

(Translation)

Ref. AIT/20 – 457

October 5, 2020

Re: Invitation to the Extraordinary General Meeting of Shareholders No.1/2020
To: All shareholders
Attachments: 1. Copy of the Minutes of the 2020 Annual General Meeting of Shareholders.
2. Supporting documents for consideration in Agenda 4, Capital Increase Report Form (F53-4).
3. Summary of Preliminary Details of the Warrant to Purchase Ordinary Shares of JCK International Public Company Limited No. 6 (JCK-W6) Offered to Existing Shareholders Without Charge.
4. Supporting documents for attending the meeting:
4.1 The Company's Article of Association which related to the Shareholders' Meeting.
4.2 Rules and procedures for attending the meeting, granting the proxy and voting.
4.3 Information of independent directors to support an appointment of proxy (in case independent director is appointed as a proxy).
4.4 Documents and evidences which required to be presented at the meeting.
4.5 Proxy.
5. Map of the Meeting Venue.

The Board of Directors calls for the Extraordinary General Meeting of Shareholders No.1/2020 to be held on Monday, November 2, 2020 at 14.00 hours in Rajmontien Grand Ballroom, Mezzanine, Montien Hotel Surawong Bangkok, located at No.54, Surawong Road, Bangrak, Bangkok 10500, of which the agendas of the Meeting are as follows:

Agenda 1 : To adopt the Minutes of the 2020 Annual General Meeting of Shareholders.

Fact and Rational : The Company has prepared the Minutes of The 2020 Annual General Meeting of Shareholders held on Tuesday, April 28, 2020 of which the copy of the Minutes of the Meeting is attached hereto as per Attached 1.

Board of Directors' Opinion : The Board of Directors has considered the matter and deemed that the Minutes of The 2020 Annual General Meeting of Shareholders are truly



and accurately recorded. It is therefore deemed appropriate for the Shareholders' Meeting to adopt such previous Minutes of the Meeting.

Vote required : Simple majority of total number of votes of the shareholders present at the meeting and are eligible to vote, pursuant to Clause 33 of the Company's Articles of Association.

Agenda 2 To consider and approve to decrease the registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company to be in accordance with the decrease of the registered share capital.

Fact and Rational : The Company has to completely decrease registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company prior to any increase of its capital in compliance with the provisions of the Public Limited Company Act that requires the Company to decrease the share capital by cancelling non allotment of the registered share capital prior to increase new registered share capital.

Board of Directors' Opinion : The Board of Directors deemed that the Meeting of Shareholders should consider and approve to decrease the registered capital of the Company from Baht 2,769,466,527 to Baht 2,147,034,479 by canceling non allotment of 622,432,048 ordinary shares at the par value of Baht 1 per share, consisting of 214,703,414 ordinary shares reserved for the offering via private placement in General Mandate which has not yet been offered and 407,728,634 ordinary shares reserved for the exercise of JCK-W5 warrants which has been expired and delisted since July 15, 2020.

And to amend Clause 4. of the Memorandum of Association of the Company to be in accordance with the decrease of the registered share capital, by cancellation of the existent contents and use of the new contents as mentioned below:

“Clause 4.	Registered Capital	Baht 2,147,034,479	(Two Thousand One Hundred Forty-Seven Million Thirty-Four Thousand Four Hundred and Seventy-Nine Baht)
	Divided into	2,147,034,479 shares	(Two Thousand One Hundred Forty-Seven Million Thirty-Four Thousand Four Hundred and Seventy-Nine shares)
	Par value of	Baht 1	(One Baht)



Divided as follows;

Ordinary shares	2,147,034,479 shares	(Two Thousand One Hundred Forty-Seven Million Thirty-Four Thousand Four Hundred and Seventy-Nine shares)
Preferred shares	- shares	(- shares)”

Vote Required : Not less than three-fourths of the total number of votes of the shareholders present at the meeting and are eligible to vote, pursuant to Clause 33 of the Company’s Articles of Association.

Agenda 3 : To consider and approve to increase the registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company to be in accordance with the increase of the registered share capital.

Fact and Rational: The Company needs to raise funds in order to be utilized as working capital, repaying debt, and for using in the current business operation and in the project development of the Company and subsidiaries, as well as to support future expansion. Therefore, the Company has the intention to increase the registered capital of the Company and to amend Clause 4. of the Memorandum of Association of the Company to be in accordance with the increase of the registered share capital.

Board of Directors’ opinion : The Board of Directors deemed that the Meeting of Shareholders should consider and approve to increase the registered capital of the Company from Baht 2,147,034,479 to Baht 3,220,551,718 by issuing 1,073,517,239 newly issued ordinary shares with par value of Baht 1 per share, to be reserved for the exercise of the warrants to purchase the ordinary shares of the Company No.6 (JCK-W6) offered to existing shareholders without charge, pursuant to details as shown in Capital Increase Report Form (Attachment 2).

And to amend Clause 4 of the Memorandum of Association of the Company to be in accordance with the increase of the registered share capital by cancellation of the existent contents and use of the new contents as mentioned below:



“Clause 4. Registered Capital	Baht 3,220,551,718	(Three Thousand Two Hundred Twenty Million Five Hundred Fifty-One Thousand Seven Hundred and Eighteen Baht)
Divided into	3,220,551,718 shares	(Three Thousand Two Hundred Twenty Million Five Hundred Fifty-One Thousand Seven Hundred and Eighteen shares)
Par value of	Baht 1	(One Baht)
Divided as follows;		
Ordinary shares	3,220,551,718 shares	(Three Thousand Two Hundred Twenty Million Five Hundred Fifty-One Thousand Seven Hundred and Eighteen shares)
Preferred shares	- shares	(- shares)”

Vote Required : Not less than three-fourths of the total number of votes of the shareholders present at the meeting and are eligible to vote, pursuant to Clause 33 of the Company’s Articles of Association.

Agenda 4 : To consider and approve the allocation of the newly issued ordinary shares.

Facts and Rational : As aforementioned in Agenda 3 with respect to the plan of funding in order to be utilized as working capital, repaying debt, and for using in the current business operation and in the project development of the Company and subsidiaries, as well as to support future expansion, according to the law, the Meeting is required to consider and approve the allocation of 1,073,517,239 newly issued ordinary shares with par value of Baht 1 per share.

Board of Directors’ opinion : The Board of Directors deemed that the Meeting of Shareholders should consider and approve the allocation of newly issued ordinary shares with details as follows:

Amount not exceeding 1,073,517,239 newly issued ordinary shares with par value of Baht 1 per share, or equal to 50% of the current paid-up capital of the Company, to be



reserved for the exercise of the warrants to purchase ordinary shares of the Company No.6 (JCK-W6) offered to existing shareholders at the ratio of 2 existing shares per 1 unit of JCK-W6 (fractions will be discarded) without charge. The exercise price is Baht 2.00 per share.

(Details are shown in the Summary of Preliminary Details of the Warrant to Purchase Ordinary Shares of JCK International Public Company Limited No. 6 (JCK-W6) Offered to Existing Shareholders Without Charge (Attachment 3)

Vote required : Simple majority of total number of votes of the shareholders present at the meeting and are eligible to vote, pursuant to Clause 33 of the Company's Articles of Association.

Agenda 5 : To consider and approve the issuance and offering of the warrants to purchase ordinary shares of the Company No.6 (JCK-W6) offered to existing shareholders without charge

Facts and Rational: According to the Company has the intention to issue and offer the warrants to purchase ordinary shares of the Company No.6 ("Warrants No. 6" or "JCK-W6") to existing shareholders without charge.

Board of Directors' opinion : The Board of Directors deemed that the Meeting of Shareholders should consider and approve the issuance and offering of the warrants to purchase ordinary shares of the Company No.6 (JCK-W6) in the amount not exceeding 1,073,517,239 units to existing shareholders at the ratio of 2 existing shares per 1 unit of JCK-W6 (fractions will be discarded) without charge. The exercise price is Baht 2.00 per share. The Record Date of shareholders who will have JCK-W6 allotted shall be determined on November 6, 2020 (Record Date). The term of warrants are not exceeding 2 years from the issuing and offering date.

In addition, the Board of Directors and/or Executive Committee and/or Executive Chairman and/or Managing Director and/or the person(s) who is authorized by the Board of Directors and/or the Executive Committee and/or Executive Chairman and/or Managing Director shall be authorized to specify and adjust terms, conditions, and other details including but not only limited to exercise price, exercise ratio, issuance and offering date including the authority to consider the necessity of the issuance of new ordinary share to



accommodate the adjustment or changes in the exercise price and/or exercise ratio related to JCK-W6, and shall also be empowered to take any actions necessary as appropriate regarding the issuance and offering of JCK-W6 and listing of JCK-W6 on the Stock Exchange of Thailand as well as to proceed for necessary approval from relevant authorities.

Details are shown in the Summary of Preliminary Details of the Warrant to Purchase Ordinary Shares of JCK International Public Company Limited No. 6 (JCK-W6) Offered to Existing Shareholders Without Charge (Attachment 3).

Vote Required: Simple majority of total number of votes of the shareholders present at the meeting and are eligible to vote, pursuant to Clause 33 of the Company's Articles of Association.

Agenda 6 : Other matters (if any).

The Company has listed the name of shareholders who have the rights to attend the meeting and exercise the votes at the Extraordinary General Meeting of Shareholders No.1/2020 on October 14, 2020 (Record Date).

If any shareholder would like to appoint other persons or independent director as your proxy to attend the Meeting and vote on your behalf, kindly fill in the proxy (Attached 4.5), sign it together with a seal (if any) and affixing with Baht 20 duty stamp onto the proxy. The proxy together with the documents and evidences (Attached 4.4) shall be sent to the Company Secretary for inspection at least one day prior to the meeting or brought to the meeting and presented to our officers before the meeting starts.

By Order of the Board of Directors

A handwritten signature in blue ink that reads 'Tamenant S'. The signature is written in a cursive style with a large 'S' at the end.

(Ms. Siriporn Tamenant)

Director and Company Secretary