person, the Custodian can select Proxy Form C, that is dully signed and affixed with duty stamp of Baht 20;
- Letter certifying that the Custodian is permitted to engage in the custodian business;
- Power of attorney by Foreign Investor authorizing Custodian to sign the Proxy Form on its behalf.

In case of foreign documentation, English translation is required for the Non-English with certification of correctness of the translation by Shareholder, for individual, or the authorized representative(s) of the Shareholder, for Juristic Person.

Proxy

The Company has attached Proxy Form A, B and C, which are the official form declared under the Notification of the Department of Business Development, Ministry of Commerce on Form of Proxy B.E.2550, together with the notice of meeting to the shareholders.

- Form A: General Proxy Form (Simple Form)
- Form B: Specific Proxy Form with details in each agenda
- Form C: Specific Proxy Form for foreign investors who appoint Custodian in Thailand

Shareholder who will not attend the meeting may appoint a person as his/her Proxy with following procedure:

1. Select only one of the above Proxy Forms and affix the Baht 20 stamp duty with specifying the date of Proxy Form across such stamp duty.
2. Authorized a person or an Independent Director to attend and vote at the meeting on his/her behalf by specifying the name with details of a person to be his/her proxy.

Allocation of shares to several proxies to vote in the meeting is not allowed. The shareholder shall authorize the Proxy to cast the votes by all the shares held by him/her. Authorization of less than the total number of shares is not allowed except for the Custodian appointed by foreign investor(s) in accordance with Proxy Form C.

Voting

The Chairman shall inform the Meeting details of voting procedures.

Voting Procedure

1. Only votes cast by those voting against or abstaining would be counted. The number of these votes would be deducted from the total number of votes cast by the shareholders present at the meeting. The balance would be treated as the number of affirmative votes in the relevant agenda.
2. Shareholders who wish to vote against or abstain on any agenda have to raise their hands to enable the officers to collect the execution voting cards.

Resolution of the Meeting

1. In a normal case, by the majority voting rights of the shareholders who attend the meeting and have the right to vote. In case of a tie vote, the Chairman of the meeting shall be entitled to a casting vote.
2. Other case which the laws or the Company's Article of Association provided otherwise, the vote shall be in accordance with the laws or the Company's Article of Association. The Chairman shall inform the meeting before voting each agenda. In case of a tie vote, the Chairman of the meeting shall be entitled to a casting vote.

Profiles of Independent Director who serves as Proxy for Shareholders

Name	Mr. Suri Buakhom
Position	Chairman Chairman of Audit Committee Independent Director
Age	75 years
Nationality	Thai
Address	Thai Wire Products Public Company Limited 99/2 Phahonyothin Rd. Lamlookka Pathumthani 12130
Number of Company Shares Held	None
Family Relationship	None
Education	- MBA, Thammasat University - B.Sc(Economics), Kasetsart University
Experience / Other Positions	Director , Zheng Xin Bank Company Ltd. Director, Quality Houses Public Company Limited
Meeting Attendance in 2019	6 out of 6 Board of Director Meeting 2 out of 4 Audit Committee Meeting
Position in Other Entity that may have a Conflict of Interests with the Company	None
Record of Illegal Activity	None
Conflict of Interest in this Meeting	None(Except Agenda 6 To approve the directors' remuneration for the year 2020)

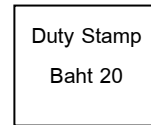
Profiles of Independent Director who serves as Proxy for Shareholders

Name	Mr. Chalit Satidthong
Position	Member of Audit Committee Independent Director
Age	69 years
Nationality	Thai
Address	Thai Wire Products Public Company Limited 99/2 Phahonyothin Rd. Lamlookka Pathumthani 12130
Number of Company Shares Held	None
Family Relationship	None
Education	- Barrister at Law, Institute of Legal Education of Thai Bar - Bachelor of Law , Thammasat University
Experience / Other Positions	- Audit Committee Apex Development Public Company Limited - Chairman Ploenchit Capital Company Limited - Chairman PCL Planner Company Limited
Meeting Attendance in 2019	5 out of 6 Board of Director Meeting 4 out of 4 Audit Committee Meeting
Position in Other Entity that may have a Conflict of Interests with the Company	None
Record of Illegal Activity	None
Conflict of Interest in this Meeting	None(Except Agenda 6 To approve the directors' remuneration for the year 2020)

Profiles of Independent Director who serves as Proxy for Shareholders

Name	Mr. Chalio Ponwises
Position	Member of Audit Committee Independent Director
Age	71 years
Nationality	Thai
Address	Thai Wire Products Public Company Limited 99/2 Phahonyothin Rd. Lamlookka Pathumthani 12130
Number of Company Shares Held	None
Family Relationship	None
Education	- Barrister at Law, Institute of Legal Education of Thai Bar - Bachelor of Law, Ramkhamhaeng University
Experience / Other Positions	Arbitrator Arbitration Center for Court of Justice
Meeting Attendance in 2019	5 out of 6 Board of Director Meeting 4 out of 4 Audit Committee Meeting
Position in Other Entity that may have a Conflict of Interests with the Company	None
Record of Illegal Activity	None
Conflict of Interest in this Meeting	None(Except Agenda 6 To approve the directors' remuneration for the year 2020)

**Proxy (Form A)
(General Form)**



Written at

Date Month Year

(1) I / We Nationality
Residing at Road Sub District
District Province Post Code

(2) As a shareholder of Thai Wire Products Public Company Limited
holding a total amount of share (s) , and is entitled to cast vote (s)
as described below :
 Ordinary share for share (s), and is entitled to cast vote (s)

(3) I / We hereby authorized and appoint either one of the following persons :

(1) Name Age Years,
Residing at Road Sub District
District Province Post Code; **or**

(2) Name Age Years,
Residing at Road Sub District
District Province Post Code; **or**

(3) Name Age Years,
Residing at Road Sub District
District Province Post Code

as my / our Proxy to attend and vote on my / our behalf at the 2020 Annual General Shareholder's Meeting on 27th April, 2020 at 10.00 a.m. at Dusita Room 5th FL , Asia Airport Hotel, 99/2 Moo 8 , Phaholyothin Road, Kukot, Lamlukka , Pathumthani 12130 or such other date, time and place as the meeting may be adjourned.

Any act(s) undertaken by the Proxy at such meeting shall be deemed as my / our own act (s) in all respects.

Signed Grantor
(.....)
Signed Proxy
(.....)
Signed Proxy
(.....)
Signed Proxy
(.....)

Note :

A shareholder assigning a proxy can authorize only one proxy to attend the meeting and cast the votes on his / her / their behalf and all votes of a shareholder cannot be split for more than one proxy.

Proxy (Form C)

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



Written at
 Date Month Year

(1) I / We Nationality

Residing at Road Sub District

District Province Post Code

As the Custodian of (Please specify the fund name)

As a shareholder of Thai Wire Products Public Company Limited

holding a total amount of share (s) , and is entitled to cast vote (s)

as described below :

Ordinary share for share (s), and is entitled to cast vote (s)

Preferred share for share (s), and is entitled to cast vote (s)

(2) Hereby authorize and appoint either one of the following person :

- (1) Name Age Years,
 Residing at Road Sub District
 District Province Post Code; **or**
- (2) Name Age Years,
 Residing at Road Sub District
 District Province Post Code; **or**
- (3) Name Age Years,
 Residing at Road Sub District
 District Province Post Code

as my / our Proxy to attend and vote on my / our behalf at the 2020 Annual General Shareholder's Meeting on 27th April, 2020 at 10.00 a.m. at Dusita Room 5th FL , Asia Airport Hotel, 99/2 Moo 8 , Phaholyothin Road, Kukot, Lamlukka , Pathumthani 12130 or such other date, time and place as the meeting may be adjourned.

(3) The number of votes for which I / We authorize the Proxy to vote in this meeting is :

- To authorize the Proxy to cast the votes pursuant to the total number of shares
- To authorize the Proxy to split the votes as follow :
 - Ordinary share for share (s), and is entitled to cast vote (s): and
 - Preferred share for share (s), and is entitled to cast vote (s)
 Total number of voting right is

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

Agenda 1 To certify the Minute of the 2019 Annual General Shareholders' Meeting

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
 - ApproveVote
 - Disapprove Vote
 - Abstain Vote

Agenda 2 To acknowledge the company's 2019 operating result

(No voting required for this agenda)

Agenda 3 To consider and approve the Company's financial statements for the year ended 31 December 2019

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
 - ApproveVote Disapprove Vote Abstain Vote

Agenda 4 To consider and approve the allocation of legal reserve and dividend payment for the company's 2019 operational results

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
 - ApproveVote Disapprove Vote Abstain Vote

Agenda 5 To appoint the directors to succeed those completing their terms

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
 - The Election and appointment of all members of the Board of Directors ; **or**
 - ApproveVote Disapprove Vote Abstain Vote
 - The Election and appointment of individual member(s) of the Board of Director as follows :
 - (1) Mr. Suri Buakhom**
 - ApproveVote Disapprove Vote Abstain Vote
 - (2) Mr. Pradit Vutdhipapornkul**
 - ApproveVote Disapprove Vote Abstain Vote
 - (3) Mr. Janewith Luaengcharoenkij**
 - ApproveVote Disapprove Vote Abstain Vote
 - (4) Mr. Chatchai Siriwatana**
 - ApproveVote Disapprove Vote Abstain Vote

and to appoint new directors

- (1) Mrs. Thipchayai Suttapunya**
 - ApproveVote Disapprove Vote Abstain Vote
- (2) Mr. Yongyut Boonmee**
 - ApproveVote Disapprove Vote Abstain Vote

Agenda 6 To approve the directors' remuneration for the year 2019

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
 - ApproveVote Disapprove Vote Abstain Vote

Agenda 7 To appoint an auditor and approve the auditing's fee for 2020

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
 - ApproveVote Disapprove Vote Abstain Vote

Agenda 8 To consider and approve the amendment of Company's Articles of Association

1. Clause 8

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
 - ApproveVote Disapprove Vote Abstain Vote

2. Clause 18

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
 - ApproveVote Disapprove Vote Abstain Vote

3. Clause 19

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
 - ApproveVote Disapprove Vote Abstain Vote

- (5) The Proxy's voting on any matters that are not pursuant to what is specified in this Proxy Form is considered invalid and will not be regarded as my / our voting as shareholder(s).
- (6) In case I / We do not specify or express my / our intention to vote in any agenda, or if there is any agenda considered or resolved in the meeting other than specified above, or if there is any change or amendment to any facts, the Proxy is entitled to consider the matters and vote on my / our behalf as the Proxy deems appropriate.

Any act(s) undertaken by the Proxy at such meeting shall be deemed as my / our own act (s) in all respects.

Signed Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Note:

- (1) This Proxy Form C is applicable only to a shareholder whose name appears in the shareholder registration book as foreign investor and a custodian in Thailand is appointed therefore.
- (2) Evidence of documents required to be attached to the proxy form are:
 - A Power of Attorney executed by the shareholder authorizing the custodian to execute the proxy form on behalf of such shareholder; and
 - A letter confirming that the person executing the proxy form has obtained a license for being a custodian.
- (3) The shareholder assigning a proxy can authorize only one proxy to attend the meeting and cast the vote on his / her / their behalf and all votes of a shareholder cannot be split for more than one proxy.
- (4) In agenda regarding the appointment of new directors, the appointment can be made for all directors or for individual director.
- (5) 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.

Annex to Proxy Form C

The proxy is granted by a Shareholder of Thai Wire Products Public Company Limited

For the 2020 Annual General Shareholder's Meeting on 27th April, 2020 at 10.00 a.m. at Dusita Room 5th FL , Asia Airport Hotel, 99/2 Moo 8 , Phaholyothin Road, Kukot, Lamlukka , Pathumthani 12130 or such other date, time and place as the meeting may be adjourned.

Agenda No..... Re :.....

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
- ApproveVote Disapprove Vote Abstain Vote

Agenda No..... Re :.....

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
- ApproveVote Disapprove Vote Abstain Vote

Agenda No..... Re :.....

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
- ApproveVote Disapprove Vote Abstain Vote

Agenda No..... Re :.....

- (a) To grant my / our proxy to consider and vote on my / our behalf as appropriate in all respects.
- (b) To grant my / our proxy to vote at my / our desire as follows :
- ApproveVote Disapprove Vote Abstain Vote

