



Chow Steel Industries Public Company Limited

Invitation to the 2023 Annual General Meeting of Shareholders

Chow Steel Industries Public Company Limited

Thursday 27th April 2023 at 14.00 hrs.

at Auditorium Room, 3rd Floor C ASEAN, ThaiBev Quarter
No.62 Ratchadapisek Road, Klongtoey, Bangkok, Thailand

Registration starts at 12.00 hrs.

Please bring the Notification of Meeting with barcode
to the meeting

No Tokens to Be Given: In order to comply with the policy on transparency and the guideline for good corporate governance campaigned by the supervising authorities in relation to decrease or cancellation of token given at the annual general meeting of shareholders, there will be no token given to the shareholders at the 2023 AGM of the Company.

Printed Copies of the 56-1 One Report 2022 will not be provided.

CHOW.014/2023

4 April 2023

- Subject** Invitation to the 2023 Annual General Shareholders' Meeting
- To** Shareholders of Chow Steel Industries Public Company Limited
- Attachments**
1. Form 56-1 One Report 2022 (QR Code)
 2. Copy of minutes of the 2022 Annual General Meeting of Shareholders on 28 April 2022 for Agenda Item No.1
 3. Information of the directors retiring by rotation and proposed for re-election for Agenda Item No.5
 4. Information of auditors for the fiscal year 2023 for Agenda Item 7.
 5. Document and evidence required for meeting attendance and proxy granting.
 6. Proxy Forms Type B. (recommended), Type A. or C. can be downloaded from website: www.chowsteel.com
 7. Name List and Details of the Independent Directors to be used with Proxy of shareholders.
 8. Articles of Association concerning the Shareholders' Meeting and Vote Casting
 9. Procedures for Attending the 2023 Annual General Meeting of Shareholders
 10. Map of the Meeting location
 11. Privacy Notice for the Shareholder's Meeting

Chow Steel Industries Public Company Limited or (the Company) would like to invite all shareholders to attend the 2023 Annual General Meeting of Shareholders on Thursday 27 April, 2023 at 14.00 hrs. at Auditorium room, 3rd Floor, C ASEAN, ThaiBev Quarter, 62 Ratchadapisek Road, Klongtoey Bangkok, Thailand. The meeting agendas are as follows:

Agenda 1 To certify the minutes of the 2022 Annual General Meeting of Shareholders on 28 April 2022.

Fact and reason: The 2022 Annual General Meeting of Shareholders was held on 28 April 2022. The minutes was properly prepared and submitted to the Stock Exchange of Thailand (SET) within the period specified by law and published on the Company's website (www.chowsteel.com). A copy of the minutes of the 2022 AGM are in Attachment 2.

The Board of Directors' Opinion: The Board of Directors has viewed that the minutes was true and complete in all respect and deemed it appropriate to propose the shareholders' meeting to certify the minutes of the AGM 2022.

Required Votes: 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 2022 performance statement.

Fact and reason: The shareholders should acknowledge the 2022 performance statement. The details are enclosed in the 2022 56-1 One Report (shareholders can download the documents from the QR Code provided in the Notification of Meeting in Attachment 1).

The Board of Directors' Opinion: The Board recommends shareholders to acknowledge the 2022 performance statement.

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

Agenda 3 To approve the 2022 financial statement ended on December 31, 2022.

Fact and reason: The Shareholder should approve the 2022 financial statement ended on December 31, 2022, were audited by the Auditor, reviewed by the Audit Committee, and endorsed by the Board of Directors. The details of the financial statements are in Attachment 1 and are summarized comparing with last year as follows:

Items	Consolidate Financial Statemen			Separate Financial Statement		
	2022	2021	2022	2022	2021	2022
Total Assets (Million Baht)	4,703	9,899	10,190	2,618	2,280	2,137
Total Liabilities (Million Baht)	2,767	9,083	9,269	2,053	1,721	1,521
Total Shareholders' Equity (Million Baht)	1,936	816	921	566	560	615
Total Paid-up Capital (Million Baht)	800	800	800	800	800	800
Sales and Service Income (Million Baht)	1,284	306	538	916	193	461
Net (Loss) Income (Million Baht)	1,166	(112)	(293)	4	(56)	(121)
Earnings per Share (Baht/Share)	1.36	(0.16)	(0.33)	0.01	(0.07)	(0.15)

The Board of Directors' Opinion: The Board recommends shareholders to approve the 2022 financial statement ended on December 31, 2022, which have been audited by the Auditor and reviewed by the Audit Committee as proposed. The Board of Directors has also endorsed the financial statements.

Required Votes: 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 2022.

Fact and reason: 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 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 2022 audited by the auditor, it stated that the Company had no operating profit, resulted in the accumulative loss of THB 696,770,742 and therefore the Company is unable to make an annual dividend payment.

Dividend Payment record is per the table below:

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

The Board of Directors’ 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, 2022, Due to the Company has an accumulative loss.

Required Votes: 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 elect directors to replace those who are retired by rotation.

Fact and reason: 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 2023 AGM (one third of the total number of directors) as follows:

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

The Board of Directors' Opinion: Based on the recommendation by the Nomination and Remuneration Committee, the Nomination and Remuneration Committee undertook nomination procedures by duly considering the Company's board composition (Skill Matrix) to ensure that has carefully considered the criteria for selecting, screening, nominated directors' qualifications and concluded that 4 directors have extensive knowledge and useful experience for the Company's business, and diversification of the Board of Directors in general. Therefore, they should be re-appointed. The Nominated directors having interests therein shall abstain from voting. The directors are as follows:

- | | |
|---------------------------------|---------------------------------------|
| 1. Dr.Pruchya Piumsomboon | Independent Director
(re-election) |
| 2. Mr.Noppadon Jason Chirasanti | Independent Director
(re-election) |
| 3. Mr.Kanawath Aran | Independent Director
(re-election) |
| 4. Mr.Sanguankiat Lewmanomont | Director
(re-election) |

Directors in 1., 2. And 3. who are nominated for reelection as an independent director for another term, have qualifications in accordance with the Definition of Independent Directors under the Notifications of the Capital Market Supervisory Board and the Notification of the Stock Exchange of Thailand and are capable of independently expressing their opinions and strictly performing their duties in accordance with relevant laws, rules, requirements, and regulations for the maximum benefits of all shareholders.

The Company invited all shareholders to nominate qualified persons to be elected as the directors through the Stock Exchange of Thailand Channel and the Company’s website during 6 October 2022– 31 December 2022. However, no proposed for qualified nominees were submitted to the Company. Information of the directors retiring by rotation and proposed for re-election are in Attachment 3.

Required Votes: 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 6 To approve the remuneration of the Board of Directors for the year 2023.

Fact and reason: 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 2023 , the Nomination and Remuneration Committee carefully reviewed the remuneration of directors 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 2022 at the amount of not more than the annual budget of THB 5.00 million as below.

1. Monthly fee and attendance fee

Position	Per Attendance Fee (baht/time)	Monthly Fee (baht/month)
Chairman of the Board	30,000	20,000
Non-Executive Director	20,000	15,000

Position	Per Attendance Fee (baht/time)	Monthly Fee (baht/month)
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 2022, the total remuneration for the board of directors and sub-committees. The details of the remuneration for each director are presented in the Form 56-1 One Report 2022 (QR Code).

The Board of Directors' Opinion: We recommend the shareholders to approve the remuneration of the Board of Directors and the Sub-Committees for the year 2023 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.

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

Agenda 7 To approve the auditors and the audit fees for the year 2023.

Fact and reason: 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 2023.

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

Whereby one of proposed auditors may be appointed to perform the audit and express opinion with regard the Company's financial statements. Auditors from EY Office Limited have a lot of audit experience as they have worked for many companies and are well recognized by several organizations. 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 experiences are provided in detail in Attachment 4.

Additionally, the said auditors are also the auditors of the Company's subsidiaries in Thailand.

The Board also propose to approve the audit fee for the year of Baht 2,100,000 as follows:

Details	2023 (Baht)	2022 (Bath)	Change Increased/(Decrease) (Baht)
For the year ended December 31	1,620,000	1,200,000	420,000
For the quarter ended March 31, June 30, and September 30 - (Baht 160,000 for quarterly statement)	480,000	480,000	-
Non-Audit Fee	-	-	-
Total	2,100,000	1,680,000	420,000

The Board of Directors' Opinion: The Meeting should approve the appointment of Miss. Krongkaew Limkittikul Certified Public Accounting Registration No.5874 or Miss Watoo Kayankannavee Certified Public Accounting Registration No.5423 or Mr. Nattawut Santipet Certified Public Accounting Registration No.5730 or, auditor form EY Office limited, to serve as the auditor of the Company for the year 2023 and approve the audit fees of Baht 2,100,000 as recommended by the Audit Committee and endorsed by the Board of Directors.

Required Votes: 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 Company’s Articles of Association

Fact and reason: Per the announcement of the Public Limited Companies Act (No. 4) B.E. 2565 (2022) in Royal Gazette, effective as of 24 May 2022, prescribes regulatory changes to support the use of electronic means for conducting meeting, modernized the method for convening meeting in order to enhance efficiency, reduce unnecessary costs, and to offer more convenience for shareholders. We, therefore, recommend the shareholders’ meeting of the Company to approve the amendment of Article 29, Article 33, Article 37, Article 38, and Article 55. of Chow Steel Public Company Limited’s Articles of Association to align with the Public Limited Companies Act, B.E. 2535 (1992), as amended in 2022. The details of which are as follows:

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

Existing Provision	Proposed Amendment
<p>Article 33. The Board of Directors meeting shall be held at least once every three (3) months at the head office or provincial or oversea as the Chairman deems appropriate. The Chairman shall convene the meeting of Board of Directors or assign any person to act on his behalf for such a matter. If the directors or more request of a meeting of Board of Directors, the Chairman shall specify a date for the meeting within fourteen (14) days from the date of such request.</p>	<p>Article 33. The Board of Directors meeting shall be held at least once every three (3) months at the head office or provincial or oversea as the Chairman deems appropriate. The Chairman shall convene the meeting of Board of Directors or assign any person to act on his behalf for such a matter. If the directors or more request of a meeting of Board of Directors, the Chairman shall specify a date for the meeting within fourteen (14) days from the date of such request.</p> <p>When there is reasonable cause or in order to preserve the rights or benefits of the Company, at least two (2) directors may jointly request that the Chairman summons the Board of directors' meeting, whereby the agenda and reason(s) therefor that will be proposed for consideration must be specified. In such a case, the Chairman or his/her designated person shall summon and fix the date of the meeting within fourteen (14) days as of the date of receipt of the request.</p> <p>In the case where the Chairman or his/her designated person does not proceed with the summoning and fixing the date of the meeting in accordance with the second paragraph above, the requesting directors may jointly summon and fix the date of the Board of directors' meeting to consider the</p>

Existing Provision	Proposed Amendment
	<p>proposed agendas within fourteen (14) days of the end of such period mentioned in the second paragraph.</p> <p>The Board of directors' meeting may be held via electronic medias in accordance with the law on electronic meeting. In such a case, it shall be deemed that the headquarters of the Company is the place of the meeting.</p>
<p>Article 37. The Board of Directors shall call a shareholders' meeting as an Annual General Meeting within four months from the ending of the fiscal year of the Company.</p> <p>All other shareholders' meeting are called Extraordinary General Meeting. The Board of Directors may call an Extraordinary General Meeting whenever it deems appropriate, or one or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total issued shares may request the Board of Directors in writing to call an Extraordinary General Meeting at any time, but the agenda and reasons for holding such meeting shall be clearly indicated in such a request. In such event, the Board of Directors is required to call the Extraordinary General Meeting within forth-five (45) days from the date on which such written request is received.</p> <p>If the Board of Directors does not hold the meeting within the forty-five (45) days period</p>	<p>Article 37. The Board of Directors shall call a shareholders' meeting as an Annual General Meeting within four months from the ending of the fiscal year of the Company.</p> <p>All other shareholders' meeting are called Extraordinary General Meeting. The Board of Directors may call an Extraordinary General Meeting whenever it deems appropriate, or one or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total issued shares may request the Board of Directors in writing to call an Extraordinary General Meeting at any time, but the agenda and reasons for holding such meeting shall be clearly indicated in such a request. In such event, the Board of Directors is required to call the Extraordinary General Meeting within forth-five (45) days from the date on which such written request is received.</p> <p>If the Board of Directors does not hold the meeting within the forty-five (45) days</p>

Existing Provision	Proposed Amendment
<p>under paragraph two, the shareholders who subscribe their names or other shareholders holding shares in the required amount may call the meeting within forty-five (45) days from the date on which the period of time in paragraph two ends. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for the expenses necessarily incurred in the holding of such meeting and facilitate such meeting as reasonably required.</p> <p>If the quorum is not constituted pursuant to Article 39. in any general meeting called pursuant to paragraph three, the shareholders requesting the meeting pursuant to paragraph three shall compensate the Company for the expenses incurred in the arrangements for holding that meeting.</p>	<p>period under paragraph two, the shareholders who subscribe their names or other shareholders holding shares in the required amount may call the meeting within forty-five (45) days from the date on which the period of time in paragraph two ends. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for the expenses necessarily incurred in the holding of such meeting and facilitate such meeting as reasonably required.</p> <p>If the quorum is not constituted pursuant to Article 39. in any general meeting called pursuant to paragraph three, the shareholders requesting the meeting pursuant to paragraph three shall compensate the Company for the expenses incurred in the arrangements for holding that meeting.</p> <p style="background-color: #e0e0e0;">In the case that shareholders summon a meeting as per the second paragraph, shareholders summoning the meeting may send notice summoning the meeting to shareholders via electronic methods, provided that such shareholders have declared their intention or given consent to the Company, or the Board of Directors as prescribed in Article 55.</p>

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

Existing Provision	Proposed Amendment
	or documents via electronic methods, the Company or the Board of Directors may send such letters or documents via electronic methods according to the criteria stipulated by law.

The Board of Directors' Opinion: Recommend the shareholders' meeting of the Company to approve the amendment of Article 29, Article 33, Article 37, Article 38, and Article 55. of the Company's Articles of Association to align with the Public Limited Companies Act (No.4) B.E.2565 (2022) and the granting of authorization to the authorized signatory directors or any person appointed by the authorized signatory directors to register the amendment to amendment of Article 29, Article 33, Article 37, Article 38, and Article 55. of the Company's Articles of Association at the Department of Business Development, Ministry of Commerce, and to amend the terms in relevant documents, as well as to undertake any necessary and relevant act in accordance with the registrar's order to complete the registration.

Required Votes: 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 Other matters (if any)

The Company recommends that shareholders read the registration terms, conditions, procedures, and relevant documents to be presented and delivered on the meeting day in Attachment 5.

Any shareholder may appoint a Independent Director as his or her proxy to attend the meeting and vote on his or her behalf. Brief Independent Director Profiles are available in Attachment 7.

Shareholders and proxies must submit documents set out in Attachment 5. and 6. for registration prior to or on the meeting day.

For shareholders who wish to appoint a proxy to attend the meeting and vote on behalf of the shareholders, please choose and fill in either the proxy form A or B and submit it to the Company before the meeting. For foreign shareholders who deposit the Company shares in safeguard of custodian banks in Thailand, please choose and fill in either the proxy form A, B or C in Attachment 6.

The Company will conduct the meeting in compliance with its Articles of Association set out in Attachment 8.

For your benefit and to fully protect your rights, please send us your inquiries regarding the meeting and agenda items prior to the meeting date through the channels email to ir@chowsteel.com or fax at +66(0)0330909. For more information regarding the Company code of conduct, performance and activities, Please visit our website at https://investor-th.chowsteel.com/shareholder_meeting.html Therefore, we would like to invite our shareholders to 2023 AGM on Thursday April 27, 2023 at 14.00 hrs. The meeting will be held at Auditorium room, 3rd Floor, C ASEAN, ThaiBev Quarter, 62 Ratchadapisek Road, Klongtoey Bangkok, Thailand (map of the venue as indicated in Attachment 10.). The registration will be opened on 12.00 hrs.

Please be informed accordingly.

Yours sincerely,



(Dr.Pruchya Piumsomboon)

Chairman of the Board of Directors



(Mr.Anavin Jiratomsiri)

Chief Executive Officer

For more information,

Company Secretary Office: Tel.02-033-0901-8 ext. 110 Fax.02-033-0909 EMAIL: ir@chowsteel.com

In assurance that the Company will protect and treated shareholders personal data in compliance with the Personal Data Protection Act BE 2562 (2019), the Company establishing this Privacy Notice for your acknowledgement of the details of the processing, collecting, use and disclosure that may be arising. The Company would like to inform you of the rights of your personal data and the contacting channels as indicated in Attachment 11.

(Translation)

Minutes of Annual General Meeting of Shareholders 2022
of
Chow Steel Industries Public Company Limited

Time and venue

The meeting was held on Thursday, April 28, 2022 at 14.00 hrs., at Auditorium Room, 3rd Floor, C-asean, ThaiBev Quarter, 62 Ratchadapisek Road, Klongtoey, Bangkok 10110.

Directors present at the meeting 10 directors (representing 100% of the total 10 directors):

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|-------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Dr. Pruchya Piumsomboon | Independent Director
Chairman of the Board of Directors |
| 2. Assoc. Prof. Dr. Narong Yoothanom
(Attending by electronic means) | Independent Director
Vice Chairman of the Board of Directors
Audit Committee Member
Chairman of Nomination and Remuneration Committee
Chairman of 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
and Proxy of Shareholders |
| 4. Mr. Kanawath Aran | Independent Director
Audit Committee Member
Risk Management Committee Member
Corporate Governance Committee Member
and Proxy of Shareholders |
| 5. Mr. Noppadon Jason Chirasanti | Independent Director
Audit Committee Member |
| 6. Mr. Sanguankiat Lewmanomont | Director
Nomination and Remuneration Committee Member |

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|-----------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 7. Mr. Mark D. Remijan | Independent Director
Corporate Governance Committee Member |
| 8. Mr. Anavin Jiratomsiri | Director
Chairman of Executive Committee
Nomination and Remuneration Committee Member
Risk Management Committee Member
Corporate Governance Committee Member |
| 9. Ms. Koo Man Wai
(Attending by electronic means) | Director
Executive Director
Chief Executive Officer |
| 10. Mrs. Sharhuta Chin
(Attending by electronic means) | Director
Executive Director
Deputy Managing Director – Operations |

Top executives attending the meeting

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|----------------------------|---------------------------------------------------------------------------------------------------------|
| 1. Mr. Suppachai Yimsuwan | Executive Director
Deputy Managing Director - Finance
Vice President – Finance and Administration |
| 2. Mr. Jirayu Saisangthong | Vice President – Sales and Marketing |

Top executives of subsidiaries attending the meeting

- | | |
|---------------------------------------------------------------------|-----------------------------------------------------------------|
| 1. Mr. Tanachart Poudpongpaiboon | Chief Operating Officer
Chow Energy Public Company Limited |
| 2. Mr. Cristobal Chin Syen Loong
(Attending by electronic means) | Chief Executive Officer
Premier Solution Company Limited |
| 3. Mr. Paramat Chulvanij | Chief Financial Officer
Premier Solution Company Limited |
| 4. Mr. Kantameth Chotejirapirom | Vice President - Accounting
Premier Solution Company Limited |

Auditor attending the meeting

1. Mr. Supachai Phanyawattano EY Office Limited
2. Ms. Issaree Kraprayoon EY Office Limited

Legal advisor attending the meeting

1. Mr. Thalad Sombatboon Lew Manomont International Law Office Co., Ltd.

Mr. Thalad Sombatboon from Lew Manomont International Law Office Co., Ltd., Legal Advisor, performed as witness of the vote counting.

The meeting was called to order 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 2022 (AGM). To jointly prevent the transmission of Coronavirus 2019 (COVID-19), the proceeding of the meeting would be kept concise.

At the beginning of the meeting, the shareholders attending this meeting in person totaled 13, holding aggregately 412,947,488 shares, and the shareholders attending by proxy totaled 25, holding aggregately 187,660,210 shares. The total number of shareholders attending in person and by proxy was thus 38, holding altogether 600,607,698 shares, representing 75.0760% 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, and cannot split the 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 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 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 Lew Manomont International Law Office Company Limited, Legal Advisor, would perform as witness in the vote counting to ensure 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 2022 and nominate qualified candidates for election of directors in advance through the Stock Exchange of Thailand and on the Company website from October 18 – December 30, 2021. Upon the end of such period, no shareholder had proposed any agenda item or nominated any candidates for election of directors.

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

Agenda item 1 To consider and adopt the minutes of the Annual General Meeting of Shareholders 2021 held on April 29, 2021

The Company sent copies of the minutes of the Annual General Meeting of Shareholders 2021 held on April 29, 2021 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. The Chairman then requested the meeting to vote. The affirmative resolution of this agenda item required the majority of votes of the shareholders attending and voting at the meeting.

Resolution: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to adopt the minutes of the AGM 2021 held on April 29, 2021 as below:

Approved	626,919,998	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 and Form 56-1 One Report 2021

The Chairman assigned Mr.Kantameth Chotejirapirom, VP - Accounting, Premier Solution Co., Ltd. (a subsidiary) to present details of this agenda item, the salient points of which are as follows:

The Company continued its business operation with firm and consistent growth despite the COVID-19 impacts posed on both the steel and energy businesses of its Group.

Steel business: The Company suspended the production line amid the COVID-19 pandemic and switched to development and improvement of its products and production process. It also invested in a new factory with focus on diversification of products to meet the increasingly diverse demand of customers, which would contribute to the enhanced competitiveness of its steel business. The production was resumed in March 2022.

Energy business: The Group has gradually completed the transfer of four solar power plants in Japan with a total capacity of 5.1 MW(DC) to the buyer. As a result, the Group posted gain on sale of the said power plant projects amounting to 47.5 million baht. The sale of the power plant projects was in accordance with the contract signed by the Group in December 2020 and is in line with the Group's strategic plan aiming to maximize profitability and expand the power plant business for sustainable growth. However, the Group has

still been affected by the COVID-19 which has become more and more prevalent in Japan. This has unavoidably delayed the delivery of the remaining power plant projects. The management has expected the remaining four projects with a total capacity of 56.9 MW(DC) to be delivered by the first quarter of 2022. At present, the sale under the contract has successfully been concluded.

Consolidated operating results:

Consolidated operating results	2021	2020	Change	
	Million baht	Million baht	Million baht	%
Revenues from sales and services	1,056.58	1,290.36	(233.78)	-18.12%
Cost of sales and services	(649.29)	(959.41)	(310.12)	-32.32%
Gross profit	407.29	330.95	76.34	23.07%
Gross profit margin / revenues (%)	38.5	25.6	12.9	
EBITDA (exc. gain (loss) on exchange rate)	678.67	618.07	60.60	9.81%
Net loss for the year	(112.44)	(292.59)	180.15	61.57%
Loss per share (Baht per share)	(0.13)	(0.34)	0.11	

In 2021, the Company's consolidated revenues from sales and services totaled 1,056.58 million baht, a net year-on-year decline of 233.78 million baht mainly due to the sales of billet of more than 223 million baht in 2020 compared to no record of the sales thereof in 2021.

The Group's gross profit in 2021 amounted to 407 million baht, a year-on-year growth of 76.3 million baht, owing to the higher margin of its steel and energy businesses, representing a gross profit margin of 38.5%, compared with 25.6% a year earlier.

In 2021, the Company recorded a 60.6 million baht or 9.81% increase in EBITDA, of which 47.5 million baht was attributable to gain on delivery of the four power plant projects under the contract, and the remaining came from provision of OEM service under the contract of the steel business.

With the growth of both the gross profit and the EBITDA, the Company posted a decline in net loss year-on-year, i.e. a net loss of 112.44 million baht in 2021 compared with a net loss of 292.59 million baht in 2020.

Operating results classified by type of business

Gross profit classified by type of business	2021			2020			Change
	Steel business and others	Energy business	Total	Steel business and others	Energy business	Total	
Revenues	194.26	862.32	1,056.58	482.70	807.65	1,290.35	
Costs	(80.72)	(568.57)	(649.29)	(421.04)	(538.37)	(959.41)	
Gross profit	113.54	293.75	407.29	61.66	269.28	330.94	+ 76.35
Gross profit margin	58.4%	34.1%	38.5%	12.8%	33.3%	25.6%	+ 12.9%

Steel business and others

In 2021, the Company recorded consolidated revenues of 194.26 million baht, almost all of which were income from provision of OEM service, while those in 2020 were 482.7 million baht, of which around 223 million baht came from sale of billet and the remaining from provision of OEM service. This resulted in the increase in gross profit margin of steel business to 58.4% compared with 12.8% in the foregoing year. Meanwhile, contribution to EBITDA in 2021 improved to 78.39 million baht or an EBITDA margin of 40.4%, compared with 27.8 million baht or an EBITDA margin of 5.8% in 2020, driven by provision of OEM service and management of administrative expenses of the steel business with higher efficiency.

Renewable energy business

In 2021, the Company recorded revenues from sales of 862.32 million baht, an around 55 million baht increase from a year earlier. The increase mainly came from expansion of solar power plant consulting service and solar rooftop power plant installation service in Thailand leveraging on the Company's knowledge, expertise and experience in installation and development of large-scale solar power plant systems overseas and small-scale ones in Thailand. The Company has also entered into private power purchase agreements with customers in various industries since 2021, and expected to gradually started selling power commercially from the second quarter of 2022 onward.

Gross profit of energy business in 2021 amounted to 293.75 million baht compared with 269.28 million baht in 2020, or a growth of 25 million baht, mostly coming from gains on power sale in Japan of approximately 18 million baht and provision of power plant consulting and installation services in Thailand of around 7 million baht. Meanwhile, EBITDA of energy business amounted to 600.28 million baht, a year-on-year growth of around 10 million baht (2020: 590.27 million baht) despite gain on sale of power plants of 47.5 million baht. It was due to expenses incurred in relation to delivery of solar power plant projects in Japan, such as those for legal advisor on the nine power plant projects and financial advisor totaling around 25 million baht and also due diligence

consultant for projects in Australia in the amount of 4 million baht, amortization of VAT refundable from the Revenue Department in the amount of 6.5 million baht, etc.

In addition, the Company recorded significant development in respect of good corporate governance and anti-corruption in 2021 as follows:

Good corporate governance – The Company earned “Very Good” rating in the assessment of corporate governance (CG) practices of Thai listed companies for 2021 by Thai Institute of Directors (IOD), and a full score of 100 from the assessment of the quality of the annual general meeting of shareholders 2021 by Thai Investors Association.

Anti-corruption – In 2021, the Company developed a 71-item self-assessment form (revised version) and accordingly filed application for the second CAC membership renewal on March 23, 2022. It also participated in the “No Gift Policy” project to reduce the chance of offering and receiving bribes. In addition, the Company was recognized as an outstanding organization in the Transparency category by the Office of the National Anti-Corruption Commission (NACC) at the 10th NACC Integrity Awards event, and Chow Energy Plc., its subsidiary, also earned a complimentary award at the same event.

The Board of Directors deemed it expedient for the meeting to acknowledge the Company’s operating results as presented in the Form 56-1 One Report 2021.

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

Resolution: The meeting acknowledged the Company’s operating results and Form 56-1 One Report 2021.

Agenda item 3 To consider and approve the statement of financial position and the statement of comprehensive income for the year ended December 31, 2021

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

Assoc. Prof. Kalayaporn Pan-ma-rerng briefed the meeting of the Company’s financial statements for the year ended December 31, 2021 which had duly been audited by the auditor from EY Office Limited and reviewed by the Audit Committee as below:

Consolidated operational performance (Unit: million baht)

Consolidated operational performance	2021	2020
Total revenues – Continued operation	361.61	553.28
Net loss for the year	(112.44)	(269.59)
Loss per share (Baht per share)	(0.13)	(0.34)

Consolidated operational performance - The Company recorded total revenues of 1,056.58 million baht, divided into two segments, i.e. revenues from continued operation of 361.61 million baht (figures based on financial statements) and revenues from discontinued operation of 694.97 million baht which came from sale of electricity from eight power plant projects in Japan under agreements signed at the end of 2020. According to the accounting standards, such revenues have to be presented as net gain on discontinued operation separately in the financial statements.

The Company posted a net loss of 112.44 million baht, accounting for a loss per share of 0.13 baht.

Consolidated financial status (Unit: million baht)

Consolidated financial status as at December 31	2021	2020
Total assets	9,898.99	10,189.90
Total liabilities	9,083.00	9,268.65
Total shareholders' equity	815.99	921.25

Consolidated financial status – The Company recorded total assets of 9,898.99 million baht, down by 290.91 million baht or 2.9% year-on-year.

Its total liabilities amounted to 9,083.00 million baht, down by 185.65 million baht or 2.0% year-on-year.

Its total shareholders' equity amounted to 815.99 million baht, down by 105.26 million baht or 11.4% year-on-year.

Upon consideration of the statement of financial position and the statement of comprehensive income, the Board of Directors' meeting had no opinion deviated from that of the Audit Committee. It was thus deemed expedient to request the meeting's consideration and approval of the Company's statement of financial position and statement of comprehensive income for the year ended December 31, 2021 as presented in the

Form 56-1 One Report 2021 in the QR code format duly sent to the shareholders together with the invitation letter to the meeting.

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.

Resolution: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to approve the Company’s statement of financial position and statement of comprehensive income for the year ended December 31, 2021 as below:

Approved	626,919,998	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 2021

The Chairman assigned Mr. Anavin Jiratomsiri, Chairman of Executive Committee, 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.

Mr. Anavin Jiratomsiri informed the meeting that for the year ended December 31, 2021 the Company posted no annual net profit in the separate statement of income and still recorded accumulated loss. The Company was thus necessitated to suspend annual dividend payment to the shareholders as prescribed by law.

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.

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

Approved	626,919,998	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

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.

The Chairman informed the meeting that, as this agenda item was about election of directors to replace those due to retire by rotation, three directors due to retire by rotation at this AGM were (1) Assoc. Prof. Dr. Narong Yoothanom, (2) Assoc. Prof. Kalayaporn Pan-ma-rerng, and (3) Mr. Mark D. Remijan. To ensure transparency, the three directors requested to leave the meeting until the consideration of this agenda item was completed.

As Assoc. Prof. Dr. Narong Yoothanom, Chairman of Nomination and Remuneration Committee (NRC), was one of the directors due to retire by rotation at this AGM, Mr. Sanguankiat Lewmanomont, Nomination and Remuneration Committee Member, was assigned to present details of this agenda item.

The three directors due to retire by rotation were:

- 1) Assoc. Prof. Dr. Narong Yoothanom Independent Director
- 2) Assoc. Prof. Kalayaporn Pan-ma-rerng Independent Director, and
- 3) Mr. Mark D. Remijan Independent Director

The three directors due to retire by rotation in 2022 were not present at the meeting during consideration of this agenda item to allow for the shareholders' open and transparent discussion and 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 the three directors due to retire by rotation have keen knowledge and competence as well as qualifications in diversity and appropriate for the Company's business operation, and recommended that they be re-elected as directors for another term. Their profiles and relevant information were as presented in Enclosure 3.

The three 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 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 vote on this agenda item. The affirmative resolution of this agenda item required the majority of votes of the shareholders attending and voting at the meeting. Vote casting shall be made on an individual basis, and the result of which shall be announced one by one respectively.

Resolution: The meeting resolved to approve election of directors to replace the three 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 Assoc. Prof. Dr. Narong Yoothanom (as independent director for another term)

Approved	626,919,899 votes	representing	100.00%
Disapproved	100 votes	representing	0.00%
Abstained	0 vote	representing	-%
Void ballots	0 vote	representing	-%

5.2 Assoc. Prof. Kalayaporn Pan-ma-rerng (as independent director for another term)

Approved	626,919,899 votes	representing	100.00%
Disapproved	100 votes	representing	0.00%
Abstained	0 vote	representing	-%
Void ballots	0 vote	representing	-%

5.3 Mr. Mark D. Remijan (as independent director for another term)

Approved	626,505,899 votes	representing	100.00%
Disapproved	100 votes	representing	0.00%
Abstained	414,000 votes	representing	-%
Void ballots	0 vote	representing	-%

Agenda item 6 To consider and approve remuneration of the Board of Directors and Board committees for 2022

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 had been resolved by the NRC and proposed to the Board of Directors for consideration to maintain at the existing rates and within the total amount of up to 5,000,000 baht, as below:

1. Monthly allowance and meeting allowance (kept unchanged and maintained at the 2021 rates)

Position	Meeting allowance per attendance (Baht/attendance)	Monthly allowance (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 2021 rates)

- Directors and officers liability insurance limit of liability (D&O insurance) with insured amount of 100,000,000 baht and accident and travel insurance limit of liability with insured amount of 2,000,000 baht, total insurance premium of both types of which shall not exceed 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 2021 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 present at the meeting.

Resolution: The meeting resolved by the votes of not less than two-thirds (2/3) of the total votes of the shareholders present at the meeting to approve remuneration of the Board and Committee members for 2022, with voting result as below:

Approved	626,919,999	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 2022

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 on an annual basis

The Audit Committee had considered the appointment of the Company’s external auditor based on the auditor’s past track record, knowledge and understanding of the business, good work standards, and capability to give accounting advice to the Company, as well as having no relationship with and/or beneficial interests in the Company, its subsidiaries, management, major shareholders or related persons thereof. It was thus deemed expedient to propose the appointment of the certified public accounts from EY Office Limited as the Company’s auditor as listed below:

Name of certified public accountants (CPA)	CPA no.	Number of years of audit in past 5 years
1. Mr. Supachai Phanyawattano	3930	3 years (2019-2021)
2. Mr. Natthawut Santipet	5730	None
3. Ms. Krongkaew Limkittikul	5874	None

Any one of the above certified public accountants will carry out the audit work and give opinion on the Company’s financial statements. In case any one of them cannot perform duties, it was considered appropriate for the shareholders’ meeting to approve for the Board of Directors to appoint other certified public accountant from EY Office Limited with comparable qualifications as the replacement. EY Office Limited would also perform as the auditor of the Company’s subsidiaries in Thailand.

The audit fee for 2021 was proposed to be in an amount of not exceeding 1,680,000 baht, comprising annual audit fee of 1,200,000 baht and quarterly review fee of 480,000 baht, all of which exclusive of VAT.

It was therefore deemed expedient for the meeting to consider and approve the appointment of auditor and fixing of audit fee for 2022 as details presented above.

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

Resolution: The meeting resolved by unanimous votes of the shareholders attending and voting at the meeting to appoint EY Office Limited as the auditor of the Company for 2022 represented by Mr. Supachai Phanyawattano, CPA no. 3930, or Mr. Natthawut Santipet, CPA no. 5730, or Ms. Krongkaew Limkittikul, CPA no. 5874, and to fix the audit fee for 2022 in the total amount of not exceeding 1,680,000 baht, as below:

Approved	626,920,001	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 addition of one objective and the amendment of Clause 3 of the Memorandum of Association

The Chairman assigned Mr. Anavin Jiratomsiri, Chairman of Executive Committee, to present details to the meeting.

Mr. Anavin Jiratomsiri informed the meeting that the Company has planned to expand business into digital assets (cryptocurrencies), which is a financial innovation with high growth prospect. Therefore, to cover its future business, the Company has to make addition to its objectives and amendment of Clause 3 of its Memorandum of Association to be in line with the addition of one objective, as follows:

1. Addition of one objective:

“Clause 56. To engage in the business of cryptocurrency exchange, digital token exchange, digital token broker, cryptocurrency trader, digital token dealer, provider of advice and recommendations on cryptocurrency and digital token for interested business operators and people in general; in addition to offering digital currency exchange or sale service, digital asset investment service, including but not limited to mining, trading, exchanging of digital assets, or exchanging foreign currency for digital currency, plus investment or provision of other services in relation to cryptocurrency and digital token transactions (after being granted permission by relevant agency in case where the activity needs permission), information storage, processing, verification and validation on the decentralized blockchain network service; including

conducting research and development and collection of information in connection with information technology business for the enhancement of knowledge, skill and expertise in both academic and technological areas.”

2. Amendment of Clause 3 of its Memorandum of Association to be in line with the addition of one objective:

From “Clause 3. The objectives of the Company consist of 55 clauses as detailed in the attached Form BorMorJor.002.”

To “Clause 3. The objectives of the Company consist of 56 clauses as detailed in the attached Form BorMorJor.002.”

It was deemed expedient for the meeting to approve the addition of one objective and the amendment of Clause 3 of the Memorandum of Association to make up a total of 56 clauses. 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 addition of the objective and the amendment of Clause 3 of the Memorandum of Association regarding the objectives of the Company 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 addition and the amendment so proposed.

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

Shareholder : What is the Company’s strategy in addition of the objective
(Mr. Kritthana Jongthanasesthakul) regarding digital assets or cryptocurrencies? Is it for investment in cryptocurrencies or token fundraising in relation to green energy?

Chairman of Executive Committee : The proposed addition of the objective is for accommodating the businesses mentioned by the shareholder as there would be flexibility in the future in case we need to launch fundraising tools through various channels.

To launch ICO or fundraising through various cryptocurrencies, we need to have the relevant objective in place to accommodate proceeding of such transaction.

Shareholder : What is the Company's plan in the near future? Is it about
(Mr. Kritthana Jongthanasesthakul) investment or token fundraising?

Chairman of Executive Committee : We have no plan to launch ICO in the near future.

The Chairman asked the shareholders and proxies whether there were any additional questions and comments. No additional 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 addition of one objective and the amendment of Clause 3 of the Memorandum of Association to make up a total of 56 clauses, and also authorize any person assigned by the authorized director of the Company to proceed with the registration of the addition of the objective and the amendment of Clause 3 of the Memorandum of Association regarding the objectives of the Company 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 addition and amendment.

Details were as below:

Approved	628,145,003	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. However, the shareholders had been invited to propose additional agenda items for the AGM 2022 in advance through the Stock Exchange of Thailand and on the Company website from October 18 – December 30, 2021. Upon the end of such period, 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 the shareholders and answers and clarifications were given by the Company as follows:

Shareholder : How would the current weakening of Japanese yen affect the
(Mr. Kritthana Jongthanasesthakul) Company's sale of power plant projects and receipt of payment in yen?

Chairman of Executive Committee : With the yen depreciation at present, the Company would be affected as the amount we receive would be smaller in term of baht.

- Shareholder : Why did the Company use no swaps to hedge foreign exchange risk? (Swap is a foreign exchange risk hedging tool.)
(Mr. Kritthana Jongthanasesthakul)
- Chairman of Executive Committee : It costs rather high to buy a swap in Japan. We do not buy swaps but use other tools to delay the yen to baht conversion. There is no need to convert the currency immediately at the current exchange rate.
- Shareholder : This means the proceeds from the asset sale need not be used at present. According to the plan announced, would the proceeds from such asset sale be used for settlement of debts in Japan and Thailand or for investment?
(Mr. Kritthana Jongthanasesthakul)
- Chairman of Executive Committee : The proceeds received in yen from the asset sale would be used to settle yen debts in Japan and also yen debts in Thailand, hence no foreign exchange impact. The remaining proceeds in yen need not be converted at present and would be treated with the tool to delay the conversion for a further period of time.
- Shareholder : The Company has still recorded more than 1 billion baht in baht debts. Is it right that the Company has yet to settle such baht debts?
(Mr. Kritthana Jongthanasesthakul)
- Chairman of Executive Committee : We have stayed on the debt payment schedule. There is no need to convert yen into baht to make debt payment at the moment.
- Shareholder : Is there any interest debt burden at present?
(Mr. Kritthana Jongthanasesthakul)
- Chairman of Executive Committee : There remains interest debt burden but it is not yet due for payment in baht at present.
- Shareholder : Would the gain on such asset sale be booked in the first quarter of this year?
(Mr. Kritthana Jongthanasesthakul)
- Chairman of Executive Committee : The transaction has taken place in the first quarter of this year.
- Shareholder : How has the COVID-19 affected the power plant projects in Australia and Japan? For example, according to the plan, the power plant in Australia would be operated with a 170 MW capacity and another one in Japan with a certain capacity. When will the power plant project in Australia be implemented?
(Mr. Kritthana Jongthanasesthakul)
- Chairman of Executive Committee : The COVID-19 impact has still been felt but on a declining trend. Australia has now been open to travelers, while Japan requires

application for specific visas, not yet open for travelers in general. We can travel to Japan but with increasing travel restrictions. Any business proceeding there may more or less take a longer time.

- Shareholder
(Mr. Kritthana Jongthanasesthakul) : According to the projection, when will the power plant project in Australia be implemented? Would there be any impact on the documents duly submitted? Would there be any change to the project or would it still be carried on as planned?
- Chairman of Executive Committee : We expect the project development would be completed and ready for construction work by the end of 2022. We would make sure it would not be delayed any further.
- Shareholder
(Mr. Kritthana Jongthanasesthakul) : Would it take a shorter time for implementation of the project in Australia as the project site is not mountainous as those in Japan? Has the decrease in solar panel price affected sale and purchase of electricity?
- Chairman of Executive Committee : Project implementation in Australia would take a shorter time as the site is on a plain area, and at present, solar panel price is on the rise.
- Shareholder
(Mr. Kritthana Jongthanasesthakul) : Is investment in solar power plant both domestically and overseas still worthwhile? Is the project cost on the rise or on the decline? How is the electricity tariff rate? Are there any prospects for investment in other alternative energy power plant, such as wind power plant?
- Chairman of Executive Committee : We have more expertise in solar power plant, so we will still aim for investment in solar power plant, with focus on Japan, Australia and Thailand.
- Shareholder
(Mr. Kritthana Jongthanasesthakul) : Regarding the solar rooftop business in Thailand under joint venture with HACO, how is the response? With the 34.75 MW solar rooftop power available in Thailand at present, is there any prospect or target for the increase in the solar rooftop power capacity?
- Chairman of Executive Committee : Our joint venture with HACO targets to penetrate retail market with outlets at certain Home Pro and Thai Watsadu branches.
- Shareholder
(Mr. Kritthana Jongthanasesthakul) : Has the OEM so far covered production of 400,000 tons per year under the contract since start of production in March 2022? Are the customers domestic or overseas?

Chairman of Executive Committee

The production has been missing in the first 3 months of this year, and production has just started at the end of March this year. There has been no impact from COVID-19 on the production as the factory has been newly revamped. This round of production has mostly been for export.

Shareholder
(Mr.Dechudom Khunnasit)

: What is the Company's objective regarding digital asset? Is it whether mainly for token fundraising, or for trading, or for investment in digital asset, and in what proportion of its investment portfolio?

Chairman of Executive Committee

: With the addition of objective and amendment of our Memorandum of Association this time, we aim to boost our flexibility in order to accommodate business operation in the future. At present, we have not yet planned to issue tokens or launch an ICO, or to apply for trading.

The Chairman asked the meeting whether there were any additional questions or comments. No questions or comments were raised. The Chairman thanked the shareholders and proxies for attending the AGM 2022. He then declared the meeting closed.

As of the meeting adjournment time, there were 19 shareholders who attended the meeting in person and 28 by proxy, totaling 47, holding aggregately 628,147,903 shares, which represented 78.5185% of the total shares sold of the Company.

Meeting adjournment 15.06 hrs.

Meeting minutes taken by:

Ms. Sirirat Khongpeng

Company Secretary

-Signed-

Signature.....

(Dr. Pruchya Piumsomboon)

Chairman of Board of Directors

-Signed-

Signature.....

(Mr. Anavin Jiratomsiri)

Director and Chairman of Executive Committee

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



Pruchya Piumsomsorn, Ph.D., P.E. (Type of nominated directorship: Independent Director)

Chairman of the Board (Independent Director)

(Directorship started on March 3, 2009 is 14 years 1 month. Should he be re-elected as a director, his entire tenure will be 17 years and 1 month)

- Age 71 years
- Education/Training
 - Ph.D. (Operations Research), Texas A&M University, USA
 - Master's degree of Engineering (Operations Research), Texas A&M University, USA
 - Bachelor of Engineering, Chulalongkorn University
 - Diploma, National Defense College, The National Defense Course Class 12
 - Professional Engineer, State of Texas, USA
 - Director Certification Program (DCP) class 12/2001, Thai Institute of Director
 - Role of the Chairman Program (RCP) class 32/2013, Thai Institute of Director
- Experience (5 years past experiences)
 - 1992 – Present : Managing Director, CIM System (Thailand) Co., Ltd.
 - 2012 – Present : Managing Director, Pakin Property Co., Ltd.
 - 1995 – Present : Board of Director, Casavade Co., Ltd.
 - 2009 – Present : Chairman of the Board, Chow Steel Industries Public Company Limited
 - 2012 – Present : Chairman of the Board, President Automobile Industries Public Company Limited
 - 1994 – 2016 : Independent Director and Audit Committee, SVI Public Company Limited
- Board Member / Management in Other Listed Company: (1 company)
 - Chairman of the Board, President Automobile Industries Public Company Limited
- Position in Other Company / Organization / Institution: (3 Companies)
 - Managing Director, CIM System (Thailand) Co., Ltd.
 - Managing Director, Pakin Property Co., Ltd.
 - Board of Director, Casavade Co., Ltd.
- Shareholding: 1,298,000 shares or 0.16% directly held (As of December 31, 2022)

- Familial relationship between directors and executives: None
- Position in other organization that compete with/related to the Company : None
- 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 2022:
 - The 2022 AGM attendance
 - The Board of Directors meeting attendance 4/4 times (100%)
- **Additional Qualification for independent director** (As stipulated by the Notification of Capital Market Supervisory Board No. TorJor.39/2559

Type of relationship

- Not having kin relationship including spouse of child of other directors, of an executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of the Company or its subsidiary.
- Not being a director appointed as representation of the Board of Directors, major shareholders who is related to a major shareholder of the Company.
- **Having the following relationship with the Company, Subsidiaries, Associate Company, major shareholders or controlling person at present or during the past 2 years**
 - Not taking part in the management and/or being an employee, staff member, advisor who receives a regular salary or is a controlling person as stipulated in the Company Independent Director Qualification.
 - Not being profession services provider, e.g., auditor, partner of an audit firm, legal advisor, financial advisor.
 - Not having significant business and neither is nor has ever been a significant shareholder or controlling person in a manner that may interfere with his/her independent judgment.
- **Qualification of Directors**
 - Having qualification required by the applicable laws and regulations as set out below.
 - Public Limited Companies Act, B.E.2535, section 68
 - The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange Commission No. KorJor.3/2560 regarding the Lack of Trustworthiness of Directors and Managing Directors.
 - The Company's Articles of Association, the Corporate Governance Principle as disclosed in the 56-1 One Report, and the Company Independent Director Qualification.



Mr.Noppadon Jason Chirasanti (Type of nominated directorship: Independent Director)

Independent Director

Audit 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 17 years and 1 month)

- Age 52 years
- Education/Training
 - Master of Science in Business Economics, Bentley Graduate School of Business, Massachusetts, USA
 - Master of Business Administration, St. Louis University, USA
 - Bachelor of Business Administration, Assumption University
 - Director Accreditation Program (DAP) class 78/2009, Thai Institute of Directors
 - Preparation for post COVID-19 (once in a hundred-year crisis, opportunity and prospect offered post COVID-19 organized by EY Office)
- Experience (5 years past experiences)
 - 2009 – Present : Independent Director, and Audit Committee Member, Chow Steel Industries Public Company Limited
 - 2013 – 2015 : Deputy Managing Director, Contango Co., Ltd.
 - 2007 – 2015 : Director, Mercury Nine Co., Ltd.
 - 2017 – Present : Director and Chief Executive Officer, Hero Experience Co., Ltd.
 - 2021 – Present : Director and Managing Director, Sirinavin Valley Co., Ltd.
- Board Member / Management in Other Listed Company: -None-
- Position in Other Company / Organization / Institution: (3 companies)
 - Director and Chief Executive Officer, Hero Experience Co., Ltd.
 - Director and Chief Executive Officer, PMD Plus Co., Ltd.
 - Director and Managing Director, Sirinavin Valley Co., Ltd.
- Shareholding: None
- Familial relationship between directors and executives: None

- Position in other organization that compete with/related to the Company: None
- 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 2022:
 - The 2022 AGM attendance
 - The Board of Directors meeting attendance 4/4 times (100%)
 - The Audit Committee meeting attendance 4/4 times (100%)
- **Additional Qualification for independent director** (As stipulated by the Notification of Capital Market Supervisory Board No. TorJor.39/2559

Type of relationship

- Not having kin relationship including spouse of child of other directors, of an executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of the Company or its subsidiary.
- Not being a director appointed as representation of the Board of Directors, major shareholders who is related to a major shareholder of the Company.
- **Having the following relationship with the Company, Subsidiaries, Associate Company, major shareholders or controlling person at present or during the past 2 years**
 - Not taking part in the management and/or being an employee, staff member, advisor who receives a regular salary or is a controlling person as stipulated in the Company Independent Director Qualification.
 - Not being profession services provider, e.g., auditor, partner of an audit firm, legal advisor, financial advisor.
 - Not having significant business and neither is nor has ever been a significant shareholder or controlling person in a manner that may interfere with his/her independent judgment.
- **Qualification of Directors**
 - Having qualification required by the applicable laws and regulations as set out below.
 - Public Limited Companies Act, B.E.2535, section 68
 - The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange Commission No. KorJor.3/2560 regarding the Lack of Trustworthiness of Directors and Managing Directors.
 - The Company's Articles of Association, the Corporate Governance Principle as disclosed in the 56-1 One Report, and the Company Independent Director Qualification.



Mr. Kanawath Aran (Type of nominated directorship: Independent Director)

Independent Director, Audit Committee Member

Risk Management Committee Member

Good Corporate Governance 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 17 years and 1 month)

- Age 57 years
- Education/Training
 - Master of Laws Degrees in Business Law, Ramkhamhaeng University
 - Master of Business Administration, Sripatum University
 - Bachelor of Laws, Ramkhamhaeng University
 - Graduate Diploma Program in Business Law, Ramkhamhaeng University
 - Certificate program in accounting and taxation, The Central Tax Count
 - Director Accreditation Program (DAP) class 78/2009, Thai Institute of Directors
 - Preparation for post COVID-19 (once in a hundred-year crisis, opportunity and prospect offered post COVID-19 organized by EY Office)
- Experience (5 years past experiences)
 - 2019 – Present : Independent Director and Audit Committee, Chow Steel Industries Public Company Limited
 - 2003 – Present : Manager, Lawyer and Legal Advisor, K & Partner Law Officer
 - 2021 – Present : Deputy Secretary, The Lawyer’s Association of Thailand
- Board Member / Management in Other Listed Company: (2 companies)
 - Independent Director, Audit Committee, President Automobile Industries Public Company Limited
 - Independent Director, Audit Committee, SONIC INTERFREIGHT Public Company Limited
- Position in Other Company / Organization / Institution: (1 companies)
 - Director and Managing Director, K & Partner Co., Ltd.

- Shareholding: None
- Familial relationship between directors and executives: None
- Position in other organization that compete with/related to the Company: None
- 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 2022:
 - The 2022 AGM attendance
 - The Board of Directors meeting attendance 4/4 times (100%)
 - The Audit Committee meeting attendance 4/4 times (100%)
 - The Risk Management Committee meeting attendance 4/4 times (100%)
 - The Good Corporate Governance Committee meeting attendance 2/2 times (100%)
- **Additional Qualification for independent director** (As stipulated by the Notification of Capital Market Supervisory Board No. TorJor.39/2559)

Type of relationship

 - Not having kin relationship including spouse of child of other directors, of an executive, major shareholder, controlling person, or person to be nominated as director, executive or controlling person of the Company or its subsidiary.
 - Not being a director appointed as representation of the Board of Directors, major shareholders who is related to a major shareholder of the Company.
- **Having the following relationship with the Company, Subsidiaries, Associate Company, major shareholders or controlling person at present or during the past 2 years**
 - Not taking part in the management and/or being an employee, staff member, advisor who receives a regular salary or is a controlling person as stipulated in the Company Independent Director Qualification.
 - Not being profession services provider, e.g., auditor, partner of an audit firm, legal advisor, financial advisor.
 - Not having significant business and neither is nor has ever been a significant shareholder or controlling person in a manner that may interfere with his/her independent judgment.
- **Qualification of Directors**
 - Having qualification required by the applicable laws and regulations as set out below.
 - Public Limited Companies Act, B.E.2535, section 68

- The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange Commission No. KorJor.3/2560 regarding the Lack of Trustworthiness of Directors and Managing Directors.
- The Company's Articles of Association, the Corporate Governance Principle as disclosed in the 56-1 One Report, and the Company Independent Director Qualification.



Mr.Sanguankiat Lewmanomont (Type of nominated directorship: Director)

Director

Nomination and Remuneration 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 17 years and 1 month)

- Age 47 years
- Education/Training
 - Master of Law (LLM.) in International Business Law University of Cumbria, Robert Kennedy College, UK
 - Master of Science in Computer Information System, Boston University, USA
 - Master of Science in Actuarial Sciences Concentration in Mathematical Finance, Boston University, USA
 - Bachelor of Business Administration (Finance and Banking), Thammasat University
 - Bachelor of Laws, Ramkhamhaeng University
 - Certificate in Internet Law, Harvard University, USA
 - Certificate Ceremony of Participants in Patent Agent Training, Department of intellectual Property
 - Certificate Lawyer in Intellectual Property Rights, The Central Intellectual Property and Internal Trade Court
 - Certificate in Arbitration and mediation of disputes about the property litigation
 - Director Accreditation Program (DAP) class 50/2006, Thai Institute of Directors
 - Board Nomination and Compensation Program (BNCP) class 13/2022, Thai Institute of Directors

- Experience (5 years past experiences)
 - 2009 – Present : Director and Nomination and Remuneration Committee Member, Chow Steel Industries Public Company Limited
 - 2014 – Present : Director, Chow Energy Public Company Limited
 - Feb 2023 – Present : Chairman of the Board, Chow Energy Public Company Limited
 - 1999 – 2017 : Director, Lew Manomont International Law Office Co., Ltd.
- Board Member / Management in Other Listed Company: None
- Position in Other Company / Organization / Institution: (5 companies)
 - Director, Thai Solar Rooftop CP Co., Ltd.
 - Director, Captain Cash Holding Co., Ltd.
 - Director, Captain Cash Capital Co., Ltd.
 - Independent Director, Audit Committee member, Chairman of Nomination and Remuneration Committee, Y.S.S. (Thailand) Co., Ltd.
 - Director, Manomont Real Estate Co., Ltd.
- Shareholding: None
- Familial relationship between directors and executives: None
- Position in other organization that compete with/related to the Company: None
- 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 2022:
 - The 2022 AGM attendance
 - The Board of Directors meeting attendance 4/4 times (100%)
 - The Nomination and Remuneration meeting attendance 2/2 times (100%)
- **Qualification of Directors**
 - Having qualification required by the applicable laws and regulations as set out below.
 - Public Limited Companies Act, B.E.2535, section 68
 - The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange Commission No. KorJor.3/2560 regarding the Lack of Trustworthiness of Directors and Managing Directors.
 - The Company's Articles of Association, the Corporate Governance Principle as disclosed in the 56-1 One Report, and the Company Independent Director Qualification.

Qualifications of Independent Directors

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

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

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

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

Profiles and Work Experience of auditors for the fiscal year 2023

Miss Krongkaew Limkittikul

Partner

EY Office Limited

Citified Public Accountant No. 5874



Profiles and Work Experience

- Working Period : 1995 – present
- Professional Qualification : Certified Public Accountant (Thailand)
 Auditor Approved by the Office of The Securities and Exchange Commission of Thailand
- Academic Qualification : Master’s degree in Business Administration from Assumption University
- Experience : Over 20 years of audit working experience with EY and also has experience working with a number of multinational clients and listed clients.
- Relationship with or Interest in : -None-
 (except for the audit service) the Company, Subsidiaries, Executives, Major Shareholders, or their Related Persons Capable of Undermining the Ability to Perform Duties Independently.
- Contact Details : EY Office Limited
 33rd Floor, Lake Rajada Office Complex
 193/136-137 Rajadapisek Road, Klongtoey, Bangkok 10110
 Telephone: 0-2264-9090
 Facsimile: 0-2264-0789
- Year of Service : 1 Year Being the signatory on the Financial Statement of the Company and subsidiaries

Mr. Natthawut Santipet

Partner

EY Office Limited

Citified Public Accountant No. 5730



Profiles and Work Experience

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

Miss Watoo Kayankannavee

Partner

EY Office Limited

Citified Public Accountant No. 5423



Profiles and Work Experience

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

documents to identify shareholders.
or their proxies who are eligible to attend the meeting and vote.

Attendance Registration

Registration start at 12.00 hrs., on Thursday 27 April 2023, onwards, at Auditorium room, 3rd 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 Government Identification Card I.D. card. In case of any changes of name and/or surname, evidence of such changes, certified as true and correct copy, shall be presented.	1.2) Present valid official Passport. In case of any changes of name and/or surname, evidence of such changes, certified as true and correct copy, shall be presented.

2) Proxy must

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

2.1.1) If the apportioning shareholders is an ordinary person.

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

to conceal certain data namely Religions and/or Blood Type (the “Required Document”). In case the grantor does not cross out, conceal, or do anything to conceal such data, the Company reserves the right to do the aforementioned.

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

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

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

(a) Juristic Person incorporated in Thailand:

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

(b) Foreign Juristic Persons.

please enclose the documents as follows:

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

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

- (c) For foreign juristic persons, unless the original document is in English language, the English translation certified as true and correct translation by the authorized person(s) shall also be presented.
- (d) If the grantor is a custodian, please enclose the power of attorney of such grantor authorizing the custodian together with the evidences 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 true and correct copy.

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

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

1. Assoc. Prof. Kalyaporn Pan-ma-rerng Independent Director, Chairman of the Audit Committee
2. 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 21, 2023**.

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

Please present the evidence to verify that change.

แบบหนังสือมอบฉันทะ แบบ ก.
Proxy Form A.

(Duty
Stamp)
20 Baht

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I / We

Nationality

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

Residing at No. Road Tambon/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์.....

Province Postal Code

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

Being a shareholder of Chow Steel Industries Public Company Limited

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

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

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

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

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

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

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้ รศ. กัลยาภรณ์ ปานมะเร็ง หรือนายนพปฎล เจสัน จิรสันต์ ซึ่งเป็นกรรมการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการอิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

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 ปานมะเร็ง ตำแหน่งกรรมการอิสระ และประธานกรรมการตรวจสอบ อายุ 70 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 หรือ

Assoc. Prof. Kalyaporn Pan-ma-rerng Position Independent Director and Chairman of the Audit Committee, age 70 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2023 Annual General Meeting of Shareholders, or

(2.) นายนพพล เจสัน จิรสันต์ ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 52 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 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, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2023 Annual General Meeting of Shareholders, or

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

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ในวันพฤหัสบดีที่ 27 เมษายน 2566 เวลา 14.00 น. ณ ห้องออডিทอเรียม ชั้น 3 C ASEAN อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of the above to be my/our proxy holder to attend and vote on my behalf at the 2023 Annual General Meeting of Shareholders on Thursday be held on 27 April 2023 at 14.00 hrs. at Auditorium room, 3rd 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/Signedผู้มอบฉันทะ/Grantor
(.....).

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

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

หมายเหตุ: Remarks:

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียง ลงคะแนน
ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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

แบบหนังสือมอบฉันทะ แบบ ข.

Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Form containing specific details)

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

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

(Duty
Stamp)
20 Baht

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I / We

Nationality

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

Residing at No. Road Tambon/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์.....

Province

Postal Code

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

Being a shareholder of Chow Steel Industries Public Company Limited

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

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

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

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

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

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

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้ รศ. กัลยาภรณ์ ปานมะเร็ง หรือนายนพภูฏ เจริญ จิรสันต์ ซึ่งเป็นกรรมการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการอิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

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

(1.) รศ. กัลยาภรณ์ ปานมะเร็ง ตำแหน่งกรรมการอิสระ และประธานกรรมการตรวจสอบ อายุ 70 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 หรือ

Assoc. Prof. Kalyaporn Pan-ma-rerng Position Independent Director and Chairman of the Audit Committee, age 70 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2023 Annual General Meeting of Shareholders, or

(2.) นายนพพล เจสัน จิรสันต์ ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 52 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 หรือ

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

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ในวันพฤหัสบดีที่ 27 เมษายน 2566 เวลา 14.00 น. ณ ห้องออডিทอเรียม ชั้น 3 C ASEAN อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of the above to be my/our proxy holder to attend and vote on my behalf at the 2023 Annual General Meeting of Shareholders on Thursday be held on 27 April 2023 at 14.00 hrs. at Auditorium room, 3rd 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 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ประชุมเมื่อวันที่ 28 เมษายน 2565

Agenda 1 To certify the minutes of the 2022 Annual General Meeting of Shareholders held on 28 April 2022

(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 2 พิจารณารับทราบรายงานผลการดำเนินงานในรอบปี 2565

Agenda 2 To acknowledge the 2022 performance statement.

(ระเบียบวาระนี้เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง)

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

วาระที่ 3 พิจารณาอนุมัติงบการเงินประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2565

Agenda 3 To approve the 2022 financial statement ended on December 31, 2022

(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 4 พิจารณาอนุมัติการงดจ่ายเงินปันผลและการสำรองตามกฎหมาย ประจำปี 2565

Agenda 4 To approve the Omission of dividend payment and non-appropriation of profit to legal reserve for the year 2022.

(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 5 พิจารณานุมัติเลือกตั้งกรรมการแทนกรรมการที่ออกจากตำแหน่งตามวาระ

Agenda 5 To approve the elect directors to replace those who retired by rotation.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

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

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

การแต่งตั้งกรรมการทั้งหมด

Appoint all the nominated candidates as a whole

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล

Appoint an individual candidate

5.1 ดร.ปรัชญา เปี่ยมสมบูรณ์ / Dr.Pruchya Piumsomboon

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

5.2 นายนพพล เจสัน จิรสันต์ / Mr.Noppadon Jason Chirasanti

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

5.3 นายณวรรธน์ อรัญ / Mr.Kanawath Aran

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

5.4 นายสงวนเกียรติ ลิ้มโนมนต์ / Mr.Sanguankiat Lewmanomont

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 6 พิจารณานุมัติกำหนดค่าตอบแทนคณะกรรมการบริษัท ประจำปี 2566

Agenda 6 To approve the remuneration of the Board of Directors 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

Approve

Disapprove

Abstain

- วาระที่ 7 พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2566
Agenda 7 To approve the auditors and the audit fees 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:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 8 พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท
Agenda 8 To approve the amendment of the Company's Articles of Association.
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- วาระที่ 9 พิจารณาเรื่องอื่นๆ (ถ้ามี)
Agenda 9 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:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

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

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

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

หมายเหตุ: Remarks:

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียง ลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form B. as attached.

แบบหนังสือมอบฉันทะ แบบ ค.

Proxy Form C.

(สำหรับผู้ถือหุ้นต่างประเทศที่แต่งตั้งคัสโตเดียนในประเทศไทยเท่านั้น)

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

(Duty
Stamp)
20 Baht

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I / We

Nationality

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

Residing at No. Road Tambon/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์.....

Province

Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ

Acting as the Custodian for

เป็นผู้ถือหุ้นของ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน)

Being a shareholder of Chow Steel Industries Public Company Limited

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

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

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

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

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

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

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้ รศ. กัลยาภรณ์ ปานมะเร็ง หรือนายนพพลกุล เจสัน จิรสันต์ ซึ่งเป็นกรรมการอิสระของบริษัทก็ได้ ทั้งนี้ ข้อมูลกรรมการอิสระปรากฏตามสิ่งที่ส่งมาพร้อมนี้)

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 ปานมะเร็ง ตำแหน่งกรรมการอิสระ และประธานกรรมการตรวจสอบ อายุ 70 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 หรือ

Assoc. Prof. Kalyaporn Pan-ma-rerng Position Independent Director and Chairman of the Audit Committee, age 70 years, address Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2023 Annual General Meeting of Shareholders, or

(2.) นายนพพล เจสัน จิรสันต์ ตำแหน่งกรรมการอิสระ และกรรมการตรวจสอบ อายุ 52 ปี ที่อยู่ บริษัท เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) เลขที่ 2525 อาคารเอฟวายไอ เซ็นเตอร์ 2 ชั้น 10 ถนนพระราม 4 แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110 ซึ่งไม่มีส่วนได้เสียพิเศษในวาระที่เสนอในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 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, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110 who has no special interest in the agenda proposed in the 2023 Annual General Meeting of Shareholders, or

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

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2566 ในวันพฤหัสบดีที่ 27 เมษายน 2566 เวลา 14.00 น. ณ ห้องออডিทอเรียม ชั้น 3 C ASEAN อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย กรุงเทพมหานคร 10110, ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of the above to be my/our proxy holder to attend and vote on my behalf at the 2023 Annual General Meeting of Shareholders on Thursday be held on 27 April 2023 at 14.00 hrs. at Auditorium room, 3rd 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

หุ้นสามัญ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ เสียง

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

หุ้นบุริมสิทธิ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ เสียง

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

(4) ข้าพเจ้าขอมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2565 ประชุมเมื่อวันที่ 28 เมษายน 2565

Agenda 1 To certify the minutes of the 2022 Annual General Meeting of Shareholders held on 28 April 2022

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

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

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียง หุ้น

Approve

Disapprove

Abstain

วาระที่ 2 พิจารณารับทราบรายงานผลการดำเนินงานในรอบปี 2565

Agenda 2 To acknowledge the 2022 performance statement.

(ระเบียบวาระนี้เป็นเรื่องเพื่อทราบ จึงไม่ต้องลงคะแนนเสียง)

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

วาระที่ 3 พิจารณาอนุมัติงบการเงินประจำปีสิ้นสุด ณ วันที่ 31 ธันวาคม 2565

Agenda 3 To approve the 2022 financial statement ended on December 31, 2022

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

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

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

วาระที่ 4

พิจารณาอนุมัติการงดจ่ายเงินปันผลและการสำรองตามกฎหมาย ประจำปี 2565

Agenda 4

To approve the Omission of dividend payment and non-appropriation of profit to legal reserve for the year 2022.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

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

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

วาระที่ 5

พิจารณาอนุมัติการเลือกตั้งกรรมการบริษัทแทนแทนกรรมการที่ครบกำหนดออกตามวาระ

Agenda 5

To consider and approve the election of directors who will retired by rotation

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

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

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

การแต่งตั้งกรรมการทั้งชุด

Appoint all the nominated candidates as a whole

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

การแต่งตั้งกรรมการเป็นรายบุคคล

Appoint an individual candidate.

5.1 ดร.ปรัชญา เปี่ยมสมบุรณ์ / Dr.Pruchya Piumsomboon

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

5.2 นายณพภูฏ เจสัน จิรสันต์ / Mr.Noppadon Jason Chirasanti

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

5.3 นายณวรรธน อรัญ / Mr.Kanawath Aran

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

5.4 นายสงวนเกียรติ ลีวมโนมนต์ / Mr.Sanguankiat Lewmanomont

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

วาระที่ 6 พิจารณานุมัติกำหนดค่าตอบแทนคณะกรรมการบริษัท ประจำปี 2566
 Agenda 6 To approve the remuneration of the Board of Directors 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 หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

วาระที่ 7 พิจารณานุมัติแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทน ประจำปี 2566
 Agenda 7 To approve the auditors and the audit fees 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 หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

วาระที่ 8 พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท
 Agenda 8 To approve the amendment of the Company's Articles of Association.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร
 (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
 (ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
 (b) To grant my/our proxy to vote as per my/our intention as follows:
 เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

วาระที่ 9 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 9 Other matters (if any)

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

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

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

เห็นด้วย หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
 Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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

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

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

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

หมายเหตุ:

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบ ฉันทะแทน
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
3. ผู้ถือหุ้นที่มีมอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
5. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

Remark:

1. 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 เซาว์ สตีล อินดัสทรี จำกัด (มหาชน) ในการประชุม
สามัญผู้ถือหุ้นประจำปี 2566 ในวันพฤหัสบดีที่ 27 เมษายน 2566 เวลา 14.00 น. ณ ห้องออডিทอเรียม ชั้น 3
C ASEAN อาคารไทยเบฟ ควอเตอร์ (ThaiBev Quarter) เลขที่ 62 ถนนรัชดาภิเษก แขวงคลองเตย เขตคลองเตย
กรุงเทพมหานคร 10110 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

The appointment of proxy by the shareholder of Chow Steel Industries Public
Company Limited. In the meeting of the 2023 Annual General Meeting of Shareholders on
Thursday be held on 27 April 2023 at 14.00 hrs. at Auditorium room, 3rd 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..... หุ้น ไม่เห็นด้วย หุ้น งดออกเสียงหุ้น
Approve Disapprove Abstain

วาระที่ เรื่อง

Agenda no.... Re:

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามเห็นสมควร

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

(ข) ขอให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

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

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



Associate Professor Kalyaporn Pan-ma-rerng

Independent Director ⁽¹⁾

Chairman of the Audit Committee

Chairman of the Risk Management Committee

and Nomination and Remuneration Committee

Age	70 years
Nationally	Thai
Address	<ul style="list-style-type: none"> ● Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Klongtoei, Bangkok 10110
Proportion of Total Shares Held %	<ul style="list-style-type: none"> ● Self : None ⁽²⁾ ● Spouse : None ● Minor : None ● Total : None
Conflict of Interest	<ul style="list-style-type: none"> ● *No conflict of interest on the proposed agenda in the 2023 AGM

Remarks:

⁽¹⁾ 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

⁽²⁾ Information on the Date of the list of shareholders rights to attend the 2023 Annual General Meeting of Shareholders shall be determined in accordance with the Record Date on March 17, 2023.

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



Mr. Noppadon Jason Chirasanti

Independent Director ⁽¹⁾

Audit Committee

Age	52 years
Nationally	Thai
Address	<ul style="list-style-type: none"> ● Chow Steel Industries Public Company Limited at 2525 FYI Center 2, 10th Floor, Rama 4 Road, Khlongtoei, Bangkok 10110
Proportion of Total Shares Held %	<ul style="list-style-type: none"> ● Self : None ⁽²⁾ ● Spouse : None ● Minor : None ● Total : None
Conflict of Interest	<ul style="list-style-type: none"> ● *No conflict of interest on the proposed agenda in the 2023 AGM **The Candidate for Director in replacement of the director retiring by rotation in the 2023 AGM

Remarks:

- ⁽¹⁾ 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
- ⁽²⁾ Information on the Date of the list of shareholders rights to attend the 2023 Annual General Meeting of Shareholders shall be determined in accordance with the Record Date on March 17, 2023.

Company's Articles of Association concerning the Shareholders Meeting and Vote Casting

Shareholder Meeting

Article 37. The Board of Directors shall call a shareholders' meeting as an Annual General Meeting within four months from the ending of the fiscal year of the Company.

All other shareholders' meeting are called Extraordinary General Meeting. The Board of Directors may call an Extraordinary General Meeting whenever it deems appropriate, or one or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total issued shares may request the Board of Directors in writing to call an Extraordinary General Meeting at any time, but the agenda and reasons for holding such meeting shall be clearly indicated in such a request. In such event, the Board of Directors is required to call the Extraordinary General Meeting within forth-five (45) days from the date on which such written request is received.

If the Board of Directors does not hold the meeting within the forty-five (45) days period under paragraph two, the shareholders who subscribe their names or other shareholders holding shares in the required amount may call the meeting within forty-five (45) days from the date on which the period of time in paragraph two ends. In such case, the meeting is deemed to be shareholders' meeting called by the Board of Directors and the Company shall be responsible for the expenses necessarily incurred in the holding of such meeting and facilitate such meeting as reasonably required.

If the quorum is not constituted pursuant to Article 39 in any general meeting called pursuant to paragraph three, the shareholders requesting the meeting pursuant to paragraph three shall compensate the Company for the expenses incurred in the arrangements for holding that meeting.

Article 38. In calling a shareholder meeting, the Board of Directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indication clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper of at least three consecutive days no less than three days before the meeting.

Shareholders' meeting could be held at the region where head office location or others nationwide.

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;

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

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.

Proxy and Voting

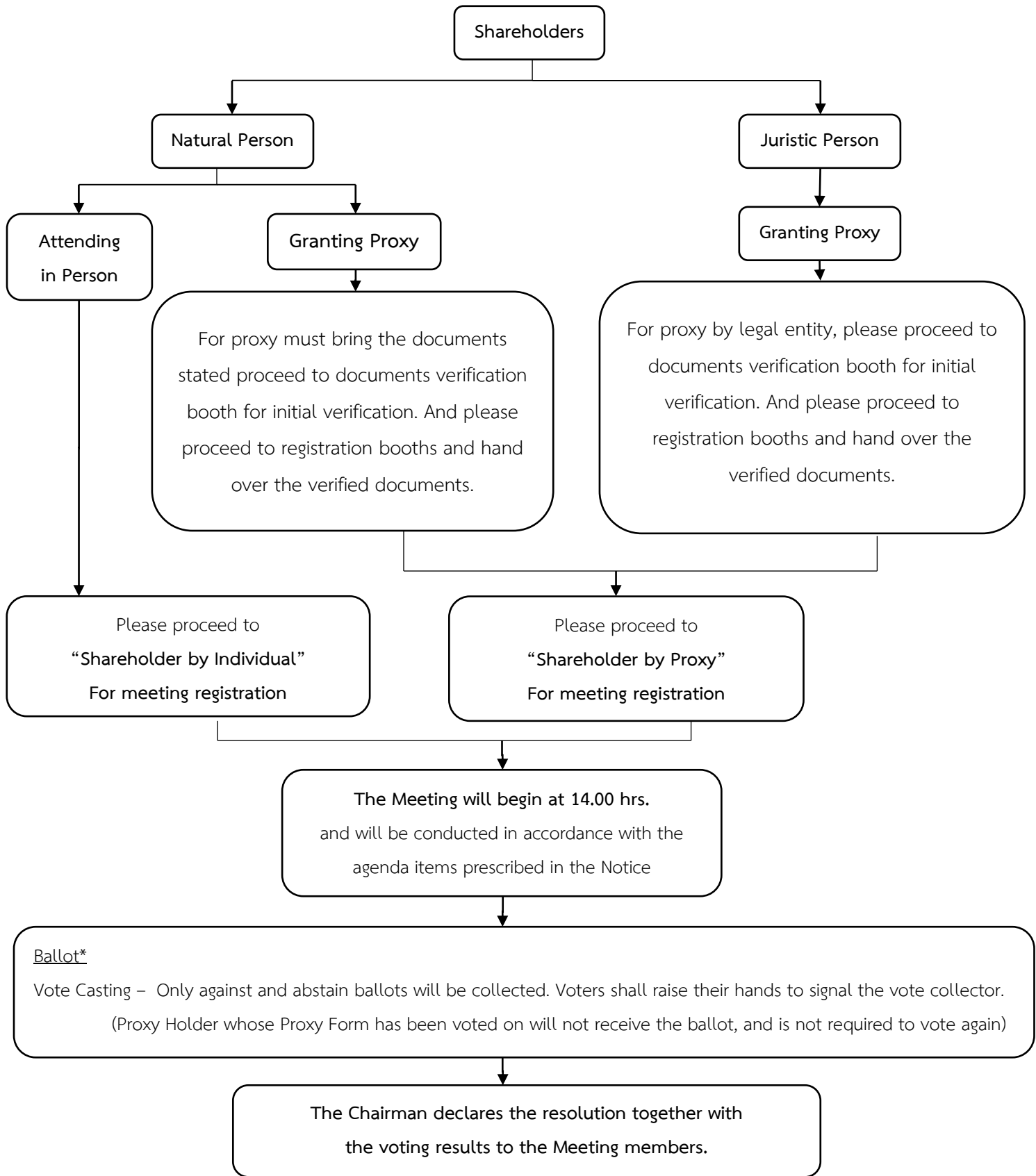
Article 41. At shareholder meetings, a shareholder may authorize a person who is sui juris as his proxy to attend the meeting and vote on his behalf. The proxy form shall be as specified by the Registrar under the law governing public limited companies.

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;

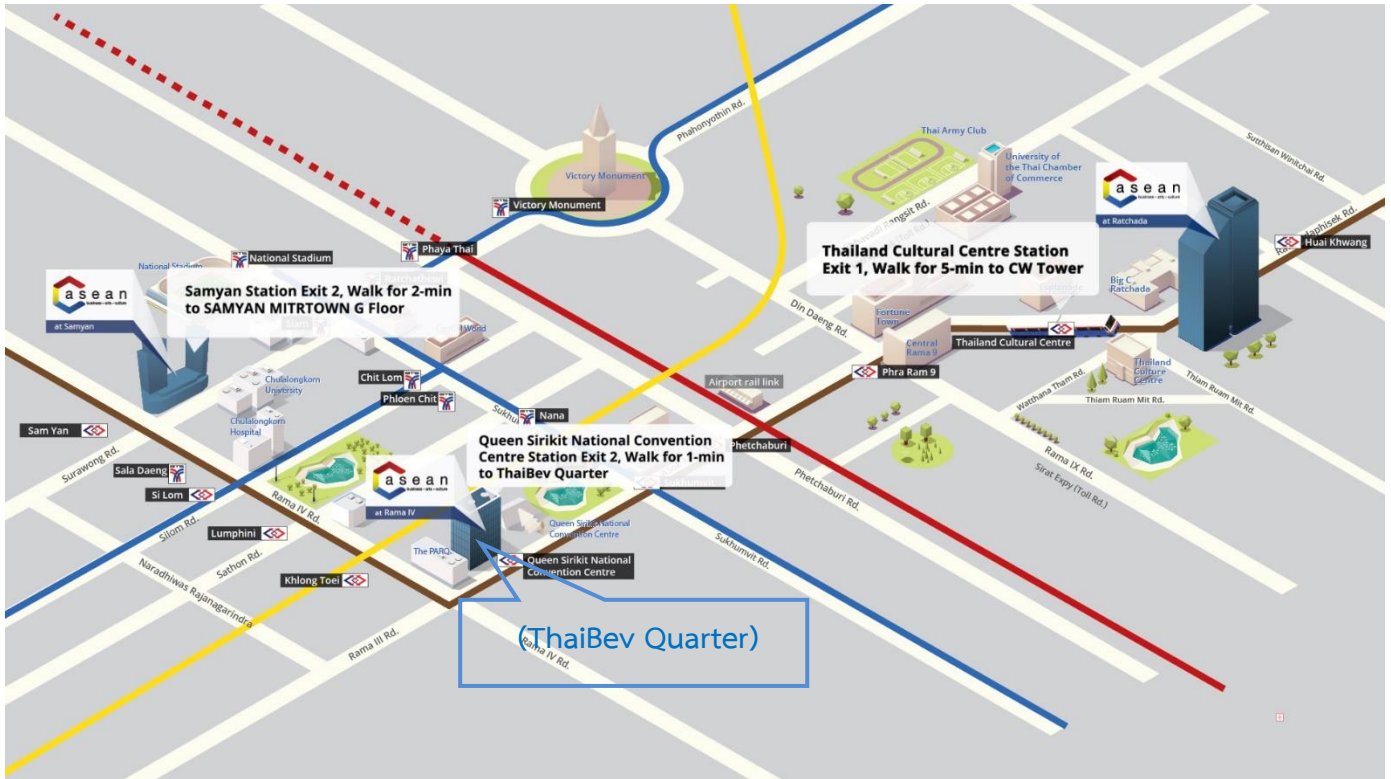
- (1) The regular businesses shall be decided by the majority votes of the shareholders present and voting. In the case of a tie, the presiding chairman shall have a casting vote.
- (2) The following specific business shall be decided by votes not less than three-fourths of the total votes of the shareholders present and qualified to vote.
 - a) a sale or transfer of business of the company, in whole or in essential part, to other person;
 - b) a purchase or 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.

Procedures for Attending the 2023 Annual General Shareholder’s Meeting



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

Map of the Meeting location
(3th 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 a 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 where such personal data is needed for performing the objectives abovementioned, 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:

- 1) 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 withdraw 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, 10th Floor, Unit 2/1007-1008
Rama 4 Road, Khlongtoei, Bangkok 10110 Thailand
Tel: 0-2033-0901-08 ext.110
EMAIL: ir@chowsteel.com