



**BJC Heavy Industries Public Company Limited**

# **2021 INVITATION LETTER The Annual General Meeting of Shareholders**

By Electronic Meeting (E-AGM)

**Friday, April 23, 2021 at 13.30 hrs.**

**Registration starts at 12.00 hrs.**

Due to the situation of the Coronavirus 2019 (COVID-19) pandemic, the Company discourages all activities leading to assembly of a large number of people. Thus, the Company would appreciate cooperation from all shareholders to consider granting proxy to the independent director or attend the meeting via electronic means

***No Tokens To Be Given:*** In order to comply with the policy on transparency and the guideline for good corporate governance campaigned by the supervising authorities in relation to the decrease or cancellation of token giving at the annual general meeting of shareholders.

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**Agenda 2** **To acknowledge the operating results for year 2020 and the annual report for year 2020**

Facts and Reasons: The Company reported the operating results for year 2020 which stipulated in the 2020 annual report which has been Enclosure herewith this invitation letter, as per details in Enclosure No. 2.

Opinion of the Board of Directors: The Board of Directors agreed to propose to the shareholders' meeting to acknowledge the report of the operating results for year 2020 and the annual report of 2020.

Vote Required: This agenda is for acknowledgement only. Thus, there is no voting in this agenda.

**Agenda 3** **To consider and approve the financial statements for year ended December 31, 2020**

Facts and Reasons: Under Section 112 of the Public Limited Companies Act B.E. 2535 and clause 40 of the Articles of Association of the Company, the Board of Directors shall arrange for the preparation of the balance sheet and the statement of profit and loss as of the end of the fiscal year of in order to propose to the shareholders for their consideration on the Company's financial statements for year 2020 ended December 31, 2020 were audited by the Company's certified public accountant. The certified public accountant is of their opinion that the financial statements of the Company present fairly, in all material respects, the financial position of the Company as of December 31, 2020, and the result of its operation and its cash flows for the year then ended, in accordance with financial reporting standards. In addition, the Audit Committee of the Company has reviewed the financial statements which has been shown in 2020 Annual Report in the part of Financial Statement, as per details in Enclosure No. 2

The Company's financial position and operating results for year 2020 are summarized as below;

<b>The Company's financial statements as of December 31, 2020</b>	<b>(Unit : Million Baht)</b>
Total Assets	3,818.16
Total Liabilities	552.36
Paid-up Capital	399.92
Shareholders' Equity	3,265.80
Total Revenues	2,034.83
Contract Revenue	1,965.30
Contract Cost	1,922.85
Net Loss	193.92
Loss per Share (Baht per share)	0.12

Opinion of the Board of Directors: The Board of Directors agreed to propose the audited financial statements of the Company for the year 2020 ended December 31, 2020 to shareholders' meeting for approval. The financial statement has also been audited by the certified public accountant, and reviewed by the Audit Committee. The Board has also approved such financial statements.

Vote Required: A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.

**Agenda 4 To consider and approve the dividend payment for 2020 Operating Results in the form of cash**

Fact and Reasons: According to the Company's dividend policy, the Company will pay dividend not less than 50% of net profit of separate financial statements after deduction of the corporate tax and other necessary and appropriate reserve as defined by law and the Company's Articles of Association. However, the dividend payment may subject to be changed, depending on the necessary and appropriate condition as per the Board of Directors' opinion. The Board of Directors from time to time might deem to pay the interim dividend to shareholders where such issue must be reported to the next shareholder meeting.

Pursuant to the Company's operating results in 2020, the Company had net loss of separate financial statements at Baht 193.92 million but had the Unappropriated Retained Earnings at Baht 586.24 million. Thus, the Company is desirous to pay the dividend in the form of cash in the ratio of Baht 0.03 per share, which is equivalent to not exceeding Baht 48 million.

Comparison dividend payment in the past years are as follows.

Details of Dividend Payout	Year 2018	Year 2019	Year 2020
1. Net Profit (Loss) (Million Baht)	(231.21)	47.21	(193.92)
2. Number of shares	1,599,999,999	1,599,690,000	1,599,690,000
3. Dividend per share (Baht/Share)	0.10	0.13	0.03
- Interim Dividend (Baht/Share)	-	0.13	-
- Final Dividend (Baht/Share)	0.10	-	0.03
4. Total Dividend (Million Baht)	not exceeding 160	not exceeding 208	not exceeding 48
5. Payout ratio per net profit (%)	-	440.58	-

Opinion of the Board of Directors: The Board deems appropriate to approve the annual dividend payment of cash dividend of Baht 0.03 per 1 existing share, totals not exceeding Baht 48 million.

For the dividend of Baht 0.03 per share, which will be payable from the profit of the Company that is subject to the corporate income tax at the rate of 20% of the net profit. Individual shareholders are entitled to claim the tax credits in accordance of the criteria of Section 47 bis of the Revenue Code

The record date for the right of shareholders to receive the dividend is scheduled to be on Tuesday, March 16<sup>th</sup>, 2021 (Record Date) and the dividend payment shall be made within Wednesday, May 12<sup>th</sup>, 2021 which subject to the shareholders' approval to be obtained from the 2021 AGM.

**Vote Required:** A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.

**Agenda 5** **To consider and approve the appointment of directors to replace those retired by rotation**

**Facts and Reasons:** Under the Public Limited Companies Act B.E. 2535 and clause 17 of the Articles of Association of the Company, at every annual general meeting, one-third (1/3) of the Directors, or, if their number is not a multiple of three, then the number nearest to one-third (1/3) must retire from office. A retiring Director is eligible to stand for re-appointment. The directors, who will retire in the first year and the second year after registration of the Company, shall be drawn lot; however, for other years afterwards the directors who hold longest period on the position shall be retired from the office.

The Company has given an opportunity for proposing directors nomination in advance before the AGM 2020 public through SET Community Portal and the Company's website from September 30, 2020 to December 31, 2020. However, there were no proposal of director nomination.

At present, the Company has 10 directors, and on this annual general meeting of shareholders of 2021 will have 3 directors who will be retired by rotation as follow;

- 1) Mr. Young Jun Lee: Managing Director and Chief Executive Officer
- 2) Assoc.Prof.Dr. Ekachidd Chungcharoen: Audit Committee and Independent Director
- 3) Mrs. Chanchira Smakthai: Assistant Managing Director - Support

The Company has not appointed any nominating committee; however, the Board of Directors excluding the directors who are interested person, has carefully considered to nominate the candidates from the qualifications, experiences and skills from various profession including previous performance during holding a position of directors. The Board of Directors agreed that all 3 directors, whose terms will expire by rotation, have appropriate qualification and working performance in the past support for the the Company's benefit. Therefore, it was deemed appropriate to be re-appointed as directors for another term. The profiles and information of all 3 directors as per Enclosure No. 3

Due to the Company's unique nature of business, it needs a person who has knowledge, understandings, experiences and specialization in related fields. As a result of that, there is a limited numbers of person who are qualified to be nominated as the company's director. Therefore, the Company needs to allow its existing directors to take their position for over 9 consecutive years.

Opinion of the Board of Directors: The Board of Directors agreed to propose the shareholders' meeting to consider the re-appointment of all 3 directors for another term. In addition, the Board of Directors is of their opinion that Assoc.Prof.Dr. Ekachidd Chungcharoen is qualified to be appointed as independent directors as per the requirements under the regulations of the Stock Exchange of Thailand and expected to freely express his views at meeting.

Vote Required: A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.

## Agenda 6

### To consider and approve the directors' remuneration for year 2021

Facts and Reasons: Under Clause 22 of the Article of Association of the Company and Section 90 of the Public Limited Companies Act B.E. 2535, "The Company's directors are entitled to receive remuneration for duties performed. The remuneration includes rewards, meeting allowances, allowances, bonuses, or other forms of benefits accordance with the resolution of the shareholder meeting supported by a vote of not less than two-thirds of the total number of votes of the shareholders present at the meeting, which may be set at a definite amount, or set as a policy for each time, or to be consistently effective until there any changes are made. In addition, the directors shall receive allowances and benefits according to the Company's regulations.

The content of clause one shall not affect the right of employees or staff elected as directors to receive remuneration and benefits as Company staff or employees."

The Board of Directors has carefully considered the Directors' remuneration by comparing with listed companies which are in the same segment and same size of business, same size of revenue and shares price in the market at same period, including consideration of company performance and the directors duties and responsibilities, the Board of Directors agreed to set the directors' remuneration of 2021 with details as follows;

	2020	2021	Changing
<b>Monthly Fee (Baht/person/month)</b>			
Chairman of the Board	40,000	40,000	-
Director	15,000	15,000	-
Chairman of the Audit Committee	15,000	15,000	-
Audit Committee	15,000	15,000	-
<b>Attendance Fee (Baht/person/time)</b>			
Chairman of the Board	40,000	40,000	-
Director	15,000	15,000	-
Chairman of the Audit Committee	15,000	15,000	-
Audit Committee	15,000	15,000	-
<b>Transportation (Baht/person/time)</b>	By Company	By Company	-

<b>Accommodation</b> (if necessary)	By Company	By Company	-
<b>Others Benefit</b>	None	None	-
<b>Director's Bonus</b>	None	None	-
<b>Director's remuneration (total)</b>	not exceeding Baht 3 million	not exceeding Baht 3 million	-

*Note:* 1) The Attendance Fee will be paid to only attending directors.  
2) The Executive Directors have considered not receiving the compensation listed out in the above table.

Opinion of the Board of Directors: The Board of Directors agreed to propose to the shareholders' meeting to consider and approve the directors' remuneration for year 2021.

Vote Required: Not less than two-third of the total number of votes of shareholders and proxy holders attending the meeting is required.

## Agenda 7

### To consider and approve the appointment of the auditors and determine the auditing fee for year 2021

Facts and Reasons: Under Clause 36 of the Article of Association of the Company and Section 120 of the Public Limited Companies Act B.E. 2535, the annual general meeting shall appoint the Company's auditor and determine the auditing fee every year. In appointing the auditor, the former auditor may be re-appointed.

The Audit Committee proposed the Board of Directors to consider and approve the appointment of the auditors from A.M.T. & Associates which are

- Mr. Chaiyuth Angsuwithaya, Certified Public Accountant No. 3885 or
- Mrs. Natsarak Sarochanunjeed, Certified Public Accountant No. 4563 or
- Ms. Daranee Somkamnerd, Certified Public Accountant No. 5007 or
- Ms. Jarunee Nuammae, Certified Public Accountant No. 5596

to be an auditor of the Company for year 2021 and also proposed to consider and approve the auditing fee of 2021 in total amount of 1,350,000 Baht.

However, A.M.T. & Associates has been appointed as the auditor of the Company the Company was a limited company (B.E. 2550). In this regard, the Board of Directors is of their opinion that A.M.T. & Associates has a good performance in doing as the auditor of the Company. Thus, after the Company has been converted into a public company limited in B.E. 2556, the Company appointed A.M.T. & Associated to be the auditor further as listed below.

Period after listed in the Stock Exchange of Thailand (year)	Auditor	C.P.A. License No.
2013	Mrs. Natsarak Sarochanunjeen	4563
2014 - 2016	Mrs. Kedsaree Narongded	0076
2017	Mrs. Natsarak Sarochanunjeen	4563
2018 - 2020	Ms. Jarunee Nuammae	5596

The auditors as proposed list and the A.M.T. & Associates do not have any relationship or not be an interested person of the Company / directors and management / major shareholders or any related person of the aforementioned persons.

The Audit Committee has considered the performance of A.M.T. & Associates in previous year, and agreed that A.M.T. & Associates and the auditors have capabilities, skill and expertise on conducting an audit in construction business including suggestion with consultancy on the accounting, taxation and internal control in good satisfaction level and be the Company's auditor. Therefore, the Audit Committee agreed to propose to the Board of Directors to appoint A.M.T. & Associates to be an auditor of the Company for year 2021. The Audit Committee agreed that the proposed auditing fee for 2021 is appropriated with type of business and the size of transactions of the Company.

#### Comparison of the Company auditor's remuneration

Service Fee	2020	2021	Changing
<b>(Audit Fee):</b>			
- Audit of annual financial statements (Baht)	600,000	600,000	-
- Review of quarterly financial statements (Baht) for 3 quarters	720,000	720,000	-
- Stock count observation (Baht/time)	30,000	30,000	-
<b>Total Audit Fee (Baht)</b>	<b>1,350,000</b>	<b>1,350,000</b>	-
<b>Non-Audit Fee:</b>			
- BOI Report (Baht/certificate)	20,000	20,000	-

*Note: The above fees are exclusive of out-of-pocket expenses, which will be charged to the Company at actual cost.*

Opinion of the Board of Directors: The Board of Directors agreed to propose the shareholders' meeting to consider the appointment of the auditors which are Mr. Chaiyuth Angsuwithaya, Certified Public Accountant No. 3885 or Mrs. Natsarak Sarochanunjeed, Certified Public Accountant No. 4563 or Ms. Daranee Somkamnerd, Certified Public Accountant No. 5007 or Ms. Jarunee Nuammae, Certified Public Accountant No. 5596 from A.M.T. & Associates to be an auditor of the Company for year 2021 and approve the auditing fee as considered by the Audit Committee and proposed by the Board of Directors.

Vote Required: A majority of the total number of votes of shareholders and proxy holders attending in the meeting and casting their vote is required.

#### **Agenda 8 To consider other matters (if any)**

The Record Date for the list of shareholders who are entitled to participate in the Annual General Meeting of Shareholders for 2021 was Tuesday, March 16<sup>th</sup>, 2021.

Notice of the Annual General Meeting of Shareholders for 2021 with the Enclosures and Proxy Forms will be available on [www.bjc1994.com](http://www.bjc1994.com) in the section of Investor Relation, Shareholders Information – Meeting of Shareholder. If any shareholder would like the Company to clarify any issues relating to the meeting agenda, the shareholder can early send the question to the Company within Friday, April 16<sup>th</sup>, 2021 by email to [ir@bjc1994.com](mailto:ir@bjc1994.com). Shareholders are also able to send questions on the E-AGM date under the system of DAP e-Shareholder Meeting.

All shareholders are invited to attend the E-AGM at the date, time cited above. If any shareholder would like to authorize other person or the Company's independent directors to be your Proxy to attend the meeting and vote, please completely fill in and sign on the relevant Proxy Forms (Enclosure No. 8), as Enclosure to the invitation letter, submit required documents as evidence, and send it back to the Company within Friday, April 16<sup>th</sup>, 2021. For a proxy, the Company also provides the stamp duty as required for the proxy form for the proxies who register to attend the shareholders' meeting by then.

For shareholders attending E-AGM by themselves, please register to attend E-AGM via [Link or Scan QR code as shown in Enclosure No.5](#) from 1<sup>st</sup> -23<sup>rd</sup> April 2021 to receive Username and Password in logging into the meeting on 23<sup>rd</sup> April 2021 since 12.00 hrs onward.

The details for registration method of Electronic Annual General Meeting of Shareholders are on Enclosure No. 5. All shareholders and proxies are encouraged to study Guidelines for attending the electronic meeting (E-AGM) as shown in Enclosure No. 10.

Yours sincerely,

BJC Heavy Industries Public Company Limited

A handwritten signature in blue ink, appearing to read "Boonchuay Korkitrojana".

(Mr. Boonchuay Korkitrojana)  
Chairman of the Board

Note: The Company's annual report for 2020 will be available in QR Code format, if any shareholders would like to receive the Company's annual report for 2020 in hard copy, please contact the Company's secretary, and please fill in the Requested Form of Annual Report and Financial Statements (as per [Enclosure No. 9](#)), and email to [ir@bjc1994.com](mailto:ir@bjc1994.com).

The Company's Secretary Office  
Mobile phone: 0-3301-7345 ต่อ 131  
Email: [ir@bjc1994.com](mailto:ir@bjc1994.com).

Attachment 1

- Translation -

**Minutes of the Annual General Meeting of Shareholders for Year 2020**  
**BJC Heavy Industries Public Company Limited**

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The 2020 Annual General Meeting of Shareholders ("the Meeting") was held on Thursday, July 16, 2020 at 13.30 hrs. at the Meeting Room 101, BJC Heavy Industries Public Company Limited address 594 Moo 4, Tambol Makamkoo, Amphur Nikompattaya, Rayong. Mr. Boonchuay Korkitrotjana, the Chairman of the Board of BJC Heavy Industries Public Company Limited ("the Company" or "BJCHI") was the Chairman of the Meeting ("the Chairman") and Ms. Noppasorn Thampitak, Company Secretary was the Secretary of the Meeting ("the Secretary").

**Before the meeting**

The Secretary informed the emergency procedures, introduce the meeting facilities, and requesting cooperation in muting communication devices. In addition, the Company arranged the meeting venue with appropriate social distancing for the safety and hygiene, requesting all attendee to wear facemask at all times during the meeting, no foods and drinks in the meeting room, and refrain from using microphones in inquiries by writing questions in the form provided by the Company.

**Meeting started at 13.30 hrs.**

The Chairman welcomed the Shareholders and announced that there were 27 shareholders present in person and 10 shareholders by proxy, in total was 37 shareholders which representing 1,201,885,744 shares, or 75.13% of total issued shares of the Company excluding the Company's Treasury Stock 3,109,800 shares that will not be entitled to vote; thus, a quorum was constituted pursuant to the law and the Company's Articles of Association. Then the Chairman declared the meeting open and asked the Secretary to introduce the Directors, Management, and Auditor, who attended the Meeting, and to explain the voting procedures in this Meeting.

The Secretary introduced the Directors, Management, Staffs and Auditor, who attended the Meeting, respectively as follows;

**Attending Directors:** All 9 persons (equivalent to 100% of the total Board members)

- |                                |   |
|--------------------------------|---|
| 1. Mr. Boonchuay Korkitrotjana | Chairman of the Board / Independent Director  |
| 2. Mr. Kyu Young Lee           | Director / President / Chairman of the Risk Management Committee  |
| 3. Mr. Young Jun Lee           | Director / Managing Director / member of Executive Committee / member of Risk Management Committee        |
| 4. Mr. Seung Woo Lee           | Director / Deputy Managing Director / member of Executive Committee / member of Risk Management Committee |

- |   |  |
|---|--|
| 5. Mr. Seong Jin Lee                    | Director / Assistant Managing Director – Project / member of Executive Committee / member of Risk Management Committee |
| 6. Mrs. Chanchira Smakthai              | Director / Assistant Managing Director – Support / member of Executive Committee                                       |
| 7. Mr. Noppadol Dheerabutrpongkul       | Independent Director / Chairman of the Audit Committee   |
| 8. Assoc.Prof.Dr. Ekachidd Chungcharoen | Independent Director / member of Audit Committee   |
| 9. Mr. Jumpot Kanjananyakom             | Independent Director / member of Audit Committee   |

### **Management and Staff of the Company:**

- |   |  |
|---|--|
| 1. Ms. Noppasorn Thampitak              | Company Secretary  |
| 2. Mr. Myungsup Song<br>Committee /     | Chief Financial Officer / member of Executive<br>member of Risk Management Committee |
| 3. Ms. Rungarun Harnnarong<br>Committee | Accounting Manager / member of Risk Management                                       |
| 4. Mr. Vittaya Changeutai               | Investor Relation Manager  |

### **Representative of Auditor**

- |                                 |   |
|---------------------------------|---|
| 1. Ms. Daranee Somkamnerd       | Auditor's representative from A.M.T. & Associates |
| 2. Mr. Kittichet Katanyuapiwish | Auditor's representative from A.M.T. & Associates |
| 3. Ms. Sirichart Ninlapat       | Auditor's representative from A.M.T. & Associates |

In addition, the Secretary invited any shareholders who wished to be a witness for vote counting, and Ms. Saranya Dissanguan (Shareholder) volunteered to serve as a witness.

Then, the Secretary informed the procedures for voting to the Meeting as follows:

1. One share shall have one vote and each shareholder shall have the right to vote in each agenda only "approve", "disapprove", or "abstain". Shareholders cannot divide the shares to vote except for foreign shareholders who have custodians in Thailand and use "Proxy Form C" only.
2. In each agenda, if there is no shareholder who "disapproves" or "abstains", all votes will be treated as affirmative votes in favor of the relevant matter. The shareholders wishing to vote for "disapproval" or "abstention" must present their votes in ballots and raise their hands. The Company's staff will collect the ballots for recording the votes. The votes for "approval" will then be calculated by deduction of the votes for "disapproval" and "abstention" from the total number of votes of shareholders, present in person or by proxy, and cast their votes.

Except for Agenda 4: To consider and approve the appointment of directors to replace those retired by rotation. To follow good corporate governance, the votes for re-appointment of directors will be done on individual basis and the Company will collect all ballots from all shareholders present in person or by proxy, and cast their votes, regardless of whether they are voting for "approval", "disapproval", or "abstention" for each nominated director. However, to avoid wasting time, the Company will collect "disapprove" and "abstain" ballots for voting each nominated director for calculation first, and will collect the "approve" ballots for voting all three nominated directors at the same time at the end of this agenda.

3. A majority of votes of shareholders, present in person or by proxy, and cast their votes shall be sufficient to pass all resolutions except for the following agendas:

- Agenda 6 : To consider and approve directors' remuneration for year 2020, which requires a vote of not less than two-thirds (2/3) of the total number of votes of shareholders, present in person or by proxy.
- 4. Where shareholders have appointed a proxy to cast votes in accordance with their instructions, the Company has already entered their votes "approve", "disapprove" or "abstain" into the Computer for vote counting.
- 5. The total numbers of votes present at the Meeting on each agenda may differ as some shareholders may attend after the meeting has already started.
- 6. In case that shareholders or proxy do not sign on the ballot or unclearly mark on the ballot or amend on the ballot without amendment signature. Thus, it will be considered as void ballot.

The Secretary informed to the meeting that, the Company has given an opportunity for proposing agenda item for AGM 2020 and for proposing directors nomination for AGM 2020 including the questions that the shareholders can be submitted in advance before the AGM 2020 Meeting, however there were no proposal of agenda item, directors nomination or any question in advance regarding AGM 2020 agenda.

Before the meeting commencement, the Chairman invited Mr. Young Jun Lee, Managing Director, to give some speech on overview operating result for year 2019 and the business plan for year 2020.

Mr. Young Jun Lee, informed to the meeting which can be summarized as follows:

In 2019, it was a big turnaround for our company from 2018. It was not only generated the impressive growth in our business but also secured large-scale projects in Oil and Gas, Petrochemical and Mining industry in early 2020. Moreover, BJCHI also continued to invest in production facilities such as new shops, new machineries as well as secure long-term land using-service agreement right next to the Sattahip port to accommodate the existing and potential projects in the upcoming years.

To achieve the long-term business growth, BJCHI has defined 2020 business strategies by focusing on large-scale projects in both oversea and local market, cost reduction plan to maintain competitiveness, people development to enhance their knowledge and skill. All these strategies and actions shall be implemented to create the utmost benefit to our shareholders and clients for several years to come.

With the increasing backlog on hand as compared to the past, we expect to see the continued upward trend of 2020 performance. Due to the ongoing trade conflict between US and China creating more business opportunities for BJCHI, as a result of that, the Company was entering into large-scale project bids in both local and oversea market in many industries composing of Oil and Gas, Petrochemical, mining as well as mega infrastructure projects to be executed since 2021 onwards.

On behalf of the Board of Directors and Executive teams at BJCHI, we would like to express our sincere appreciation to all you. We reiterate that BJCHI shall continue to strive in operating business under corporate governance to achieve long-term sustainable growth under balancing the interests of all the stakeholders. Finally, I would like to re-confirm that we are not actually affected by the ongoing Covid-19 outbreak and fully ensure that BJCHI shall keep our business growing on a sustainable basis.

The Chairman requested the meeting to consider the agendas which consisted the following 8 items:

## **Agenda 1 To acknowledge the operating results for year 2019 and the annual report for year 2019**

The Chairman proposed to the meeting to acknowledge the operating results for year 2019 and certify the annual report for year 2019 which was Enclosure with the invitation letter, as per details in Enclosure No. 1 and asked Mr. Vittaya Changeutai to present the relevant details for this agenda to the Meeting, detail as follows;

Year 2019, The Company had are 5 main projects;

- 1) The UPGN project is a steel structure fabrication and equipment installation of the production process for a gas separation plant in Brazil. This project has already delivered products in 1Q2020.
- 2) CRISP project is a fabrication and assembling of Modularization in oil and petrochemical industry. The project is located in Singapore. This project is under process.
- 3) Santos Onshore Upstream Development project is a fabrication and supply of Wellhead in the upstream gas source development project. The project has a total period of 3 years, with extended conditions to 4 or 5 years. In the past, BJCHI has continuously received additional work from client. Currently, the project is in the process of phase 2.
- 4) LINDE project is an equipment installation and pipe work in gas industry in the United States.
- 5) PTTLNG Project is a construction of LNG Receiving Terminal in gas industry in Thailand.

2019, total revenue was THB 2,073 million, an increase of 120% due to the Company receiving large project in oil and gas industry including petrochemical industry. After the commodity prices began to increase, causing the heavy industry situation around the world to recover resulting in increased investment and development of projects in the construction industry related to energy.

2019, gross profit was THB 362 million, compared to a negative of THB 61 million in previous year, while net profit increased to THB 47 million from negative THB 231 million in 2018. The main reason is the continuous revenue recognition from existing projects such as UPGN and the projects that BJCHI won the bidding in 2Q2019, resulting in both revenue and net profit improved.

Brazil is still the main market. The revenue proportion is approximately 51% of the contract revenue from UPGN project, a large project in the oil and gas industry in Brazil. However, BJCHI has distributed more revenue recognition to other countries such as Australia, the United States of America, Singapore as well as Thailand after starting to get more projects in that countries.

Remaining backlog at the end of the year 2019 was THB 3,000 million with the details as follows;

- |                |  |
|----------------|--|
| • CRISP        | THB 2,010 million  |
| • SANTOS (1&2) | THB 330 million  |
| • LINDE        | THB 330 million  |
| • PTTLNG       | THB 60 million   |
| • UPGN         | THB 270 million (The products have been delivered in 1Q2020) |

In 2016, BJCHI declared to join Thailand's Private Sector Collective Action Coalition against Corruption. Then, the Company has issued Anti-Corruption Policy and reviewed good corporate governance along with assessing and reporting self-evaluation about anti-corruption measure to Audit Committees and the Board of Director. In 2018, BJCHI has already been certified as a member. In the year 2019, BJCHI has created understanding and requests for cooperation with business partners and those involved in the implementation of anti-corruption policies and practices.

The Chairman asked whether there were any questions from the shareholders.

As there was no further question or suggestion, the Chairman informed to the meeting that this agenda was for acknowledgement only. Thus, there was no voting for this agenda.

## **Agenda 2 To consider and approve the financial statements for year ended December 31, 2019**

The Chairman proposed to the meeting to approve the financial statements for year ended December 31, 2019 and asked Mr. Vittaya Changeutai to present the relevant details for this agenda to the Meeting, detail as follows;

Under Section 112 of the Public Limited Companies Act B.E. 2535 and clause 40 of the Articles of Association of the Company, the Board of Directors shall arrange for the preparation of the balance sheet and the statement of profit and loss as of the end of the fiscal year in order to propose to the shareholders for their consideration on the Company's financial statements for year 2019 ended December 31, 2019, which were audited by the Company's certified public accountant. The certified public accountant is of her opinion that the financial statements of the Company present fairly, in all material respects, the financial position of the Company as of December 31, 2019, and the result of its operation and its cash flows for the year then ended, in accordance with financial reporting standards. In addition, the Audit Committee of the Company has reviewed the financial statements which has been shown in 2019 Annual Report in the part of Financial Statement, as per details in Enclosure No. 1.

The Company's financial position and operating results in 2019 were summarized accordingly:

<b>Financial Position and Operating Results</b>	<b>Year 2018 (Million Baht)</b>	<b>Year 2019 (Million Baht)</b>	<b>Change (%)</b>
Total Revenues	943.90	2,073.15	increased 119.64%
Contract Cost	970.33	1,655.83	increased 70.65%
Net Profit	(231.21)	47.21	increased 120.42%
Earnings per Share (Baht/share)	(0.14)	0.03	increased 121.43%
Total Assets	3,910.29	4,406.38	increased 12.69%
Total Liabilities	122.00	739.10	increased 505.82%
Shareholders' Equity	3,788.29	3,667.28	decreased 3.19%

At the end of the year 2019, the assets increased mainly due to the increase in the value of the unbilled contract from the clients as same as total liabilities increased mainly due to the increase in trade accounts payable which were in accordance with the increased workload. The shareholders' equity decreased due to the dividend payment from retained earnings in the year 2019.

The Chairman asked whether there were any questions from the shareholders.

As there was no further question or suggestion, the Chairman asked the shareholders to vote in this agenda. This agenda needed to be approved by the Meeting with a majority of votes of shareholders who were present in person or by proxy, and casted their votes.

**Resolution** The Meeting resolved that the financial statements for the year ended December 31, 2019 be approved with the following votes:

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>	<b>Void Ballot</b>
No. of votes	1,201,885,744	0	0	0
%	100.00	-	-	-

**Agenda 3 To consider and approved the suspension of dividend payment and acknowledge the 2019 interim dividend payment**

The Chairman requested Mr. Vittaya Changeutai to present the relevant details for this agenda to the Meeting, detail as follows;

According to the Company's dividend policy, the Company will pay dividend not less than 50% of net profit of separate financial statements after deduction of the corporate tax and other necessary and appropriate reserve as defined by law and the Company's Articles of Association. However, the dividend payment may subject to be changed, depending on the necessary and appropriate condition as per the Board of Directors' opinion.

Details of the dividend payment in the past 3 years are as follows:

- Year 2017, the Company did not pay dividend because the company's operating results had loss and require to maintain cash for working capital.
- Year 2018, the Company paid the dividend in the form of cash in the ratio of THB 0.10 per share, which is equivalent to not exceeding THB 160 million.

In year 2019, the Company deliberately considered to the business operation circumstance, marketing circumstance, investment opportunity and other relevant factors, which the Company had a sufficient cash flow to pay the dividend in the form of cash in the ratio of THB 0.13 per share, which is equivalent to not exceeding THB 208 million as informed. As the Covid-19 outbreak, BJCHI considered to postpone the 2020 AGM. In order to reduce the effects that may occur to the shareholders from the postponement of the said meeting, the Board of Directors Meeting No. 2/2020, held on 24<sup>th</sup> April 2020, passed a resolution approving the interim dividend payment from the retained earnings at the proposed rate of THB 0.13 per share, equivalent to not exceeding THB 208 million. The Company's Treasury Stock 3,109,800 shares were not be eligible for this dividend. The record date for the right of shareholders to receive the interim dividend was on Wednesday, March 18<sup>th</sup>, 2020 and the dividend payment was on Tuesday, May 12<sup>th</sup>, 2020.

This interim dividend payment was 440.58% of the net profit which is in accordance with the dividend payment policy of the Company. Therefore, proposed the meeting to consider the suspension of dividend payment at this time.

However, the Company did not have legal reserve as the Company has fully reserved the legal reserve as required by law.

The Chairman asked whether there were any questions from the shareholders.

As there was no further question or suggestion, the Chairman proposed to the shareholders to vote in this agenda. This agenda needed to be approved by the Meeting with a majority of votes of shareholders, who were present in person or by proxy and casted their votes.

**Resolution** The Meeting resolved to approve the suspension of dividend payment and acknowledge the 2019 interim dividend payment with following votes cast.

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>	<b>Void Ballot</b>
No. of votes	1,201,885,744	0	0	0
%	100.00	-	-	-

**Agenda 4 To consider and approve the appointment of directors to replace those retired by rotation**

The Chairman notified the Meeting that in order to comply with the good corporate governance principle, the chairman and directors whose terms will expire by rotation and were proposed to be re-appointed in this Agenda, were leave the meeting room during the consideration of this agenda and assigning Mr. Noppadol Dheerabutrtrongkul to act as the chairman for this agenda instead.

The Chairman requested the Secretary to present the relevant details for this agenda to the Meeting, detail as follows;

Under the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association no. 17, at every annual general meeting, one-third (1/3) of the directors, or, if their number is not a multiple of three, then the number nearest to one-third (1/3) must vacate. A retiring director is eligible to stand for re-appointment. The directors, who will vacate in the first year and the second year after the registration of the Company, shall be from a drawn lot; however, for the other years afterwards, the directors who hold longest period on the position shall vacate.

At the present, the Company has 9 Directors, and in this Meeting, there were 3 directors who vacated their roles by rotation:

- 1) Mr. Boonchuay Korkitrojana
- 2) Mr. Kyu Young Lee
- 3) Mr. Seong Jin Lee

The Company has not appointed any nominating committee. However, the Board of Directors excluding the directors who are interested persons, has nominated the candidates for re-appointment after consideration of their qualifications, experience and skills as well as track record of performance during their tenure as Director of BJCHI. The Board of Directors agreed that all 3 directors have the appropriate qualifications and deemed appropriate to be re-appointed as Directors for another term. The 1<sup>st</sup> candidate was Independent Director as per qualification defined in the regulations of the Stock Exchange of Thailand (SET). The profiles and information of all 3 Directors are as per Enclosure No. 2.

Due to the Company's unique nature of business, it needs a person who has knowledge, understandings, experiences and specialization in related fields. As a result of that, there is a limited numbers of person who are qualified to be nominated as the company's director. Therefore, the company needs to allow its existing directors to take their position for over 9 consecutive years.

Summary profiles of the three directors are as follows:

- 1) **Mr. Boonchuay Korkitrojana** is an Independent Director and Chairman of the Audit Committee. He is qualified criteria as Independent Director of the Stock Exchange of Thailand. He earned Master's degree in MBA and Bachelor's degree in Engineer and several educational fields. He specialized in Environment Quality Management, Occupational Health and Safety Management in accordance with international standard. He also gained knowledge in strategic planning, risk management, anti-corruption and internal control which are useful for internal control of the company.
- 2) **Mr. Kyu Young Lee** is a Director, President and Chairman of the Risk Management Committee. He established BJCHI in 1994 under the name of BJC Industrial Company Limited. In 2011, with his extensive vision for oversea opportunities, BJCHI started to expand its business to oversea markets. He is also a leader who help the company passed through economic crisis and grow until today. Thus, with his rich experience, that is helpful for the company's business operation.
- 3) **Mr. Seong Jin Lee** is a Director, Assistant Managing Director - Project, member of Executive Committee and Risk Management Committee. He graduated in Bachelor's and Master Degree in Chemical Engineer. He possesses deep expertise in project management, production in various kind of BJCHI's products over 15 years.

The Chairman asked whether there were any questions from the shareholders.

As there was no further question or suggestion, the Chairman proposed to the shareholders to vote in this agenda. This agenda needed to be approved by the Meeting with a majority of votes of shareholders, who were present in person or by proxy, and casted their votes.

In this agenda in order to be in compliance with the good corporate governance guidelines The Company collected ballots from all shareholders attending the meeting in all the case of "agree" "disagree" and "abstain".

**Resolution** The Meeting resolved that the appointment of directors to replace those retired by rotation was approved with following votes cast:

1) Mr. Boonchuay Korkitrojana (Independent Director)				
	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>	<b>Void Ballot</b>
No. of votes	1,201,885,244	500	0	0
%	99.99	Less than 0.0001	-	-
2) Mr. Kyu Young Lee (Director)				
	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>	<b>Void Ballot</b>
No. of votes	1,201,885,744	0	0	0
%	100.00	-	-	-

3) Mr. Seong Jin Lee (Director)				
	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>	<b>Void Ballot</b>
No. of votes	1,201,885,744	0	0	0
%	100.00	-	-	-

**Agenda 5 To consider and approve the increasing number of directors and the appointment of a new director**

The Chairman requested the Secretary to present the relevant details for this agenda to the Meeting, detail as follows;

BJCHI currently have 9 directors, which are 4 independent directors and 5 executive directors. As the Company has not appointed any nominating committee, however, the Board of Directors which has considered the criteria of the selection method, has carefully considered to increase a new director from the number of 9 directors to 10 directors to increase efficiency of corporate governance. The Board of Directors has considered the qualifications of Mr. Myungsup Song and considered that he has experience and knowledge which are beneficial to the Company's operation and no prohibited qualifications pursuant to the Public Limited Companies Act B.E. 2535 (1992) (as amended) and the Securities and Exchange Act B.E. 2535 (1992) (as amended), including the relevant notifications.

Mr. Myungsup Song's profiles and information as per Enclosure No. 3, detail as follows;

Mr. Myungsup Song graduated in a Bachelor's of Economics from Yonsei University, which is one of the famous universities in South Korea. He had experience and expertise in finance, investment, marketing and branding strategies to add value to the organization which will be very helpful for the company's growth.

The Chairman asked whether there were any questions from the shareholders.

As there was no further question or suggestion, the Chairman proposed to the shareholders to vote in this agenda. This agenda needed to be approved by the Meeting with a majority of votes of shareholders, who were present in person or by proxy, and casted their votes.

**Resolution** The Meeting resolved to approve the increase of the number of directors from 9 directors to 10 directors and the appointed Mr. Myungsup Song as a new director with following votes cast.

	<b>Approved</b>	<b>Disapproved</b>	<b>Abstained</b>	<b>Void Ballot</b>
No. of votes	1,201,885,744	0	0	0
%	100.00	-	-	-

**Agenda 6 To consider and approve directors' remuneration for year 2020**

The Chairman requested the Secretary to present the details for this agenda to the Meeting, detail as follows;

Under Section 90 of the Public Limited Companies Act B.E. 2535, the payment of Directors' remuneration shall be in accordance with the resolution of the shareholder meeting supported by a vote of not less than two-thirds of the total number of votes of the shareholders present at the meeting. The Board of Directors has carefully considered the directors' remuneration of 2020 by comparing with listed companies which are in the same segment, same size of revenue and same size of market capitalization at same period, including consideration of company performance and the director duties and responsibilities.

The annual compensation for the year 2020 has maintained the same rate as the year 2019 with the following details:

	2019	2020	Changing
<b>Monthly Fee (Baht/person/month)</b>			
Chairman of the Board	40,000	40,000	-
Director	15,000	15,000	-
Chairman of the Audit Committee	15,000	15,000	-
Audit Committee	15,000	15,000	-
<b>Attendance Fee (Baht/person/time)</b>			
Chairman of the Board	40,000	40,000	-
Director	15,000	15,000	-
Chairman of the Audit Committee	15,000	15,000	-
Audit Committee	15,000	15,000	-
<b>Transportation (Baht/person/time)</b>	By Company	By Company	-
<b>Accommodation (if necessary)</b>	By Company	By Company	-
<b>Others Benefit</b>	None	None	-
<b>Director's Bonus</b>	None	None	-
<b>Director's Remuneration (Total)</b>	<b>Not exceeding THB 3 million</b>	<b>Not exceeding THB 3 million</b>	<b>-</b>

Remarks: 1) The Attendance Fee will be paid to only attending directors.

2) The Executive Directors have considered not receiving the compensations listed out in the above table.

The Chairman asked whether there were any questions from the shareholders.

As there was no further question or suggestion, the Chairman proposed to the Meeting to consider and approve the Directors' remuneration as proposed. This agenda needed to be approved by the Meeting with not less than two-thirds (2/3) of the total number of votes of shareholders, present in person.

**Resolution** The Meeting resolved that the directors' remuneration for year 2020 be approved with following votes:

	Approved	Disapproved	Abstained	Void Ballot
No. of votes	1,201,885,744	0	0	0
%	100.00	-	-	-

**Agenda 7 To consider and approve the appointment of the auditors and determine the auditing fee for year 2020**

The Chairman requested Mr. Noppadol Dheerabutrpongkul, Chairman of the Audit Committee, to present the relevant details for this agenda to the Meeting.

Mr. Noppadol Dheerabutrpongkul presented the details to the Meeting that under Section 120 of the Public Limited Company Act B.E. 2535, the Annual General Meeting shall appoint the Company's auditor and determine the auditing fee every year. In appointing the auditor, the former auditor may be re-appointed.

The Audit Committee has considered the performance of A.M.T. & Associates in previous year, and agreed that A.M.T. & Associates and the auditors have capabilities, skill and expertise on conducting an audit in construction business including providing recommendations and advice on accounting, taxation and internal control at good satisfaction level. Therefore, the Audit Committee agreed to propose to the Board of Directors to consider to propose to the Meeting to consider and appoint the certified public accountants from A.M.T. & Associates, namely;

- Mr. Chaiyuth Angsuwithaya Certified Public Accountant (Thailand) No. 3885 or
- Mrs. Natsarak Sarochanunjeen Certified Public Accountant (Thailand) No. 4563 or
- Ms. Daranee Somkamnerd Certified Public Accountant (Thailand) No. 5007 or
- Ms. Jarunee Nuammae Certified Public Accountant (Thailand) No. 5596

and proposed the auditing fees for the year 2020 in total amount of THB 1,350,000.

However, A.M.T. & Associates have been appointed as the auditor of the Company since the Company was a limited company, (since B.E. 2550). In this regard, the Board of Directors is of their opinion that A.M.T. & Associates have delivered a good performance as the auditor of the Company. Thus, after the Company has been converted into a public company limited in B.E. 2556, the Company has continued to employ A.M.T. & Associates as the auditor of the Company. The auditors who examined the financial statements of the Company as follows:

Period before listed in the Stock Exchange of Thailand (year)	Period after listed in the Stock Exchange of Thailand (year)	Auditor	C.P.A. License No.
2007 - 2012	2013	Mrs. Natsarak Sarochanunjeen	4563
-	2014 - 2016	Mrs. Kedsaree Narongded	0076
-	2017	Mrs. Natsarak Sarochanunjeen	4563
-	2018 - 2019	Ms. Jarunee Nuammae	5596

The auditors as proposed list and the A.M.T. & Associates do not have any relationship or are not an interested person of the Company / directors and management / major shareholders or any related person of the aforementioned persons.

The Audit Committee has considered the performance of A.M.T. & Associates in previous years, and agreed that A.M.T. & Associates and the auditors have capabilities, skill and expertise on conducting an audit in construction business including suggestion with consultancy on the accounting, taxation and internal control in good satisfaction level. Therefore, the Audit Committee agreed to propose to the Board of Directors to appoint A.M.T. & Associates to be an auditor of the Company for year 2020. The Audit Committee agreed that the proposed auditing fee for 2020 is appropriate with the type of business and the size of transactions of the Company.

## Comparison of the Company auditor's remuneration

Service Fee	2019	2020	Changing (Baht)
<b>(Audit Fee):</b>			
- Audit of annual financial statements (Baht)	580,000	600,000	20,000
- Review of quarterly financial statements (Baht) for 3 quarters	680,000	720,000	40,000
- Stock count observation (Baht/time)	30,000	30,000	-
<b>Total Audit Fee (Baht)</b>	<b>1,290,000</b>	<b>1,350,000</b>	<b>60,000</b>
<b>Non-Audit Fee:</b>			
- BOI Report (Baht/certificate)	20,000	20,000	-

*Note: The above fees are exclusive of out-of-pocket expenses, which will be charged to the Company at actual cost.*

The Chairman proposed to the Meeting to consider and approve the appointment

- 1) Mr. Chaiyuth Angsuwithaya Certified Public Accountant (Thailand) No. 3885 or
- 2) Mrs. Natsarak Sarochanunjeen Certified Public Accountant (Thailand) No. 4563 or
- 3) Ms. Daranee Somkamnerd Certified Public Accountant (Thailand) No. 5007 or
- 4) Ms. Jarunee Nuammae Certified Public Accountant (Thailand) No. 5596

from A.M.T & Associates to be the Company's auditor, and approve the auditing fee as considered by the Audit Committee and proposed by the Board of Directors.

The Chairman asked whether there were any questions from the shareholders.

As there was no further question or suggestion, the Chairman asked the shareholders to vote in this agenda. This agenda needed to be approved with a majority of votes of shareholders, who were present in person or by proxy, and casted their votes.

**Resolution** The Meeting resolved that the appointment of the auditors from A.M.T. & Associates, whose names appear below, to be the Company's auditor for the year 2020, be approved.

- 1) Mr. Chaiyuth Angsuwithaya Certified Public Accountant (Thailand) No. 3885 or
- 2) Mrs. Natsarak Sarochanunjeen Certified Public Accountant (Thailand) No. 4563 or
- 3) Ms. Daranee Somkamnerd Certified Public Accountant (Thailand) No. 5007 or
- 4) Ms. Jarunee Nuammae Certified Public Accountant (Thailand) No. 5596

and the Audit Fee for the year 2020 in total of Baht 1,350,000 be also approved, with following votes:

	Approved	Disapproved	Abstained	Void Ballot
No. of votes	1,201,885,744	0	0	0
%	100.00	-	-	-

**Agenda 8 To consider other matters (if any)**

The Chairman informed to the meeting that, all agendas which has been sent with the invitation letter have considered and approved by the Shareholders' meeting, for any other propose agenda requires a shareholders of not less than one-thirds of the total issued shares.

As there was no further questions, the Chairman expressed his thanks to the shareholders, and declared the Meeting has ended.

**Meeting ended at 14.39 hrs.**

..... - *Boonchuay Korkitrotjana* - ..... Chairman

( Mr. Boonchuay Korkitrotjana )

..... - *Noppasorn Thampitak* - ..... Meeting Recorder

( Ms. Noppasorn Thampitak )

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Attachment 2

2020 Annual Report  
Details as shown in QR Code

For IOS

1. Open the camera application
2. Scan the QR Code
3. A notification will appear on the top of the screen, click it to access the documents

QR Reader, Facebook and LINE can also be used to scan the QR Code.

For Android

1. Open LINE application
2. Select "Add Friend"
3. Select "QR Code"
4. Scan the QR Code to access the documents

QR Reader and Facebook can also be used to scan the QR Code.

Attachment 3

– Translation –

Information of the proposed nominated persons to replace directors who are retiring by Rotation

## 1. Biography of the Directors who are nominated

## 1.1 Mr. Young Jun Lee



Present Position : Managing Director & CEO

Age : 49 years

Nationality : South Korean

Education : Bachelor Degree of Business Administration, Major in International Business, Assumption University

Training from Thai Institute of Director (IOD) : Director Accreditation Program (DAP), 2011

Years of Directorship : 19 years

## Work Experience

2013 - Present : BJC Heavy Industries Public Company Limited  
Managing Director / CEO

2010 - 2012 : BJC Heavy Industries Company Limited  
Vice President

2003 - 2010 : BJC Construction Industrial Company Limited  
General Manager

1999 - 2003 : BJC Construction Industrial Company Limited  
Project Coordinator

Share Ownership : 28.30

## Holding Position in other business

- Listed company : None
- Non-listed company : None
- Other business which may have conflict of interest : None

Any criminal charges in Court (not petty offenses) : None

No prohibited characteristics under the Public Company Act B.E. 2535 : None

## Attendance the Meeting in 2020

- Board of Directors : 5/5 times
- Audit Committee : -
- Executive Committee : 4/4 times

- 
- Risk Management Committee : 4/4 times

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Appointment/ Elected in Boards

	Appoitment date	Elected date (latest)
• Board of Directors	: 5 Janurary 2002	27 April 2018
• Audit Committee	: -	-
• Executive Committee	: 7 June 2011	16 May 2013
• Risk Management Committee	: 16 May 2013	16 May 2013

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## 1.2 Assoc. Prof. Dr. Ekachidd Chungcharoen

Present Position : Independent Director / Audit Committee  
 Age : 58 years  
 Nationality : Thai



Education : Philosophical Doctorate of Management Science, University of Waterloo  
 : Master Degree of Management Science, University of Waterloo  
 : Master Degree of Electrical Engineering, Youngstown State University  
 : Bachelor Degree of Electrical Engineering, King Mongkut's Institute of Technology Ladkrabang

Training from Thai Institute of Director (IOD) : Director Accreditation Program (DAP), 2008  
 : Audit Committee Program (ACP), 2008  
 : Role of the Compensation Committee (RCC), 2014  
 : Role of the Chairman (RCP), 2018

Years of Directorship 10 years

## Work Experience

- Year 2013 - Present : BJC Heavy Industries Public Company Limited. Independent Director / Audit Committee Member
- Year 2011 - 2012 : BJC Heavy Industries Co., Ltd. Independent Director / Audit Committee Member
- Year 2017 - Present : Phol Dhanya Public Company Limited. Chairman / Independent Director  
 : Phol Dhanya Public Company Limited. Chairman of Nominating and Compensating Committee
- Year 2011-2016 : Phol Dhanya Public Company Limited. Nominating and Compensating Committee
- Year 2007 – 2017 : Phol Dhanya Public Company Limited. Independent Director / Audit Committee Member
- Year 2010 -2017 : Faculty of Commerce and Accountancy, Thammasart University  
 Director of MBA Program
- Year 2008 - 2010 : Faculty of Commerce and Accountancy, Thammasart University  
 Head Department of Operations Management
- Year 1998 - Present : Faculty of Commerce and Accountancy, Thammasart University  
 Associate Professor, Department of Operations Management

Share ownership	:	None	
Holding position in other business			
• Listed company	:	Chairman / Independent Director / Chairman of Nominating and Compensating Committee Phol Dhanya Public Company Limited	
• Non-listed company	:	Chairman / Independent Director, Sunshine International Company Limited	
• Other business which may have conflict of interest	:	Director, B&P AGRI Products Company Limited None	
Any criminal charges in Court (not petty offenses)	:	None	
No prohibited characteristics under the Public Company Act B.E. 2535	:	None	
Attendance the Meeting in 2020			
• Board of Directors	:	5/5 times	
• Audit Committee	:	4/4 times	
• Executive Committee	:	-	
• Risk Management Committee	:	-	
Appointment/Elected in Boards			
		Appointment date	Elected date (latest)
• Board of Directors	:	7 June 2011	28 April 2018
• Audit Committee	:	7 June 2011	15 May 2013
• Executive Committee	:	-	-
• Risk Management Committee	:	-	-

## 1.3 Mrs. Chanchira Smakthai

Present Position : Assistant MD – Support  
 Age : 50 years  
 Nationality : Thai



Education	: Master degree in Business Administration, Burapha University : Bachelor degree in Marketing, North Eastern Technological College
Training from Thai Institute of Director (IOD)	: Director Accreditation Program (DAP), 2011 : Chief Financial Officer Certification Program (CFO), 2012 : Anti-Corruption for Executive Program, 2014
Years of Directorship	: 25 years
Work Experience	
<ul style="list-style-type: none"> <li>• Year 2013 – Present</li> <li>• Year 2009 – 2012</li> <li>• Year 1995 – 2009</li> <li>• Year 2015 – Present</li> </ul>	<ul style="list-style-type: none"> <li>: BJC Heavy Industries Pcl. Director/ Assistant Managing Director – Support</li> <li>: BJC Heavy Industries Pcl. Finance and Accounting Manager</li> <li>: BJC Construction Industries Limited. Admin. and Finance Manager</li> <li>: Siam East Solutions Public Company Limited. Director, Audit Committee and Chairman of Nominating and Compensating Committee</li> </ul>
Share ownership	: 0.31%
Holding position in other business	
<ul style="list-style-type: none"> <li>• Listed company</li> <li>• Non-listed company</li> <li>• Other business which may have conflict of interest</li> </ul>	<ul style="list-style-type: none"> <li>: Director, Audit Committee and Chairman of Nominating and Compensating Committee, Siam East Solutions Public Company Limited.</li> <li>: None</li> <li>: None</li> </ul>
Any criminal charges in Court (not petty offense)	: None
No prohibited characteristics under the Public Company Act B.E. 2535	: None
Attendance the Meeting in 2020	
<ul style="list-style-type: none"> <li>• Board of Directors Meeting</li> <li>• Audit Committee Meeting</li> <li>• Executive Meeting</li> <li>• Risk Management Meeting</li> </ul>	<ul style="list-style-type: none"> <li>: 5/5 times</li> <li>: -</li> <li>: 4/4 times</li> <li>: -</li> </ul>

Appointment/Elected in Boards

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	Appointment date	Elected date (latest)
• Board of Directors Meeting	: 24 January 1996	27 April 2018
• Audit Committee Meeting	: -	-
• Executive Meeting	: 7 June 2011	16 May 2013
• Risk Management Meeting	: -	-

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**Information of ordinary shareholding in BJC Heavy Industries Public Company Limited.**

The Nominees	Number of Shares	% of shares with voting rights
1. Mr. Young Jun Lee	452,700,000	28.30%
2. Assoc. Prof. Dr. Ekachidd Chungcharoen	-	-
3. Mrs. Chanchira Smakthai	5,002,500	0.31%

**2. Information of Directorship or Management in Listed and Non-Listed Companies.**

The Nominees	Other Listed Companies		Other Companies (Non-listed)	Position in connected business / business rivalry that may cause conflict of interests
	Company	Type of Director		
1. Mr. Young Jun Lee	None	None	None	None
2. Assoc. Prof. Dr. Ekachidd Chungcharoen	1	Phol Dhanya Public Company Limited, Chairman/ Independent Director/ Chairman of Nominating and Compensating Committee	Sunshine International Company Limited, Chairman/ Independent Director  B&P AGRI Products Company Limited, Director	None
3. Mrs. Chanchira Smakthai	1	Siam East Solutions Public Company Limited, Director/ Audit Committee/ Chairman of Nominating and Compensating Committee	None	None

**3. Other Information of Nominated Independent Director.**

The Company defines the Company's independent director which is in line with the minimum requirement of the Securities and Exchange Commission, or the Stock Exchange of Thailand in respect of shareholding in the Company, namely, the Company's independent director shall hold not more than 1 percent of the total number of shares with voting rights. Other types of relationships of the nominated person, who is qualified to be an Independent Director, are as follow:

Types of Relationships	Name of nominated person who is qualified to be an Independent Director
	Assoc. Prof. Dr. Ekachidd Chungcharoen
Company's shareholding <ul style="list-style-type: none"> <li>• Number of shares</li> <li>• % of shares with voting rights</li> </ul>	None None
Having a personal relationship with the Managements/Major Shareholders	None
Having any kind of relationships, as listed out below, with the Company or with any connected persons at present or during the past 2 years <ul style="list-style-type: none"> <li>• Being a director who take part in management, staff, employees or advisor who received a regular salary.</li> <li>• Being a professional (e.g., the Auditor or Legal Advisor).</li> <li>• Business relationship (e.g., Purchasing / Selling material / Goods / Services / Lending or Borrowing of money), with specified transaction size (if any).</li> </ul>	None None None

Attachment 4

*-Translation-*

**Articles of Association of the Company relating to the Shareholders' Meeting****Meetings of Shareholders**

Article 31. The Board of Directors shall hold the annual ordinary meeting of shareholders within four (4) months from the end date of the account period of the Company.

Other meeting of shareholders in addition to the meeting under the first paragraph shall be called extra-ordinary meetings. The Board of Directors may convene an extra-ordinary meeting of shareholders any time if deems expedient.

One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold may submit a written request to the Board of Directors for calling an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph three, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of the period as prescribed under paragraph three. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph four is not formed according to Article 33, the shareholders as prescribed under paragraph four shall be collectively responsible to the Company for expenses arising from such meeting.

Article 32. In convening a shareholders' meeting, the Board of Directors shall prepare a convening notice specifying the meeting venue, date, time and agenda of such meeting together with reasonable details and explicitly indicating whether it is a matter proposed for acknowledgement, for approval or for consideration, as the case may be, including the relevant opinions of the Board of Directors on the said matters. Such convening notice shall be sent to the shareholders and the registrar for their information not less than seven (7) days prior to the date of the meeting, and shall also be published in a newspaper at least three (3) days prior to the date of the meeting for a period of three (3) consecutive days.

The meeting of shareholders may be held at the location where the Company's headquarters is located or other locations as determined by the Board of Directors.

Article 33. A quorum of a shareholders' meeting requires the presence of at least twenty-five (25) shareholders attending the meeting either in person or by proxy (if any) representing the aggregate amount of not less than one-third (1/3) of the total issued shares.

At any shareholders' meeting, if after an hour past the scheduled meeting time and the number of shareholders attending the meeting is not sufficient to constitute a quorum pursuant to the first paragraph, and if such meeting was convened pursuant to the request of shareholders, such meeting shall be cancelled. However, if such meeting was not convened at the request of shareholders, the meeting of shareholders shall be convened once again and the convening notice shall be sent to shareholders not less than seven (7) days before the date of the subsequent meeting. In such subsequent meeting, no quorum shall be required.

Article 34. In a shareholders' meeting, the Chairman shall be the person who presides over the meeting. If the Chairman does not attend the meeting or is unable to serve such duty, the Vice-Chairman shall be the person who presides over the shareholders' meeting. If there is no Vice-Chairman or the Vice-Chairman does not attend the meeting or is unable to serve such duty, the meeting shall elect one (1) shareholder who attends the meeting to preside over such meeting.

Article 35. In casting votes at a shareholders' meeting, one (1) shares shall carry one (1) vote. Any shareholder who has special interests in any matter shall not be entitled to vote on such matter, except for the vote for electing the Company's directors. A resolution of the shareholders' meeting shall be passed by:

- (2) In general events, a simple majority of the total votes of the shareholders attending the meeting and casting their votes. In case of a tie vote, the person presiding over such meeting shall have a casting vote;
- (3) In the following events, not less than three-fourth (3/4) of the total votes of the shareholders attending the meeting and entitled to vote:
  - (a) sales or transfer of the businesses of the Company, either in whole or in substantial part to other persons;
  - (b) purchase or acquisition of the businesses of other private or public limited companies;
  - (c) execution, amendment or termination of agreements in relation to leasing out of the Company's business either in whole or in substantial part; assignment of the management over the Company's business to other persons with an objective towards profit and loss sharing;
  - (d) amendment to the Company's Memorandum or Articles of Association;
  - (e) increase or decrease of the Company's registered capital;
  - (f) dissolution of the Company;
  - (g) issuance of the Company's debentures; or
  - (h) amalgamation with another company.

Article 36. The transactions to be conducted at the annual general meeting of shareholders shall at least consist of the following matters:

- (1) to consider and acknowledge the Board of Directors' report on the operation result of the Company during the preceding year;
- (2) to consider and approve the balance sheets and the profit and loss statement;
- (3) to consider and approve the allocation of net profit;
- (4) to consider and approve the election of new directors to replace the directors retiring from office by rotation;
- (5) to consider and approve the remuneration of directors;
- (6) to consider and approve the appointment of an auditor and the remuneration of the auditor; and
- (7) other businesses.

## Dividend and Reserve

Article 44. No dividends shall be paid otherwise than out of profits. In addition, no dividends shall be paid in the event that the Company still sustains an accumulated loss.

Dividends shall be distributed in accordance with the number of shares in an equal sum for each share, except that the Company had issue preferred shares and prescribed the rights to dividend thereof differently from the ordinary shares. In such case, the dividends in respect of such preferred shares shall be paid in accordance with the criteria as approved by the shareholders' meeting.

The Board of Directors may pay interim dividend to shareholders from time to time when the Board of Directors deems that the Company has sufficient profit to do so. The Board of Directors shall inform the shareholders of such interim dividend payment at the next shareholders' meeting after such interim dividend payment is made.

The dividend payment shall be made within one (1) month from the date on which the respective resolution is passed by the shareholders' meeting or by the Board of Directors' meeting, as the case may be. In this respect, the Company shall notify the shareholders of such dividend payment in writing and publish the notice of such dividend payment in a newspaper for a period of not less than three (3) consecutive days.

Article 45. The Company shall allocate not less than five (5) percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until the reserve fund attains an amount of not less than ten (10) percent of the registered capital of the Company.

Attachment 5*-Translation-***Registration Method of Annual General Meeting of Shareholders and the Shareholder's representative****1. Attending in Person**

Shareholders bring I.D. Card and register via

<https://portal.eservice.set.or.th/Account/?refer=w8nyql7IYZkA0W%2biDGqMxkclMLHjd0IN12u4ujD0ayCFKV9DiqWNjw%3d%3d>

or Scan QR Code



during 1-23 April 2021 to create data and indentify verification. Then, Username and Password would be submitted to shareholders to attend E-AGM on 23<sup>rd</sup> April 2021 since 12.00 hrs onward.

In the case of shareholders who wish to attend the meeting in person and are unable to register in advance, shareholders can send copy of I.D. Card or Government Officer I.D. Card or Passport (in case of alien shareholder) and the document as proof of evidence for changing of his/her name or surname as well as fill in the information in Enclosure No. 7 and send e-mail to [ir@bjc1994.com](mailto:ir@bjc1994.com). Shareholders are required to submit hard copie of above documents to

Company Secretary Section

BJC Heavy Industries Pcl  
No. 594 Moo 4, Makhamkoo Sub-district, Nikompattana District Rayong

within 16<sup>th</sup> April 2021 to receive Username and Password for attending attend E-AGM. Shareholders can study Guidelines for attending the electronic meeting (E-AGM) in Enclosure No. 10.

**2. Proxy Holder**

- Shareholder may appoint a proxy holder to attend and vote in the meeting by execution of the proxy in the Form as attached. Shareholders are required to send Mobile phone number and e-mail of Proxy Holder to the Company's e-mail ([ir@bjc1994.com](mailto:ir@bjc1994.com))

After the Company verifies the shareholders' data based on Record Date, the Company will send Username and Password to e-mail of Proxy Holder for attending E-AGM.

- His/her proxy holder may be one of the following independent directors:
 

1) Mr. Boonchuay Korkitrotjana	Independent Director and Chairman of the Board, or
2) Mr. Noppadol Dheerabutrvingkul	Independent Director and Chairman of the Audit Committee, or
3) Assoc.Prof.Dr. Ekachidd Chungcharoen	Independent Director and Audit Committee, or
4) Mr. Jumpot Kanjanapanyakom	Independent Director and Audit Committee

- For convenience, shareholders are encouraged to send Proxy Form B indicating the voting by agenda and the supporting documents to ir@bjc1994.com. Such shareholders are also required to send hard copies all related documents to

Company Secretary Section

BJC Heavy Industries Pcl  
No. 594 Moo 4, Makhamkoo Sub-district, Nikompattana District Rayong

within 16<sup>th</sup> April 2021. All amendment or correction thereon shall be initiated by the shareholder while the Company also provides the stamp duty in Proxy Form as well.

### **Supporting documents to the proxy**

#### **(1) In case of A Natural Person Shareholder**

- Proxy (Form A or Form B) executed by the authorized person(s) and legally affixed with the Seal (if any) and the stamp duty.
- Certified copy of I.D. Card or Government Officer I.D. Card of Passport (in case of alien shareholder) of the Shareholder
- Original I.D. Card of Government Officer I.D. Card of Passport (in case of alien proxy holder) of the proxy holder

#### **(2) In case of Juristic Person Shareholder**

- Proxy (Form A or Form B) executed by the authorized person(s) and legally affixed with the Seal (if any) and the stamp duty.
- Certified copy of I.D. Card or Government Officer I.D. Card of Passport (in case of alien shareholder) of the Shareholder
- Copy of Affidavit certified by the authorized person(s) and affix with the Seal (if any) (In case of Thai Juristic Person).
- Copy of the certificate evidencing the juristic status issued by the competent regulatory (In case of alien Juristic Person). Such copy shall be notarized or official certified no longer than 3 months before the meeting.
- Any document of alien juristic person, which is not made in English, shall be attached with its English translation certified by the authorized person(s).
- Original I.D. Card of Government Officer I.D. Card or Passport (in case of alien proxy holder) of the proxy holder as initialed by Proxy Holder.

#### **(3) In case of the shareholder listed in the share register book as the foreign investors appointing the Custodian in Thailand using Proxy Form C.**

- Power of Attorney from the foreign investor shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
- Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business no longer than 3 months before the meeting.
- Any document of alien juristic person, which is not made in English, shall be attached with its English translation certified by the authorized person.
- Original I.D. Card or Government Officer I.D. Card or Passport (in case of alien proxy holder) of the proxy holder as initialed by Proxy Holder.

### **3. Voting Procedures**

- One share shall have one vote and each shareholder shall have the right to vote in each agenda only "approve", "disapprove", or "abstain". Shareholders cannot divide the shares to vote except for foreign shareholders who have custodians in Thailand and use "Proxy Form C" only
- In each agenda, if there is no shareholder who "disapproves" or "abstains", all votes will be treated as affirmative votes in favor of the relevant matter. If the shareholders

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vote for "disapproval" or "abstention" and then the votes for "approval" will be calculated by deduction of the votes for "disapproval" and "abstention" from the total number of votes of shareholders, present in person or by proxy, and cast their votes.

- Except for Agenda 5: To consider and approve the appointment of directors to replace those retired by rotation. To follow good corporate governance, the votes for re-appointment of directors will be done on individual basis and the Company will collect votes from all shareholders for counting the votes.
- For Proxy Form indicating the votes done by shareholders, the Company also records the votes as "approve", "disapprove", or "abstain" into the voting count system as shareholders' intention.

Remark:

1. Regarding E-AGM meeting under the system of DAP e-Shareholder Meeting, the Company shall gather, use and disclose shareholders' information on personal basis complying with defined laws. Also, for the benefit in providing services to shareholders in attending shareholders' meetings, shareholders' information will be protected according to Privacy Policy or Privacy Notice as appeared on [www.bjc1994.com](http://www.bjc1994.com)
2. Shareholders using computer are encouraged to use Windows version 7 or 8 and newer. For Mobile device, please use IOS version 3.0 at least and Android version 2.1 at least while the Minimum internet speed should be at least 5 MB

Attachement 6

*-Translation-*

**Information of Independent Director for consider as a Shareholder's representative****1. Mr. Boonchuay Korkitrotjana :** Independent Director and Chairman of the Boards

Age: 55

Address: 99/188 Ratchadapisek Road, Chankasem Sub-District, Jatujak District, Bangkok 10900

Personal interest in considering agenda:

- Agenda 6 To consider and approve directors' remuneration for year 2021

Special interest: - None -

**2. Mr. Noppadol Dheerabutrvoongkul :** Independent Director and Chairman of the Audit Committee

Age: 55

Address: 21/51 Moo 2, Phutthamonthon 1 Road, Bangramad Sub-District, Talingchan District, Bangkok 10170

Personal interest in considering agenda:

- Agenda 6 To consider and approve directors' remuneration for year 2021

Special interest: - None -

**3. Assoc. Prof. Dr. Ekachidd Chungcharoen :** Independent Director and Audit Committee

Age: 58

Address: 20/58 Grand Canal Village, Prachachuen Road, Bangtalad Sub-District, Pakkred District, Nonthaburi 11120

Personal interest in considering agenda:

- Agenda 5 To consider and approve the appointment of directors to replace those retired by rotation
- Agenda 6 To consider and approve directors' remuneration for year 2021

Special interest: - None -

**4. Mr. Jumpot Kanjanapanyakom :** Independent Director and Audit Committee

Age: 70

Address: 52/22 Muangthongthani Soi 28, Changwatana Road, Pakkred District, Nonthaburi 11120

Personal interest in considering agenda:

- Agenda 6 To consider and approve directors' remuneration for year 2021

Special interest: - None -



**เอกสารสำคัญ – โปรดนำมาในวันประชุม**  
**Important – Please bring this document to the Meeting**

**แบบฟอร์มลงทะเบียน**  
**Registration Form**

เลขทะเบียนผู้ถือหุ้น  
Shareholder's Registration No.

ข้าพเจ้า  
I/We  
อยู่บ้านเลขที่  
Address

สัญชาติ  
Nationality

เป็นผู้ถือหุ้นของ บริษัท บีเจซี เฮฟวี อินดัสทรี จำกัด (มหาชน) ("บริษัท")  
being a shareholder of **BJC Heavy Industries Public Company Limited** ("The Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม .....หุ้น  
holding the total amount of shares

หุ้นสามัญ .....หุ้น  
Ordinary share shares

หุ้นบุริมสิทธิ .....หุ้น  
Preferred share shares

**บริษัท บีเจซี เฮฟวี อินดัสทรี จำกัด (มหาชน)**  
**การประชุมสามัญผู้ถือหุ้นประจำปี 2564**  
**วันศุกร์ที่ 23 เมษายน 2564 เวลา 13.30 น.**  
**การประชุมผ่านสื่ออิเล็กทรอนิกส์**

BJC Heavy Industries Public Company Limited  
 Annual General Meeting of Shareholders for Year 2021  
 on Friday 23<sup>rd</sup> April 2021 at 13.30 hrs.  
 Electronics meeting

ข้าพเจ้า ..... เป็นผู้ถือหุ้น หรือ ผู้รับมอบฉันทะของผู้ถือหุ้น  
 ของ บมจ. บีเจซี เฮฟวี อินดัสทรี  
 I/We a shareholder or proxy holder of  
 BJC Heavy Industries Pcl.  
 หมายเลขบัตรประชาชน ..... ได้มาเข้าร่วมประชุมดังกล่าวข้างต้น  
 the identification number attend the above mentioned meeting.

ลงชื่อ..... ผู้เข้าร่วมประชุม  
 Sign Meeting Attendant  
 (.....)

เพื่อความสะดวกในการลงทะเบียน โปรดนำส่งเอกสารชุดนี้มาด้วย  
 บริษัทขอสงวนสิทธิ์ไม่รับลงทะเบียนในกรณีที่เอกสารหรือหลักฐานไม่ครบถ้วนหรือไม่ถูกต้องหรือไม่เป็นไปตามเงื่อนไข

**For your convenience, please kindly bring along this set of documents for your registration.**  
 The Company reserves the right not to register if document is uncompleted, uncorrected or unqualified.



Duty Stamp  
20 Baht

Attachment 8**PROXY FORM B**

(FORM CONTAINING FIXED ASSIGNMENT)

Annexed to Notice of Department of Business Development Re: Form of Proxy (No.5) B.E. 2550 (2007)

Written at \_\_\_\_\_

Date \_\_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

(1) I/We \_\_\_\_\_ Nationality \_\_\_\_\_  
 Residence address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_  
 District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_

(2) Being a shareholder of BJC Heavy Industries Public Company Limited holding the total amount of \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes as follows;  
 Ordinary share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes  
 Preferred share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes

(3) Do hereby appoint either one of the following persons

1. \_\_\_\_\_ Age \_\_\_\_\_ Years  
 Residence address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_  
 District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_ **or**
2. \_\_\_\_\_ Age \_\_\_\_\_ Years  
 Residence address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_  
 District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_ **or**
3. \_\_\_\_\_ Age \_\_\_\_\_ Years  
 Residence address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_  
 District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_

as only one of my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders for the year 2021 to be held on Friday, April 23<sup>rd</sup>, 2021 at 13.30 hrs. by Electronics meeting at the Meeting Room 101, BJC Heavy Industries Public Company Limited, address 594 Moo 4, Makamkoo, Nikompattana, Rayong or at any adjournment thereof.

(4) I/We authorize my/our Proxy to cast the votes according to my/our intention as follows:

**Agenda 1 : To consider and certify the minutes of the Annual General Meeting of Shareholders of year 2020 held on July 16, 2020**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.  
 (b) The Proxy must cast the votes in accordance with my/our following instruction:  
 Approve                       Disapprove                       Abstain

**Agenda 2 : To acknowledge the operating results for year 2020 and the annual report for year 2020**

This agenda is for acknowledgement only. Thus, there is no voting in this agenda.

**Agenda 3 : To consider and approve the financial statements for year ended December 31, 2020**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve                       Disapprove                       Abstain

**Agenda 4 : To consider and approve the dividend payment for 2020 Operating Results in the form of cash**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve                       Disapprove                       Abstain

**Agenda 5 : To consider and approve the appointment of directors to replace those retired by rotation**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve the appointment of those retired directors
- Approve                       Disapprove                       Abstain
- Approve the appointment of certain directors as follows
1. Mr. Young Jun Lee
- Approve                       Disapprove                       Abstain
2. Assoc. Prof. Dr. Ekachidd Chungcharoen
- Approve                       Disapprove                       Abstain
3. Mrs. Chanchira Smakthai
- Approve                       Disapprove                       Abstain

**Agenda 6 : To consider and approve the directors' remuneration for year 2021**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve                       Disapprove                       Abstain

**Agenda 7 : To consider and approve the appointment of the auditors and determine the auditing fee for year 2021**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve                       Disapprove                       Abstain

**Agenda 8 : To consider other matters (if any)**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve                       Disapprove                       Abstain



**REGULAR CONTINUED PROXY FORM B**

**Authorization on behalf of the Shareholder of BJC Heavy Industries Public Company Limited.**

For the Annual General Meeting of Shareholders for the year 2021 to be held on Friday, April 23<sup>rd</sup>, 2021 at 13.30 hrs. by Electronics meeting at the Meeting Room 101, BJC Heavy Industries Public Company Limited, address 594 Moo 4, Makamkoo, Nikompattana, Rayong or any adjournment thereof.

**Agenda No.**.....**Subject**.....

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve                       Disapprove                       Abstain

**Agenda No.**.....**Subject**.....

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve                       Disapprove                       Abstain

**Agenda No.**.....**Subject**.....

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve                       Disapprove                       Abstain

**Agenda No.**.....**Subject**.....

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve                       Disapprove                       Abstain

**Agenda No.**.....**Subject**.....

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve                       Disapprove                       Abstain

**Agenda No.**.....**Subject** **To consider and approve for the re-appointment of directors (continue)**

Name of Director.....

Approve                       Disapprove                       Abstain

Name of Director.....

Approve                       Disapprove                       Abstain

Name of Director.....

Approve                       Disapprove                       Abstain

Attachment 8



**PROXY FORM C**

(FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND)

Annexed to Notice of Department of Business Development Re: Form of Proxy (No.5) B.E. 2550 (2007)

Written at \_\_\_\_\_

Date \_\_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

(1) I/We \_\_\_\_\_

..... Office address \_\_\_\_\_ Road \_\_\_\_\_

\_\_\_\_\_ Sub-District \_\_\_\_\_ District \_\_\_\_\_ Province \_\_\_\_\_

\_\_\_\_\_ Postcode \_\_\_\_\_

Acting as the custodian for \_\_\_\_\_

Being a shareholders of BJC Heavy Industries Public Company Limited holding total amount of

\_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes as follows;

Ordinary share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes

Preferred share \_\_\_\_\_ shares with the voting rights of \_\_\_\_\_ votes

(2) Do hereby appoint either one of the following persons

1. \_\_\_\_\_ Age \_\_\_\_\_ Years

Residence address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_ **or**

2. \_\_\_\_\_ Age \_\_\_\_\_ Years

Residence address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_ **or**

3. \_\_\_\_\_ Age \_\_\_\_\_ Years

Residence address \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postcode \_\_\_\_\_

as only one of my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders the year 2021 to be held on Friday, April 23<sup>rd</sup>, 2021 at 13.30 hrs. by Electronics meeting at the Meeting Room 101, BJC Heavy Industries Public Company Limited, address 594 Moo 4, Makamkoo, Nikompattana, Rayong or at any adjournment thereof.

(3) I/We authorize my/our Proxy to attend and cast the votes as follows:

- The Proxy is authorized for all shares held and entitled to vote.
- The Proxy is authorized for certain shares as follows:
- ordinary share \_\_\_\_\_ shares, entitling to vote \_\_\_\_\_ votes
- preferred share \_\_\_\_\_ shares, entitling to vote \_\_\_\_\_ votes
- Total entitled vote \_\_\_\_\_ votes

(4) I/We authorize my/our Proxy to cast the votes according to my/our intention as follows:

**Agenda 1 : To consider and certify the minutes of the Annual General Meeting of Shareholders of year 2020 held on July 16, 2020**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

**Agenda 2 : To acknowledge the operating results for year 2020 and the annual report for year 2020**

This agenda is for acknowledgement only. Thus, there is no voting in this agenda.

**Agenda 3 : To consider and approve the financial statements for year ended December 31, 2020**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

**Agenda 4 : To consider and approve the dividend payment for 2020 Operating Results in the form of cash**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

**Agenda 5 : To consider and approve the appointment of directors to replace those retired by rotation**

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
- Approve the appointment of those retired directors
- Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes
- Approve the appointment of certain directors as follows



**Remarks:**

1. This Proxy Form C shall be applicable only for the shareholders listed in the share register book as the foreign investors appointing the Custodian in Thailand.
2. The following documents shall be attached with this Proxy Form:
  - (1) Power of Attorney from a shareholder authorizing a custodian to sign the Proxy Form on behalf of the shareholder.
  - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The Shareholder appointing the Proxy must authorize only one Proxy to attend and vote at the Meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In the agenda relating the re-election of directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.
5. In case there are agenda other than the agenda specified above, the additional can be specified by the Shareholder in the Regular Continued Proxy Form C as Enclosure.

## REGULAR CONTINUED PROXY FORM C

### Authorization on behalf of the Shareholder of BJC Heavy Industries Public Company Limited.

For the Annual General Meeting of Shareholders the year 2021 to be held on Friday, April 23<sup>rd</sup>, 2021 at 13.30 hrs. by Electronics meeting at the Meeting Room 101, BJC Heavy Industries Public Company Limited, address 594 Moo 4, Makamkoo, Nikompattana, Rayong or any adjournment thereof.

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**Agenda No.**.....**Subject** .....

- (a) The Proxy is entitled to cast the votes on my/our behalf at its own discretion.
- (b) The Proxy must cast the votes in accordance with my/our following instruction:
  - Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

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**Agenda No.**.....**Subject** **To consider and approve for the re-appointment of directors (continue)**



Name of Director.....

Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Name of Director.....

Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Name of Director.....

Approve \_\_\_\_\_ votes     Disapprove \_\_\_\_\_ votes     Abstain \_\_\_\_\_ votes

Attachment 9

*-Translation-*

**Request Form of Annual Report and Financial Statements  
BJC Heavy Industries Public Company Limited**

To Company's Secretary

I/We \_\_\_\_\_

- A shareholder or proxy holder of BJC Heavy Industries Pcl.
- Not a shareholder but need documents due to \_\_\_\_\_

Wish to receive the Annual Report and Financial Statement Year 2020 by requesting to deliver documents to the address as below;

Address \_\_\_\_\_

\_\_\_\_\_

\_\_\_\_\_ Postcode \_\_\_\_\_

.....









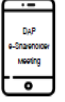


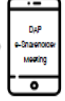
Please fill in above form and submit to:

- Email: [ir@bjc1994.com](mailto:ir@bjc1994.com)

-Translation-

## Guidelines for attending the electronic meeting (E-AGM)

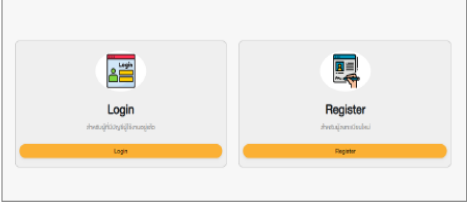
### 1. Pre-preparation for DAP e-Shareholder Meeting

<div style="background-color: #0070C0; color: white; padding: 5px; border-radius: 10px; text-align: center;"> <b>1</b> Preparation for DAP e-Shareholder Meeting         </div> <div style="margin-top: 20px;">  <p>▶ For registration, please prepare an electronic device with a camera.</p> <div style="border: 1px solid #0070C0; padding: 5px; text-align: center; margin: 10px 0;">  <p>PC Computer    Notebook    Tablet    Mobile</p> </div> <p>▶ Access to DAP e-Shareholder Meeting via Web Browser.</p> <div style="border: 1px solid #0070C0; padding: 5px; text-align: center; margin: 10px 0;">  <p>Google Chrome (Recommended)    Safari    Internet Explorer</p> </div> <p>▶ Operating Systems Compatibility</p> <div style="border: 1px solid #0070C0; padding: 5px; text-align: center; margin: 10px 0;">  <p>iOS    android</p> </div> <p>▶ Download Cisco WebEx Meeting application*</p> <div style="border: 1px solid #0070C0; padding: 5px; text-align: center; margin: 10px 0;">  <p>IOS    android</p> <p><small>* If shareholders would not like to download the application, they can access via Web Browser</small></p> </div> <p>▶ An identity document is required for proof of identity.</p> <div style="border: 1px solid #0070C0; padding: 5px; text-align: center; margin: 10px 0;">  <p>Identification Card</p> </div> </div>	<div style="background-color: #0070C0; color: white; padding: 5px; border-radius: 10px; text-align: center;"> <b>1</b> Preparation for DAP e-Shareholder Meeting         </div> <div style="margin-top: 20px;">  <p>▶ Registration for e-Shareholder Meeting</p> <p><u>For shareholders who wish to attend the e-Shareholder meeting themselves</u></p> <div style="margin-top: 10px;"> <div style="display: flex; justify-content: space-between; background-color: #0070C0; color: white; padding: 5px; border-radius: 10px;"> <div style="width: 45%; text-align: center;"> <b>1</b> Individual shareholders wishing to use their ID card for identity verification             </div> <div style="width: 45%; text-align: center;">                 Register via DAP e-Shareholder Meeting             </div> </div> <div style="border: 1px solid #0070C0; padding: 10px; text-align: center; margin: 5px 0;">  <span style="font-size: 2em; margin: 0 10px;">➔</span>  </div> </div> <div style="margin-top: 10px;"> <div style="display: flex; justify-content: space-between; background-color: #ccc; padding: 5px; border-radius: 10px;"> <div style="width: 45%; text-align: center;"> <b>2</b> Individual shareholders wishing to use other documents such as other official cards / passport for identity verification             </div> <div style="width: 45%; text-align: center;">                 Submit the identity document to the company's staff for registration             </div> </div> <div style="display: flex; justify-content: space-between; background-color: #ccc; padding: 5px; border-radius: 10px; margin-top: 5px;"> <div style="width: 45%; text-align: center;"> <b>3</b> Shareholder is a juristic person             </div> <div style="width: 45%;"></div> </div> <div style="border: 1px solid #0070C0; padding: 10px; text-align: center; margin: 5px 0;">  <span style="font-size: 2em; margin: 0 10px;">➔</span>  <span style="font-size: 2em; margin: 0 10px;">➔</span>  </div> <p><small>* Please study the details of registration such as related documents / document submission as specified in the invitation letter to shareholders' meeting</small></p> </div> <p><u>For shareholders who wish to appoint a proxy</u></p> <div style="background-color: #ccc; padding: 10px; margin-top: 10px; border-radius: 10px;"> <p>For shareholder who is unable to attend the meeting, they may appoint a proxy. Please find more information about proxy in the invitation letter to shareholders' meeting.</p> </div> </div>
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2. E-Registration Registration Registration Registration for individual shareholders wishing to use their ID card for verification

**2 e-Registration**  
for individual shareholders wishing to use their ID card for identity verification

1. Register via the registration link provided in the invitation letter to shareholders' meeting
2. Select "Register"



3. Shareholders accept the terms and conditions for attending the shareholders' meeting via DAP e-Shareholder Meeting system by marking  and pressing "OK" button

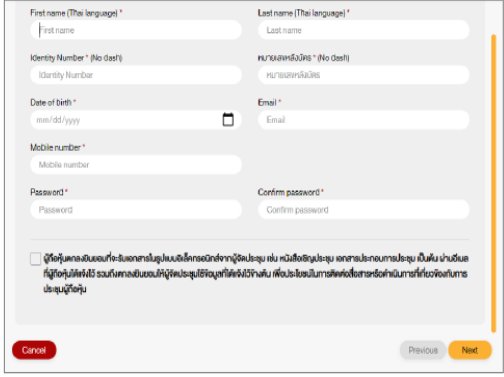


**2 e-Registration**  
for individual shareholders wishing to use their ID card for identity verification


4. Shareholders fill out information as specified, including:
  - 4.1 Name-Surname
  - 4.2 ID card number and laser code on the back of the ID card (Only fill in numbers, without ticks)
  - 4.3 Date of birth
  - 4.4 Email address (Email address will be used as your username when logging in)
  - 4.5 Mobile phone number (Only fill in numbers, without ticks)
  - 4.6 Password and confirm password
5. Shareholders consent to receive documents in electronic format from the meeting organizer by marking
6. Click "Next"

Your password must be between 8-15 characters and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number




7. Click to request OTP, and the OTP will be sent to the mobile phone number you have entered




**2 e-Registration**  
for individual shareholders wishing to use their ID card for identity verification


8. The system will send your information to verify the correctness with the database of the Department of Provincial Administration (DOPA)



9. After the verification with DOPA database, shareholders take pictures by clicking the picture button. The system will turn on your camera. Shareholders need to take pictures of yourself holding the ID card as explained in 3 steps below:
  - Picture 1 : Picture of yourself
  - Picture 2 : Picture of your ID card
  - Picture 3 : Picture of yourself holding the ID card



10. Shareholders review securities holding information. If the information is correct, click "Confirm" button.



11. Shareholders will receive an email confirming your registration result. If you cannot find the email, please check Junk email or contact the company's staff.

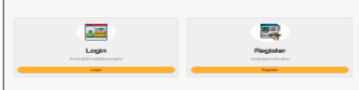


Please keep your username and password confidential. Your login account should never be disclosed to others.

### 3. Joining the Meeting


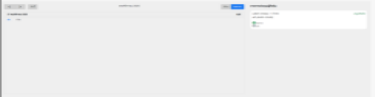
3 Joining the e-Meeting

Shareholders please log in to attend the e-meeting.

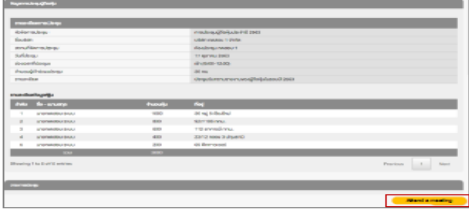
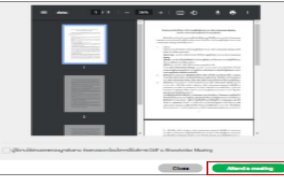
1. Log in at: <https://portal.eservice.set.or.th>
2. Select "Log in"
3. Enter username (email address that you have registered) and password
4. Enter OTP code sent to the mobile phone number that you have registered

5. The system will show a list of all meetings that you have registered in advance. It allows you to switch between 2 different views.
  - 5.1 Calendar View
  - 5.2 List View

6. Click on a meeting. The system will display details such as meeting date, agenda of the meeting, and attached documents for each agenda.
 



7. Click "Attend the meeting" in the lower right corner of the screen. Click "Attend the meeting" to agree to the terms and conditions of service before attending the meeting.
8. Shareholders enter the meeting via WebEx and wait for the host to start the meeting.

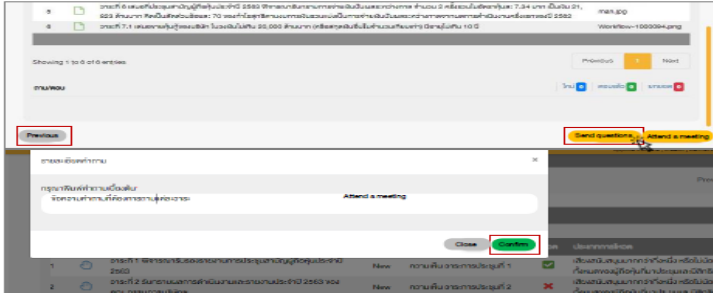
### 4. Asking Questions Procedures

4 Asking Question Procedures

When the company allows questions from shareholders, shareholders who wish to ask questions in that agenda please go back to the DAP e-Shareholder Meeting system and follow steps below.


**Request to ask questions**

1. Request to ask questions by clicking "Send questions" button.
2. Type your question and select "Confirm" button. Your question will be added into a waiting list.



**Asking questions when your name comes up**

1. When you are allowed to ask questions, the company will call your name. Please turn on your microphone and camera (VDO) on WebEx to ask such question by yourself.
 



1.1 Select Unmute me.

1.2 Select Unmute button as the picture below.

## 5. Voting Procedures

5

### Voting Procedures

- During the voting period, the company will notify shareholders and open a voting system for each agenda. Please go back to the DAP e-Shareholder Meeting system and press the voting button.
 

ลำดับ	มติ	สถานะ	คะแนนโหวต/ประชุม	โหวต	ผู้ลงคะแนน/โหวต
1	วาระที่ 1 การอนุมัติแผนการดำเนินงานประจำปีงบประมาณ พ.ศ. 2563	New	คะแนนโหวต/ประชุมที่ 1	✓	เมื่อลงคะแนนการลงคะแนนโหวตแล้วจะแสดง 2 ใน 3 ข้อดังนี้คือ ที่คะแนนโหวตที่ลงคะแนนโหวตแล้วจะแสดง 2 ใน 3 ข้อดังนี้คือ
2	วาระที่ 2 การอนุมัติการดำเนินงานประจำปีงบประมาณ พ.ศ. 2563	New	คะแนนโหวต/ประชุมที่ 2	✗	เมื่อลงคะแนนการลงคะแนนโหวตแล้วจะแสดง 2 ใน 3 ข้อดังนี้คือ ที่คะแนนโหวตที่ลงคะแนนโหวตแล้วจะแสดง 2 ใน 3 ข้อดังนี้คือ
3	วาระที่ 3 การอนุมัติการดำเนินงานประจำปีงบประมาณ พ.ศ. 2563	New	คะแนนโหวต/ประชุมที่ 3	✓	เมื่อลงคะแนนการลงคะแนนโหวตแล้วจะแสดง 2 ใน 3 ข้อดังนี้คือ ที่คะแนนโหวตที่ลงคะแนนโหวตแล้วจะแสดง 2 ใน 3 ข้อดังนี้คือ
- Choose the agenda to vote. There are 3 voting options: "Approve", "Disapprove" and "Abstain".
 

วาระที่ 1 การอนุมัติแผนการดำเนินงานประจำปีงบประมาณ พ.ศ. 2563

เมื่อลงคะแนนการลงคะแนนโหวตแล้วจะแสดง 2 ใน 3 ข้อดังนี้คือ ที่คะแนนโหวตที่ลงคะแนนโหวตแล้วจะแสดง 2 ใน 3 ข้อดังนี้คือ

อนุมัติ / Approve  
 ไม่อนุมัติ / Disapprove  
 ออกละเลย / Abstain

Vote

**Remark :** Voting can be operated in a manner similar to physical meetings. Only shareholders who wish to vote "Disapprove" or "Abstain" are required to voice their stands. For shareholders who wish to vote "Approve", no action is required. In this regard, the company must notify shareholders of voting conditions prior to the meeting.
- After the closing of voting in each agenda, the company will announce results. Shareholders can check the results of each agenda by clicking the icon.
 

ลำดับ	มติ	โหวต
1	วาระที่ 1 การอนุมัติแผนการดำเนินงานประจำปีงบประมาณ พ.ศ. 2563	✓
2	วาระที่ 2 การอนุมัติการดำเนินงานประจำปีงบประมาณ พ.ศ. 2563	✗
3	วาระที่ 3 การอนุมัติการดำเนินงานประจำปีงบประมาณ พ.ศ. 2563	✓

สรุปผลการลงคะแนน

มติ	จำนวน	ร้อยละ
อนุมัติ	1	33.33%
ไม่อนุมัติ	2	66.67%
ออกละเลย	0	0.00%

Summary of the voting results

## 6. Re-set Password

6

### Resetting password

To retrieve your password, shareholders can reset password by clicking "Forgot Password" button.

Login

ชื่อระบบ

ชื่อระบบ

รหัสผ่าน

รหัสผ่าน

There are 2 options to reset your password:

- Reset password by using email
 

Enter your registered email

Forgot password

Email

Please enter the registered email address.

Check your inbox

✓

แจ้งเตือนรหัสผ่าน

กรุณายืนยันการรับรหัสผ่านที่ส่งมาทางอีเมล

Close

Set new password

รหัสผ่านใหม่

รหัสผ่านใหม่

ยืนยันรหัสผ่าน

Confirm
- Reset password by using OTP
 

Click the link to reset password by using mobile phone

Forgot password

Email

Please enter the registered email address.

Enter your mobile phone number

Forgot password

Mobile number

Please enter the registered mobile address.

Request for OTP and enter OTP

แจ้งเตือนรหัสผ่าน

กรุณารับรหัส OTP ที่ส่งมาทาง SMS

กรอก OTP

Set new password

แจ้งเตือนรหัสผ่าน

กรุณารับรหัส OTP ที่ส่งมาทาง SMS

รหัสผ่านใหม่

รหัสผ่านใหม่

ยืนยันรหัสผ่าน

Save

Shareholders can download Guidelines for attending the electronic meeting (E-AGM) as the following link

<https://www.set.or.th/en/eservice/shareholder.html>

หรือ Scan QR Code below

