

Rights of Shareholders

1. Rights to Appoint the Board of Directors

The appointment of the Company's Board of Directors is according to the Company's Articles of Association that shareholders' meeting shall elect the directors in accordance with rules and procedures as follows;

- 1.1 Each shareholder shall be entitled to one vote for each shareholding;
- 1.2 Each shareholder shall be entitled to cast all the votes under 1.1 to elect one or several persons to be the Company's director but cannot distribute their votes to any particular person or persons;
- 1.3 Persons who receive the highest votes arranged in order from highest to lowest in a number equal to that of the number of directors to be appointed are elected to be the Company's directors. In the event of a tie at a lower place, which would make the number of directors greater than the required, the Chairman of the meeting shall cast the deciding vote.

Furthermore, prior to the meeting date, one single shareholder or several shareholders together hold the Company's shares of not less than 5 percent of its total issued and paid-up shares have the right to nominate candidates to be elected as the Company's directors in advance according to date, time, and criteria disclosed by the Company via SET's channel and the Company's website. This year 2023 no shareholder nominated a candidate as said.

In the 2023 Annual General Meeting of Shareholders, shareholders cast their vote to elect the director individually and directors who have a conflict of interest could not cast the vote.

2. Rights in Shareholders' meeting

- 2.1 The Company sent the notice of the 2023 shareholder's meeting which indicated the date, time, place, agenda, opinion of the Board, and supporting documents to all shareholders at least 21 days prior to the meeting date, and also all relevant information will be posted on the Company's website at [[www.tmtsteel.co.th /Investor Relations/Shareholder Information/Shareholders' Meeting 2023](http://www.tmtsteel.co.th/Investor%20Relations/Shareholder%20Information/Shareholders%20Meeting%202023)] at least 30 days prior to the meeting date to support all shareholders, including institutional investors, to attend the meeting and shareholders will have adequate time to study on each agenda thoroughly. In this regard, the meeting agenda and supporting documents as said were provided based on transparent and sufficient information for shareholders to make their best decision.

- 2.2 The Company provided the opportunity to shareholders who are unable to attend the meeting to exercise their rights by appointing another person to attend the meeting and cast the vote on their behalf or appoint an independent director who is appointed by the Company as their proxy. The Company, therefore, facilitates all shareholders by attaching a proxy along with the notice of the meeting.
- 2.3 The Company also published such notice of the meeting in the public daily newspaper for 3 consecutive days and not less than 3 days prior to the meeting date in order to provide multi-channel for receiving information.
- 2.4 The Company arranged the area where the Company's head office is located to be the meeting venue to facilitate travel convenience for shareholders and strictly comply with the public health measures issued by the Ministry of Public Health and Bangkok to prevent the spread of COVID-19. In 2023, the Company held the Annual General Meeting of Shareholders on April 7, 2023, at 2 p.m. at the Crowne Room, 21st Floor, Crowne Plaza Hotel, Rama 4 Road, Suriya Wong, Bang Rak, Bangkok. Equipment and amenities were arranged to facilitate convenience for shareholders during the meeting. For example, a barcode system was used for registration, there were adequate registration points, an extra set of meeting invitation letters for shareholders who did not bring their invitation letters, ballots, and staff to collect ballots, and the accessories to write and send the messages for inquiry instead of using a microphone for public health safety, social distancing and screening measures for meeting attendees. All meeting attendees were required to wear a mask at all times. A spare meeting room was also prepared in case the main meeting room was crowded. A screen was also used to support the presentation of the meeting agenda, etc.
- 2.5 At the beginning of the meeting, the Company explained how to execute the shareholder's voting rights on each agenda item, and announced the number of shareholders attending the meeting together with the total shares which are entitled to vote
- 2.6 The Company invited an independent legal advisor to attend the meeting in order to observe and verify the voting procedure on each agenda.
- 2.7 The Board of Directors gave an opportunity for shareholders to raise any questions and suggestions on each agenda and took responsibility to clarify those questions.

2.8 The Company published the minutes and resolution of the shareholders' meeting via SET's channel and the Company's website within 14 days after the meeting so as to accurately provide the information for shareholders who attended or did not attend the meeting as well as other investors.

2.9 The Board of Directors, the Audit Committee, the Nomination and Remuneration Committee, and the executive committee have recognized the importance of attending the meeting and deemed it an important duty and responsibility to proceed. Therefore, the 2023 Annual General Meeting of Shareholders all committees which included the Board of Directors and the aforesaid sub-committees together attended the meeting.

3. Rights to receive dividend payments

The Company established a policy of paying dividends on operating results of at least 50% of net profits after allocating such net profits as legal reserve. The dividends will be paid to shareholders whose names appeared on the record date specified in the Board of Directors' meeting resolution. However, such dividend payments must be approved by the annual general meeting of shareholders.

4. Rights to access the adequate Company's information

The Company has disclosed all significant information such as operating results or financial statements via SET's channel as well as published on the Company's website within the date and time stipulated by the law in order to provide multi-channel for stakeholders to receive information.

5. Rights to appoint the Company's auditor and fix the audit fee

In 2023, the Board of Directors proposed the Shareholders' Meeting to appoint the Company's auditor and fix the audit fee for the year 2023. The proposed audit company and auditor have no relationship or conflict of interest in the Company, directors, executives, and the Company's major shareholders or any related to those parties as said.