

Invitation to the 2024 Annual General Meeting of Shareholders

S.A.F. Special Steel Public Company Limited

On 25 April 2024 at 2.00 p.m.

At Ratchaphruek Ballroom, Park village Rama 2, No.1/1 Rama II Soi 56, Samae Dam Sub-district, Bangkhunthien District Bangkok 10150

15 March 2024

Subject: Invitation to the 2024 Annual General Meeting of Shareholders

To: Shareholders of S.A.F. Special Steel Public Company Limited

Enclosures: 1 Registration Form

- 2 Copy of the minutes of the 2023 Annual General Meeting of Shareholders
- 3. Annual Registration Statement/Annual report 2023 (56-1 One Report) comprising financial statement ended as at 31 December 2023 in the QR-Code format
- 4. Profiles of the candidate directors nominated to replace the directors retiring by rotation
- 5. Definition of the Independent Director
- 6. Profiles of the Auditor for the year 2024
- 7. Documents or evidence showing the identity of the shareholder or proxy of the shareholder entitled to attend the meeting
- 8. The Company's Articles of Association in relation to the Annual General Meeting of Shareholders
- 9. Proxy form
- 10. Profiles of the independent directors proposed as proxies by the Company
- 11. Procedures for attending the 2022 Annual General Meeting of Shareholders
- 12. Map of the venue for the meeting
- 13. Privacy Notice

The Board of Directors of S.A.F. Special Steel Public Company Limited (the "Company") has resolved to hold the 2024 Annual General Meeting of Shareholders on 25 April 2024 at 2.00 p.m. At Ratchaphruek Ballroom, Park village Rama 2, No.1/1 Rama II Soi 56, Samae Dam Sub-district, Bangkhunthien District Bangkok 10150. The agendas of the meeting are as follows:

#### Agenda 1 To acknowledge the minutes of the 2023 Annual General Meeting of Shareholders

## Fact and reasons

The 2023 Annual General Meeting of Shareholders of the Company was held on 24 April 2023, the copy of the minutes which was recorded accurately with the resolution of the shareholders' meeting (Enclosure No. 2) has been submitted to the Stock Exchange of Thailand and the Ministry of Commerce including published through the Company's website (www.saf.co.th) for disclosure to shareholders and general investors and it appears that no one objected or required for any correction.

## Board's Opinion

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to certify the Minutes of the 2023 Annual General Meeting of Shareholders held on 24 April 2023 and it was accurately recorded according to the meeting resolution. A copy of the Minutes is attached as Enclosure 2.

#### Voting Requirement

The agenda is for acknowledgement; the meeting's resolution is not required

## Agenda 2 To acknowledge the Company's 2023 operating results

#### Fact and reasons

According to the Company and its subsidiary's operating results in respect of the fiscal year ended as at 31 December 2023

Unit: Million Baht

Current Assets	201.63
Total Assets	404.15
Current Liabilities	108.87
Total Liabilities	125.90
Revenue from selling	168.92
Net Profit	1.27

Detailed information of the operating results and financial statements of the Company and its subsidiary has been disclosed in the Annual Report 2023 (56-1 One Report) of the Company (Subject A: Business Part 6) in the QR-Code format which is provided to shareholders including with AGM invitation (Enclosure 3).

## Board's Opinion

The Board of Directors acknowledged and deemed it appropriate to propose to the Meeting of Shareholders to acknowledge the operating results of the Company and its subsidiary for the year 2023 to the Meeting of Shareholders. The detail is attached as Enclosure 3.

## Voting Requirement

The agenda is for acknowledgement; the meeting's resolution is not required

# Agenda 3 To consider and approve the audited financial statements for the year ended 31 December 2023

## Fact and reasons

In accordance with section 112 of the Public Limited Companies Act B.E. 2535 (1992), the board of directors must cause to be made a balance-sheet (financial statements) and a profit and loss account as of the end of the company's accounting year to be submitted to an annual ordinary meeting of shareholders for consideration and approval. The board of director shall have the balance-sheet and the profit and loss account be audited by an auditor prior to their submission to a meeting of shareholders.

The Board had the Company's audited statements of financial position for the fiscal year ended as at 31 December 2023 certified by auditors as well as verified by Audit Committee in order to propose to the Annual General Meeting of Shareholders for consideration and approval in accordance with section 112 of the Public Limited Companies Act B.E. 2535 (1992) (Enclosure 3).

#### Board's Opinion

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to approve the consolidated financial statements for the year ended 31 December 2023 (56-1 One Report) of the Company which certified by auditors. The relevant details are disclosed in the Annual Report 2023 (56-1 One Report) (Subject D: Financial report Part 2: Financial Statements) in the QR-Code format which are provided to shareholders including with AGM invitation (Enclosure 3).

#### Voting Requirement

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

# Agenda 4 To consider and approve the dividend payment derived from operating results of the year of 2023 and the appropriation of profit as legal reserve

#### Facts and Rationale

Regarding to section 115 of the Public Limited Companies Act B.E. 2535 (1992), no dividends shall be paid otherwise than out of profits. In the case where a company has incurred accumulated loss, no dividends may be paid. Also, under section 116 and article 50 of the Company's Articles of Association that a company must appropriate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten percent of the registered capital.

The Company has the policy to pay dividends at a rate of not less than 50 percent of the net profit from the separate financial statements of the Company after legal reserves. Nevertheless, the Company may consider paying dividends different from the policy set, depending on the operating results, financial position, and liquidity, the need of working capital in business operations, business expansion, including economic conditions.

In respect of the Company's operating results and the audited separate financial statements for the fiscal year ended 31 December 2023, the Company had a net profit of 1.27 million baht and unappropriated retained earnings amount 10.69 million baht

#### **Board's Opinion**

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to consider and approve the appropriation of profit from the operating results ended as at 31 December 2023 as legal reserves in the amount of Baht 68,000 and the dividend payment from the net profits of the operating

results of the year 2023 and unappropriated retained earnings, to the shareholders at 0.01 baht per share, 300,000,000 shares totaling 3,000,000 Baht by scheduling for 8 March 2024 as the Record Date to determine the lists of shareholders who are eligible to receive dividend and the date payable such dividend to the shareholders shall be within 24 May 2024.

Therefore, all dividends paid in 2023 shall be equivalent to 3,000,000 Baht for 300,000,000 shares. If the dividend paid compared to net profit according to the separate financial statements shall be equaled to 236.22 percent, which is in line with the dividend payment policy of the Company.

#### Comparison of dividend payment rates for the operating results of 2022 and 2023

Details of dividend novement		2022	2023
	Details of dividend payment	2022	(as proposed)
1.	Annual net profit (Baht)	10,000,358	1,267,902
2.	Number of the Company's issued shares (Shares)	300,000,000	300,000,000
3.	Par Value per share (Baht)	0.50	0.50
4.	Amount of dividend per share	0.05	0.01
5.	Total amount of dividends paid (Baht)	13,800,000	3,000,000
6.	Dividend Pay-out Ratio (%)	138.00	236.22

However, the right to receive such dividend aforesaid is uncertain, unless it is approved by the 2024 AGM.

## Voting Requirement

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

# Agenda 5 To consider and approve the appointment of directors replacing those who retire by rotation

## Fact and reasons

Regarding to section 71 of the Public Limited Companies Act B.E. 2535 (1992) and the Company's Article of Association clause 18, at least one-third of the directors must vacate their office by rotation at each annual general meeting of shareholders, and if the number of directors is not a multiple of 3, the nearest number of 1/3 must retire by rotation. Three must be a drawing by lots to determine the directors retiring on the first and the second year following the registration of the Company. In each subsequent

year, the directors who occupy the position for the longest period must retire, this annual general meeting of shareholders, the directors who shall retire by rotation as can be drawn are as follows:

1. Mr.Pisit Ariyadejwanich Director

2. Mr.Treerapot Kongtoranin Independent Director

#### The Nomination Remuneration and Corporate Governance Committee's Opinion

The Nomination Remuneration and Corporate Governance Committee's Opinion shall consider and screen before presenting to the Board of Directors in order to propose to the shareholders' meeting to be elected as a director by considering the structure of the board of directors and the qualifications of directors in various fields individually. In which the committee deems that two directors who retired by rotation as the person with appropriate qualifications, knowledge, competence, experience, and performance as a director in the past benefited the Company. The two directors have no prohibited characteristics and do not engage or hold shares in any business that is in competition with the Company's operations. In this regard, the Nomination Remuneration and Corporate Governance Committee has considered that the persons nominated as independent directors shall be able to give opinions independently and in accordance with the relevant criteria. Therefore, it deems it appropriate to propose them to be re-elected as directors for another term. Details of the definition of the Independent Director are shown in Enclosure No 5 and 56-1 One Report (Subject B: Corporate Governance under the topic 13 of Corporate Governance Management (Enclosure No.3))

The Company's shareholdings held by the nominated directors at December 31, 2023

List of directors nominated for re-appointment	Number of shares held	Voting Rights
1. Mr.Pisit Ariyadejwanich	61,659,977	61,659,977
2. Mr. Treerapot Kongtoranin	100	100

# **Board's Opinion**

The Board of Directors, excluding the interested directors, has carefully considered and deemed appropriate to propose to the Meeting of Shareholders to consider and approve the appointment of the following directors who retired by rotation to be re-appointed for another term:

1. Mr.Pisit Ariyadejwanich Director

2. Mr.Treerapot Kongtoranin Independent Director

In this regard, the person nominated this time has been considered in accordance with the specified nomination process, and have qualifications in accordance with relevant regulations and suitable for the Company's business operations and independent directors are qualified according to the laws related to the requirements relating to independent directors.

In addition, the Board of Directors has considered that the person nominated as an independent director will be able to give independent opinions on the Company's operations and possess qualifications in accordance with the laws related to the requirements relating to independent directors.

## Voting Requirement

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

## Agenda 6 To consider and approve the determination of the director's remuneration for the year 2024

#### Fact and reasons

Regarding to the Section 90 of the Public Company Limited Act B.E. 2535, and Clause 33 of the Company's Articles of Association, provide that directors are entitled to receive remuneration from the Company in form of rewards, meeting attendance fee, annuity, bonus or benefits paid in other forms as specified in the Articles of Association or as considered by the shareholders' meeting. Such remuneration may be fixed amounts or set forth as regulations, or may be determined from time to time or for perpetual effect until any change is made. In addition, allowances and welfare benefits shall be paid in accordance with the Company's regulations.

#### The Nomination Remuneration and Corporate Governance Committee's Opinion.

The Nomination Remuneration and Corporate Governance Committee has determined the director's remuneration for the year 2024 according to the criteria and policy stipulated by the Board of Directors based on the director's performance and their scope of responsibilities by comparing how other companies in the same business or similar industries remunerate their directors as well as the survey results of directors 'remuneration of the Thai Institute of Directors (IOD) which the remuneration of directors set by the company was close to the overall average of the market

#### **Board's Opinion**

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to approve the directors' remuneration 2024, which shall be paid in form of monthly remuneration, meeting allowance, and bonus. The details are as follows:

Remuneration	Year 2024	
1) Monthly Remuneration (Baht/Person/Month)	20,000	
2) Meeting Allowance (Person/ meeting attend	lance)	
The Company's committee		
Chairman of the Board	15,000	
• Director	10,000	
The Audit Committee		
Chairman of the Audit Committee	15,000	
Audit Committee	10,000	
The Nomination Committee considers		
compensation and corporate governance.		
The Nomination Committee considers	5,000	
compensation and corporate governance.	0,000	
3) Other benefits	combined with 1) and 2) not exceeding 2.5	
o, care serience	million baht/per year	
	to be considered annually according to the	
4) Bonus	company's performance and request	
,	approval from the shareholders' meeting	
	before proceeding.	

Remarks: Directors who hold executive positions in the company will not be entitled to receive the remuneration as above.

Provided that the remuneration limit in each year shall not be exceeding 2.5 million baht and the bonus payable to the board of directors shall be proposed to the shareholders meeting to approve in principle for such payment assessment in each time before the bonus will be paid.in determining the remuneration of the Board of Directors and sub-committees of the Company do not receive any benefits other than meeting allowances. monthly compensation and bonus as detailed above.

# Table of comparison of the remuneration paid to directors in 2024 and 2023

Directorship/C	Monthly Rer (Baht/Perso		Meeting All (Person/ r attenda	neeting	Other be	nefits	Bon	us
omposition of remuneration	2024 (As proposed)	2023	2024 (As proposed)	2023	2024 (As proposed)	2023	2024 (As proposed)	2023
Chairman of								
the Board			15,000	15,000				
					When combined with monthly remuneration	When combined with monthly remuneration		
					and meeting	and meeting		
					allowance	allowance		
					must not	must not		
Director			10,000	10,000	exceed	exceed		
Chairman of							to be con annually acco company's p and reques from the sha	ording to the erformance t approval areholders'
the Audit	20,000	20,000	15,000	15 000	2 500 000	2,500,000	meeting	
Committee  Audit	20,000	20,000	15,000	15,000	2,500,000	2,500,000	procee	ding.
Committee			10,000	10,000				
The			. 0,000	. 0,000				
Nomination								
Committee								
considers								
compensation								
and corporate								
governance.			5,000	5,000				

# Voting Requirement

This agenda requires approval by majority vote of no less than two-thirds of total votes of the shareholders who attend the meeting and exercise their votes.

## Agenda 7 To consider and approve the appointment of the auditor, and their remuneration for the year 2024

#### Fact and reasons

Regarding to section 120 of the Public Company Act requires that the Annual General Meeting of Shareholders of each year, there shall be an appointment of an auditor and the determination of an audit fee of the company. In appointing an auditor, the former auditor may be re-appointed.

In addition, as prescribed by the Notification of the Capital Market Supervisory Board: the Company must ensure the rotation of the auditors if any of the auditors have performed their duties for seven consecutive financial years. However, the rotation does not mean that the Company is required to engage a new auditing firm. The Company may appoint any auditors in the existing auditing firm to replace the auditor(s) in previous year. Nevertheless, the Company can appoint an auditor who has rotated after passed at least five financial years from the date of retirement.

## The Audit Committee Opinion

The audit committees have considered the appointment of company's auditor based on their independence of auditors and their remuneration, therefore, deemed it appropriate to appoint of auditors, and fix their remuneration, details as follows.

Auditor's Name	Certified Public	Number of years as the
Auditor's Name	Accountant No.	Company's auditor
1. Miss Techinee Pornpenpob	10769	5
2. Mr. Thanawut Piboonsawat	6699	-
3. Miss Potjanarat Siripipat	9012	-
4. Miss Roongnapha Saengchan	10142	-

Of Dharmniti Auditing Co., LTD. as the Company's auditor for the year 2024, In the amount not exceeding 1,100,000 baht, excluding other expenses

## Comparison of the auditors' remuneration

Auditors' remuneration	Fiscal Year 2024 (As proposed)	Fiscal Year 2023
1. Audit fee	1,100,000	1,140,000
2. Other expenses	Pay per use	Pay per use

## Board's Opinion

The Board of Directors deemed it appropriate to propose to the meeting of shareholders to consider and approve the appointment of

- 1. Miss Techinee Pornpenpob Certified Public Accountant No.10769, or
- 2. Mr. Thanawut Piboonsawat Certified Public Accountant No. 6699 or
- 3. Miss Potjanarat Siripipat Certified Public Accountant No. 9012 or
- 4. Miss Roongnapha Saengchan Certified Public Accountant No. 10142

Auditors from the company Dharmniti Auditing Co., Ltd. as the company's auditor for the year 2024, by allowing any one of the above persons to audit and express opinions on the company's financial statements. In the event that the aforementioned certified auditors are unable to perform their duties, Dharmniti Auditing Company Limited shall assign other certified auditors of Dharmniti Auditing Company Limited to act in their place and propose to determine the auditor's remuneration. for the year 2024 in the amount not exceeding 1,100,000 baht, excluding other expenses.

The auditors listed above do not provide any other services to the Company and have no relationship or interest with the Company/subsidiary/management/major shareholders. or those related to such persons in any way Therefore, they are independent in auditing and expressing opinions on the Company's financial statements

#### Voting Requirement

This agenda requires the majority of votes of the shareholders in attendance and exercise their votes.

## Agenda 8 Other business (if any)

Shareholders are invited to attend the meeting on the date, time and place as specified above on 25 April 2024 which is the date of the 2024 Annual General Meeting of Shareholders. For any shareholder who wishes to appoint a proxy to attend and vote on their behalf, please complete the attached proxy form either form A or B before attending the meeting. For any foreign shareholder who appoints a custodian in Thailand for shares depository, please use the attached proxy form either form A, or B, or C.

If any shareholders <u>cannot</u> attend the 2024 Annual General Meeting of Shareholders, the shareholders may grant the proxy to the independent director of the Company to act as a proxy holder to attend and vote on their behalf by sending the duly completed proxy form in according to Enclosure 7 to Office of the Company's Secretary, S.A.F. Special Steel Public Company Limited, 110 Thientalay 24 Bangkhunthien-Chytalay Road, Ta-kam, Bangkhunthien, Bangkok 10150 <u>by 10 April 2024</u>.

In addition, the company would like to invite shareholders to submit questions related to the meeting agenda in advance. In this regard, shareholders are requested to submit questions with their names/shareholder registration numbers/phone numbers, and others (if any) that can be contacted via e-mail: com\_sr@saf.co,th or registered mail to Office of the Company's Secretary, S.A.F. Special Steel Public Company Limited, 110 Thientalay 24 Bangkhunthien-Chytalay Road, Ta-kam, Bangkhunthien, Bangkok 10150 by 10 April 2024.

The Company has fixed 8 March 2024 as the record date for determining the list of shareholders who entitled to attend the 2024 Annual General Meeting of Shareholders via electronic media.

Yours faithfully,

S.A.F. Special Steel Public Company Limited

Mr. Mongkol Pruekwatana

Chairman of the Board

# Copy of the minutes of the 2023 Annual General Meeting of Shareholders

## Minutes of the 2023 Annual General Meeting of Shareholders

of

## S.A.F. Special Steel Public Company Limited

The Meeting was held on April 24, 2023, at 02:00 p.m. at Ratchaphruek Ballroom, Park village Rama 2, No.1/1 Rama II Soi 56, Samae Dam Sub-district, Bangkhunthien District Bangkok 10150.

#### Directors present at the Meeting

1.	Mr.Mongkol Preukwatana	Chairman of The Board and Chairman of the Executive Committee
2.	Mr.Pisit Ariyadejwanich	Director, Executive Committee and Chief Executive Officer
3.	Ms.Leena Ariyadejwanich	Director, Executive Committee, Chief Financial Officer, Company Secretary, Executive Committee Secretary, and Audit Committee Secretary
4.	Mr.Pisan Ariyadejwanich	Director, Nomination Remuneration and Corporate Governance Committee and Chief Operating Officer
5.	Mr. Amornsakdi Ketcharoon	Independent Director and Chairman of The Audit Committee
6.	Mr. Amornyot Panich	Independent Director, Audit Committee and Chairman of the Nomination Remuneration and Corporate Governance
7.	Mr.Treerapot Kongtoranin	Nomination Remuneration and Corporate Governance Committee, Audit Committee, Independent Director and Director

The meeting attending directors were estimated in the proportion of 100% of total directors.

# Executives in attendance:

1.	Miss Preeyanuch Wilailertsuk	Account Manager
2.	Ms. Pranuda Sakaeo	Finance Department Manager

## Other Attendees:

1.	Miss Techinee Pornpenpob	Auditor from Dharmniti Auditing Co.,Ltd.
2.	Miss Sunisa Nooparn	Auditor from Dharmniti Auditing Co.,Ltd.
3.	Ms. Manunya Thitinantawan	The Legal Consultant from CMT Counsellor Co., Ltd.
4.	Mr. Teeraparp Sitthiweeratham	Financial Advisor from Thanachart Securities Public Co., Ltd.
5.	Ms. Piyanart Kaewprasertsilp	Financial Advisor from Thanachart Securities Public Co., Ltd.

#### The meeting commenced

Ms. Nalinya Suntisukwong reported that there were 21 shareholders attended the Meeting in person representing 191,335,791 shares and 4 shareholders attended by proxies representing 26,886,366 shares, equivalent to 55.96 %. Thus, there were 25 shareholders and proxies attended the meeting in total, representing 218,222,157 shares, equivalent to 72.7407 % of the total number of shares sold by the Company, whereas, the total number of shares sold by the Company was 300,000,000 shares. The quorum of the Meeting was constituted in accordance with the Company's Articles of Association B.E. 2535 and Article 37 of the Company's Articles of Association.

Mr.Mongkol Preukwatana, Chairman of The Board, opened the meeting and assigned Ms. Nalinya Suntisukwong to be a moderator of the meeting.

Ms. Nalinya Suntisukwong introduced the directors, executives, and advisors of the Company who attended the meeting as the names listed above and clarified the meeting execution method and the shareholder voting procedure in each agenda as follows:

- Each shareholder who attends the meeting in person and a proxy who has been authorized to vote at the meeting will receive voting cards upon registration for the meeting.
- 2. The meeting will consider the matters in order of the agenda in the notice of the meeting by proposing information for each agenda. The shareholders were allowed to ask questions before casting their votes. If the shareholders or proxies wished to inquire or express opinions, please raise your hand and inform for your name and surname. Additionally, in case you are a proxy, please inform the name of the shareholders that you are representing at the meeting every time.
- 3. After acknowledging the details of each agenda, the Company will ask for voting for that agenda. Any shareholder who disagreed or abstained had to vote on the ballot received from the staff when registering, then submitted it back to the Company's staff. Any shareholders who voted to disagree or abstain had to raise their hands so that the Company's team could collect their ballots. For Agenda No. 5, the appointment of directors replacing those who retire by rotation would be individually nominated for the Meeting to vote.
- Each shareholder has one vote for each share. Any shareholder who had a conflict of interest in any agenda would not have the right to vote on that agenda.
- Vote Counting

Agenda 1 and 2 were the agenda for acknowledgment. Therefore, no voting was required.

Agenda 3, 4, 5, and 7, required the majority of votes of the shareholders in attendance and exercise their votes.

Agenda 6 had to be approved by a vote of not less than two-thirds of the total number of votes of shareholders in attendance.

Agenda 8 had to be approved by a vote of not less than three-fourths of the total number of votes of shareholders who attend the meeting and have the right to vote.

The Company would deduct the disapproving and abstaining votes from the total number of votes in the Meeting. The remaining would be considered approved votes for the particular agenda. If no one objected or offered a different opinion, otherwise would be deemed that the Meeting had resolved or approved the agenda unanimously. In order to avoid wasting time while waiting for vote counting, the next agenda will be considered. However, the following cases will be considered voided ballots as follows:

- (1) A ballot with more than one box marked, or no box marked at all, which indicates how to cast a
- (2) a ballot with a crossed-out without a signature.
- (3) a ballot without a signature.

The Company will not count void ballots as the basis for calculating votes except for Agenda 6 and Agenda 8 where voided ballots are counted as the vote base for the vote calculation.

For shareholders who appoint other persons as proxies to attend the meeting on their behalf and have already cast their votes in the proxy form. The Company has recorded such votes as specified by the shareholders in the proxy form.

6. In today's meeting, the Company arranged for the recording of the meeting in the form of video media in order to use it in recording the minutes of the meeting and publicizing the shareholders' meeting through electronic and print media, photos, and animations of the shareholders' meeting. The pictures of shareholders who attended the meeting may appear together with the name of the shareholder, which may be specified for the purposes of the shareholders' meeting.

Agenda 1 To acknowledge the minutes of the 2022 Annual General Meeting of Shareholders.

The Chairman proposed to the meeting to acknowledge the minutes of the 2022 Annual General Meeting of Shareholders of the Company held on 15 March 2022, which the copy of the minutes was accurately recorded according to the shareholders' meeting resolution.

The Company gave shareholders an opportunity to ask questions or express additional opinions.

However, it appeared that no one asked questions or offered any opinions.

The agenda is for acknowledgment; the meeting's resolution is not required.

<u>Resolution</u> The meeting acknowledged the minutes of the 2022 Annual General Meeting of Shareholders of the Company as proposed.

Agenda 2 To acknowledge the Company's 2022 operating results.

The Chairman assigned Mr. Pisit Ariyadejwanich Chief Executive Officer to report the Company's 2022 operating results to the meeting.

Mr. Pisit Ariyadejwanich Chief Executive Officer summarized the Company's operating results as follows:

In 2022, the Company had total sales revenue of 219.01 million Baht, an increase of 2.42% from 2021, and profit for the year 2022 of 10 million Baht, a decrease of 35.61% from 2021, and EBITDA of 24.69 million Baht, a decrease of 18.06 % from 2021.

Total sales revenue consists of

- Revenue from sales of special grade steel.

In 2022, the Company had the main revenue from sales of special grade steel of 199.13 million Baht in total, accounting for 90.70% of the total revenue which divides into 2 main categories, namely:

- Revenue from sales of special steel grades for molds, accounting for a proportion of income in 2022, equivalent to 69.03% of total income; and
- Revenue from sales of special steel grades for engineering machinery. In 2022, the Company's revenue proportion was 21.67% of total revenue.
- Revenue from sales of special steel grades for molds.

For the year 2022, the Company had revenue from sales of special steel grades for molds of 151.56 million Baht, an increase of 8.19 million Baht or an increase of 5.71% from 2021, as the result of an increase in the average selling price of steel approximately 11.60 from the price of special-grade steel on the world market has increased due to the global economic recovery, contributing to the demand for steel improved in many regions around the world.

- Revenue from sales of special steel grades for engineering machinery.

For the year 2022, the Company had revenue from sales of special steel grades for engineering machinery of 47.57 million Baht, an increase of 2.34 million Baht or an increase of 5.17% from 2021. This was

mainly due to an increase in average selling prices of approximately 35.77% because of the rising world market price of special-grade steel.

#### - Other sales income.

Other sales revenue mainly consists of sales of bandsaw blades, finished molds, and tools and equipment parts such as cutting tools, spare parts, plastic injection cylinders, etc. For the year 2022, the company's income from other sales was 10.62 million Baht, falling to 4.15 million Baht or 28.10% from 2021, mainly due to a decrease in revenue from a band saw blade sales of 3.29 million Baht and finished molds of 3.96 million Baht, or a decrease of 39.03% and 62.46%, respectively, Such a decrease was a result of the reduction in the production of products for customers, and the main customers for the molds were the aluminum material manufacturers, causing orders in this group to decline.

## - Income from vacuum hardening services.

For the year 2022, the Company had income from vacuum hardening services equal to 9.26 million Baht, a decrease of 1.21 million Baht or 11.56% from 2021, mainly due to revenue from providing services in the manufacturer group having been decreased.

The Company gave shareholders an opportunity to ask questions or express additional opinions.

However, it appeared that no one asked questions or offered any opinions.

The agenda is for acknowledgment; the meeting's resolution is not required.

Resolution The meeting acknowledged the Company's 2022 operating results.

Agenda 3 To consider and approve the audited financial statements for the year ended 31 December 2022.

The Chairman assigned Ms.Leena Ariyadejwanich, Chief Financial Officer to report the Company's financial statements for the fiscal year ended 31 December 2022. Summarized as follows:

Ms.Leena Ariyadejwanich, Chief Financial Officer said the Company proposed the meeting to consider and approve the Company's financial statements for the fiscal year ended December 31, 2022, which has been audited by the auditor and verified by the Audit Committee. Details appear in the annual report sent to the shareholders together with the meeting invitation prior to the meeting, with significant details as follows:

	2022 (million Baht)	2021 (million Baht )
Current assets	181.37	162.06
Total assets	310.47	297.33
Current liabilities	155.81	125.20

	2022 (million Baht)	2021 (million Baht )
Total liabilities	175.57	152.37
Revenue	219.01	214.75
Equity	134.90	144.96
Net profit	10.00	15.53
Earnings per share	0.05	0.09
(Baht)	0.05	0.09

The Company gave shareholders an opportunity to ask questions or express additional opinions. However, it appeared that no one asked questions or offered any opinions.

Resolution The Meeting considered and unanimously approved the audited financial statements for the year ended 31 December 2022 with the votes as follows:

Approved	218,222,257	votes	equal to	100
Disapproved	0	votes	equal to	0
Abstained	0	votes		
Void ballot	0	votes		

Agenda 4 To consider and approve the dividend payment derived from operating results of the year of 2022 and the appropriation of profit as legal reserve.

The Chairman assigned Mr.Pisit Ariyadejwanich, Chief Executive Officer to report this agenda to the meeting:

Mr.Pisit Ariyadejwanich, Chief Executive Officer said to the meeting that the Company's Operating results for the past fiscal year ended December 31, 2022, according to the separate financial statements for the fiscal year ended December 31, 2022 audited by the auditor. The Company had a net profit of 10 million Baht and retained earnings of 20.53 million Baht.

Additionally, The Company has the policy to pay dividends at a rate of not less than 50 percent of the net profit from the separate financial statements of the Company after the deduction of corporate income tax, legal reserve, and other reserves (if any), However, the Board of Directors may consider the dividend payment or may change the dividend payment policy based on the operating results. The company's financial status,

cash flow, the need for working capital to manage the business, and investment plans for future business expansion, obligations according to the terms of the loan agreement and economic conditions.

The Board of Directors deemed it appropriate to propose to the Meeting of Shareholders to consider and approve the appropriation of profit from the operating results ended as at 31 December 2022 as legal reserves in the amount of Baht 500,500 and the dividend payment from the net profits of the operating results of the year 2022 and unappropriated retained earnings, to the shareholders at 0.035 baht per share, 300,000,000 shares totaling 10,500,000 Baht by scheduling for 9 March 2023 as the Record Date to determine the lists of shareholders who are eligible to receive dividend and the date payable such dividend to the shareholders shall be within 23 May 2023.

The Company's Board of Directors Meeting 2022 No. 6/2022 held on 8 August 2022 passed a resolution approving the Company to pay dividends to shareholders at the rate of 0.015 Baht per share, the number of shares 220,000,000 shares, Par value of 0.50 baht per share, which is the first interim dividend payment before the initial public offering (IPO), totaling 3,300,000 Baht and has been paid to shareholders on 7 September 2022.

Therefore, all dividends paid in 2022 shall be equivalent to 13,800,000 Baht for 300,000,000 shares. If the dividend paid plus interim dividends compared to net profit according to the separate financial statements shall be equaled to 138%, which is in line with the dividend payment policy of the Company.

The Company gave shareholders an opportunity to ask questions or express additional opinions.

However, it appeared that no one asked questions or offered any opinions.

Resolution The Meeting acknowledged the interim dividend payment and unanimously approved the allocation of profits from the operating results ended December 31, 2022, as legal reserve in the total amount of 500,500 Baht and the dividend payment to shareholders at the rate of 0.035 Baht per share, totaling 10,500,000 Baht. The record date for determining the names of shareholders who are entitled to receive dividends is March 9, 2023 (Record Date), and the dividend payment is scheduled for May 23, 2023, with the votes as follows:

Approved	218,222,257	votes	equal to	100
Disapproved	0	votes	equal to	0
Abstained	0	votes		
Void ballot	0	votes		

Agenda 5 To consider and approve the appointment of directors replacing those who retire by rotation.

The Chairman informed that in order to comply with the good practices of the good corporate governance policy, directors retiring by rotation will leave the meeting room as follows: Mr. Mongkol Pruekwatana, Miss Leena Ariyadejwanich, and Mr. Amornyot Panich.

The Chairman assigned Mr. Pisan Ariyadejwanich to report this agenda.

Mr.Pisan Ariyadejwanich informed that regarding to section 71 of the Public Limited Companies Act B.E. 2535 (1992) and the Company's Article of Association clause 18, at least one-third of the directors must vacate their office by rotation at each annual general meeting of shareholders, and if the number of directors is not a multiple of 3, the nearest number of 1/3 must retire by rotation. Three must be a drawing by lots to determine the directors retiring on the first and the second year following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period must retire, this annual general meeting of shareholders is the first meeting after the company transforms into a public limited company, which the directors who shall retire by rotation as can be drawn are as follows:

Mr. Mongkol Pruekwatana Director
 Miss Leena Ariyadejwanich Director
 Mr. Amornyot Panich Independent Director

The Nomination and Remuneration and Corporate Governance Committee has considered and screened according to the recruitment process specified by the Company, the structure of the Board of Directors, and the qualifications of directors according to the law on public limited companies Securities and Exchange Law and related regulations individually. The committee deems that three directors who retired by rotation as the person with appropriate qualifications, knowledge, competence, experience, and performance as a director in the past benefited the Company. The three directors have no prohibited characteristics and do not engage or hold shares in any business that is in competition with the Company's operations.

Moreover, The Nomination and Remuneration and Corporate Governance Committee has considered that the nominated persons shall be able to give opinions independently and possess qualifications in accordance with the laws related to the requirements relating to independent directors.

Therefore, it deems it appropriate to propose them be re-elected as directors for another term and the meeting of the Board of Directors, which does not include interested directors, has carefully considered and deemed it appropriate to propose to the shareholders' meeting to consider and approve the re-appointment of those three persons, who are retiring directors, for another term.

The Company gave shareholders an opportunity to ask questions or express additional opinions. However, it appeared that no one asked questions or offered any opinions. Therefore, it was proposed to the shareholders' meeting to vote for the appointment of directors individually.

Resolution The Meeting considered and unanimously approved the appointment of the aforementioned directors which are directors who must retire by rotation re-appointed as a director of the Company for another term with the votes as follows:

#### 1. Mr. Mongkol Pruekwatana

Approved	218,222,257	votes	equal to	100
Disapproved	0	votes	equal to	0
Abstained	0	votes		
Void ballot	0	Votes		

#### 2. Miss Leena Ariyadejwanich

Approved	218,222,257	votes	equal to	100
Disapproved	0	votes	equal to	0
Abstained	0	votes		
Void ballot	0	Votes		

## 3. Mr. Amornyot Panich

Approved	218,222,257	votes	equal to	100
Disapproved	0	votes	equal to	0
Abstained	0	votes		
Void ballot	0	votes		

Agenda 6 To consider and approve the determination of the director's remuneration for the year 2023.

The Chairman assigned Mr. Amornyot Panich Chairman of the Nomination Remuneration and Corporate Governance to report this agenda to the meeting.

Mr. Amornyot Panich Chairman of the Nomination Remuneration and Corporate Governance reported that the Nomination Remuneration and Corporate Governance Committee conducted a survey of directors'

remuneration for the year 2023 and considered it in accordance with the criteria and policies set by the Board of Directors by considering the responsibilities and performance of the Board of Directors and comparative information referring to other companies in the same industry about the size and nature of the businesses being similar, including the results of the survey of directors' remuneration by the Thai Institute of Directors Association (IOD), it was found that the directors' remuneration set by the Company was close to the average of the market.

The Board of Directors has carefully considered It was deemed appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the determination of remuneration for directors for the year 2023 in the form of monthly remuneration, meeting allowances, and bonuses as per the following details:

Remuneration	Year 2023
Monthly Remuneration     (Baht/Person/Month)	20,000
2) Meeting Allowance(Person/ meeting atter	idance)
The Company's committee	
Chairman of the Board	15,000
Director	10,000
คณะกรรมการตรวจสอบ	
Chairman of the Audit Committee	15,000
Audit Committee	10,000
The Nomination Committee considers	
compensation and corporate governance.	
<ul> <li>The Nomination Committee considers compensation and corporate governance.</li> </ul>	5,000
3) Other benefits	combined with 1) and 2) not exceeding 2.5 million Baht/per year
4) Bonus	to be considered annually according to the company's performance and request approval from the shareholders' meeting before proceeding.

Remarks: Directors who hold executive positions in the company will not be entitled to receive the remuneration as above.

Provided that the remuneration limit in each year shall not be exceeding 2.5 million baht and the bonus payable to the Board of Directors shall be proposed to the shareholders meeting to approve in principle for such payment assessment in each time before the bonus will be paid.

In determining the remuneration of the Board of Directors and sub-committees of the Company do not receive any benefits other than meeting allowances, monthly compensation, and bonus as detailed above.

The Company gave shareholders an opportunity to ask questions or express additional opinions.

However, it appeared that no one asked questions or offered any opinions.

Resolution The Meeting considered and unanimously approved the determination of the director's remuneration for the year 2023 as proposed, with the votes as follows:

Approved	218,222,257	votes	equal to	100
Disapproved	0	votes	equal to	0
Abstained	0	votes	equal to	0
Void ballot	0	votes	equal to	0

Agenda 7 To consider and approve the appointment of the auditor, and their remuneration for the year 2023.

The Chairman assigned Ms.Leena Ariyadejwanich to report this agenda to the meeting.

Ms.Leena Ariyadejwanich Chief Financial Officer informed that The audit committees have considered the appointment of the Company's auditor based on operating results, their independence of auditors, and their remuneration, therefore, deemed it appropriate to appoint auditors as follows:

Miss Techinee Pompenpob	Certified Public Accountant No.10769 or
2. Mr. Thanawut Piboonsawat	Certified Public Accountant No.6699 -or
3. Miss Potjanara Siripipat	Certified Public Accountant No.9012 -or
4. Miss Roongnapha Saengchan	Certified Public Accountant No.10142

From the Company Dharmniti Auditing Co., Ltd. is the company's auditor for the year 2023, allowing any one person to audit and express opinions on the Company's financial statements. In the event that the aforementioned certified auditors are unable to perform their duties, Dharmniti Auditing Company Limited shall assign other certified auditors of Dharmniti Auditing Company Limited to act in their place. The auditors listed above do not provide any other services to the Company and have no relationship or interest with the Company/subsidiary/management/major shareholders, or those related to such persons in any way. Therefore, they are independent in auditing and expressing opinions on the Company's financial statement. In addition, they proposed to determine the auditor's remuneration for the year 2023 in the amount not exceeding 1,140,000 Baht, excluding other expenses.

The Company gave shareholders an opportunity to ask questions or express additional opinions.

However, it appeared that no one asked questions or offered any opinions.

Resolution The Meeting considered and unanimously approved the appointment of the auditor, and their remuneration for the year 2023 as proposed, with the votes as follows:

Approved	218,222,257	votes	equal to	100
Disapproved	0	votes	equal to	0
Abstained	0	votes		
Void ballot	0	votes		

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

The Chairman assigned Mr.Pisit Ariyadejwanich, Chief Executive Officer to report this agenda to the meeting:

Mr.Pisit Ariyadejwanich informed that due to the amendment of Public Limited Companies Act, there is an amendment regarding the calling of the Board of Directors' meeting by the directors. Delivery period of invitation letter for the Board of Directors' meeting and sending of letters or documents or meeting invitations. Advertisement posting and proxy by electronic means The Board of Directors' Meeting, therefore, agreed to amend the Company's Articles of Association to be in line with the law on public limited companies. with additional amendments.

The board of directors deemed it appropriate to propose the shareholders' meeting to consider and approve the amendment of Articles 22, 27, 35, 36, 38, 46, 47 and adding 63 of the Articles of Association of the Company. The details appear in the draft proposed amendments sent together with the invitation letter to the shareholders' meeting.

Article	Existing Article	Proposing to be amended Article
22	If all members of the board of directors	If all members of the board of directors
	vacate the office, those members must	vacate the office, those members must
	remain in the office in order to carry on the	remain in the office in order to carry on the
	business of the Company only to the extent	business of the Company only to the extent
	that it is necessary until the new board of	that it is necessary until the new board of
	directors is appointed, unless the court	directors is appointed, unless the court
	orders otherwise in the case where the	orders otherwise in the case where the
	board members are retired under the	board members are retired under the
	court's order.	court's order.
	The retired directors must hold a meeting	The retired directors must hold a
	of shareholders to elect the new board of	meeting of shareholders to elect the new
	directors within one (1) month from the date	board of directors within one (1) month
	of retirement. A notice of the shareholders'	from the date of retirement. A notice of the
	meeting must be sent to shareholders	shareholders' meeting must be sent to
	fourteen (14) days or more before the	shareholders fourteen (14) days or more
	meeting date. The notice must also be	before the meeting date. The notice must
	announced in the newspaper at least 3 days	also be announced in the newspaper <mark>or via</mark>
	prior to the meeting date and must be	electronic media in accordance with the
	announced for three (3) days consecutively.	rules and procedures prescribed by law.
27	To call a meeting of the board of	To call a meeting of the board of
	directors whether an in-person meeting or	directors whether an in-person meeting or
	an electronic meeting, the chairman or his	an electronic meeting, the chairman or his
	assignee must send a notice of the board of	assignee must send a notice of the board
	directors' meeting to all directors seven (7)	of directors' meeting to all directors three
	days or more before the meeting date,	(3) days or more before the meeting date,
	except that in case of an emergency to	except that in case of an emergency to
	preserve the rights or benefits of the	preserve the rights or benefits of the
	Company, a meeting may be called by any	Company, a meeting may be called by

Article	Existing Article	Proposing to be amended Article
	other method and the meeting date may be	electronics or any other method and the
	fixed sooner.	meeting date may be fixed sooner.
	In the event that two or more directors	The Chairman of the board of directors
	request the Chairman to call a meeting of	shall call a meeting of the board. However,
	the board of directors. The Chairman shall	in the event that there is any reasonable
	fix a meeting date within fourteen (14) days	cause or in order to preserve the rights or
	of receipt of that request.	benefits of the Company, two or more
		directors may jointly request the Chairman
		to call a meeting of the board of directors.
		The request must clearly specify the
		matters and reasons for holding the
		meeting. To this extent, the Chairman shall
		call and fix a meeting date within fourteen
		(14) days of receipt of that request.
		In the event that the Chairman fails to
		act in accordance with the second
		paragraph, the requesting directors may
		jointly call and fix a meeting date within
		fourteen (14) days of the expiration of the
		period mentioned in paragraph two above.
		In the event that there is no chairman of
		the board of directors due to whatever
		reason, the vice-chairman shall call a
		meeting of the board of directors. If there is
		no vice-chairman due to whatever reason,
		two or more directors may call a board
		meeting.

Article	Existing Article	Proposing to be amended Article
35	The board of directors shall arrange a	The board of directors shall arrange a
	meeting of shareholders at least once per	meeting of shareholders at least once per
	year. This meeting is called a "general	year. This meeting is called a "general
	meeting," and it is arranged within four	meeting," and it is arranged within four
	months after the end of the company's	months after the end of the company's
	accounting period.	accounting period.
	Any other meeting of shareholders is	Any other meeting of shareholders is
	called an "extraordinary general meeting."	called an "extraordinary general meeting."
	The board of directors may call an	
	extraordinary general meeting at any time	The board of directors may call an
	whenever it thinks fit, or shareholders	extraordinary general meeting at any time
	holding in aggregate 10 percent or more of	whenever it thinks fit, or shareholders
	the total issued shares may submit a written	holding in aggregate 10 percent or more of
	request to the board of directors to call an	the total issued shares may submit a written
	extraordinary general meeting. The request	request to the board of directors to call an
	must clearly specify the purpose of such a	extraordinary general meeting. The request
	meeting. The board of directors must call a	must clearly specify the purpose of such a
	meeting of shareholders to take place within	meeting. The board of directors must call a
	forty-five (45) days from the date of receipt	meeting of shareholders to take place
	of that request from the shareholders.	within forty-five (45) days from the date of
	In the event that the board of directors	receipt of that request from the
	fails to call the meeting within 45 days from	shareholders.
	the date of receipt of such shareholders'	In the event that the board of directors
	request, shareholders who jointly submitted	fails to call the meeting within 45 days from
	the request holding in aggregate of the	the date of receipt of such shareholders'
	shares in accordance to the aforesaid may	request, shareholders who jointly
	call the meeting by themselves within 45	submitted the request holding in
	days of the expiration of the period provided	aggregate of the shares in accordance to

Article	Existing Article	Proposing to be amended Article		
	according to the aforesaid. This shall be	the aforesaid may call the meeting by		
	deemed as the meeting which is called by	themselves within 45 days of the expiration		
	the board of directors. The Company shall	of the period provided according to the		
	be responsible for necessary expenses	aforesaid. This shall be deemed as the		
	incurred in arranging the meeting and shall	meeting is called by the board of directors.		
	be providing reasonable facilitation. If the	The Company shall be responsible for		
	number of shareholders attending the	necessary expenses incurred in arranging		
	meeting is insufficient to constitute a	the meeting and shall be providing		
	quorum as required by this Article of	reasonable facilitation. If the number of		
	Association. The shareholders who	shareholders attending the meeting is		
	requested that the shareholders' meeting be	insufficient to constitute a quorum as		
	called at that time will be jointly liable to the	required by this Article of Association. The		
	company for the expenses incurred in	shareholders who requested that the		
	arranging the meeting.	shareholders' meeting be called at that		
		time will be jointly liable to the company for		
		the expenses incurred in arranging the		
		meeting.		
		In the event that the extraordinary general		
		meeting is called by the shareholders, such		
		shareholders may send the notice of the		
		extraordinary general meeting via		
		electronic means to the shareholders who		
		express their intention or consent to receive		
		such notice via electronic means, the		
		aforesaid process shall be in accordance		
		to criteria and method prescribed by the		
		Public Company Limited Registrar.		

Article	Existing Article	Proposing to be amended Article		
36	To call a meeting of shareholders, the	To call a meeting of shareholders, the		
	board of directors must prepare a notice	board of directors must prepare a notice		
	indicating the place, date, time, agenda,	indicating the place, date, time, agenda,		
	and matters to be proposed at the meeting,	and matters to be proposed at the meeting		
	together with any other appropriate details	together with any other appropriate details.		
	and the board of directors' opinion on those	The notice must clearly specify the matter		
	matters. The notice must be sent to the	for acknowledgment, approval, or		
	shareholders and the Public Companies	consideration, together with the opinion of		
	Registrar seven (7) days or more before the	the board of directors on those matters.		
	meeting date. The notice must also be	The notice must be sent to the		
	published in a newspaper at least 3 days	shareholders and the Public Companies		
	prior to the meeting date, and must be	Registrar seven (7) days or more before the		
	announced for three (3) days consecutively.	meeting date. The notice must also be		
		published in a newspaper or by electronic		
		means, according to the rules and		
		methods prescribed by law.		
38	A shareholder may appoint a proxy to	A shareholder may appoint a proxy to		
	attend and vote at a meeting of	attend and vote at a meeting of		
	shareholders on his/her behalf. The	shareholders on his/her behalf. The		
	instrument appointing a proxy must be	instrument appointing a proxy must be		
	made in writing, signed by the shareholder	made in writing, signed by the shareholder		
	and made in a form prescribed by the Public	and made in a form prescribed by the		
	Companies Registrar. The proxy instrument	Public Companies Registrar. The proxy		
	must be submitted with the Chairman or	instrument must be submitted with the		
	his/her assignee before the proxy attends	Chairman or his/her assignee before the		
	the meeting. The proxy instrument must	proxy attends the meeting. The		
	contain at least the following particulars:	appointment if proxy may be performed by		
		electronic media provided that the method		
		shall be safe and reliable to be proven that		

sh (2	the amount of shares held by the hareholder;  the name of the proxy; and  the meeting at which the proxy is ppointed to attend and vote.	the proxy is performed by such shareholders, and in accordance with the rules prescribed by the registrar. The proxy instrument must contain at least the following particulars:			
(2	the name of the proxy; and the meeting at which the proxy is	rules prescribed by the registrar. The proxy instrument must contain at least the			
(3	3) the meeting at which the proxy is	instrument must contain at least the			
(3	3) the meeting at which the proxy is				
'		following particulars:			
ar	ppointed to attend and vote.				
		(1) the amount of shares held by the			
		shareholder;			
		(2) the name of the proxy; and			
		(3) the meeting at which the proxy is			
		appointed to attend and vote.			
39	The meeting of shareholders must	The meeting of shareholders must			
pr	roceed according to the agenda specified	proceed according to the agenda			
in	the notice of the meeting in respective	specified in the notice of the meeting in			
or	rder. However, the meeting may vary the	respective order. However, the meeting			
se	equence of the agenda if approved by a	1			
re	esolution passed by two-thirds (2/3) or				
m	nore of the votes cast by the shareholders	thirds (2/3) or more of the votes cast by the			
at	ttending the meeting.	shareholders attending the meeting.			
	After the meeting of shareholders	After the meeting of shareholders			
co	ompletes its consideration of the agenda	completes its consideration of the agenda			
pr	rescribed in the notice of the meeting, the	prescribed in the notice of the meeting, the			
sh	hareholders holding in aggregate one-third	shareholders holding in aggregate one-			
(1	1/3) or more of the total issued shares may	third (1/3) or more of the total issued shares may request the meeting to consider any			
re	equest the meeting to consider any matters	matters in addition to the agenda			
in	addition to the agenda prescribed in the	prescribed in the notice of the meeting.			
no	otice of the meeting.	If the meeting of shareholders is unable			
		to complete its consideration of the agenda			

Article	Existing Article	Proposing to be amended Article		
	If the meeting of shareholders is	prescribed in the notice of the meeting or		
	unable to complete its consideration of the	additional matters raised by the		
	agenda prescribed in the notice of the	shareholders and it is necessary to adjourn		
	meeting or additional matters raised by the	the meeting, then the meeting must fix the		
	shareholders and it is necessary to adjourn	place, date and time of the adjourned		
	the meeting, then the meeting must fix the	meeting. The board of directors must send		
	place, date and time of the adjourned	a notice of the meeting specifying the		
	meeting. The board of directors must send	place, date, time and agenda to		
	a notice of the meeting specifying the place,	shareholders seven (7) days or more		
	date, time and agenda to shareholders	before the meeting date. The notice of the		
	seven (7) days or more before the meeting	meeting shall be published in the		
	date. The notice of the meeting shall be	newspaper or by electronic means, in		
	published in the newspaper at least 3 days	accordance with the procedures		
	prior to the meeting date, and must be	prescribed by the provisions of law and		
	announced for three (3) days consecutively.	other.		
46	If the Company wishes to reduce its	If the Company wishes to reduce its		
	capital, it must send a notice specifying the	capital, it must send a notice specifying the		
	resolution of shareholders approving the	resolution of shareholders approving the		
	capital reduction to all creditors known to	capital reduction to all creditors known to		
	the Company within fourteen (14) days after	the Company within fourteen (14) days		
	the date on which the resolution was	after the date on which the resolution was		
	passed. The notice must provide that the	passed. The notice must provide that the		
	creditors may raise any objection within two	creditors may raise any objection within		
	(2) months after receipt of that notice. The	two (2) months after receipt of that notice.		
	Company must also publish the resolution	The Company must also publish the		
	of shareholders in a newspaper for 3 days	resolution of shareholders in a newspaper		
	consecutively, within fourteen (14) days	or by electronic means according to the		
	after the date on which the resolution was	rules and method prescribed by laws,		
	passed and			

Article	Existing Article	Proposing to be amended Article			
		within fourteen (14) days after the date on			
		which the resolution was passed.			
47	A declaration of dividends must not be	A declaration of dividends must not be			
	approved unless by a resolution of	approved unless by a resolution of			
	shareholders or in case of interim dividends	shareholders or in case of interim dividends			
	it must be approved by a resolution of the	it must be approved by a resolution of the			
	board of directors.	board of directors.			
	A written notice of dividend distribution	A written notice of dividend distribution			
	must be sent to all shareholders and	must be sent to all shareholders and			
	advertised in a newspaper for three (3) days	advertised in a newspaper or by electronic			
	consecutively. The payment of dividends	means according to the rules and methods			
	must be made within one (1) month after the	prescribed by laws. The payment of			
	date on which the resolution was passed.	dividends must be made within one (1)			
		month after the date on which the resolution			
		was passed.			
63	-	In sending any letter or document, the			
		Company or its board of directors may			
		send it by electronic means to any director,			
		shareholder, or creditor of the Company			
		who expresses their intention or consents			
		to receive such a letter or document by			
		electronic means. Such actions must be in			
		accordance with the rules and methods			
		prescribed by the Public Company			
		Registrar.			

The Company gave shareholders an opportunity to ask questions or express additional opinions.

However, it appeared that no one asked questions or offered any opinions.

Resolution The Meeting considered and unanimously approved the amendment to the Company's Articles of Association as proposed, with the votes as follows:

Approved	218,222,257	votes	equal to	100
Disapproved	0	votes	equal to	0
Abstained	0	votes	equal to	0
Void ballot	0	votes	equal to	0

## Agenda 9 Other business (if any)

The Chairman asked the shareholders attending the meeting whether they would like to propose another agenda for this meeting. As no one proposed any other matter to the meeting, the chairman then gave the shareholders the opportunity to ask further questions, which no shareholder inquired.

When there were no shareholders who would like to inquire or give any other opinions, he closed the meeting.

The Meeting was adjourned at 03.00 p.m.

Signed......Chairman of the Meeting

(Mr.Mongkol Preukwatana)

Chairman of the Board

# Profiles of the candidate directors nominated to replace the directors retiring by rotation



Name Mr. PISIT ARIYADEJWANICH

Age 46 Years

**Nationality** Thai

Educational qualification

- Ph.D. in Chemical Engineering, Chulalongkorn University (The first rank with excellent dissertation)
- Bachelor of Engineering (Chemical Engineering), Faculty of Engineering,
   Chulalongkorn University (The second rank with 2nd Class Honors)
- Director Accreditation Program (DAP 161/2019)
- Risk Management Program for Corporate Leaders (22/2021)

## **Director Accreditation Program**

Work Experience

- 2022 Present : Director / Executive Committee / Chief Executive Officer,
   S.A.F. SPECIAL STEEL PUBLIC COMPANY LIMITED
- 2022 Present : Association Director, Thai Tool and Die Industry
   Association & Thai Association of Particle Industries
- 2019 2022 : Director / Chief Executive Officer, S A.F. SPECIAL STEEL COMPANY LIMITED
- 2017 2019 : Director / Managing Director, S.A.F. SPECIAL STEEL COMPANY LIMITED
- 2009 2017 : Director / Deputy Managing Director, S.A.F. SPECIAL STEEL COMPANY LIMITED

 2005 - 2017 : Deputy Managing Director, S.A.F, SPECIAL STEEL COMPANY LIMITED

 2003- 2005: Process technical engineer, Esso Sriracha Refinery, Esso (Thailand) Company Limited

Current job position Director / Executive Committee / Chief Executive Officer

<u>In any listed companies</u>
• 2022 - Present : Director / Executive Committee / Chief Executive Officer,

S.A.F. SPECIAL STEEL PUBLIC COMPANY LIMITED

• 2003 - 2005 : Process technical engineer, Esso Sriracha Refinery, Esso

(Thailand) Company Limited

In any non-listed companies • 2022 - Present : Association Director, Thai Tool and Die Industry

Association & Thai Association of Particle Industries

In any companies which may result

in a conflict of interest with the

Company

-None-

Nature of the nominated Directorship Director

Term of office (year) 2 (Since the company transformed into a public limited company)

Holding of Company Securities

shares of the company

 $61,\!659,\!977$  ordinary shares, representing 20.55 percent of the total issued

Direct and indirect interests in the

Company or in the relevant

Subsidiaries as a contracting party

-None-

Historical records of meeting Boa

Board meeting

Attendance in 2023 6 times out of 6 meetings

**Executive Committee Meeting** 

12 times out of 12 meetings

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company)

## Profiles of the candidate directors nominated to replace the directors retiring by rotation



Name MR. TREERAPOT KONGTORANIN

Age 46 Years

**Nationality** Thai

Educational qualification • Doctor of Philosophy (Business Administration), Assumption University

- Master of Science (Mechatronic), Technical University of Hamburg,
   Germany
- Bachelor of Engineering Mechanical (Automatic Control), Chulalongkorn University
- Director Certification Program (DCP 277/2019)
- Company Secretary Program (CPS 137/2023)

## Director Accreditation Program

Work Experience

2022 - Present : Director / Audit Committee / Nomination, Remuneration and Corporate Governance Committee / Independent Director, S.AF. SPECIAL STEEL PUBLIC COMPANY LIMITED

2020 - Present : Independent Director, BUI Life Insurance Public Company Limited

2019 - Present : Director, K.V.K. Holding Co, Ltd.

2018 - Present : Director, K.M.K. (Thailand) Co, Ltd.

2017 - Present : Chief Financial Officer, Bangkok Fastening Co, Ltd.

2013 - Present : Director, Kong Garden Co., Ltd.

2019 - 2022 : Director / Audit Committee / Nomination, Remuneration and

Corporate Committee / Independent Director, S.A.F. SPECIAL STEEL

**COMPANY LIMITED** 

2007 - 2017: Overseas Marketing Director, Bangkok Fastening Co, Ltd.

2003 - 2007 : Plant Director, Bangkok Fastening Co, Ltd.

Current job position Director / Nomination, Remuneration and Corporate Governance Committee /

Audit Committee / Independent Director

In any listed companies 2022 - Present S.A.F. Special Steel Public Company Limited

2020 - Present : Independent Director, BUI Life Insurance Public Company

Limited

In any non-listed companies 2019 - Present : Director, K.V.K. Holding Co, Ltd.

2018 - Present : Director, K.M.K. (Thailand) Co, Ltd.

2017 - Present : Chief Financial Officer, Bangkok Fastening Co, Ltd.

2013 - Present : Director, Kong Garden Co., Ltd.

2007 - 2017 : Overseas Marketing Director, Bangkok Fastening Co, Ltd.

2003 - 2007 : Plant Director, Bangkok Fastening Co, Ltd.

In any companies which may result

in a conflict of interest with the

Company

-None-

-None-

Nature of the nominated Directorship Director

**Term of office (year)** 2 (since the company transforms into a public limited company)

Holding of Company Securities -None-

Direct and indirect interests in the

Company or in the relevant

Subsidiaries as a contracting party

Family relationship with -None-

the Company or major Shareholders

of the Company

Relationship with the Company/ -None-

Subsidiaries/Associated companies

or legal entities that may have

Conflict at present or during

2 years ago

Directors involved in the -None-Management employees,

employees or consultants

receive a regular salary

Professional such as auditor or -None-

legal adviser

Business relationship which is -None-

considered material and may have

effect to performance on

independent duty

Historical records or meeting Board meeting

Attendance in 2023 6 times out of 6 meetings

Audit Committee Meeting

3 times out of 4 meetings

Nomination, Remuneration and Corporate Governance Committee Meeting

2 times out of 2 meetings

(This candidate is not a director or executive in any company which may result in a conflict of interest with the Company)

#### Definition of an Independent Director

The Company's definition of an independent director meets the minimum requirements of the SEC or the SET regarding shareholding in the Company, the requirement of no employment as the Company's employee, member of staff, salaried advisor or controlling person, and the requirement relating to the absence of a business relationship, as follows:

- 1. holding shares not exceeding one percent of the total number of shares with voting rights of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, including shares held by related persons of such independent director.
- 2. neither being nor used to be an executive director, employee, staff, advisor who receives salary, or controlling person of the company, its parent company, subsidiary company, associate company, same-level subsidiary company, major shareholder or controlling person, unless the foregoing status has ended not less than two years. Such prohibited characteristic shall not include the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder or controlling person of the company.
- 3. not being a person related by blood or legal registration as father, mother, spouse, sibling, and child, including spouse of child, executive, major shareholder, controlling person, or person to be nominated as executive or controlling person of the company or its subsidiary company.
- 4. neither having nor used to have a business relationship with the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, in the manner which may interfere with his independent judgement, and neither being nor used to be a significant shareholder or controlling person of any person having a business relationship with the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years.
- 5. neither being nor used to be an auditor of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person, or partner of an audit firm which employs auditors of the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, unless the foregoing relationship has ended not less than two years.
- 6. neither being nor used to be a provider of any professional services including those as legal advisor or financial advisor who receives service fees exceeding two million baht per year from the company, its parent company, subsidiary company, associate company, major shareholder or controlling person, and not being a significant shareholder, controlling person or partner of the provider of professional services, unless the foregoing relationship has ended not less than two years.
- 7. not being a director appointed as representative of directors of the company, major shareholder or shareholder who is related to major shareholder.

- 8. not undertaking any business in the same nature and in competition to the business of the company or its subsidiary company or not being a significant partner in a partnership or being an executive director, employee, staff, advisor who receives salary or holding shares exceeding one per cent of the total number of shares with voting rights of other company which undertakes business in the same nature and in competition to the business of the company or its subsidiary company.
- 9. not having any other characteristics which cause the inability to express independent opinions with regarding to the company's business operations.

Name Miss Techinee Pornpenpob

Position Partner

Certified Public Accountant No. 10769

Educational qualification Bachelor's Degree Accounting

Work Experience Has been working as a partner for 5 years

Auditing Experience Working as an auditing at Dharmniti Auditing Co., Ltd for 16 years

Years of the Company's auditors

Direct and indirect interests in the

Company or in the relevant

Subsidiaries

Name Mr.Thanawut Piboonsawat

Position Partner

Certified Public Accountant No. 6699

Educational qualification Bachelor of Business Administration, Accounting

Work Experience Has been working as a partner for 15 years

Auditing Experience Working as an auditing at Dharmniti Auditing Co., Ltd for 31 years

Years of the Company's auditors

Direct and indirect interests in the

Company or in the relevant

Subsidiaries

Name Miss Potjanarat Siripipat

Position Partner

Certified Public Accountant No. 9012

Educational qualification Bachelor of Business Administration, Accounting

Work Experience Has been working as a partner for 6 years

Auditing Experience Working as an auditing at Dharmniti Auditing Co., Ltd for 22 years

Years of the Company's auditors -

Direct and indirect interests in the

Company or in the relevant

Subsidiaries

Name Miss Roongnapha Saengchan

Position Partner

Certified Public Accountant No. 10142

**Educational qualification**Bachelor's degree, Bachelor's degree in Accounting and Master's

degree, Master's degree in Finance

Work Experience Has been working as a partner for 6 years

Auditing Experience Working as an auditing at EY Co., Ltd for 21 years

Years of the Company's auditors -

Direct and indirect interests in the

Company or in the relevant

Subsidiaries

# Documents or evidence showing the identity of the shareholder or proxy of the shareholder entitled to attend the meeting

In order for the shareholders' meeting of the Company to be transparent, fair and beneficial to shareholders, the Company considers it appropriate to inspect the documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting. This will also be applied in the future. However, since some shareholders may not be familiar with this, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis as the Company considers appropriate.

## 1. Natural person

## 1.1 Thai nationality

- (a) identification card of the shareholder (personal I.D. or identification card of government officer or identification card of state enterprise officer)
- (b) in case of proxy, copy of identification card of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

## 1.2 Non-Thai nationality

- (a) passport of the shareholder
- (b) in case of proxy, copy of passport of the shareholder and identification card or passport (in case of a foreigner) of the proxy.

## 2. Juristic person

## 2.1 Juristic person registered in Thailand

- (a) corporate affidavit, issued within 6 month by Department of Business Development, Ministry of Commerce; and
- (b) copy of identification card or copy of passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

## 2.2 Juristic person registered outside of Thailand

- (a) corporate affidavit; and
- (b) copy of identification card or copy of passport (in case of a foreigner) of the authorized director(s) who sign(s) the proxy form including identification card or passport (in case of a foreigner) of the proxy.

A copy of the documents must be certified true and correct. In case of any documents or evidence produced or executed outside of Thailand, such documents or evidence should be notarized by a notary public for the period of not more than 12 months before the AGM.

A shareholder or proxy is able to register at the meeting place from 1.00 pm. on 25 April 2024 onwards.

Remark If any shareholder cannot attend the 2024 Annual General Meeting of Shareholders, the shareholder may grant the proxy to independent director of the Company to act as proxy holder to attend and vote on his/her behalf by sending the duly completed proxy form to S.A.F. Special Steel Public Company Limited.

## The Company's Articles of Association in relation to the Annual General meeting of Shareholders

## 1. Convening of Meeting

## Chapter IV Clause 34

A meeting of shareholders must be held in the area where the Company's head office is located or in any adjacent provinces. or the meeting can be held via electronic media.

## Chapter IV Clause 36

To call a meeting of shareholders whether in person or as a meeting media conferencing the board of directors must prepare a notice indicating the place, date, time, agenda and matters to be proposed at the meeting together with any other appropriate details. The notice must clearly specify the matter for acknowledgment, approval or consideration, together with the opinion of the board of directors on those matters. The notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper or by electronic means, according to the rules and methods prescribed by law. If the meeting is called by electronic means, it must proceed in line with the rules and procedures set forth by law.

# 2. Proxy

## Chapter IV Clause 38

A shareholder may appoint a proxy to attend and vote at a meeting of shareholders on his/her behalf. The instrument appointing a proxy must be made in writing, signed by the shareholder and made in a form prescribed by the Public Companies Registrar. The proxy instrument must be submitted with the Chairman or his/her assignee before the proxy attends the meeting. The appointment if proxy may be performed by electronic media provided that the method shall be safe and reliable to be proven that the proxy is performed by such shareholders, and in accordance with the rules prescribed by the registrar. The proxy instrument must contain at least the following particulars:

- (a) the amount of shares held by the shareholder;
- (b) the name of the proxy; and
- (c) the meeting at which the proxy is appointed to attend and vote.

## 3. Meeting Procedures

#### Chapter IV Clause 39

The meeting of shareholders must proceed according to the agenda specified in the notice of the meeting in respective order. However, the meeting may vary the sequence of the agenda if approved by a resolution passed by two-thirds (2/3) or more of the votes cast by the shareholders attending the meeting.

After the meeting of shareholders completes its consideration of the agenda prescribed in the notice of the meeting, the shareholders holding in aggregate one-third (1/3) or more of the total issued shares may request the meeting to consider any matters in addition to the agenda prescribed in the notice of the meeting.

If the meeting of shareholders is unable to complete its consideration of the agenda prescribed in the notice of the meeting or additional matters raised by the shareholders and it is necessary to adjourn the meeting, then the meeting must fix the place, date and time of the adjourned meeting. The board of directors must send a notice of the meeting specifying the place, date, time and agenda to shareholders seven (7) days or more before the meeting date. The notice must also be published in a newspaper at least three (3) days before the meeting date for a period of three (3) consecutive days according to the law on public limited companies and other relevant laws.

## Chapter IV Clause 40

The Chairman of the board of directors will act as the Chairman of the meeting of shareholders. If the Chairman is not present or is unable to discharge his/her duties, the Vice-Chairman will serve as the Chairman. If there is no Vice-Chairman or the Vice-Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as the Chairman.

#### 4. Quorum

## Chapter IV Clause 37

A quorum of a meeting of shareholders requires a lesser of a number of twenty-five (25) shareholders or one-half or more of the total number of shareholders, holdings in aggregate one-third (1/3) or more of the total issued shares, present in person or by proxy (if any).

If the meeting is convened by electronic means, it must proceed in line with the rules and procedures set forth by law

If after one (1) hour from the time fixed for a meeting of shareholders a quorum has not been constituted, the meeting which was called at the request of shareholders must be dissolved. If the meeting is called other than at the request of the shareholders, an adjourned meeting must be called and a notice of the meeting must be sent to the shareholders seven (7) days or more before the date of the adjourned meeting. No quorum is required at the adjourned meeting.

## 5. Voting Procedures

## Chapter IV Clause 41

In every meeting of shareholders, a shareholder has one vote for each share.

A shareholder who has a special interest in any matter may not cast votes on that matter, except for the election of directors.

## Chapter IV Clause 42

A resolution of shareholders must be passed by a majority of the votes cast by the shareholders attending and eligible to vote at the meeting, except where it requires otherwise in these Articles of Association or by law or in any of the following cases where a resolution must be passed by three-quarters (3/4) or more of the votes cast by the shareholders attending and eligible to vote at the meeting:

- a. a sale or transfer of all or substantial part of the business of the Company to any person;
- b. a purchase or acceptance of transfer of business of other public or private companies;

- c. an entering into, amendment or termination of any agreement concerning a lease out of all or substantial part of the business of the Company or an assignment of the management control of the business of the Company to any person or a merger with any person for the purposes of profit and loss sharing;
- d. an amendment to the Memorandum or Articles of Association of the Company;
- e. an increase or reduction of capital;
- f. an issue of debentures; or
- g. an amalgamation or a dissolution of the Company.

## 6. Appointment of Directors

## Chapter III Clause 17

A meeting of shareholders must elect the directors in accordance with the following procedures and rules:

- 1) Each shareholder has one vote for each share held;
- 2) Each shareholder may exercise the votes in electing one or more persons to be the directors but the votes are indivisible;
- 3) The person who obtains the highest votes will be elected as a director in respective order according to the required number of directors, but if persons elected in descending orders obtain equal votes, which exceeds number of directors required or exceeds the numbers of directors required in such election, there must be a drawing by lots to determine the directors required.

# Form of Proxy, Form A $\,$

				-	
			Made a	t	
			Date	Month	Year
(1)	I/We				nationality
residing/loc	ated at No	Road		Sub-District	
District		Province		Postal Code	
(2)	being a shareho	older of S.A.F. Spec	cial Steel Public Compa	any Limited, holding	gshares in
total which a	are entitled to cas	tvot	tes as follows:		
	ordinary shares	:share	es in total which are ent	itled to cast votes;	and
	preferred share	s:shar	es in total which are en	titled to cast votes,	
(3)	I/We wish to ap	point			
	(1)		ageyea	ars, residing/locate	ed at No,
	Rc	ad, Tambol/Kwaer	ng, Ar	mphur/Khet	,
Province		, Postal Code	, OI	r	
	(2)		ye	ears, residing/locat	ted at No,
	Rc	ad, Tambol/Kwaer	ng, , ,	Amphur/Khet	,
Province		, Postal Code	e, o	r	
	(3)		age yea	ars, residing/locate	ed at No,
	Rc	ad, Tambol/Kwaer	ng, , ,	Amphur/Khet	,
Province		, Postal Code	<del>9</del>		
an	y one of them as	my/our proxy to at	ttend and vote on my/c	our behalf at the 20	024 Annual General Meeting of
Shareholde	rs to be held on 2	25 April 2024 at 2.0	00 p.m. at Ratchaphrue	ek Ballroom, Park	village Rama 2, No.1/1 Rama I
Soi 56, Sam	ae Dam Sub-dist	rict, Bangkhunthier	n District Bangkok 1015	50, or such other d	late, time and place as may be
adjourned.					
An	y acts or perforn	nance caused by	the proxy at the above	e meeting shall be	e deemed as my/our acts and
performance	e in all respects.				
			Signed		Grantor
			(		)
			Signed		Grantee
			(		)
			Signed		Grantee
			(		)
			Signed		Grantee

Remarks A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.

(.....)

		of Proxy, Form B.		
		Made at		
		Date	Month	Year
(1) I/We			nationa	lity,
residing/located at I	No	Road,	Tambol/Kw	aeng,
Amphur/Khet		Province	Po	stal Code
(2) being	a shareholder of S.A.F. Special S	Steel Public Compa	ny Limited, holding.	shares
in total which are en	ititled to cast	votes as follows:		
ordina	ry shares:shares in	total which are enti	tled to cast votes; ar	nd
preferr	red shares:shares in	total which are enti	itled to cast votes,	
(3) I/We w	rish to appoint			
(1)		ageyears	, residing/located at	No,
	Road, Tambol/Kwaeng	, Amp	hur/Khet	,
Province	, Postal Code	, or		
(2)		age year	rs, residing/located a	at No
	Road, Tambol/Kwaeng	, An	nphur/Khet	,
Province	, Postal Code	, or		
(3)		age year	s, residing/located a	t No,
	Road, Tambol/Kwaeng	, An	nphur/Khet	,
Province	, Postal Code			
any ana af	them so my/our provide attend	and vote on my/our	bobalf at the 2024	Annual Canaral Moating

any one of them as my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on 25 April 2024 at 2.00 p.m. at Ratchaphruek Ballroom, Park village Rama 2, No.1/1 Rama II Soi 56, Samae Dam Sub-district, Bangkhunthien District Bangkok 10150, or such other date, time and place as may be adjourned.

	(4)	I/We authorize my/our proxy to cast the votes	s on my/our behalf at the above meeting in the follo	wing
manner	s:			

Agenda no. 1 To acknowledge the minutes of the 2023 Annual General Meeting of Shareholders (The agenda is for acknowledgement; the meeting's resolution is not required)

_	dge the Company's 2023 opera rledgement; the meeting's resol	_			
Agenda no. 3 To consider 2023.	Agenda no. 3 To consider and approve the audited financial statements for the year ended 31 December 2023.				
(a) The proxy is entitled	I to cast the votes on my/our be	half at its own discretion.			
$\square$ (b) The proxy must cas	t the votes in accordance with t	he following instructions:			
☐ Approve	Disapprove	Abstain			
_	and approve the dividend pay	ment derived from operating results of the	year		
	I to cast the votes on my/our be	half at its own discretion			
-	t the votes in accordance with t				
Approve	Disapprove	Abstain			
□ Αρβιονέ	□ ызарргоvе	□ Abstairi			
Agenda no. 5 To considerotation	er and approve the appointme	nt of directors replacing those who retire	: by		
(a) The proxy is entitled	I to cast the votes on my/our be	half at its own discretion.			
(b) The proxy must cast the votes in accordance with the following instructions:					
Appointment al		, and the second			
Approve	☐ Disapprove	Abstain			
Appointment of	any director(s)				
Name of Directo	r : Mr.Pisit Ariyadejwanich				
☐ Approve	Disapprove	Abstain			
Name of Directo	r : Mr.Treerapot Kongtoranin				
☐ Approve	Disapprove	Abstain			
Agenda no. 6 To conside	r and approve the determinati	on of the director's remuneration for the y	/ear		
2024					
$\Box$ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.					
$\Box$ (b) The proxy must cast the votes in accordance with the following instructions:					
Approve	Disapprove	Abstain			
Agenda no. 7 To consider	and approve the appointment of	of the auditor, and their remuneration for the	Э		
year 2024					
$\Box$ (a) The proxy is entitled	I to cast the votes on my/our be	half at its own discretion.			
☐ (b) The proxy must cas	t the votes in accordance with t	he following instructions:			
☐ Approve	Disapprove	Abstain			

	☐ Agenda no. 8 Other business (if any)
	$\square$ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
	$\square$ (b) The proxy must cast the votes in accordance with the following instructions:
	☐ Approve ☐ Disapprove ☐ Abstain
	(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this prox
for	m, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the
sha	areholder.
	(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting consider
or	resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, the
the	proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.
	Any acts or performance caused by the proxy at the above meeting, except voting in contravention
my	our instruction, shall be deemed as my/our acts and performance in all respects.
	Signed Grantor
	()
	Signed Grantee
	()
	Signed Grantee
	()
	SignedGrantee
	()
_	
	<u>marks</u>
1.	A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be
	divided into several portions and granted to more than one proxy in order to divide the votes

- 2. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
- 3. In case there are more agendas to be discussed than those specified above, the grantor may make additional Authorization in the Attachment to Proxy Form.

# Attachment to Proxy Form B.

A proxy is granted by a shareholder of S.A.F. Special Steel Public Company Limited.

For the 2024 Annual General Meeting of Shareholders to be held on 25 April 2024 at 2.00 p.m. at Ratchaphruek Ballroom, Park village Rama 2, No.1/1 Rama II Soi 56, Samae Dam Sub-district, Bangkhunthien District Bangkok 10150, or such other date, time and place as may be adjourned.

Age	nda nore	:			
	(a) The proxy is	entitled to ca	ast the votes on my/o	ur behalf at its c	own discretion.
	(b) The proxy m	ust cast the	votes in accordance	with the followin	g instructions:
	Approve		Disapprove	ПА	bstain
Age	nda nore	:			
	(a) The proxy is	entitled to ca	ast the votes on my/o	ur behalf at its c	wn discretion.
	(b) The proxy m	ust cast the	votes in accordance	with the followin	g instructions:
	Approve		Disapprove	□ А	bstain
Age	nda nore	:			
	(a) The proxy is	entitled to ca	ast the votes on my/o	ur behalf at its c	wn discretion.
	(b) The proxy m	ust cast the	votes in accordance	with the followin	g instructions:
	Approve		Disapprove	ПА	bstain
Age	nda no re	:			
	(a) The proxy is	entitled to ca	ast the votes on my/o	ur behalf at its c	own discretion.
	(b) The proxy m	ust cast the	votes in accordance	with the followin	g instructions:
	Approve		Disapprove	ПА	bstain
Age	nda nore:	Appointmen	t of directors (Contin	ued)	
Nan	ne of Director				
	Approve		Disapprove		Abstain
Nan	ne of Director				
	Approve		Disapprove		Abstain
Nan	ne of Director				
	Approve		Disapprove		Abstain
Name of Director					
	Approve		Disapprove		Abstain
Nan	ne of Director				
	Approve		Disapprove		Abstain
Nan	ne of Director				
	Approve		Disapprove		Abstain

# Form of Proxy, Form C.

-----

			N	lade at		
			D	atel	Month	Year
(1)	We					
located at N	O	,	F	Road, Sub-c	district	
District		, Province		Postal Code	e	in our capacity as
the custodia	n for					
being a shar	rehol	der of S.A.F. Special Stee	el Public Company Lim	ited, holdin	9	shares in total which
are entitled t	to ca	stvotes as	s follows:			
	ord	inary shares:	shares in total whic	h are entitle	ed to cast	votes; and
	pre	ferred shares:	shares in total whic	h are entitle	ed to cast	votes,
(2)	We	wish to appoint				
	(1)					years
residing/loca	ated	at No	,	Road	, Tambol/Kwaeı	ng,
Amphur/Khe	et		, Province		, Postal C	Code, o
	(2)					year
residing/loca	ated	at No	,	Road	, Tambol/Kwaeı	ng,
Amphur/Khe	et		, Province		, Postal C	ode, or
	(3)					year
residing/loca	ated	at No	,	Road	, Tambol/Kwaeı	ng,
Amphur/Khe	et		, Province		, Postal C	ode
	any	one of them as our proxy	y to attend and vote or	n our behal	f at the 2024 Ar	nual General Meeting of
Shareholder	s to b	pe held on 25 April 2024 a	at 2.00 p.m. at Ratcha <sub>l</sub>	ohruek Ballı	room, Park villaç	ge Rama 2, No.1/1 Rama
ll Soi 56, Sar	mae I	Dam Sub-district, Bangkhı	unthien District Bangko	ok 10150, o	r such other date	e, time and place as may
be adjourne	d.					
(3)	We	authorise our proxy to atte	end the meeting and c	ast the vote	es on our behalf	in the following manner:
		The voting right in all the	voting shares held by	us is grante	ed to the proxy.	
		The voting right in part of	f the voting shares held	d by us is g	ranted to the pro	oxy as follows:
		Ordinary shares:	shares in total,	which are	entitled to cast _	votes; and
		Preferred shares:	shares in total,	which are	entitled to cast _	votes,
		Total: votes				
(4)	We	authorise our proxy to cas	st the votes on our beh	alf at the ab	pove meeting in	the following manner:
		Agenda no. 1 To acknow	vledge the minutes of t	he 2023 Ar	nnual General M	eeting of Shareholders
		(The agenda is for acknowledge)	owledgement; the meet	ting's resolu	ution is not requi	red)
		Agenda no. 2 To acknow	vledge the Company's	2023 opera	ating results	
		(The agenda is for acknown			_	red)

☐ Agenda no. 3 To consider and approve the audited financial statements for the year ended 31
December 2023
$\square$ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
$\square$ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve withvotes ☐ Disapprove withvotes ☐ Abstain withvotes
Agenda no. 4 To consider and approve the dividend payment derived from operating results of the
year of 2023 and the appropriation of profit as legal reserve
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
☐ (b) The proxy must cast the votes in accordance with the following instructions:
Approve withvotes Disapprove withvotes Abstain withvotes
Agenda no. 5 To consider and approve the appointment of directors replacing those who retire by
rotation
$\square$ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
(b) The proxy must cast the votes in accordance with the following instructions:
Appointment of all directors
☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
Appointment of any director(s)
Name of Director : Mr.Pisit Ariyadejwanich
☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
Name of Director : Mr.Treerapot Kongtoranin
☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
$\square$ Agenda no. 6 To consider and approve the determination of the director's remuneration for the year
2024
$\square$ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
$\square$ (b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes
Agenda no. 7 To consider and approve the appointment of the auditor, and their remuneration for the
year 2024
$\Box$ (a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
$\square$ (b) The proxy must cast the votes in accordance with the following instructions:
Approve with votes Disapprove with votes Abstain with votes
☐ Agenda no. 8 Other business (if any)
(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.
(b) The proxy must cast the votes in accordance with the following instructions:
☐ Approve with votes ☐ Disapprove with votes ☐ Abstain with votes

(5) If the votes which the proxy casts on any agenda conflict with my/our specified instruction in this proxy form, those votes are invalid and will be regarded as having not been cast by me/us in my/our capacity as the shareholder.

(6) If my/our instruction on voting is not expressly or clearly indicated on any agenda, the meeting considers or resolves on any matter other than those stated above, or there is any change or addition to the relevant facts, then the proxy will be entitled to cast the votes on my/our behalf at his/her own discretion.

Any acts or performance caused by the proxy at the above meeting, except voting in contravention of my/our instruction, shall be deemed as my/our acts and performance in all respects.

SignedG	rantor
()	
SignedG	rantee
()	
SignedG	rantee
()	
SignedG	rantee
(	)

## Remarks

- 1. This Form C. is used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody
- 2. The necessary evidence to be enclosed with this proxy form are:
  - (1) the power-of-attorney granted by the shareholder to the custodian by which the custodian is appointed to sign the proxy form on the shareholder's behalf; and
  - (2) a certification that the authorized signatory of the proxy form is licensed to operate the custodial business
- 3. A shareholder may grant a proxy to only one person. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
- 4. As regards the agenda to appoint directors, the meeting may consider appointing the entire board or any director(s).
- 5. In case there is other business to be discussed in addition to those specified above, the grantor may make additional authorization in the Attachment to Proxy Form.

# Attachment to Proxy Form C.

A proxy is granted by a shareholder of S.A.F. Special Steel Public Company Limited.

For the 2024 Annual General Meeting of Shareholders to be held on 25 April 2024 at 2.00 p.m. at Ratchaphruek Ballroom, Park village Rama 2, No.1/1 Rama II Soi 56, Samae Dam Sub-district, Bangkhunthien District Bangkok 10150, or such other date, time and place as may be adjourned.

Agenda no. re:		
$\Box$ (a) The proxy is entitled to cast the	e votes on my/our behalf at its own	discretion.
$\Box$ (b) The proxy must cast the votes	in accordance with the following ir	structions:
Approve with votes	☐ Disapprove with votes	Abstain withvotes
Agenda no re:		
(a) The proxy is entitled to cast the	e votes on my/our behalf at its own	discretion.
☐ (b) The proxy must cast the votes	in accordance with the following ir	nstructions:
Approve with votes	☐ Disapprove with votes	Abstain withvotes
Agenda no re:		
(a) The proxy is entitled to cast the	e votes on my/our behalf at its own	discretion.
☐ (b) The proxy must cast the votes	in accordance with the following ir	nstructions:
Approve with votes	☐ Disapprove with votes	Abstain withvotes
Agenda no re:		
(a) The proxy is entitled to cast the	e votes on my/our behalf at its own	discretion.
☐ (b) The proxy must cast the votes	in accordance with the following ir	nstructions:
Approve with votes	☐ Disapprove with votes	Abstain withvotes
Agenda no re: Appo	pintment of directors (Continued)	
Name of Director		
Approve with votes	☐ Disapprove with votes	Abstain with votes
Name of Director		
Approve with votes	<u></u>	
Name of Director		
Approve with votes	☐ Disapprove with votes	Abstain withvotes
Name of Director		
Approve with votes	☐ Disapprove with votes	Abstain withvotes
Name of Director		
Approve with votes	☐ Disapprove with votes	Abstain withvotes
Name of Director		
Approve with votes	☐ Disapprove with votes	

## Profiles of the independent directors proposed by the Company



Name Mr. Amornsakdi Ketcharoon

Age 58 years

**Nationality** Thai

Address 110 Thientalay 24, Bangkhunthien-Chytalay Road, Ta-Kam Sub-district,

Bangkhunthien District, Bangkok 10150

Position in the company Director, Chairman of the Audit Committee and independent director

Directorship training -None-

Interests in the agenda proposed in the meeting

-None-

Relationship with Management or Major shareholders

-None-

Relationship with the Company/Subsidiary/Associated Company or Legal entities that may cause conflicts in current or in the past two years

-None-

Directors involved in administration, or employees and consultants receiving regular salaries

-None-

Professional service providers such as auditors or legal consultants

-None-

Significant business relationships that may result in the inability to act independently

-None-

## Profiles of the independent directors proposed by the Company



Name Mr. Amornyot Panich

Age 50 years

Address 110 Thientalay 24, Bangkhunthien-Chytalay Road, Ta-Kam Sub-district,

Bangkhunthien District, Bangkok 10150

Position in the company Director, Audit Committee, Independent Director and Chairman of the

Nomination Committee Compensation and Corporate Governance

Directorship training -None-

Interests in the agenda proposed in the meeting

-None-

Relationship with Management or Major shareholders

-None-

Relationship with the Company/Subsidiary/Associated Company or Legal entities that may cause conflicts in current or in the past two years

-None-

Directors involved in administration, or employees and consultants receiving regular salaries

-None-

Professional service providers such as auditors or legal consultants

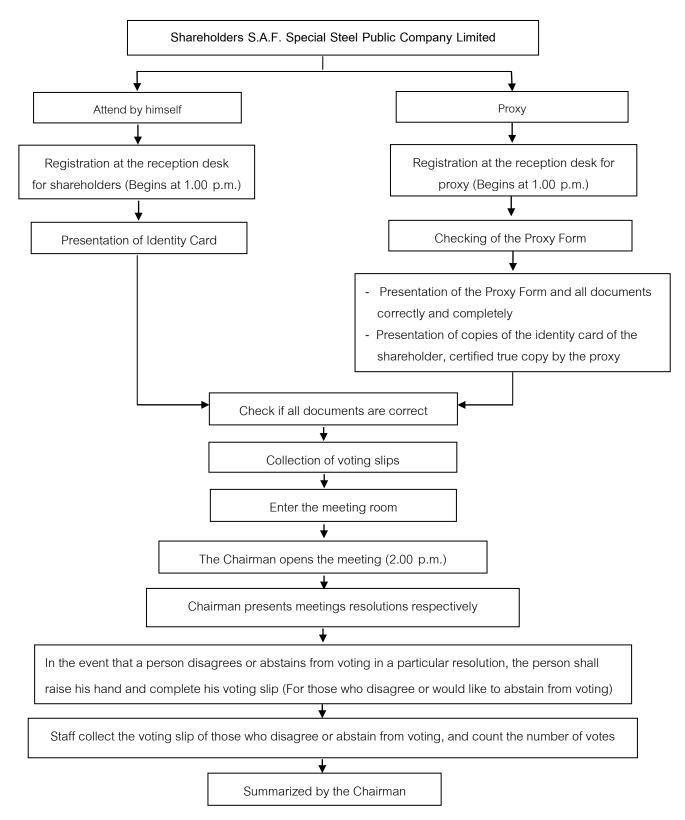
-None-

Significant business relationships that may result in the inability to act independently

-None-

## Procedures for attending the 2024 Annual General Meeting of Shareholders

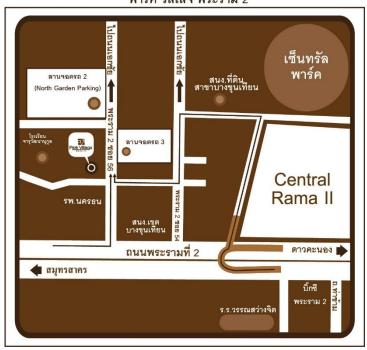
# S.A.F. Special Steel Public Company Limited 25 April 2024



<sup>\*</sup>Please submit your voting slip for each resolution to a member of the Company's staff at the end of meeting



แผนที่ลานจอดรถ 2 และ 3 พาร์ค วิลเลจ พระราม 2



At Ratchaphruek Ballroom, Park village Rama 2, No.1/1 Rama II Soi 56, Samae Dam Sub-district, Bangkhunthien District Bangkok 10150

## **Privacy Notice**

# For the 2024 Annual General Meeting of Shareholders of S.A.F. Special Steel Public Company Limited.

S.A.F. Special Steel Public Company Limited (the "Company") is aware of the privacy of shareholders and/or of the proxy ("you") who attend the 2024 annual general meeting of shareholders ("meeting of shareholders"). Thus, Company provides this privacy notice to inform you in relation to the collection, use and disclosure of personal data of individual, including rights, security procedures, safety of your personal data, and the contact channels with Company in accordance with the Personal Data Protection Act B.E. 2562 ("PDPA"), relevant laws and regulations, as follows:

- 1. <u>Personal Data Processing</u>: Company has to collect the personal data of shareholders to organize the meeting of shareholders. The collection of personal data is as follows:
- 1.1 General personal data, which includes given name, alias, nationality, age, mailing address, email address, telephone number, facsimile number, identification card photo, identification number, passport information, alien identification information, driving license, signatures, CCTV recording, including images and photos, visual images, voice recordings, and video recordings that record the interaction between you and Company during the meeting.
- 2. <u>Purposes of Personal Data Processing</u>: Company will process personal data of shareholders on the following proposes and legitimate interests:
- 2.1 On legal obligation basis
  - Company will collect and use the personal data of shareholders as specified in No. 1.1 to call, conduct, and proceed the meeting of shareholders, which includes identifications of shareholders, delivery of related documents, and other processing to fulfil the resolution of the meeting and the law. Furthermore, this is to comply with law, notice and regulations from other government agencies with legal authority as stated in Public Limited Companies Act, B.E. 2535 and other related laws.

## 2.2 On legitimate interest basis

- Company will collect and use the personal data of shareholders as specified in No. 1.1 to record the
  meeting minutes and as proved of attendance in the meeting of shareholders. Furthermore, this is for
  further processing related to legitimate interest of Company and other persons, which could be
  expected reasonably by shareholders.
- Company will collect and use the records of images and videos from CCTV of the shareholders for benefits and security measures in processing of the meeting in order to fulfil and achieve purposes set by you and Company.

- Company will process and keep the record of images and videos of meeting of shareholders to insert in minutes of meeting and for public relations via electronic and publications. The record of image and videos of the meeting of shareholder may include the images and names of the shareholders to achieve purposes of the meeting of shareholders.
- 3. <u>Sources of Personal Data</u>: Company may directly collect personal data from you and Thailand Securities Depository Co., Ltd. (TSD), the Company's securities registrar on recent the Record Date or Asset Management Company or any other person authorized by you to attend the meeting on behalf.
- 4. <u>Processing of personal data</u>: When Company received your personal data as specified in No. 3. Company has to collect and use your personal data as specified in No. 1. Company may have to disclose your personal data to related government agencies in order to achieve the purpose of processing your personal data and to comply with the basis as specified in No. 2.
- 5. <u>Retention of Personal Data</u>: Company will retain your personal data for a period of ten years, except for the specification in No.2.2 will be retained for a period of six months.
- 6. <u>Data Subjects' Rights</u>: You can exercise your rights as follows: you have the right to access your personal data and obtain copy from the Company and disclose the sources of retrieved personal data without your consent. You have the right to rectify your inaccurate personal data. You have the right to data portability your personal data to other data controllers, or yourself. You also have the right to object the processing of your personal data.

You may contact Data Protection Officer (DPO) at E-mail: <u>leena@saf.co.th</u> to lodge the request of the rights mentioned above.

In case of the exercising the rights mentioned above, no extra costs incurred. The Company will consider and inform you with the result of your request within 30 days from the date that the Company has received your said request.

In case the Company or employees have violated or not followed the PDPA, you can lodge the complaint to the Office of the Personal Data Protection Commission (PDPC) at The Government Complex Commemorating His Majesty, Rattaprasartpakdi Building, Chaeng Watthana Road Bangkok Telephone 0 2142 1033 E-mail: pdpc@mdes.go.th