



Notice of 2025

Annual General Meeting of Shareholders Chow Steel Industries Public Company Limited

On Friday 25th April 2025 at 2.00 p.m.

(Registration starts from 12.00 p.m. onwards)

at Auditorium room,
3rd Floor, C asean, ThaiBev Quarter,
62 Ratchadapisek Road, Klongtoey Bangkok, Thailand.

We will no longer distribute gift



Notice of 2025 Annual General Meeting of Shareholders.

3 April 2025.

Subject Notice of the 2025 Annual General Meeting of Shareholders
To Shareholders of Chow Steel Industries Public Company Limited

Attachments

1. Annual Registration Statement / Annual Report for the year 2024 (Form 56-1 One Report) in QR Code
2. Documents for Consideration of Agenda 1: Copy of minutes of the 2024 Annual General Meeting of Shareholders on 25 April 2024
3. Documents for Consideration of Agenda 5: Information of the directors retiring by rotation and proposed for re-election
4. Documents for Consideration of Agenda 7: Information of auditors for the year 2025
5. Guidelines for Attending the 2025 Annual General Meeting of Shareholders.
6. Proxy Form B. (recommended), Form A. or Form C. can be downloaded from website: www.chowsteel.com
7. Name List and Details of the Independent Directors to be used with Proxy of shareholders.
8. Articles of Association concerning the Shareholders' Meeting and Vote Casting
9. Procedures for Attending the 2025 Annual General Meeting of Shareholders
10. Map of the Meeting location

Pursuant to the resolution adopted by the Board of Directors of Chow Steel Industries Public Company Limited ("the Company"), the 2025 Annual General Meeting of Shareholders (the "2025 AGM" or the "Meeting") will be held on Friday, 25th April 2025 at 2.00 p.m. at the Auditorium room, 3rd Floor, C ASEAN, ThaiBev Quarter, No.62 Ratchadapisek Road, Klongtoey Bangkok, Thailand, to consider the following agenda;

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

Facts and Rationale:

The Company had completed the minutes of the 2024 Annual General Meeting of Shareholder on 25th April 2024 within 14 days as from the date of the Annual General Meeting of Shareholder and had submitted to the Ministry of Commerce within the period as specified by law and publicized on the Company's Website (www.chowsteel.com) since 3 May 2024 for the shareholders' examination and none of the shareholders requested for amending the minutes. The copy of the minutes of the Annual General Meeting of Shareholder 2024 was attached with this invitation letter, dated 3rd April 2025 (Enclosure 2.)



Board of Directors' opinion:

View as proper to present the minutes of the 2024 Annual General Meeting of Shareholder on 25th April 2024 that the Company's Board of Directors had approved as correct to the Annual General Meeting of shareholder certify the meeting.

Votes required:

The agenda must be approved with a Majority of votes of the shareholders attending the meeting and casting their votes.

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

Facts and Rationale:

The shareholders should acknowledge the operating results for the year 2024. The details are enclosed in 56-1 One Report 2024, shareholders can download the documents from the QR Code provided in the Notification of Meeting (Enclosure 1.)

Board of Directors' opinion:

The Board recommends shareholders acknowledge the Company's performance for the year 2024.

Votes required:

Voting is not required in this agenda since this agenda is for acknowledgement only.

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

Facts and Rationale:

According to the Public Limited Company Act, the Company must make the financial statement and the annual profit and loss statement, ending at the accounting year of the Company and arrange to receive the audit from the Certified Public Accountant before presenting to the Shareholders' Meeting for approval.

Board of Directors' opinion:

View as proper for the Shareholders' Meeting to consider approving the financial statement and the annual profit and loss statement ending on 31st December 2024 that had been audited and signed by the Certified Public Accountant of the Company and had received approval from the Audit Committee. The details were as shown in the Annual Data Report/Annual Report 2024 (56-1 One Report 2024) that were sent to the shareholders together with the meeting invitation letter (Enclosure 1.)

Votes required:

The agenda must be approved with a Majority of votes of the shareholders attending the meeting and casting their votes.

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

Facts and Rationale:

Article 48 of Article of Association of the Company stipulates that the Company shall appropriate an amount of not less than five percent (5) of its annual net profits after the deduction of the accumulated loss brought forward (if any) until such reserve fund reaches the amount of not less than ten percent (10) of the registered capital.

The Company's Dividend Policy is not less than 40% of net profit after corporate income tax according to the Company's separate financial statements and after statutory reserve as well as other reserves as determined by the Company. However, the actual dividend payment may differ from such dividend policy, subject to the Company's operational performance, financial position, investment plan, necessity and other rationales in the future as deemed appropriate by the Board of Directors and/or the shareholders.

Since the Company's separate financial statement for the year ended 31 December 2024 audited by the auditor, it stated that the Company had no operating profit, resulted in the accumulative loss of 255,485,083 Baht and therefore the Company is unable to make an annual dividend payment.

Dividend Payment record is per the table below:

Operational performance	Separate Net Profit (Million THB)	Dividend per share (THB)	Payment Date
1 January – 31 December 2011	193.00	0.10	3 May 2012
1 January – 30 September 2013	103.11	0.10	4 December 2013

Board of Directors' opinion:

After due consideration, the Board of Directors deemed it appropriate to approve non-appropriation of profit to legal reserve and the Omission of dividend payment for the company's operating results from 1 January to 31 December 2024, Due to the Company has an accumulative loss.

Votes required:

The agenda must be approved with a Majority of votes of the shareholders attending the meeting and casting their votes.

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

Facts and Rationale:

Pursuant to the Public Limited Company Act Article 21 of Articles of Association of the Company, at every annual general meeting, one-third (1/3) of the directors will retire from office. If their

number is not a multiple of three, then the number nearest to one-third (1/3) must retire from office. The retiring director is eligible for re-election. The directors who retire by rotation in the first and second year after becoming a public company shall be drawn by lots. After that, the director who has been in the office for the longest term shall firstly be retired.

There are 3 directors who are retired by rotation at the 2025 AGM (one third of the total number of directors) as follows:

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
3.	Mr. Mark D. Remijan	<ul style="list-style-type: none"> ● Independent Director ● Chairman of Good Corporate Governance Committee

Thus, the criteria of director nomination is considered and approved carefully by the Nomination and Remuneration Committee and the Board of Directors by selecting the persons who possess the knowledge and experience concerning to the Company's business, Economics, Business Management, Corporate Governance, Risk Management, Strategic Planning and Sustainability, including qualifications that are consistent with the Company's strategy and business goals by using the Board skill matrix as a tool for consideration. Moreover, the qualification must be in accordance with Public Company Limited Act, B.E. 2535 and notification of the Securities and Exchange Commission and the Capital Market Supervisory Board, as well as related notification of the Stock Exchange of Thailand as follows:

1. The Company provided shareholders with the opportunity to nominate the qualified person(s) for directorship from 1 October 2024 until 31 December 2024 through SET's channel and the Company's website. There was no proposal of directorship to the Company.
2. The Board was given the opportunity to nominate qualified candidates for the vacant position. However, no directors proposed any candidates for election as a company director.

3. Utilized the IOD's Director Search platform.
4. The Nomination and Remuneration Committee considers the name of those nominated and presents them to the Board of Director's meeting for proposed to the shareholders' meeting for consideration and election.

Board of Directors' opinion:

The Board, without participation of the directors having interest therein, carefully considered and concurred with the Nomination and Remuneration Committee's recommendation to propose 3 retired directors be re-elected for another term, namely Associate Professor Kalyaporn Panmarerng Mr. Noppadon Jason Chirasanti and Mr. Mark D. Remijan. Information of 3 directors retiring by rotation and proposed for re-election are in Enclosure 3. Subject to the AGM approving the same, the aforementioned Directors shall be re-appointed to their position in all aspects.

3 directors who are nominated for reelection as an independent director for another term, have qualifications in accordance with the Definition of Independent Directors under the Notifications of the Capital Market Supervisory Board and the Notification of the Stock Exchange of Thailand and are capable of independently expressing their opinions and strictly performing their duties in accordance with relevant laws, rules, requirements, and regulations for the maximum benefits of all shareholders.

Votes required:

A resolution on this agenda must be individually voted on and the agenda must be approved with a Majority of votes of the shareholders attending the meeting and casting their votes.

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

Facts and Rationale:

The remuneration for directors should be appropriate to the duties and responsibilities of directors. It should also be reviewed annually. Directors' remuneration should be commensurate with the duties and responsibilities of the directors and should be reviewed annually. The remuneration rates should be set at appropriate levels, comparable to the relevant market and industry, and be adequate to attract and retain qualified and quality directors. In 2025, the Nomination and Remuneration Committee carefully reviewed the remuneration of the Board of Directors and subcommittees for the year 2025 and proposed to the Board of Directors for consideration, deemed it appropriate to remain the remuneration package of the director's remuneration at the same rate as 2024 at the amount of not more than the annual budget of THB 5.00 million as below.

1. Monthly fee and attendance fee

Position	Per Attendance Fee (baht/time)	Monthly Fee (baht/month)
Chairman of the Board	30,000	20,000
Non-Executive Director	20,000	15,000
Chairman of Audit Committee	15,000	-
Audit Committee	10,000	-
Chairman of Nomination and Remuneration Committee	15,000	-
Nomination and Remuneration Committee	10,000	-
Chairman of Risk Management Committee	15,000	-
Risk Management Committee	10,000	-
Chairman of Good Corporate Governance Committee	15,000	-
Good Corporate Governance Committee	10,000	-

2. Other Benefits

- Directors and Officers Liability Insurance Limit of Liability of 100,000,000 Baht and, Accident and Travel Insurance Limit of Liability of 2,000,000 Baht. The Total of such premium rate shall not exceed 400,000 Baht.

3. Bonus, Business Insurance, Extra Compensation and Other Expenses.

The Board of Directors will be responsible for this. Once added up, the total of such remuneration for directors shall not exceed THB 5.00 million.

In the year 2024, the total remuneration for the board of directors and sub-committees. The details of the remuneration for each director are presented in Form 56-1 One Report 2024 (QR Code).

Board of Directors' opinion:

We recommend the shareholders approve the remuneration of the Board of Directors and the Sub-Committees for the year 2024 at the amount of not more than the annual budget of THB 5.00 million. The Nomination and Remuneration Committee has duly reviewed this proposal, which has been subsequently endorsed by the Board of Directors.

Votes required:

The agenda must be approved with Not at least two-thirds (2/3) of the total number of votes of the shareholders present at the meeting.

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

Facts and Rationale:

To comply with Section 120 of the Public Limited Company Act B.E. 2535 and Article 43. of Articles of Association of the Company which requires that each year, the annual general meeting of shareholders appoint an auditor and fix the remuneration thereof the by the opinion of the Audit Committee, the Board of Directors has considered this matter and deemed it appropriate to propose the shareholders' meeting to approve the appointment of the following auditors from EY Office Limited be the auditor of the Company for the year 2025.

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

Due to the audit company's good work standards, auditing expertise and effective past performance. They have independence in performing their tasks. The auditors whose names proposed above have neither the relationship nor any interest with the Company, subsidiaries, executives, major shareholders, or related persons of these people. Details of each auditor's profile and work experience are provided in detail in Enclosure 3. The Company has a subsidiary which uses the same audit firm as the Company. The Board of Directors will ensure that the financial statements can be prepared in a timely manner.

On behalf of EY Office limited is the company's auditor. Therefore, anyone of them perform the audit and express an opinion on the company's financial statements. Moreover, if the certified auditors are unable to work, EY Office limited can provide the other certified auditors of the company to replace. In this regard, the Company's auditor, and auditors of subsidiaries under the same audit.

Additionally, Approval request for the 2025 audit fee. The amount of Baht 1,600,000 and decrease from last year as follows:

Details	2025 (Baht) (year proposed)	2024 (Baht)	Change Increase/Decrease (Baht)
For the year ended December 31	1,120,000	1,420,000	(300,000)
For the quarter ended March 31,	480,000	480,000	-

Details	2025 (Baht) (year proposed)	2024 (Baht)	Change Increase/Decrease) (Baht)
June 30, and September 30 - (Baht 160,000 for quarterly statement)			
Non-Audit Fee	-	80,000	(80,000)
Total	1,600,000	1,980,000	(380,000)

In 2024, the Company paid non-audit fee (BOI) to EY Office Company Limited in the amount of 80,000 Baht.

Board of Directors' opinion:

The Meeting should approve the appointment of Miss. Krongkaew Limkittikul Certified Public Accounting Registration No.5874 or Miss Watoo Kayankannavee Certified Public Accounting Registration No.5423 or Mr. Nattawut Santipet Certified Public Accounting Registration No.5730 or, auditor from EY Office limited, to serve as the auditor of the Company for the year 2025 and approve the audit fees of Baht 1,600,000 as recommended by the Audit Committee and endorsed by the Board of Directors.

Votes required:

The agenda must be approved with a Majority of votes of the shareholders attending the meeting and casting their votes.

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.

Facts and Rationale:

The company deemed it appropriate to change the Company's name, the Company's seal, without changing the Company's securities symbol, and to amend the Company's Memorandum of Association, in accordance with the change of the Company's name.

Board of Directors' opinion:

The Board of Directors opines that it is deemed appropriate to request the Meeting to consider and approve the change of the Company's name, the Company's seal, without changing the Company's securities symbol, and to amend the Company's Memorandum of Association, in accordance with the change of the Company's 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 เวนเจอร์ส โฮลดิ้งส์ จำกัด (มหาชน)"
 Name in English as "Chow Bright Ventures Holdings Public Company Limited"

Votes required:

The agenda must be approved with Not less than three-fourth (3/4) of the total number of votes of shareholders who are present at the meeting and entitled to vote.

- 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.



Facts and Rationale:

The company deemed it appropriate to amend the Company's Articles of Association, in accordance with the change of the Company's name.



Board of Directors' opinion:

The Board of Directors opines that it is deemed appropriate to request the Meeting to consider and approve amendment 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. 

In addition, the Board of Directors opines that it is deemed appropriate to request the Meeting to consider and approve the delegation of authority to the Board of Directors or any persons delegated by the Board of Directors to perform any acts relating to the change of the Company's name, and the Company's seal, and the amendment to the Memorandum of Association and the Article of Association of the Company, in accordance with the change of the Company's name, as well as the registration of the amendment to the Memorandum of Association and the Article of Association of the Company, submission of the applications or any related documents to the Department of Business Development or relevant government agencies, revision or adjustment of wordings in the applications or documents, including any necessary acts according to the laws and regulations, recommendations or opinions of the registrar of the public limited companies and relevant government agencies until its completion.



Votes required:

The agenda must be approved with Not less than three-fourth (3/4) of the total number of votes of shareholders who are present at the meeting and entitled to vote.

Agenda 10 To consider other matters (if any)

Facts and Rationale:

This agenda is set for shareholders to inquire about the management team regarding the Company's operations (if any). Therefore, if it doesn't have any others matters to the meeting, there is no vote on this agenda.

Board of Directors' opinion:

It is appropriate to let shareholders ask about the Company's operations and the Board of Directors answer questions from them.

In this regard, the Company had determined the list of people entitled to attend the 2025 annual general meeting on March 14, 2025.

Please be informed to attend the 2025 Annual General Meeting of Shareholders on the date, time and place specified above. If you are unable to attend the Meeting by yourself, please appoint a proxy, or Dr.Pruchya Piumsomboon Position Independent Director and Chairman of the Board, or Mr.Kanawath Aran Position Independent Director and Audit Committee for the substitute by using the proxy forms in the attachment.

If shareholders have any questions, you can contact for more information at Office of Company Secretary, telephone 020330901-8 ext. 110.

Best regards,

-signature-

(Dr.Pruchya Piumsomboon)

Chairman of the Board

-signature-

(Mr.Anavin Jiratomsiri)

Chief Executive Officer

Remarks:

1. The company had invited the shareholders to propose to the nominate candidate for director in advance between 1st October 2024 until 31st December 2024, the proposal period was ended but there was no shareholder to propose nominate candidate for director in advance agenda for the 2024 Annual General Meeting of Shareholder.
2. The Company has published the invitation letter in Thai and English versions together with the proxy form A, B, and C (Enclosure 6.) on the company's website in which the Shareholders can download such at www.chowsteel.com under the heading Investor Relations, Shareholders' Information, Invitation to the 2025 Annual General Meeting of Shareholders. Shareholders can download from 28 March 2025.
3. The shareholders have the following requirements:
 - 3.1 In case who wishes to attend the meeting
 - 3.2 If the Shareholder desires to give his/her proxy to the Independent Director
 - 3.3 In case who wishes to inquire about information related to the meeting on any agenda of the company or send advance questions to the company.
 - 3.4 In case those who wish to receive the Annual Registration Statement / Annual Report (56-1 One Report 2024)be able to submit documents to the Investor Relations Department via
 - Email: ir@chowsteel.com or
 - Mailing address: Office of Company Secretary
Chow Steel Industries Public Company Limited
No.2525 FYI Center Tower 2, 10th Floor, Unit2/1007-1008,
Rama IV Road., Khlong Toei, Bangkok 10110 Thailand

(Translation)

Minutes of Annual General Meeting of Shareholders 2024

Chow Steel Industries Public Company Limited

Thursday, April 25, 2024 at 14.00 hrs.

In the Form of Hybrid Meeting

At Auditorium Room 301, 3rd Floor, C-Asean Rama 4, ThaiBev Quarter

No. 62 Ratchadapisek Road, Klongtoey, Bangkok 10110

The meeting was called to order at 14.00 hrs.

At the meeting, Dr. Pruchya Piumsomboon, Chairman of the Board of Directors performing as Chairman of the meeting (“**Chairman**”), declared the Company’s Annual General Meeting of Shareholders 2024 (AGM 2024 or the meeting) open. The Chairman welcome the shareholders and assigned the MC to introduce to the meeting the Company’s Board of Directors, management team, auditor, and legal advisor attending the meeting, as follows:

Directors attending at the meeting venue (representing 80% of the total directors)

- | | |
|--|---|
| 1. Dr. Pruchya Piumsomboon | Independent Director
Chairman of the Board of Directors |
| 2. Assoc. Prof. Kalyaporn Pan-ma-rerng | Independent Director
Chairman of Audit Committee
Chairman of Risk Management Committee
Nomination and Remuneration Committee Member
Proxy of Shareholders |
| 3. Mr. Kanawath Aran | Independent Director
Audit Committee Member
Risk Management Committee Member
Corporate Governance Committee Member |
| 4. Mr. Noppadon Jason Chirasanti | Independent Director
Audit Committee Member
Proxy of Shareholders |
| 5. Mr. Sanguankiat Lewmanomont | Director
Nomination and Remuneration Committee Member |
| 6. Mr. Mark D. Remijan | Independent Director
Corporate Governance Committee Member |

- | | | |
|----|------------------------|---|
| 7. | Mr. Anavin Jiratomsiri | Director
Chief Executive Officer
Chairman of Executive Committee
Nomination and Remuneration Committee Member
Risk Management Committee Member
Corporate Governance Committee Member |
| 8. | Ms. Koo Man Wai | Director
Executive Committee Member
Chief Investment Officer |

Company Secretary

1. Ms. Sirirat Khongpeng

Executives attending at the meeting venue

- | | | |
|----|------------------------------|-------------------------------|
| 1. | Mr. Paramat Chulvanij | Chief Financial Officer (CFO) |
| 2. | Mr. Kantameth Chotejirapirom | Chief Accounting Officer |

Executives of subsidiary attending at the meeting venue

- | | | |
|----|--------------------------------|--|
| 1. | Mr. Cristobal Chin Syen Loong | Chief Executive Officer
Chow Energy Public Company Limited |
| 2. | Mr. Thanachart Poudpongpaiboon | Deputy Chief Executive Officer
Chow Energy Public Company Limited |

Auditor from EY Office Limited attending at the meeting venue

- | | | |
|----|-----------------------------|----------------------------------|
| 1. | Mr. Napop Thanawitchayakarn | Partner - Audit Representative |
| 2. | Ms. Isaree Kraprayoon | Manager - Auditor Representative |

Legal advisor attending at the meeting venue

- | | | |
|----|-----------------------|---|
| 1. | Mr. Tahlad Sombatboon | Legal Advisor Representative
Lew Manomont International Law Office Co., Ltd. |
|----|-----------------------|---|

At the meeting, the shareholders attending in person totaled 13, holding aggregately 450,761,190 shares, and the shareholders attending by proxy totaled 13, holding aggregately 137,186,800 shares. This made up the total number of attending shareholders of 26, holding altogether 587,947,990 shares or representing 73.49% which exceeded one-third of the total shares sold of the Company of 800,000,000 shares. This constituted a quorum according to the law and the Company's Articles of Association.

Before proceeding with the meeting according to the agenda, the Chairman assigned the MC to give explanation to the shareholders on details of the meeting process and the order of the agenda items proceeding.

The Company held the AGM 2024 by means of hybrid meeting with the meeting physically arranged at the meeting venue (on-site meeting), i.e., Auditorium Room 301, 3rd Floor, C-Asean Rama 4, ThaiBev Quarter, and concurrently broadcast live as electronic meeting (e-AGM or e-meeting or online meeting). The e-meeting was organized pursuant to the Emergency Decree on Electronic Meetings, B.E.2563(2020) and Notification of the Ministry of Digital Economy and Society regarding Standards for Maintaining Security of Meetings via Electronic Means, B.E.2563(2020). The Company also engaged an e-meeting service provider with expertise and certification by relevant authorities to handle the shareholders registration and vote counting processes.

Vote counting at the meeting venue was undertaken through the barcode system and that of the e-meeting through the blockchain AGM voting system. The e-AGM was proceeded with the use of Zoom meeting platform which is a standard system in compliance with the Notification of the Ministry of Digital Economy and Society regarding Standards for Maintaining Security of Meetings via Electronic Means, B.E.2563(2020), as well as the e-meeting system certification by Electronic Transactions Development Agency (ETDA).

Furthermore, the Company informed the meeting of the personal data protection policy adopted by the Company in audio-visual recording of the physical attendance of the shareholders and proxies in front of and inside the meeting room for use as evidence as necessary.

For the shareholders attending online on the Zoom meeting platform, the Company made available audio-visual recording of all the attendees throughout the meeting and kept electronic traffic data and identification data thereof for use as evidence and to be compliant with the law. Such personal data so recorded at both on-site and online meetings would be disclosed by the Company via the media or documents it would prepare according to the listed company governance principles. The shareholders may study the Company's personal data protection policy from its website.

At the meeting, the agenda items would be considered in the order stated in the invitation letter from agenda item 1 to agenda item 10, with presentation of details on each agenda item and the shareholders invited to raise questions or express opinions before vote casting. The voting result on each of the agenda items would be respectively announced to the meeting upon completed counting of the votes.

Vote casting method: According to the Company's Articles of Association, one share is entitled to one vote. Resolutions of the meeting shall be subject to the following criteria:

- In normal case: The resolution is subject to the majority of votes of the shareholders attending and voting at the meeting. In case of a tie of votes, the Chairman shall have the casting vote pursuant to Article 42(1) of the Company's Articles of Association. On each agenda item, the shareholders and proxies may vote either approving or disapproving or abstain from voting, in the full number of voting shares held by each of them, and cannot split such number of shares for separate voting, except in case of voting by a custodian who is a proxy of a foreign investor.
- In any other case: The required votes for the resolution shall be as specified by law and/or the Company's Articles of Association, which shall be informed to the shareholders at the meeting before vote casting on such agenda item.

At the on-site meeting, the Company prepared ballot forms with the barcode thereon for all the shareholders to facilitate their vote casting. Each ballot form contained details divided into agenda items. Vote counting system would record the total votes as approving votes in the first place. Only ballots with disapproving votes and abstention votes would then be collected and such votes would be counted and deducted from the total votes recorded in the system. The remaining votes after deduction would be the approving votes.

- In case of approving: Shareholders make marks in the agreeing boxes with signatures affixed. All ballot forms with approving votes would concurrently be collected upon the end of the meeting.
- In case of disapproving or abstention: Shareholders who disapprove or abstain from voting make marks in the required boxes with signatures affixed. They are required to raise their hands and hand in the ballot forms to the Company staff for vote counting and calculation.

Vote casting duration for each agenda item would be around 60 seconds. Upon closing of vote casting on each agenda item, the voting result would be announced to the meeting accordingly.

For shareholders e-AGM attendance, the Company arranged for registration via blockchain AGM voting system during April 17-25, 2024. The blockchain AGM voting system was to be used for voting. However, no shareholder made registration for e-AGM attendance in person. Shareholders were able to view the meeting in progress through Zoom meeting system by the following stages:

1. Shareholders may view the meeting in progress through Zoom meeting system using the meeting ID and password provided by the Company to the registered email address to access the system. While in the meeting, shareholders may ask questions via the Zoom meeting system by entering the questions in the "Chat" box.

2. To cast votes at the e-meeting, when accessing AGM application with fill-in of OTP received via SMS, the screen will display “Waiting for the Agenda 1.” Shareholders have to wait for voting system made available by the host upon the Chairman’s announcement of opening of voting.
3. Upon the opening of voting, the system will ask shareholders to enter PIN (required every time before vote casting). Shareholders have to enter PIN to identify themselves of staying at the meeting as part of the voting base. Voting duration is approximately 60 seconds.
4. Vote casting is in three types, i.e., approval, disapproval and abstention. In case of disapproval or abstention, shareholders are to press “Disapprove” or “Abstain” buttons, and “Approve” in case of approval. All the votes will be recorded in the system for processing. Any shareholder who does not cast votes on any agenda item will be regarded as approving such agenda item.

Agenda item 2 was for acknowledgment and no voting was required. Meanwhile, agenda item 6 was about election of directors where shareholders were required by the Company to cast votes for directors individually with separation of ballots and items on a one-by-one basis.

Raising questions and opinions: Shareholders or proxies with on-site meeting attendance who wish to raise questions or require additional clarifications from directors and executives on any relevant points may do so by informing their names and surnames and whether they attend in person or by proxy before raising questions so that meeting minutes are correctly and completely taken. Questions and opinions are allowed after the completion of the presentation of each agenda item, or after the completion of consideration of all agenda items.

Shareholders with online meeting attendance on Zoom platform who wish to ask questions may raise their hands by clicking the hand icon for the host to turn on the microphone for them to speak or to type questions in the “Chat” box. The shareholders are required to inform their names and surnames every time they wish to raise questions.

In case of sending questions via chat message, if there is a large number of questions, the Company reserves the right to select questions for the meeting as considered appropriate.

The Company reserves the right to cut off images and audio of the shareholders who ask questions or express opinions impolitely, defame others, violate any law or the rights of others, or disrupt the meeting or cause distress to other meeting attendees.

The Company will answer only the questions relevant to the agenda items on which votes are cast to maintain the duration of the meeting.

In case of shareholders having problems or difficulties in access to the e-AGM or voting system, they may study meeting instructions earlier sent to them together with the AGM invitation letter or contact the Company staff who are the meeting host at Tel. 062-505-6395, or Email: support@jventures.co.th, or Line Official @jvcsupport, or scan QR code presented at the meeting.

Vote counting method: In case of proxy form with votes duly cast by the shareholder, the Company would record the votes in the system and the proxy may attend the meeting without having to cast votes again. In case of no vote cast in the proxy form, the proxy would then have to vote at the meeting by the method stated above.

Void ballot: It is a ballot which cannot clearly indicate the shareholder/proxy's intention to vote in which direction, such as making marks in both the agreeing and disagreeing boxes, or making unclear marks, or crossing out any statement without having his/her signature affixed thereto, etc.

In voting by electronics means, there is no case that would result in invalid votes or void ballots as the system requires votes to be cast by selecting only one of the three choices, i.e., approve, disapprove, or abstain, on each agenda item. Thus, there is no circumstance of voting on the wrong agenda item or any other event that would result in invalid votes or void ballots as aforementioned.

At the meeting, Mr.Tahlad Sombatboon, representative from Lew Manomont International Law Office Co., Ltd., Legal Advisor, would perform as witness in the vote counting to ensure the voting result's transparency and compliance with the law and the Articles of Association of the Company.

Moreover, the Company invited the shareholders to propose agenda items for the AGM 2024 and nominate qualified candidates for election of directors in advance through the Stock Exchange of Thailand and on the Company website from October 4 – December 31, 2023. Upon the end of such period, no shareholder had proposed any agenda item or nominated any candidates for election of directors.

The Chairman then proceeded with the businesses on the agenda as follows:

Agenda item 1 To consider and adopt the minutes of the Annual General Meeting of Shareholders 2023 held on April 27, 2023

The Company sent copies of the minutes of the Annual General Meeting of Shareholders 2023 held on April 27, 2023 to the shareholders in advance together with the invitation letter to the meeting.

Important matters resolved at the AGM 2023 were as summarized below:

- Adoption of the minutes of the Annual General Meeting of Shareholders 2022 held on April 28, 2022 with a majority of the total votes of the shareholders attending and voting at the meeting.
- Approval of the amendment of Article 29, Article 33, Article 37, Article 38 and Article 55 of the Company's Articles of Association to support the arrangement and management of electronic meetings with the votes of not less than three-fourths (3/4) of the total votes of the shareholders attending and having the right to vote at the meeting.

The Board of Directors considered the minutes accurately and completely recorded. It was thus deemed expedient to request the meeting to consider and adopt the minutes so proposed.

The shareholders and proxies were accordingly invited to raise questions and express opinions on the relevant points. No questions or comments were raised and no correction otherwise was requested. The Chairman then requested the meeting to vote. The affirmative resolution of this agenda item required the majority of votes of the shareholders attending and voting at the meeting.

Resolution: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to adopt the minutes of the AGM 2023 held on April 27, 2023 as below:

Approved	587,948,590	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

Agenda item 2 To acknowledge the Company's operating results of 2023

The Chairman assigned Mr. Kantameth Chotejirapirom, Chief Accounting Officer, to present results of the Company's operational performance in 2023 to the meeting, the salient points of which are as follows:

Mr. Kantameth Chotejirapirom reported to the meeting that the Board of Directors had prepared report on the Company's operating results and significant developments in 2023 as appeared in the 2023 Annual Report.

The Company's operating results in 2023 were as below:

The Group recorded total revenues from operation of 3,795 million baht, a year-on-year growth of 988 million baht, with a total gross profit for the current year of 675 million baht representing a gross profit margin of 17.8%, and an EBITDA of 654 million baht. This resulted in a net profit for the current year of 460.3 million baht and earnings per share of 0.51 baht.

The Group's operating results with profitability in 2023 were attributable to the followings:

- a) **Steel business:** Revenues from sales and services went up from 1,640 million baht in 2022 to 2,778 million baht in 2023 attributable to expansion of steel business trading market on the back of production process development and product diversification to a greater extent. At present, the Company produces steel billets, round bars and deformed bars in compliance with the industrial standards and being acceptable to customers domestically and overseas. This has enabled the Company to maintain its existing customer base and expand new customer base for its new products alongside receipt of a larger number of orders for its products in line with the market demand and supply situation.

For the current year, the Group's steel business recorded a gross profit of 110 million baht and an EBITDA of 175 million baht.

- b) **Renewable energy business:** The Company recorded revenues for the current year in the total amount of 1,017 million baht, of which 591 million baht came from solar rooftop electricity sales and solar rooftop installation services and 426 million baht from partnering with BlackRock Fund in investment in solar rooftop projects in Thailand aiming to jointly develop and achieve the target of 1 GW solar energy pipeline. Such joint investment would positively contribute to the Group's project expansion opportunities, strong capital base and access to funding sources at competitive cost, and reflect the Group's transparency in business operation.

With the above significant developments, the Group's energy business posted a gross profit of 567 million baht and an EBITDA of 479 million baht.

Developments in other areas in 2023 were as concluded here:

The Group's sustainable development goal in 2024 seeks to ensure business operation with awareness of environmental, social and governance responsibility.

Environmental: The Group supports use of renewable energy to reduce emissions of carbon dioxide by way of increasing solar power plant projects developed and installed for entrepreneurs across Thailand in order to boost proportion of renewable energy utilization.

The Group has applied the environmental, social and governance (ESG) concept for sustainable organization development with business operation that attaches importance to ESG concerns. It has aimed to uplift its business toward a low carbon organization with mitigation of greenhouse gas emissions as targeted. The Group will develop solar cell projects to properly meet demand for electricity to ensure optimization of solar power for maximum benefits as required by entrepreneurs.

Moreover, the Group has dependable solar power project literacy and experience in multiple facets, which can be used for project development and construction as well as implementation and maintenance of projects in process alongside entrepreneurs for optimal efficacy.

The Group has also requested carbon footprint label for its steel product, i.e., billet 5sp of 130x130 millimeters in cross section and 6 meters in length, under its action plan starting in 2024.

Social: The Group has implemented cooperation projects with higher educational institutions to provide solar energy knowledge to undergraduate students and support installation of solar rooftop systems for 15 target communities to help mitigate emissions of carbon dioxide in communities.

Governance: The Group is steadfast in operating business under corporate governance principles and code of conduct, and has consistently received “Excellent” CG scoring.

The Company’s membership of Thai Private Sector Collective Action Against Corruption (CAC) has been renewed, thus reflecting its intention and determination to fight corruption of all forms through transparent management in accordance with corporate governance principles to build confidence among all stakeholders. It has also won NACC Integrity Award from Office of the National Anti-Corruption Commission, which aims to promote business management under corporate governance principles and with code of conduct and social responsibility.

The shareholders and proxies were accordingly invited to raise questions and express opinions on the relevant points. No questions or comments were raised. The Chairman informed the meeting that no voting was required for this agenda item as it was for the meeting’s acknowledgment.

Resolution: The meeting acknowledged the Company's operating results of 2023.

Agenda item 3 To consider and approve the statement of financial position and the statement of comprehensive income for the fiscal year ended December 31, 2023

The Chairman assigned Assoc. Prof. Kalyaporn Pan-ma-rerng, Chairman of Audit Committee, to present salient points to the shareholders.

Assoc. Prof. Kalyaporn Pan-ma-rerng presented to the meeting the Company's statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2023 duly audited and reviewed by the auditor and endorsed by the Audit Committee and the Board of Directors.

To comply with Section 112 of the Public Limited Companies Act, B.E. 2535 (1992) (and the amendment) and Article 45 of the Company's Articles of Association, the Company had prepared the statement of financial position and the statement of comprehensive income as of the end of the fiscal year, and concluded significant items as below:

Consolidated operational performance.

- The Company recorded total revenues of 3,896 million baht, a year-on-year growth of 1,082 million baht or 38.4%.
- Profit attributable to equity holders amounted to 408 million baht, a year-on-year decrease from a profit of 1,021 million baht, with earnings per share of 0.51 baht.

Consolidated financial status.

- The Company recorded total assets of 3,378 million baht, down by 1,293 million baht or 27.7% year-on-year, as a result of de-consolidation of assets in solar rooftop projects of the Group to accommodate joint investment with BlackRock Fund in solar rooftop projects.
- The Company's total liabilities amounted to 1,134 million baht, down by 1,601 million baht or 58.6% year-on-year, stemming mainly from repayments of debentures and transfer of liabilities under project finance of solar rooftop projects to accommodate joint investment with BlackRock Fund in solar rooftop projects.
- Its total shareholders' equity amounted to 2,244 million baht, up by 308 million baht or 15.9%, as a result of recognition of profit from business operation of the Group.

The Chairman asked whether the meeting had any questions or comments. Questions and comments were accordingly raised by a shareholder and answers and clarifications were given by the Company as follows:

Mr. Vinchai Kaitniyomsak : Asked why the profit in 2023 dropped.
Proxy from Thai Investors
Association and Shareholders'
Right Protection Volunteer

Mr. Kantameth Chotejirapirom : Clarified that the profit drop was due to the fact that, in 2022, the Group exited a number of solar power plant projects overseas, from which it generated and recorded profit in the amount of 1,425 million baht, while in the current year, there was no such income portion. Therefore, the profit in the current year was a decrease compared with that in 2022 which included such extra portion.

The Chairman then requested the meeting to cast votes. The affirmative resolution of this agenda item required the majority of votes of the shareholders attending and voting at the meeting.

Resolution: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to approve the Company's statement of financial position and statement of comprehensive income for the fiscal year ended December 31, 2023 as below:

Approved	587,948,794	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

Agenda item 4 To consider and approve suspension of dividend payment and profit allocation to statutory reserve for 2023

The Chairman assigned Mr. Anavin Jiratomsiri, Chief Executive Officer, to present details to the meeting.

Mr. Anavin Jiratomsiri presented to the meeting that, according to Section 116 of the Public Limited Companies Act, B.E. 2535 (1992) (and the amendment) and Article 48 of the Company's Articles of Association, the Company shall allocate part of the annual net profit as a reserve fund in the amount of at least 5% of the annual net profit less accumulated loss brought forward (if any) until the reserve fund reaches at least 10% of the registered capital, and pursuant to Section 115 of the Public Limited Companies Act and Article 47 of the Company's Articles of Association, dividends shall not be paid other than out of profits.

According to the Company's audited financial statements for the fiscal year ended December 31, 2023, it still posted accumulated loss, thus disabling it to pay annual dividend to the shareholders.

The shareholders and proxies were invited to raise questions and comments on the relevant points. No questions and comments were raised. The Chairman then requested the meeting to vote on this agenda item. The affirmative resolution of this agenda item required the majority of votes of the shareholders attending and voting at the meeting.

Resolution: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to approve suspension of dividend payment and profit allocation to statutory reserve as below:

Approved	587,948,794	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

Agenda item 5 To consider and approve the appointment of auditor and fixing of audit fee for 2024

The Chairman requested Assoc. Prof. Kalayaporn Pan-ma-rerng, Chairperson of Audit Committee, to present details to the meeting.

Assoc. Prof. Kalayaporn Pan-ma-rerng informed the meeting that pursuant to Section 120 of the Public Limited Companies Act, B.E. 2535 (1992) (and the amendment), and Article 43 of the Company's Articles of Association, the AGM is required to appoint the auditor and to fix the audit fee every year.

With recommendation from the Audit Committee and endorsement by the Board of Directors, it was deemed appropriate to propose for the meeting consideration and approval the appointment of the following certified public accountants from EY Office Limited as the Company's auditor for 2024:

1. Miss Krongkaew Limkittikul, Certified Public Accountant no. 5874, or
2. Mr. Nattawut Santipet, Certified Public Accountant no. 5730, or
3. Miss Watoo Kayankannavee, Certified Public Accountant no. 5423

The proposal was on the ground that EY Office Limited has good work standards and auditing expertise, having all along performed duty effectively and independently. The certified public accountants proposed above have no relationship with and/or beneficial interests in the



Company, its subsidiaries, joint venture companies, management, major shareholders or related persons thereof.

The Company's subsidiaries have the same audit firm as that of the Company, and the Board of Directors will oversee to ensure their financial statements are prepared to timely meet the required schedule.

Any one of the above certified public accountants shall perform the audit work and provide opinion on the Company's financial statements. In case the above certified public accountants cannot perform duty, EY Office Limited shall assign its other certified public accountants in replacement to perform the duty.

Additionally, the auditor remuneration for 2024 was proposed to be in the amount of 1,980,000 baht, a decline from 2023, comprising the audit fee of 1,420,000 baht for the annual financial statements, the audit fee of 480,000 baht for the quarterly financial statements, and non-audit fee of 80,000 baht for other service, i.e., certification service fee for application for tax privileges under BOI promotion certificate.

The above non-audit fee of 80,000 baht was additionally paid in 2023 to EY Office Limited for certification service for application for tax privileges under BOI promotion certificate.

The shareholders and proxies were invited to raise questions and express opinion on the relevant points. No questions and comments were raised. The Chairman then requested the meeting to vote on this agenda item. The affirmative resolution of this agenda item required the majority of votes of the shareholders attending and voting at the meeting.

Resolution: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to appoint Miss Krongkaew Limkittikul, Certified Public Accountant no. 5874, or Mr. Nattawut Santipet, Certified Public Accountant no. 5730, or Miss Watoo Kayankannavee, Certified Public Accountant no. 5423 from EY Office Limited as the auditor of the Company for 2024, or in case such certified public accountants cannot perform duty, any other certified public accountants assigned by EY Office Limited as the auditor of the Company for 2024, and to fix the auditor remuneration in the total amount of 1,980,000 baht (one million nine hundred and eighty thousand baht), as below:

Approved	587,949,794	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

Agenda item 6 To consider and approve election of directors to replace those due to retire by rotation

The Chairman requested Mr. Sanguankiat Lewmanomont, Member of Nomination and Remuneration Committee, to present details of this agenda item.

Mr. Sanguankiat Lewmanomont informed the meeting that at every annual general meeting of shareholders, one-third of the existing directors shall vacate office, and the vacating directors may be re-elected.

At the AGM 2024, one-third of the existing directors, i.e., four directors, due to retire by rotation were:

- (1) Assoc. Prof. Dr. Narong Yoothanom Independent Director
- (2) Mr. Anavin Jiratomsiri Director
- (3) Ms. Koo Man Wai Director
- (4) Mrs. Sharuta Chin Director

Two of the above directors due to retire by rotation, namely Assoc. Prof. Dr. Narong Yoothanom and Mrs. Sharuta Chin, expressed their intention not to be re-elected for another term upon the end of their existing term at the AGM 2024 and did not attend the meeting.

Meanwhile, to allow the shareholders to independently consider and vote on this agenda item, the other two directors due to retire by rotation, namely Mr. Anavin Jiratomsiri and Ms. Koo Man Wai, temporarily left the meeting room during consideration of this agenda item.

The MC accordingly explained the criteria and procedure of nomination of candidates for election as directors of the Company, as follows:

1. The selection of candidates for election as directors this time had duly undergone the consideration process specified by the Company, with careful and prudent consideration and endorsement given by the Nomination and Remuneration Committee and the Board of Directors according to the scrutiny criteria and procedure in place. The selected candidates must have knowledge and experience in economics, business management, corporate governance, risk management, strategic planning, and sustainability, as well as qualifications that align with the Company's business strategy and target and contribute to its business operation using board skill matrix as a tool in the consideration. Moreover, they must have the qualifications pursuant to the Public Limited Companies Act, B.E. 2535(1992), the Notifications of the Securities and Exchange Commission and the Capital Market Supervisory Board, and the Notifications of the Stock Exchange of Thailand, as well as the applicable rules and regulations.

2. The Company invited the shareholders to nominate qualified candidates in advance for election as directors through the Stock Exchange of Thailand and on the Company website during October 4 – December 31, 2023. Upon the end of such period, no shareholder had nominated any candidates for election as directors.
3. The Company allowed the directors to nominate qualified candidates for the vacancy. Directors nominated one candidate, namely Mr. Cristobal Chin Syen Loong, whom the Board meeting approved to be proposed to the AGM 2024 for consideration and appointment as a new director in replacement of Mrs. Sharuta Chin who was due to retire by rotation, with details in the next agenda item.
4. Director search platform of Thai Institute of Directors (IOD) was used in the nomination process.
5. The Nomination and Remuneration Committee considered and presented the list of nominated candidates to the Board of Directors for proposal to the AGM 2024 for consideration and election.

The Board of Directors, excluding directors with beneficial interests, considered this agenda item as recommended by the Nomination and Remuneration Committee, based on the criteria of selection and scrutiny of the qualifications of the nominees with care and prudence, and deemed it expedient to propose re-election of two directors due to retire by rotation, as follows:

- | | |
|----------------------------|----------|
| (1) Mr. Anavin Jiratomsiri | Director |
| (2) Ms. Koo Man Wai | Director |

as directors to perform duties in the existing capacity as Board members and Committee members for another term.

Information regarding the qualifications, experience and competence of the two nominees for election as directors was as presented in Enclosure 4 accompanying the invitation letter to this meeting.

The shareholders and proxies were invited to raise questions and comments on the relevant points. No questions and comments were raised. The Chairman then requested the meeting to vote on this agenda item. The affirmative resolution of this agenda item required the majority of votes of the shareholders attending and voting at the meeting. Vote casting shall be made on an individual basis, and the result of which shall be announced one by one respectively.

Resolution: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to approve election of two directors to replace the directors due to retire by rotation as directors of the Company, with the votes cast individually as follows:

6.1 Mr. Anavin Jiratomsiri (as director for another term)

Approved	587,949,894	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

6.2 Ms. Koo Man Wai (as director for another term)

Approved	587,949,894	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

Agenda item 7 To consider and approve the appointment of a new director

The Chairman requested Mr. Sanguankiat Lewmanomont, Member of Nomination and Remuneration Committee, to present details of this agenda item.

Mr. Sanguankiat Lewmanomont informed the meeting that, as Assoc. Prof. Dr. Narong Yoothanom and Mrs. Sharhuta Chin who were due to retire by rotation at the AGM 2024 expressed their intention not to be re-elected for another term, the Nomination and Remuneration Committee considered and deemed it expedient to propose the appointment of a new director, namely Mr. Cristobal Chin Syen Loong, to replace Mrs. Sharuta Chin who was due to retire by rotation at this meeting.

As a result, the number of the Company's directors would decrease from 10 to 9. According to Article 19 of the Company's Articles of Association, the Board of Directors shall consist of at least five (5) directors. The Board of Directors considered such composition and viewed that the availability of necessary skills of the existing Board members is sufficient to accommodate the Company's business operation for future growth.

Mr. Cristobal Chin Syen Loong has knowledge and expertise in the areas of project management, business development, strategy and marketing, which are appropriate qualifications, as well as experience and competence conducive to the Company's business operation. Mr. Cristobal Chin Syen Loong has been a top executive in Chow Energy Plc., a subsidiary of the Company, since 2016 to date, and has undergone training courses for company directorship provided by the IOD. He is fully qualified pursuant to the Public Limited Companies Act and possesses no prohibited qualifications for director appointment according to the criteria of the Office of the Securities and Exchange Commission. He also assumes no director or executive positions in any other businesses that may cause conflict of interest or be in business competition with the Company. Therefore, it

was deemed expedient to propose for approval the appointment of Mr. Cristobal Chin Syen Loong as a director in replacement of Mrs. Sharuta Chin who was due to retire by rotation at the AGM 2024.

The shareholders and proxies were invited to raise questions and comments on the relevant points. No questions and comments were raised. The Chairman then requested the meeting to vote on this agenda item. The affirmative resolution of this agenda item required the majority of votes of the shareholders attending and voting at the meeting.

Resolution: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to approve the appointment of Mr. Cristobal Chin Syen Loong as a new director in replacement of Mrs. Sharuta Chin who was due to retire by rotation at the AGM 2024.

Approved	587,949,894	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

Agenda item 8 To consider and approve the amendment of an authorized director to sign and bind the Company

The Chairman assigned Mr. Anavin Jiratomsiri, Chief Executive Officer, to present details to the meeting.

Mr. Anavin Jiratomsiri presented to the meeting that according to Article 34 of the Company’s Articles of Association, the shareholders’ meeting of the Company may specify the name of an authorized director to sign and bind the Company. As Mrs. Sharhuta Chin, an authorized director to sign and bind the Company, intended not to have her term of office extended, a change of the name of the authorized director to sign and bind the Company was thus proposed as below:

From

“The names and number of directors authorized to sign on behalf of the Company are Mr. Anavin Jiratomsiri, or Ms. Koo Man Wai, or Mrs. Sharuta Chin, or Mr. Sanguankiat Lewmanomont. Two of the aforementioned four directors are authorized to jointly sign with the Company seal affixed, unless in the businesses relating to entering into a scrap sale & purchase agreement with a third party where Mr. Anavin Jiratomsiri and Ms. Koo Man Wai are authorized to jointly sign with the Company seal affixed.”

To

“The names and number of directors authorized to sign on behalf of the Company are Mr. Anavin Jiratomsiri, or Ms. Koo Man Wai, or Mr. Cristobal Chin Syen Loong, or Mr. Sanguankiat Lewmanomont. Two of the aforementioned four directors are authorized to jointly sign with the



Company seal affixed, unless in the businesses relating to entering into a scrap sale & purchase agreement with a third party where Mr. Anavin Jiratomsiri and Ms. Koo Man Wai are authorized to jointly sign with the Company seal affixed.”

The Board deemed it expedient for the meeting to approve the amendment of an authorized director to sign and bind the Company and to authorize any person assigned by the authorized director of the Company to proceed with the registration of the amendment of the authorized director to sign and bind the Company and/or to make revision and insertion of any detail or wording as instructed by the registrar as necessary and appropriate without any impact on the material essence of the amendment so proposed.

The shareholders and proxies were invited to raise questions and comments on the relevant points. No questions and comments were raised. The Chairman requested the meeting to vote on this agenda item. The affirmative resolution of this agenda item required the votes of not less than three-fourths (3/4) of the total votes of the shareholders attending and having the right to vote at the meeting.

Resolution: The meeting resolved by the votes of not less than three-fourths (3/4) of the total votes of the shareholders attending and having the right to vote at the meeting to approve the amendment of an authorized director to sign and bind the Company, and the authorization on the relevant matters, as follows:

Approved	587,950,394	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

Agenda item 9 To consider and approve remuneration of the Board of Directors and Board committees for 2024

The Chairman assigned Mr. Anavin Jiratomsiri, Chief Executive Officer, to give details of this agenda item.

Mr. Anavin Jiratomsiri informed the meeting that the remuneration of the Board and Board committees should be commensurate with their duties and responsibilities and required to be reviewed on a yearly basis. The remuneration would be set at the appropriate level and on a par with those of market and industry peers. It should also be able to incentivize and retain quality directors to serve the Company. The remuneration for 2024 had been endorsed by the Nomination and Remuneration Committee and proposed to the Board of Directors for consideration. It was thus deemed expedient to request the meeting’s approval to determine the

remuneration of the Board and Board committee members for 2024 at the same rates as those in 2023 and within the total amount of up to 5 million baht per year, as detailed below:

1. Monthly allowance and meeting allowance

Position	Meeting allowance per attendance (baht/attendance)	Monthly allowance (baht/month)
Chairman	30,000	20,000
Non-employee or non-executive director	20,000	15,000
Chairman of Audit Committee	15,000	-
Audit Committee member	10,000	-
Chairman of Nomination and Remuneration Committee	15,000	-
Nomination and Remuneration Committee member	10,000	-
Chairman of Risk Management Committee	15,000	-
Risk Management Committee member	10,000	-
Chairman of Corporate Governance Committee	15,000	-
Corporate Governance Committee member	10,000	-

2. Other benefits

- Directors and officers liability insurance limit of liability (D&O insurance) with insured amount of 100,000,000 baht and oversea travel insurance limit of liability with insured amount of 2,000,000 baht, with total insurance premium of both types of which not exceeding 400,000 baht.

3. Bonus, business insurance, extra compensation and others with the Board of Directors assigned to allocate, provided that the total amount of director remuneration of all types shall not exceed 5,000,000 baht.

In 2023, the remuneration of the Board and Committee members as detailed above was as presented in Form 56-1 One Report 2023 via QR Code. It was deemed expedient for the meeting to approve determination of the remuneration of the Board and Committee members for 2024 at the same rates as those in 2023 and within the total amount of up to 5 million baht per year as properly considered and scrutinized by the Nomination and Remuneration Committee and endorsed by the Board of Directors.

The Chairman invited the shareholders and proxies to raise questions and comments on the relevant points. No questions and comments were raised. The Chairman requested the meeting to

vote on this agenda item. The affirmative resolution of this agenda item required the votes of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting.

Resolution: The meeting resolved by the votes of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting to approve remuneration of the Board and Committee members for 2024, with voting result as below:

Approved	587,950,394	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	0.00%
Void ballots	0	vote	representing	-%

Agenda item 10 To consider other matters (if any)

The Chairman informed the meeting that all the agenda items as stated in the invitation letter had completely been proceeded. This agenda item was arranged for the shareholders to enquire the management about the Company's operation in various areas (if any). There was thus no proposal of any matter for the meeting's approval and resolutions. It was deemed proper for the shareholders to raise any questions about the Company's operation and for the management to give answers and clarifications.

The Chairman asked whether the meeting had any additional questions or comments. Questions and comments were accordingly raised by a shareholder and answers and clarifications were given by the Company as follows:

Mr. Vinchai Kaitniyaomsak Proxy from Thai Investors Association and Shareholders' Right Protection Volunteer	:	Enquired about the 2024 business outlook as regards profitability and likelihood of competition from Chinese players.
Mr. Anavin Jiratomsiri Chief Executive Officer	:	Clarified the 2024 outlook of the two business types as below: Steel business: The Company has made a turnaround to a brighter prospect with a more impressive growth than in the previous year in terms of both sales volume and value. Thus, consistent business growth is expected looking forward. In the steel market, there has all along been competition from other players. With cessation of production before and during the COVID-19 pandemic, the Company

modernized and rationalized its machinery and production process, hence conducive to lower production cost and competitive potential as reflected in the improving 2023 operating result. This underlines a promising direction for the Company in 2024.

Renewable energy business: The Company has made joint investment with BlackRock Fund, hence strengthening its capital base. Also, as the businesses in which the Company has invested are clean, solar energy businesses, this will help promote Thai entrepreneurs' access to clean energy as another alternative for their energy consumption, in the forms of whether self-investment or investment via Chow, thus contributing to quicker achievement of the government's green energy goal.

The Group serves as a good choice for customers interested in ESG and clean energy as the Company can address their concerns in diverse forms amid the consistent growth prospects of renewable energy business.

Mr. Vinchai Kaitniyomsak : Thanked the Chairman and the Board members for holding
Proxy from Thai Investors the AGM 2024 in the form of a combined on-site and online
Association and Shareholders' (hybrid) meeting, which enabled convenient meeting,
Right Protection Volunteer communication and discussion between the shareholders,
the management and the Board members. This aligned with
Circular of the Securities and Exchange Commission no.
Kor.Lor.Tor.NorRor.(Wor) 2/2567 regarding the organization
of annual general meetings of shareholders, dated January
10, 2024 and was in line with the Thai Investors
Association's policy.

No other questions and comments were raised by any shareholders. The Chairman then thanked the shareholders and proxies for attending the AGM 2024 and declared the meeting closed.



As of the meeting adjournment time, there were 18 shareholders who attended the meeting in person holding altogether 450,763,391 shares and 17 shareholders by proxy holding altogether 137,187,003 shares, totaling 35 shareholders holding aggregately 587,950,394 shares, which represented 73.49380% of the total shares sold of the Company.

Meeting adjournment 15.14 hrs.

Meeting minutes taken by:

Ms. Sirirat Khongpeng

Company Secretary

Signature.....

(Dr. Pruchya Piumsomboon)

Chairman of Board of Directors

Signature.....

(Mr. Anavin Jiratomsiri)

Director and Chief Executive Officer

Information of the directors retiring by rotation and proposed for re-election.



Name-Last Name: Associate Professor Kalyaporn Pan-ma-rerng

Current Position in the Company's Board of Directors:

Independent Director (Date of appointment as a Director on March 3, 2009)

Chairman of Audit Committee

Chairman of Risk Management Committee

Nomination and Remuneration Committee

● **Proposed type of directorship:** Independent Director

● **Age** 73 years

● **Education/Training**

- Master of Business Administration, National Institute of Development Administration (NIDA)
- Bachelor of Accounting, Bangkok University
- Certificate Visiting Colleague Program, University of Hawaii at Manoa, USA
- Certificate Advanced Higher Education Management (Class 8), Ministry of University Affairs
- Director Accreditation Program (DAP) class 28/2004 Thai Institute of Director
- Audit Committee Program (ACP) class 13/2006 Thai Institute of Director
- Preparation for post COVID-19 (once in a hundred-year crisis, opportunity and prospect offered post COVID-19 organized by EY Office
- Hot Issue for Directors – What Directors Need to Know About Digital Assets, by Thai Institute of Director
- Audit Committee Course Financial Statements to Prevent Corruption in the Thai Capital Market and Sustainability Admits a Declining Economy's including measures to reduce global warming. Presented by the EY Office.

- Experience (5 years of past experiences)
 - 2009 – Present : Independent Director, Chairman of Audit Committee, Chow Steel Industries Public Company Limited
 - 2017 – Present : Vice-President of Sripatum University
 - 2008 – Present : Internal Evaluator, the Commission on Higher Education)
 - 2018 – 2024 : Independent Director, Chairman of Audit Committee, SONIC INTERFREIGHT Public Company Limited
- **Board Member / Management in Other Listed Company:** (1 company)
 - Independent Director, Chairman of the Board, President Automobile Industries Public Company Limited
- **Position in Other Company / Organization / Institution:** (1 company)
 - Independent Director, Chairman of Audit Committee, Nomination and Remuneration Committee, Y.S.S. (THAILAND) Public Company Limited
- **Position in other organizations that compete with/related to the Company that may cause a conflict of interest:** None
- **Shareholding interest in the Company:** None (as of 27 February 2025)
- **Family relationship with other directors, executive or major shareholders of the Company:** None
- **Penalty in the past 10 years regarding Securities and Exchange Act B.E.2535(1992) or Derivatives Act B.E.2546 (2003):** None
- **Date of appointment:** 3 March 2009
- **Years as a Director of the Company:** 16 years and 1 month (since March 3, 2009)
- **Years as an Independent Director:** 16 years and 1 month (since March 3, 2009)
- **Attendance at Board of Directors Meetings in 2024:** 4/4 (100%)
- **Attendance at Audit Committee Meetings in 2024:** 4/4 (100%)
- **Attendance at Risk Management Committee Meetings in 2024:** 4/4 (100%)
- **Attendance at Nomination and Remuneration Committee Meetings in 2024:** 2/2 (100%)
- **Attendance at Corporate Governance Committee Meetings in 2024:** None

Additional information to Consider for Independent Director Election

(Having the following interests in the Company, subsidiaries, affiliates or any legal entities that may have conflicts at present or in the past 2 years.)

- Being a director who takes part in the management and/or employee, staff member, advisor who receives regular salary: No
- Being professional services provider, e.g., auditor, legal advisor, financial advisor: No
- Having material business relationship which affects directors' independence: No
- Being an entrepreneur or a director who takes part in the management and/or employee, staff member, advisor who receives a regular salary or holding more than one percent of the total number of voting shares of the company which operating under similar business nature and significant competition to the company or its subsidiary: No



Name-Last Name: Mr.Noppadon Jason Chirasanti

Current Position in the Company's Board of Directors:

Independent Director (Date of appointment as a Director on March 3, 2009)

Audit Committee

Chairman of Nomination and Remuneration Committee

- **Proposed type of directorship: Independent Director**
- **Age 55 years**
- **Education/Training**
 - Master of Science in Business Economics, Bentley Graduate School of Business, Massachusetts, USA
 - Master of Business Administration, St. Louis University, USA
 - Bachelor of Business Administration, Assumption University
 - Director Accreditation Program (DAP) class 78/2009, Thai Institute of Directors

- Course: Post-Pandemic Preparedness: The 100-Year Crisis, Opportunities, and Hopes After COVID-19 EY Office.
- Audit Committee Course Financial Statements to Prevent Corruption in the Thai Capital Market and Sustainability Admits a Declining Economy's including measures to reduce global warming. Presented by the EY Office.
- Experience (5 years of past experiences)
 - 2024 – Present : Nomination and Remuneration Committee, Chow Steel Industries Public Company Limited
 - 2009 – Present : Independent Director and Audit Committee, Chow Steel Industries Public Company Limited
 - 2013 – 2015 : Deputy Managing Director, Contango Co., Ltd.
 - 2007 – 2015 : Director, Mercury Nine Co., Ltd.
 - 2017 – Present : Director and Chief Executive Officer, Hero Experience Co., Ltd.
 - 2021 – Present : Director and Managing Director, Sirinavin Valley Co., Ltd.
- Board Member / Management in Other Listed Company: -None-
- Position in Other Company / Organization / Institution: (3 companies)
 - Director and Chief Executive Officer, Hero Experience Co., Ltd.
 - Director and Chief Executive Officer, PMD Plus Co., Ltd.
 - Director and Managing Director, Sirinavin Valley Co., Ltd.
- Position in other organizations that compete with/related to the Company that may cause a conflict of interest: None
- Shareholding interest in the Company: None (as of 27 February 2025)
- Family relationship with other directors, executive or major shareholders of the Company: None
- Penalty in the past 10 years regarding Securities and Exchange Act B.E.2535(1992) or Derivatives Act B.E.2546 (2003): None
- Date of Appointment as Director of the Company: March 3, 2009
- Years Serving as a Director of the Company: 16 years and 1 month (since March 3, 2009)
- Years Serving as an Independent Director: 16 years and 1 month (since March 3, 2009)
- Board Meeting Attendance in 2024: 4/4 (100%)
- Audit Committee Meeting Attendance in 2024: 4/4 (100%)
- Risk Management Committee Meeting Attendance in 2024: None

- **Nomination and Remuneration Committee Meeting Attendance in 2024:** 1/2 (Appointed as Chairman of the Nomination and Remuneration Committee on April 25, 2024)
- **Corporate Governance Committee Meeting Attendance in 2024:** None

Additional information to Consider for Independent Director Election

(Having the following interests in the Company, subsidiaries, affiliates or any legal entities that may have conflicts at present or in the past 2 years.)

- Being a director who takes part in the management and/or employee, staff member, advisor who receives regular salary: No
- Being professional services provider, e.g., auditor, legal advisor, financial advisor: No
- Having material business relationship which affects directors' independence: No
- Being an entrepreneur or a director who takes part in the management and/or employee, staff member, advisor who receives a regular salary or holding more than one percent of the total number of voting shares of the company which operating under similar business nature and significant competition to the company or its subsidiary: No



Name-Last Name: Mr.Mark D. Remijan

Current Position in the Company's Board of Directors:

Independent Director (Date of appointment as a Director on March 3, 2009)

Chairman of Corporate Governance Committee

- **Proposed type of directorship:** Independent Director
- Age 59 years
- Education/Training
 - Master of Business Administration in Finance, (Honors), University of Pennsylvania, USA
 - Bachelor of Science in Mechanical Engineering, Massachusetts Institute of Technology, USA
 - Director Accreditation Program (DAP) class 65/2007, Thai Institute of Directors

- Director Certification Program (DCP) class 207/2015, Thai Institute of Directors
- Experience (5 years of past experiences)
 - 2009 – Present : Independent Director, Chow Steel Industries Public Company Limited
 - 2012 – Present : Partner and Chief Financial Officer, YAANA Ventures (Khiri Travel Group)
 - 2022 – Present : Director and Chairman of Audit Committee, Alloy Solution Asia Limited
 - 2007 –2022 : Independent Director and Audit Committee, Builder Smart Public Company Limited
- Board Member / Management in Other Listed Company: -None-
- Position in Other Company / Organization / Institution: (2 companies)
 - Partner and Chief Financial Officer, YAANA Ventures (Khiri Travel Group)
 - Director and Chairman of Audit Committee, Alloy Solution Asia Limited
- Position in other organizations that compete with/related to the Company that may cause a conflict of interest: None
- Shareholding interest in the Company: 414,000 shares or 0.05% directly held (as of 27 February 2025)
- Family relationship with other directors, executive or major shareholders of the Company: None
- Penalty in the past 10 years regarding Securities and Exchange Act B.E.2535(1992) or Derivatives Act B.E.2546 (2003): None
- Date of Appointment as Director of the Company: March 3, 2009
- Years Serving as a Director of the Company: 16 years and 1 month (since March 3, 2009)
- Years Serving as an Independent Director: 9 years (since April 8, 2016)
- Board Meeting Attendance in 2024: 4/4 (100%)
- Audit Committee Meeting Attendance in 2024: 4/4 (100%)
- Risk Management Committee Meeting Attendance in 2024: None
- Nomination and Remuneration Committee Meeting Attendance in 2024: None
- Corporate Governance Committee Meeting Attendance in 2024: 2/2 (100%)

Additional information to Consider for Independent Director Election

(Having the following interests in the Company, subsidiaries, affiliates or any legal entities that may have conflicts at present or in the past 2 years.)

- Being a director who takes part in the management and/or employee, staff member, advisor who receives regular salary: No
- Being professional services provider, e.g., auditor, legal advisor, financial advisor: No

- Having material business relationship which affects directors' independence: No
- Being an entrepreneur or a director who takes part in the management and/or employee, staff member, advisor who receives a regular salary or holding more than one percent of the total number of voting shares of the company which operating under similar business nature and significant competition to the company or its subsidiary: No

Qualifications of Independent Directors

The Board of Directors has specified qualifications of independent directors to be in accordance with the minimum criteria of relevant notifications of Capital Market Supervisory Board as follows:

1. Hold shares not exceeding one per cent of the total number of voting shares of the Company, its parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, including shares held by related persons of such independent director;
2. Neither be nor have been an executive director, employee, staff, advisor who receives a salary, or controlling person of the Company, its parent company, subsidiary company, associated company, same-level subsidiary company, or juristic person who may have conflict of interest, unless the foregoing status has ended for not less than two years;
3. Not be a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of a child, of executive, major shareholder, controlling person, or a person nominated as an executive or controlling person of the Company or its subsidiary company;
4. Neither have nor have had a business relationship with the Company, its parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, in the manner not being an independent judgment, or executive of a party having a business relationship with the Company, its parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, unless the foregoing relationship has ended for not less than two years; as well as any normal business transaction for business operation, rent or lease of immovable property, transaction relating to assets or services, or granting or receipt of financial assistance through receiving or extending loans, guarantees, providing assets as collateral, and any other similar action, which result in the Company or the counterparty being subject to indebtedness to the other party in the amount of three percent or more of the net tangible assets of the Company or 20 million baht or more, whichever is lower. The amount of such indebtedness shall be calculated by the valuation method applicable to connected transactions pursuant to the Capital Market Supervisory Board Notification regarding criteria on connected transactions mutatis mutandis. The consideration

of such indebtedness shall include indebtedness occurring during the period of one year prior to the date on which the business relationship with the person commences;

5. Neither be nor have been an auditor of the Company, its parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, and not be a major shareholder or a non-independent director, executive, nor managing partner of an audit firm which employs the auditor of the Company, its parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, unless the foregoing relationship has ended for not less than two years;
6. Not be or never be professional service provider which includes legal or financial advisor who receives service fees of over 2 million baht per year from the Company, parent company, subsidiaries, affiliates or juristic persons who may have conflict of interest. In case professional service provider is a juristic person, being a major shareholder, non-independent director, executive or managing partner of professional service provider shall be included unless not being in the position for not less than two years prior to the date of filing the application with the SEC or prior to the date of appointment of audit director;
7. Not be a director who is appointed as representative of the Company's director, major shareholder or shareholder who is related person of the major shareholder of the Company;
8. Not have any other characteristics which prevent the independent director from expressing opinions independently on the Company's operation.
9. Not be a director assigned by the Board to make a decision on the business operation of the Company, parent company, subsidiary company, associated company, same-level subsidiary company, or juristic person who may have conflict of interest;
10. Not be a director of the parent company, subsidiary company, or same-level subsidiary company which is a listed company.

Profiles and Work Experience of auditors for the fiscal year 2025

Miss Krongkaew Limkittikul

Partner

EY Office Limited

Citified Public Accountant No. 5874



Profiles and Work Experience

- Working Period : 1995 – present
- Professional Qualification : Certified Public Accountant (Thailand)
Auditor Approved by the Office of The Securities and Exchange Commission of Thailand
- Academic Qualification : Master’s degree in Business Administration from Assumption University
- Experience : Over 20 years of audit working experience with EY and also has experience working with a number of multinational clients and listed clients.
- Relationship with or Interest in : -None-
(except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently.
- Contact Details : EY Office Limited
33rd Floor, Lake Rajada Office Complex
193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
Telephone: 0-2264-9090
Facsimile: 0-2264-0789
- Year of Service : 3 Year Being the signatory on the Financial Statement of the Company and subsidiaries

Mr. Natthawut Santipet

Partner

EY Office Limited

Citified Public Accountant No. 5730



Profiles and Work Experience

- Working Period : 1996 – present
- Professional Qualification : Certified Public Accountant (Thailand)
Auditor Approved by the Office of The Securities and Exchange Commission of Thailand
- Academic Qualification : Master’s degree in Accounting from Thammasat University
- Experience : Over 20 years of audit working experience with EY and also has experience working with a number of multinational clients and listed clients.
- Relationship with or Interest in : -None-
(except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently.
- Contact Details : EY Office Limited
33rd Floor, Lake Rajada Office Complex
193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
Telephone: 0-2264-9090
Facsimile: 0-2264-0789
- Year of Service : Not being the signatory on the Financial Statement of the Company and subsidiaries

Miss Watoo Kayankannavee

Partner

EY Office Limited

Citified Public Accountant No. 5423



Profiles and Work Experience

- Working Period : 1995 – present
- Professional Qualification : Certified Public Accountant (Thailand)
Auditor Approved by the Office of The Securities and Exchange Commission of Thailand
- Academic Qualification : Master’s degree in Accounting from Chulalongkorn University
- Experience : Over 20 years of audit working experience with EY and also has experience working with a number of multinational clients and listed clients.
- Relationship with or Interest in : -None-
(except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently.
- Contact Details : EY Office Limited
33rd Floor, Lake Rajada Office Complex
193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
Telephone: 0-2264-9090
Facsimile: 0-2264-0789
- Year of Service : Not being the signatory on the Financial Statement of the Company and subsidiaries

Guidelines for the 2025 Shareholders' Meeting

Registration starts at 12.00 p.m., on Friday 25 April 2025, onwards, at the Auditorium room, 3rd Floor, C ASEAN, ThaiBev Quarter, No.62 Ratchadapisek Road, Klongtoey Bangkok, Thailand. Shareholders or their proxies may register their attendance by presenting the following documents at the registration desk before entering the meeting room.

1) Shareholders must

Sign and submit the Registration Form for registration. A shareholder who attends the meeting in person is required to present/furnish the following documents at the registration desk before entering the meeting room.

Thai	Non-Thais
1.1) Present valid official Identification Card or Government Identification Card I.D. card. In case of any changes of name and/or surname, evidence of such changes, certified as true and correct copy, shall be presented.	1.2) Present valid official Passport. In case of any changes of name and/or surname, evidence of such changes, certified as true and correct copy, shall be presented.

2) Proxy must

2.1) In the case that the Shareholders wishes to appoint a proxy to attend the meeting on her/his/its behalf, the said Shareholders must select one of the enclosed Proxy Forms as appropriate, fill it out, sign it the proxy form (Attachment 6.). The Company recommends using Proxy Form B. and specify your vote(s) for each item. The Company will be responsible for the Duty Stamp of Baht 20 to be affixed to the proxy form and submit it together with the following documents to the Company's staff at the registration:

2.1.1) If the apportioning shareholders is an ordinary person.

- (a) Please enclose a copy of the valid I.D. Card; or Government I.D. Card; or Passport (For non-Thais), certified as true and correct copy by the grantor. In order to comply with Personal Data Protection Act B.E.2562, we would request the grantor to cross out, conceal, or do anything to conceal certain data namely Religions and/or Blood Type (the "Required Document").

In case the grantor does not cross out, conceal, or do anything to conceal such data, the Company reserves the right to do the aforementioned.

- (b) Proxy holder shall present valid I.D. Card; or a Government officer I.D. Card; or passport (for non-Thais) for registration.

2.1.2) If the appointing Shareholder is a juristic person or a custodian:

The Proxy form shall be signed by the authorized person(s), according to its Affidavit with the seal of the juristic person being affixed (if any), and by the proxy.

(a) Juristic Person incorporated in Thailand:

- Please enclose a copy of the latest version of the Affidavit of the juristic person, issued by the Ministry of Commerce or the relevant government authority (not longer than 60 days prior to the meeting date). Such document must be certified as true and correct copy by the authorized person(s), with the juristic person's seal being affixed (if any) and a copy of any of the Required Documents of the authorized person(s) with cross-out or concealed data as specified in 1.1) shall be required.
- Proxy holder shall present valid official copy Identification Card, Government Identification Card, or Passport (for non-Thais).

(b) Foreign Juristic Persons.

please enclose the documents as follows:

- A copy of the latest version of the Affidavit of the juristic person, issued by the relevant government authority of the country where the juristic person is incorporated which has been notarized by a notary public or competent government authority. The date of issue shall not exceed 6 months from the date of the meeting and
- A copy of any of the Required Documents of the authorized person(s) with cross-out or concealed data as specified in 2.1.1) (a) shall be required.
- If the copy of the latest version of Affidavit that has been notarized by the notary public or the competent government authority is presented, such document must be certified as true and correct copy by the authorized person(s) of that juristic person, together with its seal being affixed (if any).

Proxy holder shall present valid official Identification Card, Government Card, or Passport (for non-Thais) for registration.

(c) For foreign juristic persons, unless the original document is in English language, the English translation certified as true and correct translation by the authorized person(s) shall also be presented.

(d) If the grantor is a custodian, please enclose the power of attorney of such grantor authorizing the custodian together with the evidence of the grantor and custodian in accordance with 2.1.1) or 2.1.2) (as the case may be) and a copy of the confirmation letter or business license showing that it can act as the custodian.

(b) a copy of an I.D. Card; or a government officer I.D. Card; or a State enterprise employee I.D. Card; or a Driver's license; or passport (in case of a foreigner) which is not yet expired of the proxy certified by the proxy.

In case the original document is not in English, it shall be translated into English and certified correct translation by the authorized person of such juristic person.

In the case that the foreign institution shareholder appoints a commercial bank in Thailand as its custodian, the documents in 2.1.2 (a) and (b) may not be required, given that the custodian has provided sufficient proof already. However, the Company reserves the right to request any further documents as it deems appropriate.

2.1.3) Each copy of the document must be certified as a true and correct copy.

2.1.4) In case of sub-attorney, all complete copies of power of attorney authorizing the attorney to attend the meeting and sub-attorney must be submitted. In any case, the Required Documents of grantor(s) and attorney (ies) as specified in 2.1.1) (a) shall be required.

2.1.5) If a shareholder prefers to appoint the Company's independent directors to be his or her proxy, please appoints any of the following persons:

1. Dr.Pruchya Piumsomboon Independent Director and Chairman of the Board
2. Mr.Kanawath Aran Independent Director and Audit Committee

2.2) For your convenience, please submit the proxy form to **Office of Company Secretary** 10th floor, FYI Center Tower 2, Chow Steel Industries Public Company Limited, 2525 Rama 4 Road, Khlongtoei, Bangkok 10110 for examination by **Friday April 18, 2025**.

3.) Change of Title/Name/Surname of a Meeting Attendee

Please present the evidence to verify that change.

Voting procedures and counting methods

Criteria for voting

1. **Agenda Sequence:** The agenda items will be considered in the order specified in the meeting invitation. Relevant information will be presented. Shareholders or proxies who wish to ask questions or provide comments on any agenda item should raise their hands. Upon permission from the chairperson, please state your name, surname, and indicate whether you are a shareholder or a proxy.
2. **Voting Procedure:** For shareholders attending the meeting in person, they must register to attend the meeting at the registration area in front of the meeting room before casting their votes. Each share is entitled to one vote. In case of a tie, the chairman shall cast an additional deciding vote in accordance with Article 42(1) of the company's regulations. During the voting process for each agenda item, shareholders must vote "**Agree**," "**Disagree**," or "**No vote**." They must choose only one option, and their vote count is based on the number of shares they hold. Shareholders cannot split their votes, except in the case of custodian proxies appointed by foreign investors.
3. **Spoiled Ballot:** This refers to a ballot where the shareholder's or proxy's voting intention cannot be clearly expressed, such as marking both "Agree" and "Disagree," unclear markings, or crossing out a mark without clearly indicating the choice.
4. **Recording of Votes:** In the case where a proxy holder has already cast their votes according to the instructions in the proxy form, the company will record the votes as per the shareholder's preferences at the time of registration. If the proxy form specifies that the proxy holder is authorized to vote on behalf of the shareholder, the proxy holder is requested to cast votes on behalf of the shareholder when considering each agenda item. In the event that a shareholder or proxy holder wishes to leave the meeting before its conclusion, please submit the voting card to ensure that your votes are recorded for the remaining agenda items.
5. **Collection of Voting Cards:** The company will collect voting cards for "Disagree" and "No Vote", except for agenda items 5 regarding the election of the board of directors, where all types of voting cards will be collected. Please submit your voting cards before the designated time for the collection of votes, and only during the agenda items where collection is announced.

6. **Vote Counting for Each Agenda Item:** The system will subtract the votes "Disagree" or "No Vote," and any invalidated voting cards (if any), from the total number of votes cast for that agenda item. Votes in favor beyond those against, abstaining, or invalidated cards, or in cases where shareholders or proxy holders did not submit voting cards, will count as affirmative votes for that particular agenda item.

7. **Passing Resolutions for Each Agenda Item:** This will proceed according to the regulations and laws as stated in the company's bylaws and legal requirements, which have been communicated in the meeting invitation. Further notification will be provided to shareholders regarding the resolutions for each agenda item.

แบบหนังสือมอบฉันทะ แบบ ก.

Proxy Form A.

(ปิดอากร
แสตมป์)
20 บาท

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I / We

Nationality

อยู่บ้านเลขที่.....ถนน..... ตำบล/แขวง.....อำเภอ/เขต.....

Residing at No. Road Tambon/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์.....

Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท เชาว์ สตีล อินดัสทรี จำกัด (มหาชน)

Being a shareholder of Chow Steel Industries Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น, และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

Holding the total amount of share(s) and have voting right votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share share(s), having voting rights equivalent to vote(s)

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share share(s), having voting rights equivalent to vote(s)

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้ ดร.ปรัชญา เปี่ยมสมบูรณ์ หรือนายกณวรรธน อรัญ ซึ่งเป็นกรรมการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการอิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

Hereby appoint (The Shareholder may appoint one of the Company's Independent directors i. e. Dr.Pruchya Piumsomborn or Mr.Kanawath Aran to be the proxy. The information of the independent directors are show in the enclosure)

(1.) ดร.ปรัชญา เปี่ยมสมบูรณ์ ตำแหน่งกรรมการอิสระ และประธานกรรมการ อายุ 73 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอ ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 หรือ

Dr.Pruchya Piumsomboon Position Independent Director and Chairman of the Board, age 73 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2025 Annual General Meeting of Shareholders, or

(2.) นายกณวธรณ์ อรัญ ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 59 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอ ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 หรือ

Mr.Kanawath Aran Position Independent Director and Audit Committee, age 59 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2025 Annual General Meeting of Shareholders, or

(3).....อายุ.....ปี อยู่บ้านเลขที่.....
age years, reside at
ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....
Road Tambol/Khwaeng Amphoe/Khet
จังหวัด..... รหัสไปรษณีย์.....
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทน ข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันศุกร์ที่ 25 เมษายน 2568 เวลา 14.00 น. ณ ห้องออডিทอเรียม ชั้น 3 ซี อาเซียน (C Asean) อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of the above to be my/our proxy holder to attend and vote on my behalf at the 2025 Annual General Meeting of Shareholders on Friday be held on 25 April 2025 at 2.00 p.m. at the Auditorium room, 3rd Floor, C ASEAN, ThaiBev Quarter, No.62 Ratchadapisek Road, Klongtoey Bangkok 10110, Thailand or at any adjournment thereof.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่
ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy
does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as
having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor
(.....).

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signedผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ: Remarks:

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียง ลงคะแนน
ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the
meeting and may not split the number of shares to several proxies for splitting votes.

แบบหนังสือมอบฉันทะ แบบ ข.

Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Form containing specific details)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref: Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

(ปิดอากร
แสตมป์)
20 บาท

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I / We

Nationality

อยู่บ้านเลขที่.....ถนน..... ตำบล/แขวง.....อำเภอ/เขต.....

Residing at No. Road Tambon/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์.....

Province

Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท เชาว์ สตีล อินดัสทรี จำกัด (มหาชน)

Being a shareholder of Chow Steel Industries Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น, และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

Holding the total amount of share(s) and have voting right votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share share(s), having voting rights equivalent to vote(s)

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share share(s), having voting rights equivalent to vote(s)

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้ ดร.ปรัชญา เปี่ยมสมบูรณ์ หรือนายกณวรรณ อรัญ ซึ่งเป็นกรรมการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการอิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

Hereby appoint (The Shareholder may appoint one of the Company's Independent directors i. e. Dr.Pruchya Piumsomboon or Mr.Kanawath Aran to be the proxy. The information of the independent directors are show in the enclosure)

(1.) ดร.ปรัชญา เปี่ยมสมบูรณ์ ตำแหน่งกรรมการอิสระ และประธานกรรมการ อายุ 73 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอ ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 หรือ

Dr.Pruchya Piumsomboon Position Independent Director and Chairman of the Board, age 73 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2025 Annual General Meeting of Shareholders, or

(2.) นายกณวธรณ์ อรัญ ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 59 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอ ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 หรือ

Mr.Kanawath Aran Position Independent Director and Audit Committee, age 59 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2025 Annual General Meeting of Shareholders, or

(3).....อายุ.....ปี อยู่บ้านเลขที่.....
age years, reside at
ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....
Road Tambol/Khwaeng Amphoe/Khet
จังหวัด..... รหัสไปรษณีย์.....
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทน ข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันศุกร์ที่ 25 เมษายน 2568 เวลา 14.00 น. ณ ห้องออডিทอเรียม ชั้น 3 ซี อาเซียน (C Asean) อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวง คลองเตย เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of the above to be my/our proxy holder to attend and vote on my behalf at the 2025 Annual General Meeting of Shareholders on Friday be held on 25 April 2025 at 2.00 p.m. at the Auditorium room, 3rd Floor, C ASEAN, ThaiBev Quarter, No.62 Ratchadapisek Road, Klongtoey Bangkok 10110, Thailand or at any adjournment thereof.

(4) ข้าพเจ้าขอมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows.

- วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ซึ่งประชุมเมื่อวันที่ 25 เมษายน 2567
- Agenda 1 To certify the minutes of the 2024 Annual General Meeting of Shareholders held on 25 April 2024
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 2 รับทราบรายงานผลการดำเนินงานในรอบปี 2567
- Agenda 2 To acknowledge the operating results for the year 2024
- (ระเบียบวาระนี้เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง)
- (This agenda is for acknowledge, therefore there is no vote casting.)
- วาระที่ 3 พิจารณานุมัติงบการเงินประจำปีสิ้นสุดวันที่ ณ 31 ธันวาคม 2567
- Agenda 3 To approve the Financial Statement for the year ended on 31 December 2024
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 4 พิจารณานุมัติงดการจ่ายกำไรสุทธิเป็นทุนสำรองตามกฎหมาย และงดการจ่ายเงินปันผลสำหรับการดำเนินงานของปี 2567
- Agenda 4 To approve the non-appropriation of profit to legal reserve and Omission of dividend payment for the year 2024.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 5 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

Agenda 5 To approve the election of directors who will be retired by rotation.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

การแต่งตั้งกรรมการทั้งชุด / Appoint all the nominated candidates as a whole

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล / Appoint an individual candidate

5.1 รศ.กัลยาภรณ์ ปานมะเร็ง / Assoc. Prof. Kalyaporn Pan-ma-rereng

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

5.2 นายนพพล เจสัน จิรสันตี / Mr. Noppadon Jason Chirasanti

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

5.3 นายมาร์ค ดี. เรมีจาน / Mr. Mark D. Remijan

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 6 พิจารณานุมัติค่าตอบแทนของกรรมการบริษัทและกรรมการชุดย่อย ประจำปี 2568

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

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

- วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2568
- Agenda 7 To approve the appointment of the auditors and the determination of audit fees for the year 2025.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 8 พิจารณานุมัติการแก้ไขเปลี่ยนแปลงชื่อบริษัท ตราประทับ แก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 1. เพื่อให้สอดคล้องกับการแก้ไขเปลี่ยนแปลงชื่อบริษัทและตราประทับ
- Agenda 8 To approve the change of the Company's name, the Company's seal, and the amendment to Memorandum of Association, in accordance with the change of the Company's name, and the Company's seal.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 9 พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท เพื่อให้สอดคล้องกับการเปลี่ยนชื่อบริษัท
- Agenda 9 To approve the amendment of the Article of Association of the Company in accordance with the change of the Company's name.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 10 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 10 Other matters (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ: Remarks:

1. ผู้ถือหุ้นที่มีมอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.
2. ในกรณีที่มิ่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form B. as attached.

แบบหนังสือมอบฉันทะ แบบ ค.

Proxy Form C.

(สำหรับผู้ถือหุ้นต่างประเทศที่แต่งตั้งคัสโตเดียนในประเทศไทยเท่านั้น)

(Proxy foreign shareholders who have custodians in Thailand only.)

(ปิดอากร
แสตมป์)
20 บาท

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I / We

Nationality

อยู่บ้านเลขที่.....ถนน..... ตำบล/แขวง.....อำเภอ/เขต.....

Residing at No. Road Tambon/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์.....

Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ

Acting as the Custodian for

เป็นผู้ถือหุ้นของ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน)

Being a shareholder of Chow Steel Industries Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น, และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

Holding the total amount of share(s) and have voting right votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Ordinary share share(s), having voting rights equivalent to vote(s)

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

Preferred share share(s), having voting rights equivalent to vote(s)

(2) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้ดร.ปรัชญา เปี่ยมสมบูรณ์ หรือนายกณวรรธน์ อรัญ ซึ่งเป็นกรรมการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการอิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

Hereby appoint (The Shareholder may appoint one of the Company's Independent directors i. e. Dr.Pruchya Piumsomboon or Mr.Kanawath Aran to be the proxy. The information of the independent directors are show in the enclosure)

(1.) ดร.ปรัชญา เปี่ยมสมบูรณ์ ตำแหน่งกรรมการอิสระ และประธานกรรมการ อายุ 73 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอ ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 หรือ

Dr.Pruchya Piumsomboon Position Independent Director and Chairman of the Board, age 73 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2025 Annual General Meeting of Shareholders, or

(2.) นายกณวธรณ์ อรัญ ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 59 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอ ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 หรือ

Mr. Kanawath Aran Position Independent Director and Audit Committee, age 59 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2025 Annual General Meeting of Shareholders,

(3).....อายุ.....ปี อยู่บ้านเลขที่.....
age years, reside at
ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....
Road Tambol/Khwaeng Amphoe/Khet
จังหวัด..... รหัสไปรษณีย์.....
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทน ข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันศุกร์ที่ 25 เมษายน 2568 เวลา 14.00 น. ณ ห้องออডিทอเรียม ชั้น 3 ซี อาเซียน (C Asean) อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of the above to be my/our proxy holder to attend and vote on my behalf at the 2025 Annual General Meeting of Shareholders on Friday be held on 25 April 2025 at 2.00 p.m. at the Auditorium room, 3rd Floor, C ASEAN, ThaiBev Quarter, No.62 Ratchadapisek Road, Klongtoey Bangkok 10110, Thailand or at any adjournment thereof.

(3) ข้าพเจ้าขอมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows;

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนน

I/We authorize all of shares and having the right to vote equal

มอบฉันทะบางส่วน คือ

I/We authorize partial that

หุ้นสามัญ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ เสียง

Ordinary share share(s) and having the right to vote equal to vote(s)

หุ้นบุริมสิทธิ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ เสียง

Preference share..... share(s) and having the right to vote equal to vote(s)

(4) ข้าพเจ้าขอมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows.

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ซึ่งประชุมเมื่อวันที่ 25 เมษายน 2567
 Agenda 1 To certify the minutes of the 2024 Annual General Meeting of Shareholders held on 25 April 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียง หุ้น

Approve

Disapprove

Abstain

วาระที่ 2 รับทราบรายงานผลการดำเนินงานในรอบปี 2567
 Agenda 2 To acknowledge the operating results for the year 2024

(ระเบียบวาระนี้เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง)

(This agenda is for acknowledge, therefore there is no vote casting.)

วาระที่ 3 พิจารณานุมัติงบการเงินประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2567
 Agenda 3 To approve the Financial Statement for the year ended on 31 December 2024

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
Approve Disapprove Abstain

วาระที่ 4 พิจารณานุมัติงดการจ่ายกำไรสุทธิเป็นทุนสำรองตามกฎหมาย และงดการจ่ายเงินปันผล
สำหรับผลการดำเนินงานปี 2567

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

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem
appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
Approve Disapprove Abstain

วาระที่ 5 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

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

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem
appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

การแต่งตั้งกรรมการทั้งชุด

Appoint all the nominated candidates as a whole

เห็นด้วย..... หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
Approve Disapprove Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

Appoint an individual candidate.

5.1 รศ.กัลยาภรณ์ ปานมะเร็ง / Assoc. Prof. Kalyaporn Pan-ma-rereng

เห็นด้วย..... หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
Approve Disapprove Abstain

5.2 นายณพภูฏ เจสัน จิรสันต์ / Mr. Noppadon Jason Chirasanti

เห็นด้วย..... หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

5.3 นายมาร์ค ดี. เรมีจาน / Mr. Mark D. Remijan

เห็นด้วย..... หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

วาระที่ 6 พิจารณานุมัติค่าตอบแทนกรรมการบริษัทและกรรมการชุดย่อย ประจำปี 2568
 Agenda 6 To approve the director's remuneration and the subcommittee member for the year 2025.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชี ประจำปี 2568
 Agenda 7 To approve the appointment of the auditors and the determination of audit fees for the year 2025.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

วาระที่ 8 พิจารณานุมัติการแก้ไขเปลี่ยนแปลงชื่อบริษัท ตราประทับ และแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ
 ข้อ 1. เพื่อให้สอดคล้องกับการแก้ไขเปลี่ยนแปลงชื่อบริษัท และตราประทับ
 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.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียง หุ้น
Approve Disapprove Abstain

วาระที่ 9 พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัทในส่วนที่เกี่ยวข้องกับชื่อของบริษัท เพื่อให้สอดคล้องกับการแก้ไขเปลี่ยนแปลงชื่อบริษัท

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.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียง หุ้น
Approve Disapprove Abstain

วาระที่ 10 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 10 Other matters (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียง หุ้น
Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไข

เปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณี que ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed _____ ผู้มอบฉันทะ/Grantor
 (_____)
 ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
 (_____)
 ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
 (_____)

หมายเหตุ:

- หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
- หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
 - หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบ ฉันทะแทน
 - หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
- ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำตลับหนังสือมอบฉันทะแบบ ค. ตามแนบ

Remark:

- Only foreign Warrant-holders whose names appear in the registration book and have appointed a Custodian in Thailand can use the Proxy Form C.
- Evidence to be attached with this Proxy Form are:
 - Power of Attorney from the Warrant-holder authorizing a Custodian to sign the Proxy Form on behalf of the shareholder.
 - Letter of certification to certify that a person executing the Proxy Form has obtained a permit to act as a Custodian.
- The Shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of Unit to several proxies for splitting votes.
- In agenda regarding the appointment of new directors, the appointment can be made for all directors or for individual director.
- In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form C. as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.

ALLONGE OF PROXY FORM C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เซาเว็ สตีล อินดัสทรี จำกัด (มหาชน) ในการประชุม
สามัญผู้ถือหุ้นประจำปี 2568 ในวันศุกร์ที่ 25 เมษายน 2568 เวลา 14.00 น. ณ ห้องออডিทอเรียม ชั้น 3
ซี อาเซียน (C Asean) อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย
เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by the shareholder of Chow Steel Industries Public
Company Limited. In the meeting of the 2025 Annual General Meeting of Shareholders on Friday
be held on 25 April 2025 at 2.00 p.m. at the Auditorium room, 3rd Floor, C ASEAN, ThaiBev Quarter,
No.62 Ratchadapisek Road, Klongtoey Bangkok 10110, Thailand or at any adjournment thereof.

วาระที่ เรื่อง

Agenda no.... Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/ she may
deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย..... หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
Approve Disapprove Abstain

วาระที่ เรื่อง

Agenda no.... Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/ she may
deem appropriate in all respects.

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote as per my/our intention as follows:

เห็นด้วย..... หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
Approve Disapprove Abstain

Name List and Detail of the Independent Director to be used with Proxy of Shareholders



Pruchya Piumsomboon, Ph.D., P.E.

Independent Director

Chairman of the Board

Age	73 years
Nationally	Thai
Address	<ul style="list-style-type: none"> ● Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110
Proportion of Total Shares Held %	<ul style="list-style-type: none"> ● Self : 1,298,000 shares or 0.16% ● Spouse : None ● Minor : None ● Total : 1,298,000 shares or 0.16%
Conflict of Interest	<ul style="list-style-type: none"> ● No conflict of interest on the proposed agenda in the 2025 AGM

Remarks: Details of profiles of the independent directors appear in 2024 One Report (56-1 One Report 2024) under Attachment 1, details of Directors, Management, Controlling Person, Chief Financial Officer, Accounting Controller and Company Secretary Section.

* The disclosure of special interest specified in the AGM Checklist Form is the disclosure of information specifically on any special interest that an independent director who will be acting as proxy for shareholders has in any matters on the agenda items proposed in the AGM, such as receiving extra rate or other forms of remuneration different from other directors or having special interest in the election of directors due to being a nominee for the re-election, etc.

Name List and Detail of the Independent Director to be used with Proxy of Shareholders



Mr. Kanawath Aran

Independent Director

Audit Committee

Risk Management Committee

Good Corporate Governance Committee

Age	59 years
Nationally	Thai
Address	<ul style="list-style-type: none"> ● Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110
Proportion of Total Shares Held %	<ul style="list-style-type: none"> ● Self : None ● Spouse : None ● Minor : None ● Total : None
Conflict of Interest	<ul style="list-style-type: none"> ● No conflict of interest on the proposed agenda in the 2025 AGM

Remarks: Details of profiles of the independent directors appear in 2024 One Report (56-1 One Report 2024) under Attachment 1, details of Directors, Management, Controlling Person, Chief Financial Officer, Accounting Controller and Company Secretary Section.

* The disclosure of special interest specified in the AGM Checklist Form is the disclosure of information specifically on any special interest that an independent director who will be acting as proxy for shareholders has in any matters on the agenda items proposed in the AGM, such as receiving extra rate or other forms of remuneration different from other directors or having special interest in the election of directors due to being a nominee for the re-election, etc.

Qualifications of Independent Directors

The Board of Directors has specified qualifications of independent directors to be in accordance with the minimum criteria of relevant notifications of Capital Market Supervisory Board as follows:

1. Hold shares not exceeding one per cent of the total number of voting shares of the Company, its parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, including shares held by related persons of such independent director;
2. Neither be nor have been an executive director, employee, staff, advisor who receives a salary, or controlling person of the Company, its parent company, subsidiary company, associated company, same-level subsidiary company, or juristic person who may have conflict of interest, unless the foregoing status has ended for not less than two years;
3. Not be a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of a child, of executive, major shareholder, controlling person, or a person nominated as an executive or controlling person of the Company or its subsidiary company;
4. Neither have nor have had a business relationship with the Company, its parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, in the manner not being an independent judgment, or executive of a party having a business relationship with the Company, its parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, unless the foregoing relationship has ended for not less than two years; as well as any normal business transaction for business operation, rent or lease of immovable property, transaction relating to assets or services, or granting or receipt of financial assistance through receiving or extending loans, guarantees, providing assets as collateral, and any other similar action, which result in the Company or the counterparty being subject to indebtedness to the other party in the amount of three percent or more of the net tangible assets of the Company or 20 million baht or more, whichever is lower. The amount of such indebtedness shall be calculated by the valuation method applicable to connected transactions pursuant to the Capital Market Supervisory Board Notification regarding criteria on connected transactions mutatis mutandis. The consideration of such indebtedness shall include indebtedness occurring during the period of one year prior to the date on which the business relationship with the person commences;
5. Neither be nor have been an auditor of the Company, its parent company, subsidiary company, associated company, or juristic person who may have conflict of interest, and not be a major shareholder or a non-independent director, executive, nor managing partner of an audit firm which employs the auditor of the Company, its parent company, subsidiary company, associated company,

or juristic person who may have conflict of interest, unless the foregoing relationship has ended for not less than two years;

6. Not be or never be professional service provider which includes legal or financial advisor who receives service fees of over 2 million baht per year from the Company, parent company, subsidiaries, affiliates or juristic persons who may have conflict of interest. In case professional service provider is a juristic person, being a major shareholder, non-independent director, executive or managing partner of professional service provider shall be included unless not being in the position for not less than two years prior to the date of filing the application with the SEC or prior to the date of appointment of audit director;
7. Not be a director who is appointed as representative of the Company's director, major shareholder or shareholder who is related person of the major shareholder of the Company;
8. Not have any other characteristics which prevent the independent director from expressing opinions independently on the Company's operation.
9. Not be a director assigned by the Board to make a decision on the business operation of the Company, parent company, subsidiary company, associated company, same-level subsidiary company, or juristic person who may have conflict of interest;
10. Not be a director of the parent company, subsidiary company, or same-level subsidiary company which is a listed company.

Company's Articles of Association regarding the Shareholders Meeting

Chapter 5 Board of Directors

- Article 19** The Company shall have a board of directors consisting of at least five (5) directors and not less than half of the total number of directors shall have a residence within the kingdom Thailand and qualification as required by laws.
- Article 20** The directors shall be elected at the shareholders' meeting in accordance with the following criteria and procedures;
- (1) Each shareholder shall have a number of votes equal to the number of shares held;
 - (2) Each shareholder may exercise all the vote he or she has under (1) to elect one or several persons as a director or directors. If several persons are to be elected as directors, the shareholders shall not divide his or her votes to any person in any number; and
 - (3) Person who receive the highest number of votes are those who are elected to be directors, in descending order, to the number of directors who are to be elected. In the event of a tie at a lower place, which would make the number of directors greater than that required, the chairman of the meeting should have a casting votes.
- Article 21** At the annual general meeting of shareholders, one-third (1/3) of the Directors, or if their number is not multiple of three, then the number nearest to one-third (1/3), must retire from the office.
- The Directors retiring from office in the first and second years after registration of the conversion to public limited company shall be done by means of volunteer of the Directors. If the number of Directors who volunteer to retire from office does not meet the required number mentioned in the first paragraph, then they shall be selected by drawing lots. In subsequent years, the Director who has held office longest shall retire. A retiring Director is eligible for re-election.
- Article 35** The directors shall be entitled to compensation or remuneration either in a form of cash, attending meeting allowance, gratuity, bonus or any other form of benefit, each of which as may be specified in these Articles of Association or the resolutions of the shareholder meeting, whereby the specifications of such compensation or remuneration may be made either in a form of exact amount of money or principle or regulation which may be applied from time to time or for a limitless time until it is

amended or changed. In addition, the directors shall also be entitled to any other allowance or welfare pursuant to the Company's rules or regulations.

The provisions in the first paragraph shall not diminish or impair any other rights of the Company's officer or employee, who is elected and appointed as a director, to obtain any other, compensation or benefit as being an officer or employee of the Company.

Chapter 6 Shareholder Meeting

Article 37. The Board of Directors shall call a shareholders' meeting as an annual general meeting within four (4) months from the end of the fiscal year of the Company.

Any shareholders' meeting other than that mentioned above shall be regarded as an extraordinary general meeting. The Board of Directors may call an extraordinary general meeting whenever it deems appropriate, or one or more of shareholders holding shares in an aggregate number of at least ten (10) percent of the total shares sold may request the Board of Directors in writing to call an extraordinary general meeting at any time, but the agenda and rationale for holding such meeting must be clearly specified in such request. In such case, the Board of Directors must call and hold the extraordinary general meeting within forty-five (45) days from the date of receipt of such written request.

If the Board of Directors does not hold the meeting within the period specified in the second paragraph above, the requesting shareholders or other shareholders holding shares in the aggregate number required may call the meeting within forty-five (45) days from the end of the period specified in the second paragraph above. In such case, the meeting is deemed to be the shareholders' meeting called by the Board of Directors, and the Company shall be responsible for the necessary expenses incurred in holding and facilitating such meeting as appropriate.

In case where a quorum is not constituted pursuant to Article 39 at any shareholders' meeting called by the shareholders according to the third paragraph above, the shareholders requesting the meeting according to the third paragraph shall compensate the Company for the expenses incurred in the arrangement and holding of such meeting.

In case where the shareholders call a meeting as per the second paragraph above, the requesting shareholders may send a notice calling the meeting to the shareholders by electronic means, provided that such shareholders have declared their intention or given consent to the Company, or the Board of Directors as specified in Article 55.

Article 38. In calling a shareholders' meeting, the Board of Directors shall prepare a written notice calling the meeting that states the venue, date, time and agenda of the meeting, as well as the matters to be proposed to the meeting with detail thereof as appropriate by clearly indicating whether it is the matter for information, for approval, or for consideration, as the case may be, along with the opinions of the Board of Directors thereon. The said notice shall then be delivered to the shareholders and the registrar for their information at least seven (7) days prior to the date of the meeting, and shall also be published in a Thai newspaper sold in the area where the Company's head office is located for at least three (3) consecutive days no less than three (3) days prior to the date of the meeting, or advertised via electronic media pursuant to the criteria prescribed by law.

The shareholders' meeting may be held at the Company's head office, or in the provincial area where the Company's head office is located, or in any area otherwise as specified by the Board of Directors.

Article 39. In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholder meeting amounting to not less than twenty-five persons, or not less than one-half of the total member of shareholders, and in either case such shareholders shall hold shares amounting to not less than 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 shareholders 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 seven days prior to the date of the meeting. In the subsequent meeting a quorum is not required. The shares owned by company itself do not count for quorum.

Article 40. The Chairman of the Board of Directors shall preside at every shareholders meeting. If the Chairman of the Board is not present at a meeting, or cannot perform his duty, and if there is a Vice-Chairman, the Vice-Chairman present at the meeting shall be the chairman of the meeting. If there is no Vice-Chairman, or if the Vice-Chairman cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

Article 41. At shareholder meetings, a shareholder may authorize a person who is sui juris as his proxy to attend the meeting and vote on his behalf. The proxy form shall be as specified by the Registrar under the law governing public limited companies.

The appointment shall be made in writing and signed by the principal, and it shall be Submitted to the Chairman of the Board, or to the person designated by the Chairman of the Board, at the place of the meeting before the proxy attends the meeting.

Article 42. A resolution put to the vote of the general meeting shall be decided as follow;

- (1) The regular businesses shall be decided by the majority votes of the shareholders present and voting. In the case of a tie, the presiding chairman shall have a casting vote.
- (2) The following specific business shall be decided by votes not less than three-fourths of the total votes of the shareholders present and qualified to vote.
 - a) a sale or transfer of business of the company, in whole or in essential part, to other person;
 - b) a purchase of acceptance of transfer of business of other company or private company to be the company's own;
 - c) entering into, amending, or termination a lease of business of the company in whole or in essential part; entrusting other person with the management of the company; or amalgamating business with other persons with the objective to share profit and loss
 - d) Amend company's prospectus or regulation
 - e) Increase or decrease the company's registered capital
 - f) Issue bonds or debentures.
 - g) Liquidate the company
 - h) Merge with other companies.

Article 43. The matters which should be conducted by the annual general meeting of shareholders are as follows;

- (1) to consider the report of the board of director concerning the Company's business in the past year period;
- (2) to consider and approve the balance sheet, the statement of profit and loss for the past year period;
- (3) to consider and approve of profit allocation.
- (4) to consider and elect new directors in place of those who retire by rotation.
- (5) to consider and appoint auditor and fix the remuneration of the auditor; and
- (6) Other business.

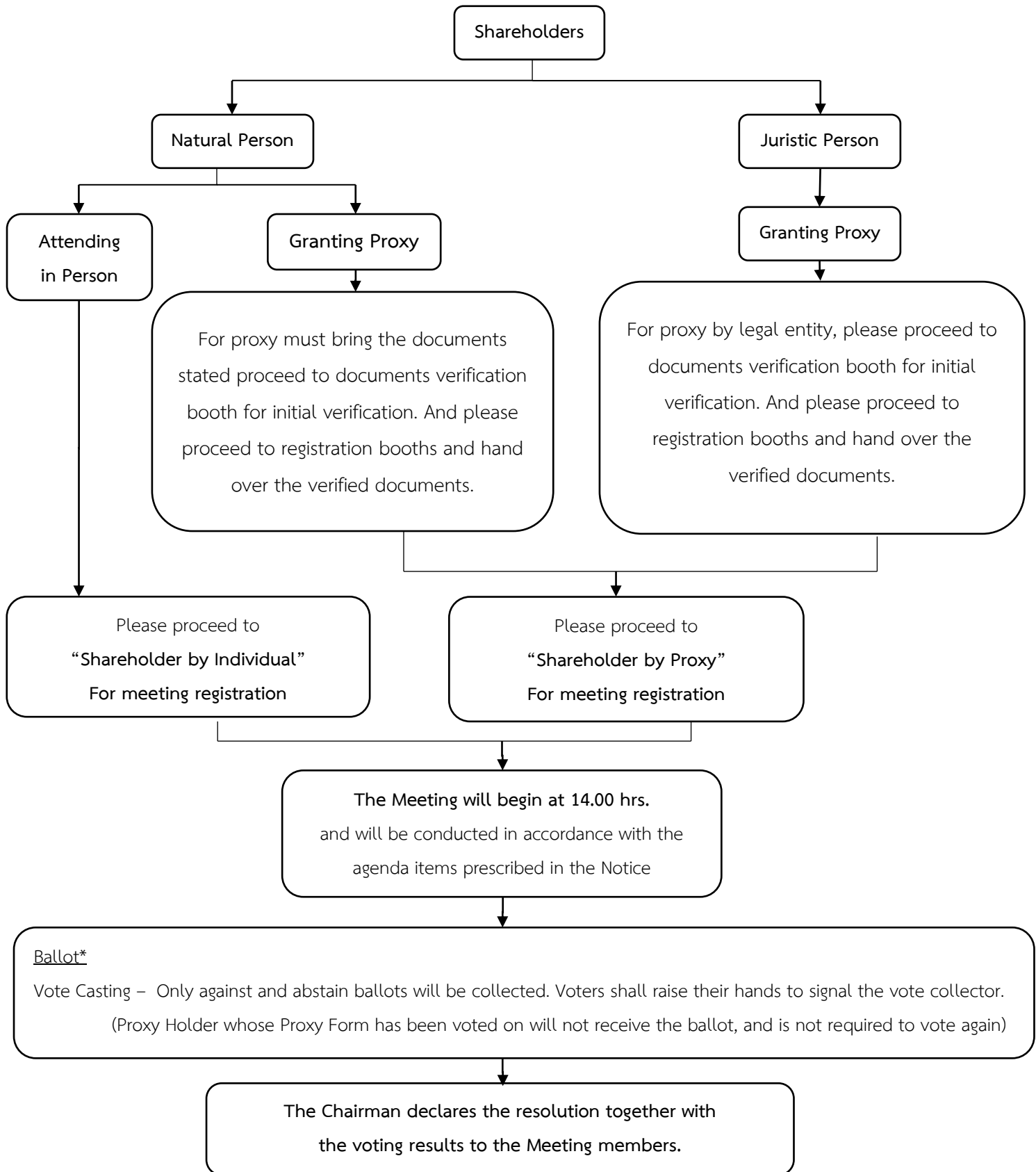
Chapter 7 Accounting, Finance, and Auditing

- Article 45** The Company shall arrange for the preparation and keeping of accounts as well as the auditing thereof with the law governing such and shall prepare a balance sheet and a profit and loss statement a least once very twelve (12) months, at the end of the fiscal year of the Company and shall submit the same to the annual ordinary general meeting for adoption. The directors shall have the same examined by the auditor before submission to the shareholders meeting.
- Article 46** The Board of Directors shall send the following documents to the shareholders together with the notice calling for the annual ordinary general meeting:
- (1) Copies of the balance sheet and the profit and loss statement which have already been examined by the auditor together with the report of the auditor.
 - (2) Annual report of the Board of Directors.
- Article 47** No dividends shall be paid otherwise than out of profits. If the Company has accumulated losses, no dividends may be paid.
- Dividends shall be equally allocated to each share.
- The Board of Directors may pay interim dividends to the shareholders from time to time, if the Board believes that the profits of the Company justify such payment, and after the dividends have been paid, such dividend payment shall be reported to the shareholders at the following shareholder meeting.
- Payment of dividends shall be made within one (1) month from the date of the resolution of the shareholder meeting, or of the meeting of the Board of Directors, as the case may be. The shareholders shall be notified in writing of such payment of dividends, and the notice shall also be published in a newspaper.
- Article 48** The Company shall allocate not less than five (5) percent of its annual profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten (10) percent of the registered capital. Besides a reserve fund mentioned above, the committee may request approving allocated fund for operation of company.
- Article 50** The auditor has the power to examine the accounts, documents and any other evidence relating to the revenues and expenditure as well as the assets and liabilities of the Company during its office hours. In this connection, he shall have the power to interrogate the directors, staff, employee's officer of any positions and agents of the

Company, including instructing them to give factual statements or to furnish documents or evidence relating to the Company's business operations.

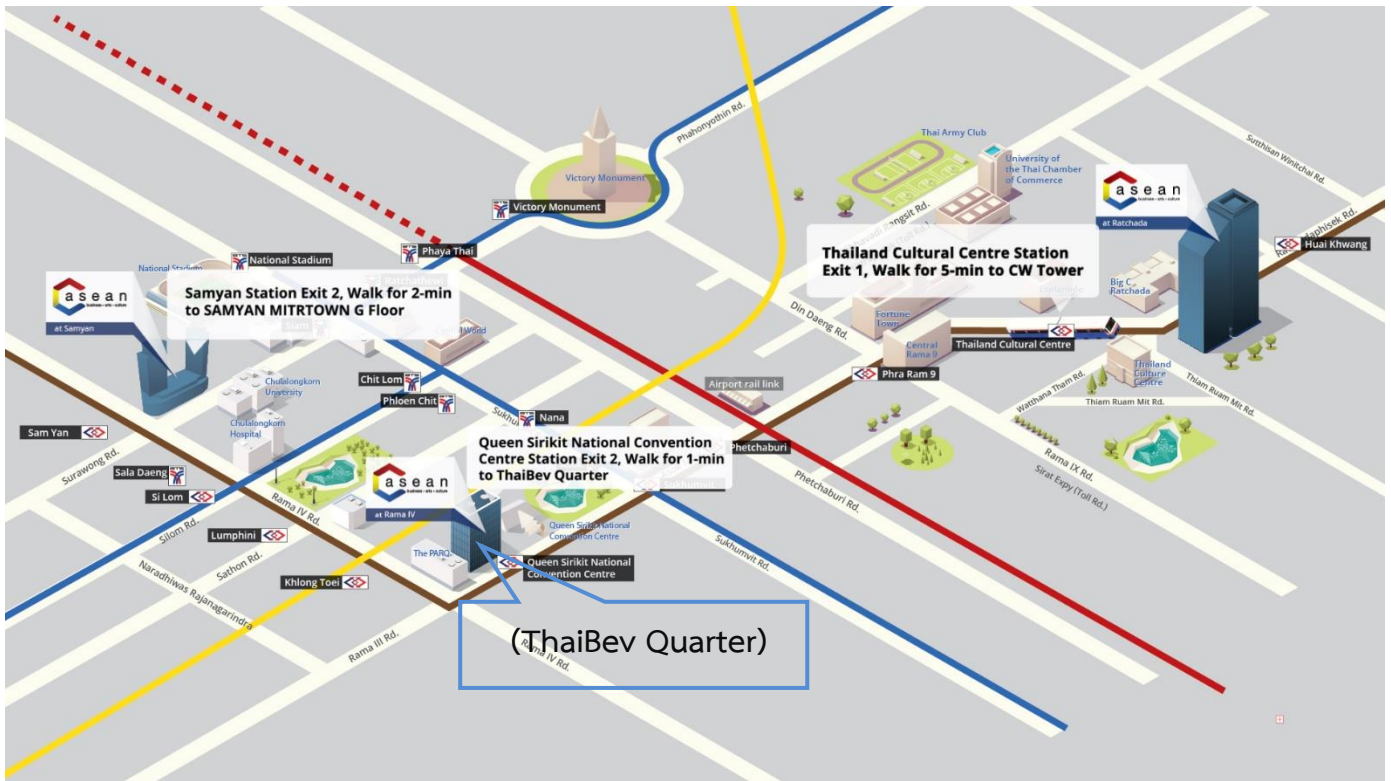
Article 51 The auditor has the duty to attend the shareholders meeting whenever it is held to consider the balance sheet, the profit and loss statement and the problems relating to the accounts of the Company in order to give explanation to the shareholders about the auditing of accounts. The Company shall also send to the auditor the reports and documents of the Company that should be sent to the shareholders in that shareholders' meeting

Procedures for Attending the 2025 Annual General Shareholder’s Meeting



Remark: If the attendance leave the meeting before the closing, please cast your vote. Please hand the voting ballots to our

Map of the Meeting location
 (at the Auditorium room, 3rd Floor, C ASEAN, ThaiBev Quarter)



Transportation

- MRT : Queen Sirikit National Convention Centre Station exit 2 walk to C-asean Rama IV 50m.
- BTS : Asok station exit 3 connect MRT station
- Airport Rail Link : Makkasan Station and take a taxi to C-asean (15 minutes drive)