

Ref: S2_BoD004/2023

March 17th, 2023

Subject Notice of Annual General Meeting of Shareholders for the year 2023

To Shareholders of 2S Metal Public company Limited

Attachments

1. The copy of the Minutes of the Annual General Meeting of Shareholders for the year 2022
2. Annual Report for the year 2022 (One Report 2022), The QR Code channel for download information)
3. Profile of directors who retired by rotation and proposed to be reelected.
4. Information on Auditor's profile for year 2023 and audit fee.
5. Details of the proposing to amend the Company's Article of Association.
6. Proxy form B. (proxy A or C type can be downloaded on the Company's website https://www.ss.co.th/general_meeting_th/)
7. Preliminary information of Independent Directors who represent to be a proxy and the Definition of Independent Directors.
8. Conditions and procedures of the meeting of shareholders, voting and appointment of proxies.
9. Company's Articles of Association, Shareholders' Meeting.
10. Privacy Notice under the Personal Data Protection Act B.E. 2562 (2019)

The Board of Directors' Meeting of 2S Metal Public company Limited has resolved that the Annual General Meeting of Shareholders 2023 will be held on Wednesday, 19 April 2023 at 10.30 via Electronic media only (E-AGM), according to the Emergency Decree on Electronic Meeting. Once the Company had invited shareholders to propose agendas for the AGM 2023 on website during 15 December 2022 – 31 January 2023, which there's no any shareholder had proposed the agenda. Hence, the agenda for consideration are following:

Agenda 1	To consider and certify the Minutes of the Annual General Meeting of Shareholders for year 2022
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Fact and reason The Annual General Meeting of Shareholders of 2022 had been held on April 21st, 2022. The Company has prepared the Minutes of the meeting and disclosed through SET's system for the shareholder to review within 14 days from the date of the meeting and published on the Company's website also. A copy of the minutes is attached in (attachment 1)

Opinion of the Board of Directors The minutes of Annual General Meeting of Shareholders for year 2022, dated April 21st, 2022 was properly and accurately recorded. Therefore, it is proposed that the shareholders certify such minutes.

Vote required This agenda must be passed by a majority of votes of the shareholder who attend the meeting and cast their votes.

Agenda 2 To consider and acknowledge the Company's operating results for the fiscal year 2022.

Fact and reason the Company's operation and performance for the year 2022, the details are shown in the Annual Report of 2022 (One Report 2022). The shareholders can download information by scan_QR Code on the Notice of the Meeting (attachment 2).

Opinion of the Board of Directors : the meeting shall acknowledge the Company's operating results for the fiscal year 2022.

Vote required This agenda is for acknowledgement; therefore, the votes are not be required.

Agenda 3 Consider and approve the Company's financial statement 2022 , for the fiscal year ended 31 December 2022

Fact and reason : In compliance with the Public Companies Limited Act, the Company must prepare financial statements, the statement of comprehensive income at the ending December 31st 2022 to the Shareholders' Meeting approve of each fiscal year. The financial statement was audited by Ms. Luxamee Deetrakulwatanaphol, CPA no. 9056 from Grant Thornton Co.,Ltd. and reviewed by the Audit Committee. A summary of the significant financial status and operating results is shown in the table below:

(Unit: Million Baht)

Year 2022	Consolidated Financial	Separate Financial
Total Asset	2,286.02	2,205.53
Total Liabilities	270.59	329.08
Shareholders' Equity	2,015.43	1,921.45
Total Revenue	6,708.97	6,612.68
Net profit of the Company's shareholder	(122.18)	(94.67)
Unappropriated Retained Earnings	1,272.46	1,150.31
Profit per share (Baht)	(0.23)	(0.17)

Opinion of the Board of Directors : The Meeting should approve the audited balance sheet and profit and loss statement for the fiscal year ended 31 December 2022 which was audited by the auditor from Grant Thornton Co., Ltd. and reviewed by the Audit Committee. Details are appeared in the 3rd section "Financial Statement" of One Report 2022 (Attachment 2)

Vote required This agenda must be passed by a majority of votes of the shareholder who attend the meeting and cast their votes.

Agenda 4 To consider and approve the dividend payment of year 2022 .

Fact and reason : The Company has a policy to pay dividend at the rate of at least 40% of net profit after corporate income tax of the Company's Financial Statements and after statutory reserve and other reserve as specified by the Company. Such dividend payment may change subject to the Company's financial position, operating performance, investment plan, and

other factors considered necessity and appropriate in the future and as deemed proper by its Board of Directors and/or the Shareholders' meeting.

Opinion of the Board of Directors: As the company's operating result and financial status of year 2022, the Company's separate net Loss was Bt. 94.67 million. Anyhow, the Unappropriated Retained Earning is 1,150.31 million Baht which is not for the large investment in this year. Hence, the Board of Directors wish to propose the shareholders meeting to consider and approve to dividend payment of year 2022 at Bt. 0.20 per share with an amount not exceeding Baht 110.00 million, and reserve for 5 million Baht to completely the Legal Reserve 10% of the Company's capital.

Both will be allocated from the unappropriated retained earnings of Non BOI business, which accounts for the corporate income tax of 20 percent of net profit. The dividend will be paid the withholding tax, which individual shareholders received a tax credit in calculating tax under Section 40 bis.

The Record Date determining the shareholders who are entitled to receive dividend will be on March 9th, 2023. The dividend will be paid on May 18th, 2023.

Information for comparison with the dividend distribution in previous years

Details	2021	2020	2019
- Net Profit under the Company's separate financial Statement	712.07	378.90	118.12
- Number of shares entitled to dividends (Million Shares)	550	500	450
- Basic profit per share (Baht/share)	1.29	0.82	0.30
- Dividend payable per share (Baht/share)	0.57	0.3611	0.14
- Total dividend payable (million Baht)	285.00	162.50	63.00
- Dividend payout (%)	40.02	42.90	53.33

Vote required This agenda must be passed by a majority of votes of the shareholder who attend the meeting and cast their votes.

Agenda 5 To consider the election directors in replacement of those who are retired by expiration of term

Fact and reason According to the Company's regulation No.18, it is stated that "At every annual general shareholder meeting, one third of the directors must leave the Board. If the number of directors is not divisible by three, then the number of retired directors will be the closest number of one third".

The directors who due to retire by the expiration of term at this year are:

- Dr. Kunchit Singsuwan Chairman / Audit Committee and Independent Director
- Mrs. Chintana Techamontrikul Director, Audit Committee / Nominated and Compensation Committee and Independent Director
- Mr. Tanatat Chawaldit Director

In addition, the Company made an announcement on the website to invite all minority shareholders to nominate qualified persons to be appointed as the Company's directors from

15 December 2022 to 31 January 2023. However, no shareholder propose any person to be the Company's director.

Therefore, the resolution of the Nomination and Remuneration committee dated on 21 February 2023 has considered the qualification of the directors and Independent directors as per the nomination procedure by competence, experience and other qualifications required by laws. Accordingly, the 3 retired directors by rotation are proficient, suitable for the position and the independent director nominee suitable to comment freely and perform in accordance with the relevant guidelines. Consequently, the Board of Directors propose the shareholders meeting to re-elect the above retired directors to be the Company's director for another term.

Opinion of the Board of Directors: Agreed to the resolution of the Nomination and Remuneration committee to propose the shareholder meeting to re-elect the above retired directors to be the Company's director for another term. (Detail information of the directors as shown in the Attachment 3).

Vote required This agenda must be passed by a majority of votes of the shareholder who attend the meeting and cast their votes.

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

Fact and reason According to the Company's regulations No.34, the Company's directors are eligible to receive remuneration in the form of reward, meeting allowance, bonus, or benefit in other forms as specified by the Meeting.

Regarding to the meeting of the Nomination and Remuneration committee has considered the remunerate base on comparable to the same industry with the same size. Addition, the company has expended the established subsidiaries which the directors also more responsibilities. Consequently, the Board of Directors shall propose the shareholders meeting to approve the remunerate for the company's director of year 2023 same rate of 2022 in the total amount not exceeding Baht 4.0 Million (excluded Executive directors)

- a) Remuneration in cash consisted by Base salary and attendance fees as below table;

	Chairman	Chairman of Audit Committee /Nomination and Remuneration	Director
Salary	50,000	30,000	30,000
Attendance fees	15,000	20,000	15,000

* Excluded the Executive directors

- b) Other Remuneration Directors and Officers Liability Insurance by the limit of liability Bt.100 million

Furthermore, details of payment was shown in One Report 2022, section "Corporate Governance Performance"

Opinion of the Board of Directors: Agreed to the resolution of the Nomination and Remuneration committee to propose the shareholder meeting to consider and approve the directors'

remuneration for the year 2023 (excluded the Executive directors) at the same rate of year 2022 with total amount not exceeding Baht 4.00 million, consisted of the base salary, the attendance fees and bonus as the detail above. The AGM authorized the Board of Directors has the authority to determine the remuneration rates or bonuses to directors as appropriate, but shall not exceed Baht 4.00 million per year.

Vote required This agenda must be passed by a vote of not less than two-thirds of the total votes of the shareholder of the shareholder who attend the meeting and cast their votes.

Agenda 7 To consider the appointment of auditor and determination of the audit fee for year 2023

Fact and reason The Audit Committee has considered it appropriate to appoint Miss Kanyanat Sriratchatchaval, CPA. No. 6549 and/or Miss Luxsamee Deetrakulwattanapol CPA. No. 9056 and/or Miss Saranya Akharamahaphanit CPA. No. 9919 and/or Miss Kesanee Srathongpool CPA. no.9262 from Grant Thornton Limited to be the Company's auditors for the year 2023 with the Audit fee for the amount of 2,020,000 baht, excluded other expenses such as traveling expense, accommodation or allowance, etc., The details of preliminary information are shown in Attachment 4.

Such auditor shall have no relationship or no conflict of interest with the Company, the Subsidiary, associated company, executives, major shareholders or person who are related to those people.

Opinion of the Board of Directors the Board concluded that the Shareholders Meeting should appoint auditors from Grant Thornton Co.,Ltd. Which have been considered by the Audit Committee to be the Company's auditors for the year 2023 with the Audit fee for amount 1,961,000 Baht per year.

Vote required This agenda must be passed by a majority of votes of the shareholder who attend the meeting and cast their votes.

Agenda 8 To consider and approve the amendments of the Company's Article of Association clause 22, 27, 37, 39, 40, 47, 48 and 64

Fact and reason According to announcement of the Public Limited Companies Act (no. 4) B.E. 2565 (2022) as affective on May 24, 2022, to amend the previous provisions of the Public Limited Companies Act B.E. 2535 in various matters such as Period for sending notices of Board of Directors' Meeting, announcements and advertisements of the Company electrically, Calling of Board of Directors' Meeting by directors and Proxy of shareholders by electronic means. Consequently, the Board of Directors wish to propose the Meeting consider and approve the amendments the Company's Article of Association clause 22, 27, 37, 39, 40, 47, 48 and 64. Details of the amendment was shown in the Attachment 5).

In addition, for the purpose of good order in effecting registration of the amendment of the Articles of Association which may require revision of words or statements in the Articles of Association in the registration documents or minutes of the shareholders meeting in accordance with order, suggestion or opinion of the registrar, Department of Business Development, Ministry of Commerce, or officers of other relevant authorities, it was deemed appropriate to delegate the authority to Chief Executive Officer and/or any person delegated by Chief Executive Officer, to amend the words or statements in documents and/or application for the purpose of registration of the amendment of the articles of

association with Department of Business Development, Ministry of Commerce, including to delegate the authority to another person, forthwith without the need to seek further approval from the Board of Directors' meeting or the Shareholders' meeting.

Opinion of the Board of Directors the Shareholders Meeting should approve the amendments the Company's Article of Association clause 22, 27, 37, 39, 40, 47, 48 and 64 to align with the revision of Public Limited Companies Act.

Vote required This agenda must be passed by a vote of not less than three-fourths (3/4) of the total votes of the shareholder of the shareholder who attend the meeting and cast their votes.

Agenda 9 Other business, (if nay).

Addition information

1. The Record Date for the right of attendance the Meeting on 9 March, 2023.
2. The Company arrange Annual Report (One Report 2023) in just Electronic only. And [avoid to send the Annual Report in paper](#) as the Sustainability Management Policy such meant to reduce function of Global Warming.
3. Once shareholder wish to appoint Independent Director to attend and vote, the proxy and attachment (certified ID copy) shall be sent to the Company [before April 15, 2023](#). (attachment 6)
4. Please find the manual of registration (attachment 8) and register to attend the Annual General Meeting of 2022 in advance for avoid the error processing of application.
5. Please be invited to send the questions or comments related the agendas in advance via Email : ir@2smetal.com or pornnica@2smetal.com

The Company would like to invite Shareholders who have the right to attend the meeting. And sincerely hope the willing cooperation from all of you as well as in the past.

Yours sincerely,

(Dr. Kanchit Singсуwan)
Chairman

Office of the Board of Directors
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Bangkapi, Huoykwang, Bkk. 10310
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The Minutes of the Annual General Meeting of Shareholders 2022 2S Metal Public Company Limited

Date time and Place

The Meeting was held on 21st April, 2022 at 10.30 a.m. via Electronic means (E-AGM). Broadcast location was the meeting room at the 4th floor, Q-House Lumpini, No. 1 South Sathorn Road, Tungmahamek, Sathorn, Bangkok

There were 10 directors who attended the Meeting via person by 8 directors and via electronics media by 2 directors, representing 100% of the total number of directors.

Directors Attending the meeting in person are:

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|---------------------------------|---|
| 1. Dr. Kunchit Singsowan | Chairman and Audit Committee |
| 2. Mr. Sombat Leeswadtrakul | Director / Chief Executive Office and Nomination and Remuneration Committee |
| 3. Mr. Surapon Satimanont | Vice Chairman / Chairman of Audit Committee |
| 4. Gen. Phairat Phoubon | Director and Chief Nomination and Remuneration Committee |
| 5. Mr. Sangrung Nitipawachon | Director / Executive Director and Managing Director |
| 6. Mrs. Chintana Techamontrikul | Director and Audit Committee/ Nomination and Remuneration Committee |
| 7. Mr. Worwit Chailimpamonti | Director / Nomination and Remuneration Committee |
| 8. Mr. Preeda Wongsathitporn | Director |

Directors Attending the meeting via electronic media are

- | | |
|----------------------------|---------------------------------------|
| 1. Ms. Bunsri Panyapiamsak | Director / Executive Director and CFO |
| 2. Mr. Tanatat Chawaldit | Director |

Another Attendance

- | | |
|-------------------------------------|-----------------------------------|
| 1. Ms. Luxsamee Deetrakulwatanaphon | Auditor, Grant Thornton Co., Ltd. |
| 2. Mr. Pakorn Onkeaw | Vice MD of Accounting |

Preliminary Proceedings

After introduced Director and another attendance, Mr. Pakorn Onkeaw (speaker) informed the meeting procedures and voting method on application of the Meeting

1. The Meeting would be conducted in accordance to the list of agendas as provided in the Notice of the Meeting. Directors shall clarify to the Meeting on the details of each agenda.
2. Voting Methods
 - In casting a vote, one share is entitled to one vote.
 - At the end of the report in each agenda the Chairman would invite the Meeting to vote, the voting time is approximately 1 minute. If shareholders do not take any action, the system will record a vote as 'approved' for that agenda.

As of shareholders who had given proxy to the Independent Director to vote on their behalf in accordance to their intention of voting in each agenda, the Company had recorded votes earlier in the system.

Proxies must vote as of specific in the proxy, in case proxies vote different of specific - the vote that compliance will be "Voided"

3. Right to express opinion, Chairmen would invite the Meeting to comment or question on the issues related to such agenda as appropriate. Attendee may push the live notification button (which shown the right top of application), then type in a question box and wait notification from the administrator to prepare for turning on camera and microphone. Name and surname is required before raise the question or comments in the Meeting.

If there is other comment and question not falling under the agenda, he/she should raise it under the other matters agenda 13 'Other business (if any)'.

เริ่มการประชุม

Dr. Kunchit Singsuwan, the Chairman of the Meeting, welcomed shareholders and informed that its time 10.41 am. there were shareholders attended 17 persons, representing 193,493,396 shares and proxies attended 23 persons, representing 131,856,754 shares. Totaling of both is 40 persons, represented 325,350,150 shares or 65.07% of the total paid-up capital. Thus, a quorum of the Meeting was constituted in accordance with the Company's Articles of Association Section 38 for open the Meeting.

The Company had invited shareholders to propose agendas for the Annual General Meeting of Shareholders for the year 2022 and to nominate candidates to be elected as the Company's Board of Directors in advance as details on the Company's website during December 17th 2021 – January 31st 2022. In this regard, no shareholder had proposed the agenda, nominated candidate or submitted the question during that period. The Meeting would run agendas as following.

Agenda 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders for year 2021

The Chairman informed the Meeting to consider and certify the Minutes of the Annual General Meeting of Shareholders for the year 2021 dated on 21st April 2021 which has been submitted through the system of the Stock Exchange of Thailand for shareholders to consider within 14 days from the date of the meeting including being published on the Company's website as details on Attachment 1 which had been sent to all shareholders with the notice of this meeting.

Chairman invited the meeting whether there were any questions or suggestions relevant. One there's no any question, Chairman invited the meeting to vote.

Resolution: The meeting unanimously certified the Minutes of the Annual General Meeting of Shareholders 2021 dated on 21st April 2021 with the following votes.

Approved	325,350,150	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 2 To consider and acknowledge the Company's operating results for the fiscal year 2021.

The Chairman proposed the meeting to consider and acknowledge the Company's Operating Report year 2021 as appear in the Annual Report which shareholders can download from the QR Code on the invitation letter form (Attachment 2) by assigning Mr. Sangrungs Nitipawachon to report to the meeting about the Company's operating results for the year 2021 as follows;

❖ Total revenues from sales in 2021 were Bt. 6,520.81 million, increased by 16.38% when compared to year 2020, which quantity of sales has decreased by 20.71% meanwhile the average sales price has increased 46.77%. increase in sales volume.

Revenue Structure consists of 2 main lines: The formed steel with 70.0% and trading steel with 30%

❖ Cost of goods sold was Bt. 5,371.70 million, representing 82.38% of total Revenues. These increased 10.40% when compared to year 2020, due to an increase in the cost of raw materials used in production.

❖ Gross profit was Bt. 1,149.11 million representing 17.62% increased from year 2020 which has gross margin 13.16% due to the cost of raw materials in the warehouse used in production is lower than the average selling price in the market. increase profitability.

❖ Selling Expenses Including expenses related to transportation costs, fuel costs and promotional expenses. selling expenses amounted to 127.47 million baht, a decrease of 7.33% when compared to year 2020, from the decrease in sales volume.

❖ The Administration Expenses was Bt. 107.85 million decreased from year 2020 Bt. 2.10 million accounted for 1.65% of sales revenue, consisting of employee salary Directors' remuneration, bonuses and employee benefits (According to Accounting Standard No. 19) , including the provision for doubtful accounts

❖ The Financial Cost was Bt. 1.72 million, decreased by 78.39% Compared to the year 2020 from loan repayment from financial institutions and borrowing from financial institutions to use as working capital of the business during the period decreased.

❖ Financial ratios for the year 2019 – 2021 are as follows:

Financial ratios	2021	2020	2019
Net income per sales (%)	11.26	7.27	2.46
Return on Asset (%)	31.66	20.66	9.38
Return on Equity (%)	32.40	23.36	9.90
EPS (Baht)	1.48	0.91	0.30
Customer turnover (days)	19	22	24
Product turnover (days)	34	27	43
Liquidity ratio (times)	12.74	3.67	3.39
EBITDA (Million THB)	975.41	539.25	214.28

As there were no other opinions from the shareholders,

Resolution: The Meeting acknowledged the report on the Company's operating results for the fiscal year 2021 as reported by Managing Director. This agenda is an acknowledgment agenda, there is no voting.

Agenda 3 Consider and approve the Company's financial statement 2021, for the fiscal year ended 31 December 2021

Mr. Suraphon Satimanont, Chairman of Audit Committee inform the Meetings

In Compliance with the Public Companies Limited the Company must prepare financial statements for the Year Ended 31 December 2021 to the Company Shareholders to consider and approve. The financial statement was audited by the Company auditor from Grant Thornton Co.,Ltd. and reviewed by the Audit Committee before presenting them to the Shareholders' Meeting for approve. By Mr. Pakorn Onkeaw, Deputy Managing Director of Accounting presented the Meeting as summarized followings.

Statements of Financial Position	Y 2021	Y 2020	Increased (Decreased)	
			M.Baht	%
Total assets	2,457.50	2,204.94	252.56	11.45%
<u>Total Current Assets</u>	1,831.07	1,492.26	338.81	22.70%
Trade accounts receivable and Other receivable	363.56	275.39	88.17	32.02%
Inventory - net	1,105.14	1,056.06	49.08	4.65%
<u>Non – Current Asset</u>	626.43	712.68	-86.25	-12.10%
Property, plant and equipment – net	593.13	605.19	-12.06	-1.99%
Other non – current asset	33.3	107.49	-74.19	-69.02%
Total Liabilities	179.68	449.33	-269.65	-60.01%
Current Liabilities	143.72	408.25	-264.53	-64.80%
Non - Current Liabilities	35.95	41.08	-5.13	-12.49%
Debt to Equity ratio (As)	0.08	0.26	-0.18	-69.23%
Shareholders' Equity	2,277.82	1,755.61	522.21	29.75%
Paid-up share capital	500	450	50	11.11%
Retained earnings	1,634.63	1,159.61	475.01	40.96%
Others	144.63	147.87	-3.24	-2.19%
Non-controlling interests	(1.43)	(1.88)	-0.45	-23.94%
P/BV Ratio (Baht)	4.56	3.90	0.66	16.92%

Total Assets of 2,457.50 million baht, an increase of 11.45% when compared to year 2020, divided into the Current Assets of 1,831.07 million baht or 74.51% of total Assets, consisted of Inventory of 1,105.14 million baht, increase 4.63 % The company kept inventories while the steel price was decrease at the end of year, which affected to the net realizable value increased of 17.96 million baht.

Trade accounts receivable of 363.56 million baht, increased 32.02% and the provision for doubtful accounts has decreased when compared to 2020.

The Non – Current Asset of 626.43 million baht, a decrease of 86.25 million baht from 2020, which was a decrease of bank deposits used as collateral for the company and property, building and equipment.

Total Liabilities of 179.68 million baht, comprising of current liabilities of 143.73 million baht and non-current liabilities of 35.95 million baht. The total liabilities in 2021 decreased by 269.65 million baht or 60.0% compared to the end of 2020, due to repayment of loans from financial institutions and payment of accounts payable.

Shareholders' Equity At the end of 2021, the company held equity of 2,277.82 million baht, or approximately 92.69% of total assets. When considering return on equity, it was found that, in 2021, the rate was 36.60%, which went according to the company's net profit in each period and the factors mentioned above.

Statement of Comprehensive Income	Y 2021	Y 2020	Increased (Decreased)	
			M. Baht	%
Revenue from Sales	6,520.81	5,603.03	917.78	16.38%
Total Revenue	6,555.12	5,625.93	929.19	16.52%
Cost of sales	5,371.70	4,865.66	506.04	10.40%
Selling expenses	127.47	137.56	-10.09	7.33%
The administration expenses	107.85	109.94	-2.09	1.90%
Foreign exchange loss	21.70	20.79	0.91	4.38%

Statement of Comprehensive Income	Y 2021	Y 2020	Increased (Decreased) M. Baht %	
Financial costs	1.71	7.96	-6.24	78.44%
Income before income Tax	924.69	484.05	440.64	91.03%
<u>Corporate Income Tax</u>	186.64	73.82	112.82	152.83%
Net income	738.05	410.20	327.85	79.92%

As there were no other opinions from the shareholders, the Chairman asked the meeting to vote. This agenda uses the majority votes of the shareholders and proxies who attend the meeting and have the right to vote.

Resolution: The Meeting approved the financial statements for the year ended December 31st, 2021 by the unanimous votes as follows;

Approved	325,350,150	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 4 To consider and approve allocation of profit and dividend payment.

Mr. Sangrungs Nitipawachon, Managing Director who was assigned to inform the Meeting.

The Company has a policy to pay dividend at the rate of at least 40% of net profit after corporate income tax of the Company's Financial Statements and after statutory reserve and other reserve as specified by the Company. Such dividend payment may change subject to the Company's financial position, operating performance, investment plan, and other factors considered necessary and appropriate in the future and as deemed proper by its Board of Directors and/or the Shareholders' meeting.

As the company's operating result and financial status of year 2021, the Company's separate net profit was Bt. 712.07 million. Also, the legal reserve was completed 10% according to the legal. Hence, the Board of Directors wish to propose the shareholders meeting to consider and approve to allocate dividend payment in cash and stock of year 2021 at Bt. 0.57 per share with an amount not exceeding Baht 285.00 million, representing a dividend payout ratio of 40.02% from the Company's separate financial statement of the year 2021. The dividend is paid from the Company's operation of Non BOI business, which accounts for the corporate income tax of 20 percent of net profit, the details are as follows;

However, the Board of Directors Meeting No. 3/2021 held on August 9th, 2021 resolved to pay an interim dividend in cash from the Company's performance in the first half of 2021 (January 1st, - June 30th, 2021) at the rate of Baht 0.20 per share, equivalent to approximately Baht 100.00 million. The interim dividend was paid on September 6th, 2021. Thus, the remaining dividend to be paid in this regard at Baht 0.37 per share or totally in the amount of approximately Baht 185.00 million as details following;

- 1) Paid stock dividend by ordinary shares in the ratio of 10 existing shares per 1 stock dividend at par value of Baht 1 per share, which total not more than 49,999,900 shares, equivalent Baht 0.10 per share or the amount not exceed Baht 49,999,900.

In case, the shareholder has the fraction of shares calculated in proportion to the stock dividend, the fraction will be cut off and paid by cash instead of a stock dividend at the rate of Baht 0.10 per share.

- 2) The cash dividend of Baht 0.27 per share or equivalent to an amount not exceed Baht 134,999,445.42 (Such the fraction of the stock dividend as 1.) that will be paid cash instead – The cash dividend may be expanded. But the total amount of both dividends will not exceeding Baht 185.00 million).

The dividend is paid from the Company's operation of Non BOI business, the total dividend will be deducted withholding tax at the rate specified by law. The individual shareholders received a tax credit in calculating tax under Section 40 bis.

by

- By specifying the list of shareholders entitled to receive dividends (Record Date) on March 16, 2022
- and the dividend payment is scheduled on May 19, 2022

As there were no other opinions from the shareholders, the Chairman asked the meeting to vote. This agenda uses the majority votes of the shareholders and proxies who attend the meeting and have the right to vote.

Resolution: The meeting unanimously approved the allocation of profits and dividend payment for the year 2021 as proposed with the following votes

Approved	325,350,150	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Due to agenda 5-9 was the agenda regarding the allocation of the Company's newly issued ordinary shares. Therefore, Mr. Pakorn Onkeaw was assigned to inform the Meeting of details in each agenda.

Agenda 5 To consider and approve the decreasing of the company's registered capital from Baht 499,998,995 to Baht 499,997,946 by eliminating 1,049 shares at par value of Baht 1 per share

According to the resolution of AGM 2021 dated 21 April 2021 approved to pay the stock dividend to the existing shareholders in the ratio 9 existing ordinary shares per 1 stock dividend or the total 49,999,900 shares. The result of allocating remained the stock dividend had 1,049 shares.

The board of director wish to propose the approval of capital decrease from the existing registered capital of Baht 499,998,995 to be the new registered capital of Baht 499,997,946 by eliminating non allotment of 1,049 shares at par value of Baht 1 per share

As there were no other opinions from the shareholders, the Chairman asked the meeting to vote. This agenda uses the majority votes of the shareholders and proxies who attend the meeting and have the right to vote.

Resolution: the shareholders Meeting should approve the capital decrease from the existing registered capital of Baht 499,998,995 to be the new registered capital of Baht 499,997,946 by eliminating non allotment of 1,049 shares at par value of Baht 1 per share which remaining from supporting the stock dividend payment according to the resolution of AGM 2021 with the following votes:

Approved	325,350,150	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 6 To consider and approve the amendment of Clause 4 of the Company's Memorandum of Association according to decreasing registered capital

According to the capital decrease in the agenda 5, the board of director wish to propose the approval to amend the Company's Memorandum of Association Clause 4 as per following details:

"Clause 4 Registered capital	499,997,946	Baht (Four hundred ninety- nine million nine hundred ninety- seven thousand and nine hundred forty- six Baht)
Divided into	499,997,946	Shares (Four hundred ninety- nine million nine hundred ninety- seven thousand and nine hundred forty- six shares)
Par value of	1	Baht (One Baht)
<u>Which is classified into</u>		
Ordinary shares	499,997,946	Shares (Four hundred ninety- nine million nine hundred ninety- seven thousand and nine hundred forty- six shares)
Preference shares	-	Share (Zero share)"

The board of director wish to propose the approval of the amendment the Company's Memorandum of Association Clause 4 according to the capital decrease and authorize person assigned by the Executive Committee will be register the Memorandum Association at Department of Business Development, Ministry of Commerce has the power to amend the words or any other process to comply with the order of registrar.

As there were no other opinions from the shareholders, the Chairman asked the meeting to vote. This agenda uses the majority votes of the shareholders and proxies who attend the meeting and have the right to vote.

Resolution: the shareholders Meeting should approve to amend the Company's Memorandum of Association Clause 4 according to the capital decrease with the following votes:

Approved	325,350,150	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 7 To consider and approve the increasing of the company's registered capital from the current of Baht 499,997,946 to Baht 549,997,741 by the issuance of 49,999,795 new ordinary shares at the par value of Baht 1 per share.

According to the stock dividend payment in ratio 10 existing ordinary shares per 1 stock dividend equivalent to 49,999,795 shares as agenda 4,

The board of director wish to propose the approval of capital increase from the existing registered capital of Baht 499,997,946 to be the new registered capital of Baht 549,997,741 by issuing the 49,999,795 new ordinary shares with the par value of One (1) Baht per share Total value 49,999,795 baht for supporting the stock dividend payment.

As there were no other opinions from the shareholders, the Chairman asked the meeting to vote. This agenda uses the majority votes of the shareholders and proxies who attend the meeting and have the right to vote.

Resolution: the shareholders Meeting should approve the capital increase from the existing registered capital of Baht 499,997,946 to be the new registered capital of Baht 549,997,741 by issuing the 49,999,795 new ordinary shares with the par value of One (1) Baht per share Total value 49,999,795 baht for supporting the stock dividend payment with the following votes:

Approved	325,350,150	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 8 To consider and approve the amendment of Clause 4 of the Company's Memorandum of Association according to increasing registered capital.

According to the capital increase in the agenda 7, the board of director wish to propose the approval to amend the Company's Memorandum of Association Clause 4 as per following details:

"Clause 4	Registered capital	549,997,741	Baht (Five hundred forty-nine million nine hundred ninety-seven thousand and seven hundred forty-one Baht)
	Divided into	549,997,741	Shares (Five hundred forty-nine million nine hundred ninety-seven thousand and seven hundred forty-one shares)
	Par value of	1	Baht (One Baht)
	<u>Which is classified into</u>		
	Ordinary shares	549,997,741	Shares (Five hundred forty-nine million nine hundred ninety-seven thousand and seven hundred forty one shares)
	Preference shares	-	Share (Zero share)"

The board of director wish to propose the approval of the amendment the Company's Memorandum of Association Clause 4 according to the capital increase and authorize person assigned by the Executive Committee will be register the Memorandum Association at Department of Business Development, Ministry of Commerce has the power to amend the words or any other process to comply with the order of registrar.

As there were no other opinions from the shareholders, the Chairman asked the meeting to vote. This agenda uses the majority votes of the shareholders and proxies who attend the meeting and have the right to vote.

Resolution: the shareholders Meeting should approve to amend the Company's Memorandum of Association Clause 4 according to the capital increase with the following votes:

Approved	325,350,150	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 9 To consider and approve the allotment of new ordinary shares of 49,999,795 shares at the par value of Baht 1 per share for reserve the stock dividend.

According to the capital increase in the agenda 8, the board of director wish to propose the approval to the allotment of 49,999,795 shares with par value of Baht 1 per share for reserve the stock dividend at a ratio of 10 existing shares to 1 stock dividend.

As there were no other opinions from the shareholders, the Chairman asked the meeting to vote. This agenda uses the majority votes of the shareholders and proxies who attend the meeting and have the right to vote.

Resolution: the shareholders Meeting should approve the allotment of 49,999,795 shares with par value of Baht 1 per share as the proposing details with the following votes:

Approved	325,350,150	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 10 To consider the election of directors in replacement of those who are due to retire by expiration of term

Mrs. Chintana Techamontrikul Nomination and Remuneration Committee, who was assigned to inform the Meeting.

According to the Company's regulation No.18, it is stated that "At every annual general shareholder meeting, one third of the directors must leave the Board. If the number of directors is not divisible by three, then the number of retired directors will be the closest number of one third".

The directors who due to retire by the expiration of term at this year are:

- a. Mr. Surapon Satimanont Vice Chairman / Chairman of Audit Committee
- b. Ms. Bunsri Panyapiamsak Director / Executive Director and CFO
- c. Mr. Preeda Wongsathitporn Director

In addition, the Company made an announcement on the website to invite all minority shareholders to nominate qualified persons to be appointed as the Company's directors from 17 December, 2021 to 31 January, 2022. However, no shareholder nominated any person to be the Company's director.

Therefore, the resolution of the Nomination and Remuneration committee no. 1/2022 dated on 21 February 2022 has considered the qualification of the directors and Independent directors as per the nomination procedure by competence, experience and other qualifications required by laws. Accordingly, the 3 retired directors by rotation are proficient, suitable for the position and the independent director nominee suitable to comment freely and perform in accordance with the relevant guidelines. Consequently, the Board of Directors propose the shareholders meeting to re-elect the above retired directors to be the Company's director for another term.

As there were no other opinions from the shareholders, the Chairman asked the meeting to vote. This agenda uses the majority votes of the shareholders and proxies who attend the meeting and have the right to vote.

Resolution: The meeting resolved to approve the re-appointment of the 3 directors who retired by rotation for another term with the votes excluding the votes of the stakeholders as follows:

Mr. Surapon Satimanont

Approved	325,349,900	votes	equivalent to	100	percent
Disapproved	250	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Ms. Bunsri Panyapiamsak		(Holds 15,417,277 shares in the company)			
Approved	309,932,873	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent
Mr. Preeda Wongsathitporn		(Holds 22,397,165 shares in the company)			
Approved	302,952,985	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 11 To consider and approve director's remuneration for the year 2022

Gen. Phairat Phoubon chairman of remuneration and nomination committee, who was assigned to inform the meeting that

According to the Company's regulations No.34, the Company's directors are eligible to receive remuneration in the form of reward, meeting allowance, bonus, or benefit in other forms as specified by the Meeting.

Regarding to the meeting of the Nomination and Remuneration committee has considered the remunerate base on comparable to the same industry with the same size. Addition, the company has expended the established subsidiaries which the directors also more responsibilities. Consequently, the Board of Directors shall propose the shareholders meeting to approve the remunerate for the company's director of year 2022 same rate of 2021 in the total amount not exceeding Baht 4.0 Million (excluded Executive directors)

a) Remuneration in cash consisted by Base salary and attendance fees as below table;

	Chairman	Chairman of Audit Committee /Nomination and Remuneration	Director
Salary	50,000	30,000	30,000
Attendance fees	15,000	20,000	15,000

b) Other Remuneration Directors and Officers Liability Insurance by the limit of liability Bt.100 million with annual premium of Bt.120,000.

In this regard, shareholders can view the details of the directors' remuneration actually paid in 2021, which are disclosed in the 2021 annual report, as shown in Enclosure 2 page 46.

Afterward, the Chairman asked the meeting an opportunity to ask questions There was no further question, the chairman then asked the meeting to vote. The resolution of this agenda shall be three-fourths of the votes of the shareholders and proxies attending the meeting and having the right to vote.

Resolution: The meeting approved the director's remuneration for the year 2022 as proposed by the majority voted as follows votes:

Approved	325,344,595	votes	equivalent to	99.998	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	5,555	votes	equivalent to	0.002	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 12 To consider the appointment of auditor and determination of the audit fee for year 2022

Mr. Surapon, chairman of the audit committee, who was assigned to clarify to the Meeting

The selection of auditors and the determination of audit fees have been approved by the Audit Committee. by considering both the potential of the auditor's office, the qualifications of the auditor and the method of verification including the reasonableness of the audit fee

The meeting of the Audit Committee and the Board of Directors have been jointly considered It is of the view that the auditor from Grant Thornton Company Limited is fully qualified. and is widely accepted, therefore, it is appropriate to propose to the shareholders' meeting Appoint an auditor from Grant Thornton Company Limited to be the Company's auditor and its subsidiaries for the year 2022, with the list of certified auditors as follows:

- | | |
|------------------------------------|---|
| - Ms. Kanyanat SriratChatchawan | Certified Public Accountant No. 6549 and/or |
| - Ms. Kesanee Srathongpool | Certified Public Accountant No. 9262 and/or |
| - Ms. Luxsamee Deetrakulwatanaphon | Certified Public Accountant No. 9056 and/or |
| - Ms. Saranya Akkaramahapanich | Certified Public Accountant No. 9919 and/or |
| - Ms. Amornchit Baolorpetch | Certified Public Accountant No. 10853 |

which the auditor proposed above Has no relationship or interest in the Company, subsidiaries, executives, major shareholders or any person related to such person in any way

The auditor's remuneration for the year 2022 is 1,961,000 Baht which is same rate of previous year, excluding other audit expenses such as transportation expenses. Allowances, accommodation expenses, etc., must be paid according to the actual amount (if any). Details appear in Enclosure 4.

As there were no other opinions from the shareholders, the Chairman asked the meeting to vote. This agenda uses the majority votes of the shareholders and proxies who attend the meeting and have the right to vote.

Resolution: the Board concluded that the Shareholders Meeting should appoint auditors from Grant Thornton Co.,Ltd. Which have been considered by the Audit Committee to be the Company's auditors for the year 2022 with the remuneration for amount 1,961,000 Baht per year with the following scores:

Approved	325,350,150	votes	equivalent to	100	percent
Disapproved	-	votes	equivalent to	0	percent
Abstained	-	votes	equivalent to	0	percent
Voided card	-	votes	equivalent to	0	percent

Agenda 13 Other business, (if nay).

The Chairman informed the meeting that the meeting has considered various matters in accordance with the agenda as specified in the Notice of Meeting 2022. thus, invited shareholders to comment or questions if any. There was no further question, the chairman then informed furthers the operation of Coalition Against Corruption. The Company has been re-certified from CAC on March 2022 and in 2021 the Company has no complain or whistle blowers about corruption matters. In addition, the Company received the Outstanding Performance Award from SET Awards 2021.

Afterward, the Chairman closed the 2022 Annual General Meeting of Shareholders and thank all shareholders and proxies who attended this meeting.

The meeting was adjourned at 12:00 p.m.

Signature	-Dr. Kanchit Singsuwan- (Dr. Kanchit Singsuwan)	Chairman of the Meeting
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Signature	-Ms. Pornnica Lertithibaht- (Ms. Pornnica Lertithibaht)	Recorder
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**รายงานประจำปี 2565 (56-1 One Report)
Annual Report 2022**



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Profile of the Retired Directors being proposed for re-election

1. Name *Dr. Kanchit Singсуwan*

Chairman / Audit Committee and Independent Director

Age 59 years **National** Thai

Education Background

- * Doctoral degree in International Business and Administration, Alliant International University, San Diego, CA, USA
- * M.B.A. (International Business Management), Alliant International University, San Diego, CA. USA
- * Bachelor of Laws, Chulalongkorn University, Thailand



Training courses

- * Executive Development Program: EDP #8/2012, Fiscal Policy Research Institute Foundation.
- * CEO #1/2013, Leadership Succession Program (LSP), Institute of Research and Development for Public Enterprises.
- * Director Accreditation Program (DAP) #68/2551 from IOD
- * LED 1-8, SID Directors Conference 2021, Board Governance of SPACs, Corporate Governance Roundup 2021 and ACRA-SGX-SID Audit Committee Seminar 2022 from Singapore Institute of Directors
- * TCFD 102: Building experience in climate-related financial reporting from Singapore Exchange
- * Financial Advisory, Association of Thai Securities Company (ASCO)
- * Corporate Valuation program & Corporate Finance Law & Restructuring program, Asia Connect

Experience

1. Other Listed companies (2)

- 2020 - present Chairman of Board of Director and Audit committee, Yong Thai Pcl.
- 2022 - present Chairman of Audit Committee and Ind. Director, World Corporation Pcl. , SGX

2. Non-Listed companies (1)

- 2017 - present Managing Director, Baupost Associates Co.,ltd.
- 2017 - 2019 Managing Director, Upventure Co.,ltd.
- 2019 - 2022 Ind. Director, Nautic AWT Pcl. , SGX (Catalist Exchange)

3. Director / Management in other business shall has conflicts of interest. - none -

Tenure of Directorship

15 years (Since 15 November 2007)
Accumulating this re-elected will be a total of 18 years

**Shareholding
(as of 10 February 2023)**

-0- shares (0.0% of the total paid up capital)

Number of Attendance the Meeting for the year 2022

Shareholders Meeting	1 of 1 times
The Board of Directors' Meeting	5 of 5 times
Audit Committee meeting	4 of 4 times
Independent Director Meeting	1 of 1 times

Extra Interest	- None -
Direct or Indirect conflict of interest with the Company or the Subsidiary as the contract party	- None -
Family Relationship with the other directors	- None -
Criminal Record for dishonest action on asset	- None -
Properties prohibited by the Companies Act	- None -

Profile of the Retired Directors being proposed for re-election

Name *Mrs. Chintana Taechamontrikul*
Audit Committee/ Nomination and Remuneration
Committee /Independent Director

Age 68 years **National** Thai

Education Background

- MBA (Finance), Kasetsart University, Thailand
- MBA, University of the Thai Chamber of Commerce, Thailand
- M.A. (Economic law), Faculty of Law, Chulalongkorn University, Thailand



Training courses

- Director Certification Program (DCP) 4/2000 from Thai Institute of Directors

Experience

1. Listed companies

-None-

2. Non-Listed companies (1)

1992 - present Managing Director, C&A Auditing

2018 - 2021 Director, Audit Committee, JSSR Group PCL.

3. Director / Management in other business shall has conflicts of interest. - none -

Tenure of Directorship

15 years (Since 15 November 2007)

Accumulating this re-elected will be a total of 18 years

Shareholding

-0- shares (0.0% of the total paid up capital)

(as of 10 February 2023)

Number of Attendance the Meeting for the year 2022

Shareholders Meeting	1 of 1 times
The Board of Directors' Meeting	5 of 5 times
Audit Committee meeting	4 of 4 times
Nomination and Compensation committee meeting	2 of 2 times
Independent Director Meeting	1 of 1 times

Extra Interest

- None -

Direct or Indirect conflict of interest with the
Company or the Subsidiary as the contract party

- None -

Family Relationship with the other directors

- None -

Criminal Record for dishonest action on asset

- None -

Properties prohibited by the Companies Act

- None -

Profile of the Retired Directors being proposed for re-election

3. Name *Mr. Tanatat Chavaldith*
Director

Age 55 years **National** Thai

Education Background

- MBA, Sasin Graduate Institute of Business Administration, Chulalongkorn University

Training courses

- * Director Accreditation Program (DAP) # 68/2008, Thai IOD
- * National Defence Course (NDC #63)



Experience

1. Other Listed companies -0 -
2. Non-Listed companies -4-
 - 2002 - present Director, Relax Comfort Co., Ltd.
 - 2001 - present Director and Vice President, Golden (Thai) Teak Co., Ltd.
 - 2001 - present Director and Vice President, SB Furniture Houses Co., Ltd.
 - 2001 - present Director and Vice President, SB Furniture Industry Co., Ltd.
 - 2022 - present Chairman of the Furniture Industry Association
3. Director / Management in other business shall has conflicts of interest. - none -

Tenure of Directorship

14 years (Since 21 May 2008)
Accumulating this re-elected 17 years

Shareholding (as of 15 February 2022)

14,479,151 shares (Accounted for 2.63% of the total paid up capital)

Number of Attendance the Meeting for the year 2022

Shareholders Meeting 1 of 1 times
The Board of Directors' Meeting 5 of 5 times

Extra Interest - None -
Direct or Indirect conflict of interest with the Company or the Subsidiary as the contract party - None -
Family Relationship with the other directors - None -
Criminal Record for dishonest action on asset - None -
Properties prohibited by the Companies Act - None -

Preliminary information of the Company's Auditor of year 2023

Board of Director's Opinion

The selection and set an audit fee were passed the Audit Committee's consideration by thinking of the reliability, sufficient amount of resources.

The Board of Director wish to propose the Annual General Meeting of shareholder to consider and approve appoint auditors from Grant Thornton Co., Ltd. to be the Company's Auditor for year 2023 as following;

- | | |
|------------------------------------|--|
| 1. Miss Kanyanut Sriratchatchaval | Certified Public Auditor No. 6549
(Audited Company's financial statement year 2021) |
| 2. Ms. Kesanee Srathongpool | Certified Public Auditor No. 9262
(Never Audited Company's financial statement) |
| 3. Miss Luxsamee Deetrakulwattanol | Certified Public Auditor No. 9056
(Never Audited Company's financial statement) |
| 4. Miss Saranya Akharamahaphanit, | Certified Public Auditor No. 9919
(Never Audited Company's financial statement) |

The above Auditors have no relationship or no conflict of interest with the Company, the Subsidiary, associated companies, executives, major shareholders, or persons who are related to those people

And the audit fee for 2023 is set at Bt. 2,020,000, excluded other expenses such as traveling expense, accommodation or allowance, etc.

Comparison of the Audit remuneration

Description	2023 (being propose)	2022	2021
Reviewed and Audited for the Company	2,020,000	*1,931,000	1,961,000
Quarter reviewed and annual audit subsidiary	570,000	574,000	574,000
Total	2,590,000	2,505,000	2,535,000

* The AGM 2022 has resolved the Audit remuneration at Bt. 1,961,000. Due to the Company didn't submit BOI support, hence the Audit fee was deducted by Bt. 30,000.

Details of amendment the Company's Article of Association (Attachment for Agenda 8)

Clause	Current Version	Proposed Version
Clause 22.	<p>If all members of the board of directors vacate the office, those members must remain in the office in order to carry on the business of the Company only to the extent that it is necessary until the new board of directors is appointed, unless the court orders otherwise in the case where the board members are retired under the court's order.</p> <p>The retired directors must hold a meeting of shareholders to elect the new board of directors within one (1) month from the date of retirement. A notice of the shareholders' meeting must be sent to shareholders fourteen (14) days or more before the meeting date. And advertise the meeting notice in a newspaper at least three (3) days prior to the meeting date. It must be advertised for a period of three (3) consecutive days</p>	<p>If all members of the board of directors vacate the office, those members must remain in the office in order to carry on the business of the Company only to the extent that it is necessary until the new board of directors is appointed, unless the court orders otherwise in the case where the board members are retired under the court's order.</p> <p>The retired directors must hold a meeting of shareholders to elect the new board of directors within one (1) month from the date of retirement. A notice of the shareholders' meeting must be sent to shareholders fourteen (14) days or more before the meeting date. And advertise the meeting notice in a newspaper, or may announce via electronic media in accordance with the public company law and relevant laws.</p>
Clause 27.	<p>The Chairman or designated person shall send a notice of The Board of Directors' Meeting to all director at least seven (7) days prior to the meeting date, except in an emergency (such as to preserve the rights and benefits of the Company) when the meeting may be called by other methods and the meeting date may be fixed sooner than the period of time specified above.</p> <p>In delivering a notice of the Board of Directors' meeting and related documents, the Chairman or designated person may send such notice and documents by an electronic mail as specified by law. In this regard, the person who is in charge with the arrangement for the meeting must keep a copy of such notice and related documents as evidence, which may be kept in electronic data format.</p> <p>In case at least two (2) directors request to have a meeting called, the Chairman shall fix a meeting date within fourteen (14) days from the date of receipt of such request.</p>	<p>The Chairman or designated person shall send a notice of The Board of Directors' Meeting to all director at least three (3) days prior to the meeting date, except in an emergency (such as to preserve the rights and benefits of the Company) when the meeting may be called by other methods and the meeting date may be fixed sooner than the period of time specified above.</p> <p>In delivering a notice of the Board of Directors' meeting and related documents, the Chairman or designated person may send such notice and documents by an electronic mail as specified by law. In this regard, the person who is in charge with the arrangement for the meeting must keep a copy of such notice and related documents as evidence, which may be kept in electronic data format.</p> <p>In case at least two (2) directors request to have a meeting called, the Chairman shall fix a meeting date within fourteen (14) days from the date of receipt of such request. In case Chairman is absent for any reason, the Vice-Chairman shall be the person to call the Meeting of the Board of Directors. If there is no Vice-Chairman, two or more directors may jointly call a meeting of the Board of Directors.</p>
Clause 37.	<p>In summoning for a Meeting of Shareholders, the Board of Directors shall send notice of the meeting specifying the place, date, time, agenda of the meeting, and the subject matter to be submitted to the meeting together with reasonable details and shall deliver the same to the shareholders and the Registrar for reference not less than 7 days before the meeting. Besides, the notice of the meeting shall also be announced in a newspaper for not less</p>	<p>In summoning for a Meeting of Shareholders, by physical or electronically media, the Board of Directors shall send notice of the meeting specifying the place, date, time, agenda of the meeting, and the subject matter to be submitted to the meeting together with reasonable details and shall deliver the same to the shareholders and the Registrar for reference not less than 7 days before the meeting. Besides, the notice of the meeting</p>

Clause	Current Version	Proposed Version
	than 3 days before the meeting.	shall also be announced via electronic media in accordance with the public company law and relevant laws.
Clause 39.	<p>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 proxy instrument must contain at least the following particulars:</p> <ul style="list-style-type: none"> 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. 	<p>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 instead 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:</p> <ul style="list-style-type: none"> 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.
Clause 40.	<p>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.</p> <p>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 of the meeting shall also be advertised in a newspaper at least three (3) days prior to the meeting date. It must be advertised for a period of three (3) consecutive days</p>	<p>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.</p> <p>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 of the meeting shall also be advertised in a newspaper, or may announce via electronic media in accordance with the public company law and relevant laws.</p>

Clause	Current Version	Proposed Version
Clause 47.	If the Company wishes to reduce its capital, it must send a notice specifying the resolution of shareholders approving the capital reduction to all creditors known to the Company within fourteen (14) days after the date on which the resolution was passed. The notice must provide that the creditors may raise any objection within two (2) months after receipt of that notice. The Company must also publish the resolution of shareholders in a newspaper within a period of fourteen (14) days as well, provided that it shall be advertised for a period of three (3) consecutive days	If the Company wishes to reduce its capital, it must send a notice specifying the resolution of shareholders approving the capital reduction to all creditors known to the Company within fourteen (14) days after the date on which the resolution was passed. The notice must provide that the creditors may raise any objection within two (2) months after receipt of that notice. The Company must also publish the resolution of shareholders in a newspaper, or may announce via electronic media in accordance with the public company law and relevant laws.
Clause 48.	A declaration of dividends must not be approved unless by a resolution of shareholders or in case of interim dividends by a resolution of the board of directors. A written notice of dividend distribution must be sent to all shareholders and advertised in a newspaper for a period of three (3) consecutive days and such dividend payment shall be made within one (1) month from the date of such resolution.	A declaration of dividends must not be approved unless by a resolution of shareholders or in case of interim dividends by a resolution of the board of directors. A written notice of dividend distribution must be sent to all shareholders and advertised in a newspaper, or may announce via electronic media in accordance with the public company law and relevant laws and such dividend payment shall be made within one (1) month from the date of such resolution.
Clause 64.		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 of such letter or document by electronic means. Such actions must be in accordance with the rules and method prescribed by the Public Company Registrar

Duty Stamp
20 Baht

Proxy (form B)

Written at.....

Date.....Month.....Year

(1) I / WeNationalityResiding at
.....Country.....Postal Code.....

(2) Being a shareholder of 2S Metal Public Company Limited....Holding the total amount of
..... shares and have the rights to vote equal tovotes as follows:

Ordinary share shares and have the rights to vote equal tovotes

(3) Hereby appoint ☐ 1. Name Age.....yrs.
Residing at..... Road.....Tambol.....
District.....Province..... Postal Code..... or

Please check
the only box –
you wish to
appoint.

- ☐ 2. Mr. Worawit Chailimpamontri, Nomination and Compensation Committee / Independent Director. Age 53 years. Residing at 308/20-21 Phaya Nak Road, Mahanak Intersection Subdistrict, Dusit District, Bangkok 10300
- ☐ 3. Gen. Phairat Phoubon, Chairman of Nomination and Compensation Committee / Independent Director. Age 66 years. Residing at 55/19 Klang-muang the Paris village sect.3 Kampeangpeth 6 Rd., Ladyao, Jatujak District, Bangkok 10900

Only one of them as my/our proxy to attend and vote on my/our behalf at the meeting of the Annual General Meeting of Shareholders for the year 2023 on 19th April, 2023 at 10.30 a.m. via Electronic media only (E-AGM) with the following agenda.

(4) I hereby appoint a proxy to vote for me in the meeting as follows.

Agenda 1 To consider and certify the Minutes of the Annual General Meeting of Shareholders for the year 2022

- ☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To grant my/our proxy to vote at my/our intention as follows;
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 2 To consider and acknowledge the Company's operating results for the fiscal year 2022.

- ☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To grant my/our proxy to vote at my/our intention as follows;
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 3 To consider and approve the Company's financial statement 2021, for the fiscal year ended 31 December 2022

- ☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To grant my/our proxy to vote at my/our intention as follows;
- ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 4 To consider and approve the dividend payment of year 2022.

- ☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To grant my/our proxy to vote at my/our intention as follows;
 - ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 5 To consider the election directors in replacement of those who are retired by expiration of term.

- ☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To grant my/our proxy to vote at my/our intention as follows;
 - ☐ The appointment of all directors
 - ☐ Approve ☐ Disapprove ☐ Abstain
 - ☐ The appointment of certain directors as follows:
 - 1. Dr. Kanchit Singsowan
 - ☐ Approve ☐ Disapprove ☐ Abstain
 - 2. Mrs. Chintana Taechamontrikul
 - ☐ Approve ☐ Disapprove ☐ Abstain
 - 3. Mr. Tanatat Chavaldith
 - ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6 To consider and approve director's remuneration for year 2023

- ☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To grant my/our proxy to vote at my/our intention as follows;
 - ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7 To consider the appointment of auditor and determination of the audit fee of 2023

- ☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To grant my/our proxy to vote at my/our intention as follows;
 - ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 8 To consider and approve the amendments of the Company's Article of Association clause 22, 27, 37, 39, 40, 47, 48 and 64.

- ☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To grant my/our proxy to vote at my/our intention as follows;
 - ☐ Approve ☐ Disapprove ☐ Abstain

Agenda 9 Other business, (if any).

- ☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (b) To grant my/our proxy to vote at my/our intention as follows;
 - ☐ Approve ☐ Disapprove ☐ Abstain

(5) A proxy's vote in any agenda which does not follow those specified in proxy form, it shall consider that vote is incorrect as well as it does not vote on my/our behalf as a shareholder.

(6) If I/we do not specify my/our purpose to vote for any agenda or specify or in cast the meeting considers or approves any other than agenda set off, including correcting or adding any fact, a proxy can consider and vote on my/our behalf as he/she may deem appropriate in all respects.

For any act performed by the Proxy at the Meeting except the Proxy did not vote as I/We had specified in the proxy form, it shall be deemed as such acts had been done by me/us in all respects.

Signed.....Grantor Signed.....Proxy
(.....)
(.....)

Signed.....Witness Signed.....Witness
(.....)
(.....)

Remark

1. A shareholder shall appoint only on proxy to attend and vote at the meeting. The number of shares held by a shareholder can not divide into several portions to more than one proxy in order to divide the votes.
2. In Agenda of Directors' election, a proxy can vote all directors or each director.
3. In case there are any other than agenda set off, it is applicable to add in the Attachment to Proxy Form.
4. Shareholder can use the proxy form A or C instead of form B which can download from the Company's website https://www.ss.co.th/general_meeting_th/
5. In case that the proxy is unable to attend the meeting, The Company reserve the right to ignore count vote that the proxy have right to vote.
6. Once shareholder wish to appoint Independent Director to attend and vote, the proxy and attachment (certified ID copy) shall be sent to the Company **before April 15th, 2023**. At address below;
The Office of Board of Director
No.1788 Singha Complex (Regus) Flr.30, New Petchburi Rd., Bang gapi, Huaykwang, BKK 10310
Tel: (66) 2 0883618 / Email address : pornnica@2smetal.com

Preliminary information of Independent Directors who represent to be a proxy.

1. 

Name : Mr. Worawit Chailimpamontri
Position : Independent Director / Remuneration Committee
Age : 53 Years
Address : 308/20-21, Phayanak Rd., Mahanak Intersection, Dusit District, Bangkok 10300
Shareholding -None-
 (as of 10 February 2023)
Interest in the Agenda considered : Agenda 6
Extra conflict of Interest -none-
2. 

Name : Gen. Phairat Phoubon
Position : Chairman of Nomination and Compensation Committee / Independent Director
Age : 66 Years
Address : at 55/19 Klang-muang the Paris village sect.3 Kampeangpeth 6 Rd., Ladyao, Jatujak District, Bangkok 10900
Shareholding (as of 15 February 2022) -None-
Interest in the Agenda considered : Agenda 6
Extra conflict of Interest -none-

Defination of the Independent Directors

1. Holding shares no more than 1% of registered and paid-in capital of the Company and related companies, including shares held by related persons of the committee members;
2. Having neither conflict of interest with the Company and related companies nor gain/lost in terms of financial or business management either in the past or at the present, as well as not being a member of independent committee in such nature as,
 - An executive director, an employee, a staff, an advisor who receives salary, or an authorized person of the Company.
 - A professional such as auditor, law consultant, financial consultant, or asset appraiser
 - Any related person that has business relationship with the Company such as buy/sell product and service, buy/sell assets, give/receive financial support
3. Not being a person related by blood or registration under laws, such as father, mother, spouse, sibling, and child, including spouse of the children, executives, major shareholders, controlling persons, or persons to be nominated as executives or controlling persons of the Company and its Subsidiary;
4. Having no business relationship with the Company, the Subsidiary, or juristic person who may have conflicts of interest, in the manner which may interfere with his/her independent judgment, and in a manner that prevents the committee member from presenting the opinion freely about the Company's operation;
5. Not being a member of the audit committee or any committee in other public companies such have type of business same the Company.

Procedures and Conditions for Registration of Attendance of the Shareholders Meeting

1 Registration period of Self-Identification for the right to attend the Meeting

Shareholder or Proxies shall be invited to register and submit relevant documents since 1 April 2023, the registration will be closed at 9:00 hours on 19 April 2023. (Shareholders or proxies shall register and submit documentary evidence in advance, so that the officer of the Company are given enough time to check the document)

2 Registration method

Scan QR code for register and get the user for join the Meeting or link URL below

<https://portal.eservice.set.or.th/Account/Login?refer=u1p0%2fb%2fGXRgtw6ph3arWBTmltC87pW8XQQA7OkIPyNP7DrTLac8Q%3d%3d>



The Manual for using DAP e-Shareholder Meeting
<https://www.set.or.th/en/e-shareholder.html>



3 Registration Documents

3.1 Attendance by themselves

- Shareholder ID (find on the Notification Letter).
- A shareholder must show an original identification card or an original government official identification card, driving license or an original passport (in case the foreigner shareholder).

3.2 Attendance by proxy

Natural person

- (a) Shareholder ID (find on the Notification Letter).
- (b) A Completed proxy form with signature of the shareholder, If there is any material amendment or correction to the proxy form, a shareholder must countersign such amendment or correction. The proxy form must be affixed with a stamp duty of Baht 20.
- (c) Both of the Shareholder and proxies must show the certified copy of identification card or an original government official identification card, driving license or an original passport (in case the foreigner shareholder).

Juristic Person

- (a) A proxy form must be signed by an authorized person of the juristic person whose name is shown in the Affidavit of that juristic person, issued by the Department of Business Development, The Ministry of Commerce, or by the relevant government authority, and bear a date within a 30 days period prior to the date of the shareholders' meeting. The proxy form should be sealed of the juristic person (if any).

- (b) If the shareholder is a foreign juristic person, an Affidavit of that juristic person, issued by the relevant government authority of the country where the juristic person is registered and located. The Affidavit is required to be certified by a notary public or another authorized authority and bear a date within a 3 months period prior to the date of the shareholders' meeting.
- (c) If a document is in a language other than English, an English translation certified as a true and correct translation by an authorized person of such juristic person.
- (d) Both of the Shareholder and proxies must show the certified copy of identification card or an original government official identification card, driving license or an original passport (in case the foreigner shareholder).

3.3 Appointment of Independent Director

- (a) A Completed proxy form with signature of the shareholder, If there is any material amendment or correction to the proxy form, a shareholder must countersign such amendment or correction.
- (b) Both of the Shareholder and proxies must show the certified copy of identification card or an original government official identification card, driving license or an original passport (in case the foreigner shareholder).

Submit all documentary to the Company "the office of Board" **before 15 April 2023** at;

The office of Board
2S Metal Public Company Limited
No. 1788 Singha Complex (Rejus) Flr.30, New Petchburi Rd.,
Bangkapi, Huoykwang, Bangkok 10310
Tel +662 0883618

4 Step of joining the E-Meeting

Step 1

<https://portal.eservice.set.or.th>

for login to join the Meeting

Step 2

fill in email address and password when registration.

Step 3

Step 4

Menu bar will display information as follow:

1. Meeting information
2. Meeting agenda
3. Your question list
4. Voting result (after announced)

- Click "Join Meeting"
- Agree to the terms and conditions of service by marking ☒ and click "Join Meeting"
- Confirm name and voting rights
- Enter OTP

5 Voting Procedure and Voting counting

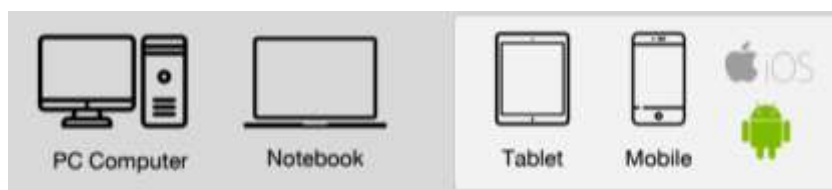
1. In casting a vote, one share is entitled to one vote.
2. In case Attendee not check 'Approve' or "disapproved" or "abstained" in the application after Chairman call to vote, the system would count its **"Approve"**

Proxies must cast a vote only as specified in the proxy; the vote that compliance will be count **"Voided"**

3. To count the votes, Disapproved / Abstained and Voided votes will be deducted from the total votes of the shareholders who attend the Meeting and are entitled to vote.
In case the internet signal failed and cannot vote while calling vote, the Company will count its "Abstained"
4. Before casting the vote in each agenda, the Chairman of the Meeting will invite the attendee to comment or question on the issues related to such agenda as appropriate. Attendee may push the live notification button, place a question by typing in a question box and wait notification from the administrator to prepare for turning on camera and microphone. Shareholders are requested to notify their names before raise the question or comments in the Meeting.
5. Chairman of the Meeting will announce voting result to the Meeting once the vote counting for such agenda is completed.

Be noted;

- * For registration, please prepare an electronic device **with a camera.**



- * Web Brower for supporting



Company's Article of Association concerning the agenda of Shareholders' Meeting

Calling Meeting

Article 35 The place of the Meeting shall be held at the head office or province in which the head office of the company is located or in any other area specified by the Board of Directors.

"Clause 36 The Board of Directors shall call a shareholders' meeting which is an annual ordinary general meeting within four (4) months of the last day of the fiscal year of the Company.

Shareholders' meetings other than the one referred to in the first paragraph shall be called extraordinary general meetings.

The Board of Directors may call an extraordinary general meeting of shareholders any time as it considers expedient to do so. One or more than one shareholder holding shares amounting to not less than ten (10) percent of the total number of issued shares may, by subscribing their names, request the Board of Directors to call an Extraordinary General Meeting at any time, but the agenda and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date the request is received from the shareholders.

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

In the case where the quorum of the meeting called by the shareholders under paragraph four cannot be constituted as specified in clause 38, the shareholders under paragraph four shall compensate the Company the expenses incurred from the meeting."

Article 37 In summoning a shareholders' meeting, the board of directors shall prepare a notice specifying the place, date, time, agendas and matters to be proposed to the meeting together with adequate details and clearly indication whether such matter are proposed for acknowledgement, for approval or for consideration, as the case may be, as well as the board's opinion on such matters and send to the shareholders and the registrar not less than 7 days prior to the date of the meeting . In this respect, the Company shall advertise the notice in a newspaper not less than 3 days prior to the date of the meeting for 3 consecutive days.

Quorum

Article 38 At the shareholders' meeting, there shall be not less than twenty five shareholders and the shareholders' proxies (if any) or not less than half o the total number of shareholders and in either case holding altogether not less than on-third of the total issued shares attending the meeting to constitute a quorum. In case it appears at any shareholders' meeting that within one hour after the time appointed for the meeting the number of shareholders attending the meeting does not constitute the quorum as mentioned above, if that shareholders' meetings summoned upon the request of shareholders, it shall be cancelled. If the meeting had not been summoned upon the request of shareholders, another meeting

shall be summoned and a notice summoning the meeting shall be sent to shareholders not less than 7 days prior to the date of the meeting and at such subsequent meeting no quorum will be necessary.

Votes

Article 42 In voting in a shareholder meeting, one share is entitled to one vote.

The place of the Meeting shall be held at the head office or province in which the head office of the company is located or in any other area specified by the Board of Directors.

Article 43 In ordinary case, it shall be adopted by a simple majority vote of the shareholders who attend the meeting and cast the votes. In the following cases, it shall be adopted by the votes of not less than three-fourths of the total votes of the shareholders who attend and have the right to vote:

- a) The sale or transfer of the whole or a material part of the Company's business to others;
- b) The purchase or acceptance of transfer to the company of business of another entity or private company;
- c) The execution, amendment or termination of a contract in relation to the leasing of the whole or a material part of the company's business, assignment to other person to manage the company's business or consolidation of the business with other persons for the purpose of sharing profit and loss;
- d) The amendment of Memorandum or Articles of Association;
- e) The increase or decrease in the company's capital or the issuance of debentures;
- f) The amalgamation or dissolution of the company.

Privacy Notice for the Shareholders' Meeting

2S Metal Public Company Limited (" the Company") places importance on personal data of shareholders and/or proxies ("you"). The Company thus issued the Personal Data Protection Notice for shareholders, investors, and prospects to duly inform about the details pertaining to the collection, use, and disclosure of personal data of shareholders, investors, and prospects who are deemed data subjects in accordance with the Personal Data Protection Act, as announced on the Company's website (see https://www.ss.co.th/about_th/corporate-governance_th/policies the details). The Company would like to inform you, a data subject, the details relating to the AGM as follows:

1. **Personal data** : The Company needs to collect the following personal information for the purpose of arranging attendance at the meeting. General Personal Data: Name, Age, Address, Telephone number, Identity card number, Bank account details, E-mail address, Fax number, Shareholder's registration number, photographs, and video recording.
2. **Objective** : Legal Basis, and Data Processing: The Company will process all personal data in accordance with the objectives and legal basis as follows:

2.1 Legal basis

- The company will collect and use your data specified in items 1.1 above for the purpose of calling, arranging and conducting the meeting, including identity verification, sending any related documents, and carrying out any action pursuant to the meeting, including identity verification, sending any related documents, and carrying out any action pursuant to the meeting resolutions and/or to comply with the related laws or orders issued by the relevant authorities under the Public Limited Companies Act, B.E. 2535 (1992).

2.2 Legitimated interest

- The Company will collect and use your data specified in item 1.1 above for the purpose of preparing the meeting minutes, and keep evidence of your meeting attendance and any other activity involving the Company's legitimate interests and other persons to the extent that it is within your reasonable expectation.
- The company will take photographs of the meeting and record it on video for the purpose of media reporting and broadcasting the meeting by electronic means. You may appear in the photographs or video recording but details of your identity will not be revealed. If you wish the Company to refrain from disclosing any photographs or any part of the video recording in which you appear, you should notify the Company that you have not given your consent.

3. **Sources of Personal Data** : The Company will collect your personal data directly from you and from Thailand Securities Depository Co., Ltd., which is the Company's register.
4. **Personal Data Storage** : The company expects to keep your personal data for a period of 10 years, except for photographs and the video recording, which will only be kept for six months from the date of meeting. After these periods elapse, the Company will either destroy or anonymize your data.
5. **Rights of Data Owners** : As a data owner, you have the right to receive a copy of your personal data, the right to have your data erased and the right to withhold consent for your data to be used for any other purpose than the abovementioned meeting. If you would like to exercise any of these rights, please contact the Company at email: lr@2smetal.com or by post to the Legal department at the address shown in the invitation letter for this meeting. The Company will consider your request and contact you as soon as reasonably possible. If the Company fails to comply with the laws related to personal data protection, you can file a complaint at the Personal Data Protection Commission.