

CHOW.272/2024

28th February 2024.

Subject: Resolution of the Board of Directors' Meeting No.1/2024 for determination of the date and agenda for the 2024 Annual General Meeting of Shareholders, No Dividend Payment, the appointment of new director, and the amendment of the authorized directors to sign to bind the Company

Attention: The President
The Stock Exchange of Thailand

The Board of Directors meeting of Chow Steel Industries Public Company Limited (“the Company”) No.1/2024 held on 28th February 2024 approved the following resolution:

1. Approved to propose to the Shareholders meeting to approve the financial statements for the year ended 31 December 2023, 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 2023 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 election of directors who will be retired by rotation.

3.1 The directors who will retire be rotation are:

No	Name	Position
1	Associate Professor Dr.Narong Yoothanom	Vice Chairman, Independent Director, Audit Committee, Chairman of Nomination and Remuneration Committee, Chairman of Corporate Governance Committee
2	Mr.Anavin Jiratomsiri	Director, Chairman of Executive Committee, Chief Executive Officer, Nomination and Remuneration Committee, Risk Management Committee, Corporate Governance Committee

No	Name	Position
3	Ms. Koo Man Wai	Director, Executive Committee
4	Mrs. Sharuta Chin	Director, Executive Committee

3.2 Approved the reappointment of the following two directors to their current position in the Board of Directors and/or sub-committees for another term:

No	Name	Position
1	Mr.Anavin Jiratomsiri	Chairman of Executive Committee, Chief Executive Officer, Director Nomination and Remuneration Committee, Risk Management Committee, Corporate Governance Committee
2	Ms. Koo Man Wai	Director, Executive Committee

Two retired directors expressed their intent not to be re-elected who are Associate Professor Dr.Narong Yoothanom and Mrs.Sharuta Chin.

4. Approved to propose to the Shareholders meeting to approve the appointment of 1 new director namely.

No.	Name	Position
1	Mr.Cristobal Chin Syen Loong	Director

Upon the appointment of the new directors, the Company shall be comprising of 9 directors.

5. Approved to propose to the Shareholders meeting to approve the amendment of the authorized directors to sign to bind the Company as follows;

From “Mr.Anavin Jiratomsiri or Miss Koo Man Wai or Mrs.Sharuta Chin or Mr.Sanguankiat Lewmanomont, by which two out of the aforementioned four directors jointly sign their names with the Company seal affixed, except in cases of entering into Scrap Sale & Purchase Agreement with third party, Mr.Anavin Jiratomsiri and Miss Koo Man Wai jointly sign their names with the Company seal affixed.”

Change to “Mr.Anavin Jiratomsiri or Miss Koo Man Wai or Mr.Cristobal Chin Syen Loong or Mr.Sanguankiat Lewmanomont, by which two out of the aforementioned four directors jointly sign their names with the Company seal affixed, except in cases of entering into Scrap Sale & Purchase Agreement with third party, Mr.Anavin Jiratomsiri and Miss Koo Man Wai jointly sign their names with the Company seal affixed.”

6. Approved to propose to the Shareholders meeting to approve the 2024 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 2024 Annual General Meeting of Shareholders to approve the 2024 directors’ remuneration in the amount of not exceeding 5,000,000 Baht to be the same rate as the 2023.
7. 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 2024 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	2 year (year 2022-2023)
2. Miss Watoo Kayankannavee	5423	None
3. Mr.Nattawut Santipet	5730	None

In addition, the shareholders should approve the audit fees of Baht 1,900,000, as recommended by the Audit Committee.

8. Approved the determination of the date of the 2024 Annual General Meeting of Shareholders in the form of Hybrid Meeting (Physical and Online). The meeting is to be held on Thursday 25th April 2024, 14.00 at Semina Room 301, ThaiBev Quarter, 3 Floor, No.62 Ratchadaphidek Road, Klongtoey Sub-District, Klongtoey District, Bangkok 10110. The Record Date of share register book for the right to attend the shareholder meeting is 14 March 2024. The Meeting agenda will be as follows:
 - Agenda 1 To consider and adopt the minutes of the 2023 Annual General Meeting of the Shareholders held on 27 April 2023.
 - Agenda 2 To acknowledge the Company’s performance for the year 2023.



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- Agenda 3 To approve the financial statement for the fiscal year ended 31 December 2023.
 - Agenda 4 To approve the Omission of dividend payment and non-appropriation of profit to legal reserve for the year 2023.
 - Agenda 5 To approve the appointment of the auditors and the audit fees for the year 2024.
 - Agenda 6 To approve the election of directors who will be retired by rotation.
 - Agenda 7 To approve the appointment of new director.
 - Agenda 8 To approve the amendment of the authorized directors to sign to bind the Company.
 - Agenda 9 To approve the remuneration for all members of the Board of Directors and sub-committees for 2024; and
 - Agenda 10 Other matters, if any.
9. Resolved to authorize the Chief Executive Officer to have the authority to perform any acts relating to the calling of the 2024 Annual General Meeting of Shareholders, change of date, time, and venue of the 2024 Annual General Meeting of Shareholders and other details in relation to converting the 2024 Annual General Meeting of Shareholders as deemed necessary and appropriate.

Please be informed accordingly.

Yours faithfully,

(Mr.Anavin Jiratomsiri)
Chief Executive Officer