

CHOW.256/20223

February 27, 2023

Subject: The 2023 Annual General Meeting of Shareholders Date, Its Agenda Items, Omission of Dividend Payment, and the amendment of the Articles of Association.

To: The President of the Stock Exchange of Thailand

The Board of Directors of Chow Steel Industries Public Company Limited (the “**Company**”) No.1/2023, which was held on February 27, 2023, has passed the resolutions as follows:

1. Approved to propose to the Shareholders meeting to approve the financial statements for the year ended December 31, 2022, which have been audited by the Company’s auditors and reviewed by the Audit Committee.
2. Approved to propose to the Shareholders meeting to approve the Omission of dividend payment and no allocation of profits to legal reserve for the year 2022 due to the Company had an accumulated loss at the end of accounting period.
3. Approved to propose to the Shareholders meeting to approve the re-appointment of 4 retiring directors to be the Company’s directors for another term, namely:

Namely	Position
1. Dr.Pruchya Piumsomboon	Independent Director, Chairman of the Board
2. Mr.Noppadon Jason Chirasanti	Independent Director, Audit Committee Member
3. Mr.Kanawath Aran	Independent Director, Audit Committee Member Risk Management Committee Member Good Corporate Governance Committee Member
4. Mr.Sanguankiat Lewmanomont	Director, Nomination and Remuneration Committee Member

The Nomination and Remuneration Committee has considered the qualifications of the directors who will retire by rotation and has deemed that all 4 persons have the knowledge, ability, experience and expertise that will be advantage for the Company’s operations. The Board of Directors; therefore, deemed that the shareholders should approve the re-election of such directors to be the Company’s directors for another term.

4. Approved to propose to the Shareholders meeting to approve the 2023 director's remuneration. The Board of Directors concurred with the recommendation proposed by the Nomination and Remuneration Committee which have been carefully considered Therefor proposed to the 2023 Annual General Meeting of Shareholders to approve the 2023 directors' remuneration in the amount of not exceeding 5,000,000 Baht to be the same rate as the 2022.
5. Approved to propose to the Shareholders meeting to approve the appointment of Auditors of E.Y.Office Limited. to be the company's auditor of the year 2023 and determination of the audit fee as per following

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

In addition, the shareholders should approve the audit fees of Baht 2,100,000, as recommended by the Audit Committee.

6. Approved to propose to the Shareholders meeting to approve the amendment of the Articles of Association, details are as follows:

Existing Provision	Proposed Amendment
<p>Article 29. In convening a meeting of Board of Directors, the Chairman or the person assigned by him shall send a notice of the meeting to the Directors not less than seven (7) days in advance of the date of the meeting. Except in case of urgency or for the purpose of maintaining the rights or interest of the Company, the notice of the meeting may be sent by other means and in advance.</p> <p>The board of directors shall hold a meeting may be taken in head office or any places as the board of directors deems appropriate.</p>	<p>Article 29 In convening a meeting of Board of Directors, the Chairman or the person assigned by him shall send a notice of the meeting to the Directors at least three (3) seven (7) days prior to date of the Board of Director's meeting, except in an emergency (such as to preserve the rights and benefits of the Company). The meeting may be called by electronic or other methods and the meeting date my be fixed sooner than the period of time specified above.</p> <p>The board of directors shall hold a meeting may be taken in head office or any places as the board of directors deems appropriate.</p> <p>In this regard, the person who is in charge with the arrangement for the meeting must keep a copy of such notice and related documents as evidence, which may be kept in electronic data format.</p>
<p>Article 33. The Board of Directors meeting shall be held at least once every three (3) months at the head office or provincial or</p>	<p>Article 33 The Board of Directors meeting shall be held at least once every three (3) months at the head office or provincial or oversea as the</p>

Existing Provision	Proposed Amendment
<p>oversea as the Chairman deems appropriate. The Chairman shall convince the meeting of Board of Directors or assign any person to act on his behalf for such a matter. If the directors or more request of a meeting of Board of Directors, the Chairman shall specify a date for the meeting within fourteen (14) days from the date of such request.</p>	<p>Chairman deems appropriate. The Chairman shall convince the meeting of Board of Directors or assign any person to act on his behalf for such a matter. If the directors or more request of a meeting of Board of Directors, the Chairman shall specify a date for the meeting within fourteen (14) days from the date of such request.</p> <p>When there is reasonable cause or in order to preserve the rights or benefits of the Company, at least two (2) directors may jointly request that the Chairman summons the Board of directors' meeting, whereby the agenda and reason(s) therefor that will be proposed for consideration must be specified. In such a case, the Chairman or his/her designated person shall summon and fix the date of the meeting within fourteen (14) days as of the date of receipt of the request.</p> <p>In the case where the Chairman or his/her designated person does not proceed with the summoning and fixing the date of the meeting in accordance with the second paragraph above, the requesting directors may jointly summon and fix the date of the Board of directors' meeting to consider the proposed agendas within fourteen (14) days of the end of such period mentioned in the second paragraph.</p> <p>The Board of directors' meeting may be held via electronic medias in accordance with the law on electronic meeting. In such a case, it shall be deemed that the headquarters of the Company is the place of the meeting.</p>
<p>Article 37. The Board of Directors shall call a shareholders' meeting as an Annual General Meeting within four months from the ending of the fiscal year of the Company.</p> <p>All other shareholders' meeting are called Extraordinary General Meeting. The Board of Directors may call an Extraordinary General Meeting whenever it deems</p>	<p>Article 37. The Board of Directors shall call a shareholders' meeting as an Annual General Meeting within four months from the ending of the fiscal year of the Company.</p> <p>All other shareholders' meeting are called Extraordinary General Meeting. The Board of Directors may call an Extraordinary General Meeting whenever it deems appropriate, or one or</p>

Existing Provision	Proposed Amendment
<p>appropriate, or one or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total issued shares may request the Board of Directors in writing to call an Extraordinary General Meeting at any time, but the agenda and reasons for holding such meeting shall be clearly indicated in such a request. In such event, the Board of Directors is required to call the Extraordinary General Meeting within forth-five (45) days from the date on which such written request is received.</p> <p>If the Board of Directors does not hold the meeting within the forty-five (45) days period under paragraph two, the shareholders who subscribe their names or other shareholders holding shares in the required amount may call the meeting within forty-five (45) days from the date on which the period of time in paragraph two ends. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for the expenses necessarily incurred in the holding of such meeting and facilitate such meeting as reasonably required.</p> <p>If the quorum is not constituted pursuant to Article 39 in any general meeting called pursuant to paragraph three, the shareholders requesting the meeting pursuant to paragraph three shall compensate the Company for the expenses incurred in the arrangements for holding that meeting.</p>	<p>more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total issued shares may request the Board of Directors in writing to call an Extraordinary General Meeting at any time, but the agenda and reasons for holding such meeting shall be clearly indicated in such a request. In such event, the Board of Directors is required to call the Extraordinary General Meeting within forth-five (45) days from the date on which such written request is received.</p> <p>If the Board of Directors does not hold the meeting within the forty-five (45) days period under paragraph two, the shareholders who subscribe their names or other shareholders holding shares in the required amount may call the meeting within forty-five (45) days from the date on which the period of time in paragraph two ends. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for the expenses necessarily incurred in the holding of such meeting and facilitate such meeting as reasonably required.</p> <p>If the quorum is not constituted pursuant to Article 39. in any general meeting called pursuant to paragraph three, the shareholders requesting the meeting pursuant to paragraph three shall compensate the Company for the expenses incurred in the arrangements for holding that meeting.</p> <p>In the case that shareholders summon a meeting as per the second paragraph, shareholders summoning the meeting may send notice summoning the meeting to shareholders via electronic methods, provided that such shareholders have declared their intention or given consent to the Company, or the Board of Directors as prescribed in Article 55.</p>

Existing Provision	Proposed Amendment
<p>Article 38. In calling a shareholder meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indication clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper of at least three consecutive days no less than three (3) days before the meeting.</p> <p>Shareholders' meeting could be held at the region where head office location or others nationwide.</p>	<p>Article 38. In calling a shareholder meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indication clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven (7) days prior to the date of the meeting. The notice calling for the meeting shall also be published in a local Thai newspaper sold in the same area where the headquarters is located for three (3) consecutive days or advertised via electronic medias according to the criteria stipulated by law.</p> <p>Shareholders' meeting could be held at the region where head office location or others nationwide.</p>
<p>-None</p>	<p>Article 55. In the case the Company or the Board of Directors is obligated to send letters or documents in accordance with the provisions of the Public Limited Companies Act or these Articles to the Directors, shareholders, or creditors of the Company, if such persons have declared their intention to receive or given consent to the delivery of, letters or documents via electronic methods, the Company or the Board of Directors may send such letters or documents via electronic methods according to the criteria stipulated by law.</p>

7. The 2022 Annual General Meeting of Shareholders will be held on Thursday, April 27, 2023 at 14.00 hours at Auditorium room, 3rd Floor, C-asean, ThaiBev Quarter 62 Ratchadapisek Road, Klongtoey Bangkok 10110 with the following agenda

Agenda no. 1 To adopt the minutes of the 2022 General Meeting of Shareholder held on 28 April 2022.

Agenda no. 2 To acknowledge the 2022 performance statement.

Agenda no. 3 To approve the financial statements for the year ended December 31, 2022.

- Agenda no.4 To approve the Omission of dividend payment and non-appropriation of profit to legal reserve for the year 2022.
 - Agenda no.5 To approve the election of directors who will be retired by rotation.
 - Agenda no.6 To approve the 2023 directors' remuneration.
 - Agenda no.7 To approve the appointment the auditors and approve the audit fees for the year 2023.
 - Agenda no.8 To approve the amendment of the Articles of the Association.
 - Agenda no.9 Other matters (if any)
8. The Company has fixed the Record Date on which shareholders have the right to attend the 2023 AGM on Friday March 17, 2023. (Record Date).
9. Authorized Mr.Anavin Jiratomsiri to have the power, to the extent as permitted by applicable laws, to amend, add and/or determine the date, time, venue, method of convening and agenda for the 2023 AGM as deemed appropriate.

Please be informed accordingly.

Yours faithfully,

(Mr.Anavin Jiratomsiri)
Chief Executive Officer