

No. SQ. 235/2020

May 12, 2020

- Subject** Schedule of the 2020 Annual General Meeting of Shareholders, Record Date to determine the shareholders who are entitled to attend the meeting and agendas of the 2020 Annual General Meeting of Shareholders
- Attention** President  
The Stock Exchange of Thailand
- Enclosure** 1. Precautionary Measures and Guidelines for Holding the Annual General Meeting of Shareholders under the Circumstance of Coronavirus Disease 2019 (COVID- 19) Outbreak  
2. Coronavirus Disease 2019 (COVID-19) Screening Form

Sahakol Equipment Public Company Limited (“**the Company**”) would like to inform the following resolutions of the Board of Directors’ Meeting No.5/2020, held on May 12, 2020 that resolved to hold the 2020 Annual General Meeting of Shareholders on June 25, 2020 at 14.00 hrs. at Meeting Room of Sahakol Equipment Public Company Limited, 3<sup>rd</sup> floor, 47/10 Soi Amornphan 4 Vibhavadirangsit Road, Ladyao, Chatuchak, Bangkok 10900 Thailand and determined the Record Date for shareholders who are entitled to attend the 2020 Annual General Meeting of Shareholders shall be on May 27, 2020. The agendas of the meeting will be as follows;

- Agenda 1** Matter to be informed by the Chairman
- Agenda 2** To consider and adopt the Minutes of the 2019 Annual General Meeting of Shareholders  
Board of Directors’ opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the Minutes of the 2019 Annual General Meeting of Shareholders.
- Agenda 3** To consider and acknowledge the Company’s operating performance for the fiscal year ended December 31, 2019  
Board of Directors’ opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to acknowledge the Company’s operating performance for the fiscal year ended December 31, 2019.
- Agenda 4** To consider and approve the Company’s report and consolidated financial statement for the fiscal year ended December 31, 2019  
Board of Directors’ opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the Company’s report and consolidated financial statement for the fiscal year ended December 31, 2019, which were approved by the Audit Committee and audited by the certified auditor of the Company.

Agenda 5 To consider and approve the allocation of profit from the Company's operating performance for the fiscal year ended December 31, 2019 as a legal reserve and the omission of dividend payment from the Company's operating performance for the fiscal year ended December 31, 2019

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the allocation of profit from the Company's operating performance for the fiscal year ended December 31, 2019 as a legal reserve, totaling Baht 8,651,801 and the omission of dividend payment from the Company's operating performance for the fiscal year ended December 31, 2019 due to the Company's operating plan in the future and needs for the investment fund and other necessities.

Agenda 6 To consider and approve the election of directors to replace the directors who retired by rotation

Board of Directors' opinion: The Board, exclusive of the Directors who have conflict of interest in this matter, deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the election of directors to replace the directors who retired by rotation to be re-elected as follows:

- |                              |   |
|------------------------------|---|
| 1) Mr. Vitavat Sirison       | Director/ Executive Director/ Chairman of the Risk Management Committee |
| 2) Mr. Kavut Sirison         | Director/ Executive Director/ Member of the Risk Management Committee   |
| 3) Mr. Prapas Vichakul       | Independent Director  |
| 4) Mr. Sirichai Towiriyawate | Independent Director/ Chairman of the Audit Committee                   |

Agenda 7 To consider and approve the remuneration of Directors of the Company for the year 2020

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the remuneration of Directors of the Company for the year 2020, in the amount not exceeding Baht 5,000,000.

Agenda 8 To consider and approve the appointment of the auditor and fix the audit fee for the year 2020

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the appointment of the auditor and fix the audit fee for the year 2020 as follows:

- |                                 |                                      |
|---------------------------------|--------------------------------------|
| 1) Mr. Somkid Taitragul         | Certified Public Accountant No. 2785 |
| 2) Ms. Kanyanat Sriratchachaval | Certified Public Accountant No. 6549 |
| 3) Mr. Teerasak Chuasrisakul    | Certified Public Accountant No. 6624 |
| 4) Mr. Narin Churamongkol       | Certified Public Accountant No. 8593 |

The above auditors from Grant Thornton Co., Ltd. are to be the Company's auditors for the year 2020 and the audit fee is fixed at Baht 3,350,000.

Agenda 9 To consider and approve the issuance and offering of debenture for Baht 500 million, making the total limit of debentures at any time not exceeding Baht 1,500 million

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to consider and approve the issuance and offering of debenture details as follows:

<u>Type</u>	All types of debentures, with name or unnamed registered debenture holders, unsubordinated debentures which are secured or unsecured, with or without debenture holders' representative.
<u>Currencies</u>	Thai Baht and/or United States Dollar and/or other currencies
<u>Total Limit of Debentures</u>	Total principal limit of the debentures at any time shall not exceed Baht 1,500 million. In case debentures are in foreign currencies, the exchange rate on the issue date shall be used for consideration of each issuance.  Refer to the resolution of the 2018 Annual General Meeting of Shareholders dated April 18, 2018. The Meeting has approved the total limit for the issuance and offering of debentures at any time not exceeding Baht 1,000 billion. As of February 29, 2020, the Company has an outstanding amount of the debentures which have been issued and offered for the total amount of Baht 1,000 million. This time, the Company has considered increasing the total amount for the issuance and offering of the Company's debentures by Baht 500 million, making the <b>Total Limit of Debentures at any time not exceeding Baht 1,500 million.</b>
<u>Par Value</u>	Baht 1,000 (One thousand).
<u>Interest Rate</u>	Depending on the market condition at the time of each issuance of debenture.
<u>Maturity</u>	The Board of Directors of the Company and/or a person assigned by the Board of Directors and/or Chief Executive Officer shall consider the determination of maturity of debenture depending on the appropriateness of the type of bond, type of payment and prevailing market conditions.
<u>Offering</u>	Offer domestically and/or internationally to the general public and/or institutional investors and/or high net worth investors and/or specific investors, which are offered for one time or several times and/or on a revolving basis. In addition, the issuance and offering can be on separate occasions. In case of the issuance and offering to existing debenture holders that are going to mature or be redeemed prior to maturity, in this regard, the Company shall comply with laws, rules, regulations or any other related notifications as well as obtain necessary approvals from relevant authorities.
<u>Special Condition</u>	If the Company redeems or repays the principal of debenture issued under the offering amount approved above, the Company may issue and offer additional debentures in substitution of the amount of the redeemed and repaid debenture.

The Board of Directors of the Company and/ or a person assigned by the Board of Directors and/or Chief Executive Officer shall have the following powers:

1. To determine the details and other conditions in connection with the issuance and offering of debenture such as its name, offering procedures, amount of debenture of each issuance and offering, types of debenture, security, offering price per unit, maturity, redemption period, premature redemption period, interest rate, method of principal and interest repayment, allocation process, and details of offering;
2. To appoint financial advisors, and/or underwriter, and/or credit rating agencies of the issuer and/or other person with respect to the issuance and offering of debenture;
3. To negotiate, enter into, execute any relevant documents and agreements, and take any necessary actions for and in relation to the issuance and offering of debenture, including listing such debenture as a listed security on the bond's secondary market or other secondary market(s), and to obtain approval from relevant authorities.

Agenda 10 To consider other matters (If any)

Also, the Company is deeply concerned for the safety and well-being of the shareholders and attendees as well as all stakeholders, who will be participating in the meeting. Therefore, the Company strongly requests for the shareholders' and attendees' cooperation to strictly follow the precautionary measures and guidelines for holding the Annual General Meeting of Shareholders under the circumstance of Coronavirus Disease 2019 (COVID-19) (as detailed in Enclosure 1) and also request all of the shareholders and attendees to fill in the Coronavirus Disease 2019 (COVID-19) Screening Form (as detailed in Enclosure 2) and submit to the Company' s staffs before attend the meeting.

The Company will disclose the 2020 Annual General Meeting of Shareholders itinerary and agendas on the Company's website (<http://www.sahakol.com>) prior to the meeting. For any inquiries, please contact Mr. Surapol Ounsuwan, the Company Secretary at E-mail: [surapol@sahakol.com](mailto:surapol@sahakol.com), Tel: +66 2941 0888 ext. 66 or Fax: +66 2941 0881

Please be informed accordingly

Sincerely yours,

(Mr. Sasavat Sirison)  
Chief Executive Officer

## Precautionary Measures and Guidelines for Holding the Annual General Meeting of Shareholders under the Circumstance of Coronavirus Disease 2019 (COVID-19) Outbreak

Sahakol Equipment Public Company Limited (“the Company”) has set out the Precautionary Measures and Guidelines for Holding the 2020 Annual General Meeting of Shareholders under the Circumstance of Coronavirus Disease 2019 (COVID-19) Outbreak as follows:

1. Due to the Company’s good corporate governance awareness, in terms of rights and equitable treatment of shareholders, the Company would disclose the 2020 Annual General Meeting of Shareholders, together with related documents on the Company’s website [www.sahakol.com](http://www.sahakol.com) on Investors Relation section and send the Invitation Letter and Proxy form B. in advanced as scheduled.

2. **Shareholders are required to grant Proxy to the Company’s Independent Directors to attend the Meeting instead of participating in persons.**

2.1 Shareholders can grant a proxy to the Company’s Independent Directors to attend and vote at the Meeting by using proxy form or downloading via the Company’s website (Pre-casting the vote for each agenda is recommended) and sending back the proxy form and related documents or evidence to the Company through **business reply envelope**.

2.2 **Channels for submitting written questions in advance.** Shareholders are welcomed to submit written questions relating to the Agendas in advance and the Company shall record questions and answers in the Minutes of the Meeting. The channels as follows:

- Postal: **sending back together with the proxy form** by using business reply envelope, sent along with the Invitation Letter.
- Email: [ircontact@sahakol.com](mailto:ircontact@sahakol.com)
- Facsimile: 0-2140-4601

3. The Company will procure the meeting room to be cleaned with disinfection and ozone sterilized a day in advance.

4. The Company will organize the meeting venue to avoid crowded meeting area with appropriate social distancing of 1-2 meters in various areas, such as temperature-screening points, document-checking points and registration counters, as well as limiting number of shareholders in elevator each round. The number of available seats in the meeting room will be limited for approximately 40 seats for the shareholders and/or the proxies (“Attendees”). **After the procedure of the registration, each attendee will be assigned a seating number and required to sit as specified for the sake of the disease prevention or following up in case of any unforeseen circumstances.**

5. **In case of shareholders who wish to attend the Meeting in person**, the Company would like to request your cooperation to strictly follow the Company’s measures and guidelines to prevent and minimize the risk of COVID-19 virus spreading as follows:

5.1 All Attendees are required to fill in the Coronavirus Disease (COVID-19) Screening Form before enter to the meeting venue and strictly follow the recommendations from the medical officer. For those Attendees who have recently visited or returned from any disease infected zones as specified in the Notification of the Ministry of Public

Health, including those who have had close contact with those who have visited or returned from any disease infected zones, or being found of having risky symptoms such as fever, cough, sore throat, sneezing, runny nose, or do not follow the recommendations from the medical officer, will not be allowed to attend the meeting. For those who cannot attend the meeting due to the reasons explained above are able to appoint the Company's Independent Directors as their proxies to attend and vote at the meeting. The Attendees are also strongly advised not to conceal their health information or traveling record to the Company.

5.2 All Attendees must at the health screening point before enter to the meeting. Attendees who have body temperature of 37.5 degrees Celsius or higher will not be allowed to attend the meeting. **Attendees who passed the health screening point are requested to put on a registration sticker, prepare and wear your facemask at all time and clean your hands by using the alcohol- based hand sanitizer gel, provided by the Company around the meeting areas.**

5.3 The Company reserves the rights to not allow any Attendees, who do not pass the health screening or do not completed the COVID-19 Screening Form to enter the meeting.

5.4 To minimize risk of the COVID-19 spreading, the Company will not prepare microphone for asking questions at the meeting. Attendees, who would like to ask questions, will be asked to submit their written questions to the Company's staff who will subsequently pass such questions to the Company's Chairman of the Board of Directors.

6. **The Company will not serve food and beverages at the meeting** in order to minimize risk of the COVID-19 spreading.

7. If there are any changes in the situation or additional AGM-related measures from the Government Official, the Company will inform the shareholders via the Company's website ([www.sahakol.com](http://www.sahakol.com)).

In this regard, the implementation of the above measures and guidelines may cause delay in the screening and registration. The Company hereby would like to apologize for any inconvenience that may occurs.

Yours Sincerely,

Sahakol Equipment Public Company Limited

## แบบคัดกรองโรคติดเชื้อไวรัสโคโรนา 19 (COVID-19)

ก่อนเข้าร่วมประชุมสามัญผู้ถือหุ้นประจำปี 2563 ในวันพฤหัสบดีที่ 25 มิถุนายน 2563  
ณ ห้องประชุมใหญ่ ชั้น 3 บริษัท สหกลอิควิปเมนต์ จำกัด (มหาชน) สำนักงานใหญ่

## Coronavirus Disease 2019 (COVID-19) Screening Form

Before attending to the 2020 Annual General Meeting of Shareholders on Thursday, June 25, 2020

At Meeting Room of Sahakol Equipment Public Company Limited, Head Office, 3<sup>rd</sup> Floor

บริษัทขอความร่วมมือท่านให้ข้อมูลที่ถูกต้องเป็นความจริง เพื่อประโยชน์ในการป้องกันการแพร่ระบาดของโรคติดเชื้อไวรัสโคโรนา 19 (COVID-19)

We need your help in providing the most accurate and truthful medical statement for effective prevention of the spreading of the

Coronavirus Disease 2019 (COVID-19)

ชื่อ - สกุล (Name-Surname) \_\_\_\_\_ หมายเลขโทรศัพท์ (Mobile Phone Number) \_\_\_\_\_

1. ท่านมีไข้หรือไม่? ( $\geq 37.5$  °C) Do you have a fever? ( $\geq 37.5$  °C) ใช่ (Yes)  ไม่ใช่ (No)

2. ท่านมีอาการดังต่อไปนี้หรือไม่? Do you have any of these symptoms?

ไอ Cough ใช่ (Yes)  ไม่ใช่ (No)

เจ็บคอ Sore throats ใช่ (Yes)  ไม่ใช่ (No)

น้ำมูกไหล Runny nose ใช่ (Yes)  ไม่ใช่ (No)

เหนื่อยหอบ Shortness of breath ใช่ (Yes)  ไม่ใช่ (No)

3. ท่านมีประวัติการเดินทางมาจากต่างประเทศ หรือมาจากพื้นที่ที่มีการระบาดของ COVID-19 ใน 14 วันที่ผ่านมาหรือไม่?

Have you traveled / transited from any countries except Thailand or areas with COVID-19 outbreak within the past 14 days?

ใช่ (Yes) มาจากประเทศ / พื้นที่ (I have traveled to): \_\_\_\_\_

ไม่ใช่ (No)

4. ท่านมีประวัติสัมผัสใกล้ชิดกับผู้ป่วยหรือผู้ที่ต้องสงสัยว่าติด COVID-19 หรือไม่?

Have you been in physical contact with patients or a person who is suspected to have COVID-19?

ใช่ (Yes)

ไม่ใช่ (No)

หมายเหตุ หากพบว่าท่านมีไข้ ( $\geq 37.5$  °C) หรือมีอาการอย่างใดอย่างหนึ่งตามที่บริษัทฯ ระบุไว้ข้างต้น หรือมีประวัติเดินทางมาจากต่างประเทศ หรือพื้นที่ที่มีการระบาดของ COVID-19 หรือมีประวัติสัมผัสใกล้ชิดกับผู้ป่วยที่ต้องสงสัยการติด COVID-19 บริษัทฯ ขอให้ท่านมอบฉันทะแก่กรรมการอิสระของบริษัทฯ ด้วยการกรอกและส่งหนังสือมอบฉันทะแบบ ข. ให้แก่เจ้าหน้าที่บริษัทฯ แทนการเข้าร่วมประชุม และเดินทางกลับ พร้อมปฏิบัติตามคำแนะนำของกองควบคุมโรคกระทรวงสาธารณสุข

If you have a fever ( $\geq 37.5$  °C); or any symptoms which indicates above; or traveled / transited from any countries except Thailand or the COVID-19 outbreak areas within the past 14 days; or have been in contact with suspected COVID-19 patients, SQ would like to kindly ask for your cooperation in giving proxy to an independent director to attend the meeting on your behalf, by filling the Proxy Form B and submit to SQ staff. Then you may then return safely to your resident and follow the guideline of the Department of Disease Control, Ministry of Public Health, Thailand.