

Translation

Minutes of the 2020 Annual General Meeting of Shareholders

Kang Yong Electric Public Company Limited

Thursday 23rd July, 2020 at 02:00 p.m.

at Grand Hall 202-203 (GH 202-203), 2nd Floor, Bangkok International Trade and Exhibition Centre
located at No. 88, Debaratna Road (km. 1), Bangna, Bangkok 10260

Meeting called to order: 02:00 p.m.

Preliminary proceedings:

Ms. Thaniya Palakavongse Na Ayudhya, Meeting Secretary, informed the meeting that there were 28 shareholders attending the meeting in person, representing 1,392,399 shares, and 26 attending the meeting by proxy, representing 14,495,550 shares, making up a total of 54 shareholders and proxies attending the meeting, holding an aggregate of 15,887,949 shares or 80.24%. The meeting was constituted a quorum according to the Company regulation.

Directors attending the meeting

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|----|---------------------------------------|---|
| 1. | Mr. Takenori Adachi | Vice Chairman of the Board of Directors /
Vice Chairman of the Board of Executive Directors /
Member of the Nomination and Remuneration
Committee / Member of the Product Pricing
Committee |
| 2. | Mr. Akira Nakamichi | Director / Executive Director /
Member of the Product Pricing Committee |
| 3. | Mr. Praphon Potivorakhun | Director / Executive Director |
| 4. | Mr. Chackchai Panichapat | Independent Director / Chairman of the Audit
Committee / Member of the Nomination and
Remuneration Committee |
| 5. | Mr. Manu Leopairote | Independent Director / Chairman of the Nomination
and Remuneration Committee / Member of the
Product Pricing Committee |
| 6. | Mr. Arthakrit Visudtibhan | Independent Director / Chairman of the Product
Pricing Committee / Member of the Audit Committee |
| 7. | Mr. Tanabodee Kusinkert | Independent Director / Member of the Audit
Committee / Member of the Product Pricing
Committee |
| 8. | Pol. Maj. Gen. Sahaschai Indrasukhsri | Independent Director / Member of the Nomination
and Remuneration Committee |

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|-----|---|----------|
| 9. | Assoc. Prof. Dr. Issaree Hunsacharonroj | Director |
| 10. | Dr. Apichai Boontherawara | Director |

Directors absent from the meeting

- | | | |
|----|----------------------------|---|
| 1. | Mr. Praphad Phodhivorakhun | Chairman of the Board of Directors /
Chairman of the Board of Executive Directors /
Member of the Product Pricing Committee |
| 2. | Mr. Takeshi Oshima | Director |
| 3. | Mr. Kenichiro Fujimoto | Director |
| 4. | Mr. Tomohiko Kasai | Director |
| 5. | Mr. Hitoshi Maruyama | Director |

Management members attending the meeting

- | | | |
|----|-----------------------------|--|
| 1. | Mr. Aniwat Sae-Lim | Finance Department Manager / Company Secretary |
| 2. | Ms. Pornthip Sriubol | Advisor of Finance Department |
| 3. | Ms. Siriporn Jullavateelert | General Accounting Section Manager |

Meeting Secretary

Ms. Thaniya Palakavongse Na Ayudhya	Corporate Strategic Planning Office Deputy Section Manager
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Auditors from KPMG Phoomchai Audit Ltd.

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| 1. | Ms. Sophit Prompol | Certified Public Accountant |
| 2. | Ms. Chitaporn Fongsamut | Associate Director/Certified Public Accountant |

Executive in charge of vote count examination

Mr. Pensak Plavuthithothai	Internal Audit Control Office Department Manager
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Legal advisor from KYE

Mr. Prachak Dokphut

Translator

Ms. Pannee Mannil

Shareholder right protection volunteer a proxy of Thai Investors Association

Ms. Sasithorn Charoensit

The Meeting Secretary clarified the meeting procedure and counting the quorum. The meeting proceedings will proceed according to the agendas specified in the meeting invitation. In casting votes, each shareholder shall entitle to one share for one vote. In order for the vote counting process to be fast, the Company will collect the ballots only if there are shareholders who wish to vote disapproved or abstained. By deducting the disapproved votes from the total number of votes in each agenda in order to get the number of the vote for approval. And informed the quorum about the number of the shareholders and the total number of shares attending the meeting for the meeting.

The Meeting Secretary then invited Mr. Takenori Adachi, Vice Chairman of the Board of Directors to be a Chairman of the meeting, to conduct the AGM 2020 according to the invitation to the Annual General Meeting of Shareholders set forth as follows:

Agenda No. 1 To adopt the minutes of the Annual General Meeting of Shareholders for the year 2019

The Chairman of the meeting requested the meeting to consider and approve the minutes of the 2019 Annual General Meeting of Shareholders held on Wednesday 25 July, 2019, already sent to the shareholders together with the notice of the meeting, and submitted to the Stock Exchange of Thailand (SET) and the Ministry of Commerce (MOC) as prescribed by law, as well as posted on the Company website.

The Chairman of the meeting invited the shareholders to raise questions and voice their opinions.

Resolution: After consideration, the meeting resolved, by a majority vote of the shareholders attending the meeting and casting their votes, to adopt the minutes of the 2019 Annual General Meeting of Shareholders held on Wednesday 25 July, 2019. The voting results were as follows:

Resolution	Number of votes (shares)	As % of total number of votes of shareholders attending the meeting and casting their votes
Approved	15,888,452	100.0000
Disapproved	0	0.0000
Abstained	0	Not counted in voting base
Total shares	15,888,452	100.0000

Remark: During the consideration of this agenda item, there were 3 additional shareholders that attended the meeting, holding 503 shares, thereby bringing the total number of attending shareholders/proxies to 57 persons representing 15,888,452 shares.

Agenda No. 2 To acknowledge the Board of Directors' report on operational results for year 2019

The Chairman of the meeting informed the meeting that, according to the Company's Articles of Association, the Board of Directors had prepared the Annual Report 2019 in QR code by Thailand Securities Depository Company Limited (TSD). TSD developed the system for the listed company in order to deliver the invitation to the Annual General Meeting of Shareholders and the annual report in the pattern of the electronic file as the QR code in order to enhance the performance and more convenience for the shareholders to reach the information easier than previous. In the meantime, the listed company is able to do the cost reduction and reduce paper consumption for save environment.

The Chairman of the meeting presented a summary report on the Company's performance in the fiscal year 2019 to the shareholders.

The Chairman of the meeting expressed his thanks to the attending shareholders and gave a power point presentation on the Company's operational overview for the year ended 31 March, 2020, as follows:

- ❖ The Company's financial and operational highlights for the fiscal year 2019 as compared with a year earlier (ended 31 March, 2019 and 2020) :
 - The revenue from sale of goods and rendering of services in the fiscal year 2018 was Baht 7,960 million, comparing to the fiscal year 2019 which was Baht 7,703 million, accounting for a decline of Baht 257 million or -3%. Due to the baht appreciation along with the sales of refrigerator decreased because of the high competition in the markets. Moreover, the sales of electric fan decreased compared to the previous year as a result of the price competition with the competitors and the high inventory of Japan market owing to unfavorable weather conditions during the last year including, the fourth quarter; the Company affected from the COVID-19 pandemic resulting in the revenue decreased.
 - The total revenue in the fiscal year 2018 was Baht 8,284 million, comparing to the fiscal year 2019 which was Baht 8,245 million. Due to the revenue from sales of goods and rendering service decreased Baht 257 million, however, the Company gained the investment income such as the dividend received increased Baht 219 million, accounting for a decline Baht 39 million compared with the previous year.
 - It posted a net profit of Baht 180.0 million in fiscal year 2018, comparing to fiscal year 2019 which was Baht 621 million representing an increasing Baht 441 million or 245% due to the Company continually operate the cost reduction activities along with the expenses management.
 - Total assets in fiscal year 2018 amounted to Baht 6,946 million comparing to the fiscal year 2019 Baht 7,381 million, increased Baht 435 million or 6%.
 - Total liabilities decreased from the previous year Baht 82 million or -5%. And the shareholder's equity increased from the previous year Baht 517 million or 10%.
- ❖ Refer to comparison graph of the revenue from sale of goods and rendering of services in the past 5 years. It presented that the sales tend to decline as a result of the sales of the other export markets decreased due to Baht appreciation as well as the sales price decreased.
- ❖ Refer to comparison graph of the net profit in the past 5 years. It presented that launching the new value-added model along with the efficient expenses management resulting in the fiscal year 2019 acquired the increased profit to Baht 621 million or 8.1%.
- ❖ The sales proportion of each products for the fiscal year 2018 and the fiscal year 2019 had slightly changed.
- ❖ The sales proportion of each market, comparing between the fiscal year 2018 and 2019, the proportion of Japan market increased as the Company launched the new 3D refrigerator resulting in the sales improved.

- ❖ Fluctuation analysis net profit of fiscal year 2018 versus fiscal year 2019 has shown a net profit increased from Baht 180 million to Baht 621 million, with analytical details below:

Profit increase (decrease) (Million Baht)

The exchange rate volatility	(104)
Investment income	219
The sales increased	129
Raw material cost reduction and Value Engineering activities (VE)	197

The Chairman of the meeting informed the meeting that this agenda shall not be determined by votes since it was only a report for shareholders' acknowledgement.

Resolution: The meeting acknowledged the Company's report of operating results for 2019.

Agenda No. 3 To consider and approve the annual financial statements 2019 year ended 31 March, 2020

The Chairman of the meeting informed the meeting that, to comply with the Company's Articles of Association which require the Board to prepare balance sheets and statements of income as of the end of its fiscal years duly audited by the auditor to the AGM for consideration and approval, the Board deemed it expedient to propose for the shareholders' consideration and approval the Company's financial statements for the fiscal year ended 31 March, 2020 duly audited by the auditor and reviewed by the Audit Committee. The Chairman of the meeting then provided the information to the meeting, details of which appeared in the Annual Report 2019 in the statement of financial position.

Statement of financial position

- Total assets as of 31 March, 2020, was 7,381 million increased from last year Baht 435 million or 6%. Due to cash and current investment increased, Inventory management had more efficiency, and dividend received increased compared to the previous year.
- Total liabilities as of 31 March, 2020, was Baht 1,647 million decreased by Baht 82 million or - 5% compared to the previous year. Due to trade accounts payable and other payables decreased Baht 215 million, provisions for employee benefits increased Baht 81 million as new labor protection act that increased the compensation.
- Total shareholders' equity as of 31 March, 2020, was Baht 5,734 million, increased by Baht 517 million or 10%. Due to operating profit and dividend received increased resulting in retained earnings increased Baht 542 million, as well as, in August 2019, the Board of Directors' meeting of the Company held on 8 August 2019, the Board approved the resale of 2.2 million treasury shares and determined the period for resale of the treasury shares

starting from 27 August 2019 to 9 September 2019. At the end of the resale period of the treasury shares, the Company was unable to resell the entire treasury shares and had 2.2 million unsold treasury shares in total. The Company then reduced share capital and paid-up capital from Baht 220 million to Baht 198 million by write-off all 2.2 million unsold treasury shares at the par value of Baht 10 per share totaling Baht 22 million and write-off all treasury shares and treasury shares reserve from equity. The Company has registered for reduction of share capital with Department of Business Development, Ministry of Commerce on 12 September 2019.

Statement of cash flows

- Cash flows from operating activities in the fiscal year 2018 was Baht 343 million, increased by Baht 374 million amount to Baht 717 million due to the operating results and efficient inventory management.
- Cash flows from investing activities in the fiscal year 2018 was Baht 1,168 million, decreased by Baht 1,630 million, amount to Baht -462 million. Due to last year, withdrawing the fixed deposits Baht 1,200 million for “Share repurchased project”, furthermore, as of 31 March, 2020, the Company deposited the fixed deposit Baht 230 million more, which caused the cash from the operating activities decreased.
- Cash flows from financing activities in the fiscal year 2018 was Baht -1,330 million due to share repurchase project Baht 970 million, dividend payment Baht 360 million in August 2018, as a result, in the fiscal year 2019 was Baht -90 million due to the dividend payment.
- The Company deposited in the foreign currency, as a consequence, cash increased Baht 9 million.

According to the above 4 mentioned factors, which contributed cash and cash equivalents increased Baht 175 million amount to Baht 965 million as of 31 March, 2020.

The Chairman of the meeting invited the shareholders to raise questions and voice their opinions.

Resolution: After consideration, the meeting resolved, by a majority vote of the shareholders attending the meeting and casting their votes, to approve the financial statements for the year ended 31 March, 2020, which the voting results were as follows:

Resolution	Number of votes (shares)	As % of total number of votes of shareholders attending the meeting and casting their votes
Approved	15,824,674	100.0000
Disapproved	0	0.0000
Abstained	63,778	Not counted in voting base
Total shares	15,824,674	100.0000

Agenda No. 4 To consider and approve the profit appropriation and annual dividend payment

The Chairman of the meeting reported to the meeting that the Company had a policy to pay dividend to the shareholders at approximately 50% of net profit after corporate income tax as presented in financial statements in which investments were accounted for by the equity method and subject to the Company's operating results and economic conditions. In fiscal year 2019, the Company posted a net profit after corporate income tax of Baht 621.3 million, and in view of the Company's financial position, it had retained earnings available for appropriation for dividend payment. After consideration, the Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider and approve the annual profit appropriation for dividend payment at a rate of Baht 15.70 per share, totaling Baht 310.9 million which would represent 50.03% of the Company's net profit after corporate income tax, which would be in line with its dividend payment policy. The Company had determined the names of shareholders who were eligible for dividend payment on Friday 31 July, 2020 (record date) with the date of dividend payment scheduled for Friday 21 August, 2020.

Moreover, the individual shareholders who would gain the dividend in 2020, be able to credit a tax at the rate of 20%.

Resolution: After consideration, the meeting resolved, by a majority vote of the shareholders attending the meeting and casting their votes, to approve the profit appropriation and dividend payment from the 2019 operating results at a rate of Baht 15.70 per share, totaling Baht 310.9 million as proposed by the Chairman, which the voting results were as follows:

Resolution	Number of votes (shares)	As % of total number of votes of shareholders attending the meeting and casting their votes
Approved	15,888,452	100.0000
Disapproved	0	0.0000
Abstained	0	Not counted in voting base
Total shares	15,888,452	100.0000

Agenda No. 5 To consider the election of Directors in place of those retiring by rotation

The Chairman of the meeting informed the meeting that in accordance with Clause 15 of the Company's Articles of Association, stipulating that "at every annual general meeting of shareholders, one-third of Directors shall vacate office. If the number of vacating Directors cannot be equally divided into three, then the number nearest to one-third shall apply," five Directors shall retire by rotation at this AGM 2020 as follows;

1. Mr. Arthakrit Visudtibhan
2. Mr. Akira Nakamichi
3. Mr. Takeshi Oshima
4. Mr. Tomohiko Kasai
5. Assoc. Prof. Dr. Issaree Hunsacharoonroj

Nomination and Remuneration Committee had considered the candidates to replace the full term of the directors. And resolved to propose to the AGM 2020 re-election of the four retiring Directors as Directors for another term which are Mr. Akira Nakamichi, Mr. Takeshi Oshima, Mr. Tomohiko Kasai, and Assoc. Prof. Dr. Issaree Hunsacharoonroj. Also considering to re-elect the independent director which is Mr. Arthakrit Visudtibhan. In this regard, qualifications of Independent Directors were considered based on the definition of Independent Directors of companies. Profiles of the nominated persons were presented in the Enclosure 3 to the meeting notice duly sent to the shareholders to support their consideration. Which the Company has given the opportunity to the shareholders to nominate persons with appropriate qualifications to be appointed as directors of the company during 10 January - 10 March 2020, but no shareholder nominated any person to be a director of the company.

The Chairman of the meeting requested the meeting to cast votes on election of Directors in place of those retiring by rotation through a casting of votes for the individual Directors respectively.

Resolution: After consideration, the meeting resolved, by a majority vote of the shareholders attending the meeting and casting their votes to elect the five Directors due to retire by rotation, namely Mr. Arthakrit Visudtibhan, Mr. Akira Nakamichi, Mr. Takeshi Oshima, Mr. Tomohiko Kasai, and Assoc. Prof. Dr. Issaree Hunsacharoonroj which the voting result of each of them as shown below:

Director name	Approved (As %)	Disapproved (As %)	Abstained Not counted in votin	Total shares (As %)
5.1 Mr. Arthakrit Visudtibhan	15,811,644 (99.5166)	76,808 (0.4834)	0 -	15,888,452 (100.0000)
5.2 Mr. Akira Nakamichi	15,811,644 (99.5166)	76,808 (0.4834)	0 -	15,888,452 (100.0000)
5.3 Mr. Takeshi Oshima	15,811,644 (99.5166)	76,808 (0.4834)	0 -	15,888,452 (100.0000)
5.4 Mr. Tomohiko Kasai	15,811,644 (99.5166)	76,808 (0.4834)	0 -	15,888,452 (100.0000)
5.5 Assoc. Prof. Dr. Issaree Hunsacharoonroj	15,811,644 (99.5166)	76,808 (0.4834)	0 -	15,888,452 (100.0000)

Remark: After the meeting's resolution re-electing the five retiring Directors as Directors for another term, The Chairman of the meeting invited three Directors to return to the meeting room.

Agenda No. 6 To consider and approve Directors' remuneration for fiscal year 2020 (April 2020-March 2021)

The Chairman of the meeting informed the meeting that the Nomination and Remuneration Committee has stipulated criteria for payment of Directors' remuneration commensurate to the duties and responsibilities assigned to them, and comparable to those of peers in the same industry, of the same size, and under the same circumstances. The Committee accordingly proposed to the Board of Directors for consideration and determination of Directors' remuneration for fiscal year 2020 at Baht 6,500,000, the same rate as in fiscal year 2019.

The Board of Directors deemed it appropriate to propose to the Shareholders' meeting to approve the Directors' remuneration for fiscal year 2020 in the form of retainer fee and meeting allowance in a total amount not exceeding Baht 6,500,000, the same rate as in fiscal year 2019

When there was no question from the shareholders, the Chairman of the meeting requested the meeting to cast votes on Directors' remuneration for fiscal year 2020

Resolution: After consideration, the meeting resolved by affirmative votes of no less than two-thirds of the total number of votes of the Shareholders attending the meeting and having the right to cast vote, to approve the Directors' remuneration for fiscal year 2020 in a total amount of not exceeding Baht 6,500,000 as proposed by the Chairman, which the voting results were as follows:

Resolution	Number of votes (shares)	As % of total number of votes of shareholders attending the meeting and having the right to cast vote.
Approved	15,888,452	100.0000
Disapproved	0	0.0000
Abstained	0	Not counted in voting base
Total shares	15,888,452	100.0000

Agenda No. 7 To consider the appointment of auditor and fix of audit fee of fiscal year 2020

The Chairman of the meeting informed the meeting that, pursuant to the Public Limited Companies Act B.E. 2535, and the Company's Articles of Association, the annual general meeting of shareholders shall consider appointment of the Company's auditor and fixing of audit fee every year, and the same auditor may be re-appointed.

The Audit Committee considered and viewed that, as KPMG Phoomchai Audit Ltd. had consistently been the Company's auditor, with changes in certified public accountants regularly (every five years) in accordance with the Notification of the Capital Market Supervisory Committee and without any reasonable grounds for the change of auditor, the Committee accordingly proposed to the Board of Directors for consideration of the appointment of auditors from KPMG Phoomchai Audit Ltd. as the Company's auditor and fixing of audit fee for 2020.

1) Appointment of auditors from KPMG Phoomchai Audit Ltd. as the Company's auditor, with designation of any one of the following certified public accountants to examine and give opinions on the Company's financial statements:

- Ms. Sophit Prompol, Certified Public Accountant, Registration No. 10042 or
- Ms. Pornthip Rimdusit, Certified Public Accountant, Registration No. 5565 or
- Ms. Kanokorn Phooriphanyawanit, Certified Public Accountant, Registration No. 10512

The auditors who are offered to the position, would be able to give opinions regard to financial statement. Not involve and have no material business relation with the Company, associated company, management, major shareholders or any relative with mentioned people. Beside that these auditors also being auditor for Mitsubishi Electric Kang Yong Wattana Company limited which is sole sales company in Thailand in order to prevent any conflict in benefit.

2) Approving of audit fee for the year 2020 in the total amount of Baht 1,338,000 same as the previous year, which consistent with increasing workload aligned with the new accounting standard.

Resolution: After consideration, the meeting resolved, by a majority vote of the shareholders attending the meeting and casting their votes, to appoint the Company's auditor and determine the audit fee for 2020 as proposed by the Chairman of the meeting, which the voting results were as follows:

Resolution	Number of votes (shares)	As % of total number of votes of shareholders attending the meeting and casting their votes
Approved	15,824,674	99.5986
Disapproved	63,778	0.4014
Abstained	0	Not counted in voting base
Total shares	15,888,452	100.0000

Agenda No.8 Others

The Chairman of the meeting then invited the shareholders to raise questions. Questions raised by the shareholders were as follows:

Ms. Sasithorn Charoensit, a proxy of Thai Investors Association, questioned as below:

Question 1: How does COVID-19 affects the Company and how does the Company manage this circumstance?

Answer: Mr. Takenori Adachi, The Chairman of the meeting explained as follows:

The Company has taken appropriate measures to prevent the spread of the epidemic according to various measures recommended by the government. As a result, the Company has no employees infected. The Company had estimated that Covid-19 would affects the sales, which may decrease by 15-20% compared to last year, but due to the well-controlled of the employees and Management team results in the Company considers that it is expected to maintain the sales in fiscal 2020 to be similar to last year.

Question 2: How does the Company operates with the exchange rate volatility?

Answer: Mr. Takenori Adachi, The Chairman of the meeting explained as follows:

In the year 2019, Baht appreciation affected to the Company's exporting. Thus, the Company reviewed the price of Japan market in every 3 months to keep the price update to the situation. Moreover, the Company opened a bank account in USD to avoid the loss of the exchange rate. However, there was some lost in the sales, the Company solved the problem by launching high value products to cover the sales that loss.

Mr. Chairat Srinarongsuk, a shareholder, questioned as below:

Question 1: Does the Company invest in something new?

Answer: Mr. Takenori Adachi, The Chairman of the meeting explained as follows:

The Company invested in the activities that lower the production cost such as in refrigerator production, invested for the new foam injection machine which is able to reduce the production cost. Furthermore, fan production and water pump production invested related to the motor which increase the production efficiency and cost reduction.

Question 2: What are the newly developed products?

Answer: Mr. Takenori Adachi, The Chairman of the meeting explained as follows:

The Company just launched the new 3door refrigerator with higher capacity than the existing model to respond the demand in the market along with launched the new model of electric fan with DC motor.

Question 3: The financial liquidity is very high. How does the company manage?

Answer: Mr. Takenori Adachi, The Chairman of the meeting explained as follows:

The Company will manage on the operation and invest to expand the Company's business such as to increase the production's capacity, to develop the new product.

When there was no further question from the shareholders, the Chairman announced that at the end of the meeting,

The meeting adjourned at 03:40 p.m.

Mr. Takenori Adachi
Vice Chairman of the Board of Directors
Chairman of the Meeting

Mr. Aniwat Sae-Lim
Corporate Secretary and Minutes Recorder