

**Criteria for the rights of shareholders to propose agenda,
And nomination of qualified candidates for directorship in the Annual General Meeting (AGM)**

Siam Steel International Public Company Limited (“the Company”) realizes the right and the equitable treatment of the shareholders in accordance with the good corporate governance practices. Board of Directors facilitates shareholders the opportunity in advance proposing the agenda for the 2024 Annual General Meeting and also nominating qualified person(s) for election to be the Company’s director.

Criteria

1. Qualification of shareholders who wish to propose AGM agenda/director nomination must be qualified in accordance with the criteria below:-

- 1.1 Holding a minimum of share proportions not less than 5 (five) percent of total voting rights.
- 1.2 Being either one shareholder or combined shareholders.

2. Related evidential document

- 2.1 Evidence of Identification i.e. Photocopy of Identification Card or Passport (for foreigners). For juristic person, must enclose Certificate of the Company Registration with photocopies of Identification Card or Passport of the authorized directors who signed in Form A. duly certified correct.
- 2.2 Evidence of shareholding period i.e. Certificate of shares held issued by securities companies or any other certificates from Thailand Securities Depository Co., Ltd. or the Stock Exchange of Thailand or custodian, Securities Paper and certified true copies by such shareholders.
- 2.3 Different supporting documents in support of the consideration (if any).

3. Proposal of the agenda

To assist the Board’s consideration, the following information is requested from shareholders making proposals:

- 3.1 Complete the agenda proposal form for Annual General Meeting of Shareholder (Form A) and affix the name together with the evidence as specified as following.
- 3.2 In case of more than one shareholder wish to propose the subject as shareholder meeting agenda, each shareholder shall complete form A and affix the names together with the evidence as specified. All documents shall be made in one set and then specify a person who is assigned to coordinate with the company.
- 3.3 In case that the shareholder wishes to propose more than one agenda, he/she shall complete one Form A for one proposed agenda.
- 3.4 Objective and description of the proposal to assist the Board’s consideration, such as relevant facts, rationale, issue at stake, and benefit to the Company.

The proposal shall indicate whether it is the matter proposed for information, for approval or for consideration, as the case may be.

4. Nomination of a qualified person for director

4.1 The qualification of the candidate for director as following;

4.1.1 Possessing the required qualifications and not having prohibited characteristics of a director according to the Public Limited Company Act, the Securities and Exchange Act B.E. 2535 (Including amendments) and being reliable to manage a public company limited.

4.1.2 Being a knowledgeable and skillful person and conducting the business which is related to the business operation of the company and being ready to sacrifice the time in working for the company with full capacity.

4.1.3 Have leadership qualities, vision, morality, and freedom to make decision which will create the maximum benefit to the company and shareholders. To use his/her knowledge, competency and experience for the benefit of the company's business and have a pure interest in business's activities.

4.2 The shareholder who has complete qualifications determined by the company can make a proposal of the person who has suitable qualifications to be appointed as director in advance before the meeting as following;

4.2.1 Complete the director nomination proposal form for Annual General Meeting of Shareholder (Form B) and affix the name together with the evidence as specified.

4.2.2 In case of more than one shareholder wish to propose the person as the company director, each shareholder shall complete form B and affix the names together with the evidence as specified. All documents shall be made in one set and then specify a person who is assigned to coordinate with the company.

4.2.3 In case that the shareholder wishes to propose more than one person, he/she shall complete one Form B for one nominee.

4.2.4 Complete the Director Nominee Personal Information Form for Annual General Meeting of Shareholder (Form C) and affix the name of a person whose name is proposed together with the supporting document which are certified by the person whose name is proposed such as copy of Identification card or copy of passport (In case of foreigner), copy of house registration, copy of educational evidence, current or latest work certificate. All documents must be certified true copy. In case that more than one name is proposed, please fill one form for one nominee.

Period of submitting the agenda and nominee

The shareholder(s) may submit the above proposal (together with information and documents as required) for the Shareholders' AGM from December 1 - 31, 2023 and the Company shall deem that the postal date is the date of delivery, by post to:

Legal Manager and Company Secretary
Siam Steel International Public Company Limited
Compliance & Investor Relation
51 Moo 2 Poochaosamingprai Road, Bangyaprak, Prapradaeng, Samutprakarn 10130

The Company May Decline to Include the Proposed Matter as an Item for the Agenda

For an efficient meeting, the Company reserves the right to refuse to include the proposed matter as an item for the agenda if;

- 1) The proposed matter does not comply with the rules prescribed by the laws or the notifications of the Securities and Exchange Commission, Thailand, or violates any laws, notifications, rules, or regulations of the government departments or any authorities supervising Companies, or does not comply with the Company's objectives, Articles of Association, shareholders' resolutions, or the principles of good corporate governance;
- 2) The proposed matter relates to the Company's normal course of business and the facts stated by the shareholders do not, for reasonable grounds, indicate any irregularity of such matter;
- 3) The proposed matter has already been conducted by the Company;
- 4) The Company considers the proposed matter unnecessary to be included as an item for the agenda or the proposed matter is within the scope of the management authority of the Board of Directors of the Company unless such matter shall have material adverse effect on shareholders as a whole;
- 5) The proposed matter will benefit a person or specific group of persons or will not be beneficial to the Company's operations;
- 6) The proposed matter is beyond authority of the Company to produce the intended result;
- 7) The proposed matter was submitted to the shareholders' meeting for its consideration within the previous 12 months and the supporting votes received was less than 10 percent of the total number of voting rights of the Company, unless the facts pertaining to the proposed matter which has been resubmitted have significantly changed from those existing at the time of the previous shareholders' meeting;
- 8) The information provided by the shareholder(s) for the proposed matter is incomplete or inaccurate or untrue or ambiguous or the Company cannot contact the shareholder(s) who proposed the agenda;
- 9) The matter is proposed by the shareholder(s) who does not meet all the shareholding requirement;
- 10) Any other cases as specified in the notifications of the Securities and Exchange Commission, Thailand.

The Company's Operation after Receiving the Proposal from the Shareholder(s)

Legal Manager and Company Secretary will submit the matters proposed to the independent directors of the Company, who will consider such matters and recommend to the Board of Directors whether to include or decline to include the proposed matters in the agenda of the Shareholders' AGM.

In the case where the Company declines to include the matters proposed by the shareholder(s) as the agenda item in the Shareholders' AGM, such decision and the reasons therefore will be reported by the Company at such Shareholders' AGM.