



Annual General Meeting 2019

January 22, 2019

*TO BE WORLD CLASS
AUTOMOTIVE PART MANUFACTURER*

Agenda *of* Meeting

01

To approve

The minute of 2018 Annual General Meeting (23/01/18)

02

To acknowledge

Performance of 2018

03

To approve

Financial Statement for year ended September 30, 2018

04

To approve

The legal reserve and dividend payment for year 2018

Agenda *of* Meeting

05

To approve

The replacement of Directors to vacate

06

To approve

The remuneration of Directors and Sub-Committee for year 2019

07

To approve

Accounting auditor appointment and audit fee of 2019

08

To consider

Others (if any)

01 *To approve*

The minute of 2018 Annual General Meeting (23/01/18)

01 *To approve*

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

02 *To acknowledge*

Performance of 2017

03 *To approve*

Financial Statement for year ended September 30, 2017

04 *To approve*

The legal reserve and dividend payment for year 2017

05 *To approve*

The replacement of Directors to vacate

06 *To approve*

The remuneration of Directors and Sub-Committee for year 2018

07 *To approve*

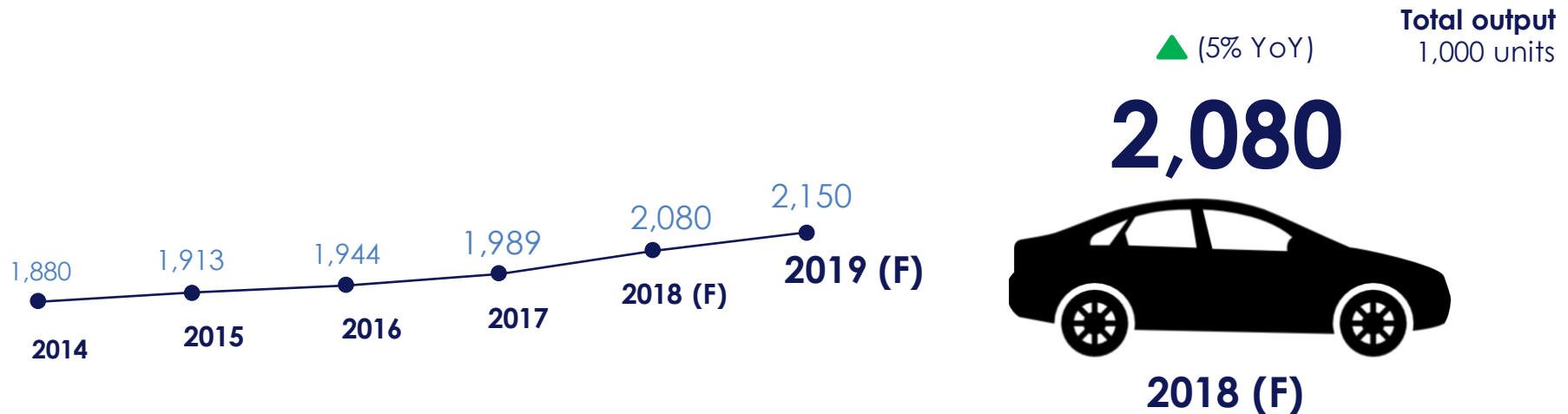
Accounting auditor appointment and audit fee of 2018

08 *To consider*

Others (if any)

02 To acknowledge

Performance of 2018 : Thailand automobile production



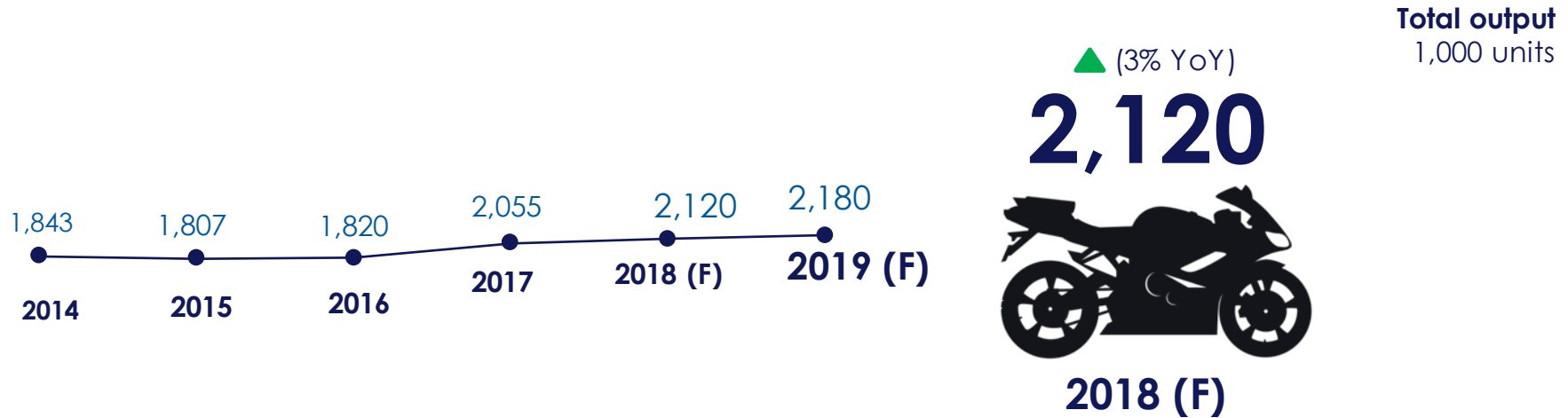
January
-October
2018



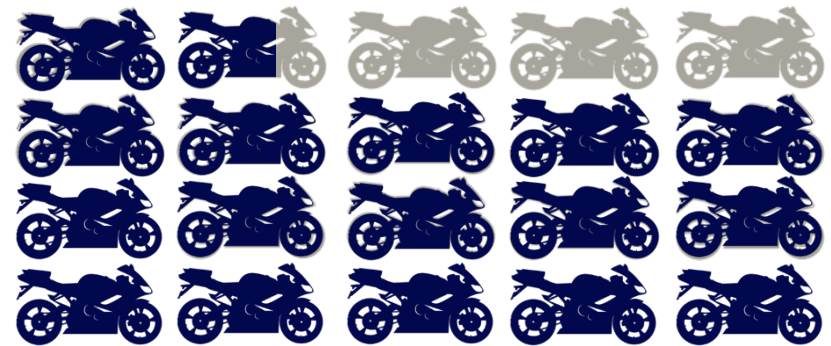
1,801
91%

02 To acknowledge

Performance of 2018 : Thailand motorcycle production



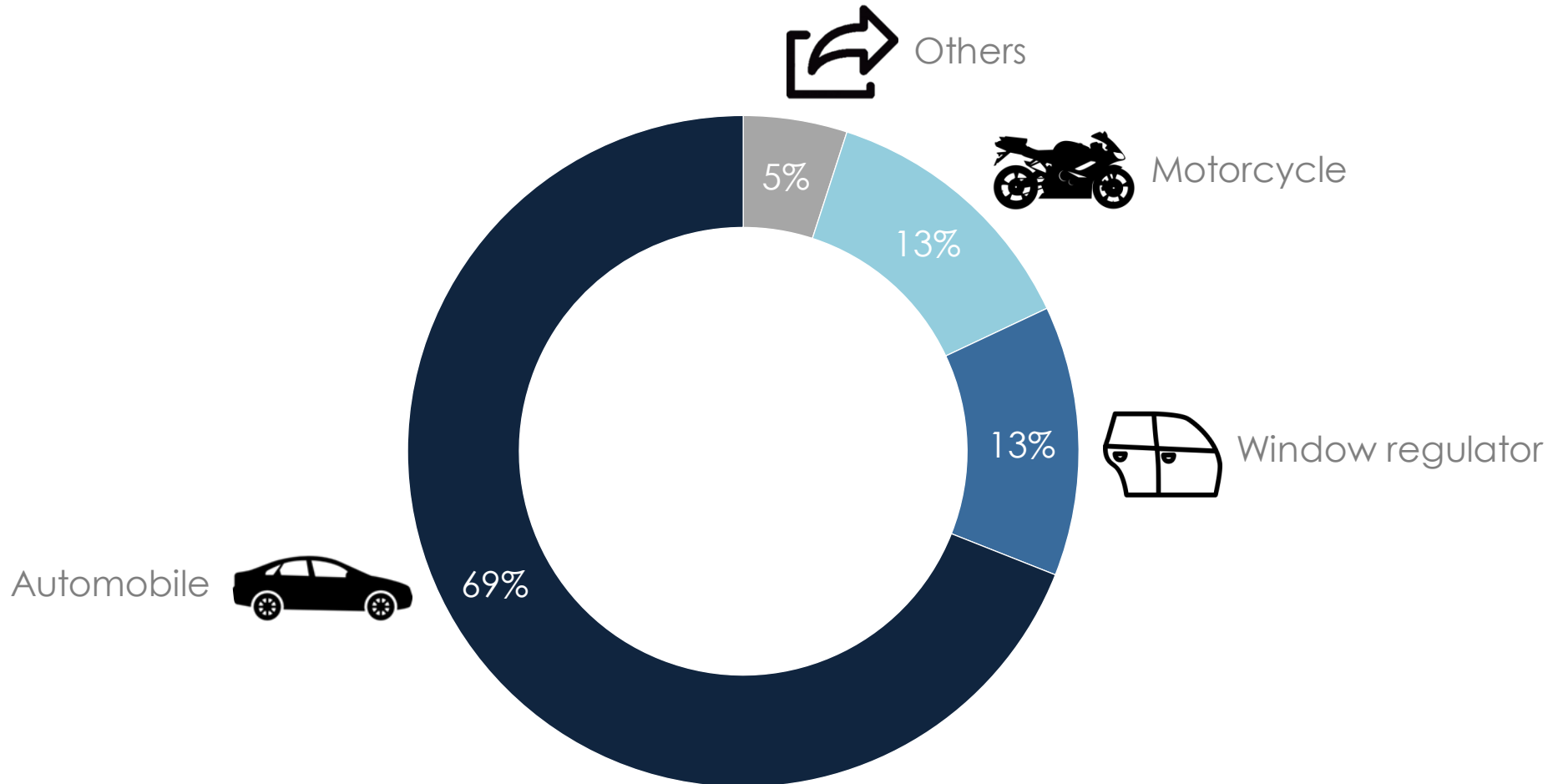
January
-October
2018



1,724
84%

02 To acknowledge

Performance of 2018 : Sales share



02 To acknowledge

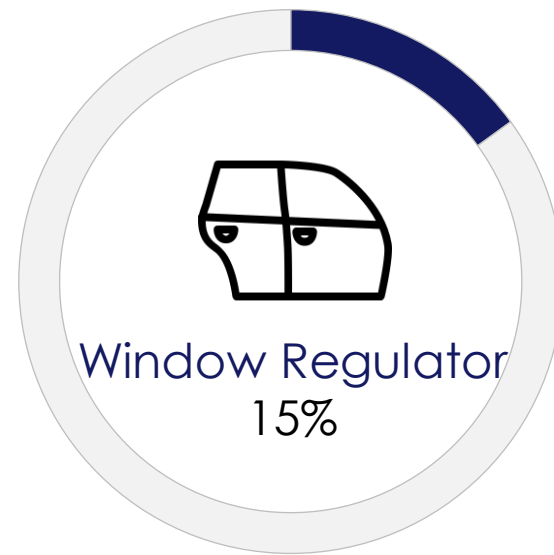
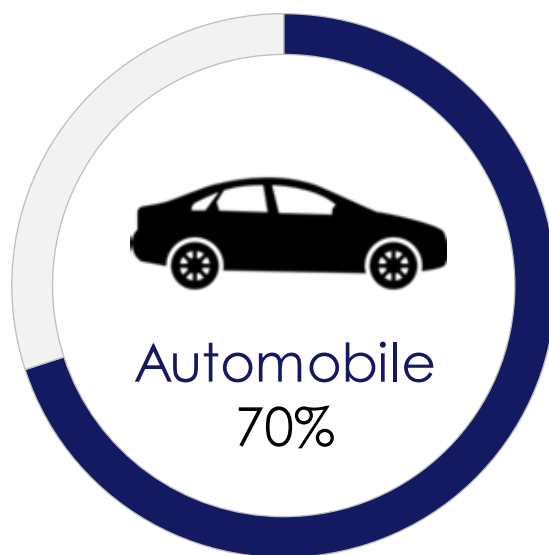
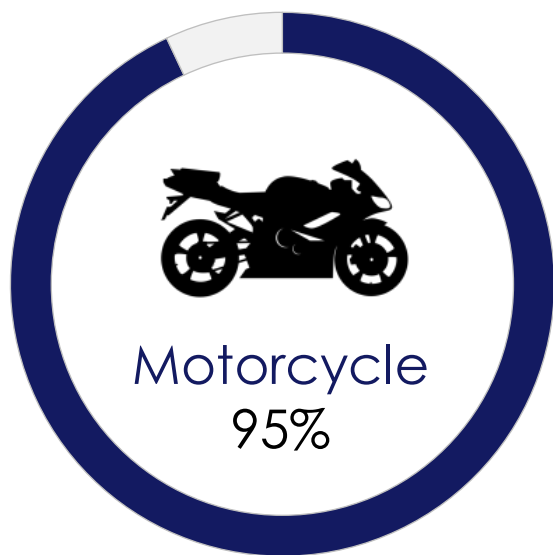
Performance of 2018 : Production

Unit: Million pcs

		2017	2018	
	Automobile	31.16	33.77	▲ (8%)
	Motorcycle	8.17	8.99	▲ (10%)
	Window regulator	1.36	1.47	▲ (8%)

02 *To acknowledge*

Performance of 2018 : Market share

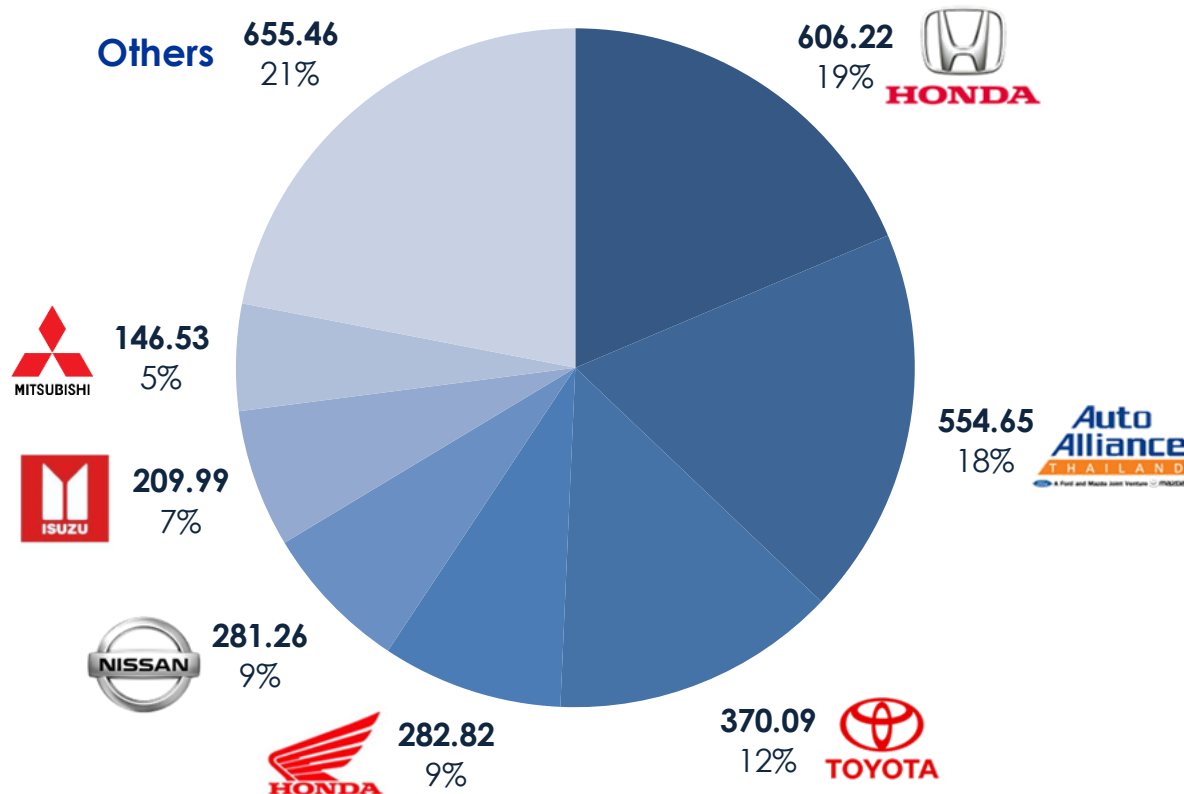


02 To acknowledge

Performance of 2018 : Comparative turnover

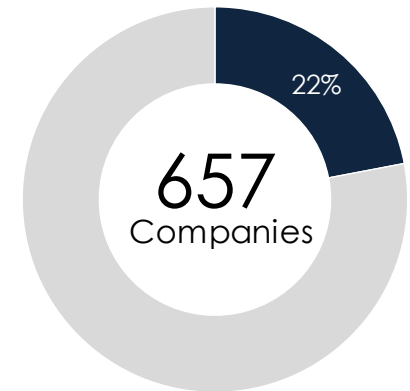
Unit: (MB)

Total 3,107.02 MB



02 To acknowledge

Performance of 2018 : CG Score



Excellent



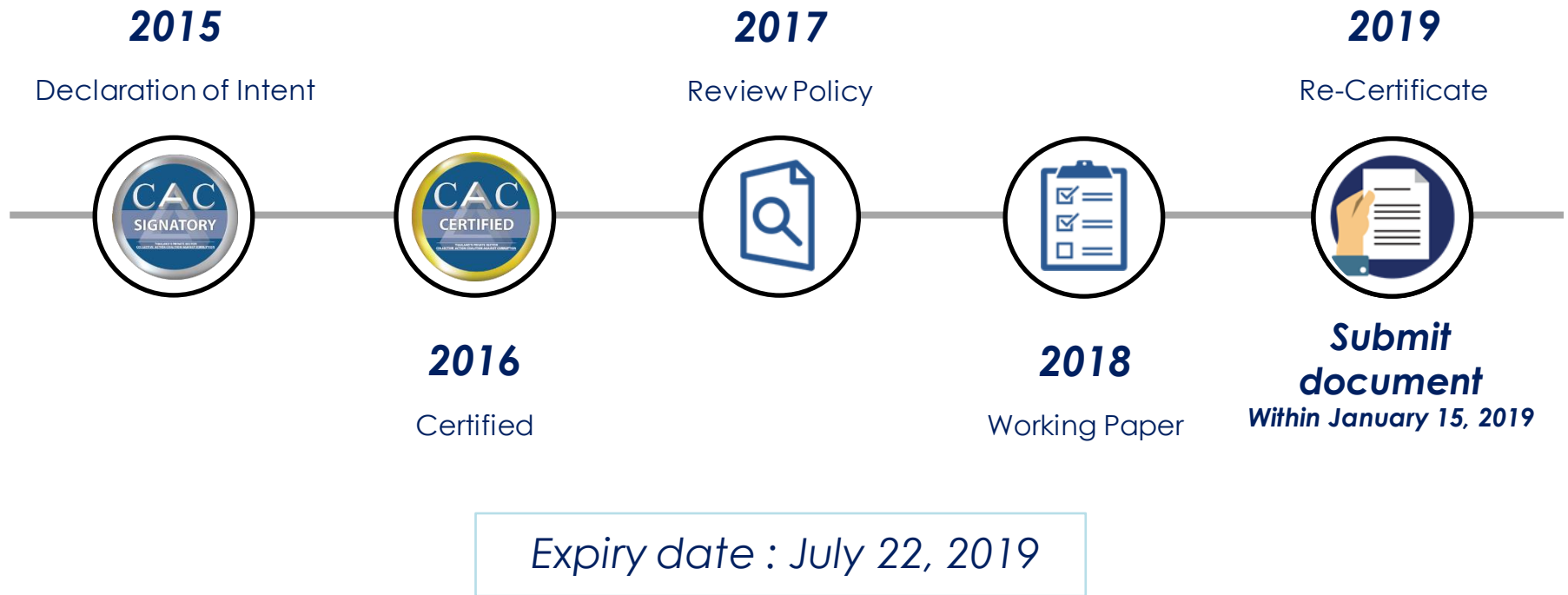
บริษัทภิบาลแห่งชาติ บริษัทภิบาลแห่งชาติ บริษัทภิบาลแห่งชาติ บริษัทภิบาลแห่งชาติ บริษัทภิบาลแห่งชาติ
National CG Committee National CG Committee National CG Committee National CG Committee National CG Committee

1st
2016

2nd
2017

3rd
2018

02 To acknowledge Performance of 2017 : CAC



936

Companies have joined CAC



345

Companies have certified by CAC

02 To acknowledge

Performance of 2018 : Thailand Sustainability Investment 2018



1st
2017

2nd
2018

02 *To acknowledge*

Performance of 2018 : Solar Roof Top



January 16, 2019
Start



35.20 MB
Installation



4.05 MB
Saving / year



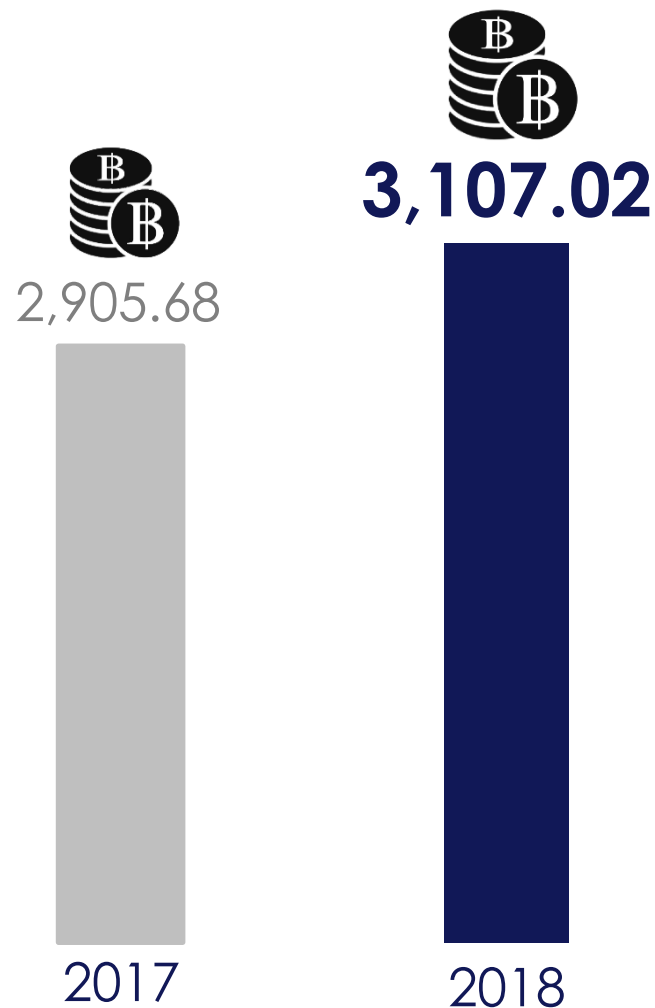
25 Years
Lifespan

03 *To approve*

Financial Statement for year ended September 30, 2018

Unit: (MB)

Net Sales YoY

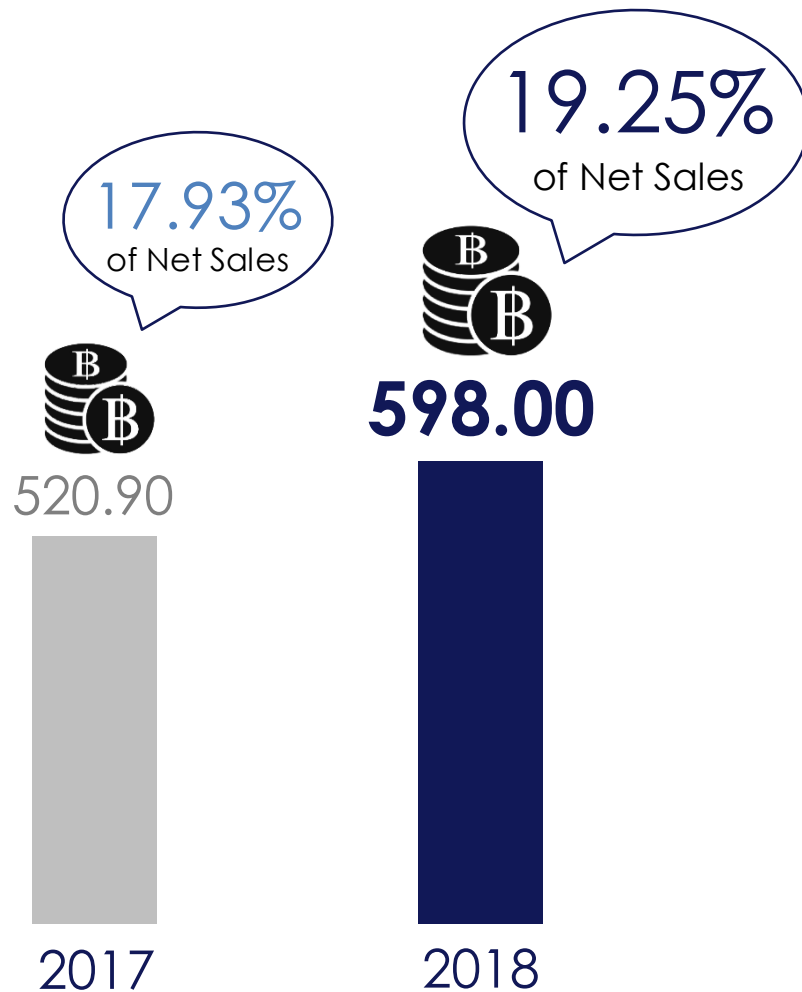


03 To approve

Financial Statement for year ended September 30, 2018

Unit: (MB)

Gross Profit YoY

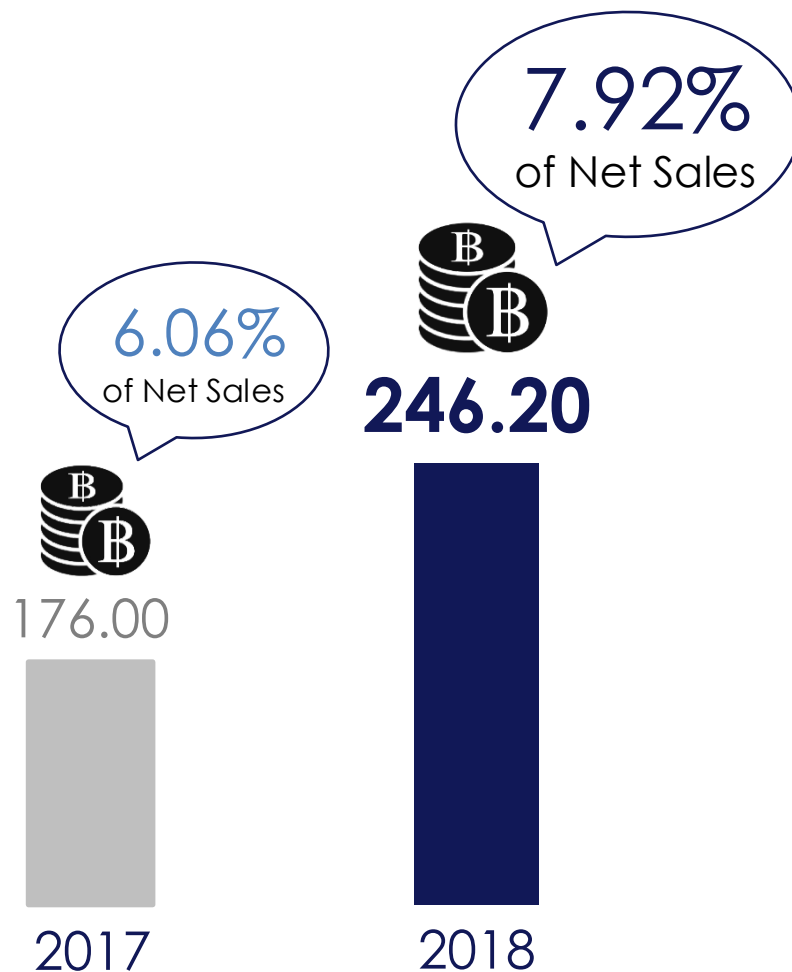


03 *To approve*

Financial Statement for year ended September 30, 2018

Unit: (MB)

Net Profit YoY



03 To approve

Financial Statement for year ended September 30, 2018



MD & A : Management Discussion and Analysis

Unit: (MB)

Financial Position

Unit : Million Baht	2016 At Sep 30, 2016	2017 At Sep 30, 2017	2018 At Sep 30, 2018
Current Assets	1,440.46	1,565.15	1,318.63
Total Assets	2,750.99	2,782.16	2,487.48
Current Liabilities	931.59	981.32	726.91
Total Liabilities	1,112.39	1,097.45	803.38
Total Equity	1,638.60	1,684.71	1,684.10

Ratio	2016 (Oct 1, 2015 – Sep 30, 2016)	2017 (Oct 1, 2016 – Sep 30, 2017)	2018 (Oct 1, 2017 – Sep 30, 2018)
Gross Profit Ratio	17.35%	17.93%	19.25%
ROE	8.37%	10.45%	14.90%
Current Ratio	1.55	1.59	1.81
Debt/Equity Ratio	0.68	0.65	0.48

03 To approve

Financial Statement for year ended September 30, 2018



MD & A : Management Discussion and Analysis

Unit: (MB)

Performance

Unit: Million Baht	2016 (Oct 1, 2015 - Sep 30, 2016)	% on sale	2017 (Oct 1, 2016 - Sep 30, 2017)	% on sale	2018 (Oct 1, 2017 - Sep 30, 2018)	% on sale
Revenue from sales	2,724.17	100.00%	2,905.68	100.00%	3,107.02	100.00%
Other Income	32.57	1.20%	33.23	1.14%	33.36	1.07%
Cost of goods sold	-2,251.53	-82.65%	-2,384.78	-82.07%	-2,509.02	-80.75%
Selling & Administrative expenses	-343.31	-12.60%	-350.38	-12.06%	-358.42	-11.54%
Finance cost	-16.80	-0.62%	-15.31	-0.53%	-9.82	-0.32%
Income tax	-7.90	-0.29%	-12.43	-0.43%	-12.28	-0.40%
Net Profit	137.20	5.04%	176.00	6.06%	250.85	8.07%
Employee Benefits	-5.69	-0.21%	0.00	0.00%	-4.65	-0.15%
Total comprehensive income	131.51	4.83%	176.00	6.06%	246.20	7.92%

04 To approve

The legal reserve and dividend payment for year 2018

	2016	2017	2018	
			Interim	Remaining
☐ Net profit (MB)	137.20	176.00	250.85***	
☐ Number of share (Million shares)	259.80	259.80	259.80	
☐ Total dividend payment (Baht per share)	0.50	0.80	0.40	1.00 0.60
☐ Total dividend amount (MB)	129.90	207.84	259.80	
☐ Dividend payout ratio (%)	94.68	118%	104%	

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

: ***Net profit (MB) before Employee Benefits deduction

04 *To approve*

The legal reserve and dividend payment for year 2018

Dividend payment schedule



05 *To approve*

The replacement of Directors to vacate



Mr. Thaveechat
Jurangkool



Mr. Wutthiphum
Jurangkool



Mr. Apinan
Na Ranong

- Independent Director
- AC
- CGC
- Chairman of NRC



Mr. Veerawat
Korphaibool

- Independent Director
- AC
- CGC
- NRC

Effective date: January 23, 2019

05 *To approve*

The replacement of Directors to vacate



Mr. Thaveechat Jurangkool

Director

- Date of appointment
- *April 2, 2005*
- Number of years in office
- *13 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. Wutthiphum Jurangkool

Director

- Date of Appointment
- *November 22, 2017*
- Number of years in office
- *1 Year*
- Directorship/Management in Business with potential conflict of interest
- *None*
- Meeting attendance in 2017/total meetings
- *Board of director meeting : 3/4*
- Type of director that propose
- *Director who is not management*

05 *To approve*

The replacement of Directors to vacate



Mr. Apinan Na Ranong

Independent Director, AC,
Chairman of the NRC, CGC

- Date of Appointment
- *April 2, 2005*
- Number of years in office
- *13 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 : 3/3*
- Type of director that propose
- *Director who is not management*



Mr. Veerawat Korphaibool

Independent Director, AC, CGC, NRC

- Date of Appointment
 - January 26, 2016
- Number of years in office
 - 3 Years
- Directorship/Management in Business with potential conflict of interest
 - None
- Meeting attendance in 2017/total meetings
 - Board of director meeting : 5/6
 - AC meeting : 3/4
 - CGC meeting : 2/2
 - NRC meeting : 2/3
- Type of director that propose
 - Director who is not management

06 *To approve*

The remuneration of Directors and Sub-Committee for year 2019

Remuneration of Directors & Sub-Committee	2018	2019
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 2017	1.50% of 2018
2. Others benefits	Reimbursement in case of resignation / out of position*	Reimbursement in case of resignation / out of position

*Approved from AGM 2016 for the first year.

06 *To approve*

The remuneration of Directors and Sub-Committee for year 2019

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 2019



- Auditor
- Year
- Certified Public Accountant No.



Mr. Kritsada
Lerdwana

6th

4958



Ms. Vissuta
Jariyathanakorn

6th

3853

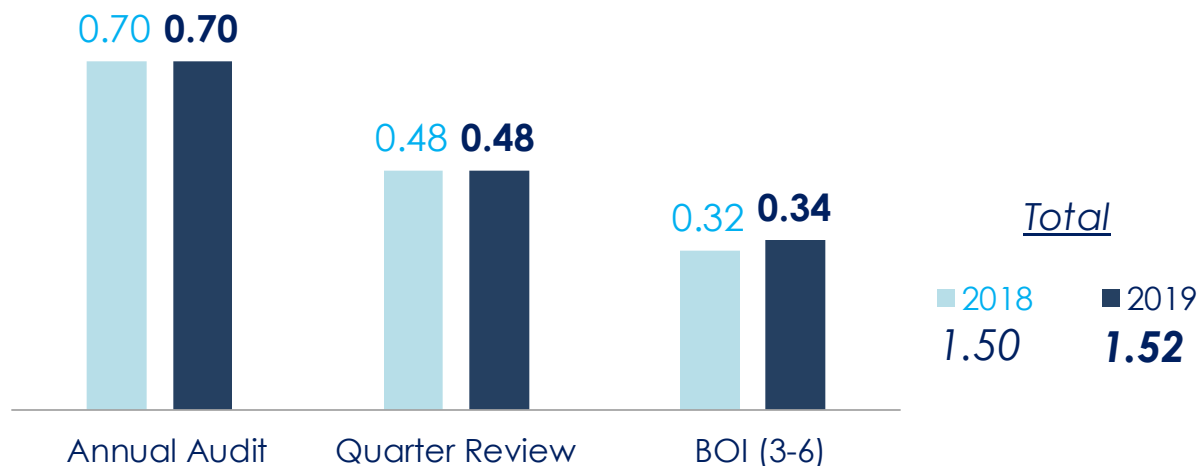


Mrs. Poonnard
Paocharoen

5th

5238

Remuneration



08

To consider
Others (if any)

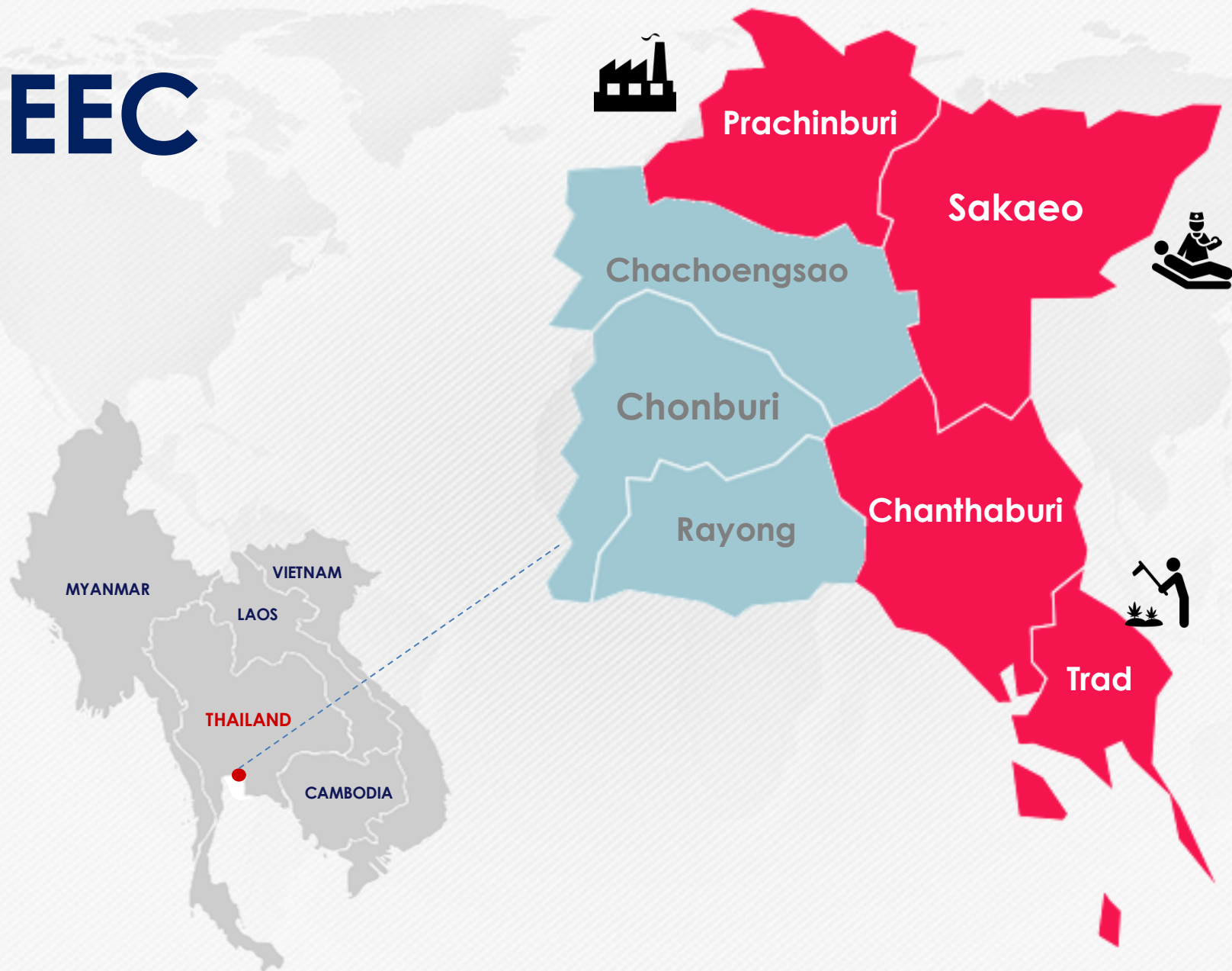
THAI AUTOMOTIVE biz outlook



COLLABORATION



EEC



EEC

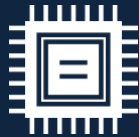
10

TARGET S-CURVE

First S-curve



Next-Generation
Automotive



Smart
Electronics



Affluent, Medical and
Wellness Tourism



Agriculture and
Biotechnology



Food
for the future

New S-curve



Robotics



Aviation and
Logistics



Biofuels and
Biochemicals



Digital



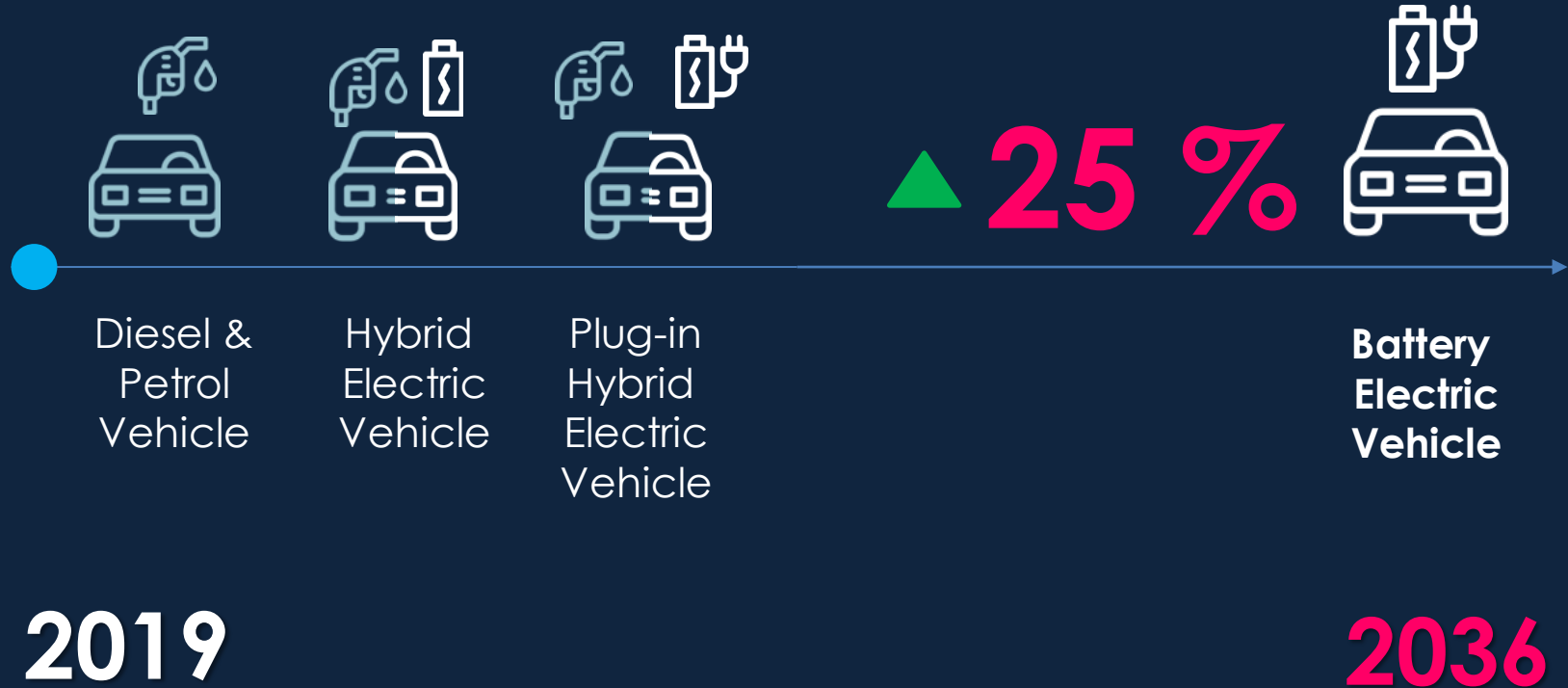
Medical Hub

Automotive Research and Testing Center



 **Chachoengsao**
1,235 Rai

CAR INNOVATION in Thailand



BOI

Investment in Electric Vehicle



Battery factory



HEV



PHEV



EV





FUTURE MODEL



2019



2020



2021



2022

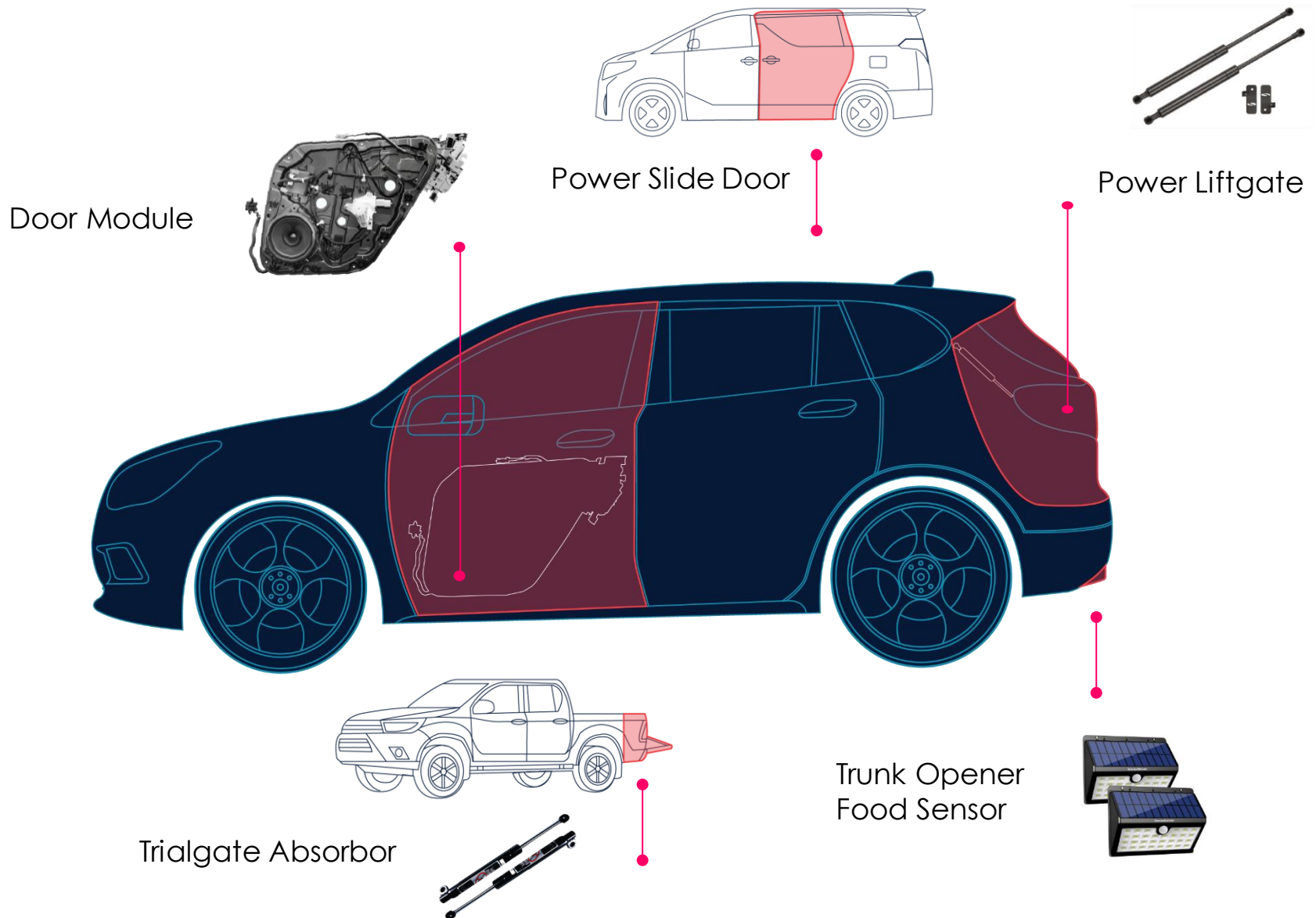


2023



2024

New Product Development



“ Moving forward to
Automation
to Guarantee
our process and
final product quality ”







Thai Steel Cable PCL

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