



GSteel

**Invitation to
the 2020 Annual General Meeting
of Shareholders**

G Steel Public Company Limited



Any shareholders can access the Invitation Letter of the 2020 Annual General Shareholders Meeting and all related documents at the Company's website at www.gsteel.com under the section "Investor Relations" > "Shareholder Information" > "Shareholders' Meeting" from 26 June 2020 onwards.



Due to the situation of the spread of coronavirus disease (COVID-19) currently, the shareholders are requested to appoint the Independent Director as proxy to attend and vote on his/her behalf at the Meeting.

Please complete and sign on the proxy together with submit the original proxy and required documents packed in the Business Reply Envelope to the Company as addressed thereon by 20 July 2020.

In addition, the shareholders can provide the submission the inquiry in relation to the Meeting agenda or other matters in advance by e-mail to: cs@gsteel.com or submitted with proxy form.

No tokens to be given. In order to comply with the policy on transparency and guideline for good corporate governance campaigned by the supervising authorities in relation to decrease or cancellation of token giving and snack box to the shareholders and the shareholders or their proxies who attend the Meeting at the General Meeting of Shareholders of the Company.

- Unofficial Translation -

10 July 2020

Subject: Invitation to the 2020 Annual General Meeting of Shareholders

To: Shareholders of G Steel Public Company Limited

- Enclosures:
1. Annual Report 2019, together with the Audited Financial Statements of the Company, and the Auditor's Report for the year ended 31 December 2019 (in QR Code format)
 2. Profile of directors retiring by rotation who are nominated to be re-elected as directors for another term
 3. Definition of Independent Director of the Company
 4. The Remuneration of Directors for the year 2020
 5. The appointment of the auditor and the determination of the remuneration for the year 2020 ended 31 December 2020
 6. Articles of Association of the Company relating to the General Meeting of Shareholders (in QR Code format)
 7. Rules of Procedure for the General Meeting of Shareholders (in QR Code format)
 - Documents and Evidence required for attending the Meeting
 - Proxy Procedures and Proxy Forms
 - Vote Casting and Counting
 8. Attendance Procedures for the General Meeting of Shareholders (in QR Code format)
 9. Profiles of Independent Directors proposed for Appointment as Proxy
 10. Proxy Form A., B. and C.
 11. Map of the Meeting Venue
 12. Announcement of COVID-19 prevention policy (in QR Code format)
 13. Coronavirus Disease 2019 (COVID-19) Screening Form
 14. Business Reply Envelope (No postage necessary if mailed in the country)

The Board of Directors of G Steel Public Company Limited (“the **Company**”) invites you to attend the 2020 Annual General Meeting of Shareholders (“the **Meeting**”) on **Monday, 27 July 2020 at 13.30 hrs. at Mandarin AB, 1st Floor, Mandarin Hotel Bangkok,** at No. 662 Rama IV Road, Bang Rak, Bangkok 10500 to consider the following agenda items.

Agenda 1 **Chairman of the Board of Directors Notification**

Details will be given by the Chairman.

Passing of a Resolution: As this agenda is for acknowledgement, there is no voting.

Agenda 2 **To acknowledge the Company's operating results for the year 2019 ended 31 December 2019**

Background and Rationale: The Company prepared the report of the Company's 2019 operating results (Enclosure 1 in QR Code format) and proposed for the Meeting's consideration and acknowledgement.

Opinion of the Board of Directors: The shareholders are recommended to acknowledge the Company's 2019 operating results for the fiscal year 2019 ended 31 December 2019.

Passing of a Resolution: As this agenda is for acknowledgement, there is no voting.

Agenda 3 **To consider and approve the Audited Financial Statements for the year 2019 ended 31 December 2019**

Background and Rationale: In order to comply with the Public Limited Companies Act, B.E. 2535 (1992), Section 112, the Company prepared the Financial Statements for the year 2019 ended 31 December 2019, which were audited and certified by the Company's Auditors (Enclosure 1 in QR Code format), and proposed for the Meeting's consideration and approval. The significant details are as shown below:

Unit: Baht

Financial Statements	Consolidated Financial Statements
Total Assets	26,400,456,057
Total Liabilities	9,218,535,947
Shareholders' equity	17,181,920,110

Unit: Baht

Operating Performance	Consolidated Financial Statements
Total Revenues	24,116,865,930
Net Profits (Losses)	1,457,311,198
Earnings per Share (Losses)	0.31

Opinion of the Board of Directors: The shareholders are recommended to approve the Audited Financial Statements for the year 2019 ended 31 December 2019, which were audited and certified by the Company's auditor and reviewed by the Audit Committee and the Board of Directors.

Passing of a Resolution: The resolution in this agenda requires the majority votes of the total vote by the shareholders attending the meeting and casting their votes.

Agenda 4 **To consider and approve the suspension of the allocation of profit as legal reserve and the suspension of distribution of dividend payment from the Company's 2019 operating results ended 31 December 2019**

Background and Rationale: According to the Public Limited Companies Act, B.E. 2535 (1992), Section 115 and Article 46. of the Articles of Association of the Company, in the case where the company still has an accumulated loss, no dividends shall be paid.

The Company has a policy in relation to dividend payment to the shareholders. As a normal practice which the Company does not require to use the fund for additional investment or expansion project and have sufficient cash flow, the Company has its policy in relation to dividend payment the rate of approximately 50 percent of the net profit from operations after corporate income tax and legal reserves.

However, the Board of Directors may determine the dividend payment to be differed from the aforesaid policy as the Company's appropriateness and necessity, such as in the case that the Company requires fund for investment or business expansion, or in the event of changing in economic or market conditions or any other events that impact to the Company's liquidity, etc.

For the Company's 2019 operating results, the Company has accumulated loss.

Opinion of the Board of Directors: The shareholders are recommended to approve the suspension of the allocation of profit as legal reserve and the suspension of distribution of dividend payment from the Company's 2019 operating results due to the Company's accumulated loss.

Passing of a Resolution: The resolution in this agenda requires the majority votes of the total vote by the shareholders attending the meeting and casting their votes.

Agenda 5 **To consider and approve the election of the directors in replacement of the directors who retire by rotation**

Background and Rationale: According to the Public Limited Companies Act B.E. 2535 (1992), Section 71 and Article 18 of the Articles of Association of the Company, at every annual ordinary meeting, one-third (1/3) of the directors shall vacate in proportion. If the number of directors is not a multiple of three, the number of directors closest to one-third shall vacate. A director who vacates office under this section may be re-elected.

In the 2020 Annual General Meeting of Shareholders, 3 directors shall retire, which are:

- | | | | |
|----|------------------|---------------------|---|
| 1. | Dr. Chainarong | Monthienvichienchai | Chairman of the Board of Directors, and
Independent Director |
| 2. | Miss Soontareeya | Wongsirikul | Director |
| 3. | Miss Kannikar | Yomchinda | Director |

For nominating the directors, the Company made an announcement to invite the shareholders to propose the names of qualified candidates and not prohibited by laws in advance for the positions of the directors in the Meeting via the Company's website and the SET's channel during 7 November 2019 to 31 December 2019. However, neither the agenda nor the names of the nominated person have been proposed.

The Nomination and Remuneration Committee has thoroughly and carefully conducted the review of its screened under the Company's nomination policy to selected qualified and suitable individuals to be proposed to hold the position of the Company's directors in accordance with the qualifications, working experiences, skills and expertise, as well as the proportion of the Board members, including the performance of the directors during the past year. The Nomination and Remuneration Committee considers that the 3 persons are fully qualified as directors and had duly performed their duties as the members of the Company's Board of Directors and Sub-Committees well throughout the time. In addition, the Nomination and Remuneration Committee has considered that the director will independently express their opinion and in compliance with relevant regulations.

Moreover, the Nomination and Remuneration Committee has further considered the qualifications and performances of independent director beyond 9 years according to the Corporate Governance Code for listed companies 2017 of the Office of the Securities and Exchange Commission, and ensured that Dr. Chainarong Monthienvichienchai, Chairman of the Board of Directors and independent director should continue serving as independent director of the Company as well as is completely qualified as independent director and also has knowledge, competence, experience and expertise which shall be beneficial to the Company's business operation as well as being able to give independent opinions and recommendations for the best interest of the Company and in compliance with the relevant regulations and laws.

For the best interests of the Company, the Nomination and Remuneration Committee, excluding the directors who are proposed for re-election, casted their votes individually to propose to the Board of Directors to propose to the Shareholders' Meeting to consider the re-election of the 3 retired directors, Dr. Chainarong Monthienvichienchai, who has been the Chairman of the Board of Directors and independent director of the Company since year 2000 until now for 20 consecutive years, whether the proposal has approved by the Shareholders' Meeting the term of serve as the Chairman of the Board of Directors and independent director will be in a total of over 23 years, Miss Soontareeya Wongsirikul, who has been a director of the Company since 20 March 2015 until now for 5 years 4 consecutive months, whether the proposal has approved by the Shareholders' Meeting the term of serve as a director will be in a total of 8 years 4 months, and Miss Kannikar Yomchinda who has been a director of the Company since 13 December 2019 until now for 8 consecutive months, whether the proposal has approved by the Shareholders' Meeting the term of serve as a director will be in a total of 3 years 8 months. The 3 retired directors are proposed to be as the independent director and directors of the Company for another term.

The profile of each retired director and definition and qualifications of Independent Director of the Company was submitted together with Meeting invitation (Enclosure 2 and Enclosure 3)

Opinion of the Board of Directors: The Board of Directors, excluding the directors who are proposed for re-election, has thoroughly considered and carefully conducted its review of the screened process under the Company's nomination policy and ruled that the 3 nominated directors are fully qualified as directors and had duly performed their duties as the members of the Company's

Board of Directors and Sub-Committees well. In addition, Nomination and Remuneration Committee has considered that the director will independently express their opinion and in compliance with relevant regulations.

In addition, the Board of Directors has considered and ensured that Dr. Chainarong Monthienvichienchai, Chairman of the Board of Directors and independent director is completely qualified as independent director, has knowledge, competence, experience and expertise which shall be beneficial to the Company's business operation as well as being able to give independent opinions and recommendations for the best interest of the Company and in compliance with the relevant regulations and laws. Furthermore, the independent director is also proved to maintain the qualifications of independent director and has no conflict of interest against and/or is not considered to be an interested person of the Company.

The Board of Directors agreed with the recommendation made by the Nomination and Remuneration Committee to propose the Shareholders' Meeting to re-elect the 3 retired directors are Dr. Chainarong Monthienvichienchai, who has been an independent director and Chairman of the Board of Directors of the Company since year 2000 until now for 20 consecutive years, whether the proposal has approved by the Shareholders' Meeting the term of serve as the Chairman of the Board of Directors and independent director will be in a total of over 23 years, Miss Soontareeya Wongsirikul, who has been a director of the Company since 20 March 2015 until now for 5 years 4 consecutive months, whether the proposal has approved by the Shareholders' Meeting the term of serve as a director will be in a total of 8 years 4 months, and Miss Kannikar Yomchinda who has been a director of the Company since 13 December 2019 until now for 8 consecutive months, whether the proposal has approved by the Shareholders' Meeting the term of serve as a director will be in a total of 3 years 8 months. The 3 retired directors are proposed to be as the independent director and directors of the Company for another term.

Passing of a Resolution:

This agenda item requires adoption by a simple majority vote of the shareholders attending the meeting and casting their votes.

Agenda 6 **To consider and approve the determination of director’s remuneration for the year 2020**

Background and Rationale: According to the Public Limited Companies Act, B.E. 2535 (1992), Section 90, a payment of remuneration of the directors shall be in accordance with the resolution of the meeting of shareholders based on a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting.

In order to ensure that the Company’s will receive the appropriateness and fair remuneration, the Nomination and Remuneration Committee has considered the director remuneration for the year 2020, by taking into account the benchmark rates of peers in the industry, as well as the Company’s business expansion, the performance of the Company, including scope and responsibility of each committee as well as the performance of the Board of Directors and Sub-Committees, and endorsed the matter to be proposed to the Board of Directors for further proposal to the Annual General Meeting of Shareholders to approve the director remuneration for the year 2020, in which the amount is the same as the remuneration for the year 2019 approved by the Annual General Meeting of Shareholders. The details are as follows:

Position	Fixed Remuneration (Baht/month)	Monthly Remuneration (Baht/month)	Meeting Allowance (Baht/meeting)
Board of Directors			
Chairman	60,000	-	6,250
Director	-	20,000	5,000
Audit Committee			
Chairman	60,000	-	6,250
Member	-	-	5,000
Sub-Committees *			
Chairman	-	-	6,250
Member	-	-	5,000
Other benefits	-	-	-

Remark:

* Sub-Committees include Nomination and Remuneration Committee, Corporate Governance and Risk Management Committee

Any directors holding executive position and receive salary shall not receive any of the remuneration stated in the above table. In the case where a director holds more than one position, such director shall only receive remuneration for the position with the highest remuneration (Enclosure 4).

Details of remuneration of each director for the year 2019 appear in the “Remuneration for the Board of Directors and the Management” of the Annual Report, Pages No. 61 to 63 (Enclosure 1 in QR Code format).

Opinion of the Board of Directors: Concurred with the Nominating and Remuneration Committee's recommendation, the shareholders are recommended to approve the determination of director's remuneration for the year 2020 as proposed above.

Passing of a Resolution: This agenda item requires approval by a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting and entitled to cast their votes

Agenda 7 **To consider and approve the appointment of the auditor for the year 2020 and the determination of the remuneration for the auditor**

Background and Rationale: To comply with the Public Company Act, B.E. 2535 (1992), Section 120, with regard to the appointment of auditor and determination of auditor remuneration by the Meeting of Shareholder, and the Notification of the Securities and Exchange Commission. No. TorJor. 44/2013 regarding rules, criteria and procedures for disclosure of financial status and operating results of securities issuing companies (as amended) requires that Company ensure the rotation of their auditors whether auditors have performed their duties for 7 consecutive accounting years or not. In this regards, the Company may appoint the retired auditors by rotation for the auditors who continuously performed the duties at least 5 consecutive accounting years.

The Board of Directors, with the majority vote, has considered and opined that for the utmost benefit of the company, and of all shareholders of the company, and as the Company is in the process of submitting an application to the Stock Exchange of Thailand, in order to resolve causes of delisting and to resume trading on the Stock Exchange of Thailand (Resume Trading), and to comply with relevant rule and regulation, and other applicable law. This also includes the creating more opportunities for the Company to secure additional financing in the future. The Board of Directors therefore, with the majority vote, resolved to propose the Shareholders' meeting to consider and approve the appointment of new auditor for the Financial Statements for the year 2020 ended 31 December 2020.

With the majority vote, the Audit Committee meeting has resolved not to endorse to propose the Shareholders' meeting to consider and approve the appointment of new auditor, which reasons that the auditors from A.M.T. & Associates have been independent in performing their responsibilities in review, in the audit and provision of opinion on the Company's financial statements, with consideration of past performance results, which reflected the concrete and efficiency performance in order to response well to the interested persons, the capital market regulators and any other authorities, including having no conflict of interest and/or any vested interest in the Company. In addition, it is for consistency and continuation of the auditor's duties

in review, the audit and provision of opinion on the Company's financial statements in the past continues to the current significant period, including their duties as stipulated by the Securities and Exchange Commission, Thailand ("SEC"). Consequently, the change of auditor may cause damage, together with the new auditor's proposed fee that is significantly higher which was not appropriately shown any added value to the Company, compared to the potential risk and damages which may occur and impact to the Company and minority shareholders. In this connection, the Audit Committee was provided the Notification Letter on the management issues which may be considered under the Section 89/25, which to be investigated along with the SEC and the Stock Exchange of Thailand ("SET"). The Audit Committee, with the majority vote, had not endorsed to change of auditors during this period due to the arrangement is not transparency, may have conflict of interest, and violation of good governance. In addition, although the management informed that new auditors have appropriate reputation, the Audit Committee was not yet approached by new auditors of any proposal or discussion. Based on the aforesaid rational, the Audit Committee, with the majority vote, opined not to change of auditors during this period.

The Board of Directors had reviewed and considered the qualification, knowledge, experience, reliability and working record of each auditor including the appropriate audit fee then resolved, with the majority vote, to propose to the Shareholders' meeting to consider and approve the appointment of auditor for financial statements of the Company for the year 2020 ended 31 December 2020 as listed below,

- (1) Mr. Apichart Sayasit Certified Public Accountant License No. 4229, or
(Never signed the Financial Statements of the Company)
- (2) Miss Wimolsri Jongudomsombut Certified Public Accountant License No. 3899, or
(Never signed the Financial Statements of the Company)
- (3) Miss Waleerat Akkarasrisawad Certified Public Accountant License No. 4411
(Never signed the Financial Statements of the Company)

Any of these auditors from Baker Tilly Audit and Advisory Services (Thailand) Limited shall be appointed as the Company's auditor and the auditor remuneration for the year 2020 ended 31 December 2020 shall be determined, in an amount of not exceeding Baht 4,000,000, which the rate is higher than 10.50 percent compared to the previous year, and to be in line with auditor remuneration by taking into the account the benchmark rates of peers in the industry. The auditor remuneration is exclusive of other fees (Non-audit fee) which will be billed per actual (Enclosure 5).

Comparative information on the payment of Auditor’s remuneration of the year 2020 and 2019

Details	2020 (Proposed year)	2019	Increase (percent)
Audit fees	Baht 4,000,000	Baht 3,620,000	10.50
Non-audit fee	None	None	0

The 3 auditors of Baker Tilly Audit and Advisory Services (Thailand) Limited, are auditors approved by the SEC. They are qualified, and have no relationship with or any vested interest in the Company, executives, major shareholders, or any related persons. In addition, none of the aforementioned auditors has acted as the auditor of the Company for more than 7 consecutive fiscal years or not.

In addition, according to the International Accounting Bulletin World Survey in 2019, Baker Tilly is ranked globally among top 10 for the largest global network by revenue and ranked ninth by number of partners and staffs which reflects the breadth, depth and expertise of their network and services worldwide. Therefore, Baker Tilly Audit and Advisory Services (Thailand) Limited has been nominated as the auditor(s) for the Company and the Company’s subsidiaries for the fiscal year 2020.

Details of audit fee and non-audit fee paid to the auditor, related business to auditors and other auditors for the year 2019 ended 31 December 2019 can be found in the “Auditor Remuneration” of the Annual Report (Enclosure 1 in QR Code format).

Opinion of the Board of Directors: The Board of Directors, with the majority vote, resolved to propose to the Meeting to appoint either Mr. Apichart Sayasit, Certified Public Accountant License No. 4229, or Miss Wimolsri Jongudomsombut, Certified Public Accountant License No. 3899, or Miss Waleerat Akkarasrisawad, Certified Public Accountant License No. 4411 from Baker Tilly Audit and Advisory Services (Thailand) Limited to be the auditor of the Company and to determine the auditor remuneration in the amount of not exceeding Baht 4,000,000 for the audit of the Financial Statements for the year 2020 ending 31 December 2020.

Passing of a Resolution: The resolution in this agenda requires the majority votes of the total vote by the shareholders attending the meeting and casting their votes.

Agenda 8 **To consider and approve the amendment to the Company’s Articles of Association**

Background and Rationale: In order to compliance with the stipulated law, the Meeting was proposed to consider the amendment of the Company’s Articles of Association, the Article 29. and Article 34., as follows:

(A) The amendment of the Company’s Article of Association, Article 29.

According to the Emergency Decree on Electronic Meeting dated 19 April 2020, Section 6 stipulated that “The conference under the provisions of law which requires that the conference be held, in addition to taking action in accordance with a procedure provided in each of statutes, the person serving as the chairman of the conference may determine that the conference be organised and held through electronic media; and it shall have the same effect as the conference held pursuant to a legally provided procedure.”, and the Explanation of the Department of Business Department regarding the Electronic Meetings of Registered Partnerships, Limited Companies, Public Limited Companies, Trade Association and Chamber of Commerce, on pursuant to the Announcement of the National Council for Peace and Order No. 74/2557 on Teleconferences through Electronic Devices on 27 June 2014 (No. 2) B.E. 2563 on 24 March 2020 determined that in the event the Articles of Association of public limited companies does not determine or prohibit holding the meeting through electronic devices. That juristic person may hold the meeting through electronic device.

In order to clearly definition in the Company’s Articles of Association and utmost the Company’s benefit in relation to the management of the Board of Directors, in the event that the directors intend to attend the meeting, but they could not attend in person at the meeting venue. The Meeting has considered and endorsed to propose the General Meeting of Shareholders to approve the amendment of the Company’s Articles of Association, Article 29. Re: the teleconferences through electronic devices. Details are as follows

- Article 29.

From

“Article 29. The Board of Directors shall convene the meeting at least once within the period of every three (3) month.”

To

“Article 29. The Board of Directors shall convene the meeting at least once within the period of every three (3) month at a province or nearby province in which head office of the company is located.

For each meeting of the Board of Directors of the Company, the Chairman or his authorized person may designate such meeting to be conducted through electronic devices in compliance with the laws and regulations applicable at such time. Such electronics meeting shall be deemed to have the same effect as the Board of Directors meeting in the same place as prescribed by the laws and this Articles of Association.”

(B) The amendment of the Company’s Article of Association, Article 34.

Pursuant to the Order of the Head of the National Council for Peace and Order No. 21/2560 on Amendments of Laws to Facilitate the Ease of Doing Business on 4 April 2017 by cancelling and amending the Section 100 of the Public Company Limited Act, B.E. 2535 (Public Company Act) in relation to the calling of the extraordinary general meeting of shareholders to promote, support and facilitate the doing business.

In order to comply with the amendment of the Public Company Act, the Meeting has considered and endorsed to propose to the General Meeting of Shareholders to approve the amendment of the Company’s Articles of Association, Article 34. Re: Shareholders’ Right to Call for the Extraordinary Meeting of the Company. Details are as follows:

- Article 34.

From

“Article 34. The Board of Directors shall convene an annual ordinary general meeting of shareholders within four months from the last day of the accounting period of the company. Meeting other than those specified above shall be called “extraordinary general meetings”.

The Board of Directors may summon an extraordinary general meeting whenever it deems appropriate or shareholders holding shares in aggregate not less than one-fifth of the total number of shares sold, or not less than twenty-five shareholders holding shares in aggregate not less than one-tenth of the total number of shares sold, may at any time subscribe their names in a letter requesting the Board of Directors to call an extraordinary general meeting, provided that they shall clearly give the reasons for such request in said letter. In this case, the Board of Directors shall call shareholders meeting within 1 month from the date of receipt of such letter from shareholders.”

To

“Article 34. The Board of Directors shall convene an annual ordinary general meeting of shareholders within four months from the last day of the accounting period of the company. Meeting other than those specified above shall be called “extraordinary general meetings”.

The Board of Directors may summon an extraordinary general meeting whenever it deems appropriate. One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold may submit a written request to the Board of Directors for calling an extraordinary general meeting at any time, but the subjects 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 of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph two, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph three is not formed according to this Articles of Association, the shareholders as prescribed under paragraph three shall be collectively responsible to the Company for expenses arising from such meeting.

The Shareholders' meeting under paragraph one and two may be conducted through electronic devices in compliance with the laws and regulations applicable at such time, or by applying the related laws and regulations applicable at such time. Such electronics meeting shall be deemed to have the same effect as the shareholders' meeting in the same place as prescribed by the laws and this Articles of Association."

Opinion of the Board of Directors: The shareholders are recommended to approve the amendment to the Company's Articles of Association Article 29. Re: Teleconferences through the Electronic Devices, and Article 34 Re: Shareholders' Right to Call for the Extraordinary Meeting of the Company's Articles of Association, and grant the person(s) designated by the board of directors to register the amendment to the Company's Articles of Association, at the Department of Business Development, the Ministry of Commerce, an authority to edit or add on statements as per instructed by the registrar, and an authority to proceed any actions to comply with the registrar's order in order to complete the registration, as stated above.

Passing of a Resolution: The resolution in this agenda requires the votes of not less than three-fourths of the total votes of shareholders attending the meeting and entitled to vote.

Agenda 9 **Other business (if any)**

Opinion of the Board of Directors: There will be no further proposed agenda to the Meeting of Shareholders and no voting for a resolution in this agenda in order to give the shareholders an opportunity to make enquiries to the Board of Directors (if any).

The Company determined the shareholders' names on 1 July 2020 (Record Date) who will be entitled to attend the 2020 AGM.

The shareholders of G Steel Public Company Limited are cordially invited to participate in the Meeting on the date, at the time and place as described above. If any shareholder wishes to appoint another person to attend the meeting and vote as his or her proxy, please assign the representative who is of legal age. Also, kindly fill in and execute only one of the Proxy Forms; Proxy Form A., Form B., and Form C) (Enclosure 10), and present it to the Chairman of the Meeting or designated person before attending the Meeting. The Proxy Form C is only for the shareholders who are foreign investors and have appointed a custodian in Thailand to be a share depository and keeper.

Any shareholder who is unable to attend the 2020 General Meeting of Shareholders, may appoint Dr. Chainarong Monthienvichienchai, Chairman of the Board of Directors and Independent Director or Asst. Prof. Dr. Teerachai Arunruangsirilert, Independent Director and Audit Committee Member as his/her proxy to attend the meeting and cast votes on his or her behalf as per the details in the proxy forms (Enclosure 9).

Due to the situation of the spread of coronavirus disease (COVID-19) currently, the shareholders are requested to appoint Independent Directors proposed for appointment as proxy to be a proxy in the Meeting. Please complete and sign on the proxy form together with submit the original proxy and required documents packed in Business Reply Envelope which provided by the Company (Enclosure 14), to the Company via mail as addressed thereon (No postage necessary if mailed in the country).

To generate maximum benefit from the meeting and to reserve the rights of the shareholders, if any shareholders have any queries regarding the meeting agenda, please send the questions in advance to the Office of Company Secretary at cs@gsteel.com or by fax to (662) 634-4114. Please identify your contact details. The Company will compile all the queries for further clarifications accordingly.

Yours respectfully,

G Steel Public Company Limited

- Signature -

(Dr. Chainarong Monthienvichienchai)
Chairman of the Board of Directors