

Annual General Meeting

2018



January 23, 2018



10:00hrs.



Novotel Bangkok, Bangna



Agenda *of* Meeting

- | | | |
|-----------|-----------------------|--|
| 01 | <i>To approve</i> | The minute of 2017 Annual General Meeting (24/01/17) |
| 02 | <i>To acknowledge</i> | Performance of 2017 |
| 03 | <i>To approve</i> | Financial Statement for year ended September 30, 2017 |
| 04 | <i>To approve</i> | The legal reserve and dividend payment for year 2017 |
| 05 | <i>To approve</i> | The replacement of Directors to vacate |
| 06 | <i>To approve</i> | The remuneration of Directors and Sub-Committee for year 2018 |
| 07 | <i>To approve</i> | Accounting auditor appointment and audit fee of 2018 |
| 08 | <i>To consider</i> | Others (if any) |

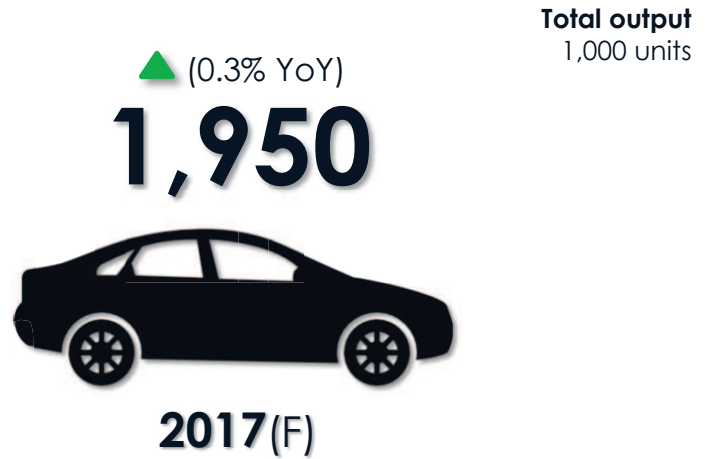
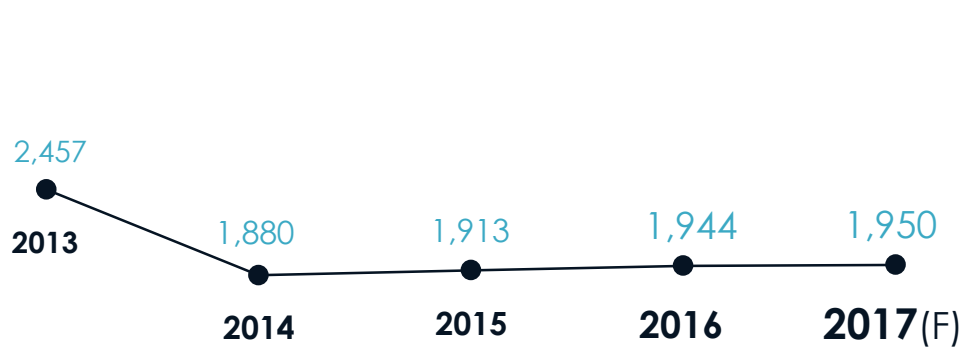
01 *To approve*

The minute of 2017 Annual General Meeting (24/01/17)

- | | |
|---------------------------------|--|
| 01 <i>To approve</i> | The minute of 2016 Annual General Meeting (26/01/16) |
| 02 <i>To acknowledge</i> | Performance of 2016 |
| 03 <i>To approve</i> | Financial Statement for year ended September 30, 2016 |
| 04 <i>To approve</i> | The legal reserve and dividend payment for year 2016 |
| 05 <i>To approve</i> | The replacement of Directors to vacate |
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02 To acknowledge

Performance of 2017 : Thailand automobile production



11 Mths



1,832

94%

Source: The Federation of Thai Industries as of December 21, 2017

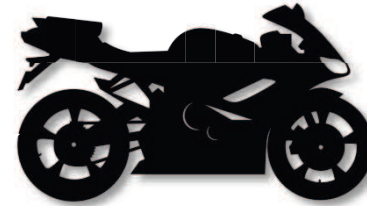
02 To acknowledge

Performance of 2017 : Thailand motorcycle production



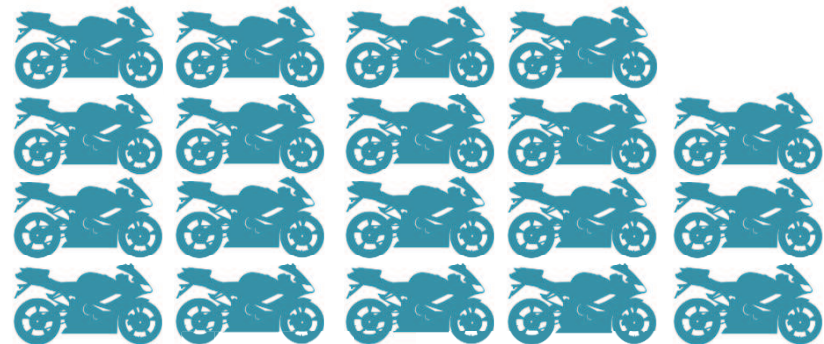
▲ (18.1% YoY)

2,150



Total output
1,000 units

11 Mths



1,903

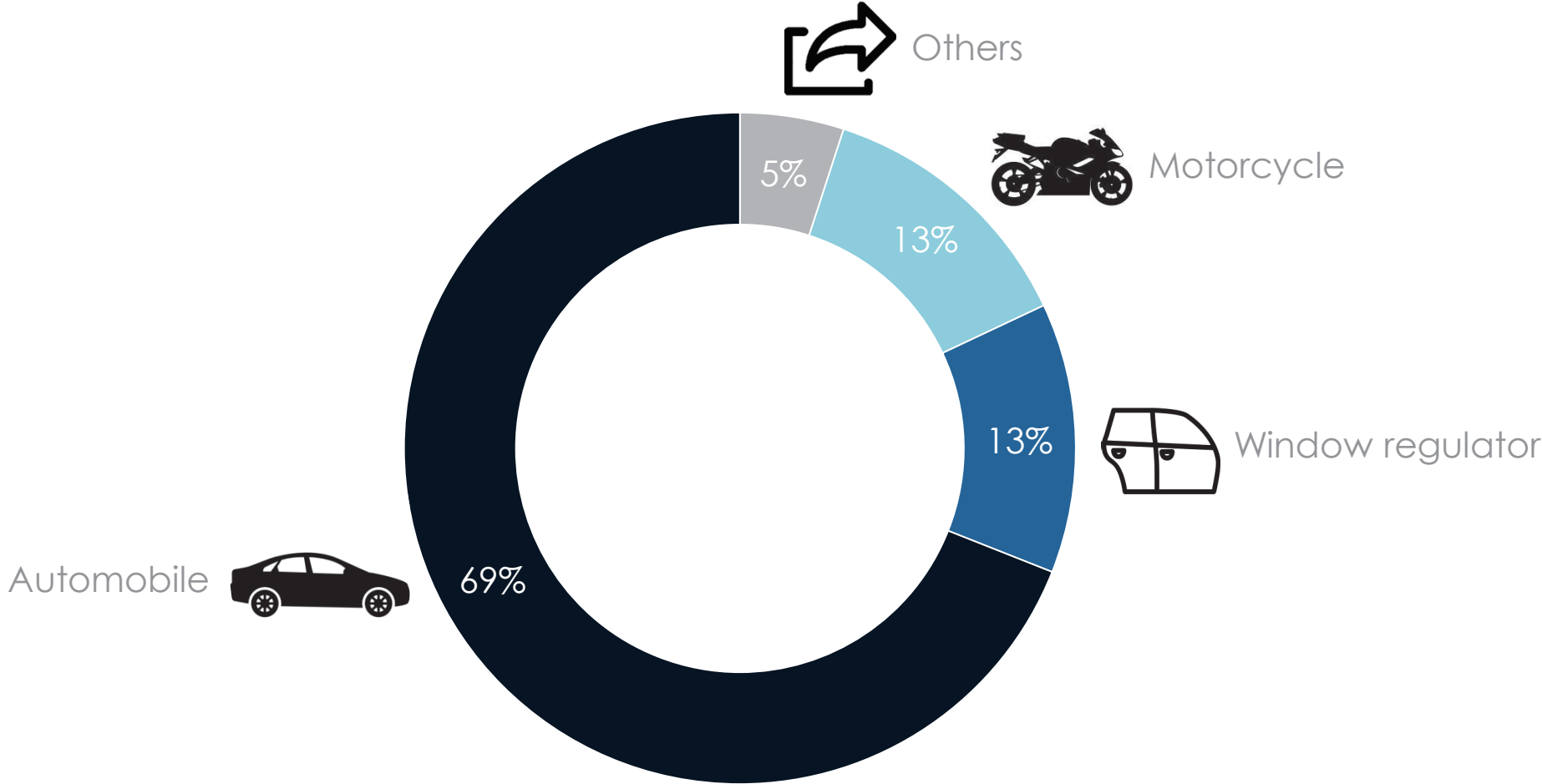
89%

Source: The Federation of Thai Industries as of December 21, 2017

02

To acknowledge

Performance of 2017 : Sales share



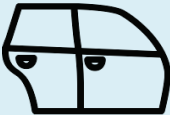


02 To acknowledge

Performance of 2017 : Production



Unit: Million pcs

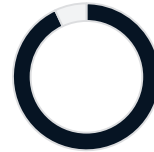
		2016	2017	
	Automobile	29.83	34.39	▲ (15%)
	Motorcycle	7.05	7.58	▲ (8%)
	Window regulator	0.86	1.08	▲ (26%)

02 *To acknowledge*

Performance of 2017 : Market share



Motorcycle
93%



Automobile
70%



Window regulator
15%



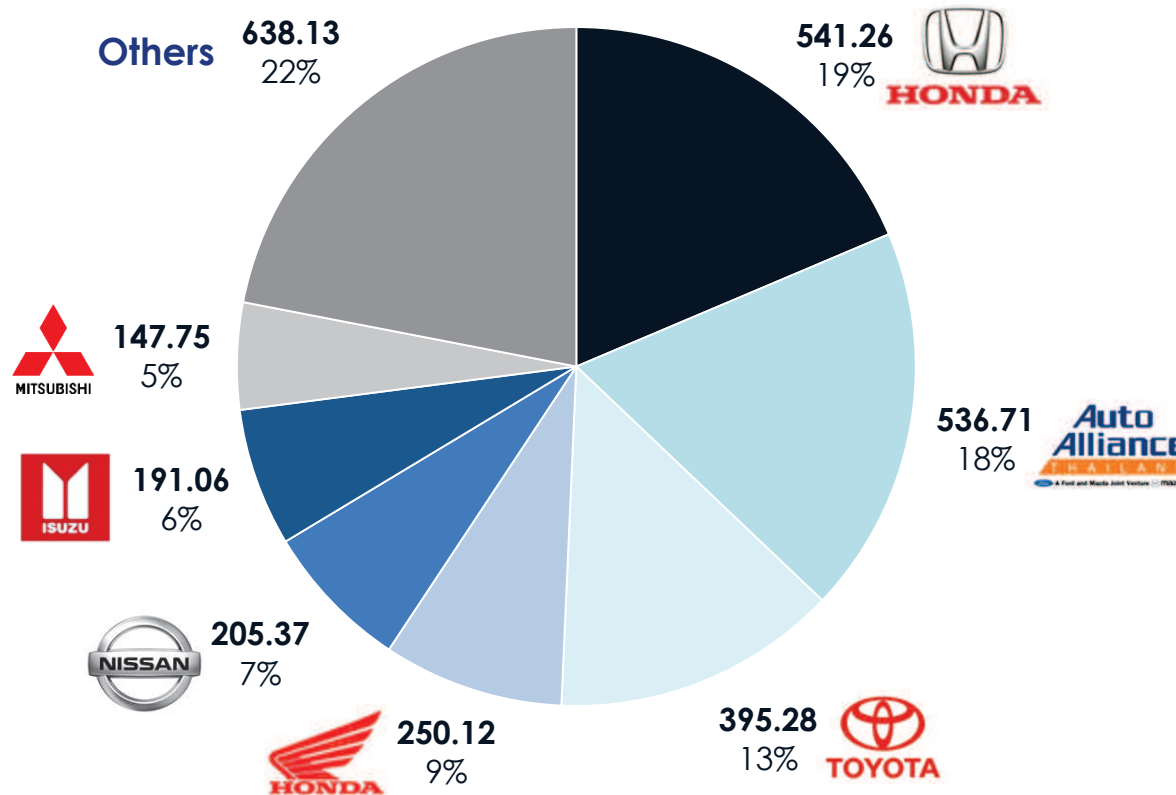
02 To acknowledge

Performance of 2017 : Comparative turnover



Unit: (MB)

Total 2,905.68 MB



02 To acknowledge

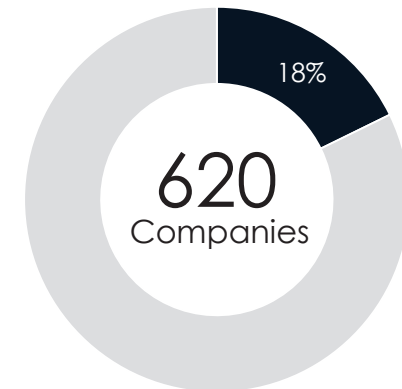
Performance of 2017 : CG Score

Excellent



1st
2016

2nd
2017



Source: IOD (Thai Institute of Directors Association) as of October 17, 2017

02 To acknowledge Performance of 2017 : CAC



874
Companies have joined CAC



283
Companies have certified by CAC

02 *To acknowledge*

Performance of 2017 : Thailand Sustainability Investment 2017

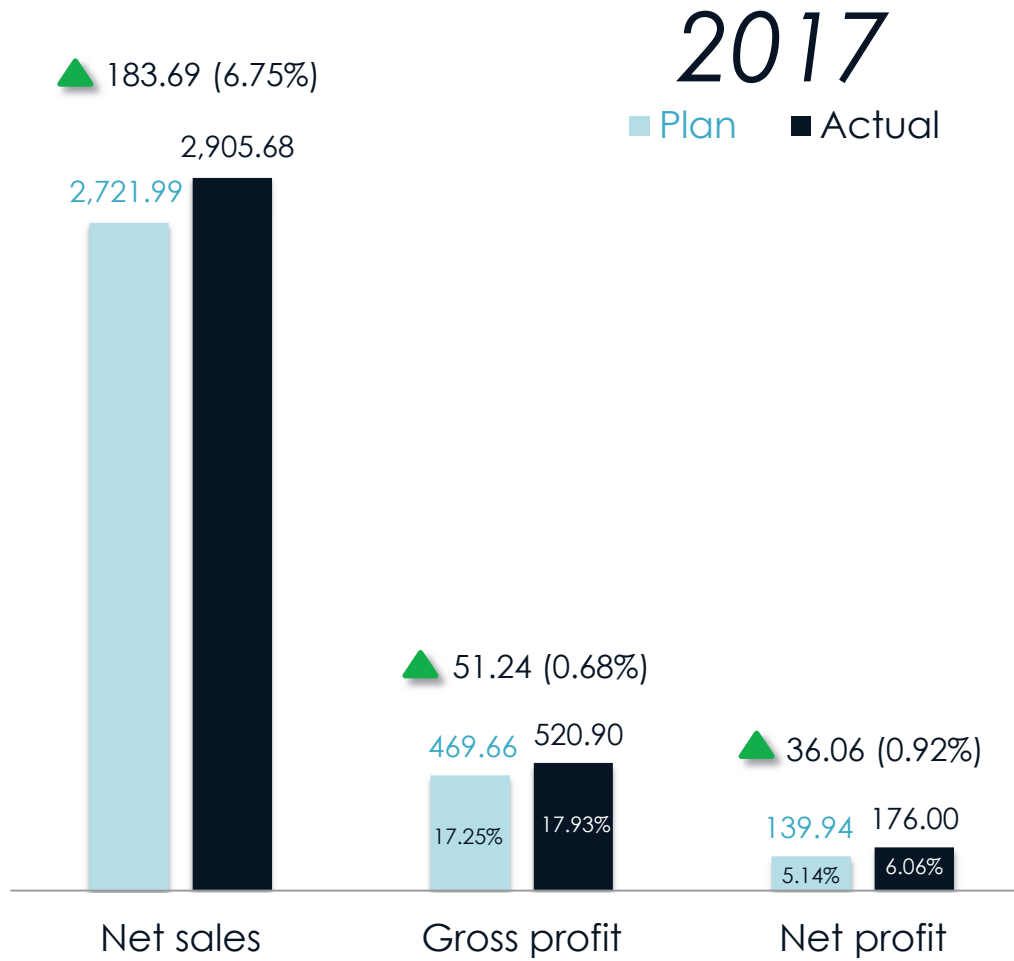


Source: SET (The Stock Exchange of Thailand) as of October 10, 2017

03 *To approve*

Financial Statement for year ended September 30, 2017

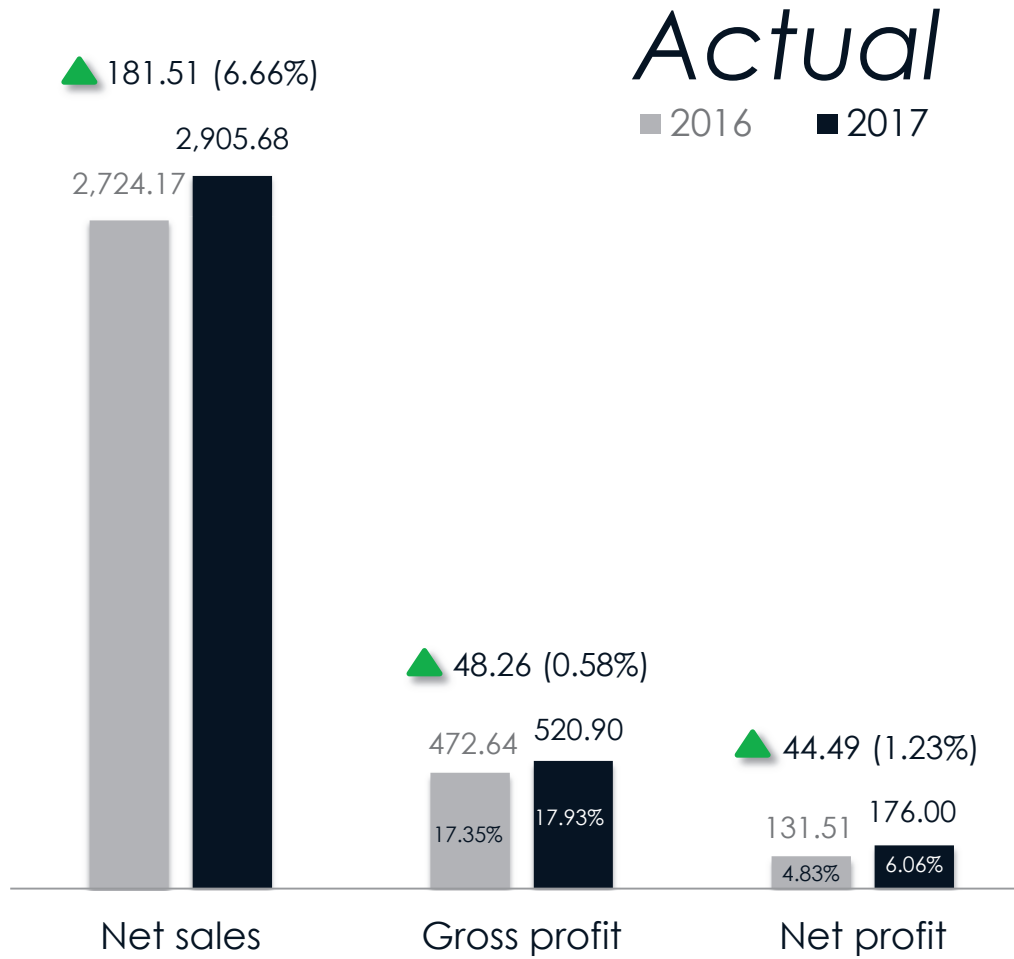
Unit: (MB)



03 *To approve*

Financial Statement for year ended September 30, 2017

Unit: (MB)



03 *To approve*

Financial Statement for year ended September 30, 2017



MD & A : Management Discussion and Analysis

Unit: (MB)

Financial Position

Unit : Million Baht	2015 at Sep 30, 2015	2016 at Sep 30, 2016	2017 at Sep 30, 2017
Current asset	1,377.64	1,440.46	1,565.15
Total assets	2,790.53	2,750.99	2,782.16
Current liabilities	1,074.22	931.59	981.32
Total liabilities	1,140.54	1,112.39	1,097.45
Total equity	1,649.99	1,638.60	1,684.71

Ratio	2015 (Oct 1, 2014 - Sep 30, 2015)	2016 (Oct 1, 2015 - Sep 30, 2016)	2017 (Oct 1, 2016 - Sep 30, 2017)
Gross profit ratio	17.92%	17.35%	17.93%
ROE	8.75%	8.37%	10.45%
Current ratio	1.28	1.55	1.59
Debt/Equity ratio	0.69	0.68	0.65

03 *To approve*

Financial Statement for year ended September 30, 2017



MD & A : Management Discussion and Analysis


Unit: (MB)

Performance

Unit : Million Baht	2015 (Oct 1, 2014 - Sep 30, 2015)	% on sales	2016 (Oct 1, 2015 - Sep 30, 2016)	% on sale	2017 (Oct 1, 2016 - Sep 30, 2017)	% on sales
Revenue from sales	2,828.12	100.00%	2,724.17	100.00%	2,905.68	100.00%
Other income	37.40	1.32%	32.57	1.20%	33.22	1.14%
Cost of goods sold	-2,321.21	-82.08%	-2,251.53	-82.65%	-2,384.78	-82.07%
Selling & Administrative expenses	-382.51	-13.53%	-343.31	-12.60%	-350.38	-12.06%
Finance cost	-16.00	-0.57%	-16.80	-0.62%	-15.31	-0.53%
Income tax	-1.36	-0.05%	-7.90	-0.29%	-12.43	-0.43%
Net profit	144.44	5.11%	137.20	5.04%	176.00	6.06%
Gain (loss) on change estimate the actuarial	0.00	0.00%	-5.69	-0.21%	0.00	0.00%
Total comprehensive income	144.44	5.11%	131.51	4.83%	176.00	6.06%

04 To approve

The legal reserve and dividend payment for year 2017



	2015	2016	2017	
			Interim	Remaining
<input type="checkbox"/> Net profit (MB)	144.44	137.20	176.00	
<input type="checkbox"/> Number of share (Million shares)	259.80	259.80	259.80	
<input type="checkbox"/> Total dividend payment (Baht per share)	0.50	0.50	0.25	0.80 0.55
<input type="checkbox"/> Total dividend amount (MB)	129.90	129.90	207.84	
<input type="checkbox"/> Dividend payout ratio (%)	89.93	94.68	118.09	

Remark: Dividend policy is to pay by yearly at not less than 25% of net profit after deduction of legal reserve.

04 *To approve*

The legal reserve and dividend payment for year 2017

Dividend payment schedule

Jan 2018

30

Record Date

Feb 2018

22

Payment Date

05 *To approve*

The replacement of Directors to vacate



Chairman of the Board of Directors



Mr. Sunsum Jurangkool

Directors



Mr. Makoto Teraura



Mr. Prinya Waiwatana

- Independent Director
- Chairman of the AC
- Chairman of the CGC
- NRC



Mr. Chatchai Earsakul

- Independent Director
- AC
- CGC
- NRC

Effective date: January 24, 2018

05 *To approve*

The replacement of Directors to vacate



Mr. Sunsum Jurangkool

Chairman of the Board of Directors

- Date of appointment
- *April 2, 2005*
- Number of years in office
- *12 Years*
- Directorship/Management in Business with potential conflict of interest
- *None*
- Meeting attendance in 2017/total meetings
- *Board of director meeting : 3/6*
- Type of director that propose
- *Director who is management*

05 *To approve*

The replacement of Directors to vacate



Mr. Makoto Teraura

Director

- Date of Appointment
- *April 2, 2005*
- Number of years in office
- *12 Years*
- Directorship/Management in Business with potential conflict of interest
- *None*
- Meeting attendance in 2017/total meetings
- *Board of director meeting : 0/6*
- Type of director that propose
- *Director who is not management*

05 *To approve*

The replacement of Directors to vacate



Mr. Prinya Waiwatana

Independent Director, Chairman of the AC,
Chairman of the CGC, NRC

- Date of Appointment
- *April 2, 2005*
- Number of years in office
- *12 Years*
- Directorship/Management in Business with potential conflict of interest
- *None*
- Meeting attendance in 2017/total meetings
- *Board of director meeting : 6/6*
- *AC meeting : 4/4*
- *CGC meeting : 2/2*
- *NRC meeting : 2/2*
- Type of director that propose
- *Director who is not management*

05 *To approve*

The replacement of Directors to vacate



Mr. Chatchai Earsakul

Independent Director, AC, CGC, NRC

- Date of Appointment
 - *May 17, 2010*
- Number of years in office
 - *7 Years*
- Directorship/Management in Business with potential conflict of interest
 - *None*
- Meeting attendance in 2017/total meetings
 - *Board of director meeting : 6/6*
 - *AC meeting : 4/4*
 - *CGC meeting : 2/2*
 - *NRC meeting : 2/2*
- Type of director that propose
 - *Director who is not management*

06 *To approve*

The remuneration of Directors and Sub-Committee for year 2018

Remuneration of Directors & Sub-Committee	2017	2018
1. Annual remuneration at totaling not more than	6 MB	6 MB
1.1 Meeting fee (per attendance) <ul style="list-style-type: none">• Chairman of director• Director, Sub-Committee	THB 35,000 THB 25,000	THB 35,000 THB 25,000

Sub-Committee comprised of Audit Committee, Nomination and Remuneration Committee, and Corporate Governance Committee.

1.2 Director bonus at 1.50% of dividend paid of the year	1.50% of 2016	1.50% of 2017
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Director shall serve the position at least 1 calendar year.

2. Others benefits	Reimbursement in case of resignation / out of position*	Reimbursement in case of resignation / out of position
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*Approved from AGM 2016 for the first year.

06 *To approve*

The remuneration of Directors and Sub-Committee for year 2018

Reimbursement in case of resignation / out of position

Definition

- Director = Director and Sub Committee

Conditions

- Must serve the position at least 10 consecutive calendar years.
- Once the Directors is resigned or out of position, the payment will be made in 30 days from the effective date.

Remuneration

- $(\text{Annual income} / 12) \times \text{service years (maximum 20 years)}$

07 To approve

Accounting auditor appointment and audit fee of 2018



- Auditor
- Year
- Certified Public Accountant No.



Mr. Kritsada
Lerdwana

5th

4958



Ms. Vissuta
Jariyathanakorn

5th

3853

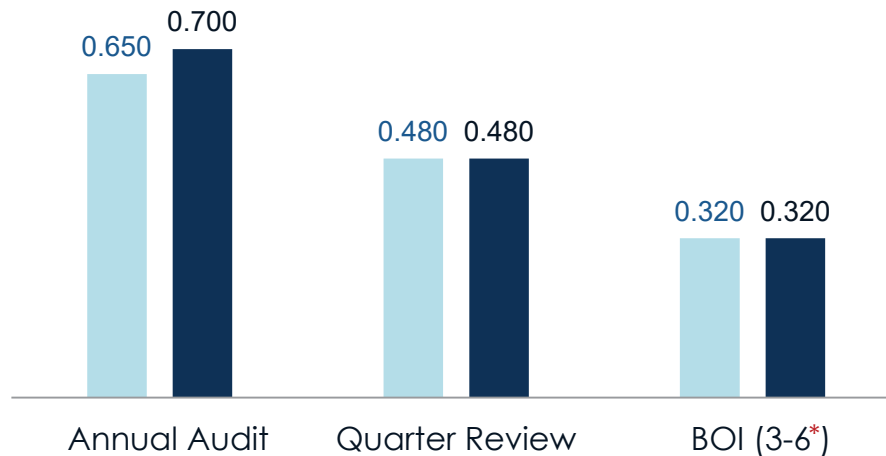


Mrs. Poonnard
Paocharoen

4th

5238

Remuneration



Unit: (MB)

Total
2017 1.450
2018 1.500 ▲ 0.050 (3.45%)

* Audited BOI 6 since Q3/17

08 *To consider*

Others (if any)



THAI AUTOMOTIVE biz outlook

**THB 5 BILLION INVESTMENT
IN THAILAND**



**EXPANDING PLANT FOR
ASEAN REGION**



**PLAN A THAILAND FACTORY
TO SERVE SE ASIAN MARKET**





RANGER THAILAND
RAPTOR

COMING SOON

ECO-CAR2

PLUGGING IN TO THE FUTURE



Auto Technopolis

วางรากฐานอุตสาหกรรมยานยนต์ไทยสู่นาคต

Auto Technopolis เป็นโครงการที่ภาครัฐให้การสนับสนุนคลัสเตอร์ยานยนต์และธุรกิจที่เกี่ยวข้องเพื่อให้เกิดการพัฒนาอย่างยั่งยืน



THB 50 BILLION INVESTMENT IN HYBRID PROJECTS


TOYOTA THB 20 Billion
70,000 Units

Chachoengsao


NISSAN THB 11 Billion
80,000 Units

Samut Prakan

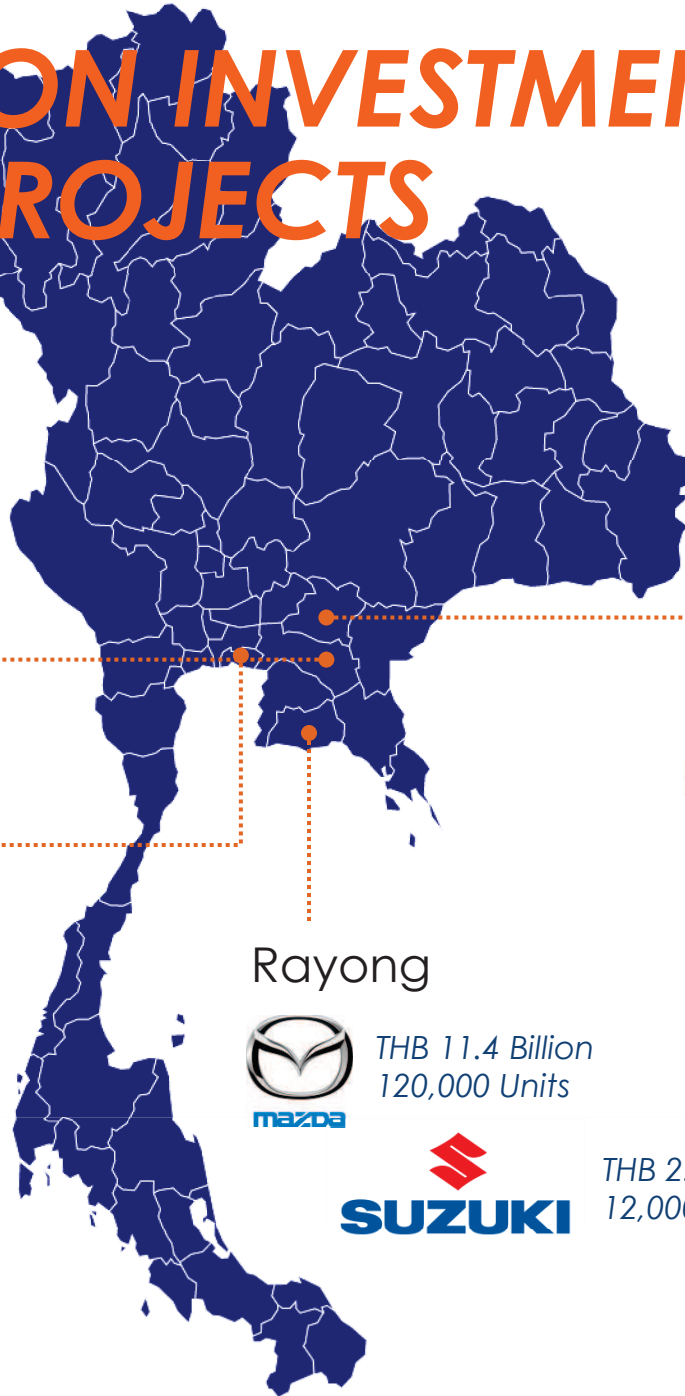

MAZDA THB 11.4 Billion
120,000 Units

Rayong


SUZUKI THB 2.5 Billion
12,000 Units


HONDA THB 1.07 Billion
37,000 Units

Prachin Buri



TSC

Future models



2023



2022



2021



2020



2019



2018



Q&A



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Website: www.thaisteelcable.com