



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

**Minutes of the 2023 Annual General Meeting of Shareholders
of Bangkok Sheet Metal Public Company Limited**

The 2023 Annual General Meeting of Shareholders via electronic meeting (E-AGM) was convened on Wednesday 26 April 2023 at 14:00, live broadcasting from the Company's Meeting Room at 149, Moo 6, Suk Sawat 78 Soi 19, Suk Sawat Road, Bang Chak Sub-District, Phra Pradaeng District, Samut Prakan Province 10130.

Ms. Supavadee Maneewannakul, acting as the Conductor of the Meeting, welcomed the shareholders and proxy holders to the 2023 Annual General Meeting of Shareholders via electronic meeting (E-AGM) of Bangkok Sheet Metal Public Company Limited. 7 Directors attended the Meeting in person and via electronic meeting, out of the total 7 directors, representing 100 percent of the total number of the directors.

Members of the Board of Directors present at the Meeting

- | | | |
|----|-----------------------------|--|
| 1. | Mr. Damnoen Kaewthawee | Chairman of the Board of Directors / Independent Director /
Audit Committee |
| 2. | Mr. Tanin Sajjaboribun | Chief Executive Officer / Vice Chairman of the Board of Directors |
| 3. | Ms. Namthip Kitsaksakul | Director / Audit Committee / Independent Director |
| 4. | Mr. Prapart Praisuwanna | Chairman of Audit Committee / Independent Director |
| 5. | Mr. Tirawat Amornthatri | Director / Managing Director |
| 6. | Mr. Tanes Sajjaboriboon | Director / Company Secretary |
| 7. | Mr. Vinai Vongswangrussamee | Director |

Executives present at the Meeting

- | | | |
|----|------------------------------|------------------------------------|
| 1. | Ms. Laongdao Ngamkara | Director of Accounting and Finance |
| 2. | Mr. Pavit Wongsavangrussamee | Director of Sales and Marketing |

Legal Advisor from Vudthisan Company Limited

Mr. Suschanai Puakiatsakul acted as voting inspector in accordance with law and the Company's Article of Association to clarify the voting procedure and the vote count method.

Auditor from Dharmniti Auditing Company Limited

Ms. Wannisa Ngambuathong attended the Meeting via electronic meeting.

The Chairman of the Meeting proceeded all matters in accordance with the order of agenda specified in the meeting invitation as follows:



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

- Agenda 1 To certify the Minutes of the 2022 Annual General Meeting of Shareholders held on 22 April 2022
- Agenda 2 To consider and acknowledge the Company's operating results for the year 2022
- Agenda 3 To consider and approve the statement of financial position, the statement of comprehensive income, and the auditor's report on financial statements of the Company for the year 2022 ended 31 December 2022
- Agenda 4 To consider and approve the allocation of net profit for the year 2022 as a legal reserve
- Agenda 5 To consider and approve the dividend payment for the year 2022
- Agenda 6 To consider and approve the re-election of the directors who retire by rotation
- Agenda 7 To consider and approve the remuneration of the Company's directors for the year 2023
- Agenda 8 To consider and approve the appointment of the Company's auditor and the determination of the audit fee for the year 2023
- Agenda 9 To consider and approve the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3)
- Agenda 10 To consider and approve the decrease of the Company's registered capital by 49,815,039 baht from the existing registered capital of 343,148,101 baht to the new registered capital of 293,333,062 baht by cancelling 99,630,078 ordinary shares at the par value of 0.50 baht in accommodation of the Convertible Debentures that are not issued and sold, and to approve the amendment of Clause 4 of the Company's Memorandum of Association to reflect the decrease of the Company's registered capital
- Agenda 11 To consider and approve the increase of the Company's registered capital by 94,901,610 baht from the existing registered capital of 293,333,062 baht to the new registered capital of 388,234,672 baht by issuing 189,803,220 newly issued ordinary shares at the par value of 0.50 baht, and to approve the amendment of Clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital
- Agenda 12 To consider and approve the allocation of newly issued ordinary shares of the Company
- Agenda 13 To consider other matters (if any)

The 2023 Annual General Meeting of Shareholders via electronic meeting (E-AGM) was held under the Royal Decree on Teleconferences through Electronic Means B.E. 2563 (2020) to prevent the spread of Covid-19. Bangkok Sheet Metal Public Company Limited used e-meeting control system (OJ E-AGM) from OJ International Company Limited, which has conducted self-assessment of e-meeting platform in accordance with the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings via Electronic Means B.E. 2563 (2020) and the Electronic Transactions Development Agency (ETDA).



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email :bmc@bmplc.co.th Website : www.bmplc.co.th

To comply with good corporate governance, the Conductor informed the Meeting of the rules and procedures for voting and vote counting as follows:

Voting Procedures

1. In respect of voting at the Meeting, each shareholder shall have a number of votes equal to the total number of shares held. 1 share is entitled to 1 vote.
2. Voting for each agenda shall be made openly. The shareholders or proxy holders shall vote either for approval, disapproval, or abstention. Splitting of votes is not allowed, except in case of a foreign investor who appoints a custodian in Thailand to keep his/her shares in the custody. Such foreign shareholder is entitled to vote separately for approval, disapproval, or abstention simultaneously based on the number of shares held.
3. The shareholders are requested to follow the voting procedures as follows:
 - When the shareholders wish to vote, the shareholders can redirect from e-Meeting page to the main page in browser and click 'e-Voting' button.
 - New window shall appear for the shareholders to vote on each agenda either for approval, disapproval, or abstention. Then, there will be another window asking the shareholders to confirm their vote.
 - In case the shareholders wish to change their vote, the shareholders can click to vote again on each agenda until the Meeting announces the closing of the voting for such agenda.
 - If a shareholder logs in to the system and does not cast any vote, the system shall deem it as a vote of approval automatically.
 - Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting.

Criteria for Vote Counting

1. Subject to Article 38 of the Company's Articles of Association, "In a normal case, a simple majority of the shareholders present at the Meeting and entitled to vote is required. In case of a tie, the Chairman of the Meeting shall have a casting vote."
2. Counting of the voting result of each agenda item, the votes of the shareholders at the Meeting will be counted only those who vote against and/or abstain from voting, and are deducted from the total number of votes of the shareholders at the Meeting. The remaining votes will be considered as the votes for approval, and the votes that the grantors have already voted on the proxy form have been counted.



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

3. The notification of the voting results will state the votes of approval, disapproval and abstention. Each agenda will use the latest number of shares of the meeting attendees, so the number of the meeting attendees on each agenda may change and may not be the same.

Prior to the voting on each agenda, the Chairman of the Meeting shall give the shareholders an opportunity to ask questions or express their opinions concerning such agenda as deemed appropriate.

If there are any questions that are irrelevant to the agenda, please ask the questions or express opinions under the agenda item for other matters at the end of the Meeting. Also, please ask questions briefly and avoid asking the same questions in order to give opportunity for other shareholders to ask other questions. Therefore, the Chairman would like to request good cooperation from the shareholders and proxy holders in order to run effective meeting and keep the Meeting on schedule.

If the shareholders or proxy holders wish to ask questions or express opinions, please click 'Chat' icon on the bottom of the screen, then type message into the Chat window, also provide name, surname and status of attending the Meeting, either attending by themselves or by proxies, whereby the minutes of the Meeting shall record the details accurately and completely, and press Enter button to send message to BM Q&A. After that, the Chairman shall read the questions in chronological order. The Company reserves the right to answer only questions that are relevant to each agenda. The other irrelevant questions shall be read at the end of the Meeting.

In case of a large number of questions being sent into the system, the Company reserves the right to consider and select questions as it deems appropriate. If some questions cannot be answered at the Meeting due to a limited time, the Company shall answer and disclose in the Minutes of the Meeting or on the Company's website later.

In case a shareholder has problem attending the e-Meeting and voting system, please follow the procedures of the Meeting or contact the support team at 02-079-1811.

In order to comply with Good Corporate Governance for Listed Companies regarding vote counting, the Company invited Legal Advisor from Vudthisan Company Limited, Mr. Suschanai Puakiatsakul, to take part in the vote counting and the Meeting to be conducted in accordance with the laws and Articles of Association of the Company.

At the start of the Meeting, there were 35 shareholders attending the Meeting by themselves and by proxies, totally representing 424,557,743 shares, equivalent to 81.8884 percent of total paid-up shares.

A quorum was reached as required by law and the Articles of Association of the Company. Mr. Damnoen Kaewthawee presided as the Chairman of the Meeting.



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email :bmc@bmplc.co.th Website : www.bmplc.co.th

The Chairman welcomed and thanked all the shareholders and proxy holders for attending the 2023 Annual General Meeting of Shareholders via electronic meeting (E-AGM) of Bangkok Sheet Metal Public Company Limited. The Chairman announced that a quorum was present as required by the Articles of Association of the Company. The Chairman, therefore, declared the Meeting open and asked the Meeting to consider the agenda as stated in the invitation to the 2023 Annual General Meeting of Shareholders, and assigned the Conductor to conduct the Meeting.

The Meeting began at 14:16.

Agenda 1 To certify the Minutes of the 2022 Annual General Meeting of Shareholders on 22 April 2022
The Chairman assigned the Conductor to inform the details to the Meeting.

The Conductor asked the Meeting to consider and certify the minutes of the 2022 Annual General Meeting of Shareholders held on 22 April 2022, as shown in Enclosure 1 of the meeting invitation. The Board of Directors was of the opinion that the minutes were correct, duly and completely recorded. Therefore, the Board of Directors proposed the shareholders' meeting to approve the Minutes of the 2022 Annual General Meeting of Shareholders held on 22 April 2022 of Bangkok Sheet Metal Public Company Limited. The resolution of this agenda shall be passed by a simple majority of the shareholders present at the Meeting and entitled to vote.

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. The resolution of this agenda shall be passed by a simple majority of the shareholders present at the Meeting and entitled to vote.

The Chairman asked the Conductor to announce the voting result.

Resolution: The Meeting resolved to certify the minutes of the 2022 Annual General Meeting of Shareholders held on 22 April 2022 with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100



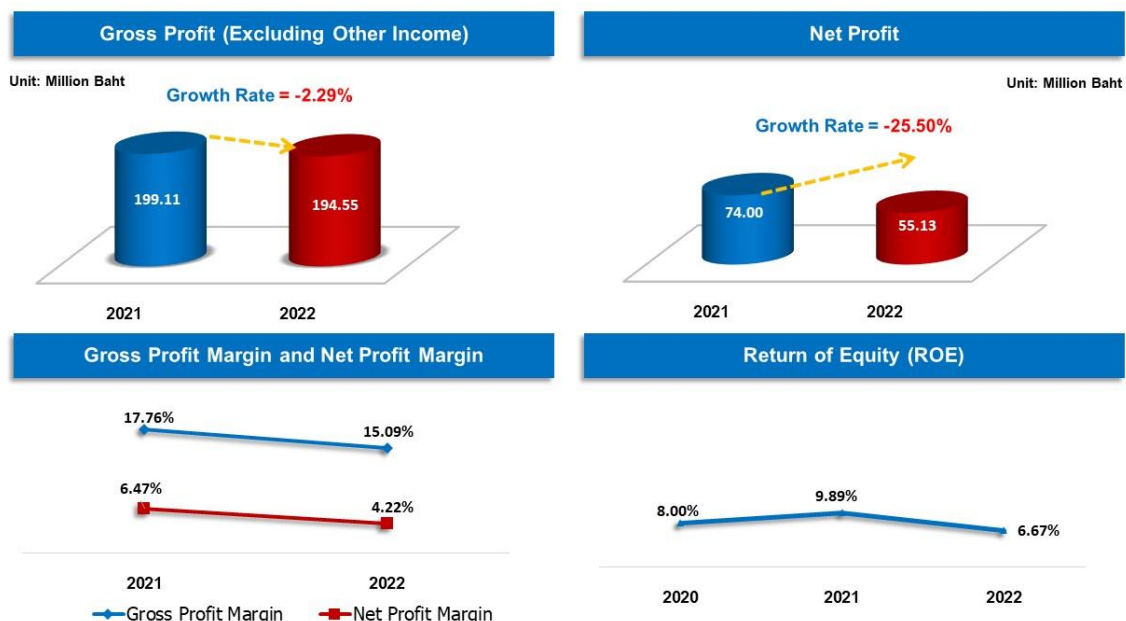
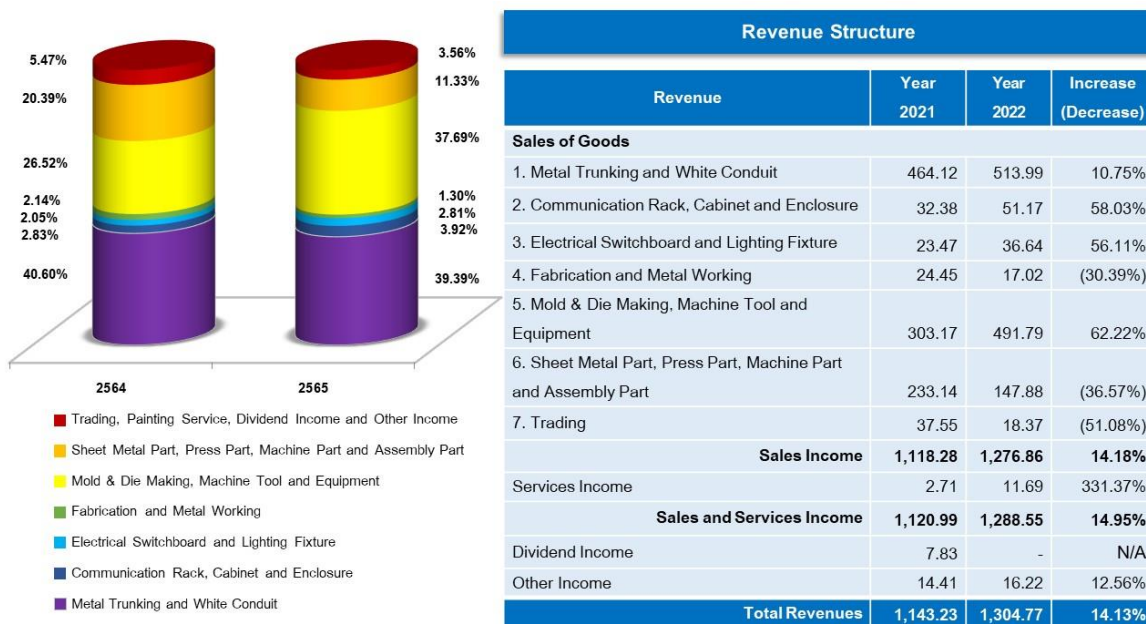
Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email :bmc@bmplc.co.th Website : www.bmplc.co.th

Agenda 2 To consider and acknowledge the Company's operating results for the year 2022

The Chairman informed that the Company provided the 2022 annual report and the Company's operating results for the year 2022 to the shareholders, as shown in Enclosure 2 of the meeting invitation. The Board of Directors deemed it appropriate that the shareholders' meeting to consider and acknowledge the 2022 annual report and the Company's operating results for the year 2022, including the future plan. The Board of Directors assigned Mr. Tirawat Amornthatri, Managing Director, to report the Company's operating results for the year 2022 as follows:

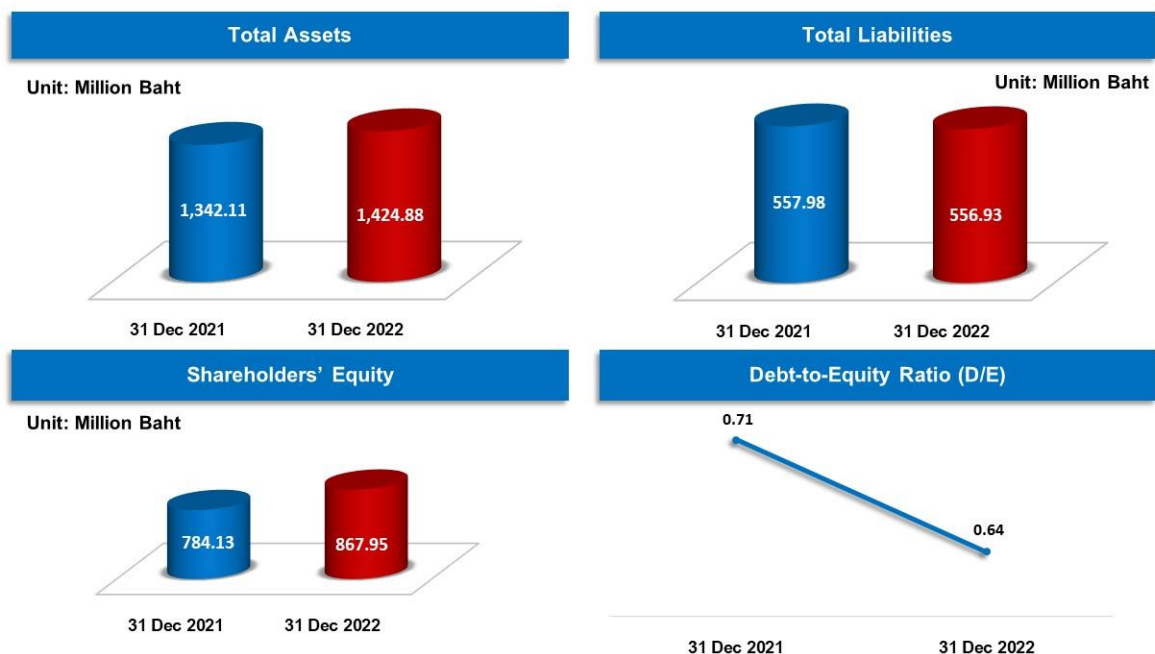




Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email :bmc@bmplc.co.th Website : www.bmplc.co.th



The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor then requested the Meeting to consider the next agenda. This agenda is for acknowledgement and voting is not required.

Agenda 3 To consider and approve the statement of financial position, the statement of comprehensive income, and the auditor's report on financial statements for the year 2022 ended 31 December 2022

The Chairman reported to the Meeting that, in compliance with the Public Company Limited Act B.E. 2535 (1992) and the Company's Articles of Association, the Company shall prepare the statement of financial position (balance sheet) and income statement at the ending date of each fiscal year, which have been audited by an external auditor before presenting to the shareholder's meeting for consideration and approval. The details of the statement of financial position, the statement of comprehensive income, and the audited financial statements for the year 2022 ended 31 December 2022 as shown in Enclosure 2 of the meeting invitation. The Board of Directors therefore proposed the shareholders' meeting to approve the statement of financial position and the statement of comprehensive income for the year 2022 ended 31 December 2022, and the auditor's report on financial statements, which were considered by the Audit Committee, and were audited



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email :bmc@bmplc.co.th Website : www.bmplc.co.th

and certified by the Company's auditor, Ms. Wannisa Ngambuathong, Certified Public Accountant Registration No. 6838, from Dharmniti Auditing Company Limited.

The Chairman invited Mr. Tanes Sajjaboriboon, Chief Financial and Accounting Officer (CFO), to briefly present the statement of financial position and the statement of comprehensive income for the year 2022 ended 31 December 2022, which were audited by the certified auditor, to the shareholders as follows:

The Equity Method

Unit: Million Baht

Financial Statements	Year 2022	Year 2021	Increase (Decrease)	
			Amount	% +/-
Sales and Services Income	1,289.06	1,121.00	168.06	14.99
Other Income	16.16	14.38	1.78	12.38
Gain from Sale of Investment in Associated Company	-	8.28	N/A	N/A
Total Revenues	1,305.22	1,143.66	161.56	14.13
Cost of Sales and Services	1,094.51	921.89	172.62	18.72
Gross Profit (Excluding Other Income and Dividend Income)	194.55	199.11	(4.56)	(2.29)
Gross Profit Margin (%)	15.09%	17.76%		
Profit before Expenses	210.71	221.77	(11.06)	(4.99)
Distribution Costs and Administrative Expenses	128.69	128.65	0.04	0.03
Share of Profit (Loss) from investment in Associated Company	(10.29)	(9.87)	0.42	4.26
Finance Costs	7.77	11.95	(4.18)	(34.98)
Profit before Income Tax Expenses	63.96	71.30	(7.34)	(10.29)
Income Tax Expenses (Income)	8.83	(2.70)	11.53	427.04
Net Profit	55.13	74.00	(18.87)	(25.50)
Net Profit Margin (%)	4.22%	6.47%		

The Cost Method

Unit: Million Baht

Financial Statements	Year 2022	Year 2021	Increase (Decrease)	
			Amount	% +/-
Sales and Services Income	1,288.55	1,121.00	167.55	14.95
Other Income	16.22	14.40	1.82	12.64
Dividend Income	-	7.83	N/A	N/A
Total Revenues	1,304.77	1,143.23	161.54	14.13
Cost of Sales and Services	1,094.51	921.89	172.62	18.72
Gross Profit (Excluding Other Income and Dividend Income)	194.04	199.11	(5.07)	(2.55)
Gross Profit Margin (%)	15.06	17.76%		
Profit before Expenses	210.26	221.34	(11.08)	(5.01)
Distribution Costs and Administrative Expenses	128.49	128.63	(0.14)	(0.11)
Share of Profit (Loss) from investment in Associated Company	-	56.29	N/A	N/A
Finance Costs	7.77	11.95	(4.18)	(34.98)
Profit before Income Tax Expenses	74.00	24.47	49.53	202.41
Income Tax Expenses (Income)	8.83	(2.70)	11.53	427.04
Net Profit	65.17	27.17	38.00	139.86
Net Profit Margin (%)	4.99	2.38		

	Consolidated Financial Statements		Separate Financial Statements	
	Under the Equity Method		Under the Cost Method	
	2022	2021	2022	2021
Total Current Assets	497,552,280	476,025,445	496,314,663	475,093,549
Total Non-Current Assets	927,328,348	866,091,668	954,775,230	883,243,817
Total Assets	1,424,880,628	1,342,117,113	1,451,089,893	1,358,337,366
Total Current Liabilities	360,959,760	415,688,329	360,888,184	415,675,729
Total Non-Current Liabilities	195,966,575	142,294,981	195,966,575	142,294,981
Total Liabilities	556,926,335	557,983,310	556,854,759	557,970,710
Total Shareholders' Equity	867,954,293	784,133,803	894,235,134	800,366,656
Total Liabilities and Shareholders' Equity	1,424,880,628	1,342,117,113	1,451,089,893	1,358,337,366
Total Revenues	1,305,219,942	1,143,657,843	1,304,771,714	1,143,229,052
Cost of Sales and Services	1,094,509,485	921,888,805	1,094,509,485	921,888,805
Distribution Costs	55,022,146	47,283,239	55,022,146	47,283,239
Administrative Expenses	73,669,711	81,370,061	73,468,228	81,344,573
Loss from Sale of Investment in Associated Company	-	-	-	56,285,225
Share of Profit (Loss) from Investment in Associated Company	(10,295,200)	(9,871,458)	-	-
Finance Costs	7,767,598	11,948,508	7,767,598	11,948,508
Income Tax Expenses (Income)	8,826,968	(2,700,258)	8,826,968	(2,700,258)
Profit for the Year	55,128,834	73,996,030	65,177,289	27,178,960



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email :bmc@bmplc.co.th Website : www.bmplc.co.th

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by a simple majority of the shareholders present at the Meeting and entitled to vote.

The Chairman asked the Conductor to announce the voting result.

Resolution: The Meeting resolved to approve the statement of financial position, the statement of comprehensive income, and the auditor's report on financial statements for the year 2022 ended 31 December 2022 with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100

Agenda 4 To consider and approve the allocation of net profit for the year 2022 as a legal reserve

The Chairman reported to the Meeting that the Public Company Limited Act B.E. 2535 (1992) and the Company's Articles of Association require that "... a public company shall allocate not less than 5 percent of its annual net profit, less accumulated loss carried forward (if any), to a reserve account (as a legal reserve), until the legal reserve is not less than 10 percent of the registered capital ...". The Company recorded a net profit of 65,177,289 baht for the year 2022 (Separate Financial Statements). The Board of Directors, therefore, proposed the shareholders' meeting to approve the allocation of the net profit for the year 2022 amounted to 3,260,000 baht or equivalent to 5 percent of the net profit for the year 2022 (Separate Financial Statements) as a legal reserve, in compliance with the Public Company Limited Act B.E. 2535 (1992). As a result, the total legal reserve of the Company shall give an amount of 28,481,500 baht or equivalent to 8.30 percent of the registered capital.

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email :bmc@bmplc.co.th Website : www.bmplc.co.th

clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by a simple majority of the shareholders present at the Meeting and entitled to vote.

The Chairman asked the Conductor to announce the voting result.

Resolution: The Meeting resolved to approve the allocation of the net profit for the year 2022 amounted to 3,260,000 baht or equivalent to 5 percent of the net profit for the year 2022 (Separate Financial Statements) as a legal reserve, in compliance with the Public Company Limited Act B.E. 2535 (1992). As a result, the total legal reserve of the Company shall give an amount of 28,481,500 baht or equivalent to 8.30 percent of the registered capital with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100

Agenda 5 To consider and approve the dividend payment for the year 2022

The Chairman reported to the Meeting that the Public Company Limited Act B.E. 2535 (1992) and the Articles of Association of the Company provide that no dividend shall be paid out of any money other than profits, also in the event that the Company has an accumulated loss, no dividend shall be paid. In addition, the Company has the policy to pay dividend at the rate of not less than 40 percent of the net profit after deduction of the legal reserve. The Company had the net profit of 65,177,289 baht for the year 2022 (Separate Financial Statements), and also had the unappropriated retained earnings. The Board of Directors considered the Public Company Limited Act, the Company's Articles of Association, operating results, financial position, and interests of all stakeholders. Nevertheless, the Board of Directors may sometimes consider not to follow the dividend policy depending on the operating results, investment plans, liquidity, necessity, and other appropriate circumstances in the future, as it deems appropriate. Therefore, the Board of Directors proposed the shareholders' meeting to approve the dividend payment for the year 2022 to the shareholders amounted to 51,845,875.80 baht or equivalent to 83.73 percent of the net profit after deduction of the legal reserve (Separate Financial Statements). The dividend shall be paid in cash to the shareholders of the Company, totaling 518,458,758 ordinary shares, at the rate of 0.10 baht per share. The allocation of net profit and dividend payment are in line with the Company's policy.



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

The Company has set the date for determining the names of shareholders who are entitled to the dividend payment on 14 March 2023 (Record Date), and the dividend payment shall be made on 19 May 2023.

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by a simple majority of the shareholders present at the Meeting and entitled to vote.

The Chairman asked the Conductor to announce the voting result.

Resolution: The Meeting resolved to approve the dividend payment for the year 2022 to the shareholders amounted to 51,845,875.80 baht or equivalent to 83.73 percent of the net profit after deduction of the legal reserve (Separate Financial Statements). The dividend shall be paid in cash to the shareholders of the Company, totaling 518,458,758 ordinary shares, at the rate of 0.10 baht per share. The dividend payment is in line with the Company's policy with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100

Agenda 6 To consider and approve the re-election of the directors who retired by rotation

The Chairman assigned the Conductor to provide the details to the Meeting.

The Conductor reported to the Meeting that the Company gave the opportunity to the shareholders to nominate candidates to be elected as the Company's directors from 11 October 2022 to 31 December 2022 on the Company's website. However, no shareholder nominated any candidate for election as the Company's directors.

The Public Company Limited Act B.E. 2535 (1992) and the Company's Articles of Association prescribe that, at every Annual General Meeting of Shareholders, one-third (1/3) of the total number of directors shall retire from their office. At the 2023 Annual General Meeting of Shareholders, 3 directors retired by rotation as follows:



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

- 1) Mr. Tanin Sajjaboribun Director / Chief Executive Officer /
Vice-Chairman of the Board of Directors
- 2) Mr. Vinai Vongswangrussamee Director
- 3) Mr. Prapart Praisuwanna Independent Director / Chairman of the Audit Committee

The Board of Directors (excluding those who had conflict of interest) proposed the shareholders' meeting to approve the re-election of the 3 directors, who retired by rotation, to hold office for another term. The 3 directors are fully qualified, have no prohibited characteristics as prescribed by the law, and serve their office well. The nomination was as follows:

- 1) Mr. Tanin Sajjaboribun Director / Chief Executive Officer /
Vice-Chairman of the Board of Directors
- 2) Mr. Vinai Vongswangrussamee Director
- 3) Mr. Prapart Praisuwanna Independent Director / Chairman of the Audit Committee

Profiles and preliminary information of the nominated persons as the Company's directors, as shown in Enclosure 6 of the meeting invitation.

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by a simple majority of the shareholders present at the Meeting and entitled to vote. The shareholders shall vote to elect each nominated person individually.

The Chairman asked the Conductor to announce the voting result.

- 6.1 Mr. Tanin Sajjaboribun Director / Chief Executive Officer /
Vice-Chairman of the Board of Directors

Resolution: The Meeting resolved the appointment of Mr. Tanin Sajjaboribun as the Company's director and the other positions with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

Abstention	-	0
Total	424,557,743	100

6.2 Mr. Vinai Vongswangrussamee Director

Resolution: The Meeting resolved the appointment of Mr. Vinai Vongswangrussamee as the Company's director with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100

6.3 Mr. Prapart Praisuwanna Independent Director / Chairman of the Audit Committee

Resolution: The Meeting resolved the appointment of Mr. Prapart Praisuwanna as the Company's director and the other position with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,643	100
Disapproval	100	0
Abstention	-	0
Total	424,557,743	100

Agenda 7 To consider and approve the remuneration of the Company's directors for the year 2023

The Chairman assigned the Conductor to provide the details to the Meeting.

The Conductor reported to the Meeting that, pursuant to the Public Company Limited Act B.E. 2535 (1992) and the Company's Articles of Association, the Company's directors are entitled to receive the remuneration from the Company in terms of reward, meeting allowance, pension, bonus or other remuneration paid in other forms, or as considered by the shareholders' meeting. Nomination and Remuneration Committee considered the monetary remuneration of the directors which should be commensurate with duties and responsibilities. Therefore, the Board of Directors proposed the 2023 Annual General Meeting of Shareholders to consider and approve the remuneration for the Board of Directors and the sub-committees for the year 2023 of not exceeding 6,000,000 baht (the same as the year 2022). The details are described as follows:



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email :bmc@bmplc.co.th Website : www.bmplc.co.th

1. Meeting allowance for the Board of Directors and the sub-committees

Position	Meeting allowance THB / per meeting for the year 2022	Meeting allowance THB / per meeting for the year 2023
Chairman of the Board of Directors	22,000	22,000
Director	17,000	17,000
Chairman of the Audit Committee	22,000	22,000
Member of the Audit Committee	17,000	17,000
Chairman of the Nomination and Remuneration Committee	17,000	17,000
Member of the Nomination and Remuneration Committee ¹	12,000	12,000

Remark:¹ A director who holds office of the Company shall not be entitled to the meeting allowance.

The Board of Directors and the sub-committees shall receive the meeting allowance per meeting attendance and per position. The remuneration as the meeting allowance of the directors for the year 2023 shall not exceed 2,000,000 baht.

2. Bonus of the directors

Bonus of the directors shall not exceed 4,000,000 baht. The Nomination and Remuneration Committee shall allocate the bonus to each director as appropriate.

The remuneration of the Company's directors in terms of the meeting allowance and the bonus for the year 2023 shall not exceed 6,000,000 baht.

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by a two-thirds majority of the shareholders present at the Meeting.

The Chairman asked the Conductor to announce the voting result.

Resolution: The Meeting resolved to approve the remuneration for the Board of Directors and the sub-committees for the year 2023 of not exceeding 6,000,000 baht, which is the same as the year 2022, with the following votes:



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100

Agenda 8 To consider and approve the appointment of the Company's auditor and the determination of the audit fee for the year 2023

The Chairman assigned the Conductor to provide the details to the Meeting.

The Conductor reported to the Meeting that the Public Company Limited Act B.E. 2535 (1992) and the Company's Articles of Association prescribe that "... at every annual general meeting of shareholders, the Company shall appoint the auditors and determine the audit fee of the Company. The former auditor may be re-appointed ...". The Board of Directors proposed the 2023 Annual General Meeting of Shareholders to approve the appointment of Dharmniti Auditing Company Limited as the Company's auditor for the year 2023 as follows:

Miss Wannisa Ngambuathong CPA Registration No. 6838; or
 Miss Nitinee Kittikunapong CPA Registration No. 8843; or
 Miss Choitma Kitsirakorn CPA Registration No. 7318; or
 Miss Chutinant Kopraserthaworn CPA Registration No. 9201

In the case that the above mentioned auditors cannot perform his/her duty, Dharmniti Auditing Company Limited shall arrange and delegate new certified public auditor from its firm, approved by the Securities and Exchange Commission (SEC), to conduct the audit and express his/her opinion on the financial statements of the Company. The auditors of Dharmniti Auditing Company Limited as proposed have no relationships with or interests in the Company, its subsidiaries, management, major shareholders or those related to the above mentioned persons. The auditors are, therefore, independent to examine and freely voice their opinions regarding the Company's financial statements for the year 2023. The audit fees of the Company for the year 2023 are determined to not exceed 1,460,000 baht as follows:

Audit Fee	Year 2021	Year 2022	Year 2023
1. Annual Audit Fee	720,000 Baht	750,000 Baht	770,000 Baht
2. Review Fee for Interim Financial Statements	660,000 Baht	660,000 Baht	690,000 Baht



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

Audit Fee	Year 2021	Year 2022	Year 2023
3. Audit Fee for Promoted BOI Company	90,000 Baht	-	-
Total	1,470,000 Baht	1,410,000 Baht	1,460,000 Baht

Profiles and preliminary information of the nominated auditors, as shown in Enclosure 7 of the meeting invitation.

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by a simple majority of the shareholders present at the Meeting and entitled to vote.

The Chairman asked the Conductor to announce the voting result.

Resolution: The Meeting resolved to approve the appointment of Dharmniti Auditing Company Limited as the Company's auditor for the year 2023 as follows:

Miss Wannisa Ngambuathong CPA Registration No. 6838; or
 Miss Nitinee Kittikunapong CPA Registration No. 8843; or
 Miss Choitma Kitsirakorn CPA Registration No. 7318; or
 Miss Chutinant Kopraserthaworn CPA Registration No. 9201

In the case that the above mentioned auditors cannot perform his/her duty, Dharmniti Auditing Company Limited shall arrange and delegate new certified public auditor from its firm, approved by the Securities and Exchange Commission (SEC), to conduct the audit and express his/her opinion on the financial statements of the Company.

In addition, the Meeting resolved to approve the appointment of the Company's auditor, and the determination of the audit fee for the year 2023 of not exceeding 1,460,000 baht with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

Agenda 9 To consider and approve the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3)

The Chairman assigned the Conductor to provide the details to the Meeting.

The Conductor reported to the Meeting that the Company considered raising the Company's fund for business expansion, using as working capital, strengthening the Company's capital base, also preparing the Company's finance for future investment such as new manufacturing facility construction for export expansion. The future investment scheme shall increase revenue and create long-term benefits to the Company and the shareholders of the Company.

The Board of Directors therefore proposed the shareholders' meeting to approve the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3). 'Summary of Features of Warrants Representing the Right to Purchase Newly Issued Ordinary Shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3)', as shown in Enclosure 4 of the meeting invitation, are described briefly as follows:

Issuer : Bangkok Sheet Metal Public Company Limited ("the Company" or "BM")

Type : Warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No. 3 ("Warrants" or "BM-W3")

Type of Warrants : Specified the name of the holder and transferable

Number of Warrants in Issuance and Offering : Not exceeding 172,819,586 units

Offering Price per Unit : 0.00 baht (zero baht)

Allocation Method : Warrants shall be allocated to the existing shareholders of the Company (Rights Offering) at the ratio of 3 existing shares to 1 Warrant, at no cost. In the case where there are any fractions of unit of Warrants from the calculation of the allocation, the fraction shall be rounded down. The Warrants remained from the allocation will be cancelled by the Company; therefore, the final outstanding balance of the allotted Warrants will be equal to the number of the Warrants duly allotted to the existing shareholders. In this regard, the names of shareholders entitled to receive the Warrant shall be determined on 14 March 2023 (Record Date). However, the warrants entitlement is uncertain and pending approval of the Annual General Meeting of Shareholders.



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

- Exercise Ratio :** 1 unit of the Warrant is entitled to purchase 1 ordinary share with the exception of the case of the adjustment of rights in accordance with the adjustment conditions.
- Exercise Price :** 1.10 baht per share with the exception of the case of the adjustment of rights in accordance with the adjustment conditions
- Date of Issuance :** 9 May 2023
- Tenor :** 2 years 1 month and 15 days from the date of issuance and offering of Warrants
- Exercise Period :** The Warrant holders shall be able to exercise their rights 4 times: the first date of exercise is 24 December 2023; the second is 24 June 2024; the third is 24 December 2024; the final date of exercise is 24 June 2025. (In case of the last exercise date falls on the holiday, the exercise date shall be shifted to the last business day prior to the original exercise date.)

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by the votes of not less than three-fourths of the total number of shareholders present at the Meeting and entitled to vote.

The Chairman asked the Conductor to announce the voting result.

Resolution: The Meeting resolved to approve the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3) with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100

- Agenda 10** To consider and approve the decrease of the Company's registered capital by 49,815,039 baht from the existing registered capital of 343,148,101 baht to the new registered capital of 293,333,062 baht by cancelling 99,630,078 ordinary shares at the par value of 0.50 baht in



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

accommodation of the Convertible Debentures that are not issued and sold, and to approve the amendment of clause 4 of the Company's Memorandum of Association to reflect the decrease of the Company's registered capital

The Chairman assigned the Conductor to provide the details to the Meeting.

The Conductor reported to the Meeting that Section 136 of the Public Company Limited Act B.E. 2535 (1992) (including any amendments) stipulates that a public company can offer newly issued shares when all shares have been sold and paid in full, except the shares that have not been fully sold are the shares issued for the exercise of rights under convertible debentures or warrants. The public company shall cancel the registered shares not yet purchased and not allocated for the exercise of rights under convertible debentures or warrants, prior to the issuance of such newly issued shares. In order to accommodate the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3), the Company is required to decrease the Company's registered capital.

Currently, the Company has the registered capital of 343,148,101 baht divided into 686,296,202 ordinary shares at the par value of 0.50 baht per share, and the paid-up registered capital of 259,229,379 baht divided into 518,458,758 ordinary shares at the par value of 0.50 baht per share. The Company totally has 167,837,444 unsold registered shares at the par value of 0.50 baht per share, which are the remaining shares from the allocation of warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No. 2 (BM-W2) in the amount of 68,207,366 shares, and the conversion rights of the Convertible Debentures issued and offered to Advance Opportunities Fund (AO Fund) and Advance Opportunities Fund 1 (AO Fund 1) in the amount of 99,630,078 shares. The Convertible Debentures has a maturity of 1 year, after the 2022 Annual General Meeting of Shareholders approved the issuance on 22 April 2022. The Company does not issue all the Convertible Debentures throughout the maturity period, and has no intention of issuing the Convertible Debentures. Under Section 136 and Section 140 of the Public Company Limited Act B.E. 2535 (1992), a public company shall cancel the registered shares not yet offered for sale or not purchased, before the increase of its capital, except the shares allocated for the exercise of rights under convertible debentures and warrants. The Board of Directors therefore proposed the 2023 Annual General Meeting of Shareholders to approve the decrease of the Company's registered capital by 49,815,039 baht from the existing registered capital of 343,148,101 baht to the new registered capital of 293,333,062 baht by cancelling 99,630,078 ordinary shares at the par value of 0.50 baht in accommodation of the Convertible Debentures that are not issued and sold, and to approve the amendment of clause 4 of the Company's Memorandum of Association to reflect the decrease of the Company's registered capital as follows:

"Clause 4 Registered Capital: 293,333,062 baht (Two hundred and ninety-three million,

three hundred and thirty-three thousand,

and sixty-two baht)



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

Divided into:	586,666,124 shares	(Five hundred and eighty-six million, six hundred and sixty-six thousand, one hundred and twenty-four shares)
Par value:	0.50 baht	(Fifty satang)
Classified as		
Ordinary shares:	586,666,124 shares	(Five hundred and eighty-six million, six hundred and sixty-six thousand, one hundred and twenty-four shares)
Preferred shares:	- shares	(- shares)"

In this regard, the Board of Directors, Executive Committee and/or person appointed by the Board of Directors and/or Executive Committee of the Company have the power to execute, amend, add or file the applications or documents in relation to the Company's Memorandum of Association, and/or other necessary actions in order to comply with the orders stipulated by the registrar, in filing the registration of the capital decrease and the amendment of the Company's Memorandum of Association with the Department of Business Development, the Ministry of Commerce.

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by the votes of not less than three-fourths of the total number of shareholders present at the Meeting and entitled to vote.

The Chairman asked the Conductor to announce the voting result.

Resolution: The Meeting resolved to approve the decrease of the Company's registered capital by 49,815,039 baht from the existing registered capital of 343,148,101 baht to the new registered capital of 293,333,062 baht by cancelling 99,630,078 ordinary shares at the par value of 0.50 baht in accommodation of the Convertible Debentures that are not issued and sold, and to approve the amendment of clause 4 of the Company's Memorandum of Association to reflect the decrease of the Company's registered capital as well as appointing the authority with the following votes:



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100

Agenda 11 To consider and approve the increase of the Company's registered capital by 94,901,610 baht from the existing registered capital of 293,333,062 baht to the new registered capital of 388,234,672 baht by issuing 189,803,220 newly issued ordinary shares at the par value of 0.50 baht, and to approve the amendment of clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital

The Chairman assigned the Conductor to provide the details to the Meeting.

The Conductor reported to the Meeting that, according to the request for approval of the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3), the right adjustment of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.2 (BM-W2) shall be made. Pursuant to the rights and duties of the warrant issuer and the warrant holders to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.2 (BM-W2) ("Terms and Conditions") in Clause 4.3 Conditions for Right Adjustment stating that "When the Company offers the existing shareholders and/or general public and/or specific investors (private placement) any newly securities, which give rights to the holders of those securities to purchase or convert into ordinary shares (i.e. the Convertible Debentures or Warrants) and the average price per share of newly issued ordinary shares to accommodate those rights is lower than 90 percent of the market price of the Company's ordinary shares.", the Company shall proceed to adjust the exercise price and/or the exercise ratio in order to maintain and ensure the benefits of the holders of the warrants (BM-W2) not less favorable to the original. Therefore, the Company shall increase its capital to accommodate the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.2 (BM-W2) in the amount of not exceeding 16,983,634 shares, and to accommodate the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3) in the amount of not exceeding 172,819,586 units/shares, allocated to the existing shareholders of the Company in proportion to their respective shareholdings (Rights Offering) at the ratio of 3 existing ordinary shares to 1 unit of warrants, at no cost. The Board of Directors Meeting No. 1/2023 on 23 February 2023 resolved to approve the increase of the Company's registered capital by 94,901,610 baht from the existing registered capital of 293,333,062 baht to the new registered capital of 388,234,672 baht by issuing 189,803,220 newly issued ordinary shares at the par value of



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

0.50 baht, and to approve the amendment of clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital as follows: The objectives of the capital increase are specified in Capital Increase Report Form (F53-4), as shown in Enclosure 3 of the meeting invitation.

"Clause 4	Registered Capital:	388,234,672 baht	(Three hundred and eighty-eight million, two hundred and thirty-four thousand, six hundred and seventy-two baht)
	Divided into:	776,469,344 shares	(Seven hundred and seventy-six million, four hundred and sixty-nine thousand, three hundred and forty-four shares)
	Par value:	0.50 baht	(Fifty satang)
Classified as			
	Ordinary shares:	776,469,344 shares	(Seven hundred and seventy-six million, four hundred and sixty-nine thousand, three hundred and forty-four shares)
	Preferred shares:	- shares	(- shares)"

In this regard, the Board of Directors, Executive Committee and/or person appointed by the Board of Directors and/or Executive Committee of the Company have the power to execute, amend, add or file the applications or documents in relation to the Company's Memorandum of Association, and/or other necessary actions in order to comply with the orders stipulated by the registrar, in filing the registration of the capital increase and the amendment of the Company's Memorandum of Association with the Department of Business Development, the Ministry of Commerce.

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by the votes of not less than three-fourths of the total number of shareholders present at the Meeting and entitled to vote.

The Chairman asked the Conductor to announce the voting result.



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email :bmc@bmplc.co.th Website : www.bmplc.co.th

Resolution: The Meeting resolved to approve the increase of the Company's registered capital by 94,901,610 baht from the existing registered capital of 293,333,062 baht to the new registered capital of 388,234,672 baht by issuing 189,803,220 newly issued ordinary shares at the par value of 0.50 baht, and to approve the amendment of clause 4 of the Company's Memorandum of Association to reflect the increase of the Company's registered capital as well as appointing the authority with the following votes:

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100

Agenda 12 To consider and approve the allocation of newly issued ordinary shares of the Company

The Chairman assigned the Conductor to provide the details to the Meeting.

The Conductor reported to the Meeting that, according to the resolution of the Board of Directors Meeting No. 1/2023 on 23 February 2023 and the Company's capital increase, the Board of Directors proposed the shareholders' meeting to approve the allocation of 189,803,220 newly issued ordinary shares at the par value of 0.50 baht per share as follows:

1) The allocation of not exceeding 16,983,634 newly issued ordinary shares to accommodate the right adjustment of warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.2 (BM-W2)

2) The allocation of not exceeding 172,819,586 newly issued ordinary shares to accommodate the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3), allocated to the existing shareholders of the Company in proportion to their respective shareholdings (Rights Offering) at the ratio of 3 existing ordinary shares to 1 unit of warrants, at no cost

In cast of there are remaining shares due to the absence of the exercise of the warrants to purchase the newly issued shares, the Company shall propose the shareholders' meeting for further consideration. The details of the capital increase and the allocation of the newly issued ordinary shares are specified in Capital Increase Report Form (F53-4), as shown in Enclosure 3 of the meeting invitation.

The Board of Directors and/or Executive Committee and/or the person appointed by the Board of Directors and/or the Executive Committee of the Company shall have the power to:



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

1. Specify details related to the issuance and offering of the warrants including but is not limited to the warrant issuance date, the first exercise date and the last exercise date, and the exercise of the warrants to purchase ordinary shares, as well as relevant terms and conditions.

2. Correct wording or text in the documents, minutes of shareholders meeting, Memorandum of Association and/or application form and/or other necessary actions to comply with the Registrar's order in filing the registration of the Company's capital increase with the Department of Business Development, Ministry of Commerce.

3. Sign relevant documents and applications which are necessary and appropriate in connection with the issuance of the warrants, also contact and submit applications, documents and evidences to government agencies or agencies involved in the issuance of warrants as well as filing the warrants for registration as listed securities on the Market for Alternative Investment (MAI).

4. Undertake any necessary and appropriate actions in connection with the issuance and offering of the warrants.

The Conductor asked the shareholders and proxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders on this agenda. The Conductor asked the shareholders and proxy holders to vote either for approval, disapproval, or abstention by clicking 'e-Voting' on the main page. Once the shareholders finish their vote, please go back to the e-Meeting window to watch the live meeting. The resolution of this agenda shall be passed by a simple majority of the shareholders present at the Meeting and entitled to vote.

The Chairman asked the Conductor to announce the voting result.

Resolution: The Meeting resolved to approve the allocation of 189,803,220 newly issued ordinary shares at the par value of 0.50 baht per share as follows:

1) The allocation of 16,983,634 newly issued ordinary shares to accommodate the right adjustment of warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.2 (BM-W2)

2) The allocation of 172,819,586 newly issued ordinary shares to accommodate the issuance and offering of the warrants to purchase ordinary shares of Bangkok Sheet Metal Public Company Limited No.3 (BM-W3), allocated to the existing shareholders of the Company in proportion to their respective shareholdings (Rights Offering) at the ratio of 3 existing ordinary shares to 1 unit of warrants, at no cost

as well as appointing the authority with the following votes:



Bangkok Sheet Metal Public Company Limited

149 MOO 6 SUKSAWAT RD, BANGJAK, PRAPADANG, SAMUTPRAKARN 10130

Tel. 0-2817-5555-7 Fax. 0-2817-5432 Email : bmc@bmplc.co.th Website : www.bmplc.co.th

Vote	Number of votes (1 share = 1 vote)	% Of the number of shares represented at the Meeting and voted
Approval	424,557,743	100
Disapproval	-	0
Abstention	-	0
Total	424,557,743	100

Agenda 13 To consider and approve other matters (if any)

The Chairman provided the shareholders an opportunity to propose the Meeting to consider any matters other than those proposed in the meeting invitation, pursuant to Section 105 Paragraph 2 of the Public Company Limited Act B.E. 2535 (1992) prescribing that "... shareholders, individually or collectively holding not less than one-third of the Company's total issued shares, may propose the meeting to consider any matters other than those proposed in the invitation ...". The Chairman announced that the agenda items proposed by the Company as specified in the Invitation to the 2023 Annual General Meeting of Shareholders were completely proceeded. The Chairman invited the shareholders and proxy holders to express their opinions and make any inquiries in relation to the Company.

The Conductor asked the shareholders and poxy holders to enter their questions or opinions into the Chat window, and press Enter button to send message to BM Q&A.

There were no questions from the shareholders and proxy holders. Therefore, the Chairman thanked the shareholders and proxy holders for attending the Meeting and declared closing the Meeting.

The Meeting adjourned at 15:52.

(Mr. Damnoen Kaewthawee)

Chairman of the Meeting

(Mr. Tanes Sujjaboriboon)

Company Secretary / Minute Taker