



Invitation for Annual Shareholders' Meeting

For year 2009

T. Krungthai Industries Public Co., Ltd.

Wednesday, April 8, 2009

At 1400 hrs

Ping-Wang Rm., 2nd Floor, Ramada Plaza Menam Riverside Hotel

2074 Charoenkrung Rd., Bangkorlaem, Bangkok 10120, Thailand

Please bring the proxy form with you on the day of the meeting for
convenience and quick registration



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For more information, please contact

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March 6, 2009

Subject Invitation to Attend the Annual General Shareholders' Meeting 2009

Attention Shareholders of T. Krungthai Industries Public Co., Ltd.

On February 25, 2009, Wednesday during the Board of Directors Meeting of T. Krungthai Industries Public Co., Ltd., it was resolved to hold the Annual General Shareholders' Meeting for year 2009 on April 8, 2009, Wednesday at 14.00 to be held at Ping-Wang Rm., 2nd Fl., Ramada Plaza Menam Riverside Hotel, 2074 Charoenkrung Rd., Bangkorleam, Bangkok in order to consider various items on the agenda as follows :

Agenda 1. To consider the adoption of the Annual General Shareholders' Meeting for fiscal year 2008

Objective & Reason : The company held Annual General Shareholder's Meeting 2008 on 10th April 2008 and the company shall send details of the said meeting to Stock Exchange Market and to the Ministry of Industry which is shown on the company's website and the attachment no. 1.

Opinion of Board : The Annual General meeting should adopt the minutes which was correctly and truly recorded.

Agenda 2. To consider and certify the Company's Performance for fiscal year 2008

Objective & Reason : Company's performance for fiscal year 2008 as per the company's Article of Association point no 40. For details please refer to the company's annual report as per document attached no. 2.

Opinion of the Board : The company's performance for the fiscal year 2008 has been acknowledged by the Directors.

Agenda 3. To consider and approve the Balance sheet, Profit and Loss as per auditor's report for year ended Dec 31 2008

Objective & Reason : As per the regulation of public companies matra 112 in the year 1992 and pursuant to article 53 of company's articles of association, requesting the directors to consider and approve the Balance Sheet and Profit and Loss at the end of each year and this report must be ready before the shareholder meeting. Details are shown in the annual report 2008.

Opinion of the Board : The Balance Sheet and Profit and Loss ended Dec 31 2008 along with the auditor's report has to be presented and approved during the meeting which has been already audited and approved by the auditors. Details are shown on the company's annual report for fiscal year 2008 as per attachment no. 2

Agenda 4. To consider the approval of the payment of dividends for fiscal year 2008

Objective & Reason : The company has to pay the dividends to the shareholders not less than 40% of net profit of each year except if Directors have plans to invest on some investments and should this be the case the directors will not pay the dividends on the said year and must be considered and approved during the shareholders' meeting

Company's performance granted us a net total profit of Baht 41.39 million for fiscal year 2008 which bestows Baht 0.12 per share totaling Baht 25.68 million or 62.04% of the net profit as per the regulations of the company's dividends payment to the shareholders whose names appear on the register book as at March 12, 2009 and the payment will be made on April 30, 2009. Comparison on the dividend payment for the previous year

Details of Dividends payment	2008	2007
1. Net profit (million Baht)	41.39	26.12
2. No. of shares (million shares)	214	214
3. Profit / share	0.19	0.12
4. Dividends/share (Baht / share)	0.12	0.10
5. Total paid shares (million Baht)	25.68	21.40

Opinion of the Board : The General Meeting should approve the appropriation of the 2008 dividends payment at Baht 0.12/share totaling about Baht 25.68 million or 62.04% of the net profit and the payment will be made on April 30, 2009.

Agenda 5. To consider and approve the election of directors replacing those who retiring upon completion of their terms of office

Objective & Reason : In accordance with the rules and regulations for public companies Matra 71 and pursuant to company's article of association no. 18 "In every Annual General Meeting one third of the total no. of directors shall resign and the following directors who are going to resign are : General Terdsak Marrome ; Mr. Pairuch Sahamethapat ; Mr. Paotep Chotinuchit ; Mrs. Yupa Techakraisri ; and Dr. Naruepont Pongcharoen

The company had informed through the website inviting shareholders to propose names of qualified candidates for the directorship candidacy and also to propose agendas but there were no proposals received from the shareholders. The Nomination Committee and Directors who do not get any benefit nor loss commented that the 5 Directors have proven their best knowledge and abilities, experience and skill , therefore, the 5 resigning Directors shall be re-elected for another term. Should the 5 resigning directors been proposed to continue his/her duty to the company the said proposed directors are not allowed to vote for themselves. Resume of each Director are shown on the attachment no. 3

Opinion of the Board : The nomination committee considered that the 5 directors who are resigning by rotation and has been re-elected to continue their services for another term and as the board of directors is of opinion that these persons are qualified and have proven their good and best knowledge, competency and experience in managing the company in accordance to the regulations of public companies and that there is no law not to allow the re-election of the concerned directors.

Agenda 6. To consider the approval of directors' remuneration for fiscal year 2009

Objective & Reason : Pursuant to the Article 16 of company's Article of Association, the remuneration has been considered by the committee in order to suit the responsibility and volume of work and for this fiscal year 2009, the remuneration committee and the directors who do not get any benefit nor loss suggested that the remuneration for fiscal year 2009 shall be the same as that of 2008 amounting Baht 1,729,200 and the bonus amount is Baht 144,100. Details are shown on attachment no. 4

Opinion of the Board The Remuneration Committee and the Board of Directors has approved the remuneration of the directors for fiscal year 2009 amounting Baht 1,729,200 and the bonus amount is Baht 144,100.-

Agenda 7. To consider and approve the appointment of Auditors and their remuneration for fiscal year 2009

Objective & Reason : Pursuant to the Article 56, 57 of the Company's Article of Association, the Board of Directors shall appoint auditor and fix the remuneration and pursuant to Section 120 of the Public Limited Companies Act, the General meeting shall appoint auditor and fix their remuneration for auditing every year The Audit Committee proposed 2 Auditors for fiscal year 2009 for the shareholders' consideration. Mr. Jadesada Hungsapruerk having a CPA no. 3759 of Karin Audit Limited has been appointed and or Mr. Metee Ratanasrimetha having a CPA no. 3425 of MRL Associate Limited being the auditors for fiscal year 2009 and has been 4 years continually auditor of the company and also no relationship, and no conflict of interest with the company be it on management / major shareholders or person (s) relating to those. It has been approved during the General meeting that their remuneration will amount to Baht 315,000, for every quarter charges are Baht 75,000.-/quarter for 3 quarters totaling Baht 540,000 and for other services (non audit services) that is BOI charge is Baht 30,000 per card which is the same rate as of 2008 as per attachment no. 5.

Opinion of the Board : The General meeting elected Mr. Jadesada Hungsapruerk CPA No. 3759 of Karin Audit Limited and or Mr. Metee Ratanasrimetha, CPA No. 3425 of MRL Associate Limited to be the company's auditor for fiscal year 2009 with a remuneration of Baht 540,000 and for other services (non audit service) that is BOI charges of Baht 30,000.-/ card

Agenda 8. Others, if any

All shareholders are cordially invited to attend the said meeting as per the date, time and place mentioned and should you have any questions regarding the agendas, please feel free to contact before the meeting date by sending facsimile at no. 02-212-4864 informing of your address and contact no. for the company to get in touch with you.

The company will be opened for registration from 13:00 hrs. onwards and should the shareholder is not able to attend the meeting, please fill in the proxy form appointing your proxy or the independent Directors of the company who are entitled to vote on the shareholders behalf. For convenience in the registration may we request the shareholders/proxy to bring the proxy form (attached) to show to the registration officers along with the required documents in attending the meeting which are attached herewith. The company had set the record date on March 12, 2009 for determination for the right to attend the meeting and receiving the dividend payment. The collection of names and the of closing register book under Section 225 of the Security and Exchange Act shall be on March 13, 2009. The company shall prepare Revenue Stamps as our service for the shareholders who appointed their proxies.

Respectfully yours ,



(Sumate Techakraisri)

CEO / Chairman

- Remarks
1. However, if any shareholders would like to have a copy of the annual report in hard copy, please contact Tel. no. 02-211-3732 ext. 104.
 2. Shareholders can access our company's website (www.tkrungthai.com) from March 6, 2009 for more details.

For the approval of Agenda 1: To consider the approval of the Minutes of Meeting for fiscal year 2008
Minutes of Annual Shareholders' Meeting 2008
T.Krungthai Industries Public Co., Ltd.
Thursday, 10th of April 2008 at 1400 hrs
Vimarnthip Rm. Montien Riverside Hotel 5th Floor, 372 Rama 3 Road, Bangkok, Bangkok 10120 Thailand
Meeting commenced at 1400 hrs.

General Terdsak Marrome, Chairman of the Board of Directors, acted as Chairman of the General Meeting opened the forum by greeting and welcoming the shareholders who attended the meeting and introduced all the Board of Directors and Executives of the Company as listed below:

1. General Terdsak	Marrome	Chairman of the Board (Independent Director)
2. Mr. Sumate	Techakraisri	CEO / Chairman
3. Mr. Pairuch	Sahamethapat	Chairman of the Audit Committee (Independent Director)
4. Mr. Paotep	Chotinuchit	Audit Committee (Independent Director)
5. Mr. Virasak	Suthantavibul	Audit Committee (Independent Director)
6. Mrs. Yupa	Techakraisri	Executive Director
7. Mr. Phreecha	Techakraisri	Executive Director / Deputy Asst. Managing Director
8. Mr. Chumpol	Techakraisri	Executive Director / Asst. Managing Director
9. Mr. Kowate	Limtrakul	Executive Director
10. Mr. Apichart	Kasemkulsiri	Executive Director
11. Dr. Naruepont	Pongcharoen	Executive Director / Managing Director
12. Mr. Kumpee	Chongthurakit	Director
13. Mr. Prasong	Techakraisri	Director

Top Management

Mr. Somyos	Thitisuriyawak	Deputy Chief Financial Officer
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Auditor attended the meeting

Mr. Jadesada	Hungsapruek	Auditor, CPA No. 3759
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General Terdsak Marrome, Chairman of the Board thanked the shareholder for attending the meeting and informed that there were 45 shareholders present and appointed a proxy totaling 92 persons totaling 137 persons with a total share of 161,411,600 shares which is equal to 75.43 % this total is more than enough to perform and proceed with the meeting.

Before the meeting started the Chairman informed regarding the casting of vote method and the counting of votes for those who attended by themselves and the proxy as follows :

1. The voting shall be 1 share / 1 vote and the resolution of the General Shareholders Meeting votes are as follows :

1.1. By the majority vote of the shareholders attending the meeting who have the rights to cast their votes, should the result of votes is equally the same then the Chairman of the Board can cast his vote which will be counted as final result.

1.2. The Chairman will ask the voting result for each agenda and for the shareholders who disapprove and abstained in voting has to fill in the voting form distributed by the officers and after the shareholders cast their votes, shareholders are requested to raise their hands and send them back to vote counter. Officers will then count the votes for those who disapprove and abstained and such vote shall be deducted from the total votes at the meeting. The rest of votes shall be counted for the approval of the said agenda. In the case of Agenda 5, the company shall keep the ballot of each shareholder.

2. In case the shareholders who attended as proxy, proxy shall be authorized to consider the matters as may be appropriate.

3. Shareholders who could get benefits are not allowed to cast their votes on that particular agenda and the Chairman of the Board might request the shareholders to temporarily leave the meeting room.

For the shareholder who appointed a proxy and requested the proxy to cast the vote as may be appropriate for each agenda, the company shall be recorded in the computer.

In order to create clarity and transparency in the casting of votes for each topic of the agenda as in compliance with the company's Corporate Governance Policy Statement, the Chairman invited an outsider legal consultant, Mr. Teraphan Phetsuvan from Far East Law Office (Thailand) Co., Ltd. to inspect the voting procedure. The company also received the honor from Mr. Surathin Chula-Olan from Thai Investor Association who voluntarily observed the whole meeting procedure and introduced himself at the meeting.

The Chairman then declared that the company gave importance to the shareholders as per the Corporate Governance Policy on the rights of shareholders and the participation on the meeting where the company requested the shareholders to propose agendas for this Annual General Meeting from December 27, 2007 to January 20, 2008 through e-mail at investor@krungthai.com and nobody proposed any agendas.

The Chairman then declared the meeting open and proceeded with the following agendas :

Agenda 1 To consider the adoption of the General Shareholders' Meeting for fiscal year 2007

The Chairman of the Board requested the members of the Board to confirm the General Shareholders minutes of meeting held on April 20, 2007 which has been sent to shareholders and placed a notice on the company's website on May 3, 2007. The Board of Directors confirmed that the contents of the minutes are true and recorded correctly. Details are shown on the document attachment no.1 for the meeting to consider and approve.

During the meeting there were 2 additional shareholders and proxy with a total share amount of 6,980,900 shares giving a total shareholder attendees of 46 persons and proxy of 93 person totaling 139 persons with a total no. of shares of 168,392,500 which is equal to 78.69 %.

None of the shareholders in the meeting room had any objection to the minutes or wished to amend it otherwise.

The Chairman then proposed the meeting to cast their votes. The results are as follows:

Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	168,392,500	100
2. Disagreed	0	0
3. Abstained	0	0

The Chairman concluded that the meeting approved the Minutes of Annual General Meeting for fiscal year 2007.

Agenda 2 To consider the approval of the company’s performance for fiscal year 2007.

The Chairman of the Board requested Mr. Sumate Techakraisri to make the report.

Mr. Sumate Techakraisri, CEO reported on this agenda that details of the company’s performance for year 2007 was included on the annual report by means of CD which was sent to all shareholders along with the invitation letter.

Industries Situation

Automobile Industry

The year 2007, total production of Thai automotive industry was 1,287,346 a growth of about 8.32 % from 2006 (1,188,404 units). Domestic production amounts to 631,251 cars, less 7.46 % compared to the same period of 2006 (682,161 cars). For the export, total production was 690,100 cars a growth of 28.04 % compared to the same period of 2006 (538,966 cars).

Production market of CBU cars totaled to 1,646,873 less than 20.65 % compared for the same period of 2006 (2,075,579 cars) and a domestic sale of 1,598,613 cars less than 22.19 compared to the same period of 2006 (2,054,588 cars). Both CBU and CKD export market totaled 1,789,485 cars, a growth of 13.57 % compared to the same period of 2006 (1,575,666 cars) : CBU = 101,560 cars and CKD = 1,687,925 cars.

Information from the Ministry of Trade, export of automotive and parts totaling Baht573,277.25 million divided into categories: Car Export = Baht269,085.88 million (46.90%) , Motor cycle = Baht7,607.42 million (1.33%). Parts Export = amounted to Baht296,583.95 million (51.7%) divided into : Car parts export amount to Baht274,507.95 million and the export of Motorcycle parts amounted to Baht22,077.00 million.

Trend of Automobile Industry

The automotive industry in Thailand informed that the car industry situation for this year will encounter growth and forecasted a production of more than 1.4 million cars separated into : Export = 770,000 cars : Domestic market = 680,000 cars in which increase of oil price has not affected much the sale of cars.

For the year 2007 compared to the same period of last year there was a growth of 15%. We are sure that domestic market compared to the same period of last year will increase up to 10% that is if the Thai economy expands to 5%. However, due to the increase of oil price, consumers preferred to use Eco cars and the car which uses Ethanol has more tendencies to rise continuously.

Trends of Electrical Appliance Industry for year 2008

It is forecasted that this year’s export for electrical appliances will grow up 10 to 12 % due to the export expansion of Air Conditioning and Refrigerators in the EU market. Besides, other appliances such as washing machine, microwave have a good tendency to ASEAN and Japan market.

Mold Industry

For this industry there is a great tendency to grow continuously due to the global requirement in the production of parts. Areas to have a better tendency to grow are in Asia especially China, India and Thailand. The competition in this industry focused in quality, lead time and pricing. Computer technology plays an important role in designing and production such as software CAD/CAM/CAE.

Company Performance for fiscal year 2007

Sales Volume

For the past year the company has acquired a total revenue of Baht889.28 million (2006: Baht803.28 million) a growth of 10.71 %. For the automobile parts and electrical appliances parts there was an increase in the revenue of more than 10 %.

Investment

- The company had purchased 1 injection machine 850 T capacity for Kabinburi plant with BOI privilege and had been used for production of new electrical parts for washing machine since August 2007 which increased the revenue for the 4th quarter of Kabinburi In the year 2007 there was an increase in the revenue at Kabinburi amounting Baht80 million which is tax exempted.
- As the company gives much importance on our mold production, the company procures software for mold designing and mold production in addition to what we already have.
- Mold flow is a program to check our mold design to make sure that we will not encounter any problems before and during the mold production.
- Power Mill Pro is a base program used during the process of mold production.
- VISI is the latest program in the mold designing and is easy to use.

Management

For the past year the company got an award as a runner up for our outstanding performance supplier in “Delivery” from Toyota Thailand Co., Ltd. which is quite important for the automotive industries.

Human Resource

The company gives importance on the research on the development in the production and chooses 2 employees on a yearly basis and sends them to Japan to undergo training in mold production already for 2 consecutive years and to use what they learned to improve our mold production. Some activities are also organized for our employees such as:

- CCCF an activity for work place safety and working environment
- Walk rally at the Ancient City, Samut Prakarn
- Offering Merit at “Chuak Lak Kao” temple, Samut Prakarn

For our 2 years performance the company had successfully improved its management of our debtors and inventory. We used some part from the 2 items (debtors & inventory) mentioned to repay our loan from financial institution to decrease our interest expenses. For this year and the following years, our company’s goal is to decrease our cost of goods sold and increase our revenue not less than 10 % .

Question from Shareholder :

- 1. What are the factors in the expansion of automotive industry?**
- 2. Is the increase in oil price affected your company?**

Mr. Chumpol Techakraisri, Assistant Managing Director thanked the shareholder who raised the 2 questions and informed that :

For the 1st question – there are 2 factors regarding this matter and these are :

1. The Thai government continuously supports the automotive industry and assured foreign investors to have a confidence in this sector on a long term investment.
2. Thai strength are : Quality and low cost which makes export market better

For the 2nd question – Mr. Chumpol informed that price of raw oil has no effect in our company because the company utilizes engineering grade plastic material which has lower price than the general plastic resins. However, should the price gets higher, we discuss the matter with our customers.

No questions and comments from shareholders, therefore, the chairman confirmed the above report.

Resolution : During the meeting shareholders confirmed the report on the company's performance for fiscal year 2007.

After the Chairman of the Board informed the result of Agenda 2, during the meeting there was 1 additional shareholder who has 1 share giving a total no. of shareholders attending by themselves, 47 persons, proxy of 97 persons totaling 140 persons, equal 168,392,501 shares equal to 78.69 % of the total sold shares.

Agenda 3 To confirm the approval of Balance Sheet, Profit & Loss as per the auditor's report for year ended Dec 31, 2007

Before reporting on the Balance Sheet, Profit & Loss and Auditor's report for fiscal year 2007, the Chairman informed that there are changes on the figure that were already released and sent to the shareholders. The company had made the changes and informed the "Securities and Exchange Commission" and "The Stock Exchange of Thailand" on April 8th 2008 and the shareholders regarding the said changes on page 61 in the Annual Report for fiscal year 2007. Details of changes are as follows: "Due to the typing mistake made on the point of Appropriated for Legal Reserve, our company wanted to correct the amount from Baht1,322,047.00 to Baht1,306,290.00. Thus, the balance as at December 31, 2007 on the shareholder's equity for the Appropriated Statutory Reserve shall be changed from Baht9,026,252.00 to Baht9,010,495.00 and the Unappropriated amount shall be changed from Baht50,992,176.13 to Baht51,007,933.13".

The said changes do not have any effect on the company's Balance Sheet, Profit & Loss, Cash Flow and the company's performance.

Please be informed accordingly.

After the above information, the Chairman of the Board requested Mr. Chumpol Techakraisri, Assistant Managing Director to do the report on the Balance Sheet.

Mr. Chumpol Techakraisri informed during the meeting regarding the Balance Sheet and Profit & Loss as per the auditor's report for year ended Dec 31, 2007. Details of these are in the Annual report in the form of CD which were sent and delivered to the shareholders together with the invitation letter. Details of financial statement are as follows:

1. Balance Sheet for fiscal year 2007 (Million-Baht)	Baht
Current Asset	268.62
Non current asset	439.78
Total Asset	708.40
Current Liability	269.43
Non current Liability	20.71
Total Liability	290.14
Equity	418.26
Total Equity & Liability	708.40

2. Profit & Loss (Million – Baht)	
Total Revenue	889.28
Cost of Goods Sold	<u>737.57</u>
Gross Profit	<u>151.71</u>
Selling & Administration Expense	114.11
Profit before interest & tax	<u>37.60</u>
Net Profit	26.13
Profit per share	0.12

3. Financial Ratio	<u>2007</u>	<u>2006</u>
Liquidity Ratio (time)	1.00	1.08
Collecting Period (days)	61	67
Inventory Ratio (days)	38	46
Payment Period (days)	48	55
Ratio: Debt Equity (times)	0.69	0.57

Mr. Surathin Chula-Olan raised a question from Thai Investor Association:

Question : How can the company manage its Current Liability?

Mr. Somyos Thitisuriyaruk, Deputy Chief Financial Officer, replied that the company manage its Current Liability in 2 aspects :

1. Be responsible and abide on our promises with our creditors by paying our dues on time in order not to blemish our name and credit.
2. To maintain our liquidity in order to run the business and use the remaining balance from the management of our current liability to pay the company's short term loan to reduce our interest expenses and also deposit into financial institution.

As no shareholders raised any queries, the chairman requested the shareholder to cast their votes.

Result of votes are as follows:

Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	168,392,501	100
2. Disagreed	0	0
3. Abstained	0	0

The Chairman concluded that Balance Sheet, Profit & Loss is unanimously approved by majority votes.

Agenda 4 To consider the approval of dividends payment

The Chairman of the Board reported that the company's performance for fiscal year 2007 granted us a net profit of B 26,125,800.60 (Twenty Six Million One Hundred Twenty Five Thousand Eight Hundred and Sixty Cents) which bestows baht 0.12 (twelve cents) per share and proposed to pay dividends to shareholders at Baht0.10 (ten cents) per share totaling 214,000,000 shares equal to baht 21,400,000 (Twenty One Million and Four Hundred Thousand Baht) The closing date of the register book for determining the right to receive the dividend will be on March 24, 2008 at 12.00 noon and the payment will be on April 30, 2008 which please consider and approve.

No dissenting shareholders in the meeting so the Chairman proposed the meeting to cast their votes. The voting results are as follows :

Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	168,392,501	100
2. Disagreed	0	0
3. Abstained	0	0

The Chairman announced that payment of dividends to shareholders will be Baht0.10 / share (ten cents) totaling 214 million shares amounting Baht 21,400,000,00 (Twenty One Million and Four Hundred Thousand) to the shareholders whose names appear on the register book as at March 24, 2008 at 12 noon and the payment will be made on April 30, 2008.

Agenda 5 To consider and approve the election of directors replacing those retiring upon completion of their office term

The Chairman informed that according to the Rules and Regulations of Listed Public Companies Matra. 71 and Article of Association No. 18 " In every Annual General Meeting one third of the total no. of Directors shall resign, in case the no. of Directors could not be divided into 3 parts, thus the number nearest to one third shall resign".



Directors that resign on the first and second year after the company's registration were drawn by lot. For the following years, Director who is in the position for a long time must resign.

Directors who resigned are eligible for re-election and retain their position.

At present the company has 13 Directors . 5 Directors who will retire by rotation are :

1. Mr. Phreecha Techakraisri
2. Mr. Chumpol Techakraisri
3. Mr. Prasong Techakraisri
4. Mr. Apichart Kasemkulsiri
5. Mr. Kumpee Chongthurakit

The company put a notice on the company's website to propose names of persons who has the ability to be elected as director of the company along with propose agendas. No one proposed any name and agenda.

The Board of Directors excluding the resigning 5 commented that the five Directors who are resigning by rotation have proven their best knowledge, experience, abilities and capabilities in the managing the company. Therefore, the resigning Directors were re-elected. The five re-elected Directors are not independent directors

The Chairman of the Board requested the shareholders to cast their votes be it agreement, disagreement and abstained for each resigning director subject to the rules of Securities and Exchange Commission in order to have clean and clear vote counting.

No dissenting shareholders in the meeting, so , the Chairman proposed the meeting to cast their votes. The voting result are as follows :

Name of Directors		Agree	Disagree%	Abstained
1. Mr. Phreecha	Tachakraisri	168,392,501	0	0
		100 %	0 %	0 %
2. Mr. Chumpol	Techakraisri	168,392,501	0	0
		100 %	0 %	0 %
3. Mr. Prasong	Techakraisri	168,392,501	0	0
		100 %	0 %	0 %
4. Mr. Apichart	Kasemkulsiri	168,392,501	0	0
		100 %	0 %	0 %
5. Mr. Kumpee	Chongthurakit	168,392,501	0	0
		100 %	0 %	0 %

The Chairman informed that it was resolved to re-elect the 5 directors who resigned by rotation.

Agenda 6 To consider the approval of director's remuneration for fiscal year 2008

The Chairman of the Board requested Mr. Sumate Techakraisri, CEO/Chairman who doesn't get any benefit from this agenda to inform

Mr. Sumate Techakraisri, CEO/Chairman of the Board proposed that members will have a total remuneration of Baht 1,729,200 (One million Seven Hundred Twenty Nine Thousand Two Hundred only) which is more than that of 2007 and a Pension amount of Baht 144,000 which please consider and confirm your approval.

No dissenting shareholders in the meeting so, the Chairman proposed the meeting to cast their vote. The voting results are as follows :

Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	140,728,895	83.57 %
2. Disagreed	0	0
3. Abstained	27,663,606	16.43 %

The Chairman confirmed that during the meeting, voters are not less than 2 over 3 of the total attendees who have the right to vote. It was then resolved that Directors remuneration for fiscal year 2008 amounts to Baht 1,729,200 (One million Seven Hundred Twenty Nine Thousand Two Hundred only) and a Pension amount of Baht 144,000.

Agenda 7 To consider and approve the appointment of Auditors and their remuneration for fiscal year 2008.

The Chairman of the Board informed during the meeting that subject to the rules and regulations of Listed public companies matra:120 and the Articles of Association no. 56,57 to appoint during the shareholder meeting a company's auditor and their yearly remuneration. The Audit Committee and Board of Directors approved the appointment of Mr. Jadesada Hungsapruet having a CPA no. 3759 of Karin Audit Ltd. and or Mr. Methi Ratanasrimetha having a CPA no. 3425 of MR & Associate Ltd. as our company's auditors for year 2008. Their appointment is due to their independence and has no benefit in any way in our company's finance and management.

The approved remuneration amounts to Baht 540,000 and another Baht 30,000.- for BOI which is the same as that of 2007, please consider and approve.

No dissenting shareholders in the meeting so the Chairman proposed the meeting to cast their vote. The result of voting as follows :

Voting Results	Total No. of Votes (1 Share = 1 Vote)	% No. of Shareholders attended the meeting who exercised their rights to cast their votes
1. Agreed	168,392,501	100
2. Disagreed	0	0
3. Abstained	0	0



The Chairman confirmed during the meeting the appointment of Mr. Jadesada Hungsapruet, CPA No. 3759 and or Mr. Metee Rattanasrimetha, CPA No. 3425 as the company's auditors for the fiscal year 2007 with a remuneration of Baht 540,000 and another Baht 30,000.- for BOI.

Agenda 8 Others, if any

The Chairman invited the shareholders to express their opinions, propose or raise questions.

As no shareholders raised any queries and there was no additional item on the agenda, the Chairman in the name of T.Krungthai Industries Public Co., Ltd. expressed his thanks to the shareholders for sparing their time to attend the general meeting today.

The Meeting adjourned at 1500 hrs.

After the adjournment of the meeting at 1400 hrs up to the end of the meeting, more shareholders came to join the meeting giving us a total of 146 persons , shareholders who attended by themselves = 53 person and proxy of 93 person . Total no. of shares 168,473,702 shares equal to 78.73 %

General Terdsak Marrome

(General Terdsak Marrome)

Chairman of the Board

Tantima Rattanalapho

(Miss Tantima Rattanalapho)

Meeting Recorder

Attachment for Agenda 5 : To consider and approve the election of Directors replacing those retiring upon completion of their office term

As per the company's Article of Association no. 18 " In every Annual General Meeting one third of the total no. of Directors shall resign, in case of the no. of directors could not be divided into 3 parts, thus the number nearest to one third shall resign

Directors that resigned on the first and second year after the company's registration were drawn by lot. For the following years, Director who is in the position for a long time must resign. Directors who resigned are eligible for re-election and retain their position"

Selection of Directors

In the year 2009, directors who has to resign for rotation are as follows : General Terdsak Marrome ; Mr. Pairuch Sahamethapat ; Mr. Paotep Chotinuchit ; Mrs. Yupa Techakraisri and Dr. Naruepont Pongcharoen.

The Executive Directors have the authority and responsibility to consider, select and screen persons but the company hasn't appointed any director for this purpose. Nevertheless, the company's Directors shall be appointed by the Board of Directors basing on their background, skills, qualifications, experience and professionalism along with the advantages done for the company. After having all the foregoing examined and approved by the Directors, they shall be then proposed for consideration during the shareholder meeting. In order to be appointed, a director must be approved by more than half of all the votes from the shareholders who attended the meeting. For fiscal year 2009, the company had proposed independent directors.

Qualifications of Independent Directors

The Board of Directors had set the qualifications of an independent director which is in conformity with the requirement of SEC and at least there must be 3 independent directors with the following qualifications :

1. Hold no more than 0.1% of total voting stocks of TKT, its parent company, its subsidiaries and its associated companies, related juristic entity with conflicts including stocks held by related persons.
2. Not a Board member or in the management team of the company / employee / wages / consultant who gets regular salary / has the authority to manage and direct the company , parent company , its subsidiaries, and its associated companies or related juristic entity with conflicts (present and for the past 2 years before the appointment)
3. Not related by blood or legal registration such as parents, spouse, brothers, sisters and children including the directors' children spouses, main shareholders, power to control and juristic entity who is appointed to manage the company or its subsidiaries.
4. No business relationship with TKT , parent company, its subsidiaries and its associated companies, or related juristic entity in order to have freedom in exercising the rights to express their ideas and opinions on the company performance

Board of Directors have considered the meeting attendance, skills, qualification, experience along with the advantages done for the company of the 5 resigning directors which shall be then proposed for consideration on their re-election. Details of the said Directors are attached for this Agenda 5

1. **Name / Surname** General Terdsak Marrome Proposed as Director
Present Position Chairman
Age 73 years **Nationality** Thai
Education Bachelor of Science
 Rama IV Military institution
 National Defense Academy
Seminar Attended Director Accreditation Program (DAP10/2004)
Working Experience Special force in 21st infantry, Royal guard
 President, Vietnam War Veteran Association under Royal Patronage



Years in Service as Director 5 years
Position in Other Listed Public Companies None
Position in Other Companies None
Position in other competitor companies None
Meeting Attendance 8 times from 8 meetings
Criminal records for the past 5 years None
Shareholding in the company 0.10%

Relationship with the company and or juristic person with disagreement at the present time or 2 years ago

1. director who is in the management level, None
 employee, service or advisor who receives a salary
2. Professional (as an Auditor) None
3. Business relationship None

2. **Name / Surname** Mr. Pairuch Sahamethapat **Proposed as** Chairman of Audit Committee
Present Position Chairman of Audit Committee
Age 65 years **Nationality** Thai
Education Bachelor of Accountant, Chulalongkorn University
Seminar Attended Director Certification Program (DCP102/2008)
Working Experience Chairman of Audit Committee
 T.Krungthai Industries Public Company Limited
 Director of Region Revenue 1, The Revenue Department



Years in Service as Director 5 years
Position in Other Listed Public Companies Audit Committee, Siam Sport Syndicate PLC.
 Audit Committee, Bangkok Ranch PLC.

Position in Other Companies	None
Position in other competitor companies	None
Meeting Attendance	7 times from 8 meetings
Criminal records for the past 5 years	None
Shareholding in the company	None

Relationship with the company and or juristic person with disagreement at the present time or 2 years ago

- | | |
|---------------------------------------------------------------------------------------------------|------|
| 1. director who is in the management level,
employee, service or advisor who receives a salary | None |
| 2. Professional (as an Auditor) | None |
| 3. Business relationship | None |

3. Name / Surname	Mr. Paotep Chotinuchit	Proposed as Audit Committee
Present Position	Audit Committee Chairman of the Remuneration Committee and Nomination Committee	
Age	76 years	Nationality Thai
Education	M.Sc Metallurgical engineer, University of Arizona, USA.	
Seminar Attended	Director Accreditation Program (DAP11/2004)	
Working Experience	Audit Committee Chairman of the Renumeration Committee and Nomination Committee T.Krungthai Industries Public Company Limited Director Technology Suranaree Univeristy	



Years in Service as Director	5 years
Position in Other Listed Public Companies	None
Position in Other Companies	President Qualine Management Co., Ltd.
Position in other competitor companies	None
Meeting Attendance	8 times from 8 meetings
Criminal records for the past 5 years	None
Shareholding in the company	0.01%

Relationship with the company and or juristic person with disagreement at the present time or 2 years ago

- | | |
|---------------------------------------------------------------------------------------------------|------|
| 1. director who is in the management level,
employee, service or advisor who receives a salary | None |
| 2. Professional (as an Auditor) | None |
| 3. Business relationship | None |

4.	Name / Surname	Mrs. Yupa Techakraisri Proposed as Director
	Present Position	Executive Director
	Age	59 years Nationality Thai
	Education	Bachelor of Economics, Ramkhamhaeng University Accounting Advance of Pitman Examination Institute
	Seminar Attended	Director Accreditation Program (DCP32/2003)
	Working Experience	Director, T.Krunghai Industries PLC
	Years in Service	5 years
	Position in other listed companies	Executive Director of LPN Development PLC.
	Position in Other Companies	Director of Lumpini Property Management Co., Ltd. Executive Director of Sri Sam-Ank Supplier Co., Ltd.
	Position in Other Competitor Companies	None
	Meeting Attendance	8 times from 8 meetings
	Criminal records for the past 5 years	None
	Shareholding in the company	11.21%



5.	Name / Surname	Dr. Naruepont Pongcharoen , Proposed as Director
	Present Position	Managing Director
	Age	52 years Nationality Thai
	Education	Doctor of Business Administration, South of Australia University
	Seminar Attended	Director Certification Program (DCP 105/2008)
	Working Experience	Managing Director, TMBP Co., Ltd. Plant Manager, The Swedish Assembly
	Years in Service	1 year
	Position in Other Listed Companies	- None -
	Position in Other Companies	- None -
	Position in Other Competitor Companies-	- None -
	Meeting Attendance	8 times from 8 meetings
	Criminal records for the past 5 years	None
	Shareholding in the company	None



Agenda 6 To consider the approval of director's remuneration for fiscal year 2008
Standard Method of allocating remuneration of the Board of Directors

The Remuneration Committee and Directors who do not get any benefits nor loss had considered the Directors compensation with fairness based on the standard of the industry along with the market share and the good performance and responsibility of the Director and it was confirmed that the remuneration at the present as per the resolution during the annual shareholders meeting 2008 on the 10th of April is the normal and standard amount based on their responsibility and it was confirmed that amount of remuneration for 2009 shall be the same as that of 2008. Details are as follows :

Details of Directors Remuneration
Meeting Allowance

Position	Year 2009		Year 2008	
	Remuneration (Baht/month)	Total (Baht)	Remuneration (Baht/month)	Total (Baht)
Chairman	33,000	396,000	33,000	396,000
Chairman of Audit Committee	27,500	330,000	27,500	330,000
Audit Committee	16,500	198,000	16,500	198,000
Audit Committee; Chairman of the Remuneration Committee and Nomination Committee	16,500	198,000	16,500	198,000
Company Director	8,800 *2	211,200	8,800 *2	211,200
Directors	16,500*2	396,000	16,500*2	396,000
Total		1,729,200.-		1,729,200.-

Bonus

Position	Pension (Baht)	Total (Baht)
Chairman	33,000	33,000
Chairman of Audit Committee	27,500	27,500
Audit Committee	16,500	16,500
Audit Committee Chairman of the Remuneration Committee and Nomination Committee	16,500	16,500
Company Director	8,800*2	17,600
Directors	16,500*2	33,000
Total		144,100.-

Agenda 7 To consider and approve the appointment of Auditors and their remuneration for fiscal year 2009.

Pursuant to the policy listed public companies matra 120 and the Article 56 and 57 of Company's Article of Association it was resolved during the Annual Shareholders Meeting to appoint and set their yearly remuneration. The Audit Committee had considered appointing 2 auditors and their remuneration for the year 2009 and proposed to the company's Directors for their consideration. Mr. Jadesada Hungsapruak CPA no. 3759, Karin Audit Ltd. and or Mr. Methi Rattanasrimetha CPA no. 3425, MRL Associate Co. Ltd. has been proposed during the meeting to be the auditor for the year 2009, appointment since 2006 up to the present (for 4 consecutive years now) due to their independence and that they have no benefit in any way in our company's finance / management / main shareholders or have any relationship whatsoever. The company has no other affiliate companies / partners.

On top of this, during the meeting it was proposed to offer them Baht 540,000 as their compensation for the year 2009 with:

- Audit charge for each quarter amounts to Baht 75,000.- total 3 quarters	Baht 225,000.-
- Audit of Balance Sheet for fiscal year 2009	Baht 315,000.-
Total	Baht 540,000.-

For other charges (non audit fee) for BOI certificate charges will be Baht 30,000 / certificate

Therefore, the auditors charges for the year 2009 is the equal to that of year 2008

Documents for the right to join the meeting

The following documents must be presented prior to attend the Annual General Meeting (as the case may be)

1. In the event that the shareholder is an Ordinary person :

Attendance in person: a valid official ID card wherein a photograph is shown, e.g. personal I.D. cards, Driver license and or passport

Attendance by Proxy:

- a) A completed proxy Form signed by the shareholder and the proxy.
- b) A copy of the shareholder's ID card as referred to in 1.1 certified correct by the shareholder; and
- c) An original of the proxy's ID card as referred to in 1.1

2. In the event that the shareholder is a juristic person

Representative of the juristic person

- a) An original of such authorized representative's ID card as referred to in 1.1.; and
- b) A copy of the Affidavit of Certificate of Incorporation of the shareholder showing the name of such authorized representative as a person having the authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified correct by such authorized representative together with the affixing its Common Seal (if any)

Attendance by proxy

- a) A completed proxy form signed by the shareholder and the proxy
- b) A copy of the Affidavit of Certificate of Incorporation of the shareholder showing that the name of the person who signs in the proxy form as the shareholder is an authorized representative of the shareholder having the authority on the shareholder's behalf and such copy of the affidavit or Certificate of Incorporation must be certified correct by such authorized representative together with affixing its common seal (if any)
- c) An original of the proxy's ID card as referred to in 1.1.

3. In the event that the shareholder is non-Thai shareholder or is a juristic person incorporated under a foreign law :

Paragraph no. 1 and 2 above shall be applied mutatis and mutadis to a non-Thai shareholder or shareholder which is a juristic person incorporated under a foreign law as the case may be under the following conditions.

- a) Affidavit or certificate of Incorporation of such juristic person may be issued by either the governmental authority of the country in where such juristic person is situated or by an officer of such juristic person, provided that such an Affidavit or Certificate in incorporation must contain the name of the juristic person, the address of the head office of the juristic person, and the name (s) of the person (s) having authority to sign on behalf of the juristic person together with any restrictions or conditions of the power of such person (s) ; and
- b) English translation is required to be attached for any original document which is not made in English and such translation must be certified by the authorized representative of such juristic person together with affixing its common seal (if any).

Shareholders or proxies can register and submit the required documents for the attending the meeting before or from 13.00 hrs. onwards to the end of the meeting on the 8th of April 2009.

In addition, proxies documents given to the shareholders are in attached no. 9 are the proxy forms with details of agenda (Form B). Form A and for the foreign investors who appoints a custodian in Thailand use (Form C). Shareholders can download the forms from the company's website <http://www.tkrungthai.com>.

For the shareholders who wish to appoint proxy who are independent directors of the company are as follows:

- | | |
|-------------------------------|-----------------------------------------------------------------|
| 1. General Terdsak Marrome | Chairman |
| 2. Mr. Pairuch Sahamethapat | Chairman of Audit Committee |
| 3. Mr. Paotap Chotinuchit | Audit Committee |
| | Chairman of the Remuneration Committee and Nomination Committee |
| 4. Mr. Virasak Sutanthaviboon | Audit Committee |

Independent Directors Resume and has no benefit in any way in our company's finance and management

Name - Surname	General Terdsak Marrome
Age	73 years
Address	23 Chan 43 Yak 21 Tungwatdon Sathorn, Bangkok
Educational Attainment / Seminar Attended	Bachelor of Science Rama IV Military institution National Defense Academy Director Accreditation Program (DAP10/2004)
Present Position	Chairman (Independent Director)
Working Experience	Special force in 21 st infantry, Royal guard President, Vietnam War Veteran Association under Royal Patronage
Advantage on the meeting agendas	No disadvantage on every meeting agenda : Except on Agenda 5 and 6
Attendance of meeting for fiscal year 2008	Director of the company : attended 8 times from 8 meetings
Company Shareholding	0.10%
Family Relationship among the directors	- None-
Criminal record for the past 10 years	- None -
Relationship with the company and or juristic person with disagreement at the present time or 2 years ago	
1.director who is in the management level, employee, service or advisor who receives a salary	- None -
2.Professional (as an Auditor)	- None -
3.Business relationship	- None -

Name - Surname	Mr. Pairuch Sahamethapat
Age	65 years
Address	566/53 Rama 4 Rd., Mahapruektaram, Bangruk, Bangkok
Educational Attainment / Seminar Attended	Chulalongkorn University, Accounting Director Accreditation Program (DAP11/2004) Director Certification Program (DCP102/2008)
Present Position	Chairman of Audit Committee (Independent Director)
Working Experience	- Chairman of Audit Committee T.Krungthai Industries Public Co., Ltd. - Audit Committee, Bangkok Ranch PLC.
Advantage on the meeting agendas	No disadvantage on every meeting agenda : Except on Agenda 6

Attendance of meeting for fiscal year 2008	- Director of the company : attended 7 times from 8 meetings - Audit Committee : 4 attendance from 4 meetings
Company Shareholding	- None -
Family Relationship among the directors	- None-
Criminal record for the past 10 years	- None -
Relationship with the company and or juristic person with disagreement at the present time or 2 years ago 1.director who is in the management level, employee, service or advisor who receives a salary 2.Professional (as an Auditor) 3.Business relationship	- None - - None - - None -

Name – Surname	Mr. Paotap Chotinuchit
Age	76 years
Address	104 Setsiri Rd. Samsen Nai , Phayathai, Bangkok
Educational Attainment / Seminar Attended	M. Sc Metallurgical Engineer University of Arizona, USA Director Accreditation Program (DAP11/2004)
Present Position	Audit Committee (Independent Director) Chairman of the Remuneration Committee and Nomination Committee
Working Experience	- Director of University Alumni Association, Suranaree Technology University - President-Qualine Management Co., Ltd.
Advantage on the meeting agendas	No advantage on the agendas except on Agenda 6
Meeting attendance for fiscal year 2008	- Director of the company : attended 8 times from 8 meetings - Audit Committee : 4 attendance from 4 meetings
Company Shareholding	0.01%
Family relationship among the directors	- None -
Criminal record for the past 10 years	- None -
Relationship with the company and or juristic person with disagreement at the present time or 2 years ago 1. director who is in the management level, employee, service or advisor who receives a salary 2. Professional (as an Auditor) 3. Business relationship	- None - - None - - None -

Name - Surname	Mr. Virasak Suthantavibhul
Age	52 years
Address	35/90 Soi Lat Prao 23, Lat Yao, Chatujak, Bangkok
Educational Attainment / Seminar Attended	Master's Degree in Industrial Engineering, Texas A&M University, USA. Director Accreditation Program (DAP21/2004)
Present Position	Audit Committee (Independent Director)
Working Experience	- Assist. Managing Director Central Business Development, Bangkok Bank PLC. - Director, Toyota Leasing Thailand Ltd. - Director, Asia Lamp Industry Co., Ltd. - Director, Indo Kordsa Co., Ltd. - Director, Thai Nusa Development Co., Ltd.
Advantage on the meeting agendas	No advantage on every agendas except on Agenda 6
Attendance of meeting for fiscal year 2008	- Director of the company : attended 6 times from 8 meetings - Audit Committee : 3 attendance from 4 meetings
Company Shareholding	- None -
Family Relationship among the directors	- None -
Criminal record for the past 10 years	- None -
Relationship with the company and or juristic person with disagreement at the present time or 2 years ago	
1. director who is in the management level, employee, service or advisor who receives a salary	- None -
2. Professional (as an Auditor)	- None -
3. Business relationship	- None -

Attachment 8

Proxy for General Shareholders' Meeting year 2009

As per the company's articles of association no. 35, paragraph 1, In order to constitute a quorum, there shall be shareholders and proxies (if any) attending the Shareholders meeting not less than 25 Shareholders or not less than one half of the total members of the shareholders and in either case such shareholders shall hold shareholding to not less than One third of the total number of shares sold, unless otherwise stipulated by law governing public limited companies.

Should the shareholder is not able to join the Annual General Meeting; we would like to request the shareholders to appoint a proxy as per attached proxy form.

Casting of Votes

1. Casting of votes is open to all and one share is eligible to one vote and the resolution can be passed by the following integral votes

- In normal case, the majority of shareholders attending the meeting and exercising the vote. If the votes are equal, the Chairman of the meeting can cast additional one vote to obtain the ultimate resolution

- The Chairman of the meeting shall inform the shareholders of the resolution of each agenda and any shareholders who is are not in favor shall fill in the ballot distributed by the officers and submit to the person who counts the votes

2. Casting of votes by the proxy, the proxy is directed to cast his/her votes pursuant to the shareholders purpose as specified in the proxy form.

3. Shareholders who has any special advantage in any case, they must not be allowed to cast their votes on that agenda and the Chairman of the meeting may request the shareholder concerned to temporarily leave the meeting room

Article of Association Relating the Annual General Shareholders Meeting

“Point 32. The Shareholders Meeting shall be held at the company’s headquarters, and or to the vicinity or other places indicated by the Board of Directors

Point 33. Shareholders meeting must be called at least once a year and the said meeting will be called “Annual Ordinary General Meeting” within four months of the last day of the fiscal year of the company. Shareholder meetings other than the one referred to in the first paragraph shall be called “Extraordinary General Meeting”

The Board of Directors may call an extraordinary general meeting of the shareholders any time the Board considers it expedient to do so, or shareholders holding shares amounting to not less than one-fifth of the total number of shares sold, or shareholders numbering not less than twenty-five persons holding shares amounting to not less that one-tenth of the total number of shares sold may submit their names in a request directing the Board of Directors to call an extraordinary general meeting and state the reasons clearly in calling the meeting. The Board of Directors shall proceed to call a shareholder meeting within one month of the date receipt of such request from the said shareholders.

Point 34. In calling a shareholder meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least (seven days) prior to the date of the meeting

The notice calling for the meeting shall also be published in the newspaper at least three days prior to the date of the meeting.

Point 35. In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholder meeting amounting to not less than 25 persons, or not less than one half of the total number of shareholders, and in either case such shareholders shall hold shares amounting to not less that one-third of the total number of shares sold.

At any shareholder meeting, if one hour has passed from the time specified for the meeting and the number of shareholders and the aggregate number of shares held by the shareholders attending the meeting is still inadequate for a quorum, and if such shareholder meeting was called as a result of a request by the shareholders, such meeting shall be cancelled. If such meeting was called by the Board of Directors, the meeting shall be called once again and the notice calling such meeting shall be delivered to the shareholders not less than 7 days prior to the date of the meeting. In subsequent meeting a quorum is not required

Point 36. A shareholder may appoint a proxy to attend the meeting and may cast their votes on his behalf.

The instrument appointing a proxy shall specify the dated and be signed by the shareholder appointing the proxy in accordance with the form prescribed by the share registrar and list must contain the following:

- A. Total shareholding of the shareholder
- B. Name of the Proxy
- C. Number of times in appointing proxy to attend the meeting and cast his/her votes and the proxy must be given to the Chairman prior to commencement of the meeting

Point 37. In the case that all agendas are not all taken into consideration, or to consider regarding the shareholder who has shareholding totaling not less than one third of the total shares sold, propose to the meeting to consider the unfinished agenda so it is necessary to arrange another meeting informing the shareholders the date, place and time of the next meeting. The Board of Directors shall then send letters informing the date, time and place and the agendas to the shareholders 7 prior to the meeting. The notice calling for the meeting shall also be published in the newspaper at least three days prior to the date of the meeting.

Point 38. Should the Chairman of the Board is not present or cannot perform his duty and if there is Vice-Chairman, the Vice-Chairman present at the meeting shall act as the Chairman of the meeting. If there is no Vice-Chairman, or if the Vice-Chairman cannot perform his duty, the shareholder present at the meeting shall elect one shareholder to act as the Chairman of the meeting.

Point 39. In casting votes, one share is eligible for one vote.

If the shareholder has an special advantage in any case, shareholder must abstain from voting except on the election of the Director.

Casting of votes on any resolution or approval of any activity at the shareholder meeting, they must have majority votes of the shareholders who attended the meeting and has the right to exercise his right except on the following case, a minimum of three-fourth of all votes from the shareholders attending the meeting and exercising the votes

- a) Selling or transferring all businesses or some significant parts to other individuals
- b) Acquiring or receiving the businesses transferred from other listed public company or a private companies to the company.
- c) The execution, amendment or cancellation of contracts relating to the leasing out of the whole or certain important parts of the businesses of the company, the assignment to any other persons to manage the businesses of the company or the amalgamation of the businesses with other persons with an objective towards profit and loss sharing.
- d) Decrease of company's capital by decreasing the number of shares or decrease in the amount of the shares.



Point 40. Businesses to be transacted at ordinary meeting shall be as follows :

- (1) To consider the report of the Board of Directors relating to the results of operation of the company carried by the Board of Directors in the previous year.
- (2) To consider the approval of the Balance sheet
- (3) To consider the appropriation of profit.
- (4) To consider the election of the new Directors who resigned by rotation
- (5) To consider the appointment of the company auditor
- (6) Others, if any



PROXY FORM B

Attachment 9

Written at _____

Date ____ Month _____ Year _____

(1) I / We _____ Nationality _____
with address at _____ Road _____ Sub-District _____
District _____ Province _____ Postal Code _____

(2) being a shareholder of T. Krungthai Industries Public Company Limited
holding the total amount of _____ shares with the voting rights of _____ votes as follows;
ordinary share _____ shares with the voting rights of _____ votes
preferred share _____ shares with the voting rights of _____ votes

(3) hereby appoint

(1) Name _____ Age ____ Years
with address at _____ Road _____ Sub-District _____ District _____
Province _____ Postal Code _____ or

(2) Name _____ Age ____ Years
with address at _____ Road _____ Sub-District _____ District _____
Province _____ Postal Code _____ or

(3) Name _____ Age ____ Years
with address at _____ Road _____ Sub-District _____ District _____
Province _____ Postal Code _____

Only one of them as my / our proxy to attend and vote on my / our behalf at the Annual General Meeting of Shareholders for year 2009 on April 8, 2009 at 14.00 p.m. at the Ping-Wang Room, 2nd Floor, Ramada Plaza Menam Riverside Hotel, 2074 Charoenkrung, Bangkorleam, Bangkok or at any adjournment thereof.

(4) I / We authorize the Proxy to vote on my/our behalf at the Meeting as follows:

Agenda No. 1 : To adopt the Minutes of the Annual General Meeting of Shareholders held on April 10, 2008

- (a) The Proxy has the right to consider and vote on my/our behalf.
- (b) The Proxy votes on my/our following purposes:
 Approve Disapprove Abstain

Agenda No. 2 : To acknowledge the result of operation of 2008

- (a) The Proxy has the right to consider and vote on my/our behalf.
- (b) The Proxy votes on my/our following purposes:
 Approve Disapprove Abstain

Agenda No. 3 : To approve the Financial Statement as of December 31, 2008

- (a) The Proxy has the right to consider and vote on my/our behalf.
- (b) The Proxy votes on my/our following purposes:
 Approve Disapprove Abstain

Agenda No. 4 : To consider the approval of the payment of dividends

- (a) The Proxy has the right to consider and vote on my/our behalf.
- (b) The Proxy votes on my/our following purposes:
- Approve Disapprove Abstain

Agenda No. 5 : To approve the re-election of Directors who retired by rotation

- (a) The Proxy has the right to consider and vote on my/our behalf.
- (b) The Proxy votes on my/our following purposes:
- To elect directors as a whole
- Approve Disapprove Abstain
- To elect each director individually

General Terdsak Marrome

- Approve Disapprove Abstain

Mr. Pairuch Sahamethapat

- Approve Disapprove Abstain

Mr. Paotep Chotinuchit

- Approve Disapprove Abstain

Mrs. Yupa Techakraisri

- Approve Disapprove Abstain

Dr. Naruepont Pongcharoen

- Approve Disapprove Abstain

Agenda No. 6 : To consider and approve the Directors remuneration for fiscal year 2009

- (a) The Proxy has the right to consider and vote on my/our behalf.
- (b) The Proxy votes on my/our following purposes:
- Approve Disapprove Abstain

Agenda No. 7 : To appoint the auditor and determine the auditing fee

- (a) The Proxy has the right to consider and vote on my/our behalf.
- (b) The Proxy votes on my/our following purposes:
- Approve Disapprove Abstain

Agenda No. 8 : Others (if any) _____



(5) A Proxy's vote in any agenda which does not follow those specified in proxy form, it shall consider that vote is incorrect as well as it does not vote on my/our behalf as a shareholder.

(6) If I/we do not specify my/our purpose to vote for any agenda or specify unclearly or in case the meeting considers or approves any other than agenda set off, including correcting or adding any fact, a proxy can consider and vote on my/our behalf as he/she may deem appropriate in all respects.

For any act performed by the Proxy at the Meeting except the Proxy did not vote as I/we had specified in the proxy form, it shall be deemed as such acts had been done by me/us in all respects.

Signed _____ Shareholder
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Remarks:

1. The Shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.
2. In the agenda regarding the appointment of new directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
3. In case there is any further agenda apart from specified above brought into consideration in meeting, the proxy holder may use the Attachment to Proxy Form B.



REGULAR CONTINUED PROXY FORM B

Authorization on behalf of the Shareholder of T.Krungthai Industries PUBLIC COMPANY LIMITED. For the behalf at the Annual General Meeting of Shareholders for year 2009 on _____ at _____ am/pm at _____ or at any adjournment thereof.

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain

Agenda No. ____ : Election of Directors (continued)

Name of Director _____

Approve Disapprove Abstain

Name of Director _____

Approve Disapprove Abstain

Name of Director _____

Approve Disapprove Abstain

Name of Director _____

Approve Disapprove Abstain

Agenda No. ____ : Subject _____

(a) The Proxy has the right to consider and vote on my/our behalf.

(b) The Proxy votes on my/our following purposes:

Approve Disapprove Abstain

Map



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