

Rules of Procedure for the General Meeting of Shareholders

The policy of the Board of The Stock Exchange of Thailand, dated 19 February 1999, relating to good practices for holding of a shareholders' meeting, aims to establish guidelines for listed companies to follow. This will create confidence to shareholders, investors and all relevant parties. Accordingly, the Company believes that an inspection of documents or evidence showing an identity of the shareholder or a representative of the shareholder entitled to attend the meeting which should be observed by the shareholders, would cause transparency, fair and benefits to the shareholders. However, the Company reserves the right to waive any of these requirements for some of the shareholders on a case by case basis, at the Company's sole discretion.

- **Documents and Evidence to be Presented for Meeting Attendance**

The Company would like the shareholders to provide evidencing documents and to comply with the rules of procedure for the General Meeting of Shareholders as follows:

Shareholders	Required documents or evidence
1. <u>Natural person</u>	<ul style="list-style-type: none"> ▪ Registration Form
1.1 Thai Nationality	<ul style="list-style-type: none"> ▪ Personal I.D. (identification card, identification card of state enterprise officer or driver's license) ▪ The evidence of name or last name's change (if any)
1.2 Non-Thai Nationality	<ul style="list-style-type: none"> ▪ Alien Identification card, passport, or valid documents in lieu of Passport
<u>In case of proxy</u> (A copy of the documents must be certified true copy)	
<ul style="list-style-type: none"> ▪ The proxy form completely filled up and sign by both the grantor and the proxy ▪ Identification card of the shareholder or passport (in case of a foreigner) of the grantor ▪ Identification card, driver's license, or passport (in case of a foreigner) of the proxy 	
2. <u>Juristic person</u>	<ul style="list-style-type: none"> ▪ Registration Form
2.1 Juristic person registered in Thailand <u>Remark</u> A copy of the documents must be certified true copy by the authorized, with the company seal affixed.	<ul style="list-style-type: none"> ▪ Copy of company's affidavit which is issued within 30 days by the Commercial Registration Department, Ministry of Commerce. ▪ Identification Card or passport (in case of a foreigner) of the authorized director (s) ▪ The proxy form completely filled up and sign by both the shareholder and the proxy ▪ The evidence of name or last name's change (if any) ▪ Identification card or passport (in case of a foreigner) of the proxy

<p>2.2 Juristic person registered outside of Thailand</p> <p><u>Remark</u> A copy of the documents must be certified true copy by the authorized directors, with the company seal affixed. In case of any documents or evidence drafted or executed outside of Thailand, such documents or evidence should be notarized by a notary public.</p>	<ul style="list-style-type: none"> ▪ Company’s affidavit ▪ Identification Card or passport (in case of a foreigner) the authorized director (s) ▪ The proxy form completely filled up and sign by both the shareholder and the proxy ▪ The evidence of name or last name’s change (if any) ▪ Identification card or passport (in case of a foreigner) of the proxy
<p><u>In case of proxy</u> (A copy of the documents must be certified true copy)</p> <ul style="list-style-type: none"> ▪ The proxy form completely filled up and sign by the grantor and the proxy ▪ Copy of the company’s affidavit certified true copy by the authorized director (s) of the grantor ▪ Identification card, identification card of state enterprise officer, or driver’s license of the proxy 	

• **Proxy Procedures and Proxy Forms**

Proxy Procedures and Proxy Forms

Pursuant to the Regulation of Department of Business Development, the Ministry of Commerce Re: Form of Proxy (No.5) B.E. 2007, dated February 2, 2007; there are three proxy forms for shareholders meetings as follows;

Type	Details	Descriptions
Form A	General Proxy Form, simple and non-complicated	General, Simple and non-complicated
Form B	Proxy Form containing specific details, indicate which matters authorized the proxy to vote.	In case any shareholders appoint other person or the Company’s Independent Director as his/her proxy.
Form C	Proxy Form for foreign shareholders who appoints a local custodian in Thailand to keep his/her shares in the custody.	For a foreign Investor who appoints a local custodian in Thailand to keep his/her shares in the custody.

Proxy Procedures

- A shareholder may grant a proxy to only one person to attend the meeting and to cast the vote. The number of shares held by a shareholder may not be divided into several portions and granted to more than one proxy in order to divide the votes.
- The Shareholder must completely fill up the proxy form and sign by the grantor and the proxy.
- Affix with Baht 20 duty stamp which shall be crossed out and dated the date of execution of such Proxy for validation and legal binding effect.
- Submit the completed Proxy Form affixed with duty stamp and required documents via registered mail to;

Office of Company Secretary

G Steel Public Company Limited, No. 88 PASO Tower, 18th Floor,
Silom Road, Suriyawong, Bangrak, Bangkok 10500

or submit the original proxy and required documents packed in Business Reply Envelope which provided by the Company.

- Shareholder's proxy attending the meeting may register and submit the required documents or evidence in person for inspection at the meeting at least an hour before beginning of the Meeting for verification of documents.

Remark G Steel Public Company Limited reserves the right to authorize only the shareholders or proxies with complete and accurate documents to attend the meeting.

Meeting Registration

The commencement for registration to attend the meeting will be not less than one hour or from 12.30 hrs. before the beginning of the meeting.

The Meeting Venue: At Mandarin AB, 1st Floor, Mandarin Hotel Bangkok, at No. 662 Rama IV Rd., Bang Rak, Bangkok 10500

• **Vote Casting and Counting**

The Company will distribute the **ballot** to the shareholders at the entering of the meeting for the shareholders and the proxy for the casting of vote separately in each agenda.

Voting Regulation

In casting vote in each agenda, the Chairman will request the shareholders who wish to cast their vote. In the event that the shareholders wish to make an objection, disapproving, from voting, please mark on the ballots distributed to you and raise your hands and the Company's officers will collect the ballots for counting votes. In this regard, the Company provides a co-mediator attending the meeting to check the vote counting in all agendas of the meeting.

1. The resolutions of the meeting are as follows;
 - General case: majority vote of the shareholders who attend the meeting and casting their votes. In case a tie of votes, the Chairman of the Meeting shall have the casting vote.
 - Other case which the laws or the Company's Articles of Association provided-otherwise: The vote shall be in accordance with the laws or the Company's Articles of Association. The Chairman shall inform the Meeting before voting in each agenda.
2. The proxy shall vote in accordance with the authorization by the Shareholder as specified in the Proxy Form.
3. Any Shareholder or the Proxy having special interest in a matter shall not be permitted to vote on such matter and may be invited by the Chairman of the Meeting to temporarily leave the Meeting.

Vote Counting Method

Pursuant to the Company's Article of Association No. 40., the shareholders shall have one vote per share. In counting votes cast in each agenda, the Company shall count the vote of approval, disapproval, and abstentions.

Prior to the meeting, the Chairman will inform the meeting that the Company will count all votes cast by the shareholders or proxies who attend the meeting by deducting the number of disapproving votes, and abstentions. After finishing the casting of votes in each agenda and the Chairman shall announce the voting result to the meeting after such vote counting is done.

Remarks The Company uses the barcode system for counting votes.

Voting and Counting of Votes

1. Shareholders or proxies registered will receive the ballots which are a printed sheet for each agenda (comprised of 8 agendas, excluded Agenda 9: To consider other matters). Each ballot will identify the name of the shareholders and the right to vote with one share equal to one vote. Shareholders and proxies will need to use the ballot to vote in each agenda.
2. For agenda 5, to consider and approve the election of directors to replace those who retiring by rotation, the ballots will be used as the separated printed sheet in separated sub-topics. The names of the three nominated directors are separated from each other to elect individual directors.
3. The Shareholder has to cast the votes of approving, disapproving or abstaining by either marking (✓) or crossing (✗) on the ballot in the checkbox that the shareholders wish to vote.

Voided Ballot

The ballot that has been marked other than (✓) or (✗), marked in more than one box, or does not match the agenda that is being considered.

1. A vote cast shall be done openly; the Chairman or a designated person will request the shareholders who wish to disapprove or abstain from voting to raise their hands and submit the ballots which are already marked in each agenda to the Company's officer.
2. After the Company's officers finish collecting the votes from the shareholders who disapprove or abstain from voting, the votes will be counted and summarized and the Chairman shall announce the voting result of each agenda to the meeting.
3. Shareholders attending the meeting shall have the right to vote in the agenda items in which they are present. Shareholders who leave before the end of the meeting shall not be entitled to vote in the agenda items which have not yet been considered.