

# Invitation to the AGM 2024

# Annual General Meeting of Shareholders

Chow Steel Industries Public Company Limited

Hybrid Meeting

On Thursday 25th April 2024 at 14.00 p.m.

at Seminar Room 301, 3<sup>rd</sup> Floor

C ASEAN, ThaiBev Quarter

No.62 Ratchadapisek Road, Klongtoey,

Bangkok, Thailand 10110

**Physical Meeting** 

(Registration starts from 12.00 p.m. onwards)

Electronic Meeting (E-AGM)

(Shareholders will be able to register through the system

# from April 17-25, 2024

for more information, please contact the administrator of AGM Voting

Tel. 062-505-6395 or E-mail: <a href="mailto:support@jventures.co.th">support@jventures.co.th</a>)

We will no longer distribute gift.



Registration No. 0107552000049

3 April 2024.

Subject	Invit	ation to the 2024 Annual General Meeting of Shareholders
То	Shar	eholders of Chow Steel Industries Public Company Limited
Attachments	1.	The 2023 56-1 One Report including the Auditor's report on the consolidated financial
		statements ended 31 December 2023 in QR Code.
	2.	Documents for Consideration of Agenda 1: Copy of minutes of the 2023 Annual General
		Meeting of Shareholders on 27 April 2023
	3.	Documents for Consideration of Agenda 5: Information of auditors for the fiscal year 2024
	4.	Documents for Consideration of Agenda 6: Information of the directors retiring by rotation
		and proposed for re-election.
	5.	Documents for Consideration of Agenda 7: Profiles of the Nominated Person to be
		Elected as Company Directors.
	6.	Guidelines of the shareholders' meeting
		- Necessary documents and evidence for meeting attendance
		- Procedures of the shareholder's meeting via electronic media (E-AGM)
		- Proxy authorization and method of proxy authorization
		- Voting procedures and votes counting
	7.	Proxy Forms Type B. (recommended), Type A. or C. can be downloaded from website:
		www.chowsteel.com
	8.	Name List and Details of the Independent Directors to be used with Proxy of
		shareholders.
	9.	Articles of Association concerning the Shareholders' Meeting and Vote Casting
	10.	Procedures for Attending the 2024 Annual General Meeting of Shareholders at the
		meeting venue and via electronic media (E-AGM)
	11.	Map of the Meeting location
	12.	Privacy Notice for the Shareholder's Meeting
	13.	Request form 56-1 One Report 2023
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The board of directors of Chow Steel Industries Public Company Limited held a meeting on Wednesday 28<sup>th</sup> February 2024 and passed a resolution to hold the 2024 Annual General Shareholder Meeting on Thursday 25th April 2024 at 14.00 p.m. as Hybrid Meeting (Physical and E-AGM) At the Semina Room 301, ThaiBev Quarter, 3 Floor, No.62 Ratchadaphidek Road, Klongtoey Sub-District, Klongtoey District, Bangkok 10110 and via electronic media (E-AGM) in accordance with the criteria specified in the laws on electronic conferencing to consider the following agenda;



Chow Steel Industries Public Company Limited

Agenda 1 To certify the minutes of the 2023 Annual General Meeting of Shareholders held on 27 April 2023.

**Objectives and Rationale:** The Company had completed the minutes of the Annual General Meeting of Shareholder on 27<sup>th</sup> April 2023 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). The copy of the minutes of the Annual General Meeting of Shareholder 2023 was attached with this invitation letter, dated 3<sup>rd</sup> April 2024 (Enclosure 2.)

**The Board's opinion:** View as proper to present the minutes of the Annual General Meeting of Shareholder 2023 on 27<sup>th</sup> April 2023 that the Company's Board of Directors had approved as correct to the Annual General Meeting of shareholder certify the meeting.

**Votes of Approval:** 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 Company's performance for the year 2023.

**Objectives and Rationale:** The shareholders should acknowledge the 2023 performance statement. The details are enclosed in the 2023 (56-1 One Report 2023, shareholders can download the documents from the QR Code provided in the Notification of Meeting (Enclosure 1.)

**The Board's opinion:** The Board recommends shareholders to acknowledge the Company's performance for the year 2023.

**Votes of Approval:** Voting is not required in this agenda since this agenda is for acknowledgement only.

# Agenda 3 To approve the Statement of Financial Position and Consolidated Income Statement for the Year Ending on December 31, 2023

**Objectives and Rationale:** To be accordance 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.

**The Board's opinion:** View as proper for the Shareholders' Meeting to consider approving the financial statement and the annual profit and loss statement, ending on 31<sup>st</sup> December 2023 that had been audited and signed from 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 2023 (56-1 One Report 2023) that were sent to the shareholders together with the meeting invitation letter (Enclosure 1.)

**Votes of Approval:** 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 Omission of dividend payment and non-appropriation of profit to legal reserve for the year 2023.

**Objectives 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 2023 audited by the auditor, it stated that the Company had no operating profit, resulted in the accumulative loss of 476,755,822 Baht and therefore the Company is unable to make an annual dividend payment.

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

Dividend Payment record is per the table below:

**The Board's opinion:** After due consideration, the Board of Directors deemed it appropriate to approve the Omission of dividend payment and non-appropriation of profit to legal reserve for the company's operating results from 1 January to December 31, 2023, Due to the Company has an accumulative loss.

**Votes of Approval:** 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 appointment of the auditors and the audit fee for the year 2024.

**Objectives 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 2024.



Chow Steel muusines I ubite Company Limited				
Name of Auditor	Certified Public Accountant	Auditing during		
	(Thailand) No.	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		

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 supervise 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 2024 audit fee. In the amount of not more than Baht 1,980,000.00 baht and decrease from the last year as follows:

Details	2024	2023	Change
	(Baht)	(Bath)	Increased/(Decrease)
	(year proposed)		(Baht)
For the year ended December 31	1,420,000	1,620,000	(200,000)
For the quarter ended March 31,	480,000	480,000	-
June 30, and September 30			
- (Baht 160,000 for quarterly			
statement)			
Non-Audit Fee	80,000	80,000	-
Total	1,980,000	2,180,000	(200,000)

In 2023, the Company has paid non-audit fee (BOI) to EY Office Company Limited in the amount of 80,000 Baht.

**The Board's 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 form EY Office limited, to serve as the auditor of the Company for the year



2024 and approve the audit fees of not more than Baht 1,980,000 as recommended by the Audit Committee and endorsed by the Board of Directors.

**Votes of Approval:** 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 election of directors who will be retired by rotation.

**Objectives 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 shall 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 4 directors retired by rotation at the 2024 AGM (one third of the total number of directors) as follows:

No	Name	Position		
1	Associate Professor Dr.Narong	Vice Chairman, Independent Director,		
	Yoothanom	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		
3	Ms. Koo Man Wai	Director, Executive Committee		
4	Mrs. Sharuta Chin	Director, Executive Committee		

Two retired directors expressed their wish for not serving another term as member of the Board of Directors after their current term expires a the AGM 2024 AGM who are Associate Professor Dr.Narong Yoothanom and Mrs.Sharuta Chin.

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:

- The Company provided shareholders the opportunity to nominate the qualified person(s) for the directorship from 4 October 2023 until 31 December 2023 through SET's channel and the Company's website. There was no proposal of directorship to the Company.
- 2. The Company provided directors the opportunity to nominate qualified candidates for director election. There was a director who nominated one person to be elected as a director of the company, namely Mr. Cristobal Chin Syen Loong, which the meeting of the board of directors approved to be presented to the shareholder meeting for consideration of appointment to be a director in replace of Mrs.Sharuta Chin, with details in the next agenda.
- 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.

**The Board's 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 2 retired directors be re-elected for another term, namely Mr. Anavin Jiratomsiri and Ms.Koo Man Wai. Information of two-directors retiring by rotation and proposed for re-election are in Enclosure 4. Subject to the AGM approving the same, the aforementioned Directors shall be re-appointed to their position in all aspects.

**Votes of Approval:** The agenda must be approved with a Majority of votes of the shareholders attending the meeting and casting their votes. A shareholder shall have a number of votes equal to the number of shares held to elect one (1) director and a shareholder may exercise his or her whole votes to elect one candidate or more as director(s) but his or her votes may not be distributed howsoever to elect the candidate (s). The candidates shall be ranked in order descending from the highest number of votes received to the lowest and shall be appointed as Directors in that order until all of the Director positions are filled.

## Agenda 7 To approve the appointment of new director.

**Objectives and Rationale:** Due to Associate Professor Dr.Narong Yoothanom and Mrs.Saruta Chin, directors who have resigned from their positions this year, both of whom have expressed their intention not to request re-election as directors for another term. The Nomination and Remuneration Committee has considered and deemed it appropriate to appoint a replacement for one director. Therefore, the nomination of Mr. Cristobal Chin Syen Loong to be appointed as a director to replace Mrs. Saruta Chin.



As a result, the total number of directors of the Board will be decreased from 10 to 9 directors. Clauses 19 of the Company's Articles of Association stipulate that the Company shall have the Board of Directors comprising not less than five (5) directors. The Board of Directors has considered the composition of the Board of Directors and the size of the current business. The Board views that this is still sufficient to carry out its duties and did not affect the efficiency of the Board's duties in any way.

The Board's opinion: The Board agreed to propose to shareholders to elect 1 new director, namely Mr.Cristobal Chin Syen Loong to replace Mrs.Sharuta Chin. Mr.Cristobal Chin Syen has well experience in management which will benefit the Company' business. Details of the nominee who are proposing to the AGM for appointment to be new director are set out in details In Attachment 5.

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

## Agenda 8 To approve the amendment of the authorized directors to sign to bind the Company.

**Objectives and Rationale:** Clauses 34 of the Company's Articles of Association stipulate that the shareholders' meeting the authority to designate directors authorized to sign on behalf of the Company. Due to Mrs.Sharuta Chin, the director, who is retired by rotation and intent not to be re-elected. Therefore, it is proposed to approve the change of names of directors who are authorized to sign to bind the company as follows:

From

"The names and number of the authorized director of the Company are; Mr.Anavin Jiratomsiri or Miss Koo Man Wai or <u>Mrs.Sharuta Chin</u> 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

"The names and number of the authorized director of the Company are; Mr.Anavin Jiratomsiri or Miss Koo Man Wai or <u>Mr.Cristobal Chin Syen Loong</u> 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."

The Board's opinion: Recommend the shareholders' meeting of the Company to approve the amendment of the authorized directors to sign to bind the Company.

**Votes of Approval:** The agenda must be approved with votes of not less than three-fourths (3/4) of the total votes of shareholders attending the meeting and having the right to vote.



# Agenda 9 To approve the remuneration for all members of the Board of Directors and sub-committees for the year 2024.

**Objectives 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 2024, the Nomination and Remuneration Committee carefully reviewed the remuneration of the Board of Directors and sub-committees for the year 2024 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 2023 at the amount of not more than the annual budget of THB 5.00 million as below.

1.	Monthly fee and attendance fee	
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Position	Per Attendance	Monthly Fee
	Fee (baht/time)	(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 2023, 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 2023 (QR Code).

The Board's 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 of Approval:** 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 10 To consider other matters (if any)

**Objectives and Rationale:** This agenda is set for shareholders to inquire 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.

**The Board's 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 persons entitled to attend the 2024 annual general meeting on March 14, 2024.

Please be informed to attend the 2024 Annual General Meeting of Shareholders on the date, time and place specified above. If you are unable to attend the Hybrid Meeting by yourself, please appoint a proxy, or Assoc. Prof. Kalyaporn Pan- ma- rerng Position Independent Director and Chairman of the Audit Committee, or Mr.Noppadon Jason Chirasanti 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.109, 110.

Best regards,

(Dr.Pruchya Piumsomboon) Chairman of the Board

( Mr.Anavin Jiratomsiri ) Chief Executive Officer

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## Remarks:

- The company had invited the shareholders to propose to the nominate candidate for director in advance between 4th October 2023 - 31st December 2023, 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 14) 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 2024 Annual General Meeting of Shareholders. Shareholders can download from 26th March 2024.
- 3. The shareholders have the following requirements:
  - 3.1 In case who wish to attend the meeting via an electronic media meeting (E-AGM)
  - 3.2 In the event that the Shareholder desires to give his/her proxy to Independent Director

3.3 In case who wish to inquire information related to the meeting on any agenda of the company or send advance questions to the company.

3.4 In case who wish to receive the Annual Registration Statement / Annual Report (56-1 One Report 2023)

be able to submit document 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, 10<sup>th</sup> Floor, Unit2/1007-1008,

Rama IV Road., Khlong Toei, Bangkok 10110 Thailand



## (Translation)

## Minutes of Annual General Meeting of Shareholders 2023

of

## Chow Steel Industries Public Company Limited

## Date, time and venue

The meeting was held on Thursday, April 27, 2023 at 14.00 hrs., at Auditorium Room, 3rd Floor, C-Asean, ThaiBev Quarter, 62 Ratchadapisek Road, Klongtoey, Bangkok 10110.

## Directors present at the meeting (representing 100% of the total directors)

1.	Dr. Pruchya Piumsomboon	Independent Director
		Chairman
2.	Assoc. Prof. Dr. Narong Yoothanom	Independent Director
		Vice Chairman
		Audit Committee Member
		Chairman of Nomination and Remuneration Committee
		Chairman of Good Corporate Governance Committee
3.	Assoc. Prof. Kalayaporn Pan-ma-rerng	Independent Director
		Chairman of Audit Committee
		Chairman of Risk Management Committee
		Nomination and Remuneration Committee Member
		Proxy of Shareholders
4.	Mr. Kanawath Aran	Independent Director
		Audit Committee Member
		Risk Management Committee Member
		Good Corporate Governance Committee Member
5.	Mr. Noppadon Jason Chirasanti	Independent Director
		Audit Committee Member
		Proxy of Shareholders
6.	Mr. Sanguankiat Lewmanomont	Director
	-	Nomination and Remuneration Committee Member



			how Steel Industries Public Company Limited
	7.	Mr. Mark D. Remijan	Independent Director
			Good Corporate Governance Committee Member
	8.	Mr. Anavin Jiratomsiri	Director
			Chief Executive Officer
			Chairman of Executive Committee
			Nomination and Remuneration Committee Member
			Risk Management Committee Member
			Good Corporate Governance Committee Member
	9.	Ms. Koo Man Wai	Director
			Executive Director
			Chief Investment Officer
	10.	Mrs. Sharuta Chin	Director
		(Attending by electronic mea	ns) Executive Director
			Chief Business Strategy Officer
Тор ехес	cutiv	ves attending the meeting	
	1.	Mr. Paramat Chulvanij	Chief Financial Officer
	2.	Mr. Kantameth Chotejirapiror	n Chief Accounting Officer
Top exe	cutiv	ve of subsidiaries attending th	e meeting
1		Mr. Cristobal Chin Syen Loor	g Chief Executive Officer
			Chow Energy Public Company Limited
Auditor a	atter	nding the meeting	
1.		Mr. Supachai Phanyawattano	EY Office Limited
2.		Miss Krongkaew Limkittikul	EY Office Limited
3.		Miss Issaree Kraprayoon	EY Office Limited
Legal ad	lvisc	or attending the meeting	
1.		Mr. Thalad Sombatboon	Lew Manomont International Law Office Co., Ltd.



The meeting was called to order at 14.00 hrs.

Dr. Pruchya Piumsomboon, Chairman of the Board of Directors, performed as Chairman of the meeting (Chairman) welcome the shareholders attending the Annual General Meeting of Shareholders 2023 (AGM).

At the beginning of the meeting, the shareholders attending this meeting in person totaled 19, holding aggregately 501,323,006 shares, and the shareholders attending by proxy totaled 21, holding aggregately 111,030,507 shares. The total number of shareholders attending in person and by proxy was thus 40, holding altogether 612,353,513 shares, representing 76.5442% of the total shares sold of the Company. This constituted a quorum according to the Articles of Association of the Company.

The Chairman then assigned the MC to give explanation on the meeting, vote casting on various agenda items, vote counting and announcement of the voting result. At this AGM, there were altogether nine agenda items. Each agenda item would be considered in the order stated in the invitation letter sent to the shareholders in advance without switchover of any of the items. Salient points were as below:

- 1. Order of agenda items: Agenda items would be considered in the order stated in the invitation letter, with presentation of details to support consideration. Any shareholder or proxy who would like to raise questions or express opinions on any agenda item shall raise his/her hand. Once the Chairman gives permission, he/she shall introduce him/herself and inform the meeting whether he/she attends the meeting in person or by proxy.
- 2. Vote casting method: Shareholders shall register to have the right to vote. Each share is entitled to one vote. 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.
- 3. Invalid or 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.
- 4. Vote recording: In case of a proxy form with votes duly cast by the shareholder, the Company would record the votes as cast by the shareholder at the time of the proxy's registration for meeting attendance. As for a proxy form where the shareholder assigns the proxy to vote on his/her behalf, the proxy would then have to vote during the respective agenda item. In case the shareholder or proxy would like to leave before the end of the meeting, he/she shall hand in the ballot form so that the votes on the remaining agenda items would be recorded.



- 5. Ballot form keeping: The Company would collect and keep all ballot forms with disagreeing votes and abstention votes, except for agenda item 5 regarding election of directors where all types of ballot forms would be kept. Shareholders/proxies are requested to hand in the ballot forms before the close of the voting on each respective agenda item.
- 6. Counting of votes on each agenda item: The system would deduct the disagreeing votes or the abstention votes and the invalid ballots (if any) on each agenda item from the total attending votes on such agenda item. The votes other than the disagreeing votes or the abstention votes or the invalid ballots, or those in the ballot forms not handed in, are regarded as agreeing votes on the respective agenda item.
- 7. Passing of resolutions on each agenda item: It would be pursuant to the Company's Articles of Association and the relevant laws, as duly informed by the Company in the invitation letter and to be informed to the meeting again during voting on each agenda item.

At the meeting, Mr. Thalad Sombatboon, representative from Lewmanomont International Law Office Company Limited, 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 2023 and nominate qualified candidates for election of directors in advance through the Stock Exchange of Thailand and on the Company website from October 6 – December 31, 2022. Upon the end of such a 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 2022 held on April 28, 2022

The Company sent copies of the minutes of the Annual General Meeting of Shareholders 2022 held on April 28, 2022 to the shareholders in advance together with the invitation letter to 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.

<u>Resolution</u>: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to adopt the minutes of the AGM 2022 held on April 28, 2022 as below:



Chow Steel Industries Public Company Limited

Approved	612,353,514	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 2022.

The Chairman assigned Mr. Kantameth Chotejirapirom, Chief Accounting Officer, to present results of the Company's operational performance in 2022 to the meeting, the salient points of which are as follows:

The Board of Directors had report on the Company's operating results and significant developments in 2022 prepared as appeared in the 2022 Annual Report.

The Company's operating results in 2022 were as below:

The Group recorded total revenues from operation of 2,815 million baht, a year-on-year surge of 2,453 million baht coming from expansion of steel trading business and gain on sale of parts of power plant projects overseas.

Total expenses rose from 337 million baht in 2021 to 1,478 million baht in 2022, which was in line with the growth of total revenues and the increase in direct expenses related to sale of parts of power plant projects.

Profit from operation (before interest expense and income tax) amounted to 1,336 million baht, up from the previous year, and when deducted by financial cost and income tax, the Group would post a net profit for the year of 1,165 million baht and earnings per share of 1.28 baht per share.

Operational performance classified by type of business in 2022 was as detailed below:

a) Steel business: Revenues from sales and services went up from 194 million baht in 2021 to 1,138 million baht in 2022 attributable to steel business trading 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 Thai Industrial Standard (TIS) acceptable to customers domestically and overseas. This, coupled with the increase in incoming production orders amid the post-COVID-19 economic recovery (2021: no production orders received), has enabled the Company to maintain its existing customer base and expand new customer base for its new products.

In the year, the Group recorded a gross profit of 114 million baht and EBITDA of 70.87 million baht for its steel business.

b) Renewable Energy business: The Company recorded revenues from power plant related business and gain on sale of power plant projects in the total amount of 1,669.1 million baht, a year-on-year growth from



909.7 million baht, attributable to the Company's sale of parts of its power plant projects in Japan in quarter 1/2022 with a total generating capacity of 56.9 MW. As a result, such sale has strengthened the Group's capital base in 2022, hence conducive to accommodating its further project development in 2023 and beyond.

With the above significant developments, the Group's energy business posted an EBITDA of 1,364.6 million baht, a year-on-year growth of more than 765 million baht.

Developments in other areas in 2022 were as concluded here:

Good corporate governance – The Company received Model Sustainability Organization in the Thai Capital Market for Supporting the Disabled Award 2022 from Office of the Securities and Exchange Commission together with partner agencies, comprising Ministry of Labor, Department of Skill Development, Department of Employment, Department of Employment, Department of Employment, Department of Employment and Development of the Life of Persons with Disabilities, Thai Listed Companies Association, and the Association of Disabled Persons Council of Thailand. Consideration has been based on the Company's determination to support and promote development of the quality of life of persons with disabilities under Section 33 or Section 35 of the Persons with Disabilities Empowerment Act, B.E. 2550 (2007) no less than what is required by law. This is in line with its business practices toward the Sustainable Development Goals in respect of reduction of inequality for people with disabilities through promotion and development of vocational skills for creation of valuable work which is an important foundation for development of the quality of people in the society.

Corporate social responsibility – The Company won CSR-DPIM Continuous Award 2022 in the Metallurgy Category from Department of Primary Industries and Mines, Ministry of Industry, as a workplace with continuous social responsibility operation, hence a testament to its dependable social responsibility standard for five straight years and reflecting its commitment to and awareness of its social responsibility on a sustainable basis.

Anti-corruption – The Company received certificate of membership of Thai Private Sector Collective Action Against Corruption (CAC) for the second straight year, 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.

In addition, the Company and subsidiaries won NACC Integrity Award from the 11<sup>th</sup> NACC Integrity Awards, which is a prestigious award in recognition of morality and ethics, aiming to promote business management under corporate governance principles and with code of conduct and social responsibility.

The Company has strictly adhered to moral and ethical principles, and abided by legal provisions in its business operation. It has adopted corporate governance and sustainable development standards as



guidelines for its organization management to pave the strong foundation and build sustainable growth for the organization.

The Chairman invited the shareholders and proxies to raise questions and comments on the relevant points. Questions and comments were accordingly raised by a shareholder and answers and clarifications were given by the Company as follows:

Miss Jit Sawitchkul, Proxy from	:	Recommended as below:
Thai Investors Association and		- Before start of the meeting, there should be VTR (video
Shareholders' Right Protection		presentation) for the shareholders.
Volunteer		- At present, invitation letters and meeting documents have
		been sent to the shareholders only in electronic form.
		Therefore, the Company should also make available such
		documents in print form for the shareholders who physically
		attend the meeting at the venue.
		- With upcoming 20 <sup>th</sup> anniversary of the Company (since
		establishment in 2003), what is the Company's policy and plan
		for this occasion?
Mr. Anavin Jiratomsiri	:	Responded that the Company has been listed on the stock

 Mr. Anavin Jiratomsiri
 : Responded that the Company has been listed on the stock

 Chief Executive Officer
 exchange for approximately 11 years (listed in 2011) but has been established and in operation for approximately 20 years to date.

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 2022.

# Agenda item 3 To consider and approve the statement of financial position and the statement of comprehensive income for the year ended December 31, 2022

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

Assoc. Prof. Kalayaporn Pan-ma-rerng presented to the meeting the Company's statement of financial position and statement of comprehensive income for the year ended December 31, 2022 duly audited by the auditor and reviewed 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 2,815.01 million baht, a year-on-year growth of 2,453.40 million baht or 678.47%.
- Profit attributable to equity holders amounted to 1,020.85 million baht, a year-on-year growth from a loss of 104.96 million baht, with earnings per share of 1.28 baht.

## Consolidated financial status.

- The Company recorded total assets of 4,702.97 million baht, down by 5,196.02 million baht or 52.49% year-on-year, stemming from its divestment of subsidiaries and sales of solar power plant projects as part of its business operation strategy.
- The Company's total liabilities amounted to 2,766.90 million baht, down by 6,316.11 million baht or 69.54% year-on-year, as it used the proceeds from divestment of subsidiaries and sales of power plant projects for repayments of liabilities with financial institutions both domestically and overseas and liabilities related to power plants abroad, deposits in Japanese yen with banks overseas to secure loan drawdown with domestic banks, and project financing by financial institutions to support domestic solar power plant projects.
- Its total shareholders' equity amounted to 1,936.07 million baht, up by 1,120.09 million baht or 137.27%, as a result of recognition of profit from divestment of subsidiaries overseas and sales of solar power plant projects.

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

<u>Resolution</u>: 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 year ended December 31, 2022 as below:

Approved	637,943,426	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 2022.

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



According to 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 have a policy to pay dividends at the rate not lower than 40% of the net profit after corporate income tax based on the separate financial statements and after statutory reserve and other accumulated fund as specified by the Company. Such dividend payment may change subject to the Company's financial status, operating results and investment plans, and also as necessary and appropriate in the future as considered proper by the Board of Directors and/or the shareholders.

From the Company's operating results in 2022, it posted accumulated loss of 696,770,742 baht, thus disabling it to pay annual dividend to the shareholders.

The shareholders and proxies were then 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 majority of votes of the shareholders attending and voting at the meeting.

<u>Resolution</u>: 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	637,943,426	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 election of directors to replace those due to retire by rotation.

The Chairman requested Assoc. Prof. Dr. Narong Yoothanom, Chairman of Nomination and Remuneration Committee (NRC), to present details of this agenda item.

Assoc. Prof. Dr. Narong Yoothanom informed the meeting that according to the Public Limited Companies Act, B.E. 2535 (1992) and Article 21 of the Company's Articles of Association, at every annual general meeting of shareholders, one-third of the directors shall vacate office. If the number of vacating directors cannot be equally divided into three, then the number nearest to one-third shall apply. Directors to vacate office in the first year and the second year after the Company registration shall be decided by drawing lots. For the years thereafter, the directors having been in office the longest shall retire. The vacating directors may be re-elected.

In 2023, four directors due to retire by rotation were:

- 1. Dr. Pruchya Piumsomboon Independent Director and Chairman
- 2. Mr. Noppadon Jason Chirasanti Independent Director and Audit Committee Member



3. Mr. Kanawath Aran	Independent Director, Audit Committee Member, Risk Management
	Committee Member and Good Corporate Governance Committee
	Member

4. Mr. Sanguankiat Lewmanomont Director and Nomination and Remuneration Committee Member

The four directors due to retire by rotation requested to leave the meeting until consideration of agenda item 5 would be completed to allow for the shareholders' open and transparent consideration of this agenda item.

The Board of Directors, excluding directors with beneficial interests, considered this agenda item as recommended by the NRC, based on the criteria of selection and scrutiny of the qualifications of the nominees with prudence. The Board was of the opinion that (1) Dr. Pruchya Piumsomboon, (2) Mr. Noppadon Jason Chirasanti, (3) Mr. Kanawath Aran, and (4) Mr. Sanguankiat Lewmanomont have full and appropriate qualifications, and do not have prohibited characteristics prescribed by relevant laws, criteria, rules and regulations. They have keen knowledge, competence and experience that correspond with the Company's business operation, and have all along performed duties independently with responsibility, integrity and prudence.

The directors proposed for re-election as independent directors for another term have full qualifications as defined pursuant to the Notifications of the Capital Market Supervisory Board and the Stock Exchange of Thailand. They are able to give independent opinions on the Company's business operation and perform duties with adherence to the relevant laws, rules and regulations in the best interests of all the shareholders.

The NRC (with abstention of voting by committee members with beneficial interests) considered based on the criteria of selection and scrutiny of the nominees with prudence under the skill matrix composed of qualifications of the nominees, and opined that the four directors due to retire by rotation have keen knowledge and competence appropriate for the Company's business operation, and diversity in qualifications of the directors in overall. They were thus deemed expedient to be re-elected as directors for another term as below:

1. Dr. Pruchya Piumsomboon	Independent Director (to serve for another term)
2. Mr. Noppadon Jason Chirasanti	Independent Director (to serve for another term)
3. Mr. Kanawath Aran	Independent Director (to serve for another term)
4. Mr. Sanguankiat Lewmanomont	Director (to serve for another term)

The Chairman invited the shareholders and proxies to raise questions and comments on the relevant points. Questions and comments were accordingly raised by a shareholder and answers and clarifications were given by the Company as follows:



Miss Jit Sawitchkul, Proxy from Thai Investors Association and Shareholders' Right Protection Volunteer : Enquired and commented as below:

- Regarding the four directors due to retire by rotation, if they are re-elected for another term, their directorship would cover a total period of 17 years, which is rather long. This seems to cause them, whether they are directors, independent directors or Audit Committee members, to be in close relationship with the Company. As independent directors, they must represent the shareholders and must be independent. If the voting result comes out that they are re-elected for another term, please invite them to present the vision in the capacity of independent directors given that they have had long-time, continued relationship with the Company, and in the capacity of a shareholders' right protection volunteer, I adhere to the policy not to vote for independent directors who have been in office for more than nine years.
- Has the Company approached or sounded out any other persons or contacted the Institute of Directors (IOD) for any persons to be nominated as candidates for independent directors?
- Has the Company announced criteria to the shareholders for them to propose in advance candidates for selection and nomination as directors?
- Mr. Anavin Jiratomsiri: Clarified that the Company invited the shareholders to proposeChief Executive Officercandidates in advance for election as directors but no proposal<br/>was made by the shareholders.
- Ms. Sirirat Khongpeng : Added that the Company had invited the shareholders to name Company Secretary qualified candidates for election as directors before sending the invitation letters to the shareholders, together with details of the criteria specified, through the SET and on the Company website. Upon the end of the period set forth, no proposal was made prior to the meeting date.
- Dr. Pruchya Piumsomboon : Representing directors re-elected as independent directors for Chairman another term, presented the vision to the meeting as follows: Besides performing general duties of a director, an independent director is duty-bound to safeguard retail shareholders by overseeing to ensure business operation with transparency,



**Chow Steel Industries Public Company Limited** 

rightfulness in every step of the operation, and no taking advantage of retail shareholders.

In Thailand, it is impossible to perform directorship duty without knowing or having some connections with other people. What matters is that the directors must uphold the code of ethics and integrity in performance of duties. In representation of this Board of Directors, I assure the shareholders of our directors' transparent performance of duties with ethics and integrity as well as dependable knowledge as quality and competent directors.

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.

<u>Resolution</u>: The meeting resolved to approve election of four directors to replace the directors due to retire by rotation as directors of the Company by the majority of votes of the shareholders attending and voting at the meeting, with the votes cast individually as follows:

#### 5.1 Dr. Pruchya Piumsomboon (as independent director for another term)

Approved	636,647,726	votes	representing	100.00%
Disapproved	100	votes	representing	0.00%
Abstained	1,298,000	votes	representing	-%
Void ballots	0	vote	representing	-%

#### 5.2 Mr. Noppadon Jason Chirasanti (as independent director for another term)

Approved	637,945,726	votes	representing	100.00%
Disapproved	100	votes	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

#### 5.3 Mr. Kanawath Aran (as independent director for another term)

Approved	637,945,726	votes	representing	100.00%
Disapproved	100	votes	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%



## 5.4 Mr. Sanguankiat Lewmanomont (as director for another term)

Approved	637,945,726	votes	representing	100.00%
Disapproved	100	votes	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

## Agenda item 6 To consider and approve remuneration of the Board of Directors and Board committees for 2023.

The Chairman assigned Assoc. Prof. Dr. Narong Yoothanom, Chairman of the Nomination and Remuneration Committee (NRC), to give details of this agenda item.

Assoc. Prof. Dr. Narong Yoothanom 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 2023 had been endorsed by the NRC and proposed to the Board of Directors for consideration. It was thus deemed expedient to request the meeting's approval to maintain the remuneration of the Board and Board committee members for 2023 at the same rates as those in 2022 and within the total amount of up to 5,000,000 baht, as below:

## 1. Monetary remuneration (kept unchanged and maintained at the 2022 rates)

Position	Meeting allowance	Monthly allowance
	(Baht/attendance)	(Baht/month)
Chairman of the Board	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 (kept unchanged and maintained at the 2022 rates)
  - 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 (kept unchanged and maintained at the 2022 rates).

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.

<u>Resolution</u>: 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 2023, with voting result as below:

Approved	637,945,826	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 auditor and fixing of audit fee for 2023.

The Chairman assigned 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 Article 43 of the Company's Articles of Association, the AGM is required to appoint the auditor and to fix the audit fee for the firm performing as the auditor.

The Audit Committee and the Board of Directors had considered the proposed audit fee in respect of both quality and price, and considered EY Office Limited appropriate as it had for the past year performed duty according to international auditing standards, with business knowledge and understanding, good work standard, and capability to give accounting advice to the Company, as well as having no relationship or transaction with conflict of interest with the Company. It was thus deemed expedient to propose to the meeting the appointment of 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. The proposed auditor has no relationship with or beneficial interests in the Company, its subsidiaries, management, major shareholders or related persons thereof. In case the above certified public accountants cannot perform duty, EY Office Limited shall assign its other certified public accountants to perform the duty. The audit fee for the quarterly and annual financial statements was proposed to be in the total amount of 2,100,000 baht, exclusive of value added tax.



The proposed auditor is also the auditor of the Company's subsidiaries in Thailand.

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 majority of votes of the shareholders attending and voting at the meeting.

<u>Resolution</u>: 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, 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 2023, and to fix the audit fee for the quarterly and annual financial statements in the total amount of 2,100,000 baht (two million and one hundred thousand baht), exclusive of value added tax, as below:

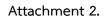
Approved	637,945,826	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

Agenda item 8 To consider and approve the amendment of the Company's Articles of Association

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

Mr. Anavin Jiratomsiri referred the meeting to the publication of the Public Limited Companies Act (No. 4), B.E. 2565 (2022) in the Royal Gazette effective from May 24, 2022, which prescribes regulatory changes to support the use of electronic means for conducting meetings and modernize meeting convening method to enhance efficiency, reduce unnecessary costs and provide more convenience for the shareholders. Therefore, it was deemed expedient for the meeting to consider and approve amendment of Article 29, Article 33, Article 37, Article 38, and Article 55 of Chow Steel Industries Public Company Limited's Articles of Association to align with the Public Limited Companies Act, B.E. 2535 (1992), as amended in 2022, as follows:

Existing provision	Proposed amendment
Article 29. In convening a meeting of the Board of	Article 29. In convening a meeting of the Board of
Directors, the Chairman or the person assigned	Directors, the Chairman or the person assigned by
by the Chairman shall send a notice of the	the Chairman shall send a notice of the meeting
meeting to the Directors at least seven (7) days	shall be sent to the Directors at least three (3) days
prior to the date of the meeting, unless in case of	prior to the date of the meeting, unless in case of
urgency for the purpose of preserving the rights	urgency for the purpose of preserving the rights or
or interests of the Company where the notice of	interests of the Company where the meeting may be





Chow Steel Industries Public Company Limited		
Existing provision	Proposed amendment	
the meeting may be made by other means and	called by electronic means or any other means and	
the meeting date may be fixed sooner than the	the meeting date may be fixed sooner than the	
period of time specified above.	period of time specified above.	
The Board of Directors may hold the meeting at	The Board of Directors may hold the meeting at the	
the area where the Company's head office is	area where the Company's head office is located or	
located or any other venue as deemed	any other venue as deemed appropriate by the	
appropriate by the Board of Directors.	Board of Directors.	
	In this regard, the person who is in charge of the arrangement of the meeting must keep a copy of the notice and relevant meeting documents as evidence, which may be kept in the form of electronic data.	
Article 33. The Board of Directors' meeting shall	Article 33. The Board of Directors' meeting shall be	
be held at least once every three (3) months at	held at least once every three (3) months at the	
the Company's head office or provinces or	Company's head office or provinces or overseas as	
overseas as the Chairman may deem appropriate.	the Chairman may deem appropriate. The Chairman	
The Chairman shall call the meeting or assign any	shall call the meeting or assign any other person to	
other person to do so on his behalf. In case	do so on his behalf. <del>In case necessary, two</del>	
necessary, two directors or more may request	directors or more may request convening the Board	
convening the Board of Directors' meeting, and	of Directors' meeting, and the Chairman shall then	
the Chairman shall then schedule for the meeting	schedule for the meeting within fourteen (14) days	
within fourteen (14) days from the date of receipt	from the date of receipt of the request.	
of the request.	When there is reasonable cause or in order to	
	preserve the rights or interests of the Company,	
	two (2) or more of the directors may jointly request	
	the Chairman to call the Board of Directors'	
	meeting, whereby the agenda and rationale for	
	proposal for the meeting's consideration must be	
	specified. In such case, the Chairman or the	
	person assigned thereby shall call and fix the date	
	of the meeting within fourteen (14) days from the	
	date of receipt of the request.	
	In case where the Chairman or the person	
	assigned thereby does not proceed with the calling	

Attachment 2.



Chow Steel	Industries	Public	Company	V Limited

Chow Steel Industries Public of Existing provision	Proposed amendment
	and fixing of the meeting date in accordance with
	the second paragraph above, the requesting
	directors may jointly call and fix the date of the
	Board of Directors' meeting to consider the
	proposed agenda items within fourteen (14) days
	from the end of the period mentioned in the second
	paragraph above.
	The Board of Directors' meeting may be held by
	electronic means as prescribed by the electronic
	conferencing law. In such case, it shall be deemed
	that the Company's head office is the meeting
	venue.
Article 37. The Board of Directors shall call a	Article 37. The Board of Directors shall call a
shareholders' meeting as an annual general	shareholders' meeting as an annual general
meeting within four (4) months from the end of the	meeting within four (4) months from the end of the
fiscal year of the Company.	fiscal year of the Company.
Any shareholders' meeting other than that	Any shareholders' meeting other than that
mentioned above shall be regarded as an	mentioned above shall be regarded as an
extraordinary general meeting. The Board of	extraordinary general meeting. The Board of
Directors may call an extraordinary general	Directors may call an extraordinary general meeting
meeting whenever it deems appropriate, or one or	whenever it deems appropriate, or one or more of
more of shareholders holding shares in an	shareholders holding shares in an aggregate
aggregate number of at least ten (10) percent of	number of at least ten (10) percent of the total
the total shares sold may request the Board of	shares sold may request the Board of Directors in
Directors in writing to call an extraordinary	writing to call an extraordinary general meeting at
general meeting at any time, but the agenda and	any time, but the agenda and rationale for holding
rationale for holding such meeting must be clearly	such meeting must be clearly specified in such
specified in such request. In such case, the	request. In such case, the Board of Directors must
Board of Directors must call and hold the	call and hold the extraordinary general meeting
extraordinary general meeting within forty-five (45)	within forty-five (45) days from the date of receipt of
days from the date of receipt of such written request.	such written request.
If the Board of Directors does not hold the	If the Board of Directors does not hold the meeting
meeting within the period specified in the second	within the period specified in the second paragraph

paragraph above, the requesting shareholders or above, the requesting shareholders or other

Attachment 2.



Chow Steel	l Industries	Public	Company	Limited
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Chow Steel Industries Public (	* ´
Existing provision	Proposed amendment
other shareholders holding shares in the aggregate number required may call the meeting	shareholders holding shares in the aggregate number required may call the meeting within forty-
within forty-five (45) days from the end of the	five (45) days from the end of the period specified
period specified in the second paragraph above.	in the second paragraph above. In such case, the
In such case, the meeting is deemed to be the	meeting is deemed to be the shareholders' meeting
shareholders' meeting called by the Board of	called by the Board of Directors, and the Company
Directors, and the Company shall be responsible	shall be responsible for the necessary expenses
for the necessary expenses incurred in holding	incurred in holding and facilitating such meeting as
and facilitating such meeting as appropriate.	appropriate.
In case where a quorum is not constituted	In case where a quorum is not constituted pursuant
pursuant to Article 39 at any shareholders'	to Article 39 at any shareholders' meeting called by
meeting called by the shareholders according to	the shareholders according to the third paragraph
the third paragraph above, the shareholders	above, the shareholders requesting the meeting
requesting the meeting according to the third	according to the third paragraph shall compensate
paragraph shall compensate the Company for the	the Company for the expenses incurred in the
expenses incurred in the arrangement and	arrangement and holding of such meeting.
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	Article 38. In calling a shareholders' meeting, the
Board of Directors shall prepare a written notice	Board of Directors shall prepare a written notice
calling the meeting that states the venue, date,	calling the meeting that states the venue, date, time
time and agenda of the meeting, as well as the	and agenda of the meeting, as well as the matters
matters to be proposed to the meeting with detail	to be proposed to the meeting with detail thereof as
thereof as appropriate by clearly indicating	appropriate by clearly indicating whether it is the
whether it is the matter for information, for	matter for information, for approval, or for
approval, or for consideration, as the case may	consideration, as the case may be, along with the
be, along with the opinions of the Board of	opinions of the Board of Directors thereon. The said
Directors thereon. The said notice shall then be	notice shall then be delivered to the shareholders
delivered to the shareholders and the registrar for	and the registrar for their information at least seven



Chow Steel Industries Public Company Limited			
Existing provision	Proposed amendment		
their information at least seven (7) days prior to	(7) days prior to the date of the meeting, and shall		
the date of the meeting, and shall also be	also be published in a Thai newspaper sold in the		
published in a newspaper for at least three (3)	area where the Company's head office is located		
consecutive days no less than three (3) days prior	for at least three (3) consecutive days no less than		
to the date of the meeting.	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	The shareholders' meeting may be held at the		
Company's head office, or in the provincial area	Company's head office, or in the provincial area		
where the Company's head office is located, or in	where the Company's head office is located, or in		
any area otherwise as specified by the Board of	any area otherwise as specified by the Board of		
Directors.	Directors.		
-None-	Article 55. In case where the Company or the		
	Board of Directors is obligated to send letters or		
	documents pursuant to the Public Limited		
	Companies Act or the Articles of Association of the		
	Company to directors, shareholders, or creditors of		
	the Company, if such persons have declared their		
	intention or give consent to having the letters or		
	documents delivered to them by electronic means,		
	the Company or the Board of Directors may send		
	the letters or documents by electronic means		
	pursuant to the criteria prescribed by law.		

In addition, to facilitate amendment of any relevant Articles, it was also deemed expedient for the meeting to authorize any person assigned by the authorized director of the Company to proceed with the registration of the amendment of the Articles of Association with the Department of Business Development, the Ministry of Commerce, and to make revision and insertion of any wording as instructed by the registrar as necessary and appropriate without any impact on the essence of the amendment so proposed.

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 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 Article 29, Article 33, Article 37, Article 38 and Article 55 of the Company's Articles of Association, and also authorize any person assigned by the authorized director of the Company to proceed with the registration of the proposed amendment with the Department of Business Development, the Ministry of Commerce, as well as to make revision and insertion of any wording as instructed by the registrar as necessary and appropriate without any impact on the essence of the proposed amendment of the Company's Articles of Association. The voting result was as below:

Approved	637,945,826	votes	representing	100.00%
Disapproved	0	vote	representing	0.00%
Abstained	0	vote	representing	-%
Void ballots	0	vote	representing	-%

## Agenda item 9 To consider other matters (if any)

The Chairman informed the meeting that all the agenda items had duly been considered and resolved, and no shareholder had proposed any additional agenda item.

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:

Miss Jit Sawitchkul, Proxy from	: Enquired as follows:
Thai Investors Association and	1. At present, the energy business appears to be the Company's
Shareholders' Right Protection	core business with revenue growth. Please clarify the
Volunteer	prospects of the businesses in operation looking forward to the
	following year.

2. What is the overall prospects of the OEM service of the steel business?

- 3. What is the overall prospects of other businesses operated at present?
- 4. Regarding the exchange rate of the cryptocurrency mining business, what are the Company's action plan and risk management plan?
- Clarified as below: Mr. Anavin Jiratomsiri :
- Chief Executive Officer 1. The production line of the steel business was suspended in the previous year for improvement of production process and additional factory construction. It has currently resumed production with full production capacity. Therefore, for the



current year, this business is expected to outperform that in the previous year in terms of both production and trading volume.

The Company's energy business comprises both power plant construction service and investment in power plants of own. The projects in focus for 2023 will be those in Thailand due to the fact that for the past year there has been high demand for such clean energy as solar power in Thailand. Hence, the Company has recorded satisfactory growth in domestic energy business, and it is expected to continue to grow in both power plant construction service and investment in power plants of our own.

- Regarding OEM service, as explained above, the suspended production line has now resumed operation. The overall outlook for this year would certainly be better than the foregoing year in terms of both production volume and product type.
- 3. The Company's core business is steel scrap melting, as well as manufacturing and OEM service of construction steel bars. All segments in the steel business would grow production and sales volume in the same direction from the same period of the previous year. Meanwhile, energy business is operated in the forms of power plant construction service and investment in power plants of our own; logistic business has suspended operation, and cryptocurrency mining business which is a supplementary business has also suspended operation at present due to the sharp depreciation of digital coin value.
- 4. In view of foreign exchange (FX), as the Company has operations overseas, it has FX risk hedging tools in place, which will be implemented when necessary, taking into consideration FX market conditions at the moment. As for digital coins, the past year saw a big fall in the coin value which is the normal course of this type of business. Although the coin value in early 2023 increased, it has still not gone up to the extent appropriate for mining, especially during this period of high electricity costs. However, we will keep a close watch at the digital coin situations before making decision to resume mining.



In risk management, the Company has identified various potential risks since the start of the investment. We have set a clear investment budget framework and coin mining and sales policy.

The Company's digital coin mining business is not in the nature of coin trading, but that of a factory with mining equipment. There is mining operation to get return as a reward which is digital coins.

The Chairman thanked the shareholders and proxies for attending the AGM 2023, and then declared the meeting closed.

As of the meeting adjournment time, there were 25 shareholders who attended the meeting in person and 22 by proxy, totaling 47, holding aggregately 637,945,826 shares, which represented 79.7432% of the total shares sold of the Company.

<u>Meeting adjournment</u> 15.08 hrs. Meeting minutes taken by: Ms. Sirirat Khongpeng Company Secretary

-signature-

Signature.....

(Dr. Pruchya Piumsomboon)

Chairman of Board of Directors

-signature-

Signature.....

(Mr. Anavin Jiratomsiri)

Director and Chief Executive Officer



## Profiles and Work Experience of auditors for the fiscal year 2024

# Miss Krongkaew LimkittikulPartnerEY Office LimitedCitified Public Accountant No. 5874Profiles 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
		33 <sup>rd</sup> Floor, Lake Rajada Office Complex
		193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
		Telephone: 0-2264-9090
		Facsimile: 0-2264-0789
Year of Service	:	2 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



I		
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
		33 <sup>rd</sup> 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
		33 <sup>rd</sup> 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





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



#### Mr.Anavin Jiratomsiri (Type of nominated directorship: Director)

Chairman of Executive Committee, CEO, Director

Risk Management Member, Nomination and Remuneration Member,

Good Corporate Governance Member

(Directorship started on March 3, 2009 is 14 years 1 month. Should he be re-elected as a director, his entire tenure will be 18 years and 1 month)

- Age 46 years
- Education/Training
  - Bachelor of Arts (Political Science, Ramkhamhaeng University
  - Director Accreditation Program (DAP) class 28/2004, Thai Institute of Director
  - Security Management and Leadership for Executives Program Class 5/2024, The Association of National Defense College of Thailand Under the Royal Patronage of His Majesty
- Experience (5 years past experiences)
  - 2015 2022 : CEO, Chief of Strategies and Investment Officer Chow Energy Public Company Limited
- Board Member / Management in Other Listed Company: -None-
- Board Member / Management in Other Company: (2 Companies)
  - O Director, CTLS Co., Ltd.
  - O Director, Chow Knitting Industrial Co., Ltd.
- Shareholding: 448,500,000 shares or 56.06% (self-owned 408,000,000 shares and spouse-owned 40,500,000 shares) as of December 31, 2023.



- Familial relationship between directors and executives: spouse of Ms.Koo Man Wai, younger brother of Mrs.Sharuta Chin.
- Penalty in the past 5-years regarding Securities and Exchange Act B.E.2535(1992) or Derivatives Act B.E.2546 (2003): None
- Meeting attendance in 2023:
  - The 2023 AGM attendance
  - The Board of Directors meeting attendance 4/4 times (100%)
  - The Risk Management meeting attendance 4/4 times (100%)
  - The Nomination and Remuneration meeting attendance 2/2 times (100%
  - The Good Corporate Governance meeting attendance 2/2 times (100%)



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



### Ms.Koo Man Wai (Type of nominated directorship: Director)

Director, Executive Committee Member

(Directorship started on March 3, 2009 is 14 years 1 month. Should he be re-elected as a director, his entire tenure will be 18 years and 1 month)

- Age 49 years
- Education/Training
  - Bookkeeping and Accountant, London Chamber of Commerce and Industry, United Kingdom
  - Director Accreditation Program (DAP) class 28/2004, Thai Institute of Director
- Experience (5 years past experiences)
  - 2015 2022 : CEO, Chow Steel Industries Public Company Limited
- Board Member / Management in Other Listed Company: -None-
- Board Member / Management in Other Company: -None-
- Shareholding: 448,500,000 shares or 56.06% (self-owned 40,500,000 shares and spouse-owned 408,000,000 shares) as of December 31, 2023.
- Familial relationship between directors and executives: spouse of Mr.Anavin Jiratomsiri
- Penalty in the past 5-years regarding Securities and Exchange Act B.E.2535(1992) or Derivatives Act B.E.2546 (2003): None
- Meeting attendance in 2023:
  - The 2023 AGM attendance
  - The Board of Directors meeting attendance 4/4 times (100%)



#### Profiles of the Nominated Person to be Elected as Company Directors



- Name: Mr.Cristobal Chin Syen Loong
- Nationality: British
- Age: 35 years old
- Address: 116/133 Sukhumvit 20 Soi, Rama IV Road, Khlong Toei sub-district, Khlong Toei district, Bangkok
- Proposed Position: Directors
- Education
  - BSc Economics Hons, School of Oriental & African Studies, University of London, United Kingdom
- Training Program: Director Accreditation Program (DAP 135/2017) Thai Institute of Directors Association
- Number of CHOW Shares: Held: 40,500,000 shares, equivalent to 5.06% (No shares held by self -0- share and shares held by spouse 40,500,000 shares)
- Family Relationship with Directors/Executives/Major Shareholders:
  - Brother in law of Mr.Anavin Jiratomsiri
  - Spouse of Mrs.Sharuta Chin
- Present Positions: 2022 Present Director, CEO Chow Energy Public Company Limited
- Profession Experience

2016 - 2022	CEO, Premier Solution Company Limited
2013 - 2015	Manager, Resort Projects,
	InterContinental Hotels Group (Bangkok Regional Office)
2011 - 2012	Project Manager, Operations Planning,
	InterContinental Danang Sun Penninsula Resort, Vietnam
2010 - 2011	Analyst, New Hotel Openings,
	InterContinental Hotels Group (Singapore Regional Head Office)



- Position in Other Listed Companies: None
- Position in Other Non-Listed Companies: None
- Position in Subsidiaries and/or Associated Companies: (4 companies)
  - February 2024 Present Director, Shining Sky Holdings Company Limited
  - 2018 Present Director, Sun Solar Godo Kaisha
  - 2016 Present Director, Premier Solution Company Limited
  - 2016 Present Director, Premier Solution Kabushiki Kaisha
- Positions in any business competing with the Company's business/any business having substantial connection with the Company's business: None of directorship/management in any such business.
- Qualification for Business Operation/Proficiency in Business: He possesses knowledge and experience of Project Management, Business Development, Strategy and Marketing.



# Guidelines for the 2024 Shareholders' Meeting Hybrid Meeting (Physical and E-AGM)

#### Physical Meeting

Registration starts at 12.00 hrs., on Thursday 25 April 2024, onwards, at Seminar Room 301, 3<sup>rd</sup> Floor, C ASEAN, ThaiBev Quarter, 62 Ratchadapisek Road, Klongtoey Bangkok 10110, 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	1.2) Present valid official Passport. In case of any		
Government Identification Card I.D. card. In case	changes of name and/or surname, evidence		
of any changes of name and/or surname,	of such changes, certified as true and		
evidence of such changes, certified as true and	correct copy, shall be presented.		
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 apporting 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,

 $\Box$  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:

Assoc. Prof. Kalyaporn Pan-ma-rerng Independent Director, Chairman of the Audit Committee
 Mr.Noppadon Jason Chirasanti Independent Director, the Audit Committee Member

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 19, 2024**.

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

Please present the evidence to verify that change.



# Participation in the meeting via electronic media (E-AGM) \_\_\_\_\_\_using the Blockchain AGM Voting system.

Registration for the electronic Annual General Meeting (E-AGM) through the Blockchain AGM Voting (Application) system will be open from 17 to 25 April 2024. The criteria and procedures for the meeting are as follows:

For ordinary shareholders who are Thai nationals, prior to the meeting, shareholders must undergo identity verification and authentication according to the government's identity verification standards. They must also install the application for participating in the electronic meeting and undergo e-KYC (electronic Know Your Customer) verification. Additionally, they will vote using the Blockchain system according to the following steps:

#### 1.Installation of applications:

- 1.1 Install the <u>AGM Voting</u> Application to verify your identity in registering and voting on the day of the Annual General Meeting of Shareholders 2024
- 1.2 Install the <u>Zoom</u> Application to participate in live streaming of the meeting.

#### 1.1 Installing the AGM Voting Application

You can install the AGM Voting Application on your mobile or communication device by following the link or scanning the QR Code attached here.

#### AGM Voting Application

Android	https://play.google.com/store/apps/details?id=th.co.jventures.agm
iOS	https://apps.apple.com/tt/app/agm-voting/id1509242272





### 1.2 Installing the ZOOM Application

You can install the Zoom Application on your mobile or communication device by following the link or scanning the QR Code attached here.

For computers	https://zoom-us-zoom.th.uptodown.com/windows/download
For Android	https://play.google.com/store/apps/details?id=us.zoom.videomeetings
For iOS	https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307

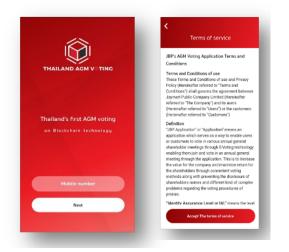




#### 2. Application Registration

(Registration will be open from 17 to 25 April 2024)

2.1 Enter your mobile number and press Accept The terms of service.



2.2 Enter the correct OTP number received from SMS.



2.3 Set a 6-digit security password (enter two times).

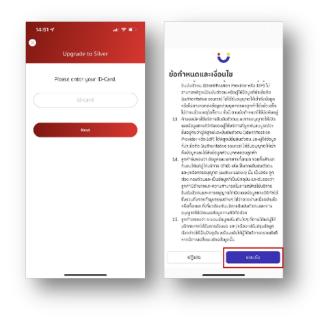




- 3. <u>Verifying your identity before registering to exercise your rights and participating in online meetings</u> (For those who have already verified their identity with the Jaymart group of companies, you can skip this step
  - 3.1 Register to exercise your rights and attend online meetings through the application. Select the Meeting List you want to authenticate and select **Upgrade to Silver** to verify your identity.

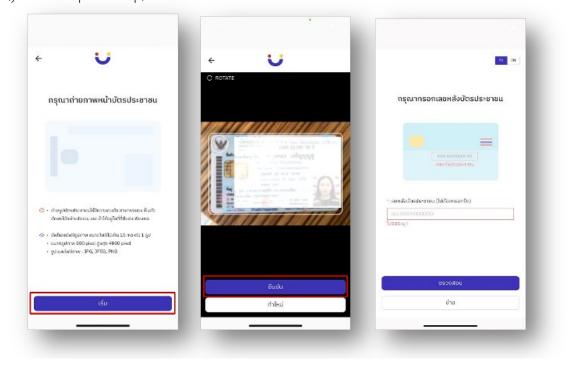


3.2 Enter your ID number, press Next, and Accept the terms and conditions.





3.3 Press "Start" to take a photo of your ID card, then press "Confirm" and type the number of back of the card (you can skip this step).



3.4 Press Start and take a photo to verify your identity. After that, press confirm.

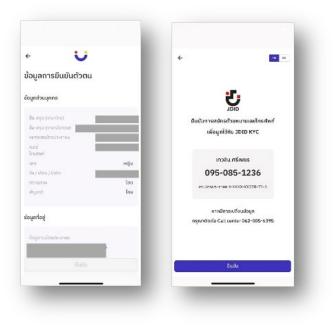




3.5 Check information; you can click to edit if the data needs to be corrected. After finishing editing, press Next.

÷ 🖸	÷ U
ลงทะเบียน eKYC Individual	ลงทะเบียน eKYC Individual
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буадэшулла	ที่อยู่ตามบัตรประชาชน กระการตะกามมหวามกูกต่องอีกครั้ง
ส่านำหน้า	* ที่อยู่ตามมัตรประชาชน
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0 0	<ul> <li>ร้อะหรือ</li> <li>ร้องหรือ</li> </ul>
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lieb 0	" พวน/ต่ามอ " รหัสไปรษณีย์
หมายเลลปตรประชาชน	•
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หมายองไทรที่หา่ ช่อไป	00una0 Iasoau

3.6 Recheck the correctness of the information, then press Confirm.





3.7 Fill in the OTP received from SMS and fill in Email (can skip). The identity verification processes is successful—press the Close window to return to the Meeting List page.

มากรอก OTP 6 หลัก บนโกรศัพท์มือถือของกุณ	อาม กรุณากรอกอีเมลเพื่อกำการลงทะเบียน	U	งออกเขาง อย่อ อังอีอกซ์ อังก่อ แห่งอน การประชุมสามัญผู้ก้อหุ้น ประจำปี 2567
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ala stand		มีนมันตัวตนสำเร็จ กรุณาปิงหม่างที่ เหือจำเมินการช่อ	
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#### 4. <u>Registration on the AGM Voting Application</u>

#### (Registration will be opened from April 17-25, 2024)

4.1 Register to exercise your right to vote through the application by selecting the Meeting List where you want to confirm your right.

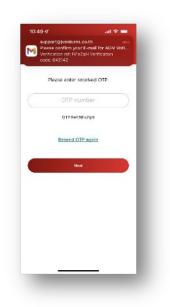
	อิมส์สทรี่ จำกัด ณหาย	CHEW	1
การประชุม 2567	เสามัญผู้ถือหุ้เ	น ประจำปี	
ตมนร์อดาภัณก เ กรุงเทพมหานกร			
14.00 25 A	pril 2024		

4.2 Specify the contact email address. The company will store your information to send the meeting access link to your registered email address in the application for participating in the meeting via electronic media using the ZOOM system.

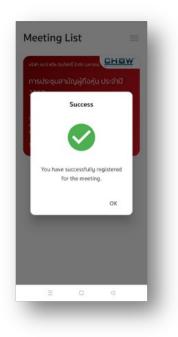
16:0	1.4	ail so 🐑
<u> </u>	Register to online voti	19
	Please enter your E-mai	L.
	E-mail	$\supset$
	Next	
		- 1
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4.3 Enter the correct OTP number received from the email.



4.4 The registration process to exercise the right to vote online through the application is completed.





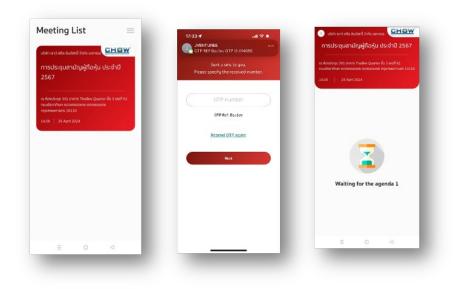
#### 5. Login to AGM Voting System on April 25, 2024.

The Company recommends that you prepare two devices: (1) for voting according to the agendas and (2) for joining the meeting via e-meeting with the Application Zoom Meeting

5.1 For viewing the meeting via Zoom Meeting system, access the system using the Meeting ID and Password provided by the company through the email you registered with (as stated in 4.2). During the meeting, if you have any questions, you can send them through the chat feature in the Zoom meeting platform.

Coom Coom	×
Join Meeting	
Enter meeting ID or personal link name	
Enter your name	
Remember my name for future meetings	
<ul> <li>Do not connect to audio</li> </ul>	
Turn off my video	
Join Cancel	
	Join Meeting Enter meeting ID or personal link name <ul> <li>Enter your name</li> <li>Remember my name for future meetings</li> <li>Do not connect to audio</li> <li>Turn off my video</li> </ul>

5.2 Enter the OTP received from the SMS message. The Waiting For the Agenda 1 screen will be displayed when the OTP is successfully entered. When it is time to vote, wait for the opening for vote from the meeting moderator. The Chairman of the meeting will announce to voting.





5.3 When the Chairman has opened for vote, the system will ask for the password (Must be specified every time before voting). However, you must press Pin to show that you are on the agenda in order to be counted as a vote base.



5.4 Voting will be conducted by pressing Agree, Disagree, and No Vote. If any shareholder disagrees or abstains from voting, press Disagree or No Vote, and if any shareholder agrees, press Agree. The votes will be included in the vote processing system. If you do not vote, the Company will consider that you agree with each agenda.

obiego 302 comit Thuilion Querte du 3 aorf 63 Is Yuni supraenen unonanoni rgimmennum 1833 25 April 2024	การประชุมสามัญผู้ถือกุ้ม ประจำปี 2567 Share : 100 Agenda 1 พิศรณาถึมออรายงานการประชุมศามัญผู้ถือรุ้น ประจำ 0 2566 ซึ่งประชุมต่อไปหนึ่ง 7 กษาขน 2566	Arondo 1 Store : 00 Arondo 1 ອາ Success 1 ອາ	nnsu5=quanti/gyi10-ju Usi/ch12 2567     re-decidequi 80 cmms Tradier guerre fue Jonefi 81     nachimiter a zonazione annanose menorimente 80230     1400
Waiting for the agenda 1		epalética Agree 885 iDuénusu 100 Share Close	Waiting for the agenda 2 Votes of agenda 1 Agree (Biudos) 0 Disagree (Biudos) 0 Hy Vere opponding 0
	Agree (iñud:te) Otagree (ùñud:te) Ba Vete (booonslieg)	Agrae (Audita) Deagree Gulfucha) (Nr Vere (percentition)	Action of agenda 1 : Agree



5.5 Repeat steps 5.3 - 5.4 until all agendas are complete. When all agendas are completed, the shareholders who voted through the Blockchain AGM system will see the voting results for each agenda item in the e-meeting.

5.6 When voting for every agenda item has been completed, the system will display the voting details of shareholders.





#### 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.

For shareholders participating in the meeting via Zoom, please click the "Raise Hand" button to indicate your desire to ask a question. A staff member will then unmute your microphone for you to ask your question verbally, or you can type your question in the "Chat" box. When asking a question or providing a comment, please state your full name and specify whether you are a shareholder attending the meeting in person 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, both in the meeting room and through the Blockchain AGM Voting system.

For the AGM Voting system, shareholders should press the "Vote" button and choose between "Agree," "Disagree," or "No vote" for each agenda item according to their preference. They are allowed to select only one option per item.

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.

For electronic voting systems, there are no cases of spoiled ballots because the system allows shareholders to choose "Agree," "Disagree," or "No vote" for each agenda item. Thus, there is no possibility for a vote to be invalidated or considered spoiled due to unclear intentions or any other reasons mentioned above.



- 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 6 and 7 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. The votes will be tallied electronically using a Barcode system, and for meetings conducted through electronic means (E-AGM), votes will be counted using the Blockchain AGM Voting system.
- 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.

**Note:** In case of any questions or issues regarding registration or accessing the electronic meeting, please contact the AGM Voting system administrator, who is the meeting service provider for the company, at:

Phone: 062-505-6395

Email: support@jventures.co.th



Enclosure 7.

	แบบหนังสีอมอบฉันทะ แบ Proxy Form A.	มับ ก.	(ปัดอากร แสตมป์) 20 บาท
		เขียนที่ Written at วันที่เดือน Date Month Ye	.พ.ศ
(1) ข้าพเจ้า		สัญชาติ	
I / We	Na	ationality	
อยู่บ้านเลขที่ถนน	ตำบล/แขวง	อำเภอ/เขต	
5	d Tambon/Khwaeng รหัสไปรษณีย์	1	
Province	Postal Code		

# (2) เป็นผู้ถือหุ้นของ บริษัท เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน)

Being	g a shareholder of <b>Chow</b>	Steel Ind	dustries Public Company Limited	
โดยถือหุ้นจำนวน	เท้งสิ้นรวม	หุ้น, และ	ออกเสียงลงคะแนนได้เท่ากับ	เสียง ดังนี้
Holding the to	tal amount of	share(s)	and have voting right	votes as follows:
หุ้นส	สามัญ	.หุ้น	ออกเสียงลงคะแนนได้เท่ากับ	เสียง
Ord	linary share	share(s),	, having voting rights equivalent to	vote(s)
หุ้นบ	บุริมสิทธิ	หุ้น	ออกเสียงลงคะแนนได้เท่ากับ	เสียง
Pret	ferred share	share(s),	having voting rights equivalent to	vote(s)

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันะให้ รศ. กัลยาภรณ์ ปานมะเริง หรือนายนพปฏล เจสัน จิรสันติ์ ซึ่งเป็นกรรมการอิสระของบริษัทก์ได้ ทั้งนี้ ข้อมูลกรรมการ อิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

Hereby appoint (The Shareholder may appoint one of the Company's Independent directors i.e. Assoc. Prof. Kalyaporn Pan-ma-rerng or Mr.Noppadon Jason Chirasanti to be the proxy. The information of the independent directors are show in the enclosure)



(1.) รศ. กัลยาภรณ์ ปานมะเริง ตำแหน่งกรรมการอิสระ และประธานกรรมการตรวจสอบ
 อายุ 71 ปี ที่อยู่ บริษัท เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10
 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอ
 ในการประชุมสามัญผู้ถือประจำปี 2567

Assoc. Prof. Kalyaporn Pan-ma-rerng Position Independent Director and Chairman of the Audit Committee, age 71 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10<sup>th</sup> Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2024 Annual General Meeting of Shareholders, or

 □ (2.) นายนพปฏล เจสัน จิรสันติ์ ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 53 ปี ที่อยู่ บริษัท เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนน พระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอในการ ประชุมสามัญผู้ถือประจำปี 2567

Mr. Noppadon Jason Chirasanti Position Independent Director and Audit Committee, age 53 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10<sup>th</sup> Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 20243 Annual General Meeting of Shareholders, or

□ (3)	□ (3)		_ปี อยู่บ้านเลขที่
		age	years, reside at
ถนน	ตำบล/แข <u>วง</u>		อำเภอ/เขต
Road	Tambol/Khwaeng		Amphoe/Khet
จังหวัด	รหัสไปรษณ <u>ีย์</u>		
Province	Postal Code		

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทน ข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุม 301 ชั้น 3 C ASEAN อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวันเวลาและสถานที่อื่นด้วย

Only one of the above to be my/our proxy holder to attend and vote on my behalf at the 2024 Annual General Meeting of Shareholders on Thursday be held on 25 April 2024 at 14.00 hrs. at Seminar Room 301, 3<sup>rd</sup> Floor, C ASEAN, ThaiBev Quarter 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/Signed \_\_\_\_\_ผู้มอบฉันทะ/Grantor (.....). ลงชื่อ/Signed \_\_\_\_\_ผู้รับมอบฉันทะ/Proxy (.....) ลงชื่อ/Signed \_\_\_\_\_ผู้รับมอบฉันทะ/Proxy (......)

### <u>หมายเหตุ: Remarks:</u>

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.

(ปิดอากร แสตมป์) 20 บาท

(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

		เขียนที่		
	Written at			
		วันที่	เดือน	พ.ศ
		Date	Month	Year
(1) ข้าพเจ้า			สัญชาติ	
I / We		Nationality		
อยู่บ้านเลขที่ถนน	ตำบล/แขวง	อำเภอ/	/เขต	
Residing at No. Road				
จังหวัด	รหัสไปรษณีย์			
Province	Postal Code			

# (2) เป็นผู้ถือหุ้นของ บริษัท เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน)

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันะให้ รศ. กัลยาภรณ์ ปานมะเริง หรือนายนพปฏล เจสัน จิรสันติ์ ซึ่งเป็นกรรมการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการ อิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

Hereby appoint (The Shareholder may appoint one of the Company's Independent directors i.e. Assoc. Prof. Kalyaporn Pan-ma-rerng or Mr.Noppadon Jason Chirasanti to be the proxy. The information of the independent directors are show in the enclosure)



(1.) รศ. กัลยาภรณ์ ปานมะเริง ตำแหน่งกรรมการอิสระ และประธานกรรมการตรวจสอบ
 อายุ 71 ปี ที่อยู่ บริษัท เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10
 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอ
 ในการประชุมสามัญผู้ถือประจำปี 2567

Assoc. Prof. Kalyaporn Pan-ma-rerng Position Independent Director and Chairman of the Audit Committee, age 71 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10<sup>th</sup> Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2024 Annual General Meeting of Shareholders, or

 (2.) นายนพปฏล เจสัน จิรสันติ์ ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 53 ปี ที่อยู่ บริษัท เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนน พระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอในการ ประชุมสามัญผู้ถือประจำปี 2567 หรือ

Mr. Noppadon Jason Chirasanti Position Independent Director and Audit Committee, age 52 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10<sup>th</sup> Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2024 Annual General Meeting of Shareholders, or

□ ( <u>3</u> )	□ (3)		_ปี อยู่บ้านเลขที่
		age	years, reside at
ถนน	ตำบล/แข <u>วง</u>		อำเภอ/เขต
Road	Tambol/Khwaeng		Amphoe/Khet
จังหวัด	รหัสไปรษณ <u>ีย</u> ์		
Province	Postal Code		

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทน ข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุม 301 ชั้น 3 C ASEAN อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวันเวลา และสถานที่อื่นด้วย

Only one of the above to be my/our proxy holder to attend and vote on my behalf at the 2024 Annual General Meeting of Shareholders on Thursday be held on 25 April 2024 at 14.00 hrs. at Seminar Room 301, 3<sup>rd</sup> Floor, C ASEAN, ThaiBev Quarter 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 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ซึ่งประชุมเมื่อวันที่ 27 เมษายน 2566 To certify the minutes of the 2023 Annual General Meeting of Shareholders held on 27 April Agenda 1 2023 (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: 🗆 ไม่เห็นด้วย 🗆 เห็นด้วย 🗆 งดออกเสียง Approve Disapprove Abstain วาระที่ 2 รับทราบรายงานผลการดำเนินงานประจำปี 2566 To acknowledge the Company's performance for the year 2023. Agenda 2 (ระเบียบวาระนี้เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง) (This agenda is for acknowledge, therefore there is no vote casting.) วาระที่ 3 พิจารณาอนุมัติงบแสดงฐานะการเงิน และงบกำไรขาดทุนเบ็ดเสร็จประจำปี สิ้นสุดวันที่ 31 ธันวาคม 2566 To approve the Statement of Financial Position and Consolidated Income Agenda 3 Statement for the Year Ending on December 31, 2023 (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 Disapprove Abstain Approve วาระที่ 4 พิจารณาอนุมัติงดการจ่ายเงินปันผลและการจัดสรรทุนสำรองตามกฎหมาย ประจำปี 2566 To approve the Omission of dividend payment and non-appropriation of profit to Agenda 4 legal reserve for the year 2023. (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

Disapprove

Abstain

Approve



วาระที่ 5	พิจารณาอนุมัติแต่งตั้งผู้สอบบัย	บชีและกำหนดค่าสอบบัญ	ชีประจำปี 2567
Agenda 5			nd the audit fee for the year 2024.
	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจ		
	5		on my/our behalf as he/she may
	deem appropriate in al		, , ,
	<ul><li>(ข) ขอให้ผู้รับมอบฉันทะออกเสี</li></ul>	•	สงค์ของข้าพเจ้า ดังนี้
	(d) To grant my/our proxy		
	🗆 เห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง
	Approve	Disapprove	Abstain
วาระที่ 6	พิจารณาอนุมัติเลือกตั้งกรรมการ	รแทนกรรมการที่ครบกำหเ	เดออกจากตำแหน่งตามวาระ
Agenda 6	To approve the election of	f directors who will be	retired by rotation.
	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจ	ารณาและลงมติแทนข้าพเจ้	าได้ทุกประการตามเห็นสมควร
	(a) To grant my/our proxy t	o consider and vote on	my/our behalf as he/she may deem
	appropriate in all respe	cts.	
	(ข) ขอให้ผู้รับมอบฉันทะออกเสี	ยงลงคะแนนตามความประ	สงค์ของข้าพเจ้า ดังนี้
	(b) To grant my/our proxy -	to vote as per my/our i	ntention as follows:
	🗆 การแต่งตั้งกรรมการทั้ง	งชุด / Appoint all the	nominated candidates as a whole
	🗆 ห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง
	Approve	Disapprove	Abstain
	🗆 การแต่งตั้งกรรมการเป็	ในรายบุคคล / Appoint	an individual candidate
	6.1 นายอนาวิล จิรธรร	มศิริ / Mr.Anavin Jirato	omsiri
	🗌 เห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง
	Approve	Disapprove	Abstain
	6.2 นางสาวคู เมน ไว	/ Ms.Koo Man Wai	
	🗆 เห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง
	Approve	Disapprove	Abstain
วาระที่ 7	พิจารณาอนุมัติเลือกตั้งกรรมการ	รเข้าใหม่	
Agenda 7	To approve the appointme		
	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจ	ารณาและลงมติแทนข้าพเจ้	าได้ทุกประการตามเห็นสมควร

- (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:



	นายคริสโตบอล ชิน เซียน ลุ	থ / Mr.Cristobal Chin Sy	en Loong
	🗆 เห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง
	Approve	Disapprove	Abstain
วาระที่ 8	พิจารณาอนุมัติการเปลี่ยนแป	lลงชื่อกรรมการผู้มีอำนาจลง <b>น</b>	ามผูกพันบริษัท
Agenda 8	To approve the amend	dment of the authorize	d directors to sign to bind the
	Company.		
	(ก) ให้ผู้รับมอบฉันทะมีสิทธิที	งิจารณาและลงมติแทนข้าพเจ้า	ได้ทุกประการตามเห็นสมควร
	(a) To grant my/our prox	y to consider and vote on	my/our behalf as he/she may deem
	appropriate in all res		<u>۷</u>
	-	าเสียงลงคะแนนตามความประ	
		xy to vote as per my/our i	
	🗆 เห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง
	Approve	Disapprove	Abstain
วาระที่ 9	พิจารณาอนุมัติค่าตอบแทนเ	คณะกรรมการบริษัทฯ และคถ	มะกรรมการชุดย่อยประจำปี 2567 
Agenda 9	To approve the remune	eration for all members o	of the Board of Directors and sub-
	committees for the yea		a, –
	0	จารณาและลงมติแทนข้าพเจ้าไ	
			my/our behalf as he/she may deem
	appropriate in all res		к у у о д
	-	าเสียงลงคะแนนตามความประ	
		xy to vote as per my/our i	-1
	🗆 เห็นด้วย	ไม่เห็นด้วย	🗆 งดออกเสียง
	Approve	Disapprove	Abstain
วาระที่ 10	พิจารณาเรื่องอื่นๆ (ถ้ามี)		
Agenda 10	Other matters (if any)		
	0	จารณาและลงมติแทนข้าพเจ้าไ	•
			my/our behalf as he/she may deem
	appropriate in all res	•	к у у u d
	-	าเสียงลงคะแนนตามความประ	
		xy to vote as per my/our i	
	🗆 เห็นด้วย	🗆 ไม่เห็นด้วย	งดออกเสียง
	Approve	Disapprove	Abstain



(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือ ว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

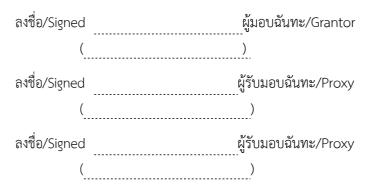
Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือใน กรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไข เปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร

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 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.



#### <u>หมายเหตุ: Remarks:</u>

 ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียง ลงคะแนนไม่สามารถ แบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ ในใบประจำต่อแบบ หนังสือมอบฉันทะแบบ 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.



# ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ALLONGE OF PROXY FORM B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน) ในการประชุม สามัญผู้ถือหุ้นประจำปี 2567 ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุม 301 ชั้น 3 C ASEAN อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 หรือที่จะพึงเลื่อนไปในวันเวลำและสถานที่อื่นด้วย

The appointment of proxy by the shareholder of Chow Steel Industries Public Company Limited. In the meeting of the 2024 Annual General Meeting of Shareholders on Thursday be held on 25 April 2024 at 14.00 hrs. at Seminar Room 301, 3<sup>rd</sup> Floor, C ASEAN, ThaiBev Quarter 62 Ratchadapisek Road, Klongtoey Bangkok 10110 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
     □ ไม่เห็นด้วย
     □ งดออกเสียง
     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
     □ ไม่เห็นด้วย
     □ งดออกเสียง
     Approve
     Disapprove
     Abstain



	(สำหรับเ	แบบหนังสือมอบฉัน Proxy Form ( มู้ถือหุ้นต่างประเทศที่แต่งตั้งคัสโตเ	с.	(ปิดอากร แสตมป์) 20 บาท
		reign shareholders who have		ly.)
			เขียนที่	
			Written at	
			วันที่เดือน	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		รหัสไปรษณี	۶ 	
Province		Postal Cod	e	
ในฐานะผู้ปร	ะกอบธุรกิจเป็น	เผู้รับฝากและดูแลหุ้น (Custodia	an) ให้กับ	
Acting as t	he Custodian	for		
เป็นผู้ถือหุ้น	ของ <b>บริษัท เช</b> า	เว์ สตีล อินดัสทรี้ จำกัด (มหาง	ชน)	
Being a sha	areholder of (	Chow Steel Industries Pub	lic Company Limited	
โดยถือหุ้นจำนวนทั้งส่	สิ้นรวม	หุ้น, และออกเสียงลง	งคะแนนได้เท่ากับ	เสียง ดังนี้
Holding the total	amount of	share(s) and have	e voting right	votes as follows:
หุ้นสามัเ	ຖູ	หุ้น ออกเสียงล	งคะแนนได้เท่ากับ	เสียง
Ordina	iry share	share(s), having vo	oting rights equivalent to	vote(s)
หุ้นบุริม	สิทธิ	หุ้น ออกเสียงล	งคะแนนได้เท่ากับ	เสียง
Preferr	ed share	share(s), having vo	oting rights equivalent to	vote(s)
	เจสัน อิสระบ appoint (The i.e. Ass	หุ้นสามารถมอบฉันะให้ ร จิรสันติ์ ซึ่งเป็นกรรมการ Iรากฎตามสิ่งที่ส่งมาพร้อม Shareholder may appoint oc. Prof. Kalyaporn Pan-ma oxy. The information of t ure)	อิสระของบริษัทก็ได้ ทั่ นี้) one of the Company's I a-rerng or Mr.Noppadon .	ั้งนี้ ข้อมูลกรรมการ ndependent directors Jason Chirasanti to be



(1.) รศ. กัลยาภรณ์ ปานมะเริง ตำแหน่งกรรมการอิสระ และประธานกรรมการตรวจสอบ
 อายุ 71 ปี ที่อยู่ บริษัท เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10
 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอ
 ในการประชุมสามัญผู้ถือประจำปี 2567

Assoc. Prof. Kalyaporn Pan-ma-rerng Position Independent Director and Chairman of the Audit Committee, age 71 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10<sup>th</sup> Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2024 Annual General Meeting of Shareholders, or

 (2.) นายนพปฏล เจสัน จิรสันติ์ ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 53 ปี ที่อยู่ บริษัท เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนน พระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอในการ ประชุมสามัญผู้ถือประจำปี 2567 หรือ

Mr. Noppadon Jason Chirasanti Position Independent Director and Audit Committee, age 53 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10<sup>th</sup> Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2024 Annual General Meeting of Shareholders, or

□ (3)	□ (3)		_ปี อยู่บ้านเลขที่
		age	years, reside at
ถนน	ตำบล/แข <u>วง</u>		อำเภอ/เขต
Road	Tambol/Khwaeng		Amphoe/Khet
จังหวัด	รหัสไปรษณ <u>ีย์</u>		
Province	Postal Code		

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทน ข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุม 301 ชั้น 3 C ASEAN อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวันเวลา และสถานที่อื่นด้วย

Only one of the above to be my/our proxy holder to attend and vote on my behalf at the 2024 Annual General Meeting of Shareholders on Thursday be held on 25 April 2024 at 14.00 hrs. at Seminar Room 301, 3<sup>rd</sup> Floor, C ASEAN, ThaiBev Quarter 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
	🗆 หุ้นสามัญได้ เพราะการการการการการการการการการการการการการก
	Ordinary share share(s) and having the right to vote equal to vote(s)
	🗆 หุ้นบุริมสิทธิ เสียง เละมีสิทธิออกเสียงลงคะแนนได้
	Preference share share(s) and having the right to vote equal to vote(s)
(4) ข้	าพเจ้าขอมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
l,	We hereby authorize the proxy to vote on my/our behalf at this meeting as follows;
วาระที่ 1	พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ซึ่งประชุมเมื่อวันที่ 27 เมษายน
	2566
Agenda :	1 To certify the minutes of the 2023 Annual General Meeting of Shareholders held
	on 27 April 2023
	(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:
	🗆 เห็นด้วยหุ้น 🗆 ไม่เห็นด้วยหุ้น 🗆 งดออกเสียงหุ้น
	Approve Disapprove Abstain
วาระที่ 2	รับทราบรายงานผลการดำเนินงานประจำปี 2566
Agenda 2	2 To acknowledge the Company's performance for the year 2023.
	(ระเบียบวาระนี้เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง)
	(This agenda is for acknowledge, therefore there is no vote casting.)
วาระที่ 3	พิจารณาอนุมัติงบแสดงฐานะการเงิน และงบกำไรขาดทุนเบ็ดเสร็จประจำปี สิ้นสุดวันที่ 31
	ธันวาคม 2566
Agenda	3 To approve the Statement of Financial Position and Consolidated Income
	Statement for the Year Ending on December 31, 2023
	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร



	a)To grant my/our proxy to consider and vote on my/our behalf as he/she may deer	η
	appropriate in all respects.	
	ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้	
	b) To grant my/our proxy to vote as per my/our intention as follows:	
	🗆 เห็นด้วย หุ้น 🖾 ไม่เห็นด้วยหุ้น 🗆 งดออกเสียงหุ้	ัน
	Approve Disapprove Abstain	
วาระที่ 4	งิจารณาอนุมัติงดการจ่ายเงินปันผลและการจัดสรรทุนสำรองตามกฎหมาย ประจำปี 2566	
Agenda 4	To approve the Omission of dividend payment and non-appropriation of profit t	Ö
	egal reserve for the year 2023.	
	ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร	
	a)To grant my/our proxy to consider and vote on my/our behalf as he/she may deer	n
	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 🗆 งดออกเสียงหุ้	น
	Approve Disapprove Abstain	
วาระที่ 5	a va i e v a o i v a o a a	
1.12211 2	งิจารณาอนุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าสอบบัญชีประจำปี 2567	
Agenda 5	งจารณาอนุมตแต่งตั้งผู้สอบบญชและกาหนดคาสอบบญชบระจาบ 2567 Fo approve the appointment of the auditors and the audit fee for the year 2024	4.
		4.
	To approve the appointment of the auditors and the audit fee for the year 2024	
	Fo approve the appointment of the auditors and the audit fee for the year 2024 ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deer appropriate in all respects.	
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	<ul> <li>To approve the appointment of the auditors and the audit fee for the year 2024</li> <li>ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร</li> <li>a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deer appropriate in all respects.</li> <li>ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้</li> </ul>	m
Agenda 5	<ul> <li>Fo approve the appointment of the auditors and the audit fee for the year 2024</li> <li>ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร</li> <li>a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deer appropriate in all respects.</li> <li>ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้</li> <li>b) To grant my/our proxy to vote as per my/our intention as follows:         <ul> <li>เห็นด้วย</li></ul></li></ul>	m
Agenda 5	<ul> <li>To approve the appointment of the auditors and the audit fee for the year 2024</li> <li>ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร</li> <li>a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deer appropriate in all respects.</li> <li>ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้</li> <li>b) To grant my/our proxy to vote as per my/our intention as follows:</li> <li>□ เห็นด้วย</li></ul>	m
Agenda 5 วาระที่ 6	<ul> <li>Fo approve the appointment of the auditors and the audit fee for the year 2024</li> <li>ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร</li> <li>a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deer appropriate in all respects.</li> <li>ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้</li> <li>b) To grant my/our proxy to vote as per my/our intention as follows:         <ul> <li>เห็นด้วย</li></ul></li></ul>	m
Agenda 5 วาระที่ 6	<ul> <li>Fo approve the appointment of the auditors and the audit fee for the year 2024</li> <li>ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร</li> <li>a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deer appropriate in all respects.</li> <li>ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้</li> <li>b) To grant my/our proxy to vote as per my/our intention as follows:         <ul> <li>เห็นด้วย</li> <li>was not approve</li> <li>Abstain</li> </ul> </li> <li>approve</li> <li>Disapprove</li> <li>Abstain</li> </ul>	m
Agenda 5 วาระที่ 6	<ul> <li>To approve the appointment of the auditors and the audit fee for the year 2024</li> <li>ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร</li> <li>a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deer appropriate in all respects.</li> <li>ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้</li> <li>b) To grant my/our proxy to vote as per my/our intention as follows:         <ul> <li>เห็นด้วย</li> <li>พุ้น □ ไม่เห็นด้วย</li> <li>Approve</li> <li>Disapprove</li> <li>Abstain</li> </ul> </li> <li>จารณาอนุมัติเลือกตั้งกรรมการแทนกรรมการที่ครบกำหนดออกจากตำแหน่งตามวาระ</li> <li>o approve the election of directors who will be retired by rotation.</li> </ul>	m ใน
Agenda 5 วาระที่ 6	<ul> <li>Fo approve the appointment of the auditors and the audit fee for the year 2024</li> <li>n) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร</li> <li>a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deer appropriate in all respects.</li> <li>v) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้</li> <li>b) To grant my/our proxy to vote as per my/our intention as follows: <ul> <li>□ เห็นด้วย</li></ul></li></ul>	m ใน
Agenda 5 วาระที่ 6	<ul> <li>To approve the appointment of the auditors and the audit fee for the year 2024</li> <li>ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร</li> <li>a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deer appropriate in all respects.</li> <li>ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้</li> <li>b) To grant my/our proxy to vote as per my/our intention as follows: <ul> <li>□ เห็นด้วย</li></ul></li></ul>	m ใน



	🗆 การแต่งตั้งกรรมการทั้งจ	ชุด				
	Appoint all the non	ninated candidates as a v	vhole			
	🗆 เห็นด้วย	หุ้น 🗆 ไม่เห็นด้วย	หุ้น 🗆 งดออกเสียง	หุ้น		
	Approve	Disapprove	Abstain			
	🛛 การแต่งตั้งกรรมการเป็น	เรายบุคคล				
	Appoint an individu	al candidate.				
	6.1 นายอนาวิล จิรธรรมศิร	រំ / Mr.Anavin Jiratomsiri				
	🗆 เห็นด้วย	. หุ้น 🗆 ไม่เห็นด้วย	. หุ้น 🗆 งดออกเสียง	หุ้น		
	Approve	Disapprove	Abstain			
	6.2 นางสาวคู เมน ไว  / N	/Is.Koo Man Wai				
	🗆 เห็นด้วย	. หุ้น 🗆 ไม่เห็นด้วย	. หุ้น 🗆 งดออกเสียง	หุ้น		
	Approve	Disapprove	Abstain			
วาระที่ 7	พิจารณาอนุมัติเลือกตั้งกรรมการเข้าใหม่					
Agenda 7	To approve the appointment of new director.					
	(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:					
	นายคริสโตบอล ชิน เซียน ลูง  / Mr.Cristobal Chin Syen Loong					
	🛛 เห็นด้วย หุ้น	🗆 ไม่เห็นด้วย หุ้น	🗆 งดออกเสียง	หุ้น		
-l	Approve	Disapprove	Abstain			
วาระที่ 8	พิจารณาอนุมัติการเปลี่ยนแปลงชื่อกรรมการผู้มีอำนาจลงนามผูกพันบริษัท					
Agenda 8	To approve the amendment of the authorized directors to sign to bind the					
	Company.					
	(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			•/		
	🛛 เห็นด้วย หุ้	ัน 🗆 ไม่เห็นด้วย	. หุ้น 🗆 งดออกเสียง	หุ้น		
	Approve	Disapprove	Abstain			



วาระที่ 9	พิจารณาอนุมัติค่าตอบแทนคณะกรรมการบริษัทฯ และคณะกรรมการชุดย่อยประจำปี 2567				
Agenda 9	To approve the remuneration for all members of the Board of Directors and sub-				
	committees 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:				
	🗆 เห็นด้วยหุ้น 🗆 ไม่เห็นด้วยหุ้น 🗆 งดออกเสียงหุ้น				
	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:				
	🛛 เห็นด้วยหุ้น 🖾 ไม่เห็นด้วยหุ้น 🗆 งดออกเสียงหุ้น				

Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือ ว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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.

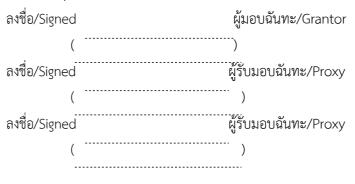
(6)ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือใน กรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไข เปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร

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 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.



# <u>หมายเหตุ :</u>

- หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
- 2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
  - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบ ฉันทะแทน
  - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยก จำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
- 4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
- ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบ หนังสือมอบฉันทะแบบ 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.
- 2. Evidence to be attached with this Proxy Form are:

(1) Power of Attorney from the Warrant-holder authorizing a Custodian to sign the Proxy Form on behalf of the shareholder.

(2) Letter of certification to certify that a person executing the Proxy Form has obtained a permit to act as a Custodian.

- 3. 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.
- 4. In agenda regarding the appointment of new directors, the appointment can be made for all directors or for individual director.
- 5. 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 เชาว์ สตีล อินดัสทรี้ จำกัด (มหาชน) ในการประชุม สามัญผู้ถือหุ้นประจำปี 2567 ในวันพฤหัสบดีที่ 25 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุม 301 ชั้น 3 C ASEAN อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 หรือที่จะพึงเลื่อนไปในวันเวลำและสถานที่อื่นด้วย

The appointment of proxy by the shareholder of Chow Steel Industries Public Company Limited. In the meeting of the 2024 Annual General Meeting of Shareholders on Thursday be held on 25 April 2024 at 14.00 hrs. at Seminar Room 301, 3<sup>rd</sup> Floor, C ASEAN, ThaiBev Quarter 62 Ratchadapisek Road, Klongtoey Bangkok 10110 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:

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



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



# Associate Professor Kalyaporn Pan-ma-rerng

Independent Director <sup>(1)</sup>

Chairman of the Audit Committee

Chairman of the Risk Management Committee

and Nomination and Remuneration Committee

Age	71 years
Nationally	Thai

Address

Held %

 Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10<sup>th</sup> Floor, Rama 4 Road, Khlongtoei, Bangkok 10110

- Proportion of Total Shares Self : None (2)
  - Spouse : None
  - Minor : None
  - Total : None
- Conflict of Interest

   No conflict of interest on the proposed agenda in the 2024 AGM

#### Remarks:

- <sup>(1)</sup> The Qualification of an independent director of the company is in accordance with the Notification of Capital Market Supervisory Board and the Notification of the Stock Exchange of Thailand
- <sup>(2)</sup> Information on the Date of the list of shareholders rights to attend the 2024 Annual General Meeting of Shareholders shall be determined in accordance with the Record Date on March 14, 2024.



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



**Mr.Noppadon Jason Chirasanti** Independent Director <sup>(1)</sup> Audit Committee

Age	53 years			
Nationally	Thai			
Address	<ul> <li>Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10<sup>th</sup> Floor, Rama 4 Road, Khlongtoei, Bangkok 10110</li> </ul>			
Proportion of Total Shares Held %	<ul> <li>Self : None <sup>(2)</sup></li> <li>Spouse : None</li> <li>Minor : None</li> <li>Total : None</li> </ul>			
Conflict of Interest	<ul> <li>No conflict of interest on the proposed agenda in the 2024 AGM</li> </ul>	ie		

#### Remarks:

- <sup>(1)</sup> The Qualification of an independent director of the company is in accordance with the Notification of Capital Market Supervisory Board and the Notification of the Stock Exchange of Thailand
- <sup>(2)</sup> Information on the Date of the list of shareholders rights to attend the 2024 Annual General Meeting of Shareholders shall be determined in accordance with the Record Date on March 14, 2024.



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 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 concerning the Shareholders Meeting and Vote Casting 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;
  - Each shareholder shall have a number of votes equal to the number of shares held;
  - (2) Each shareholder my 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 34 The authorized to bind the company two directors may jointly sign and affix the common seal of the Company to bind the Company.

The shareholders' meeting or The Board of Directors may specify the name of the authorized Directors whose signature affixed with the Company seal, shall be binding of the Company.



### 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 on 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 q 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 chairmen 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 43. The matters which should be conducted by the annual general meeting of shareholders are as follows;
  - 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.
- Article 54. The Board of Directors meeting, Shareholders meeting, and other meetings as required by laws may be organized and held through electronic media. In such event, the invitation notice and other supporting documents must be sent, and copy of which must be retained, in accordance with the requirements of laws and related regulations then in effect at the time of the meeting. The Board of Directors meeting or Shareholders meeting organized and held through electronic media shall be the same legal effect as if any such meetings was organized and held at one place of the meeting as specified by laws and elsewhere in these Articles of Association.
- Article 55. In case where the Company or the Board of Directors is obligated to send letters or documents pursuant to the Public Limited Companies Act or the Articles of Association of the Company to directors, shareholders, or creditors of the Company, if such persons have declared their intention or give consent to having the letters or documents delivered to them by electronic means, the Company or the Board of Directors may send the letters or documents by electronic means pursuant to the criteria prescribed by law.

#### Proxy and Voting

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 threefourths 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;

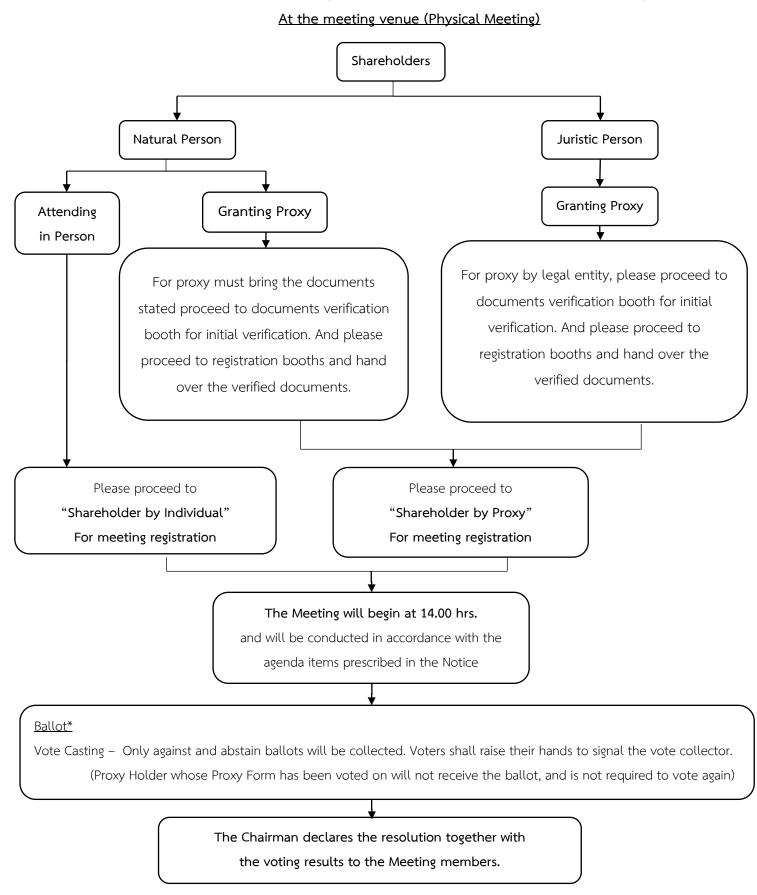


- b) a purchase of acceptance of transfer of business of other company or private company to be the company's own;
- c) entering into, amending, or termination a lease of business of the company in whole or in essential part; entrusting other person with the management of the company; or amalgamating 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.



Chow Steel Industries Public Company Limited

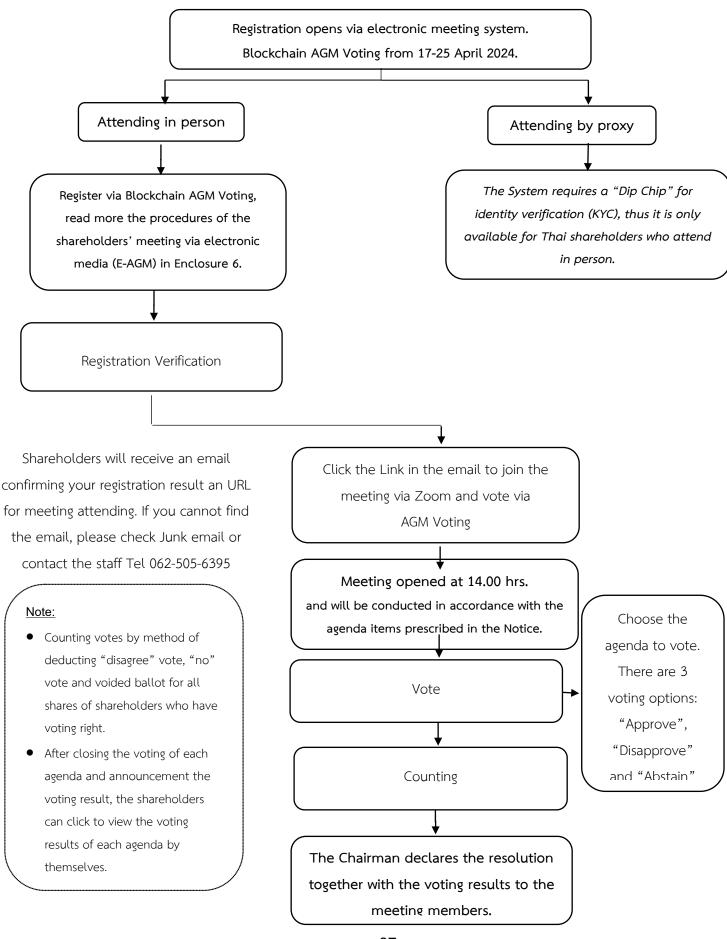
Procedures for Attending the 2024 Annual General Shareholder's Meeting



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



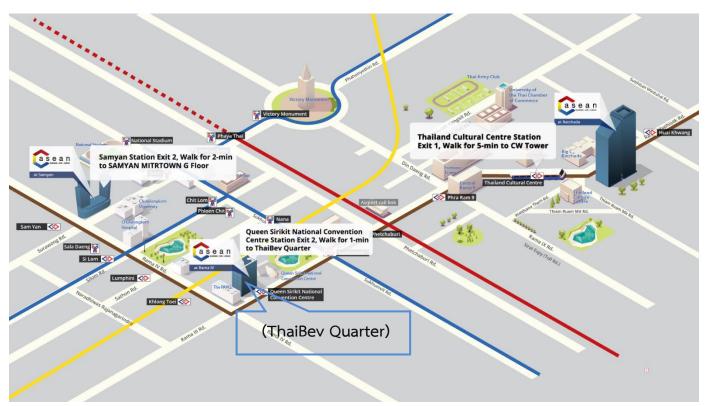
# Procedures to Attend the Shareholders' Meeting via Electronic Media (E-AGM)





# Map of the Meeting location

(Seminar Room 301, 3<sup>th</sup> 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)



### Privacy Notice for the Shareholder's meeting

This privacy notice for the shareholder's meeting of Chow Steel Industries Public Company Limited (the "Company") is provided to inform you, as s shareholder, a proxy, a custodian, or an authorized person of a shareholder who is a juristic person, of the policy with respect to the collection, use and/or disclosure of your personal data, and your rights as a data subject.

# 1. Personal Data to be collected

The Company shall collect your personal data, including but not limited to, name-surname, nationality, age, date of birth, photograph, identification card number (or government identification card number, or passport number), securities registration number, address, telephone number, email, vote casting, images taken at and voice recorded during the shareholder's meeting, and information related to electronic systems access and usage such as IP Address (in case of online attendance and/or access to the shareholder's meeting).

Remark For registration documents and/or proxy submitted by you to the Company which may contain sensitive data, such as race, blood type, and religion, which are not required for the purpose of holding the shareholders' meeting, the company would like to inform you that the Company has no intention to collect such sensitive data. As such, you may redact those sensitive data prior to submitting your documents to the Company. In case you did not redact those sensitive data contained in your documents, the Company reserves its right to redact such sensitive data yours. In such case, it shall be deemed that the Company has not collected any of the said sensitive data.

# 2. Purpose of the Collection, Use and/or Disclosure

The Company shall collect, use or disclose your personal data on a basis of (1) legitimate interest, (2) initiation or fulfilment of a contract, (3) fulfilment of legal obligations, or (4) other legal basis pursuant to the personal data protection laws, including but not limited to, for the fulfilment of the Company's legal obligations as a public company limited and a listing company in the Stock Exchange of Thailand, identification verification, meeting registration, calculation of meeting quorum, vote counting at the shareholder's meeting, contact and delivery of the Company's documents to you upon your request, e.g. annual report, for the prevention or pandemic. If you do not wish to provide your personal data to the Company reserves its right to reject your registration to attend the shareholder's meeting or performing any other action for you if such action requires the said personal data.

# 3. Period for Retention of Personal Data

The Company shall retain your personal data for as long as it is reasonably necessary to fulfil the Company's purpose of personal data collection, use and/or disclosure. However, to comply



with the applicable laws, the Company may have to retain your personal data for a longer duration, as required by application laws.

# 4. Third parties whom the Company may disclose your personal data

The Company may disclose or transfer your personal data to the following third parties:

- Service providers that the Company engages for processing your personal data for the purpose of registration to attend the shareholder's meeting, calculation of the meeting quorum and vote counting in the shareholder's meeting;
- 2) Government agencies or competent authorities, so that the Company fulfills with its legal obligations, e.g. (i) the Department of Business Development, the Ministry of Commerce, and the Stock Exchange of Thailand for submission of minutes of meeting and shareholders list, and (ii) the Department of Disease Control, the Ministry of Public Health or other relevant agencies in case any person is discovered to be infected or suspected to be infected of COVID-19; and
- 3) The Company's website in order to publicize images and/or video taken at the shareholders' meeting and the minutes of the shareholder's meeting.

# 5. Your rights as data subject your rights as data subject

You, as the data subject, are entitled to with draw consent given for the collection, use or disclosure of personal data (only in case the Company rely on your consent), to request access to or to obtain a copy of your personal data processed by the Company, to request for personal data transfer, to object the personal data processing, to delete or de-identity personal data, to restrict the data processing, to request for correction of personal data and to lodge a complaint, subject to rules and procedures as required by the personal data protection laws. The company may reasonably and lawfully refuse to proceed with you request.

#### 6. Contact detail

If you have any queries or if you wish to exercise the rights relating to your personal data, please contact the Company at:

The Company Secretary Office Chow Steel Industries Public Company Limited No. 2525 FYI Center Tower 2, 10<sup>th</sup> Floor, Unit 2/1007-1008 Rama 4 Road, Khlongtoei, Bangkok 10110 Thailand Tel: 0-2033-0901-08 ext.109, 110 EMAIL: ir@chowsteel.com



# Request form for 56-1 One Report 2023

Chow Steel Industries Public Company Limited has released 56-1 One Report 2023.\_The electronic files can be downloaded using the QR Code displayed in the Registration Form which was provided to shareholders.

For Shareholders who require the printed version of 56-1 One Report 2023, which are the same version as the electronic files downloaded from QR Code, please filling up the Requisition Form in hard copy and send it to the Company Secretary, by post or by facsimile number 020330909 or by email: ir@chowsteel.com

Road ...... Tampol /Sub-District ...... Post code ......

-Fold here-

Stamp Baht 3

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Attn: The Company Secretary Office Chow Steel Industries Public Company Limited 2525 FYI Center, Tower 2, 10<sup>th</sup> Floor, Unit2/1007-1008, Rama IV Road, Kweng Khlongtoei, Khet Khlongtoei, Bangkok 10110