

CHOW.287/2025

February 27th, 2025

Subject: Notification of Resolutions of the Board of Directors Meeting No. 1/2025 regarding the Determination of the Date and Agenda for the 2025 Annual General Meeting of Shareholders, Suspension of Dividend Payment, Change of Company Name, and Amendment of the Article of Association (Revised #2)

To: The President
The Stock Exchange of Thailand

The Board of Directors of Chow Steel Industries Public Company Limited (the “Company”) held Meeting No. 1/2025 on February 27, 2025, and passed the following key resolutions:

1. Approved the submission to the shareholders' meeting for consideration and approval of the Company's annual financial statements for the year ended December 31, 2024, which have been audited by the Company's auditor and reviewed by the Audit Committee.
2. Approved the submission to the shareholders' meeting for consideration and approval of the suspension of dividend payments and no allocation of profits to legal reserve for the fiscal year 2024 due to the Company's accumulated losses for the year.
3. Approved the submission to the shareholders' meeting for consideration and approval of the reappointment of directors retiring by rotation for another term as follows:

3.1 Directors retiring by rotation:

No.	Name	Position
1.	Associate Professor Kalyaporn Panmarerng	<ul style="list-style-type: none"> • Independent Director • Chairman of Audit Committee • Chairman of Risk Management Committee • Member of Nomination and Remuneration Committee
2.	Mr. Noppadon Jason Chirasanti	<ul style="list-style-type: none"> • Independent Director • Member of Audit Committee • Chairman of Nomination and Remuneration Committee

No.	Name	Position
3.	Mr. Mark D. Remijan	<ul style="list-style-type: none"> Independent Director Chairman of Good Corporate Governance Committee

3.2 Approved the reappointment of the above three directors to resume their previous positions for another term:

No.	Name	Position
1.	Associate Professor Kalyaporn Panmareng	<ul style="list-style-type: none"> Independent Director Chairman of Audit Committee Chairman of Risk Management Committee Member of Nomination and Remuneration Committee
2.	Mr. Noppadon Jason Chirasanti	<ul style="list-style-type: none"> Independent Director Member of Audit Committee Chairman of Nomination and Remuneration Committee
3.	Mr. Mark D. Remijan	<ul style="list-style-type: none"> Independent Director Chairman of Good Corporate Governance Committee


Following the appointment, the Company's Board of Directors consists of nine members:

No.	Name	Position
1.	Dr.Pruchya Piumsomboon	<ul style="list-style-type: none"> Independent Director Chairman of the Board
2.	Associate Professor Kalyaporn Panmareng	<ul style="list-style-type: none"> Independent Director Chairman of Audit Committee
3.	Mr. Noppadon Jason Chirasanti	<ul style="list-style-type: none"> Independent Director Member of Audit Committee

No.	Name	Position
4.	Mr. Kanawath Aran	<ul style="list-style-type: none"> Independent Director Member of Audit Committee
5.	Mr. Mark D. Remijan	<ul style="list-style-type: none"> Independent Director Member of Audit Committee
6.	Mr. Sanguankiat Lewmanomont	<ul style="list-style-type: none"> Non-Executive Director
7.	Mr. Cristobal Chin Syen Loong	<ul style="list-style-type: none"> Non-Executive Director
8.	Mr. Anavin Jiratomsiri	<ul style="list-style-type: none"> Director
9.	Ms. Koo Man Wai	<ul style="list-style-type: none"> Director

4. Approved the submission to the shareholders' meeting for consideration and approval of the change of the Company name and the Company's seal, while maintaining the same stock symbol. Additionally, the Memorandum of Association Clause 1 will be amended to reflect the new Company name as follows:

- 1) Change of the Company's name, the Company's Seal, and without changing the Company's securities symbol, as follows:

List	Current	Proposed Change
Name in Thai	บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน)	บริษัท เซาว์ ไบรท์ เวนเจอร์ส โฮลดิ้งส์ จำกัด (มหาชน)
Name in English	Chow Steel Industries Public Company Limited	Chow Bright Ventures Holdings Public Company Limited
Securities symbol	CHOW	-No change-
The Company's seal		

- 2) Amendment to Clause 1 of the Company’s Memorandum of Association re: the Company’s name, as follows:

Current



The Company’s name	“บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน)”
Name in English as	“Chow Steel Industries Public Company Limited”

Proposed Amendment

The Company’s name	“บริษัท เซาว์ ไบรท์ เวเนเจอร์ส โฮลดิ้งส์ จำกัด (มหาชน)”
Name in English as	“Chow Bright Ventures Holdings Public Company Limited”

Additionally, the Board of Directors approved the proposal to be presented to the shareholders' meeting for consideration and authorization of a person designated by the Board of Directors to have the authority to sign applications or any documents related to the registration of the company's name change, the Company’s seal, and the amendment of Article 1 of the company's Memorandum of Association with the Department of Business Development, Ministry of Commerce. This also includes the authority to undertake any necessary and related actions as deemed appropriate, in accordance with the wording or instructions of the registrar.

5. Approved the submission to the shareholders' meeting for consideration and approval of amendments to Articles 1, 2 and 53 of the Company’s Articles of Association re: the Company’s name and the Company’s seal to be in line with the change of the Company’s name as follows:

No.	Current	Proposed Amendment
Article 1.	Theres articles shall be called the Articles of Association of Chow Steel Industries Public Company Limited.	Theres articles shall be called the Articles of Association of Chow Bright Ventures Holdings Public Company Limited.
Article 2.	The word “Company” referred to in these Articles of Association means Chow Steel Industries Public Company Limited.	The word “Company” referred to in these Articles of Association means Chow Bright Ventures Holdings Public Company Limited.
Article 53.	The Company’s seal is affixed hereunder. 	The Company’s seal is affixed hereunder. 

Additionally, the Board of Directors approved the proposal to be presented to the shareholders' meeting for consideration and authorization of a person designated by the Board of Directors to have the authority to sign applications or any documents related to the registration of amendments to the company's Articles of Association with the Department of Business Development, Ministry of Commerce. This also includes the authority to undertake any necessary and related actions as deemed appropriate, in accordance with the wording or instructions of the registrar.

6. Approved the submission to the shareholders' meeting for consideration and approval of the directors' remuneration for the year 2025, not exceeding THB 5,000,000, the same as in 2024.
7. Approved the appointment of EY Office Limited as the Company's auditor for 2025 and determination of the annual audit fee at no more than THB 1,600,000.

Name of Auditor	Certified Public Accountant (Thailand) No.	Auditing during the past 5 years
1. Miss Krongkaew Limkittikul	5874	3 year (year 2022-2024)
2. Miss Watoo Kayankannavee	5423	None
3. Mr. Nattawut Santipet	5730	None

8. Approved the determination of the 2025 Annual General Meeting of Shareholders in a physical format on Friday, April 25, 2025, at 2:00 PM at the Auditorium, 3rd Floor, C ASEAN, ThaiBev Quarter, 62 Ratchadaphisek Road, Khlong Toei, Bangkok, Thailand, with the record date for shareholders entitled to attend on March 14, 2025.

Agenda 1 To certify the minutes of the 2024 Annual General Meeting of Shareholders held on 25 April 2024.

Agenda 2 To acknowledge the operating results for the year 2024.

Agenda 3 To approve the Financial Statement for the year ended on 31 December 2024.

Agenda 4 To approve the non-appropriation of profit to legal reserve and the Omission of dividend payment for the year 2024.

Agenda 5 To approve the election of directors to replace those to be retired by rotation.

Agenda 6 To approve the director's remuneration and subcommittee members for the year 2025.

Agenda 7 To approve the appointment of the auditors and the determination of audit fees for the year 2025.



- Agenda 8 To consider and approve the change of the Company's name, the Company's seal, and the amendment to the Memorandum of Association, in accordance with the change of the Company's name and the Company's seal.
- Agenda 9 To consider and approve the amendment of the Article of Association of the Company to be in line with the change of the Company's name.
- Agenda 10 To consider other matters (if any)
9. Approved the authorization of the Chief Executive Officer to undertake any actions related to convening the 2025 Annual General Meeting of Shareholders, including changes to the date, time, and venue of the meeting, as well as other related details, as necessary and appropriate.

Please be informed accordingly.

Yours Sincerely,

(Mr. Anavil Jirathamsiri)
Chief Executive Officer