



BJC Heavy Industries Public Company Limited

2025

INVITATION LETTER

The Annual General Meeting of Shareholders

By Electronic Meeting (E-AGM)

Tuesday, April 22, 2025 at 10.00 hrs.

Registration starts at 9.00 hrs.

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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- Translation -

March 21, 2025

Subject Notice of the Annual General Meeting of Shareholders for Year 2025

Attention: The Shareholders of BJC Heavy Industries Public Company Limited

Enclosures

1. Copy of Minutes of Annual General Meeting of Shareholders of year 2024
2. Form 56-1 One Report of 2024 in QR Code Format
3. Information of the proposed nominated persons to replace directors who are retiring by rotation
4. Articles of Association of the Company relating to the Shareholders' meeting
5. Registration Method of Annual General Meeting of Shareholders and the Shareholder's representative as well as Voting Procedures
6. Information of independent directors for considering as a Shareholder's proxy
7. Registration Form
8. Proxy Form A, B and C
9. Requested Form 56-1 One Report of 2024 and/or Financial Statements
10. Guidelines for attending the electronic meeting (E-AGM)

The Board of Directors of BJC Heavy Industries Public Company Limited (the "**Company**") has resolved to call the Annual General Meeting of Shareholders for year 2025 on Tuesday, April 22, 2025 at 10.00 hrs via E-AGM at No. 594 Moo 4, Makhamkoo Sub-district, Nikompattana District Rayong, according to the Emergency Decree on Electronic Meetings B.E. 2563 (2020) to consider the following agenda.

Agenda 1 To acknowledge the operating results for year 2024 and Form 56-1 One Report of 2024

Facts and Reasons: The Company reported the operating results for year 2024 which stipulated in Form 56-1 One Report of 2024 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 2024 and Form 56-1 One Report of 2024.

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

Agenda 2 To consider and approve the financial statements for year ended December 31, 2024

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 2024 ended December 31, 2024 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, 2024, 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 Form 56-1 One Report of 2024 in the part of Financial Statement, as per details in Enclosure No. 2

The Company's financial position and operating results for year 2024 are summarized as below;

The Company's financial statements as of December 31, 2024	(Unit : Million Baht)
Total Assets	3,509.6
Total Liabilities	285.7
Paid-up Capital	399.92
Shareholders' Equity	3,223.9
Total Revenues	1,356.5
Contract Revenue	1,307.6
Contract Cost	875.3
Net Profit	-28.1
Profit per Share (Baht per share)	-0.02

Opinion of the Board of Directors: The Board of Directors agreed to propose the audited financial statements of the Company for the year 2024 ended December 31, 2024 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 3

To consider and approve for omitted dividend payment

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 2024, the Company had net loss of separate financial statements at Baht 28.1 million. Thus, it is deemed appropriate for the meeting to consider and approve and propose to the shareholders' meeting to approve the omission of dividend payment for the operating results of 2024.

Opinion of the Board of Directors: The Board deems appropriate for the meeting to consider and approve and propose to the shareholders' meeting to approve the omission of dividend payment for the operating results of 2024.

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 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 2025 public through SET Community Portal and the Company's website from October 1, 2024 to December 27, 2024. However, there were no proposal of director nomination.

At present, the Company has 9 directors, and on this annual general meeting of shareholders of 2025 will have 3 directors who will be retired by rotation as follow;

- | | |
|-----------------------------------|---|
| 1) Mr. Noppadol Dheerabutrpongkul | Independent Director /
Chairman of Audit Committee |
| 2) Mr. Jumpot Kanjanapanyakom | Independent Director / Audit
Committee |
| 3) Mr. Seung Woo Lee | Deputy Managing Director |

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 2 directors, namely: 1) Mr. Noppadol Dheerabutrpongkul and 2) Mr. Seung Woo Lee, whose terms will expire by rotation, have appropriate qualification and working performance in the past support for the Company's benefit. Therefore, it was deemed appropriate to be re-appointed as directors for another term.

However, Mr. Jumpot Kanjanapanyakom has expressed his intention not to extend his term as a director due to health issues. Consequently, the Board of Directors has undertaken the process of identifying and nominating a qualified candidate to assume the directorship. Following the company's prescribed selection process, the Board has nominated **Mrs. Chanchira Smakthai** as the replacement. The Board of Directors considered that Mrs. Chanchira Smakthai is a person with knowledge, ability, experience and good work

history, suitable for the Company's business meetings. The individual also has the qualifications and does not have the prohibited characteristics according to the Public Limited Company Act B.E. 2535 (including amendments) and the announcements of the Stock Exchange of Thailand, the Securities and Exchange Commission and the Capital Market Supervisory Board. The Individual also does not have the prohibited characteristics for appointment as a director of the Company according to the criteria of the Securities and Exchange Commission. Therefore, it is deemed appropriate to propose to the shareholders' meeting to approve the appointment of Mrs. Chanchira Smakthai as a director of the Company / independent director / audit committee member in place of Mr. Jumpot Kanjanapanyakom.

Moreover, Mr. Noppadol Dheerabutrpongkul and Mrs. Chanchira Smakthai, the individuals nominated to serve as independent directors, are qualified as independent directors under the criteria specified by the Company, which is in accordance with the requirements of the Securities and Exchange Commission or the Stock Exchange of Thailand.

No.	Directors	Position	Tenure of office as of April 30, 2025	Number of terms if re-elected to office in 2025	Total Tenure of office
1	Mr. Noppadol Dheerabutrpongkul	Independent Director / Chairman of Audit Committee	13 years 11 months	3 years	16 years 10 months
2	Mr. Seung Woo Lee	Director / Deputy Managing Director	20 years	3 years	23 years
3	Mrs. Chanchira Smakthai	Independent Director / Audit Committee	-	3 years	3 years

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 2 directors for another term and and it is deemed appropriate to propose that Mrs. Chanchira Smakthai be appointed as an independent director / audit committee member in place of Mr. Jumpot Kanjanapanyakom as she has the qualifications that are in line with the requirements of the Stock Exchange of Thailand regulations and will be able to express opinions independently in accordance with the relevant criteria.

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 directors' remuneration for year 2025****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."

For the determination of the remuneration of the Company's directors in 2025, the Company has not yet appointed a Remuneration Committee to be responsible for considering the remuneration of the directors. However, the Board of Directors' meeting jointly considered and carefully considered the appropriateness of the Company's performance, duties and responsibilities of each director, as well as the compensation paid to shareholders, using the original practice of comparing with references from listed companies in the same industry group with similar sizes and business characteristics, including the results of the survey on director compensation of the Thai Institute of Directors Association. It is appropriate to determine the remuneration of the directors for 2025 as follows:

	2025	2024	Changing
Monthly Fee (Baht/person/month)			
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	-
Attendance Fee (Baht/person/time)			
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	-
Nomination Remuneration Corporate Governance and Sustainable Committee	5,000	-	5,000
Transportation (Baht/person/time)	By Company	By Company	-
Accommodation (if necessary)	By Company	By Company	-
Others Benefit	None	None	-
Director's Bonus	None	None	-
Director's remuneration (total)	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 2025.

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

Agenda 6 To consider and approve the appointment of the auditors and determine the auditing fee for year 2025

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 Company's Board of Directors, with the approval of the Audit Committee, has considered appointing auditors from the A.M.T. Associates firm which are

- 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 or
- Ms. Nattaya Tungpradit, Certified Public Accountant No. 11591 or
- Mr. Siramate Akkharachotkullanun, Certified Public Accountant No. 11821

to be an auditor of the Company for year 2025 and also proposed to consider and approve the auditing fee of 2025 in total amount of 1,350,000 Baht.

The auditors from A.M.T. & Associates have been the Company's auditors since 2007, before the Company became a public company, for a total of 17 years. The Board of Directors and the Audit Committee believe that the auditors from A.M.T. & Associates have good work standards, are experts in auditing, and have always performed their duties well. Therefore, when the Company became a public company and listed on the Stock Exchange in 2013, the Company appointed A.M.T. & Associates to continue to serve as the Company's auditors. The list of auditors who have served as the Company's auditors over the past period is as follows:

Period after listed in the Stock Exchange of Thailand (year)	Auditor	C.P.A. License No.
2013	Mrs. Natsarak Sarochanunjeed	4563
2014 - 2016	Mrs. Kedsaree Narongded	0076
2017	Mrs. Natsarak Sarochanunjeed	4563
2018 - 2021	Ms. Jarunee Nuammae	5596
2022 - 2024	Ms. Daranee Somkamnerd	5007

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. They are independent in auditing and expressing opinions on the company's financial statements.

For the year 2024, 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 2025. The Audit Committee agreed that the proposed auditing fee for 2025 is appropriated with type of business and the size of transactions of the Company.

Comparison of the Company auditor's remuneration in the past year are as follows:

Service Fee	2025	2024	Changing
(Audit Fee):			
- 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	-
Total Audit Fee (Baht)	1,350,000	1,350,000	-
Non-Audit Fee:			
- 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 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 or Ms. Nattaya Tungpradit, Certified Public Accountant No. 11591 or Mr. Siramate Akkharachotkullanun, Certified Public Accountant No. 11821 from A.M.T. & Associates to be an auditor of the Company for year 2025 and approve the auditing fee as considered by the Audit Committee and proposed by the Board of Directors in the amount of 1,350,000 baht as proposed.

Vote Required:

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

Agenda 7

To consider other matters (if any)

Note: According to Section 105 of the Public Limited Companies Act B.E. 2535, when the shareholders' meeting has considered the agenda according to the agenda specified in the invitation letter, shareholders who hold shares totaling not less than one-third of the total number of shares sold may request the meeting to consider other matters apart from those specified in the invitation letter.

In addition, the Company will provide shareholders with an opportunity to express their opinions or ask questions about other matters related to the Company in this Agenda Item 7.

The Record Date for the list of shareholders who are entitled to participate in the Annual General Meeting of Shareholders for 2025 was Fridayday, March 14th, 2025.

Notice of the Annual General Meeting of Shareholders for 2025 with the Enclosures and Proxy Forms will be available on 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 Thursday, April 17th, 2025 by email to 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 Thursday, April 17th, 2025. 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 8th-22nd April 2025 to receive Username and Password in logging into the meeting on 22nd April 2025 since 9.00 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



(Mr. Boonchuay Korkitrojana)
Chairman of the Board

Note: The Company's Form 56-1 One Report of 2024 will be available in QR Code format, if any shareholders would like to receive such form in a hard copy, please contact the Company's secretary, and please fill in the Requested Form 56-1 One Report of 2024 and Financial Statements (as per Enclosure No. 9), and email to ir@bjc1994.com.

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

Attachment 1*- Translation -***Minutes of the Annual General Meeting of Shareholders for Year 2024****BJC Heavy Industries Public Company Limited**

The 2024 Annual General Meeting of Shareholders ("the Meeting") was held on Monday, April 22, 2024 at 13.30 hrs. at the Meeting Room 101, BJC Heavy Industries Public Company Limited address 594 Moo 4, Tambol Makamkoo, Amphur Nikompattaya, Rayong, 21180 by Electronic Meetings under the Emergency Decree on Electronic Meetings, B.E. 2563. 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 Mr. Tummarat Deethong, Company Secretary was the Secretary of the Meeting ("the Secretary").

Meeting started at 13.30 hrs.

The Chairman welcomed the shareholders and the Secretary announced that there were totally 27 shareholders attending the meeting by themselves and proxy, representing 1,180,378,210 shares, or 73.79% of total issued shares of the Company; thus, a quorum was constituted pursuant to the law and the Company's Articles of Association.

The Chairman declared to open the meeting 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: attending by 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 / Chief Executive Officer and 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. Myungsup Song	Director / Member of Executive Committee / Chief Finance Office / Member of Risk Management Committee
6. Mr. Seong Jin Lee	Director / Assistant Managing Director – Project / Member of Executive Committee / Member of Risk Management Committee
7. Mr. Noppadol Dheerabutravongkul	Independent Director / Chairman of the Audit Committee
8. Assoc.Prof.Dr. Ekachidd Chungcharoen	Independent Director / Member of Audit Committee
9. Mr. Jumpot Kanjanapanyakom	Independent Director / Member of Audit Committee

Management and Staff of the Company:

- | | |
|-----------------------------|---|
| 1. Ms.Rungarun Harnnarong | Senior Accounting and Finance Manager / Member of Risk Management Committee |
| 2. Ms.Soison Kaewkhemtong | Accounting Manager |
| 3. Mr.Chanchai Charoenpanit | Finance Manager |
| 4. Mr.Tummarat Deethong | Legal Officer and Assistant Company Secretary |

Representative of Auditor

- | | |
|---------------------------|---|
| 1. Ms. Daranee Somkamnerd | Auditor's representative from A.M.T. & Associates |
|---------------------------|---|

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 press such related button.

The Company will allocate 1 minute for shareholders to cast their votes by each agenda otherwise all votes will be treated as affirmative votes in favor of the relevant matter.

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.

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 5: To consider and approve directors' remuneration for year 2024, 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.

The Secretary informed to the meeting that, the Company has given an opportunity for proposing agenda item for AGM 2024 and for proposing director's nomination for AGM 2024 including the questions that the shareholders can be submitted in advance before the AGM 2024 Meeting but there was not any above issues as submitted in advance

During Q&A session, to keep the meeting concise shareholders are required to raise questions in related agendas. Issues of questions unrelated to that agenda would be answered in the other matters. Moreover, shareholders can submit questions by pressing the submit button and typing a question they want to ask. After that, press the submit question button. Shareholders can also submit questions in advance by selecting the agenda for the meeting to ask questions.

When the queue is reached, Such shareholders must turn on Microphone or Microphone and camera to raise their questions.

In the event that shareholders face with technical problems and were unable to communicate by voice once their queues were reached. The Company would ask for permission to read the questions of the shareholders and answer questions to the meeting.

During the voting time, shareholders were asked to press the button of “approve”, “disapprove” or “abstain” and then press the submit vote button within the defined time

Before the meeting commencement, the Chairman invited Mr. Young Jun Lee, Chief Executive Officer and Managing Director, to deliver the speech on overview operating result for year 2023 and the business direction for year 2024. Then, Mr. Tummarat Deethong would translate such speech for shareholders. This can be summarized as follows:

Thank You for Participating in BJCHI 2024 Shareholder Meeting. I would like to address some significant points to all you before we start our agenda today.

I extend my heartfelt gratitude to each of you for your invaluable presence and active participation in the BJCHI 2024 Shareholder Meeting. Before we delve into today's agenda, I wish to underscore several pivotal points that underscore our journey and accomplishments.

In the preceding year of 2023, BJCHI steadfastly pursued and successfully executed large-scale projects such as CRISP and SANTOS, which stand as pillars fortifying our revenue streams. Our unwavering commitment to excellence and our esteemed reputation have positioned us favorably, paving the way for discussions with clients regarding prospective long-term collaborations.

The fruition of mega projects has notably contributed to both our revenue and profit margins across 2023 and 2024, highlighted by the timely sail-away of modules—a testament to our operational prowess.

Our relentless dedication to project execution has been duly recognized, as evidenced by the acquisition of additional packages from the Santos project. Presently, fruitful discussions are underway with the client regarding further collaboration opportunities.

Amidst the dynamic landscape of the construction service sector, BJCHI has witnessed the resilience of the industry, propelled by an influx of project developers augmenting their investment budgets and actively embarking on project development endeavors.

Notably, prevailing geopolitical tensions between western nations and China have steered potential clients towards seeking Asian fabricators, thus furnishing BJCHI with increased benefits and project prospects.

Financially, we stand on solid ground, boasting a robust position with a debt-to-equity ratio of a mere 0.25 times and cash reserves exceeding Baht 850 million. Such financial fortitude empowers us to explore compelling investment avenues and extend attractive dividends to our esteemed shareholders.

On behalf of the Board of Directors and our dedicated Executive teams, I wish to convey my profound appreciation to all stakeholders for their unwavering trust and steadfast support of our endeavors.

As a trailblazer in industrial energy plant construction, BJCHI remains steadfast in our commitment to operating under the highest standards of corporate governance, steadfastly pursuing sustainable growth that enriches the value proposition for our cherished shareholders.

The Chairman requested the meeting to consider the agendas which consisted the following 7 items:

Agenda 1 To acknowledge the operating results for year 2023 and Form 56-1 One Report for year 2023

The Chairman proposed to the meeting to acknowledge the operating results for year 2023 and certify Form 56-1 One Report for year 2023 which was enclosed with the invitation letter on QR Code, as per details in Enclosure No. 2 and asked Mr. Tummarat Deethong to present the relevant details for this agenda to the Meeting, detail as follows;

Currently, The Company has 2 main project activities;

- 1) CRISP is a large-scale modularization and piping spool project in the oil and petrochemical industry located in Singapore, which the company has delivered to our client since the first quarter of 2024.
- 2) SANTOS Onshore Upstream Development project is a fabrication and supply of Wellhead in the upstream gas source development project. With the extended conditions, BJCHI has continuously received additional work from a client. Currently, the project is Santos GLNG and SANTOS Cooper Basin Onshore Development of 6th and 7th phase.

In 2023, contracted revenue was THB 3,493 million, increasing by 28.91% from 2022 thanks to ongoing large-scale project execution from CRISP and SANTOS.

In 2023, Gross Profit was at THB 297.8 million, as compared with that in 2022 at THB 367 million. On the other hand, Net profit in 2023 was at THB 74.7 million as compared with the net profit in 2022 at THB 189.8 million. The decrease in profits was due the additional costs of contract work as described above as well as compensation payments due to terminate near the end of the CRISP project.

Remaining backlog was currently at THB 1,730 million with the details in form of percentage as follows;

- Petrochemical 35%
- Oil and Gas 65%

The Company has established a policy and committed to prevent corruption, bribery giving and receiving as published on the company's website. Such policy shall prohibit the Board of Directors, executives and all employees at all levels or persons involved in the Company's business from engaging in any form of corruption. This policy is regularly reviewed to keep pace with changes in laws, regulations, standards and business changes.

In 2023, there was on suspicious situations or complains related to Corruption.

The Company has always placed importance on the disclosure of sustainability information. Thanks to ongoing determination and effort, the Company received Certification about 2023 Sustainability Disclosure Award from Thaipat Institute and an assessment of corporate governance of Thai listed companies for the year 2023 from the Thai Institute of Directors Association (IOD) at the level of 5 stars or "Excellent"

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, 2023

The Chairman proposed to the meeting to consider and approve the financial statements for year ended December 31, 2023 and asked Mr. Tummarat Deethong 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 2023 ended December 31, 2023, 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, 2023, 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 as considered by the Board of Directors to propose for the shareholder meeting. Such details have been shown in Form 56-1 One Report for year 2023 in the part of Financial Statement, as per details in Enclosure No. 2.

The Company's financial position and operating results in 2023 were summarized accordingly:

Financial Position and Operating Results (Million Baht)	Year 2023	Year 2022
Total Revenues	3,542.90	2,738.01
Contract Cost	3,195.65	2,342.88
Net Profit (Loss)	74.71	189.79
Earnings (Loss) per Share (Baht/share)	0.05	0.12
Total Assets	4,215.24	4,514.14
Total Liabilities	834.51	1,016.16
Shareholders' Equity	3,380.73	3,497.98

Some details were previously discussed in Agenda 1

As of 31 December 2023, the Company's total assets were THB 4,215.24 million, increasing from THB 4,514.14 million at the end of 2022. The decrease This is mainly due to a decrease in inventories and cash due to the payment of cash dividends last year.

The Company's total liabilities as of 2023 were THB 834.51 million, decreasing from THB 1,016.16 million in 2022. The main cause was a decrease in trade payables, which was in line with the decreased quantity of work.

2023 total shareholders' equity was THB 3,380.73 million, decreasing from THB 3,497.98 million in 2022. The decreased shareholders' equity was mainly due to the decreasing net profit in 2023.

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, 2023 be approved with the following votes:

	Approved	Disapproved	Abstained
No. of votes	1,189,828,210	0	0
%	100.00	-	-

Agenda 3 To consider and approve the dividend payment for 2023 Operating Results in the form of cash

The Chairman requested Mr.Tummarat Deethong 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 previous years are as follows:

Details of Dividend Payout	Year 2023	Year 2022
1. Net Profit (Loss) (Million Baht)	74.71	189.79
2. Number of shares	1,599,690,000	1,599,690,000
3. Dividend per share (Baht/Share)	0.08	0.12
- Interim Dividend (Baht/Share)	-	-
- Final Dividend (Baht/Share)	0.08	0.12
4. Total Dividend (Million Baht)	not exceeding 128	not exceeding 192
5. Payout ratio per net profit (%)	171.33	101.15

In 2023, 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 0.08 per share, which is equivalent to not exceeding THB 128 million as informed.

Moreover, 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 dividend payment for 2023 Operating Results in the form of cash with following votes cast.

	Approved	Disapproved	Abstained
No. of votes	1,190,478,610	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 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.

The Chairman asked the Secretary to present the relevant details for this agenda to the Meeting which was detailed 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) Assoc. Prof. Dr., Ekachidd Chungcharoen
- 2) Mr. Young Jun Lee
- 3) Mr. Myungsup Song

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 profiles and information of all 3 Directors are as per Enclosure No. 3.

Assoc. Prof. Dr., Ekachidd Chungcharoen is Independent Director as per qualification defined in the regulations of the Stock Exchange of Thailand (SET) and is able to express independently opinions according to related regulations.

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) **Assoc. Prof. Dr., Ekachidd Chungcharoen** is Independent Director. He is qualified criteria as Independent Director of the Stock Exchange of Thailand.

Graduated with a doctorate in management science and master's degree in electrical engineering a person with knowledge, ability, and expertise in engineering and accounting. Can advise on new technology regarding engineering work for the company very well, which is beneficial to the company's business operations.

- 2) **Mr. Young Jun Lee** is Managing Director, Chief Executive Officer, Executive Committee Member and Risk Management Committee Member. He is the heir of Mr. Kyu Young Lee, who founded this company. Graduated with a degree in International Business Management. He has helped manage the company since 1999 and the one of the executives who helped the company expand its business, accepting work from foreign customers and having exponential growth up to the present.
- 3) **Mr. Myungsup Song** is Director and Chief Accounting and Financial Officer, the Executive Committee and Risk Management Committee members, graduated with a Bachelor's degree in Economics. He is knowledgeable and skilled in matters of finance, accounting and investment. He can supervise and advise the company very well which is beneficial to the company's business operations.

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 that the appointment of directors to replace those retired by rotation was approved with following votes cast:

1) Assoc. Prof. Dr., Ekachidd Chungcharoen (Independent Director)			
	Approved	Disapproved	Abstained
No. of votes	1,189,828,210	0.00	650,400
%	100.00	0.00	-
2) Mr. Young Jun Lee (Director)			
	Approved	Disapproved	Abstained
No. of votes	1,189,828,210	0.00	650,400
%	100.00	0.00	-
3) Mr. Myungsup Song (Director)			
	Approved	Disapproved	Abstained
No. of votes	1,189,828,210	0.00	650,400
%	100.00	0.00	-

Agenda 5 To consider and approve the directors' remuneration for year 2024

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 2024 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 2024 has maintained the same rate as the year 2023 with the following details:

	2024	2023	Changing
Monthly Fee (Baht/person/month)			
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	-
Attendance Fee (Baht/person/time)			
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	-
Transportation (Baht/person/time)	By Company	By Company	-
Accommodation (if necessary)	By Company	By Company	-
Other Benefits	None	None	-
Director's Bonus	None	None	-
Director's Remuneration (Total)	Not exceeding THB 3 million	Not exceeding THB 3 million	-

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 2024 be approved with following votes:

	Approved	Disapproved	Abstained
No. of votes	1,190,478,610	0	0
%	100.00	-	-

Agenda 6 To consider and approve the appointment of the auditors and determine the auditing fee for year 2024

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

Mr. Noppadol Dheerabutrungkul 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;

- 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 or
- MR. Siramate Akkharachotkullanun Certified Public Accountant (Thailand) No. 11821

and proposed the auditing fees for the year 2024

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.

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.

As proposed by A.M.T. & Associates, 2024 auditor's remuneration is the same rate as that in 2023 which The Audit Committee considers that such remuneration is suitable for the type of business and the size of the Company's transaction related to accounting, taxation and internal control. 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 2024. The auditor's remuneration in 2024 is as follows.

Service Fee (Baht)	2024	2023	Changing
(Audit Fee):			
- 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	-
Total Audit Fee (Baht)	1,350,000	1,350,000	-
Non-Audit Fee:			
- 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

- 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 or
- MR. Siramate Akkharachotkullanun Certified Public Accountant (Thailand) No. 11821

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 2024, be approved.

- 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 or
- MR. Siramate Akkharachotkullanun Certified Public Accountant (Thailand) No. 11821

and the Audit Fee for the year 2024 in total of Baht 1,350,000 be also approved, with following votes:

	Approved	Disapproved	Abstained
No. of votes	1,190,478,610	0	0
%	100.00	-	-

Agenda 7 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 shareholders of not less than one-thirds of the total issued shares.

The Chairman then asked the Company Secretary to read questions from shareholders as sent via the electronic system. The details are as follows:

1. Thai Investors Association has a policy presented to listed companies in the Stock Exchange of Thailand organize a AGM/EGM meeting of shareholders using On-site meeting and Online simultaneously or called "Hybrid" in order to conveniently meet, communicate and ask questions between shareholders, executives and the Board of Directors, which is consistent with circular letter of The Securities and Exchange Commission (SEC) at SEC No. Nor. (W) 2/2024, subject "Requesting cooperation regarding holding a general meeting of shareholders dated 10 January 2024", We would like to present to you consider the proposal for organizing a hybrid meeting according to the policy of the Thai Investors Association above.

Mr. Boonchuay Korkitrojana, Chairman answered that the committee will consider it for the next AGM.

2. In 2024, without the SANTOS project, is there expected to be an additional backlog? How much is the approximate value? And what period is it expected to get some work?

Mr. Seong Jin Lee, Assistant Managing Director – Project answered that the current value bid approximately amount is 1,500 million USD from Oversea & Local Market;

- 75% of total bid amount is from Oil & Gas (Include Chemical) industry.
- 25% of total bid amount is from Mining & Other industry.
- 10% of Low Carbon & Clean Energy is included in total bid amount

Total bid price by Continent

- 10% of total bid price is from Australia
- 20% of total bid price is from Asia Continent
- 70% of total bid price is from American Continent

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

Meeting ended at 14.44 hrs.

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

(Mr. Boonchuay Korkitrotjana)

..... - *Tummarat Deethong* - Meeting Recorder

(Mr.Tummarat Deethong)

Attachment 2

Form 56-1 One Report of 2024
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.



QR Code

56-1 One Report

Attachment 3

– Translation –

Information of the proposed nominated persons to replace directors who are retiring by Rotation**1. Biography of the nominated persons****1.1 Mr. Noppadol Dheerabutrpongkul**

Name - Surname : Mr. Noppadol Dheerabutrpongkul
Current Position : Independent Director / Chairman of Audit Committee
Age : 58 years
Nationality : Thai



Education	:	Master of Finance, University of Colorado Bachelor of Accounting, Thammasat University
Training Course	:	Director Accreditation Program (DAP) 68/2551 Audit Committee Program (ACP) 23/2551 Role of the Nominating and Governance Committee (RNG) 3/2555
Years on the Board of Directors	:	14 years
Work Experience	:	
• Food Moments PCL.	2023-Present	Independent Director / Chairman of Audit Committee / Chairman of Risk Committee / Nomination and Remuneration Committee Member
• BJC Heavy Industries PCL.	2018-Present	Independent Director / Chairman of Audit Committee
• BJC Heavy Industries Co., Ltd.	2011-2018	Independent Director / Audit Committee Member
• Phol Dhanya PCL.	2017-Present	Independent Director / Audit Committee Member
	2017-Present	Independent Director / Chairman of Audit Committee / Nomination and Remuneration Committee Member
	2016-2017	Chairman of Nomination and Remuneration Committee
	2011-2015	Nomination and Remuneration Committee
	2007-2017	Independent Director / Audit Committee Member
• Sunshine International Co., Ltd.	2019-2021	Independent Director / Chairman of Audit Committee / Nomination and Remuneration Committee Member
• IFAC Co., Ltd.	2007-Present	Executive Director
• ZEMASCH Corporation Co., Ltd.	2013-2014	Independent Director / Audit Committee Member
Share ownership	:	-None-

Holding the position of Director / Executive in other businesses

- Listed Company : Independent Director / Chairman of Audit Committee / Chairman of Risk Committee / Nomination and

	Remuneration Committee Member Food Moments PCL.
	Independent Director / Chairman of Audit Committee / Nomination and Remuneration Committee Member Phol Dhanya PCL.
• Non-Listed Company	: Executive Director - IFAC Co., Ltd.
• 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	: -None-
Attendance the Meeting in 2023	
Relationship with the Company's Executives	: -None-
Attendance the Meeting in 2024	
• Board of Directors Meeting	: 5/5 times
• Audit Committee Meeting	: 4/4 times
• Executive Committee Meeting	: -
• Risk Management Committee Meeting	: -
Appointment/ Elected in Committees	
	Appointment date Elected date (latest)
• Board of Directors	: 7 June 2011 22 April 2022
• Audit Committee	: 7 June 2011 22 April 2012
• Executive Committee	: - -
• Risk Management Committee	: - -

1.2 Mr. Seung Woo Lee

Name - Surname : Mr. Seung Woo Lee
Current Position : Deputy Managing Director
Age : 48 years
Nationality : South Korean



Education	:	B.A. of General Management, Asian University	
Training Course	:	Director Accreditation Program (DAP) 88/2554	
Years on the Board of Directors	:	20 years	
Work Experirnce	:		
<ul style="list-style-type: none">S&A Thai Co., Ltd.		2024-Present	Director
<ul style="list-style-type: none">BJC Heavy Industries PCL.		2013-Present	Deputy Managing Director
<ul style="list-style-type: none">BJC Heavy Industries Co., Ltd.		2010-2012	General Manager
<ul style="list-style-type: none">BJC Construction Industries Co., Ltd.		2009-2010	HR Manager
		2004-2009	Trading Manager
Share ownership	:	Amount 452,500,000 shares or 28.29%	
Holding the position of Director / Executive in other businesses			
<ul style="list-style-type: none">Listed Company	:	-None-	
<ul style="list-style-type: none">None-Listed Company	:	Director – S&A Thai Co., Ltd.	
<ul style="list-style-type: 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	:	-None-	
Attendance the Meeting in 2023			
Relationship with the Company’s Executives	:	<ul style="list-style-type: none">Son of Mr. Kyu Young Lee (Director / President)Younger Brother of Mr. Young Jun Lee (Director / Chief Executive Officer / Managing Director)	
Attendance the Meeting in 2024			
<ul style="list-style-type: none">Board of Directors Meeting	:	5/5 times	
<ul style="list-style-type: none">Audit Committee Meeting	:	-	
<ul style="list-style-type: none">Executive Committee Meeting	:	3/4 times	
<ul style="list-style-type: none">Risk Management Committee Meeting	:	3/4 times	
Appointment/ Elected in Committees			
		Appointment date	Elected date (latest)
<ul style="list-style-type: none">Board of Directors	:	20 May 2009	22 April 2022
<ul style="list-style-type: none">Audit Committee	:	-	-
<ul style="list-style-type: none">Executive Committee	:	7 June 2011	13 May 2016
<ul style="list-style-type: none">Risk Management Committee	:	16 May 2013	13 May 2016

1.3 Mrs. Chanchira Smakthai

Name - Surname : Mrs. Chanchira Smakthai
Current Position : -
Age : 53 years
Nationality : Thai



Education : Master of Business Administration, Burapha University
 Bachelor of Marketing, Northeastern College

Training Course : Director Accreditation Program (DAP) 89/2554
 Chief Financial Officer Certification Program (CFO) 16/2555
 Anti-Corruption for Executive 13/2557

Years on the Board of Directors : -

Work Experience :

- BJC Heavy Industries PCL. 2013-2022 Director / Assistant Managing Director Administrative Department
- BJC Heavy Industries Co., Ltd. 2009-2012 Accounting and Finance Manager
- BJC Construction Industries Co., Ltd. 1995-2009 Administration and Finance Manager
- SiamEast Solutions PCL. 2015-2024 Director / Audit Committee Member / Nomination Committee Member

Share ownership : Amount 4,862,000 shares or 0.30%

Holding the position of Director / Executive in other businesses

- Listed Company : -None-
- None-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 2023

Relationship with the Company's Executives : -None-

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	
	Mr. Noppadol Dheerabutrpongkul	Mrs. Chanchira Smakthai
Company's shareholding		
- Number of shares	None	4,862,000
- % of shares with voting rights	None	0.30
Having a personal relationship with the Managements/Major Shareholders	None	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		
- Being a director who take part in management, staff, employees or advisor who received a regular salary.	None	None
- Being a professional (e.g., the Auditor or Legal Advisor).	None	None
- Business relationship (e.g., Purchasing / Selling material / Goods / Services / Lending or Borrowing of money), with specified transaction size (if any).	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 provides 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) share 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 as Individual person, foreign person and Juristic person and can register via <https://portal.eservice.setgroup.or.th/Account/Login?refer=5TrpbqIINuvR1BWW84X994fB%2fXYn2ZSVbbjqKhhRAPpg7nfvtZRIgw%3d%3d>

or Scan QR Code



during 8th -22nd April 2025 to create data and identify verification. Then, Username and Password would be submitted to shareholders to attend E-AGM on 22nd April 2025 since 9.00 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) or the information of Juristic person as proof of evidence by his/her signature as well as fill in the information in Enclosure No. 7 and then send e-mail to ir@bjc1994.com or submit hard copies of above documents to

Company Secretary Section

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

within 17th April 2025 to receive Username and Password for attending attend E-AGM.

2. Proxy Holder

Shareholder may appoint a proxy holder either Form A or From B by registering via <https://portal.eservice.setgroup.or.th/Account/Login?refer=5TrpbqIINuvR1BWW84X994fB%2fXYn2ZSVbbjqKhhRAPpg7nfvtZRIgw%3d%3d>

or Scan QR Code



during 8th -22nd April 2025 in order for a proxy holder to attend E-AGM on 22nd April 2025 since 9.00 hrs onward.

2.1 In case of Proxy Holder using Form A, shareholders can assign one person as a Proxy Holder to attend, cast vote in the meeting according to the proxy form as attached. Shareholders must fill in the information of him/herself and a Proxy Holder.

Proxies will receive an email with the initial password. Proxies will have to reset a new password before logging in to E-AGM.

2.2 In case of Proxy Holder using Form B, shareholder can appoint a proxy holder as the following independent directors:

- | | |
|---|--|
| 1) Mr. Boonchuay Korkitrotjana | Independent Director and Chairman of the Board, or |
| 2) Assoc.Prof.Dr. Ekachidd Chungcharoen | Independent Director and Audit Committee |

After that, the shareholders must fill in the personal information and specify the name of an independent director who is appointed to be a proxy. Shareholders also need to cast the vote in advance for all agenda.

The shareholder will receive an email informing your proxy registration result to confirm that the registration has been completed. However, the shareholder will not receive password, as proxy are appointed to independent director and your vote was already casted.

2.3 In case of Custodian, please submit related documents to ir@bjc1994.com or send to

Company Secretary Section

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

within 17th April 2025.

Shareholders can study Guidelines for attending the electronic meeting (E-AGM) in Enclosure No. 10.

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.

For Proxy A and Proxy B, shareholders can upload such documents through DAP e - Shareholder Meeting or submit them to ir@bjc1994.com

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 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 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 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
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. For more convenience, shareholder can download WebEx program at <https://www.webex.com/downloads.html>

Attachment 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: 59

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

Personal interest in considering agenda:

- Agenda 5 To consider and approve directors' remuneration for year 2025

Special interest: - None –

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

Age: 62

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 directors' remuneration for year 2025

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

โดยถือหุ้นจำนวนทั้งสิ้นรวมหุ้น
 holding the total amount of shares

หุ้นสามัญหุ้น
 Ordinary share shares

หุ้นบุริมสิทธิหุ้น
 Preferred share shares

บริษัท บีเจซี เฮฟวี่ อินดัสทรี จำกัด (มหาชน)
การประชุมสามัญผู้ถือหุ้นประจำปี 2568
วันอังคารที่ 22 เมษายน 2568 เวลา 10.00 น.
การประชุมผ่านสื่ออิเล็กทรอนิกส์

BJC Heavy Industries Public Company Limited
 Annual General Meeting of Shareholders for Year 2025
 on Tuesday 22nd April 2025 at 10.00 hrs.
 Electronics meeting

ข้าพเจ้า เป็นผู้ถือหุ้น หรือ ผู้รับมอบฉันทะของผู้ถือหุ้น
 I/We a shareholder or proxy holder of
 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 A
(SIMPLE FORM)

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 2025 to be held on Tuesday, April 22nd, 2025 at 10.00 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.

For any act performed by the Proxy at the Meeting, it shall be deemed as such as acts had been done by me/us in all respects.

Signed _____ Shareholder
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Signed _____ Proxy
(_____)

Remarks: 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.

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 year 2025 to be held on Tuesday, April 22nd, 2025 at 10.00 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 acknowledge the operating results for year 2024 and Form 56-1 One Report of 2024**

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

☐ **Agenda 2 : To consider and approve the financial statements for year ended December 31, 2024**

- ☐ (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 3 : To consider and approve for omitted dividend payment

- ☐ (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 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. Noppadol Dheerabutrpongkul
☐ Approve ☐ Disapprove ☐ Abstain
 2. Mr. Seung Woo Lee
☐ Approve ☐ Disapprove ☐ Abstain
 3. Mrs. Chanchira Smakthai
☐ Approve ☐ Disapprove ☐ Abstain

☐ Agenda 5 : To consider and approve the directors' remuneration for year 2025

- ☐ (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 6 : To consider and approve the appointment of the auditors and determine the auditing fee for year 2025

- ☐ (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 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

(5) Votes of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves and matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

Signed _____ Proxy
()

Signed _____ Proxy
()

1. 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.
2. 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.
3. In case of there are agenda other than the agenda specified above, the additional can be specified by the Shareholder in the Regular Continued Proxy Form B as Enclosure.

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 year 2025 to be held on Tuesday, April 22nd, 2025 at 10.00 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

Duty Stamp
20 Baht

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 year 2025 to be held on Tuesday, April 22nd, 2025 at 10.00 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 acknowledge the operating results for year 2024 and Form 56-1 One Report of 2024

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

☐ Agenda 2 : To consider and approve the financial statements for year ended December 31, 2024

- ☐ (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 3 : To consider and approve for omitted dividend payment

- ☐ (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 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
 - 1. Mr. Noppadol Dheerabutrpongkul
 - ☐ Approve _____ votes ☐ Disapprove _____ votes ☐ Abstain _____ votes
 - 2. Mr. Seung Woo Lee
 - ☐ Approve _____ votes ☐ Disapprove _____ votes ☐ Abstain _____ votes
 - 3. Mrs. Chanchira Smakthai
 - ☐ Approve _____ votes ☐ Disapprove _____ votes ☐ Abstain _____ votes

☐ Agenda 5 : To consider and approve the directors' remuneration for year 2025

- ☐ (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 6: To consider and approve the appointment of the auditors and determine the auditing fee for year 2025

- ☐ (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:
- | | | | | | |
|----------------------------------|-------|-------------------------------------|-------|----------------------------------|-------|
| <input type="checkbox"/> Approve | votes | <input type="checkbox"/> Disapprove | votes | <input type="checkbox"/> Abstain | votes |
|----------------------------------|-------|-------------------------------------|-------|----------------------------------|-------|

☐ Agenda 7 : 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:
- | | | | | | |
|----------------------------------|-------|-------------------------------------|-------|----------------------------------|-------|
| <input type="checkbox"/> Approve | votes | <input type="checkbox"/> Disapprove | votes | <input type="checkbox"/> Abstain | votes |
|----------------------------------|-------|-------------------------------------|-------|----------------------------------|-------|

(5) Votes of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves and matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/us in all respects, except for vote of the Proxy which is not in accordance with this Proxy Form.

Signed _____ Shareholder
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Signed _____ Proxy
()

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 year 2025 to be held on Tuesday, April 22nd, 2025 at 10.00 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_____votes ☐ Disapprove _____votes ☐ Abstain_____votes

☐ **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

☐ **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

☐ **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

☐ **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

**□ 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 56-1 One Report of 2024 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 Form 56-1 One Report of 2024 and Financial Statement by requesting to deliver documents to the address as below;

Address _____

_____ Postcode _____

.....

Please fill in above form and submit to:

- Email: ir@bjc1994.com

Attachment 10

-Translation-

Guidelines for attending the electronic meeting (E-AGM)

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

<https://www.set.or.th/th/dap/services/e-shareholder-meeting>

or Scan QR Code below

