

TATA STEEL (THAILAND) PUBLIC COMPANY LIMITED

NOTICE OF THE 22nd ANNUAL GENERAL MEETING **OF SHAREHOLDERS**

TUESDAY, JULY 18, 2023, 09:00 HRS.

THROUGH ELECTRONICS MEETING METHOD (e-AGM)



The Company is concerned about health and safety of the Shareholders in view of the ongoing Covid-19 situation and would like to conduct the 22nd Annual General Meeting of Shareholders through Electronic Meeting method (e-AGM) in accordance with the rules, procedures and conditions as stipulated by the laws without any Shareholder having to attend in person.

Shareholders may like to give proxy to the Independent Director to join the e-AGM on their behalf in case any shareholder wishes not to join the AGM through Electronic Meeting method.

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Furthermore, the Company provides channel for submitting written questions in advance. For the effectiveness of AGM through Electronic Meeting method, the Company will not be able to take any questions during the meeting and requests the Shareholders to kindly submit relevant questions within July 14, 2023 via registered mail to "Corporate Secretary Office", Rasa Tower 2, 20th Floor, 555 Phaholyothin Road, Chatuchak, Bangkok 10900 or email to cso@tatasteelthailand.com. Related questions to the Company's business will be considered and answered in the meeting and will be disclosed on the Company website.

(Details available in the Notice of the 22nd Annual General Meeting of Shareholders)



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For further information,	Somjai Jarukitcharoon / Indrajaya Areephoemkul
please contact :	Corporate Secretary Office, Tata Steel (Thailand) Public Company Limited
	Rasa Tower 2, 20th Floor, 555 Phaholyothin Road, Chatuchak, Bangkok 10900
	Tel. 66 (2) 937-1000 Ext. 3210/ 3156 Fax. 66 (2) 937-1224
	Email address: cso@tatasteelthailand.com



June 19, 2023

Subject: Invitation to attend the 22nd Annual General Meeting of Shareholders through Electronic Meeting method (e-AGM)

To: The Shareholders Tata Steel (Thailand) Public Company Limited

The Board of Directors of Tata Steel (Thailand) Public Company Limited, in its meeting held on April 18, 2023, had passed a resolution to convene the 22nd Annual General Meeting of Shareholders on Tuesday, July 18, 2023 at 09:00 hours.

The Company is concerned about health and safety of the Shareholders in view of the ongoing Covid-19 situation and would like to conduct the 22nd Annual General Meeting of Shareholders through Electronic Meeting method (e-AGM) in accordance with the rules, procedures and conditions as stipulated by the laws without any Shareholder having to attend in person. The Annual General Meeting of Shareholders will be held **through Electronic Meeting method**, to consider the matters in according with the following agenda;

Agenda 1 To consider and adopt the Minutes of the 21st Annual General Meeting of Shareholders dated July 21, 2022

Objective and Reason:

The 21st Annual General Meeting of Shareholders was held on July 21, 2022. The minutes of the meeting was recorded accordingly and submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the timeframe as prescribed by laws. It was also disclosed on the TSTH's website (www.tatasteelthailand.com).

Board of Directors' opinion:

It is considered appropriate for the Meeting of Shareholders to adopt the minutes of the 21st Annual General Meeting of Shareholders held on July 21, 2022, which the Board of Directors has deemed to be properly recorded, *a copy of minutes as accompanying document no. 1*

Voting:

The resolution for this agenda requires the majority of votes of shareholders and proxy holders who attend the meeting and cast their votes.

Agenda 2 To acknowledge the report on the Company's operational results for the financial year 2022-23, ended March 31, 2023

Objective and Reason:

The report of the Company's operational results for the financial year 2022-23, is for acknowledgement of the shareholders at the Annual General Meeting.

Voting:

As this agenda is for acknowledgement, it does not have to be voted by the shareholders.

บริษัท ทาทา สตีล (ประเทศไทย) จำกัด (มหาชน) Tata Steel (Thailand) Public Company Limited

Agenda 3 To consider and approve the Financial Statements for the financial year 2022-23, ended March 31, 2023

Objective and Reason:

The Articles of Association of the Company, Clause 40, specifies that the Annual Ordinary General Meeting of Shareholders shall approve the financial statements at the end of the financial year.

Board of Directors' opinion:

It is considered appropriate for the Meeting of Shareholders to approve the financial statements for the financial year 2022-23, ended March 31, 2023 which has been audited by the Certified Public Accountant, reviewed by the Audit & Risk Review Committee and approved by the Board of Directors. *Details are available in the QR Code.*

Voting

The resolution for this agenda requires the majority of votes of shareholders and proxy holders who attend the meeting and cast their votes.

Agenda 4 To consider and approve the appropriation of profits and dividend payment for the financial year 2022-23 (April 1, 2022 – March 31, 2023)

Objective and Reason:

- The Articles of Association of the Company, Clause 40, specifies that the Annual Ordinary General Meeting of Shareholders shall consider the appropriation of profits, and Clause 46, the Company shall allocate not less than 5% of its annual net profit less the accumulated losses brought forward (if any) to the legal reserve fund until this fund attains an amount not less than 10% of the registered capital.
- According to the dividend policy of the Company, dividend payment to the shareholders from net profit after tax and after deduction of legal reserve by considering the relevant factors which shall not cause significant effects to the Company's business operation. Such factors are such as the operational performance, financial status, Company's solvency, business expansion, obligations to complete the debts service according to the Company's loan agreements including any other factors relevant to the business operation of the Company. The consideration shall be consistent with the concept of maximizing long-term benefit for the shareholders.
- The operation of the Company from consolidated financial statement, for the financial year 2022-23, resulted in a net profit of 686.53 million Baht with retained earnings of 410.60 million Baht.

Board of Directors' opinion:

Shareholders are recommended to approve the allocation of the profit for the financial year 2022-23 (April 1, 2022 – March 31, 2023) of 14.15 million Baht as legal reserve. The accumulated balance in the reserve fund after the transfer in the current financial year will be 389.14 million Baht, representing 4.62% of the registered capital.

After considering the relevant factors to the Company's operation on consolidated basis and the future trend, the Board of Directors deems it appropriate to propose the shareholders' meeting to approve dividend payment for the financial year 2022-23 (April 1, 2022 – March 31, 2023) at Baht 0.03 per share, to set the Record Date on Tuesday, May 23, 2023 and that dividend payment would be made on Thursday, August 17, 2023. In terms of dividend payout, the amount would be 252.65 million Baht.

In this regard, the right to receive dividend is subject to the approval of the 22nd Annual General Meeting of Shareholders.

Voting:

The resolution for this agenda requires the majority vote of the shareholders and proxy holders who attend the meeting and cast their votes.

Agenda 5 To consider and approve the re-election of Directors who retire by rotation

Objective and Reason:

- The Articles of Association of the Company, Clause 19, specifies that one-third (or closest to one-third) of the Directors shall retire from the office by rotation at the Annual General Meeting of Shareholders and may be re-elected to serve as Directors.
- For the 22nd Annual General Meeting of Shareholders, three Directors are retiring this year, namely:

1.	Mr. Alan Kam	Independent Director Chairman of the Audit & Risk Review Committee Member of the Corporate Governance, Nomination & Remuneration Committee
2.	Mr. Thaevan Uthaivath (joined the Board on December 27, 2022 as replacement to Mr. Hatasakdi Na Pombejra)	Independent Director Chairman of the CSR & Sustainability Committee Member of the Audit & Risk Review Committee
3.	Mr. Rajiv Mangal	Director Member of the Executive Committee Member of the CSR & Sustainability Committee

In the process of nominating the Directors, the Corporate Governance, Nomination & Remuneration Committee has duly considered the selection guidelines and criteria as approved by the Company's Board of Directors. Details are stated in accompanying documents No. 3 delivered to Shareholders together with this Notice. It is agreed that Mr. Alan Kam, Mr. Thaevan Uthaivath, and Mr. Rajiv Mangal are qualified, knowledgeable and have expertise in steel industry and other wide array of related fields. Other qualifications comprise leadership skill, vision and capacity to be in the duty of the Company's Director, offering independent opinion which is beneficial to the Company's operation, as well as not related to any criminal case and verdict incurred from the property/ asset misconduct, and any connected transaction triggering the conflict of interest of the Company in the previous year.

(Guideline and Criteria for Selection of Directors as accompanying document no. 4)

Board of Directors' opinion:

The Board of Directors considered it appropriate for the Meeting of Shareholders to re-elect the above three Directors as the Company's Directors for another term.

(Curricula Vitae of the Directors who are proposed for re-election on retirement by rotation as accompanying document no. 3)

Voting:

The resolution for this agenda requires the majority of votes of shareholders and proxy holders who attend the meeting and cast their votes.

Agenda 6 To consider and approve the remuneration of Directors for the financial year 2023-24

Objective and Reason:

- The Articles of Association of the Company, clause 25, specifies that Directors are entitled to receive remuneration from the Company as approved by the shareholders' meeting.
- The Corporate Governance, Nomination & Remuneration Committee has considered the remuneration of the Directors and Members of Committees in accordance to the criteria, the assigned duties and responsibilities, the parity of the remuneration with other listed companies in the same industry, including the operating performance and other factors which may affect the Company. Considering the performance of the Company, it is agreed that the present remuneration is at the appropriate level.

Board of Directors' opinion:

The Board of Directors deems it appropriate to propose the shareholders' meeting to consider and approve the remuneration for the Board of Directors and Committees for the financial year 2023-24 (April 1, 2023 – March 31, 2024), as considered by the Corporate Governance, Nomination & Remuneration Committee, which is same as the previous year. The remuneration can be separated into the fixed remuneration and meeting allowance for the attendance as set out below, until the shareholder meeting determines otherwise.

Details of the remuneration of Directors and comparison to the previous year are as follows:

		2023 – 24		2022 – 23	
		(Proposed for this year)		(Previous year)	
		Fixed	Meeting Allowance	Fixed	Meeting Allowance
		(Baht/Year)	(Baht/Time)	(Baht/Year)	(Baht/Time)
Board of Directors	Chairman	724,500	48,500	724,500	48,500
	Member	543,500	24,000	543,500	24,000
Audit & Risk Review Committee	Chairman	193,500	18,000	193,500	18,000
	Member	133,000	12,000	133,000	12,000
Executive Committee	Chairman	-	18,000	-	18,000
	Member	-	12,000	-	12,000
Corporate Governance, Nomination & Remuneration	Chairman	172,500	18,000	172,500	18,000
Committee	Member	86,500	12,000	86,500	12,000
Corporate Social Responsibility &	Chairman	172,500	18,000	172,500	18,000
Sustainability Committee	Member	86,500	12,000	86,500	12,000

Remarks: No other compensation is paid to the Directors, except only the details mentioned in the above table. The Directors who are current employees of Tata Steel Limited or its subsidiaries do not receive any meeting allowance or other remuneration as a Director.

Voting:

The resolution for this agenda requires not less than two-thirds of the total number of votes of the shareholders and proxy holders attending the meeting and cast their votes.

Agenda 7 To consider and appoint the auditors and fix the audit fee for the financial year 2023-24

Objective and Reason:

- The Articles of Association of the Company, clause 40, specifies that the Annual Ordinary General Meeting of Shareholders shall consider and appoint auditors and fix the audit fee every year. In appointing the auditor, the former auditor may be re-appointed.
- Section 120 of the Public Limited Companies Act, B.E.2535, prescribes that the annual general meeting of shareholders shall appoint an auditor and determine the remuneration of the auditor of the Company every year; and in appointing the auditor, the former auditor may be re-appointed. The listed company may appoint a new auditor from the same audit firm as that of the previous auditor. Further, notification from the Capital Market Supervisory Board, TorJor. 75/2561 prescribes that in the occurrence that the auditor of a listed company in the Stock Exchange of Thailand has performed his/her duties on reviewing or auditing and expressing opinion on the financial statements of such listed company must rotate its auditor. The listed company may re-appoint the same auditor who is retired by rotation pursuant to the aforementioned condition only if it passes the lapse of at least five (5) consecutive accounting periods from the date on which such auditor has vacated from his/her duty.
- The Audit & Risk Review Committee has considered the performance of the auditor of the Company for the financial year 2022-23 and qualifications in accordance to the standards set and agreed that PricewaterhouseCoopers ABAS Ltd. has satisfactorily performed its duties to the Company in accordance with the auditing standards and provided useful opinions to the Company. The auditors also have full qualifications, as well as have no relationship or conflict of interest with the Company, its subsidiaries, the Executives and major shareholders or related persons of the said persons.

Board of Directors' opinion:

The Board of Directors deems it appropriate to propose the shareholders' meeting, as considered by the Audit & Risk Review Committee, as followings;

- Appointment of the Auditors of the Company for the financial year of 2023-24 from April 1, 2023 and ending on March 31, 2024;
 - o Ms. Varaporn Vorathitikul (Certified Public Accountant No. 4474) or
 - o Ms. Sukhumaporn Wong-ariyaporn (Certified Public Accountant No. 4843) or
 - Ms. Nopanuch Apichatsatien (Certified Public Accountant No. 5266)

of PricewaterhouseCoopers ABAS Ltd. In this regards, Ms. Varaporn Vorathitikul (Certified Public Accountant No. 4474) has given her signature in the Company's financial statements since the second quarter of the financial year 2017-18 (July 1, 2017 - March 31, 2018) until Annual financial statements of the financial year 2022-23 (April 1, 2022 - March 31, 2023).

 Determination of the audit and quarterly review fee for the Company and its subsidiary for the year 2023-24 at the amount of Baht 4,760,000 which is same rate as the financial year 2022-23.

Audit Fee	2023-24 (Proposed for this year)	2022-23 (Previous year)
TSTH	Baht 1,852,000	Baht 1,852,000
TSMT*	Baht 2,010,000	Baht 2,010,000
Total Audit Fee	Baht 3,862,000	Baht 3,862,000
Consolidated reporting packages under group reporting policy	Baht 898,000	Baht 898,000
Total	Baht 4,760,000	Baht 4,760,000

* The existing audit fees for TSMT includes the audit of the erstwhile three subsidiary companies, now merged.

Remark: For the period of April 2022 - March 2023, the Company and its subsidiaries paid travelling, per diem, lodging etc. of Baht 294,000 to its auditor, the audit firm affiliated with the auditor, individuals or business entities related to the auditor and its affiliated audit firm.

Voting:

The resolution for this agenda requires the majority vote of the shareholders and proxy holders who attend the meeting and cast their votes.

Agenda 8 Other businesses (if any)

The Board of Directors has resolved to determine the names of shareholders who have right to attend the 22nd Annual General Meeting of Shareholders as on Tuesday, May 23, 2023.

The Company would like to invite all shareholders to join the meeting through Electronic Meeting method (e-AGM) without any Shareholder having to attend in person, at date and times specified.

Related document concerning to the e-AGM registration process is enclosed.

Yours sincerely,

By Order of the Board of Directors

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Ms. Somjai Jarukitcharoon

Company Secretary

Tata Steel (Thailand) Public Company Limited

Tel. 0-2937-1000 ext. 3210, 3156

Fax. 0-2937-1224



MINUTES of the Annual General Meeting of Shareholders No. 21 for the year 2022 Tata Steel (Thailand) Public Company Limited, Bangkok on Thursday, July 21, 2022 at 09:00 hours

Present:

<u>Director</u>: (No.2-5 Attended via Video Conference)

1.	Mr. Peeyush Gupta	Chairman of the Board of Directors,
		Chairman of the Executive Committee,
		Member of the Corporate Governance,
		Nomination and Remuneration Committee
2.	Mr. Hatasakdi Na Pombejra	Independent Director,
		Chairman of the Corporate Social Responsibility
		and Sustainability Committee,
		Member of the Audit and Risk Review Committee
3.	Ms. Anuttara Panpothong	Independent Director,
		Chairperson of the Corporate Governance,
		Nomination and Remuneration Committee,
		Member of the Audit and Risk Review Committee
4.	Mr. Taratorn Premsoontorn	Director,
		Member of the Corporate Governance,
		Nomination and Remuneration Committee
5.	Mr. Ashish Anupam	Director,
		Member of the Executive Committee,
		Member of the Corporate Social Responsibility
		and Sustainability Committee
6.	Mr. Sanjib Nanda	Director,
		Member of the Executive Committee
7.	Mr. Rajiv Mangal	Director,
		Member of the Executive Committee,
		Member of the Corporate Social Responsibility
		and Sustainability Committee,
		President and CEO
<u>Ap</u>	ology:	
<u>Dir</u>	<u>ector</u> :	
1.	Mr. Alan Kam	Independent Director,
		Chairman of the Audit and Risk Review Committee,
		Member of the Corporate Governance,
		Nomination and Remuneration Committee
Sec	<u>retary</u> :	
1.	Ms. Somjai Jarukitcharoon	Company Secretary

Management: (No. 3-8 Attended via Video Conference)

1.	Mr. Jayanta Chakraborty	Vice President - Finance and Chief Financial Officer
2.	Mr. Sirorote Matemanosak	Vice President - Human Resources and Corporate Affairs
3.	Mr. Paitoon Chuesook	Vice President - Procurement
4.	Mr. Chaichalerm Bunyanuwat	Vice President - Marketing and Sales
5.	Mr. Amit Khanna	Vice President - Business Excellence and Shared Services
6.	Mr. Pornchai Tangworrakulchai	Vice President – NTS Plant
7.	Mr. Rungroth Lert-A-Rom	Vice President - SISCO Plant
8.	Mr. Sakchai Loyfakhajohn	Vice President - SCSC Plant

Auditor of the Company: (No. 1-4 Attended via Video Conference)

1.	Ms. Varaporn Vorathitikul	Audit Partner, Certified Public Account No. 4474
		From PricewaterhouseCoopers ABAS Ltd. ("PwC")
2.	Mr. Phodjanuck Pugsee	Audit Director
3.	Ms. Napaporn Muengkrai	Audit Senior Manager
4.	Ms. Janthakan Saelu	Audit Senior Manager

Invitee: (No. 2-3 Attended via Video Conference)

1.	Mr. Apichart Likhitprasert	Department Manager - Legal Services and Regulatory Affairs
2.	Ms. Samaporn Suebpong	Senior Financial Controller, Corporate
3.	Ms. Kanjana Kulanunyapisit	Senior Financial Controller, Strategic Finance and Cost Management
Inde	pendent vote counting inspector:	
1.	Mr. Suebsarn Rojanawon	Lawyer (License number to be a lawyer 256/2555)

The meeting started at 09:00 hours

Mr. Peeyush Gupta, Chairman, extended a warm welcome to the Shareholders and the members of the Board of Directors at the Annual General Meeting of Shareholders No. 21 for the year 2022.

In his opening address to the Shareholders, Chairman appreciated the Covid-19 prevention measures and vaccination drive undertaken by the Government in the country. However, the pandemic situation is not completely over and there are resurgence of cases in the past few weeks in many parts of the world. It is, therefore, important to continue with precautions and the social distancing norms as being advised by the Government. He mentioned that to reduce the risk from the outbreak and with regards to the health and safety of the Shareholders, the Board of Directors have decided to conduct the Annual General Meeting of Shareholders through Electronic Meeting method in accordance with the rules, procedures and conditions as stipulated by the Government. Necessary details were provided in the invitation letter to the shareholders and disseminated via the SET Link system of the Stock Exchange of Thailand. He thanked the shareholders for having appreciated the situation and the reason why the Company had to arrange for E-AGM.

Chairman informed the meeting that in order to facilitate easy communication, the E-AGM would be conducted in Thai language and requested Khun Somjai Jarukitcharoon, the Company Secretary to announce the Quorum. Company Secretary informed the meeting that forty-eight Shareholders have registered to attend the meeting in person or by proxy. This represents 6,081,952,599 shares, an equivalent of 72.2190 percent of the 8,421,540,848 issued shares. As there were more than 25 Shareholders attending in person and by proxy representing more than one-third (1/3) of the total issued shares thus forming a quorum according to Clause 37 of the Company's Articles of Association.

The Chairman declared the meeting open for deliberation on various matters on the agenda.

Chairman requested Mr. Sirorote Matemanosak, Vice President – Human Resources and Corporate Affairs to explain in Thai language to the shareholders all through the meeting on his behalf starting from introducing the Directors, Committees, Auditors and Company Secretary.

Mr. Sirorote Matemanosak informed that seven directors were attending the meeting, and one director had requested for leave of absence due to certain unavoidable circumstances. The Chairman and two directors attended in person, while four directors attended through Electronic Conference System. In addition, the members of the company's senior management team also participated in the Annual General Meeting.

The Chairman requested the Company Secretary to explain the voting procedures for each agenda to the shareholders so that a resolution could be reached readily and recorded in the Minutes of the meeting accurately and completely.

The Company Secretary informed the meeting that the Company had notified the submission of questions to the Company through Company's website on June 13, 2022 by giving the right to shareholders for sending questions to the Company in advance as a good practice in the principle of good Corporate Governance for listed companies regarding the equitable treatment for shareholders. The Company informed the period for exercising the right for Annual General Meeting of Shareholders for the Year 2022 to send questions during June 15 to July 15, 2022. During such period, the Company has received six questions from the shareholders which would be answered under the last agenda item.

She added that the Company has assigned an independent agency that provides system services which has assessed themselves with the Electronic Transactions Development Agency (ETDA) by providing E-meeting & Voting system. This does not require any special application to install. Shareholders can use their computer, laptop, tablet or any smart phone to access the meeting. In addition, the service provider provides recording of audio and image throughout the meeting streaming in electronic form and recorded the electronic traffic data of all participants in the meeting as evidence according to the law.

Shareholders and proxies who identified themselves and have been confirmed by the Company have received an email with username, password and link to join the meeting in advance before the meeting date. The username, password and link are valid only for this E-AGM. In addition, the service provider would provide necessary technical support for accessing the E-AGM system throughout the meeting.

For security reasons, the shareholders were requested not to share the username and password with another person. It was also informed that log in would work only on one device at a time. In case any shareholder tries to log in from another device simultaneously, previous connection would get logged out automatically. Live broadcast of E-AGM would start streaming once the shareholder is logged in.

The Company Secretary then explained the voting process and voting menu of the E-AGM system. She informed the shareholders that the meeting was being conducted under the Articles of Association of specific provisions pertaining to the shareholder meeting as detailed in the meeting documents, which were delivered to the shareholders in advance, together with the Notice of the meeting. Moreover, page 42-44 (In Thai language page no. 41-42) of the meeting documents also describe voting procedures in each agenda, vote casting & counting, and announcement of voting results. Prior to vote casting in each agenda, the Chairman shall inform the meeting about the votes required for a resolution in each agenda, whether it be an ordinary event whereby a majority vote is applicable or a special event whereby different vote casting is required. The Chairman of the Meeting or the person assigned by the Chairman shall propose to the shareholders during the meeting to cast their vote. In case of vote by Proxy, the proxy shall cast the vote according to the grantor or there is any agenda considered in the meeting other than those specified above, or any change or amendment to any facts, the Proxy shall be authorized to consider the matters and vote on behalf as the Proxy deems appropriate.

In case of granting a proxy to an Independent Director of the Company or other people attending the meeting according to the proxy form, in which the shareholders have voted in advance in the proxy form, the Company will record the votes as specified by the shareholders in advance. In case a shareholder does not vote, the system will count his/her votes as "agree" automatically. Therefore, to count cast votes by deducting the votes of "disapprove and abstain" from the total number of shares held by shareholders and proxies attending the meeting and being entitled to vote and shall be announced for further acknowledgment of the meeting.

At each agenda, Mr. Suebsanr Rojanawon, Independent Lawyer will act as the independent vote counting inspector to ensure that the results are transparent and in line with the legislation and regulations of the Company.

The Chairman requested the meeting to proceed with the agenda and requested Mr. Sirorote Matemanosak to read each agenda in Thai language.

<u>Agenda 1: To consider and adopt the Minutes of the Annual General Meeting of Shareholders No.20</u> <u>dated July 22, 2021</u>

The Company had distributed the copies of the Minutes of the meeting to the shareholders in advance, together with the Notice of the meeting as the Attachment No. 1, page 9-25. (in Thai language page no. 9-25). The minutes of the meeting was submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the timeframe as prescribed by laws. It was also disclosed on the Company's website (www.tatasteelthailand.com).

The Board of Directors deemed it appropriate to propose the shareholders' meeting to adopt the Minutes of the Annual General Meeting of Shareholders No. 20 held on July 22, 2021, which the Board of Directors has deemed to be properly recorded and no shareholder requested the Company to correct such minutes. This agenda is an ordinary event which has to be resolved by the majority vote of the shareholders and proxy holders, who attend the meeting and cast their votes.

Resolution: The meeting reviewed and adopted the minutes as proposed by the Board of Directors with a unanimous vote of the shareholders and the proxy holders who attended the meeting and had the right to vote. Details are as shown below;

Shareholders cast their votes	Representing	6,083,776,799 Shares	or	100%
Shareholders voted for the matter	Representing	6,083,776,799 Shares	or	100%
Shareholders voted against the matter	Representing	0 Shares	or	0.0000%
Shareholders abstained	Representing	0 Shares	or	0.0000%
Voided Ballot	Representing	0 Shares	or	0.0000%

While this matter was being reviewed in the meeting, 5 additional shareholders comprising of 1,824,200 shares joined the meeting. There were total 53 shareholders representing 6,083,776,799 shares, an equivalent of 72.2407% of the 8,421,540,848 issued shares.

Agenda 2: To acknowledge the report on the Company's operational results for the year ended March 31, 2022

The Chairman requested Mr. Rajiv Mangal, President and CEO, to report the Company's performance for the FY 2022 ended March 31, 2022 for the shareholders' acknowledgement. Khun Chaichalerm (VP- Marketing and Sales) assisted Khun Rajiv with Thai translation.

President and CEO presented an update on the global economy, his outlook on Thailand economy and the risks & opportunities for steel sector in Thailand. He reported that the Company sold 1.333 Million tons during FY 2021-22, which was the highest sales volume since 2008. EBITDA and profit before tax improved significantly over the previous year to 3,188 MB and 2,600 MB, respectively. He shared the key operational KPIs and highlighted the improvements over the years.

All these efforts resulted in many recognitions for the Company namely Thailand Sustainability Investment Award, The Thai Chamber of Commerce Business Ethic Standard Test Award, Sustainability Disclosure Award and Certificate of Carbon Foot Print for Organization. All 3 plants won CSR-DPIM Continuous Award, CSR – DIW Continuous Award. In addition, SCSC received ISO50001:2018 Energy Management system Certification.

This Agenda was proposed for acknowledgement of the report on the Company's operational results for the year 2021-22, ended March 31, 2022. There was no vote casting on this agenda.

Agenda 3: To consider and approve the financial statements for the year 2021-22, ended March 31, 2022

The Articles of Association of the Company, Clause 40, specifies that the Annual Ordinary General Meeting of Shareholders shall approve the financial statements at the end of the fiscal year.

The Board of Directors deemed it appropriate to propose the Meeting of Shareholders to consider and approve the financial statements for the year 2021-22 ended March 31, 2022 which had been audited and certified by the Certified Public Accountant of PricewaterhouseCoopers ABAS Ltd. and reviewed by the Audit and Risk Review Committee and approved by the Board of Directors. The financial statements were presented accurately, completely and adequately. Details were presented in the Company's Integrated Annual Report for the year 2021-22. The Integrated Annual Report is available in the QR Code and also on the Company website. The Company has distributed the QR Code to the shareholders in advance, together with the Notice of this meeting as the Attachment No. 2, page 26

The Chairman requested the meeting to approve the financial statements for the year ended March 31, 2022 which is an ordinary event to be resolved by the shareholders meeting with the majority vote of the shareholders and proxy holders, who attended the meeting and cast their votes.

Resolution: The meeting resolved and approved the financial statements for the year 2021-22, ended March 31, 2022 which was proposed by the Board of Directors with majority vote of the shareholders and the proxy holders, who attended the meeting and cast their votes, as under:

Shareholders cast their votes	Representing	6,083,864,899 Shares or	100%
Shareholders voted for the matter	Representing	6,082,857,099 Shares or	99.9834%
Shareholders voted against the matter	Representing	0 Shares or	0.0000%
Shareholders abstained	Representing	1,007,800 Shares or	0.0166%
Voided Ballot	Representing	0 Shares or	0.0000%

While this matter was being reviewed in the meeting, 2 additional shareholders comprising of 88,100 shares joined the meeting. There were total 55 shareholders who represented 6,083,864,899 shares, an equivalent of 72.2417% of the 8,421,540,848 issued shares.

Agenda 4: To consider and approve the appropriation of profits and dividend payment for the year 2021-22, ended March 31, 2022

The Articles of Association of the Company, Clause 40, specifies that the Annual Ordinary General Meeting of Shareholders shall consider the appropriation of profits, and Clause 46, specifies that the Company shall allocate not less than 5% of its annual net profit less the accumulated losses brought forward (if any) to the legal reserve fund until this fund attains an amount not less than 10% of the registered capital.

According to the dividend policy of the Company, dividend payment to the shareholders from net profit after tax and after deduction of legal reserve by considering the relevant factors which shall not cause significant effects to the Company's business operation. Such factors are such as the operational performance, financial status, Company's solvency, business expansion, obligations to complete the debts service according to the Company's loan agreements including any other factors relevant to the business operation of the Company. The consideration shall be consistent with the concept of maximizing long-term benefit for the shareholders.

The operation of the Company from consolidated financial statement, for the year 2021-22, resulted in a net profit of 2,606.12 million Baht with retained earnings of 160.82 million Baht.

The Board of Directors deemed it appropriate to propose the shareholders' meeting to approve the allocation of the profit for the year 2021-22 (April 1, 2021 – March 31, 2022) of 1.21 million Baht as legal reserve. The accumulated balance in the reserve fund after the transfer in the current financial year will be 375 million Baht, representing 4.45% of the registered capital.

After considering the relevant factors to the Company's operation on consolidated basis and the future trend, the Board of Directors deemed it appropriate to propose the shareholders' meeting to approve dividend payment for the year 2021-22 (April 1, 2021 – March 31, 2022) at Baht 0.05 per share, to set the Record Date on Monday, 23 May, 2022 and that dividend payment would be made on Friday, August 19, 2022. In terms of dividend payout, the amount would be 421.08 million Baht.

The Chairman requested the meeting to approve the allocation of profits and payment of dividend at 0.05 THB per share (5% per equity share) for the year 2021-22 (April 1, 2021 - March 31, 2022) which is an ordinary event that has to be resolved by the shareholders meeting with the majority vote of the shareholders and proxy holders, who attend the meeting and cast their votes.

Resolution: The meeting resolved to approve the allocation of the profit for the year 2021-22, ended March 31, 2022, of 1.21 million Baht as legal reserve and dividend payment for the year 2021-22 (April 1, 2021 – March 31, 2022) at Baht 0.05 per share which has been proposed by the Board of Directors with a unanimous vote of the shareholders and the proxy holders who attended the meeting and had the right to vote. Details are as shown below;

The voting results were as follows;

Shareholders cast their votes	Representing	6,083,864,899 Shares or	100%
Shareholders voted for the matter	Representing	6,083,864,899 Shares or	100%
Shareholders voted against the matter	Representing	0 Shares or	0.0000%
Shareholders abstained	Representing	0 Shares or	0.0000%
Voided Ballot	Representing	0 Shares or	0.0000%

Agenda 5: To consider and approve the re-election of Directors who retired by rotation

The Articles of Association of the Company, Clause 19, specifies that one-third (or closest to one-third) of the Directors shall retire from the office by rotation at the Annual General Meeting of Shareholders and may be re-elected to serve as Directors. For the Annual General Meeting of Shareholders No. 21 for the year 2022, three Directors were retiring this year, namely:

1) Mr. Taratorn Premsoontorn	Director
	Member of the Corporate Governance Nomination and
	Remuneration Committee
2) Mr. Ashish Anupam	Director
	Member of the Corporate Social Responsibility and
	Sustainability Committee
3) Mr. Sanjib Nanda	Director
	Member of the Executive Committee

(Mr. Sanjib Nanda was appointed to the Board of Directors on October 18,2021 as replacement to Mr. Ranganath Raghupathy Rao)

In the process of nominating the Directors, the Corporate Governance, Nomination and Remuneration Committee has duly considered the selection guidelines and criteria as approved by the Company's Board of Directors. Details are stated in accompanying documents No. 4 delivered to the Shareholders together with this Notice. It is agreed that Mr. Taratorn Premsoontorn, Mr. Ashish Anupam and Mr. Sanjib Nanda are qualified, knowledgeable and have expertise in steel industry and other wide array of related fields. Other qualifications comprise of leadership skill, vision and capacity to be in the duty of the Company's Director, offering independent opinion which is beneficial to the Company's operation, as well as not related to any criminal case and verdict incurred from the property/ asset misconduct, and any connected transaction triggering the conflict of interest of the Company in the previous year.

Ms. Anuttara Panpothong, Chairperson of the Corporate Governance, Nomination and Remuneration Committee reported that the Board of Directors deemed it appropriate to propose the Meeting of Shareholders to re-elect the above mentioned three Directors namely Mr. Taratorn Premsoontorn, Mr. Ashish Anupam and Mr. Sanjib Nanda as considered by the Corporate Governance, Nomination and Remuneration Committee, as the Company's Board of Directors and members of the Committee for another term. The Curriculum Vitae (CV) of the Directors who retired by rotation and were proposed to be re-elected are shown in accompanying document No. 3.

Resolution: The meeting resolved to approve the re-election of three Directors in place of those who retired by rotation at the Annual General Meeting of Shareholders No.21 for the year 2022 on an individual basis as the Company's Directors for the Board of Directors and Committees for another term as proposed by the Board of Directors with the resolution of majority of votes of shareholders and proxy holders who attended the meeting and had the right to vote. The voting results were as follows;

1. Mr. Taratorn Premsoontorn

The voting results are as follows; Shareholders cast their votes	Representing	6,083,864,899 Shares or	100%
Shareholders voted for the matter	Representing	6,078,387,499 Shares or	99.9100%
Shareholders voted against the matter	Representing	5,455,400 Shares or	0.0897%
Shareholders abstained	Representing	22,000 Shares or	0.0004%
Voided Ballot	Representing	0 Shares or	0.0000%

2. Mr. Ashish Anupam

The voting results are as follows; Shareholders cast their votes	Representing	6,083,864,899 Shares or	100%
Shareholders voted for the matter	Representing	6,051,846,899 Shares or	99.4737%

Shareholders voted against the matter	Representing	32,017,400 Shares or	0.5263%
Shareholders abstained	Representing	600 Shares or	0.0000%
Voided Ballot	Representing	0 Shares or	0.0000%
3. Mr. Sanjib Nanda			
The voting results are as follows; Shareholders cast their votes	Representing	6,083,864,899 Shares or	100%
Shareholders voted for the matter	Representing	6,083,864,299 Shares or	100%
Shareholders voted against the matter	Representing	0 Shares or	0.0000%
Shareholders abstained	Representing	600 Shares or	0.0000%
Voided Ballot	Representing	0 Shares or	0.0000%

Agenda 6: To consider and approve the remuneration of Directors for the year 2022-23

The Articles of Association of the Company, clause 25, specifies that Directors are entitled to receive remuneration from the Company as approved by the shareholders' meeting.

Ms. Anuttara Panpothong, Chairperson of the Corporate Governance, Nomination and Remuneration Committee reported that the Corporate Governance, Nomination and Remuneration Committee had considered the remuneration of the Directors and members of Committees in accordance to the criteria, the assigned duties and responsibilities, the parity of the remuneration with other listed companies in the same industry, including the operating performance and other factors which may affect the Company.

It may be noted that the Board of Directors, in its meeting on May 3, 2011 had considered and agreed to voluntarily reduce the fixed remuneration and meeting allowance by 30% effective FY2011-12 until the Company's financial situation recovers. The remuneration of Directors has remained unchanged since FY2011-12.

The Board of Directors deemed it appropriate to propose the shareholders' meeting to consider and approve the remuneration for the Board of Directors and Committees for the year 2022-23 (April 1, 2022 - March 31, 2023), as considered by the Corporate Governance, Nomination & Remuneration Committee. The remuneration can be separated into the fixed remuneration and meeting allowance for the attendance, until the shareholder meeting determines otherwise.

Details of the remuneration of Directors and comparison to the previous years have been circulated together with the Notice of this meeting, page No. 6 (in Thai language also in page no.6), submitted to the shareholders in advance.

Ms. Anuttara Panpothong requested the meeting to approve this agenda to be resolved by the shareholders' meeting with not less than two-thirds of the total number of votes of the shareholders and proxy holders who attended the meeting and had the right to vote.

Resolution: The meeting resolved to approve the remuneration for the Board of Directors and Committees for the year 2022-23 (April 1, 2022-March 31, 2023) which can be separated into the fixed remuneration and meeting allowance for the attendance as considered by the Corporate Governance, Nomination and Remuneration Committee and as proposed by the Board of Directors, until the shareholder meeting determines otherwise, with the resolution of more than two-thirds of the total number of votes of shareholders and proxy holders attending the meeting and cast their votes. The voting results were as follows;

Shareholders cast their votes	Representing	6,083,864,899	Shares of	100%
Shareholders voted for the matter	Representing	6,083,864,299	Shares of	100%
Shareholders voted against the matter	Representing	600	Shares of	0.0000%
Shareholders abstained	Representing	0	Shares of	0.0000%
Voided Ballot	Representing	0	Shares of	0.0000%

Agenda 7: To consider and appoint the auditors and fix the audit fee for the year 2022-23

The Articles of Association of the Company, clause 40, specifies that the Annual Ordinary General Meeting of Shareholders shall consider and appoint auditors and fix the audit fee every year. In appointing the auditor, the former auditor may be re-appointed. Section 120 of the Public Limited Companies Act, B.E.2535, prescribes that the annual general meeting of shareholders shall appoint an auditor and determine the remuneration of the auditor of the Company every year.

Mr. Hatasakdi Na Pombejra, member of the Audit & Risk Review Committee reported that the Audit & Risk Review Committee has considered the performance of the auditor of the Company for the year 2021-22 and qualifications in accordance to the standards set and agreed that PricewaterhouseCoopers ABAS Ltd. has satisfactorily performed its duties to the Company in accordance with the auditing standards and provided useful opinions to the Company. The auditors also have full qualifications, as well as have no relationship or conflict of interest with the Company, its subsidiaries, the Executives and major shareholders or related persons of the said persons.

The Board of Directors deemed it appropriate to propose the shareholders' meeting, as considered by the Audit and Risk Review Committee, as followings;

Appointment of the Auditors of the Company for the fiscal year of 2022-23 from April 1, 2022 and ending on March 31, 2023;

- Ms. Varaporn Vorathitikul (Certified Public Accountant No. 4474) or
- Mr. Vichien Khingmontri (Certified Public Accountant No. 3977) or
- Mr. Chaisiri Ruangritchai (Certified Public Accountant No. 4526)

of PricewaterhouseCoopers ABAS Ltd. In this regards, Ms. Varaporn Vorathitikul (Certified Public Accountant No. 4474) has given her signature in the Company's financial statements since the second quarter of the fiscal year 2017-18 (July 1, 2017 - March 31, 2018) until Annual financial statements of the fiscal year 2021-22 (April 1, 2021 - March 31, 2022).

The audit and quarterly review fee for the Company and its subsidiary for the year 2022-23 is proposed at the amount of Baht 4,760,000, which is same rate as the fiscal year 2021-22. Details of the audit fee and comparison to the previous year have been circulated together with the Notice of this meeting, page No. 8 (Thai language also in page no.8), submitted to the shareholders in advance.

Mr. Hatasakdi Na Pombejra requested the meeting to approve the appointment of the auditors and fix the audit fee for the year 2022-23 which is an ordinary event that has to be resolved by the shareholders meeting with the majority vote of the shareholders and proxy holders, who attend the meeting and cast their votes.

Resolution: The meeting resolved to appoint PricewaterhouseCoopers ABAS Ltd. as the auditors of the Company for the fiscal year of 2022-23 from April 1, 2022 and ending on March 31, 2023 and approved the audit and quarterly review fee for the Company and its subsidiaries for the year 2022-23 at the amount of Baht 4,760,000 as considered by the Audit and Risk Review Committee and proposed by the Board with the majority vote of the shareholders and proxy holders who attend the meeting and cast their votes. The voting results are as follows;

Shareholders cast their votes	Representing	6,083,864,899 Shares	or	100%
Shareholders voted for the matter	Representing	6,083,864,299 Shares	or	100%
Shareholders voted against the matter	Representing	0 Shares	or	0.0000%
Shareholders abstained	Representing	600 Shares	or	0.0000%
Voided Ballot	Representing	0 Shares	or	0.0000%

Agenda 8: Other Business (if any)

Chairman reported that all agenda items as per the Notice to the shareholders were completed and the Board of Directors and the shareholders did not have any further items to propose to the shareholders meeting.

While this matter was being reviewed in the meeting, 1 additional shareholder comprising of 100 shares joined the meeting. There were total 56 shareholders who represented 6,083,864,999 shares, an equivalent of 72.2417% of the 8,421,540,848 issued shares.

Chairman then took up the questions received from the shareholders and requested Mr. Sirorote Matemanosak to translate his responses in Thai language. There were six questions received from the shareholders in advance.

 How the Russia-Ukraine conflict is it expected to impact the cost, selling price and spread of the products? How is it expected to impact the revenue for sales to government projects, major private projects and retail? What are the Company's mitigation plan to address these situations in terms of inventory planning and marketing?

Answer: The Company does not have any transaction with any company in Ukraine or Russia. So there is no direct impact on the Company from the war. From start of the war and related actions like sanctions on Russia, oil, natural gas and commodity prices around the world have shot up. This has adversely impacted the energy cost which in turn affects manufacturing and transportation cost. The Company is able to recover a significant part of that from the Customers thereby maintaining the spread so far. At the same time, the Company has initiated many projects to control rising costs.

Rising inflation, increase in interest rates and geo-political issues pose headwinds in near future. The Company is focused on running a tight operations, with low inventory, maintaining close relationship with Customers and taking timely decisions in this uncertain environment. The cash situation remains healthy supported by adequate credit lines from financial institutions. The Company is trying to increase export volume to take advantage of weak Thai Baht.

2. I would like the management to explain regarding the auditor's opinion in the latest financial statements that the auditor may have a difference of opinion on the details of the numbers in the financial statements causing the auditors to be concerned in examining such information or facts.

Answer: The auditor's opinion on page 155 of the Integrated Annual Report states that "my opinion on the consolidated and separate financial statements does not cover the other information and I will not express any form of assurance conclusion thereon." This statement implies that the auditor's opinion is on the financial statements including the notes thereon and does not cover the other information given in the Integrated Annual Report. This is a standard statement used in all audit reports. The auditor has expressed an unqualified opinion on the financial statements and does not have any adverse comment thereon.

3. Is the increase in inventory due to higher quantities or higher prices? What is the risk from such high inventory and what is the Company's strategy to manage the same?

Answer: The inventory in Mar'22 end was higher by 986 Mn THB as compared to Mar'21 from the increased price of finished goods and metallic. In terms of volume, the quantity was lower at end-Mar'22 as compared to the previous year. In number of days' term, it was at 45 days at end-Mar'22 compared to 48 days end-Mar'21. The company continues to monitor working capital closely.

4. Will the impairment of MBF be approximately 81 million baht annually until its value becomes zero? If the assets are dismantled and cut off, will they be sold as scrap?

Answer: The Mini Blast Furnace assets were mothballed since 2011 and the management decided to dispose the MBF machinery, equipment and its spare parts. The success has been limited with worldwide interruption from Covid in last 2.5 years and ageing machinery. The value of the MBF assets, classified as "Idle assets held-for-sale" in the balance sheet, reflects the expected realizable value of the assets evaluated by an independent external valuer. The valuation is done every year and any shortfall in the realizable value over the carrying value of the asset is recognized as impairment charge in the Profit & Loss account.

During the year ended 31 March 2022, the Company has recognized an impairment charge on MBF of 81 Mn THB as against 117 Mn THB recognized in FY 2021.

5. What would be the saving in cost of power after the solar rooftop system was installed? Has it achieved the plan that was initially estimated?

Answer: The Company installed 1.4 MWp on factory rooftop 3 years ago. Another 11.8 MWp is expected to get completed by Oct'22. It got delayed by a few months due to shortage of electronic components worldwide. Expected saving from the combined system will be 25 Mn THB / year along with using green energy which is good for the society.

6. What is difference of higher steel prices last year from the limitation of production and lower exports by China and this year from the Russia-Ukraine conflict? Does both the factors impact to the Company in the same way or differently?

Answer: Steel prices went down in 2020 from Covid related lockdowns around the world. The prices started improving in early 2021 from pent up demand as vaccinations started and lockdown restrictions were removed. Another reason was that many governments undertook stimulus measures to support the economy post Covid.

As far as China is concerned, there is a major restructuring happening in the steel industry there. Chinese government has set a task to move to lower CO_2 emission steel industry that will mostly service domestic industry. This is good news for steel industry as Chinese companies are expected not to dump steel in export markets. There was positive impact of this in 2021 in terms of global steel prices. The view on the impact of Russia-Ukraine conflict has been shared in the 1st question.

Chairman thanked the shareholders for sending the questions and reported that the Company has answered all the questions it had received in advance. On behalf of the Board of Directors of Tata Steel (Thailand) Public Company Limited, he thanked each and every shareholder for devoting their time to attend the meeting and approving the proposals submitted by the Board of Directors. He then proposed to close the meeting.

The meeting was adjourned at 10:50 hours.

(Mr. Peeyush Gupta) Chairman of the Meeting





1. MR. ALAN KAM

Position	 Independen 	t Director	
Position		the Audit & Risk Review Committee	
		the Corporate Governance, Nomination	8
		on Committee	
Age	66 years		
Nationality	Thai		
Education / Training	Education		
	 MBA, Finan 	ce,	
	University o	of Denver, USA	
	 BSBA, Finan 	ce,	
	University o	f Denver, USA	
	Training		
		hittee for Global / MNC Directors 2004,	
		siness School, USA	
Seminar of Institute of	 Chairman For 		
Directors (IOD)	 Director For Strategic Bo 	um 2021 ard Master Class (SBM 3/2018)	
	-	Chairman Program (RCP 2017)	
		overnance for Capital Market Intermedi	aries Class (CGI 0/2014)
		ed Director Course (CDC 2/2008)	
	Chartered DFaculty Facil	irector 2008 itator 2007	
		ate Social Responsibility Program (CSR 1/	(2006)
		tification Program (DCP 39/2004)	
	 Fellow Mem 	ber 2004	
Other current positions	Year	Position	Company
	2021 – Present	Executive Director	Pipatanasin Co., Ltd.
	2021 – Present	Director	Mechai Viravaidya Foundation
	2021 – Present	Director	Operation Smile (Thailand) Foundation
	2017 – Present	Director	Thanakorn Vegetable Oil Products Co. Ltd.
	2016 – Present	Chairman of the Board of Directors	Ticketmelon Company Limited
	2015 – Present	Director	Cal-Comp Holdings (Brazil) S.A.
	2013 – Present	Director, Independent Director and	Mega LifeSciences Plc.*
		Chairman of the Audit Committee	
	2000 Durant		
	2000 – Present	Independent Director and Chairman	Cal-Comp Electronics (Thailand) Plc.*
		of the Audit Committee	
	Listed companie	s in Thailand	
	Listed companie Mega LifeS	s in Thailand ciences Public Co., Ltd.	
	 Mega LifeS 		
	Mega LifeSCal-Comp I	ciences Public Co., Ltd. Electronics (Thailand) Public Co., Ltd.	
	Mega LifeS Cal-Comp I Non-listed Comp	ciences Public Co., Ltd. Electronics (Thailand) Public Co., Ltd. Panies in Thailand	
	 Mega LifeS Cal-Comp I Non-listed Comp Thanakorn 	ciences Public Co., Ltd. Electronics (Thailand) Public Co., Ltd. vanies in Thailand Vegetable Oil Products Co. Ltd.	
	 Mega LifeS Cal-Comp I Non-listed Comp Thanakorn Ticketmelo 	ciences Public Co., Ltd. Electronics (Thailand) Public Co., Ltd. Manies in Thailand Vegetable Oil Products Co. Ltd. In Company Limited	
	 Mega LifeS Cal-Comp I Non-listed Comp Thanakorn Ticketmelo Pipatanasin 	ciences Public Co., Ltd. Electronics (Thailand) Public Co., Ltd. Manies in Thailand Vegetable Oil Products Co. Ltd. In Company Limited	
	 Mega LifeS Cal-Comp I Non-listed Comp Thanakorn Ticketmelo Pipatanasin 	ciences Public Co., Ltd. Electronics (Thailand) Public Co., Ltd. Panies in Thailand Vegetable Oil Products Co. Ltd. In Company Limited In Co., Ltd.	

Previous experiences	Year	Position		Со	mpany	
	-	-			-	
No. of shares held ⁽¹⁾	Tata Ste	eel (Thailand) Plc.	Af	filiated Companie	25	
(As of March 31, 2023)		- None -	- None -			
Attendance / Arrangement of			<u>2022-2023</u>	2021-2022	<u>2020-2021</u>	
the meetings (Times)						
	Board of Directors Meeting		6/7	6/6	6/6	
	General Meeting of Shareholders		Could not attend	1/1	1/1	
Terms / years of holding a						
directorship in TSTH	6 years (July 8, 2017	– July 18, 2023)				
Prohibited qualifications						
relating in the field of :						
The criminal case and						
verdict incurred from the						
property/ asset		- N	None -			
misconduct. Connected transaction						
triggering the conflict of interest of the Company in						
the previous year.						

Remarks: ⁽¹⁾ The number included Spouse and Minor child

2. MR. THAEVAN UTHAIVATH

Position Age	Sustainability Con Member of the A 62 years	Corporate Social Responsi			
Nationality	Thai				
Education / Training Seminar of Institute of Directors (IOD)	 National Institute Master of Public a National Institute Master of Public A University of Texa Master of Art in P Midwestern State Bachelor of Law, Thammasat Unive Training Anti-Corruption St Office of the Natio Executive Training Office of the Judio Corporate Govern Chartered Director Director Certificat 	 Master of Arts in Social Development (Honors), National Institute of Development and Administration (NIDA) Master of Public and Private Management, National Institute of Development and Administration (NIDA) Master of Public Affairs, University of Texas at Dallas, USA Master of Art in Public Management Midwestern State University, USA Bachelor of Law, Thammasat University Training Anti-Corruption Strategic Management for Senior Executive (Batch 14), Office of the National Anti-Corruption Commission Executive Training on Justice Administration (Batch 19), Office of the Judiciary Corporate Governance for Executives (CGE 6/2016) Chartered Director Certification (CDC 9/2015) 			
		n Program (ACP 43/2013)			
Other current positions	Year 2019 – Present 2014 – Present 1994 – Present	Position Director Director Director	LivaNova (Thailand) Ltd. Saint Honore (Bangkok) Co., Ltd. Surint Omya Chemicals (Thailand) Co., Ltd.		
	Listed companies in Thailand - None -				
	 Non-listed Companie LivaNova (Thailand Saint Honore (Ban Surint Omya Chen 	d) Ltd.			
	Competitor Compani - None -	es or business related to	TSTH		

Previous experiences	Year	Position			Compar	ıy
	2010 - 2019	Independent Director, Member of the Audit Committee and Member of Remuneration Committee			ional Plc.	
No. of shares held ⁽¹⁾	Tata Ste	el (Thailand) Plc.		Α	ffiliated Compani	es
(As of March 31, 2023)		- None - Vone -				
Attendance / Arrangement of			2022-2	2023	<u>2021-2022</u>	<u>2020-2021</u>
the meetings (Times)	·					
	Board of Directors Meeting		2/7	1	-	-
	General Meeting of Sh	nareholders	-		-	-
Terms / years of holding a						
directorship in TSTH	7 months (December 2	27, 2022 – July 18, 2023)				
Prohibited qualifications						
relating in the field of :						
 The criminal case and verdict incurred from the 						
property/ asset						
misconduct.		- N	one -			
 Connected transaction 						
triggering the conflict of						
interest of the Company in						
the previous year.						

Remarks: ⁽¹⁾ *The number included Spouse and Minor child*

3. MR. RAJIV MANGAL

Position	Member of the of Sustainability Constrainability Con	Executive Committee Corporate Social Responsibility & ommittee	
Nationality	Indian		
Education / Training	University of Ro Post Graduate D Xavier School of Training The Global Adva AIMA in associa TMTC Program of The University of Advance Manag	neering (Metallurgy) (Honors), orkee, India biploma in Business Management (PGDBM), ^T Management, Jamshedpur, India ince Management Programme 2022, tion with UC Berkeley Silicon Valley, U.S.A. on Understanding Public Policy for Business, of Chicago, Harris School of Public Policy ement Program CEDEP (INSEAD, France) ip Development Programme, India/UK	
Seminar of Institute of Directors (IOD)	Director Certific	ation Program (DCP : 230/2016)	
Other current positions	Year	Position	Company
	2023 – Present	Vice President – Safety, Health & Sustainability	Tata Steel Limited
	Listed companies in - None -	Thailand	
	Non-listed Companie - None -	ies in Thailand	
	Competitor Compar - None -	nies or business related to TSTH	

Previous experiences	Year	Position			Compar	ıy
	2013 – 2022	President & CEO		Tata St	teel (Thailand) Plc.	
		Chairman		Tata St	teel Manufacturin	g (Thailand) Plc.
	2018 – 2021	Director	NatSteel Holdings Pte. Ltd.			td.
	2013 – 2020	Chairman The Siam Construction Steel			teel Co.,Ltd.	
				The Sia	am Iron and Steel	(2001) Co. <i>,</i> Ltd.
	2010 – 2013	Executive-in Charge, Tubes SBL	J	Tata Si	teel Limited	
	2005 – 2010	Chief, Wire Division Chief of Marketing & Sales Chief Technical Services	Tata Steel Limited			
No. of shares held ⁽¹⁾	Tata Ste	el (Thailand) Plc.		Affiliated Companies		
(As of March 31, 2023)		- None None -				
Attendance / Arrangement of			2022-2	023	2021-2022	2020-2021
the meetings (Times)						
	Board of Directors Me	eeting	7/7	,	6/6	6/6
	General Meeting of Sł	nareholders	1/1		1/1	1/1
Terms / years of holding a						
directorship in TSTH	9 years (December 1,	2013 – July 18, 2023)				
Prohibited qualifications						
relating in the field of :						
The criminal case and						
verdict incurred from the						
property/ asset misconduct.		- No	one -			
Connected transaction						
triggering the conflict of						
interest of the Company in						
the previous year.						

Remarks: ⁽¹⁾ The number included Spouse and Minor child



Guidelines and Criteria for Selection of Directors

The Corporate Governance, Nomination & Remuneration Committee reviews the candidates to serve as Directors or Independent Directors on the Board before being nominated for the consideration of the Board of Directors. Guidelines and criteria approved by the Board of Directors are as follows:

- Qualified and not possessing any of the forbidding characteristics according to the Articles of Association of the Company and the stipulations of the Public Company Limited Act and the Stock Exchange of Thailand.
- Having a diversity of backgrounds and skills, knowledge, capabilities, and experience to make a significant contribution to the Company and possessing leadership, broad vision, ethical judgment, transparent career profile, and ability to express opinions independently.
- 3. Having time available for meetings so as to keep track of the Company's business operation and serving as director in an appropriate number of companies.
- 4. Not being Directors, management, shareholders, or partners with significant shareholding in companies undertaking similar or competitive businesses or businesses which may lead to conflicts of interest with the Company.
- 5. For the President position, a candidate will be selected based on his/ her previous performance and potential.

COMPANY'S ARTICLES OF ASSOCIATION RELATING TO THE GENERAL MEETING OF SHAREHOLDERS

The 22nd Annual General Meeting of Shareholders To be held on Tuesday, July 18, 2023, 09:00 hours **Through Electronics Meeting Method (e-AGM)**

① CHAPTER 2 : Shares and Shareholders

5. The voting rights of the preferred shares are the same as those of the ordinary shares.

② CHAPTER 5 : Directors

16. The Company's Board of Directors shall consist of not less than five (5) persons but not more than fourteen (14) persons, with three (3), as the minimum, being Independent Directors, and not less than half of all the Directors shall reside within Thailand.

The Independent Directors shall have the qualifications and shall not have prohibited characteristics as provided in the securities and exchange law.

18. All the Directors shall be elected by Shareholder Meetings in accordance with the following rules and procedures:

- (a) One shareholder shall have votes equal to the number of shares held.
- (b) In electing the Directors, the method of voting used may be to vote on candidate by candidate or several candidates together, whichever the Shareholder Meeting finds appropriate, but in voting to pass a resolution, the shareholders shall vote using all the votes under (a) which cannot be divided for any person or group to any extent at all.
- (c) Voting for election of the Directors shall be by a majority of votes. In the case of equality of vote, the presiding Chairman shall have an additional casting vote.

19. The term of each Director shall be three (3) years, provided that at every annual ordinary meeting of shareholders, one-third (1/3) of the Directors shall retire. If the number of Directors is not a multiple of three, the number of Directors closest to one-third (1/3) of the total number of Directors shall retire.

A Director who vacates his office may be re-elected.

The Directors shall agree among themselves as to the order of their retirement from the office in accordance with the prior paragraph.

20. Other than for vacancy by rotation, a Director shall vacate office upon:

- (a) death;
- (b) resignation;
- (c) having a lack of qualifications or having prohibited characteristic under the law on public limited companies and the law governing securities and exchange;
- (d) being removed by a resolution of the Shareholder Meeting under Clause 22; and
- (e) being removed by a court order.

21. Any Director who will resign from the directorship shall submit a resignation letter to the Company and the resignation shall be effective from the date the letter of resignation arrived the Company.

The Directors who resigned under the first paragraph may notify the registrar of such resignation.

22. The Shareholder Meeting may pass a resolution to remove any Director from office prior to retirement by rotation, by a vote of not less than three-quarters (3/4) of the number of shareholders attending the Meeting and having the right to vote and the shares held by them shall, in aggregate, be not less than one half of the number of shareholders attending the Meeting and having the right to vote.

24. A Director needs not to be a shareholder in the Company.

25. A Director is entitled to receive remuneration as fixed by a Shareholder Meeting by a vote of not less than two-thirds (2/3) of all votes of the shareholders attending the Meeting. In this regard, the remuneration may be fixed at a definite amount or prescribed by specific rules and determined from time to time or shall continue to be valid until changed is passed by resolution of the shareholders. Additionally, a Director is entitled to received allowances and any benefits in accordance with the Company's rules.

The contents in the first paragraph shall in no way impact the staff or employees of the Company so appointed as Directors in receiving remuneration and benefits as staff or employees of the Company.

31. No Director shall operate any business which has the same nature as and is in competition with the business of the Company or become a partner in an ordinary partnership or become a partner with unlimited liability in a limited partnership or become a Director of any private or public companies operating businesses of a same nature as and is in competition with the business of the Company, unless he or she notifies the Shareholder Meeting prior to the resolution is adopted for his or her appointment.

③ CHAPTER 6 : Shareholder Meeting

35. The Board of Directors shall arrange an annual general meeting of shareholders to be held within four (4) months from the last day of the financial year of the Company.

All other Shareholder Meeting shall be called extraordinary general meetings. The Board of Directors may call such meeting at any time the Board considers it expedient to do so.

Shareholders holding shares amounting to not less than one-fifth (1/5), of the total number of shares sold or shareholders numbering not less than twenty-five (25) persons, holding shares amounting to not less than one-tenth (1/10) of the total number of shares sold, may submit their names in a request directing the Board of Directors to call an extraordinary general meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. The Board of Directors shall call a Shareholder Meeting to be held within one (1) month of the date of receipt of such request from the said shareholders.

36. In convening Shareholder Meetings, the Board of Directors shall prepare notice of such meeting specifying the place, date, time, agenda and the matters to be submitted to the meeting together with appropriate details stating clearly whether they will be for acknowledgment, for approval or for consideration, including the opinions of the Board of Directors on the said matters and shall send the same to the shareholders and the registrar for their information not less than seven (7) days prior to the meeting. Publication of the meeting notice shall also be made in a newspaper for three (3) consecutive days no less than three (3) days prior to the meeting.

The place of the meeting shall be in the province in which the head office of the Company is located or such other venue as specified by the Board of Directors.

37. At the Shareholder Meeting, there shall be not less than twenty five (25) shareholders and proxies (if any) attending the meeting or not less than one half of the total number of shareholders holding shares altogether amount of not less than one-third (1/3) of the total number of issued shares to constitute a quorum.

If after one (1) hour from the time scheduled for the Shareholder Meeting, the number of shareholders present is insufficient to form a quorum as specified, should such Shareholder Meeting has been convened at the request of shareholders, it shall be canceled. If such Shareholder Meeting was not convened at the request of shareholders, the meeting shall be called again and, in this latter case, notice calling for the meeting shall be sent to shareholders no less than seven (7) days before the date of the meeting. In the latter meeting, a quorum is not compulsory.

38. The Chairman of the Board of Directors shall be the Chairman of Shareholder Meetings. In case the Chairman of the Board is not present at the meeting or cannot perform his/ her duties, the Vice-Chairman will be the Chairman of the meeting. If there is no such Vice-Chairman or the Vice-Chairman cannot perform his duty, the shareholders present at the meeting may elect one of the shareholders to be chairman of such meeting.

39. The resolution of the Shareholder Meeting shall be passed in the following manners:-

- (1) In an ordinary event, a majority vote of shareholders who attend the meeting and are entitled to vote which shall count one vote for each share. In case of a tie vote, the Chairman of the meeting shall have a casting vote.
- (2) In the following events, a vote of not less than three-fourths (3/4) of the total votes of shareholders who attend the meeting and are entitled to vote which shall count one vote for each share:
 - (a) the sale or transfer of the whole or the substantial part of the Company's business to any other person;
 - (b) the purchase or acceptance of any transfer of the business of other public or private companies;
 - (c) the entering into, alteration or termination of any agreement concerning the lease, in whole or in substantial part, of the Company's business, the assignment to any person for the management of the Company's business, or the merger with any other person for the purpose of profit and loss sharing;
 - (d) the amendment of the Memorandum of Association or Articles of Association of the Company;
 - (e) the increasing or reduction of the Company's registered capital;
 - (f) the issuance of preferred shares, debentures, secured debentures, convertible debentures, warrants, or any other securities which can legally be issued;
 - (g) the dissolution of the Company; and
 - (h) to merge/ amalgamate the Company with another company.
- 40. Annual Ordinary General Meeting shall be convened for the purposes of:
 - (1) Resolving the report of the Board of Directors covering work done during the previous period;
 - (2) Resolving and considering the balance sheet and the statements of income;
 - (3) Resolving the appropriation of profits and declaration of dividends;
 - (4) Resolving election of Directors and determine the Directors' remuneration;
 - (5) Resolving appointment of an auditor and fixing auditor's fee; and
 - (6) Other business.

④ CHAPTER 7 : Accounts, Finances and Audits

43. The Board of Directors shall prepare the balance sheet and statements of income as of the end of the financial year and shall submit to the annual general meeting of shareholders for approval. The Board of Directors shall procure that the balance sheet and statements of income be audited by the auditor before submission to the Shareholder Meeting.

44. The Board of Directors shall forward the following documents to the shareholders together with the notice of the Annual General Meeting:

- (1) Copies of audited balance sheet and statements of income together with the auditor's report; and
- (2) Annual report of the Board of Directors and supporting documents thereto.

45. Dividends shall not be paid other than out of profits. If the Company has an accumulated loss, no dividend shall be distributed.

Dividends shall be distributed according to the number of shares equally.

The Board of Directors may pay interim dividends to the shareholders from time to time as appears to be justified by the profits of the Company. After the dividends have been paid, such payment of dividends shall be reported to the shareholders at the next shareholder meeting.

Payment of dividends shall be made within one (1) month of the date of the resolution of the Shareholder Meeting or of the meeting of the Board of Directors, as the case may be. A shareholder shall be notified in writing of such payment of dividends, and the notice shall also be published for three (3) consecutive days in the newspaper.

46. The Company shall allocate not less than five (5) percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten (10) percent of the registered capital.

47. The Company's Directors, staff, employees or any persons, holding any position in the Company, shall not be appointed to be the Company's auditor.

49. The auditor shall attend every shareholder meeting which is to consider the balance sheet, statements of income, and any problem regarding the Company's accounts in order to explain any matters concerning his audit to the shareholders. The Company shall also deliver to the auditor all the reports and documents of the Company which the shareholders are entitled to receive at such meeting.

Tata Steel (Thailand) Public Company Limited

STATEMENT OF PROXY PROCEDURES, ATTENDANCE REGISTRATION, DOCUMENTATION REQUIREMENT AND VOTE CAST

The 22nd Annual General Meeting of Shareholders

To be held on Tuesday, July 18, 2023, 09:00 hours <u>Through Electronics Meeting Method (e-AGM)</u>

① Proxy procedures

The Company has enclosed with this document 3 different forms of Proxy as outlined by the Department of Business Development as follows:

- **Form A** A general, simple, and uncomplicated form of Proxy.
- Form B Voting is clearly and definitely specified.

Form C For foreign investors who have appointed Custodian in Thailand as their trustee.

(Form C is attached for Foreign Shareholders only)

A shareholder may appoint a proxy to attend and vote at the e-AGM on his/her behalf by proceeding with the following instructions:

- (1) Use **only one** of the enclosed proxy forms.
 - In case a foreign shareholder appoints Custodian in Thailand to be his/her/its trustee, a proxy to be used is Form A or Form B or Form C, only one form.
 - Apart from the case as above, the shareholder can use Form A or Form B, only one form.
- (2) Grant proxy to a person as he/she wishes or assigns a proxy to a nominated Independent Director. The shareholder is required to specify the name and details of his/her proxy or places a tick adjacent to the name of the Independent Director to whom he or she wishes to grant proxy to attend the Meeting. <u>Two of the Independent Directors, namely Mr. Alan Kam and Mr. Thaevan Uthaivath have interest in Agenda 5, Re: To consider and approve the re-election of Directors who retire by rotation.</u>

In this regard, a shareholder may not be split for more than one proxy in order to separate the votes and must authorize only one proxy with the equal amount of shares held by such shareholder except the foreign shareholder existing in the registered book and appointing Custodian in Thailand to be his/her/its trustee following the Proxy Form C only.

Any shareholders preparing Proxy A or B according to the Department of Business Development, Re: Set of the Proxies (No. 5) B.E. 2550 can use such proxy for this Shareholder Meeting.

Please return the proxy to the Corporate Secretary Office for the Company staff to complete the review of the proxy and attached documents prior to the time for the Meeting by **Tuesday, July 11, 2023**.

The Company may facilitate the duty stamp for the proxy attending the Meeting.

② Attendance registration

For shareholders who wish to attend the e-AGM, kindly choose **only one** registration channel as follow;

2.1 Submit the document as shown in Attachment No.6 for verification the right of e-AGM attendance in the Pre-Registration system. You can click the Link or scan QR Code for access the system.

https://tsth.fogus.vc/registration/



The system will be opened from **3 to 14 July 2023**, please strictly follow the manual specified in the system.

OR

2.2 Fill the e-AGM Registration Form attached to these Guidelines. Please ensure that you clearly provide your **email address and mobile number** which will be used for the registration together with the required identification documents for verification the right of e-AGM attendance. Please also send the e-AGM Registration Form along with the required documents to the Company by **Tuesday**, **July 11**, **2023** to the following address:

cso@tatasteelthailand.com, or

By registered mail: Corporate Secretary Office, Rasa Tower 2, 20th Floor,
 555 Phaholyothin Road, Chatuchak,
 Bangkok 10900 Thailand

After the Company received documents outlined above, the Company

will undertake a verification process to confirm the shareholders' right to attend the Meeting. Once verification is complete, the Company will send an email containing the Username and Password along with the Weblink to attend the e-AGM. Please do not share the Username and Password with anyone. In case you lose the Username and Password, or do not receive username and password, please contact the Company immediately before **Friday, July 14, 2023**.

The email with the username and password will also include detailed instructions which we advise you to read prior to start of the meeting. You will be allowed to Login and join the e-AGM 60 minutes before the meeting time while the broadcasting will commence at the meeting time only.

You will have the option to vote "Approve", "Disapprove" or "Abstain" for each agenda item. If you do not cast your vote for a particular agenda item, the system will automatically count your vote as "Approve".

Should you face any technical problems with the e-AGM system before or during the meeting, please contact the Company's e-AGM platform provider showing in the email with the username and password.

③ Documentation requirement for meeting attendance

Attendees are required to present the following documents (as the case may be) before attending the Meeting:

3.1 Natural persons

3.1.1 In case a shareholder attends e-AGM himself / herself

Valid identification documents showing shareholder's photo issued by government authorities, e.g., citizen identification card, civil servant identification card, driver's license, or passport. Supporting evidence shall be presented in case of change of first name or last name.

3.1.2 In case a shareholder assigns his/her proxy to attend e-AGM

- Proxy as attached to the Notice of the Meeting or Proxy form A or B according to the Department of Business Development, Re: Set of the Proxies (No. 5) B.E. 2550 (one form only) completely and duly filled in and jointly signed by the grantor and the proxy.
- (2) The shareholder's copies of documents specified in Clause 3.1.1, certified true and correct by the shareholder.
- (3) The proxy's documents specified in Clause 3.1.1.

3.2 Juristic persons

3.2.1 In case a juristic shareholder's duly authorized attorney attends e-AGM himself / herself

- (1) The duly authorized attorney's documents issued by government authorities as applied to the case of natural persons in Clause 3.1.1.
- (2) The juristic shareholder's Certificate of Incorporation certified a true and correct copy by the duly authorized attorney, with the wording authorizing the attendee to act on behalf of the juristic shareholder.

3.2.2 In case a juristic shareholder assigns its proxy to attend e-AGM

- (1) Proxy as attached to the Notice of the Meeting or Proxy form A or B according to the Department of Business Development, Re: Set of the Proxies (No. 5) B.E. 2550 (one form only) completely and duly filled in and jointly signed by the grantor and the proxy.
- (2) The juristic shareholder's Certificate of Incorporation, certified a true and correct copy by Notary Public.
- (3) The certified true and correct copies of documents of the duly authorized attorney, who is the grantor, issued by government authorities, according to the Clause 3.1.1.
- (4) The proxy's documents issued by government authorities as applied to the case of natural persons in Clause 3.1.1.

3.2.3 Foreign nationals or juristic persons established under foreign laws

(1) The same documents as 3.1 or 3.2, in addition, any documents in foreign languages other than English shall be attached with the English translation certified as true and correct copy by the shareholder or the duly authorized attorney of such juristic shareholder. In case shareholder is a juristic person, the Certificate of Incorporation issued by the government authority where such juristic person is located or by officer of such juristic person may be presented. However, details such as name, authorized signatory to bind, conditions and authority limitation and location of Head Office must be included in such Certificate.

- (2) In case granting to Custodian for signature in the proxy, the additional evidences required are as follows:
 - (2.1) Letter of Attorney from shareholder that empowered custodian to sign in Proxy Form.
 - (2.2) Confirmation letter that authorized person is granted to operate the custodian business.

④ Vote casting

4.1 Vote casting laws and rules

- (1) Vote shall be cast by online voting using e-AGM platform with the option to "Approve", "Disapprove" or "Abstain" for each agenda item of one share eligible for one vote.
- (2) In case of vote by Proxy, the proxy shall cast the vote according to the grantor's instructions specified in the Proxy only. Where no choice is specified or clearly specified by the grantor or there is any agenda considered in the meeting other than those specified above, or any change or amendment to any facts, the Proxy shall be authorized to consider the matters and vote on behalf as the Proxy deems appropriate.
- (3) Resolutions of the Meeting shall comprise the following votes:
 - For ordinary matters: the majority of the votes cast at the Meeting shall form the resolution.
 - For matters required otherwise by laws or the Company's Articles of Association, such requirements shall prevail. The Chairman of the Meeting or who is assigned by the Chairman shall notify as such to the Meeting prior to the vote casting on such agenda item.
- (4) In case of equality of votes, the Chairman of the Meeting shall have a casting vote.
- (5) A shareholder or proxy having special interest in any matter shall not give his/her vote on such matter. The Chairman of the Meeting may request such

shareholder or proxy to leave the Meeting temporarily during consideration of such matter.

(6) A poll may be demanded upon the request made by no less than 5 shareholders present in the Meeting and upon the resolution of the Meeting. The Chairman of the Meeting shall determine the method to vote on such poll and inform the Meeting of the applied method before conducting the poll.

4.2 Vote-casting process

The Chairman of the Meeting or who is assigned by the Chairman shall propose to the shareholders a vote casting using online e-AGM platform. Shareholders can vote "Approve", "Disapprove" or "Abstain" when Chairman calls for voting or any time after login until such agenda is open. Once Agenda is closed shareholders cannot change vote.

(1) In case a shareholder attends e-AGM himself / herself

Shareholders can vote "Approve", "Disapprove" or "Abstain" when Chairman calls for voting or any time after login until such agenda is open. Once Agenda is closed shareholders cannot change vote.

(2) In case a shareholder assigns his/her proxy to attend the meeting

- a. The shareholder's vote of each agenda in the proxy proposed using proxy form B or C to the Company in advance as specified in item 1, proxy procedures. Votes cast in this case will be pre-recorded in the e-AGM platform.
- b. In case of proxy form A by the grantor, or there is any agenda considered in the meeting other than those specified above, or any change or amendment to any facts, the proxy, in his/her sole discretion, shall consider matters and vote in the way he/she sees fit following the method in Clause 4.2 (1).

4.3 Vote Counting and result announcement

The Secretary to the Board of Directors shall inform the vote counting method prior to beginning of the Meeting. The vote in each agenda will be counted according to shareholder logged in e-AGM system and votes which are already pre-recorded sent using proxy forms B or C including proxy form A granted to independent directors. Vote result shall be announced upon the completion of consideration of each agenda by stating the total number of 'approve, disapprove, and abstain' votes.



PROXY (Form A)

Stamp Duty 20 Baht

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(with sim	ole and no	ot complicat	ted details)

egi	stration No. of	Shareholder		
			Issued at	
			Date	<u> </u>
)	I/We,		, Nationality	, residing at No.
	,	Road,		Sub-District,
		District,		
2) 3)	•	holder of Tata Steel (Thailand) ares which are entitled to cast _ point		•
	□ (1 [°])	, Age	years, residing at No.
		,,		
		District,		
			Independent Direct	

as only one of my/our Proxy to attend and vote on my/our behalf at the 22nd Annual General Meeting of Shareholders to be held on Tuesday, July 18, 2023, 09:00 hours, through Electronics Meeting Method (e-AGM).

Any action taken by the Proxy at the meeting shall be deemed as being done by me/us in all respects.

Signature.....The Grantor

(.....)

Signature.....The Proxy

(.....)

<u>Remarks</u>

A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on his/her/its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.

				(For	OXY m B) ecified the items)	Stamp Duty 20 Baht
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U			_			
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2)						d, holding a total number of
_)	-				d to cast	-
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q

Agenda	• •	prove the appropriation of 1, 2022 – March 31, 2023)	profits and dividend payment for the financial
□ (a)	The Proxy may consider all respects.	the matters and vote on m	y/our behalf as the Proxy deems appropriate in
🗆 (b)	The Proxy may consider	the matters and vote on m	y/our behalf as follows:
		Disapprove	□ Abstain
Agenda	5: To consider and ap	prove the re-election of	Directors who retire by rotation
□ (a)	The Proxy may consider all respects.	the matters and vote on n	ny/our behalf as the Proxy deems appropriate in
□ (b)	The Proxy may consider	the matters and vote on m	ny/our behalf as follows:
	□ Election of Directors a	as a whole	
		Disapprove	□ Abstain
	 Election of Directors b 1. Mr. Alan Kam 	by individual	
		Disapprove	□ Abstain
	2. Mr. Thaevan Uthaiva	ath	
		Disapprove	□ Abstain
	3. Mr. Rajiv Mangal		
		Disapprove	□ Abstain
Agenda	6: To consider and ap	prove the remuneration	of Directors for the financial year 2023-24
□ (a)	The Proxy may consider all respects.	the matters and vote on m	ny/our behalf as the Proxy deems appropriate in
□ (b)	The Proxy may consider	the matters and vote on m	y/our behalf as follows:
		Disapprove	□ Abstain
Agenda	7 : To consider and app	oint the auditors and fix t	he audit fee for the financial year 2023-24
□ (a)	The Proxy may consider all respects.	the matters and vote on m	y/our behalf as the Proxy deems appropriate in
□ (b)	The Proxy may consider	the matters and vote on m	y/our behalf as follows: □ Abstain
Agenda	a 8 : Other business (if ar	ıy)	
□ (a)	The Proxy may consider all respects.	the matters and vote on m	ny/our behalf as the Proxy deems appropriate in
□ (b)	The Proxy may consider	the matters and vote on m	y/our behalf as follows:
	— ·		

Approve	Disapprove	Abstain
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- (5) Any votes by the Proxy in any agenda not rendered in accordance with my/our intention specified herein shall be inaccurate and not be deemed as my/our votes as a shareholder.
- (6) If I/we do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matters and vote on my/our behalf as the Proxy deems appropriate.

Any action taken by the Proxy at the meeting shall, unless the Proxy cast the votes not in compliance with my/our intention specified herein is deemed as being done by me/us in all respects.

Signature.....The Grantor

(.....)

Signature......The Proxy

<u>Remarks</u>

A shareholder appointing a proxy must authorize only one proxy to attend the meeting and cast the votes on his/her/its behalf and the number of shares held by such a shareholder may not be split for more than one proxy in order to separate the votes.

Attachment to Proxy Form B

Authorization on behalf of a shareholder of Tata Steel (Thailand) Public Company Limited for the 22nd Annual General Meeting of Shareholders to be held on Tuesday, July 18, 2023, 09:00 hours, through Electronics Meeting Method (e-AGM).

(07.011)	•									
Agenda	Re:									
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	respects.									
🗆 (b)	The Proxy may c	onsider th	ne matters and vo	te on my/ou	beł	nalf as follow	/S:			
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			Disapprove							
			_							
	□ Approve		Disapprove			Abstain				

			PROXY (Form C) ns and use only for shareholders w inted Thailand custodian as their tr	
egi	stration No. of S	Shareholder		
			Issued at	
			Date	
)	I/We,		, Nationality	, residing at
	NU	, District,	Road, Province, Postal Code	Sub-District,
)	Being a Custo Public Compar	dian of	, a shareholder of Ta al number ofshares which	ta Steel (Thailand)
)	Do hereby app			
,			, Age ye	ears, residing at No.
		,	Road,	Sub-District,
		District,	Province, Postal Code	
	or 🗌 (2)			
6 0		residing at No. 555, Ra Bangkok 10900	ong, Independent Director asa Tower 2, Phaholyothin Road, Cha nd vote on my/our behalf at the 22	atuchak, Chatuchak,
eet	nly one of my/ ing of Share	residing at No. 555, Ra Bangkok 10900 /our Proxy to attend at	-	atuchak, Chatuchak,
eet	nly one of my/ ing of Share tronics Meeting	residing at No. 555, Ra Bangkok 10900 /our Proxy to attend an holders to be held o g Method (e-AGM).	asa Tower 2, Phaholyothin Road, Cha nd vote on my/our behalf at the 22	atuchak, Chatuchak, nd Annual General 0 hours, through
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Agenda 1 : To consider and adopt the Minutes of the 21 st Annual General Meeting of Shareholders dated July 21, 2022
□ (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in
 all respects. □ (b) The Proxy may consider the matters and vote on my/our behalf as follows:
□ Approve
Agenda 2 : To acknowledge the report on the Company's operational results for the financial year 2022-23, ended March 31, 2023
(This agenda is for acknowledgement, thus, it has not to be resolved by the shareholder meeting.)
Agenda 3 : To consider and approve the Financial Statements for the financial year 2022-23, ended March 31, 2023
□ (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
\Box (b) The Proxy may consider the matters and vote on my/our behalf as follows:
□ Approve
Agenda 4: To consider and approve the appropriation of profits and dividend payment for the financial year 2022-23 (April 1, 2022 – March 31, 2023)
□ (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
 □ (b) The Proxy may consider the matters and vote on my/our behalf as follows: □ Approve votes □ Disapprove votes □ Abstain votes
 Agenda 5: To consider and approve the re-election of Directors who retire by rotation (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
\Box (b) The Proxy may consider the matters and vote on my/our behalf as follows:
 □ Election of Directors as a whole □ Approve
 Election of Directors by individual 1. Mr. Alan Kam
□ Approve votes □ Disapprove votes □ Abstain votes
2. Mr. Thaevan Uthaivath □ Approve
3. Mr. Rajiv Mangal □ Approve
Agenda 6: To consider and approve the remuneration of Directors for the financial year 2023-24
□ (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
□ (b) The Proxy may consider the matters and vote on my/our behalf as follows:
□ Approve votes □ Disapprove votes □ Abstain votes

Agenda 7 : To consider and appoint the auditors and fix the audit fee for the financial year 2023-24

- □ (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- \Box (b) The Proxy may consider the matters and vote on my/our behalf as follows:
- □ Approve votes □ Disapprove votes □ Abstain votes

Agenda 8 : Other business (if any)

- □ (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects.
- \Box (b) The Proxy may consider the matters and vote on my/our behalf as follows:
- □ Approve votes □ Disapprove votes □ Abstain votes
- (6) Any votes by the Proxy in any agenda not rendered in accordance with my/our intention specified herein shall be inaccurate and not be deemed as my/our votes as a shareholder.
- (7) If I/we do not specify or clearly specify my/our intention to vote in any agenda, or if there is any agenda considered in the meeting other than those specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matters and vote on my/our behalf as the Proxy deems appropriate.

Any action taken by the Proxy at the meeting shall, unless the Proxy cast the votes not in compliance with my/our intention specified herein, be deemed as being done by me/us in all respects.

Signature.....The Grantor (.....)

Signature......The Proxy (.....)

Remarks:

- 1. This proxy Form C is only used for the foreign shareholder, as appeared in the register, who has appointed Custodian in Thailand to be his/her trustee.
- 2. Evidences required to be enclosed with Proxy Form C are
 - (1) Letter of Attorney from shareholder that empowered custodian to sign in Proxy Form.
 - (2) Confirmation letter that authorized person is granted to operate the custodian business.
- 3. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.
- 4. The members of the Board of Directors may be appointed in the agenda of appointment and election of the directors either as a whole or by individual.
- 5. If the matters to be considered are more than those specified above, the grantor may apply the Annex to Proxy Form C as attached.

Attachment to Proxy Form C

Authorization on behalf of a shareholder of Tata Steel (Thailand) Public Company Limited for the 22nd Annual General Meeting of Shareholders to be held on Tuesday, July 18, 2023, 09:00 hours, through Electronics Meeting Method (e-AGM).

Age	nda	Re:							
□ (a	a)	The Proxy may	consider	the	matters and vote	on my/our behalf	as the F	Proxy deems	appropriate in all
		respects.							
□ (t)	The Proxy may o	consider th	he m	atters and vote on	my/our behalf as fo	llows:		
	Appr	ove	votes		Disapprove	votes		Abstain	votes
Age	nda	Re:							
						on my/our behalf		Proxy deems	appropriate in all
		respects.				-		-	
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,	,	respects.				,		5	
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						on my/our behalf			appropriate in all
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□ (t))		consider th	he m	atters and vote on	my/our behalf as fo	llows:		
•						votes		Abstain	votes
						on my/our behalf			appropriate in all
	a)	respects.	CONSIDER	uie		on my/our benan		TOXy deems	
□ (t))	The Proxy may o	consider th	he m	atters and vote on	my/our behalf as fo	llows:		
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	Appr	ove	votes		Disapprove	votes		Abstain	votes
		Name							
	Appr	ove	votes		Disapprove	votes		Abstain	votes
	Appr					votes		Abstain	votes



e-AGM Registration Form

	Written at			
		Date	_ Month	Year
I/We		Nationa	llity	
Address No	Road	Sub-Dis	trict	
District	Province		_ Postal Code	e
E-mail		Mobile Pho	one	
being a shareholder of <u>Tata S</u>	Steel (Thailand) P	ublic Company Li	mited (The "	Company")
holding the total amount of		shares		

I/We hereby confirm that I/we would like to attend and vote on my/our behalf at the 22nd Annual General Meeting of Shareholders of the Company on Tuesday, July 18, 2023 at 09:00 hrs. by electronic means (e-AGM). Please send the Weblink for attending the e-AGM, username and password to my/our email address at _____

Signed	Shareholder
()
Signed	Witness
()

Important Note:

Please return this e-AGM Registration Form along with the required identification documents as showing in **attachment No. 6** for our verification of the shareholder's right to attend the e-AGM by **Tuesday, July 11, 2023** via email or mail to the following address:

- By e-mail: cso@tatasteelthailand.com OR
- By registered mail: Corporate Secretary Office, Rasa Tower 2, 20th Floor, 555 Phaholyothin Road, Chatuchak, Bangkok 10900 Thailand

	O RECEIVE INTEGRATE				
Dear Shareholders of Tata Steel (Thailand) Plc.					
The Company has prepared Integra E-Book and QR Code, replacing the					
natural resources and usage of pape	er as part of its commitment	t towards environment.			
	If you wish to receive a printed version of Integrated Annual Report (Form 56-1 One Report) 2022-23 of the Company, please fill in your name and address in this form and return to us as per details given below				
to enable us to deliver it to you in due o	course:				
Corporate Secretary	Office				
Tata Steel (Thailand)	Public Company Limited				
555, Rasa Tower 2, 20) th Floor,				
Phaholyothin Road, Ch	hatuchak, Bangkok 10900				
Somjai Jarukitcharoon,	/ Indrajaya Areephoemkul				
Tel: 66 (2) 937-1000 E	ext. 3210 / 3156				
Name of Shareholder(s) :					
Address for Shipping : Building		Floor			
MooRoad	Sub-District	District			
Province Posta	Il Code				
Telephone	Fax				
July 12, 2023 if your request form	is received by us by July 5, 2023.	l One Report) 2022-23 in printed format on			



CONSENT FORM

Dear Data Subject,

To comply with the Personal Data Protection Act B.E. 2562 (2019), Tata Steel (Thailand) Public Company Limited (the "**Company**"), would like to request consent from you, as a data subject, to process your personal data for the purpose(s) as set out below.

If you would like to give your consent for the below purpose(s), please indicate your intention by ticking $[\checkmark]$ at each box below.

The Company would like to inform you regarding collection of your personal data as per the Personal Data Protection Policy for Stakeholders in relation to Business Operations of Tata Steel (Thailand) Public Company Limited Group <u>https://www.tatasteelthailand.com</u>.

In this regard, if you would like to withdraw your consent given herein, you can contact the Company via contact channels as specified in the above Personal Data Protection Policy for Stakeholders in relation to Business Operations of Tata Steel (Thailand) Public Company Limited Group. However, such withdrawal of consent shall not affect the processing of personal data which had been completed prior to the withdrawal of consent.

For the Da	ata Subject				
		Date	Month	Year	
have read the Persor (Thailand)	on card number/Pa and understood the nal Data Protection	e purpose(s) of pro Policy for Stakehol nited Group. There	ders in relation to Bu	nal data as specified below and usiness Operations of Tata Steel nsent to the Company to process	
1.		enable the Company to collect and use my religion and/or blood type information as eared on the copy of my identification card for identity verification of the shareholders' eting attendance.			
	Ag	ree		☐ Not agree	
2.	information as ap Ministry of Comm	peared on the cop erce for preparatio	y of my identification n of shareholders' lis	my religion and/or blood type card to securities registrar, the t and supporting the issuance of change my personal data to the	

Agree

Not agree

)

Signed	 Data Subject
	-

(_____

QR CODE DOWNLOADING PROCEDURE

FOR INTEGRATED ANNUAL REPORT (FORM 56-1 ONE REPORT) YEAR 2022-23

For iOS System (iOS 11 and above)

- 1. Turn on the mobile camera.
- 2. Turn the mobile camera to the QR Code to scan it.
- 3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.
- **<u>Remark:</u>** If the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or Line.

For Android System

1. Open applications such as QR CODE READER, Facebook or Line.

For scanning the QR Code with Line application Open Line application and click on "Add friend" \rightarrow Choose "QR Code" \rightarrow Scan the QR Code

2. Scan the QR Code to access documents regarding the meeting.

