



Invitation

Annual General Meeting of 2022

M.C.S. Steel Public Co., Ltd. (MCS)

**On Thursday April 7th, 2022
at 10.30 a.m.**

Grand Ballroom Grand Hyatt Erawan Bangkok

Register Time start : 9.00 a.m.

For your convenience, Please bring the registration form with Barcode for registration

** Rights to Attend Meetings are reserved for representatives or shareholders of the company only **

**70 M.2 Changyai Bangsai Ayutthaya 13290
Tel : 089-9001217-8 , Fax : 035-372967-8**

March 14,2022

Subject : Invitation for The Annual General Meeting of shareholders 2022
To : Shareholders ;

Attachment

1. Minutes of Annual General Meeting of 2021 on April 7,2021
2. 56-1 One report of 2021 (QR code)
3. Profiles of Director who prefer to elect to be the directors
4. Articles of Association that related AGM meeting
5. Evidence to show the right call and counting of Votes Methodology
6. Profiles of directors to Appointment of Proxy
7. Proxy B
8. Map of Meeting location
9. Registration document (Barcode)
10. Guideline for attending the 2022 Annual General Meeting of Shareholders Regarding the pandemic of COVID-19

The Board of Directors' Meeting of M.C.S. Steel Public Company Limited (the “Company”) resolved to convene the Annual General Meeting of Shareholders 2022 on Thursday, 7 April 2022 at 10.30 hrs. at the Grand Ballroom , Grand Hyatt Erawan Bangkok to consider the matters according to the following agendas:

Agenda 1 To certify the minutes of the Annual General Meeting of Shareholders 2021 held on 7 April 2021 (Page 10-25)

Purpose, fact and reason The Company held the Annual General Meeting of Shareholders 2021 on 7 April 2021 and submitted the minutes of meeting to the Stock Exchange of Thailand within the period stipulated by the applicable law. The minutes of meeting has been published on the Company’s website (www.mcssteel.com). The copy of the minutes of the Annual General Meeting of Shareholders 2021 is provided in Enclosure 1.

Opinion of the Board of Directors The minutes of the Annual General Meeting of Shareholders 2021 held on 7 April 2021 has been accurately recorded and it is appropriate to propose for the Shareholders’ Meeting’s certify.

Resolution This agenda shall be passed by **a majority vote of shareholders** attending the Meeting and voting, excluding the shareholders abstaining from voting.

Agenda 2 To acknowledge the company ’operating results of 2021

Purpose, fact and reason The Company summarized the operating results and significant changes in the year 2021 in the 56-1 one report 2021 (QR Code) in Enclosure 2 that can download.

Opinion of the Board of Directors It is appropriate to report the Company’s operating results of 2021 to the General Meeting of Shareholders.

Resolution This agenda is for acknowledgement thus the vote is not required.

Agenda 3 To consider and approve the financial statements of the Company and its subsidiaries for the accounting period ending on 31 December 2021

Purpose, fact and reason Pursuant to Section 112 of the Public Limited Companies Act, B.E. 2535, and Clause 46 of the Articles of Association, it requires the Board of Directors to prepare the balance sheet and income statement as of the ending date of the Company's financial year to propose for an approval of the Annual General Meeting of Shareholders and appoint the auditor to complete auditing such balance sheet and income statement before proposing to the General Meeting of Shareholders. Therefore, the Company has to prepare the statement of financial position and statement of comprehensive income as of the ending date of the financial year of the Company and its subsidiaries that must be audited by the certified public accountant and certified by the Audit Committee before proposing for the Shareholders' Meeting's approval according to the following highlights.

Unit : Baht

| Details | Consolidated financial statements | | | |
|-------------------------------------|-----------------------------------|---------------|---------------|-------|
| | 31-Dec-21 | 31-Dec-20 | Different | % |
| Total income | 6,943,909,369 | 4,283,875,879 | 2,660,033,490 | 62.09 |
| Total expenses | 5,304,125,767 | 3,161,285,084 | 2,142,840,683 | 67.78 |
| Gross Profit | 2,938,220,202 | 1,602,748,795 | 1,335,471,407 | 83.32 |
| Profit (loss) Owners of the Company | 1,415,770,443 | 954,077,594 | 461,692,849 | 48.39 |
| Basic earnings per share | 2.97 | 2.00 | 0.97 | 48.50 |

Opinion of the Board of Directors It is appropriate to propose to the Shareholders' Meeting to approve the financial statements of the Company and its subsidiaries for the accounting period ending on 31 December 2021. The financial statements have been audited by the certified public accountant of KPMG Phoomchai Audit Co., Ltd. and certified by the Audit Committee. Details are provided in "Financial Statements" section of the 56-1 one report 2021 (QR Code) which is attached to this invitation letter in Enclosure 2.

Resolution This agenda shall be passed by **a majority vote of shareholders** attending the Meeting and voting, excluding the shareholders abstaining from voting.

Agenda 4 To consider and approve dividend payment and to acknowledge interim dividend payment

Purpose, fact and reason Pursuant to Section 115 of the Public Limited Companies Act, B.E. 2535, and Clause 48 of the Articles of Association, it stipulates no dividend shall be paid otherwise than out of profits. In case that the Company has incurred accumulated losses, no dividend shall be paid. The Board of Directors has the authority to approve interim dividend payment for the shareholders from time to time if the Company has reasonable profits for such payment. After such approval, the Board of Directors shall inform the shareholders in the next meeting.

The Company has the policy to pay dividend not less than 50% of net profit (separate financial statements) after taxes and legal reserves. However, the Company may determine dividend payment at the rate lower than specified above, depending on its operating results, financial status, liquidity and necessity of using working capital for its operations, business expansion and other factors concerning the Company's management.

Following the Company's performance in 2021, net profit based on the separate financial statements was 1,202.52 Million baht. Hence, it is appropriate to pay dividend for the year 2021 at 1.27 Baht per share. During 2021, the Company has made interim dividend payment to the shareholders at 0.77 Baht per share. Therefore, the remaining dividend payment is 0.50 Baht per share. The record Date to determine the name of shareholder who are entitled to receive the dividend on March 16,2022 . and the dividend payment will be paid on 5 May 2022.

| | Period | Payment Date | BOI | NON-BOI | Total |
|------------------|--------------------------|--------------|--------------|--------------|--------------|
| | | | Baht : Share | Baht : Share | Baht : Share |
| Interim Dividend | 6 Months (Jan-Jun 2021) | Sep15,2021 | 0.18 | 0.22 | 0.40 |
| Interim Dividend | 3 Months (Jul-Sep 2021) | Dec 9,2021 | 0.27 | 0.10 | 0.37 |
| Dividend | 12 Months (Jan-Dec 2021) | May 5,2022 | 0.40 | 0.10 | 0.50 |
| Total | | | 0.85 | 0.42 | 1.27 |

Individual shareholders may ask for dividend tax credit pursuant to the requirements stipulated in Section 47 bis of the Revenue Code for dividend payment in 2021 as follows:

- 1) Dividend of 0.42 Baht per share will be paid from the Company's taxable profit at the rate of 20% and the shareholder may ask for tax credit at the rate of 20/80 of the dividend.
- 2) Dividend of 0.85 Baht per share will be paid from the profit exempted from corporate income tax under the BOI's investment promotion and the shareholder may not ask for tax credit. There is no withholding tax for such dividend.

The Company has made dividend payment for the year 2019-2021 according to the following comparison:

| Details | 2021 (Proposed Year) | 2020 | 2019 |
|--|-------------------------|--------|--------|
| 1. Net profit in Separate Financial Statement (Million Baht) | 1,202.52 | 847.72 | 600.49 |
| 2. Dividend per share (Baht) | 1.27 | 1.00 | 0.65 |
| 3. Total of dividend payment (Million Baht) | 605.79 | 486.20 | 310.05 |
| 4. % of dividend per net profit | 50.38 | 56.27 | 51.63 |

Opinion of the Board of Directors The Board of Directors deemed appropriate to propose to the General Meeting of Shareholders for an approval on profit allocation and dividend payment for the year 2021 at 1.27 Baht per share. During 2021, the Company has made interim dividend payment to the shareholders at 0.40 Baht per share on September 9,2021 and at 0.37 on December 2021. Therefore, the remaining dividend payment is 0.50 Baht per

share. The record Date to determine the name of shareholder who are entitled to receive the dividend on March 16,2022 . and the dividend payment will be paid on 5 May 2022.

However, the right to receive such dividend remains uncertain as it depends on the resolution of the General Meeting of Shareholders.

Resolution This agenda shall be passed by **a majority vote of shareholders** attending the Meeting and voting , excluding the shareholders abstaining from voting.

Agenda 5 To elect directors to replace those retired by rotation (Page 29-31)

Purpose, fact and reason Pursuant to the Public Limited Companies Act and Clause 20 of the Articles of Association, at any annual general meeting, one-third of the number of directors shall vacate the office. If the number is not a multiple of three, then the number nearest to one-third shall vacate office. The director who vacates office as mentioned above may be re-elected.

In 2022, there were 3 out of 8 directors retired by rotation as follows:

- | | |
|----------------------------------|---|
| 1. Ms.Wanna Pholkaew | Director/ Executive Director Risk Management Committee |
| 2. Mr. Phairat Viwatborvornwong | Director/ Executive Director Risk Management Committee |
| 3. Mr. Pornchai Phisarnanukunkit | Director/ Executive Director |

In addition, the Company gave the shareholders a chance to propose the agenda and nominate qualified persons to be elected as the directors in advance on the Company's website (www.mcssteel.com) from 1 October 2021 to 3 January 2022. However, no shareholder nominated qualified persons for the Company's directors.

Opinion of the Nomination and Remuneration Committee the Nomination and Remuneration Committee scrutinized qualifications of the Company's directors as well as prohibited characteristics pursuant to the Public Limited Companies Act, B.E. 2535(including those that have been amended), Regulations of the Stock Exchange of Thailand B.E. 2535 (including those that have been amended), the Articles of Association and definition of independent director according to the nomination process. The Committee also considered a director's suitability which is beneficial to the Company's operations, experience, expertise, knowledge, ability, vision, morality, ethics and positive attitude towards the organization in order to propose to the Board of Directors which then will propose to the General Meeting of Shareholders for an appointment. The Nomination and Remuneration Committee determined that Ms.Wanna Pholkaew ,Mr. Phairat Viwatborvornwong and Mr. Pornchai Phisarnanukunkit are a qualified nominee in terms of academic qualification, knowledge, ability and experience which are beneficial to the Company's operations.

Opinion of the Board of Directors The Board of Directors, which excludes the stakeholders, approved the opinion of the Nomination and Remuneration Committee that nominated Ms.Wanna Pholkaew , Mr. Phairat Viwatborvornwong and Mr. Pornchai Phisarnanukunkit to be re-elected as the director of the Company for another term. As for another who retired by rotation. And the profile of three directors are provided in Enclosure 3 Page 29-31).

Resolution This agenda shall be passed by **a majority vote of shareholders** attending the Meeting and voting, excluding the shareholders abstaining from voting

Agenda 5 To consider and approve the appointment of new director.

Purpose, fact and reason At present the company has 8 directors who have knowledge and Ability which different in coming to help work for the company. but for increasing efficiency in management and the image of the company to be accepted by customers in Japan increases. The company therefore needs to Propose to the shareholders' meeting to consider electing Mr.Iwaki Hideo to be another director of the Company, totaling 9 directors.

Opinion of the Nomination and Remuneration Committee the Nomination and Remuneration Committee scrutinized qualifications of Mr.Iwaki Hideo , Japanese National that this person who has knowledge, ability and experienced in working of steel structure which has qualifications suitable for the company's business operations which will be beneficial to the operation of the company and has no prohibited characteristics to the Public Limited Companies Act, B.E. 2535(including those that have been amended), Regulations of the Stock Exchange of Thailand B.E. 2535 (including those that have been amended), Notification of the Board of Governors of the Stock Exchange of Thailand and related announcements of the Capital Market Supervisory Board Therefore, he is qualified and suitable to be a director of the Company. Therefore, it was proposed to the Board of Directors for consideration and to propose to the shareholders' meeting to consider to appoint Mr.Iwaki Hideo as the Company's director.

Opinion of the Board of Directors The Board of Directors approved the opinion of the Nomination and Remuneration Committee that nominated Mr.Iwaki Hideo to be as the new director of the Company. And the profile of Mr.Iwaki Hideo is provided in Enclosure 3 Page 32).

Resolution This agenda shall be passed by **a majority vote of shareholders** attending the Meeting and voting , excluding the shareholders abstaining from voting

Agenda 7 To approve remuneration of the Committee and Sub-Committee

Purpose and reason Pursuant to Section 90 of the Public Limited Companies Act, B.E. 2535, payment of remuneration of the Committee shall be in accordance with the resolution of the shareholders' meeting with the votes of not less than two-thirds (2/3) of the total votes of shareholders attending the meeting. Also, according to Clause 25 of the Articles of Association, the Committee is entitled to remuneration which includes meeting allowance, allowance, pension and bonus or any consideration as determined from time to time by the shareholders' meeting or until the shareholders' meeting resolves to change.

The Company has the policy to pay remuneration to the Committee (directors, independent directors, executive directors and non-executive directors) at the rate comparable to the industry standard and based on the Company's operating results in the previous year.

Opinion of the Board of Directors It deemed appropriate to propose to the General Meeting of Shareholders to approve the criteria for the Committee and Sub-Committee for the year 2022 in the budget of not over 10 million Baht at the discretion of the Nomination and Remuneration Committee that will allocate to each director as following ;

The meeting allowance :

The Committee and Sub-Committee 15,000 per time per person (Only the attendees).

Monthly Fee

Allocate discretion by the Nomination and Remuneration Committee

The budget of remuneration in 2022 not over 10 million Baht (The same budget of 2021)

Resolution This agenda shall be passed by **the votes of not less than two-thirds (2/3)** of the shareholders attending the Meeting and voting, excluding the shareholders abstaining from voting.

Agenda 7 To appoint the auditors and determine audit fees in 2022

Purpose and reason Pursuant to Section 120 of the Public Limited Companies Act, B.E. 2535, the Annual General Meeting of Shareholders shall appoint the auditors and determine the audit fees. The former auditors may be re-elected.

Opinion of the Audit Committee

After taking into consideration independence, suitability and reasonability of the audit fees and the auditor's qualifications stipulated by the Office of the Securities and Exchange Commission and performance in the previous year, the Audit Committee appointed the certified public accountants of KPMG Phoomchai Audit Co., Ltd. as the Company's auditor in 2022 as follows.

1. **Appoint the auditor from KPMG Phoomchai Audit Co., Ltd. as follow;**

| No. | Name | C. P. A. License No. | Total (Year) to be Auditor for MCS | |
|-----|-------------------------|-------------------------|--|----|
| 1. | Mr.Banthit Tangpakorn | 8509 | 2 | or |
| 2. | Mr.Thanit Osathalert | 5155 | - | or |
| 3. | Mr.Ekkasit Chuthamsatid | 4195 | - | |

2. **Total audit fees are determined at 4,500,000 Baht, including:**

| Description | 2022 | 202 | Increase |
|--|------------------|------------------|----------|
| | | | % |
| The Quarterly Financial Statement Review | 2,100,000 | 2,100,000 | - |
| Annual Financial Statement Report | 2,300,000 | 2,300,000 | - |
| Fees for BOI | 100,000 | 100,000 | - |
| Others | - | - | - |
| Grand Total (Baht) | 4,500,000 | 4,500,000 | - |

The auditors as proposed to be appointed have no relationship and/or conflict of interest between the Company / subsidiaries / executives / major shareholders. or those related to Such persons in a manner that will affect the performance of their independent duties in any way.

The subsidiary in Thailand (Tanaka Welding Center Co., Ltd.) has the same auditor as the Company that is KPMG Phoomchai Audit Co., Ltd. The subsidiaries in China and Japan still use local auditor due to language limitations. The Committee will supervise preparation of the financial statements by the specified period.

Opinion of the Board of Directors It agreed with the Audit Committee and deemed appropriate to propose to the General Meeting of Shareholders to appoint :

- | | |
|--------------------------------|---|
| 1. Mr. Bandit Tangphakon | Certified Public Accountant No. 8509 and/or |
| 2. Mr. Thanit Osathalert | Certified Public Accountant No. 5155 and/or |
| 3. Mr. Ekkasit Chuthammasathit | Certified Public Accountant No. 4195 |

from KPMG Phoomchai Audit Co., Ltd. as the Company's auditors. Any auditor will perform auditing and give opinions to the Company's financial statements. The audit fees in 2022 will not exceed 4,500,000 Baht (Four Million Five Hundred Thousand Baht Only) which the same fees of 2021.

Resolution This agenda shall be passed by **a majority vote of shareholders** attending the Meeting and voting , excluding the shareholders abstaining from voting.

Agenda 8 Other matters (if any)

Purpose and reason Pursuant to Section 105, paragraph two of the Public Limited Companies Act, B.E. 2535, upon completion of the consideration on all agendas specified in the invitation to the meeting, the shareholders holding the aggregate number of shares of not less than one-third (1/3) of the total number of shares sold may request the meeting to consider other matters than those agendas specified in the invitation.

Opinion of the Board of Directors It deemed appropriate to determine this agenda so that the shareholders will ask questions and/or give their opinions without voting. If any shareholder intends to request for consideration and voting, it must be in accordance with the requirements and conditions of the applicable law pursuant to Section 105, paragraph two mentioned above.

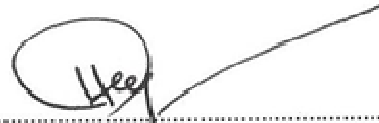
The Company has prepared a list of shareholders eligible for the Annual General Meeting of Shareholders 2022 (Record Date) on 16 March 2022. The invitation to the Annual General Meeting of Shareholders 2022 and supporting documents have been published on the Company's website (www.mcssteel.com) in the section "Investor Relations". In case of any question for the Company's clarification concerning these agendas, the shareholders may send to kancharica@mcssteel.co.th in advance. All shareholders are hereby invited to attend the meeting on the date and time and at the venue specified herein. Registration starts from 9.00 hrs. To make the registration process quick and easy Therefore, the shareholders or proxies are requested to present evidence showing their rights. (as detailed in Enclosure 5) to present for the right to attend the meeting

Due to the COVID-19 pandemic, the Company puts safety and health of all attendants a priority. **It would be highly appreciated if the shareholders consider granting the authority to the Company's independent directors to attend the meeting on their behalf.** Please find the profile of the independent directors nominated by the Company as the shareholders' proxy in Enclosure 6. You may express the intention for voting in every agenda so that the independent directors will clearly and accurately vote on your behalf. You are required to fill in and affix signature to the Power of Attorney Form B in Enclosure 7 or download the Power of Attorney Form B on the Company's website (www.mcssteel.com) in the section "Investor Relations". Please submit the Power of Attorney and supporting documents to the Company by Monday, 4 April 2022.

For shareholders or proxies who wish to participate in person **Please study the measures and guidelines for attending the 2022 Annual General Meeting of Shareholders under the epidemic situation of the Coronavirus Disease 2019 (COVID-19) (Enclosure 10)** and request your cooperation. strictly following.

Please be informed accordingly.

Yours Sincerely,

A handwritten signature in black ink, appearing to read "Hee", is written over a horizontal dotted line. A long, thin, sweeping line extends from the right side of the signature across the dotted line.

(Dr.Naiyuan Chi)
Chairman of Director

Minute of Annual General Meeting of Shareholders as of the year 2021
M. C. S. Steel Company Limited (PCL)
On Wednesday, April 7 2021
At the Company Meeting Room
No. 70 Moo 2 , Chang Yai Sub-district,
Bang Sai District, Phra Nakhon Si Ayutthaya Province

The meeting started at 10:00 am.

Before the meeting, Ms. Kanchalika Sangparinya, the company's secretary (" Secretary ") informed the meeting that due to the spread of infectious diseases, the Corona 2019 virus (COVID-19) in the United States and around the world from the beginning of the year 2020 until the present. The Board of Directors has approved the Annual General Meeting of Shareholders as of the year 2021 at the company meeting room, Phra Nakhon Si Ayutthaya Province. Some shareholders cannot attend the Meeting in person, therefore, have submitted the power of attorney in order to vote in advance to the Company. The Company has collected the score into the processing system. This meeting, the company has arranged for shareholders who cannot attend the meeting to follow up the meeting via online channels. [https://youtu.be / MXn0wIrPcX8](https://youtu.be/MXn0wIrPcX8). They can submit questions through the online channel at Waraporn.Si@mcssteel.co.th.

The Company's shares were 477,000,000 shares (based on the list of shareholders entitled to attend the Annual general meeting of shareholders and vote on March 16, 2021). In this meeting, there were 28 shareholders who attended the meeting in person. There were 81 shareholders who assigned the representative to attend the meeting. The total number of shareholders who attended the meeting both by the representative and themselves at the amount of 109 persons. The total number of shares was 226,805,628 shares or representing 47.55 percent which is more than one-third of the total sold shares of the company. The meeting reached a quorum accordingly clause 38 of the Company's Articles of Association.

In this meeting, there were company directors and executives, auditors, and legal advisors attending the meeting as follows:

Board of Directors :

| | |
|-------------------------------|--|
| Dr. Naiyuan Chi | Chairman of the Board Director/ Chief Executive Officer/ Chairman of the Executive Committee |
| Miss Wanna Pholkaew | Director / Acting President/ Chief Marketing and Quality Assurance Officer/ Executive Director/ Member of the Risk Management Committee |
| Mr. Phairat Viwatborvornwong | Director/ Chief Planning and Construction Officer/ Executive Director/ Member of the Risk Management Committee |
| Mr. Pornchai Phisarnanukunkit | Director / Chief Operating Officer/ Executive Director |
| Gen.Titiwat Kamlang-ek | Independent Director/ Chairman of Audit Committee |

| | |
|---------------------------|--|
| Mr. Tinakorn Seedasomboon | Independent Director/ Chairman of Risk Management Committee/ Audit Committee/Member of the Nomination and Remuneration Committee |
| Mr. Supoj Kaewmanee | Independent Director/ Audit Committee/ Member of the Nomination and Remuneration Committee |
| Ms.Penprapa vongkovit | Independent Director/ Chairman of the Nomination and Remuneration Committee |
| Total of 8 person or 100% | |

Executive :

- | | |
|------------------------------------|---|
| 1. Miss Mattawan Srisakda | Acting for Chief Financial Officer And Manager of Accounting and Finance |
| 2. Mr.Kin Leong Lee | Senior Manager of Drawing |
| 3. Mr.Anusak Ruenkurap | Manager of Cutlist |
| 4. Ms.Attaporn Sangparinya | Manager of Import / Export and Purchasing |
| 5. Ms.Tanamonporn Sirichaisitikorn | Manager of Customer Service |

Auditor :

| | |
|-----------------------|---------------------------|
| Mr.Banthit Tangpakorn | KPMG Phoomchai Audit Ltd. |
|-----------------------|---------------------------|

Legal consultant :

| | |
|----------------------------|------------------|
| Mr. Sansoen Vatanajirotkul | Legal consultant |
|----------------------------|------------------|

Company Secretary :

| | |
|---------------------------|-------------------|
| Ms.Kanchalika Sangparinya | Company Secretary |
|---------------------------|-------------------|

In this meeting, the company published the invitation letter of the Annual General Meeting of shareholders as of the Year 2021 with an attachment which distributed to shareholders in advance since March 16, 2021, through the information disclosure channel of the Stock Exchange of Thailand (SET) and the Company's website (www.mcssteel.com) for a period of 21 days and more. Therefore, the shareholders can have enough time to study the information for the meeting.

For convenience in the meeting, the Secretary explained the rules for conducting meetings, voting method, and vote count as follows.

1. The shareholders have the right to vote equal to the number of shares held by counting 1 share equals 1 vote. If there are equal votes, the chairman of the meeting shall give one more vote as the final vote.

2. Voting of any resolution must be approved by a majority of shareholders who attended the meeting and voted. Except for Agenda No. 6, the title "The consideration and approval of the remuneration of the Board of Directors and Sub-Committee must be approved by a vote of not less than 2 in 3 of all votes of shareholders who attend the meeting and vote.

3. For those shareholders who cannot attend the meeting in person, some of them can send the power of attorney to the company. The company collected your shares in the voting system of the Company.

4. For those who want to exercise their own voting rights on each agenda. The company distributed voting cards to everyone at the registration area. You can exercise the right of each agenda in the meeting room.

5. The score collection, the company will count the votes only for shareholders or representatives who vote against or abstain from voting on each agenda only. The shareholders shall raise hands to allow the Company's staff to collect the voting cards. The company will deduct the vote against or abstain from all votes of attendants of the meeting. The rest of the votes will be counted as agreeing on votes except for voting on Agenda 5 regarding the appointment of directors to replace the retired directors. The company has prepared individual ballots. The company will collect all ballots according to the practice of the Stock Exchange of Thailand as evidence to verify the vote count.

6. Company stock of Thai VDR Co., Ltd. is in the amount of 57,806,468 shares which can exercise the right to attend meetings but cannot vote on each agenda.

7. In order for the vote count shall be completed. The company will count the votes with a bar code system where the shareholders will see the score on the screen at the same time.

8. Before voting on each agenda, the company will allow shareholders to ask questions, comments or give suggestions by using the 3 channels as following:

8.1 Send messages through live streaming to the shareholders who did not attend the meeting in person.

8.2 Ask questions in the meeting room for those who attend the meeting in person.

8.3 For those who send questions in advance to the secretary. The questions will be answered in Agenda 8: Other Item.

9. For inquiry, the shareholders or representative can give their names to be recorded in the report and if there are any questions not answered at the meeting. The company will collect all questions and reply then published them on the Company's website.

Later, the Secretary invited Dr. Naiyuan Chi, the president director to give the speech for opening the meeting and act as the chairman of the meeting ("Chairman") in accordance with the regulations.

The Chairman welcomed the attendants and gave the speech for the opening of the General Meeting of Shareholders as of the fiscal year 2021. Before, entering to each agenda, the chairman mentioned the circumstances of the company to the attendants as followed:

Most of the company shareholders have invested in the company shares for a long time, I have mentioned very often that the company business is the manufacturing of Structural Steel, not the company shares. I did not care if the stock rise up or fell down. At present, the company has a lot of shareholders who are foreigners, in particular, the Japanese shareholders. They have the question of why the share prices of PE has increased only seven times. Because in Thailand, the average PE of SET is 41 times. But why the PE of the company is lower than the average value of the SET. If monitoring the performance as profitability, the market has more than 700 companies, but there are only 107 companies that can make profit more than MCS. Why the value of the company shares is also low since compared with its performance. I need to check the information and analyze, what is the reason that causes the decreasing of the company share value. I understand that. The reason are:

The first reason, the Company is in the group of Steel business, actually, the company business should not list in this group. Because the company's factory that manufactured Raw Material from steel. The steel business section with a total of 22 companies, but the company has better prices than IPO. There were only 3 companies in this section since entering the stock market. At that time, the investors paid little attention to trade the company shares in this business section. This may

be the reason. About last two weeks. SET send the officers to inspect the plant because SET wants to reconsider the business section of the company, is it correct or not. It depends on the discretion of the SET.

The second reason is the spread of the COVID-19 virus. This situation is not expected to be this long period. Because last year the company opened the general meeting of shareholders in the spreading of the COVID19 virus. Expected the situation will end very soon. But now it's a year and a half passed, the situation remains the same. Even in Japan, there is the final decision to allow only Japanese to view the Tokyo Olympics but not foreigners. But there is still no certainty about the situation. The COVID- 19 virus pandemic is something the company cannot control and fix, the shareholders cannot estimate what will happen to the company in the future.

Today, if asked, would anyone want to visit Japan with me in this situation, nobody wants to go. Even, the Japanese don't want to visit Thailand because they have to quarantine by the government's policy for 10 - 14 days, no one would come. About last year, I went to Japan, I usually take approximately 5-6 days for visiting but last year, I had to spend about 40 days. Because I spent 14 days in quarantine in Japan and another 14 days in Thailand. If this still can not be resolved, and want the Japanese customer to visit our plant or inspect the work in Thailand. No one wants to come. The current project that already signed the contracts. The company resolves such problems by using Remote Inspection. For a new project that has not to sign the contract yet, in the morning before attending the meeting. There are some shareholders who visited the Reception Center, which places the company has submitted a request to be the Organization quarantine, (OQ) to the Department of disease control, Ministry of public health. Therefore, the foreigners can quarantine in this place and also do some activities but in line with the government requirement. In the future, the Japanese customer doesn't have to quarantine at another place for 10-14 days. Therefore, the customers can inspect works as usual.

The company recently proposed to the audit facility from the last two weeks. And it has been approved at the provincial level. Now, the company is waiting for approval from the Department of disease control, Ministry of public health. After the approval by the end of this month, the company will invite the MCS employees from Japan to stay in this place. In order to inform the customers in Japan that the OQ is started to operate.

About May 9, 2021, after the meeting of the Board of Directors in the first quarter, I will go to Japan for signing the contract for 2-3 projects.

I have to inform you that at present, Thailand has been changed very much. Since the spread of the COVID-19 virus pandemic until today. Everything is much more expensive in general works. For example, the Low-Grade work will be manufactured in Vietnam or China. The price of works manufactured at MCS Xiamen, China which is profitable there but not in Thailand. This is true, so the company needs to plan what to do. The company tries to find hard works with a high prices that others cannot do. This is a company policy that the company operates at present. Since the company has prepared the competency to serve this policy for many years.

The Kudankaikan project is the first project that MCS manufacture the steel frame for the whole building. The project has been operated by the 3 partners included MCS Thailand, MCS Xiamen, and MCS Japan. MCS allocated works by the ability of each plant. The company has spent time for project preparation several years to construct the whole building. It means that at present MCS can work for the whole project because the company has a plant that can cover the entire project of the customer.

About MCS Japan which is a subsidiary in Japan. The company that MCS has invested in for several years. At present is the company can deliver works to Japan because MCS Japan allows using the location of MCS Japan for the Remote Inspection to the factory in Thailand.

Finally, I want to state that the spread of the COVID-19 virus might affect the company. But if you look back in the past, the company can gain an improvement. For this year, expected the Company will do better than last year. Throughout the 29 years, the company encountered many

serious situations, that strengthen the company’s competence because the company is well prepared more than other. Frankly, the company just does nothing while the severe situation while our competitors are gradually disappeared.

Later, the Chairman assigned to the secretary for the conference proceedings as informed agenda in the Invitation letter of Annual General Meeting of Shareholders year 2021 as followed:

Agenda 1 Consider and approve minutes of the 2020 Annual General Meeting of Shareholders on 7 April 2020

The secretary proposed the meeting to approve minutes of the 2020 Annual General Meeting of Shareholders held on 7 April 2020, as appeared in meeting invitation letter in supporting documents of Agenda 1 page 11-24 which was sent to the shareholders for consideration before this meeting.

The secretary inquired whether any shareholder / representative would like to ask / edit the report in this agenda or not?

No one inquired or requested a correction.

The secretary therefore requested shareholder / representative to pass a resolution by voting on this agenda, the resolution must be approved by majority votes of shareholders who attend the meeting and cast their votes.

Resolution of the meeting Majority vote of shareholders, who attended the meeting and voted, Adopted Minutes of Shareholders’ Annual General Meeting for 2020 on 7 April 2020 as proposed with voting scores as follows :

| | | | | |
|---------------|-------------|-------|---------------|-----|
| Agreed | 168,999,160 | votes | equivalent to | 100 |
| Disagreed | - | vote | equivalent to | - |
| Absconded | - | vote | equivalent to | - |
| Voided ballot | - | vote | equivalent to | - |

(Not including 57,806,468 votes of Thai NVDR Company Limited that has no right to vote)

Agenda 2 Acknowledgment of the annual report from the board And the Annual Report of the Board of Directors year 2021

The Secretary has informed the Meeting that the Company’s Annual Report year 2020 that the company distributed to the shareholders together with the invitation letter. In the past year, Dr. Naiyuan Chi, Chairman of the Board wrote a message from the president as the summary of the company operations on the annual report page. The report has full details of key operations in the past year which are summarized as followed.

(1) Measures to control the spread of the COVID-19 virus.

Since last year, the situation of the COVID- 19 virus pandemic, the company has operated the Lock Down from late March 2020 until early May 2020. The lockdown period was almost 2 months. The company allowed a total of 600 employees to live in the company area. Each day, the company will

provide food for employees in three meals and set up meetings about the situation of the COVID-19 virus pandemic in the morning. Such operations enable the company to operate and deliver works to customers on time.

(2) Remote Inspection

Since the year 2020, there is a situation of the COVID-19 virus pandemic, therefore, the traveling of Japanese customers for checking works at the factory was not possible. There were many restrictions, the company has provided the Remote Inspection from a subsidiary of the company located in Japan. In order, the customers can inspect works through the Conference system. In the year 2020, there was a Remote Inspection 133 times, which caused the company did not have problems with revenue recognition in the year 2020.

(3) Buy new machines

In 2020, the company has purchased many new machines that drove the efficiency of the work and increasing of company productivity.

(4) Performance in the year 2020

In 2020, the Company has recognized revenue at the amount of 63,225 tons by breaking as followed: export to Japan at the amount of 60,777 tons, and domestic works at the amount of 2,448 tons. The company has net income in the consolidated financial statements in the amount of 954.08 million baht.

The Secretary inquired the meeting whether there were shareholders or representatives have questions about this agenda or not.

None of question

The secretary informed that this agenda as the information without voting made.

Resolution of the Meeting The meeting acknowledged the Company Performance as of year 2020 as mentioned above.

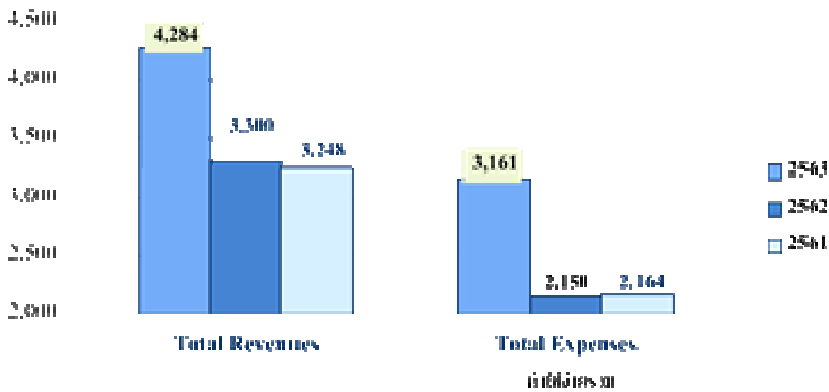
Agenda 3 To approve the financial budget of the Company and its subsidiaries for the fiscal year ending on 31 December 2020.

The Secretary was asked to invite Miss Mattawan Srisakda, Acting of Financial Director to clarify details in this agenda to the meeting

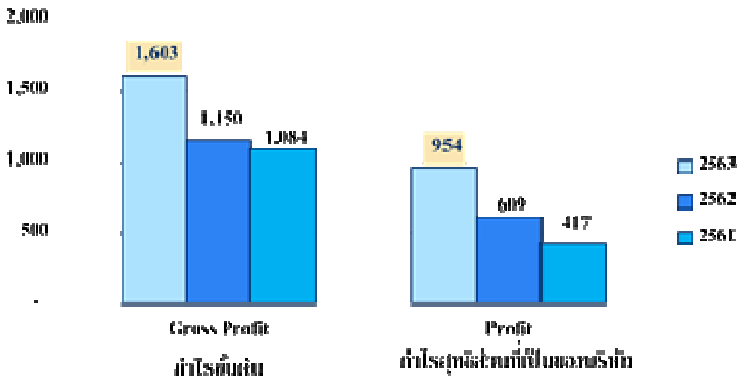
Miss Mattawan Srisakda, Acting of Financial Director informed the meeting about the company performance and major financial statement as of year 2020 as follows.

Statement of comprehensive income

In 2020, the company has total revenues at the amount of 4,283.88 million baht which is increased from last year at the amount of 3,300 million baht or 27.58 percent. And the total expenses were in the amount of 3,161.29 million baht, which is increased from last year at the amount of 2,150 million baht or 17.44 percent.



By the end of the year 2020, the Company has gross profit at the amount of 1,602.75 million baht which is increased from last year at the amount of 453 million baht, resulting in gain the net profit attributable to the parent company at the amount of 954.08 million baht or rates. The increase of 56.78 % in gross profit and net profit margin was the result of higher delivery of works.



Statement of financial position

The Company has a total asset in the amount of 5,993.07 million baht which is increased from December 31, 2019, at the amount of 896.58 million baht, or 17.59 percent.

The company has total liabilities in the amount of 2,210.69 million baht which is increased from December 31, 2019, at the amount of 169.37 million baht or 83 percent. Most of the total liabilities are creditors that the company bought their products for production in the year 2021.

The Company has shareholders' equity in the amount of 3,782.37 million baht which is increased from December 31, 2019, at the amount of 727.20 million baht or 23.8 percent. The reason for increased shareholder equity due to an increase in annual net profit.

Ms. Mattawan Srisakda inquired the meeting whether there were shareholders or representatives have questions about this agenda or not.

None of question

The Secretary, therefore, asked the meeting to vote. Only the attendants who want to vote against or abstain from voting deducted from the number of all attendants. The resolution shall be approved by a majority vote of the shareholders who attend the meeting and vote.

Resolution of the meeting Majority vote of shareholders, who attended the meeting and voted, Approved Balance Sheet and Profit and Loss Account of the Company and Subsidiary Companies for accounting period ended as of 31 December 2020 as proposed, with the following votes :

| | | | | |
|---------------|-------------|-------|---------------|-----|
| Agreed | 168,999,160 | votes | equivalent to | 100 |
| Disagreed | - | vote | equivalent to | - |
| Absconded | - | vote | equivalent to | - |
| Voided ballot | - | vote | equivalent to | - |

(Not including 57,806,468 votes of Thai NVDR Company Limited that has no right to vote)

Agenda 4 To consider and approve the payment of dividends as well as acknowledge the interim dividend payment

The secretary informed the meeting that the Company has the policy to pay dividends at the rate of not less than 50 percent of net profit (Separate financial statements) after tax and legal reserve. However, the Company may pay dividends at a lower rate than the above-mentioned rate. It depends on the performance of its operations, financial status, liquidity, the need for working capital for operations, business expansion, and other factors related to the management of the company. By the year 2020, the company had Net profit (Separate financial statements) at the total amount of 847.72 million baht. The company has reserved laws and regulations. The Board of Directors' Meeting, therefore, resolved to propose to the Annual General Meeting of Shareholders to consider the payment of dividends for the performance as of the year 2020 at the rate of 1.00 baht per share. During the year 2020, the Company has paid the interim dividends to its shareholders per share at the rate of 0.40 baht on 10 September 2020. Therefore, the remaining dividends need to pay to shareholders are in the amount of 0.60 baht. The payment will be paid from the profit in the segment entitled BOI investment at the amount of 0.34 baht per share. And from the profit in the segment entitle of Non-BOI investment at the amount of 0.26 baht per share. The total dividend payment for the year 2020 was account for 56.27 percent of the net profit which is in line with the Company's dividend payment policy.

The Company has determined the list of shareholders who entitled to receive the dividend (Record Date) on the date of 16 March 2021 and is scheduled to pay the dividend on 28 April 2021.

The Secretary inquired the meeting whether there were shareholders or representatives have question in this agenda or not.

None of question

The Secretary therefore asked the meeting to vote. Only the attendants who want to vote against or abstain from voting deducted from the number of all attendants. The resolution shall be approved by a majority vote of the shareholders who attend meeting and vote.

Resolution of the meeting Majority vote of shareholders, who attended the meeting and voted, approved the payment of dividends for the 2020 operating results at the rate of 1.00 baht per share. The company paid an interim dividend of 0.40 baht per share on 10 September 2020 and agreed to pay an additional rate of 0.60 baht per share by paying profits from BOI in amount of 0.34 baht per share and non-BOI of 0.26 baht per share to shareholders whose names are stated in shareholders register on 16 March 2021 and will pay dividends on 28 April 2021 as proposed with the following votes.

| | | | | |
|---------------|-------------|-------|---------------|-----|
| Agreed | 168,999,160 | votes | equivalent to | 100 |
| Disagreed | - | vote | equivalent to | - |
| Absconded | - | vote | equivalent to | - |
| Voided ballot | - | vote | equivalent to | - |

(Not including 57,806,468 votes of Thai NVDR Company Limited that has no right to vote)

Agenda 5: To consider and elect directors to replace those who vacate from office upon the expiration of the term

The Secretary informed the meeting that according to the Company's Articles of Association, Clause 20 stipulated that in every annual general meeting, one-third of the board of directors shall retire (or a number close to one-third). The director retiring may be re-elected. In this General Meeting of Shareholders, there were 3 directors who are retiring from office from 8 directors.

1. Gen.Titiwat Kamlang-ek Independent Director /
Chairman of Audit Committee
2. Mr. Tinakorn Seedasomboon Independent Director /
Chairman of Risk Management
Committee / Audit Committee/
Member of the Nomination and
Remuneration Committee
3. Mr. Supoj Kaewmanee Independent Director /
Audit Committee /
Member of the Nomination and
Remuneration Committee

In addition, the company provides opportunities for shareholders to propose agenda and name a list of persons who deem it appropriate to be selected as a director in advance. The selection is conducted on 16 November 2020 and 31 January 2021, there was no shareholder nominating any person to be elected as a director to the company.

The Board of Directors proposes that the Meeting to appoint the 3 directors who retire from office to re-appoint as directors for another term. And proposed the Meeting to appoint the General Titiwat Kamlang-ek as the Chairman of Audit Committee , Mr. Tinakorn Seedasomboon as Chairman of the Risk Management Committee, Audit Committee, Nomination, and Remuneration Committee and Mr. Supoj Kaewmanee as Audit Committee, Nomination, and Remuneration Committee and Member of Risk Management Committee.

The background details of the 3 directors proposed for re-appointment to their original position, is appeared in the Invitation letter of Meeting Page 25-32.

In order to be transparent and in accordance with good corporate governance, the 3 directors who as vacant from the office are stakeholders. They voluntarily left the meeting room to refrain from participating in this agenda.

After the 3 directors left the meeting room. The secretary inquired the meeting whether there were shareholders or representatives have questions about this agenda or not.

None of question

The Secretary therefore asked the meeting to vote for re-appointment the retired directors by rotation individually. The collecting of all ballots both vote as agree, against or abstain. The voter shall raise their hand therefore the officer shall collect the ballot. The resolution shall be approved by a majority vote of the shareholders who attend meeting and vote.

Resolution of the meeting Re-elected General Titiwat Kamlang-ek , Mr. Tinakorn Seedasomboon and Mr. Supoj Kaewmanee who retired rotation to be in their positions for another term by majority voting from shareholders as ;

1. General Titiwat Kamlang-ek

| | | | | |
|---------------|-------------|-------|---------------|-------|
| Agreed | 163,085,400 | votes | equivalent to | 96.50 |
| Disagreed | 4,653,760 | vote | equivalent to | 2.75 |
| Absconded | 1,260,000 | vote | equivalent to | 0.75 |
| Voided ballot | - | vote | equivalent to | - |

(Not including 57,806,468 votes of Thai NVDR Company Limited that has no right to vote)

2. Mr. Tinakorn Seedasomboon

| | | | | |
|---------------|-------------|-------|---------------|-------|
| Agreed | 163,085,400 | votes | equivalent to | 96.50 |
| Disagreed | 4,653,760 | vote | equivalent to | 2.75 |
| Absconded | 1,260,000 | vote | equivalent to | 0.75 |
| Voided ballot | - | vote | equivalent to | - |

(Not including 57,806,468 votes of Thai NVDR Company Limited that has no right to vote)

3. Mr. Supoj Kaewmanee

| | | | | |
|---------------|-------------|-------|---------------|-------|
| Agreed | 163,085,400 | votes | equivalent to | 96.50 |
| Disagreed | 4,653,760 | vote | equivalent to | 2.75 |
| Absconded | 1,260,000 | vote | equivalent to | 0.75 |
| Voided ballot | - | vote | equivalent to | - |

(Not including 57,806,468 votes of Thai NVDR Company Limited that has no right to vote)

Currently, Board of Directors has a total of 8 members, which consists of independent directors 4 persons that fully met the requirement to be independent at least one-third of all members as following ;

1. Dr. Naiyuan Chi Chairman of the Board Director
2. Miss Wanna Pholkaew Director
3. Mr. Phairat Viwatborvornwong Director
4. Mr. Pornchai Phisarnanukunkit Director
5. Gen.Titiwat Kamlang-ek Independent Director
6. Mr. Tinakorn Seedasomboon Independent Director
7. Mr. Supoj Kaewmanee Independent Director
8. Ms.Penprapa vongkovit Independent Director

Agenda 6 To consider and approve the remuneration of the Board of Directors and Sub-Committees

The Secretary has informed the Meeting that, for remuneration of committees and sub-committees for the year 2021. The Committee has considered the approval of the Board Nomination and Remuneration Committee and considered the remuneration. The board of directors requested the Shareholders' Meeting approved the Remuneration for the Board of Directors and Sub-Committees

paid as meeting allowance and other in the total amount for not more than 10,000,000 baht. In addition, the authority and discretion of the Board of Nomination and Remuneration Committee shall consider the allocating to each director. Details of the remuneration have appeared on pages 6-7 of the invitation letter for the general meeting.

The Secretary inquired the meeting whether there were shareholders or representatives have questions about this agenda or not.

None of question

The Secretary, therefore, asked the meeting to vote. Only the attendants who want to vote against or abstain vote. The shareholders shall raise hands to allow the Company's staff to collect the voting cards. The company will deduct the vote against or abstain from all number of attendants in the meeting. The resolution shall be passed with a vote of not less than two-thirds of the shareholders who attend the meeting and vote.

Resolution of the meeting Majority vote of shareholders, who attended the meeting and voted, approved remuneration of the Board of Directors and Sub-Committees in total amount not exceeding 19.00 million Baht per year. This shall be under the consideration of the Nomination and Remuneration Committee, who will further consider and allocate to each director, with the following votes.

| | | | | |
|---------------|-------------|-------|---------------|-----|
| Agreed | 168,999,160 | votes | equivalent to | 100 |
| Disagreed | - | vote | equivalent to | - |
| Absconded | - | vote | equivalent to | - |
| Voided ballot | - | vote | equivalent to | - |

(Not including 57,806,468 votes of Thai NVDR Company Limited that has no right to vote)

Agenda 7 To consider the appointment of the auditor and determine the audit fee for the year 2021.

The Secretary invited Mr. Tinakorn Seedasomboon, the Audit director to clarify details in this agenda to the meeting

Mr. Tinakorn Seedasomboon the Audit director clarified to the Meeting that the auditor performance in year 2020 had good performance with good working standard, effective audit process or tool. And appropriate audit rate related to volume-based auditing, therefore to ensure the ongoing of accounting audit. The board has considered the approval of the Audit Committee and thus proposed that the shareholders meeting to consider the appointment of the following auditors.

1. Mr. Bandit Tangpakorn Certified Public Accountant No. 8509 and / or. (Signing the Company's financial statements for the year 2020, total 1 year)
2. Mr. Thanit Osathalert Certified Public Accountant No. 5155 and / or
(Never signed the Company's financial statements)
3. Mr. Ekasit Chuthamsatit Certified Public Accountant No. 4195
(Never signed the Company's financial statements)

From KPMG PHOOMCHAI AUDIT CO., LTD as the company auditors for the year 2021 and assigned the remuneration at the amount for not exceeding 4,500,000 baht which is equivalent to the audit cost in year 2020 with the following details.

| List | Year 2020 | Year 2021 | Increase % |
|--|------------------|------------------|------------|
| | Approve | Budget | |
| (Audit Fee) | | | |
| Review of quarterly financial statements | 2,100,000 | 2,100,000 | - |
| Annual financial statements | 2,300,000 | 2,300,000 | - |
| BOI audit fee | 100,000 | 100,000 | - |
| (Non Audit Fee) | | | |
| Other service fees | - | - | |
| Total (baht) | 4,500,000 | 4,500,000 | 0 |

Details are in the supporting documents for agenda 7, page 8-9 in the Meeting Invitation letter sent to shareholders.

KPMG PHOOMCHAI AUDIT CO., LTD and the auditors as the proposed list don't have relationship and/or interests to the companies / subsidiaries / management / major shareholders or those related to such person. In such a way that will affect the performance of duties independently.

The Secretary inquired the meeting whether there were shareholders or representatives have question in this agenda or not.

None of question

The Secretary therefore asked the meeting to vote. Only the attendants who want to vote against or abstain vote. The shareholders shall raise hands to allow the Company's staff to collect the voting cards. The company will deduct the vote against or abstain from all number of attendants in the meeting. The resolution shall be passed with a majority vote of the shareholders who attend the meeting and vote.

Resolution of the meeting Appointed Mr.Banthit Tangpakorn (Registration number 8509) or Mr.Thanit Osathalert (Registration number 5155) or Mr.Ekkasit Chuthamsatid (Registration number 4195), all of Auditors from KPMG Phoomchai Audit Ltd. as the auditor of the company for 2021. The auditor remuneration will pay not to exceed 4,500,000 Baht as proposed with the following votes :

| | | | | |
|---------------|-------------|-------|---------------|-----|
| Agreed | 168,999,160 | votes | equivalent to | 100 |
| Disagreed | - | vote | equivalent to | - |
| Absconded | - | vote | equivalent to | - |
| Voided ballot | - | vote | equivalent to | - |

(Not including 57,806,468 votes of Thai NVDR Company Limited that has no right to vote)

Agenda 8 To consider any other business (if any).

There was no shareholder proposing any other agenda for further consideration .

The president took the opportunity for shareholders / representatives can ask questions and comment. The shareholders / representatives asked questions on various issues , which can be summarized as follows.

Mr. Somchai Padpai, a shareholder attending the meeting in person, had questions as follows:

- (1) Would like to know the progress of changing the Company's business sector (Steel)

The Chairman explained that the company has applied to change of current business sector. Because the shareholders in Japan asked why the company is grouped in the steel industry. Normally, whether raw materials to be processed or manufacture any products, also known as raw materials. But the company is a manufacturer or Fabricator who bringing steel raw material to fabricate as the steel structure and install at the customer project. This is different from the beginning. Moreover, most large fabricators in many countries were not listed in the Steel business sector. SET has informed that the list is followed the standard in the business classification according to the established criteria. But I checked the information on foreign exchanges market such as Downs, Joan, NASDAQ, London, Shanghai. There were not classified as Fabricator, for example, in the United States, most fabricators are small companies and their wages are very high. None of them were listed as the same as MCS. This isn't about the company wants to change or not. Because the company shareholders in Japan asked me and I could not give the answer. Lately, the SET inspected the factory and will reconsider that which is the appropriate business sector for the Company. Normally, in Japan, the Fabricator in Steel group has been divided into Non-Steel and Steel Product. But in Thailand, there has been divided into Steel and Metro Products, but not included Steel. Because SET considered the Steel section which has been already set up. The Stock exchange of Japan has the opposite criteria in the business listing from SET. Steel is steel and Steel Product is Steel Product. Because most of Steel Raw Material is not large investment business but with low PE. While the Fabricator business does not.

Project the company has done on Sukhumvit Road. The company also manufactures the steel frame and the installation. It doesn't mean that the company cannot provide the installation service. Since the company received works from Japan at the beginning. Japanese people already disliked the company. Because they worried the company will compete them for the Japanese works. About installation, the company did not get to work in this area. But if the customer wants the installation service. Therefore, the company will do the installation from customer requirements. For example, a project that the company has done for the whole building, the customer will require the company to do installation works. While some projects that the company doesn't do the whole building. Customers also have their own installation team to work separately. The company does not need to install this part, so the company does not need to request customers for installation works. Because in Japan, the installation company shall do only installation works.

- (2) Regarding the increase in steel prices, how the company handle this issue?

The Chairman explained that with the increased steel price, the Company has bought 33,000 tons of steel in advance. Last year, the Company had bought 50,000 tons of steel in advance. The allocation of 15,000 tons of steel is for works in the next three months. This is the normal operation of the company. But it needs to be concerned is the new project. Because a new job is a new price. Therefore, it is not related to the job already received or doing in the present. The company is already known about the increase in steel prices. The steel grade that the company bought from Japan. Which China does not produce, so the price is not relevant from the beginning, for the current work that the company has already bought all of the steel in advance.

(3) Trend of MCS companies in China and Japan, they have profitability. But the domestic sales are not profitable. For example, in the AOT project, I want to compare how the difference in the profitability between the projects that the company did in Thailand and Japan. I saw there were KAJIMA OBAYASHI and SHIMIZU companies from Japan who came and set up the company in Thailand. I want to ask are they the target group of the company ?

The Chairman explained that the reason why the company chose to send steel products to sell in Japan. Because Japan had an earthquake. The countries with earthquakes require space. If the company targets customers in Thailand. The company would not be able to compete for the price with China. Because China's products are cheaper than Thailand's. This was the reason from the beginning for choosing Japanese customers. For example, O-NES project in Thailand, no one can do it. The company has agreed to do this project. The price offered is the same as the project done in Japan. It means jobs in Thailand must have the same nature as those in Japan. The company will do. The idea of the project owner (Thai Obayashi) thought that if the customer will sell work done in Thailand. The company will gain more customers. Normally, in the concrete structure, the pillar gap will be only 9 meters apart. If using steel, the width of the space utilization will be increased. The building in Japan has no pillars. For the AOT project, the company did this work because MCS had issues at that time. At that time, the company did not have work at all. But it's a project in China. The company did gain profit from the Chinese price because anyone can do it. In Japan, at present, MCS is S-grade. If you don't have a certificate, the customer will not give us the job. Even selling steel, if the factory does not have a certificate, it can not buy a certain size of steel.

(4) Trend of tall buildings, Real Estate, and Infrastructure in Japan for the next coming years, how does it will grow?

The Chairman explained that in Japan, within one year, it needs about 4-5 million tons of steel structure. MCS can manufacture about 70,000 tons, which is just one percent. Therefore, the issue is not whether the customer has worked or not. But the issue is the company will be selected to work on the project or not? And one more thing is the company receives the S-grade standard, there are less than 10 companies in Japan who had received this standard. Most of the structural work must be at S-Grade to be able to do so. It means the large number of work or few works is not an issue. For example, if the customer has a lot of works, the company might have an opportunity in price bargaining. Hence, there is little chance that the company will not have a job in Japan. Because in Japan, steel structures are used all the time. But the situation in Japan as of today is not certain. Because the COVID-19 virus pandemic is unpredictable. For Tokyo Olympics will be possible to organize in Japan is still uncertain. Nobody thought that Osaka City had more than 700 people infected with the COVID-19 virus a day. As the news reported that Tokyo was less infectious, which was not true. Due to there were a few tests, so the results were small. Therefore, it must take a while to know what is the situation will be. For example, the situation about the vaccine or the person who injected it? It could be seen clearly.

Mr. Kitti Thamrongwang, shareholder who attended the meeting in person. He had questions as followed:

(1) The successor to replace Dr. Naiyuan Chi after retiring.

The Chairman explained that the Successor is the executive who is here (pointed to the executive director of the company). Everyone can do their job anyway, in fact, it's not impossible. I want is someone who can build a bond with Japanese people. The one who can make the Japanese feel that they do not have to worry. But the reason why it is postponed for another year. Because there is a situation of COVID-19 virus. Everything is uncertain. Japanese people still do not know what will happen next. If the situation has improved, the company will discuss but the situation is still unstable. We must continue our works.

(2) Asked for confirmation that Dr. Naiyuan Chi will work for another 5 years.

The Chairman clarified, I did not say that I want to work for another 5 years. Since year 2016, I have already informed the shareholders that I want to rest. But in year 2017, the company encountered a problem caused me to work until now. There is another problem with the spread out of the COVID-19 virus. This has changed minds of customers. They did not want to travel. Therefore, the customers will order with Japanese companies, not a foreign company. This is normal for me. But it does not mean the customer will not place an order with the company. There are still many foreign companies where customers will be able to order. Therefore, if there are people whom customers feel confident, free of worry, can do as said. Especially, last year, there was only MCS who sent work to Japan. The shareholders should be delighted. All products ordered through factories in China cannot be exported. Customers had to change and place order from Japanese company. That caused the higher price. As a result, the lawsuit against the factory in China as well. This has made Japanese customers more confident with MCS. Because MCS has none of any issues. Actually, the company had some problem, but MCS has never let the problem affect customers. As you mentioned that I will work for another 5 years. I want to inform you that I can work for many years if it is necessary to work more. As if we have children, we have to raise them. If we think that they are already strong but if something happens. We continue to feed them. I have worked here for 29 years and will be 30 years on next year. I am not like shareholders who do not like the company and sell their shares. But I can't sell my child. Therefore, it is important to feed my child until he is able to live on his own.

(3) Ask for confident about the maintaining the S-Grade standard.

The Chairman explained that S-Grade is the capability of the company throughout the organization. It's not about me, even I am not work here. The company can maintain this standard. In this year the company has to renew the license. (the license is required to renew on every 5 years). But with the situation of the COVID-19 virus, the institutions that can certify the license cannot come to Thailand. Therefore, it is automatically renewed to the company for another one year. By the end of this year, the certified institutions will also come in for inspection.

Mr. Somsak Thipratporntawee, Representatives from the Thai Investors Association asked questions as follows

(1) The goal is to grow from 70,000 tons up to 100,000 tons per year, I want to know what the company has plans to invest, such as investing in expanding of stock areas, investing in welding machines, or pushing the increasing of differences in selling price per ton and how many years will you make it?

The Chairman clarified that there are two ways to increase income, which are to expand the number and expand the price. If I said that selling 100,000 tons at one price. But the company can sell 70,000 tons at the same price of selling 100,000 tons as well. This time is not about the number already. Because if you want to get the amount at this time, some Chinese factories can make up to 500,000 tons per year. But those factories can fear us or not. It does not because China can sell but not the same as the company can sell. Therefore, at present, the company has more and more number to sell every year.

But I didn't focus only on the number. Because Thailand cannot sell cheap things anymore. I came to Thailand for the first time, the factory can sell noodles for only 7 baht but today you cannot buy noodles for 30 baht. As of today, there is not possible for Thailand to sell at a low price. Today, the company does not plan to sell that 100,000 tons on which day. But I see that the company is looking for work that has high value. For example, the current project, Toranomom, is the tallest building in Japan. MCS receives 30% of the projects out of 4 to 5 joint companies. MCS received the largest section of works. MCS is looking for a similar project to this project. Another project is in Hokkaido. In another 2 years there will be Ball Park. MCS does 50% of the project. Usually, they not allow the company. But today MCS has the right to do it. I want to inform you that MCS does not want more tons. But the company would like to have a higher price.

(2) How many percent of special talent that MCS can increase and in how many years?

The Chairman clarified that a few years ago, MCS was H-Grade, equal to the MCS factory in Xiamen, 1 ton for about 180,000 yen (JPY). But today MCS is S-Grade, MCS can get 1 ton for about 300,000 Yen (JPY) and still can make it more expensive. It is dependent that the customer will allow MCS to work or not.

Mr. Wasan Niropash, a shareholder who attends the meeting in person asked questions as follows

(1) Is there a lockdown or have the policy to give vaccination to all employees?

The Chairman explained that about vaccination. If Thailand has a vaccine to sell. The company will give vaccines to all employees. The company wants to vaccinate employees. At present, the company has not locked down but has control measures. Last year, the company ordered to Lock Down because the company didn't know what would happen. The company thought that it should close first. In order to prevent external events affecting the company. And the nearby area where the company located, is there any danger or not? Because lockdown is not easy to do, the company must have a plan. But if it is necessary to lockdown again, the company will do. Because the company already has experience. If you decide to do it today. Tomorrow, it can be proceed immediately.

(2) Is MCS spend 100% of its capacity or not, is it still possible to accept more new jobs?

The Chairman explained that next week is Songkran festival. The company does not close, and the work that MCS has. They are not the work that can have in today or tomorrow. The company requires at least 6 months in advance for the preparation in receiving a new project. The company must buy steel, make drawings. It means the current works is the work from the year 2022, it is not a production of this year.

(3) Work receive from Japan, when it can start the production?

The Chairman explained that the new job is about 50,000 tons which is the next year's project. Because this year's work is already full.

Ms. Panalak Leokomol, the shareholder who attend the meeting in person had questions as follows

(1) Changing the working methods of the company, what are the opinions of Japanese customers?

The Chairman explained that the customers did not feel anything. If they feel it is not necessary, they did not order from the company at the beginning. Regardless of whether there is a COVID-19 virus pandemic or not. In Japan, there are many companies to proceed with the order with. Why do customers order with MCS? Because first, MCS has the ability, I don't mention that the company is the best than others. But the company is not worse than others, of course. Second is MCS has a large capacity, if the project is big, of course, the customer requires a big capacity company. The third is MCS is a company that is necessary for them. Therefore, customers will need to use the company. If asking what customers fee, Customers probably feel that customers use MCS well, otherwise they wouldn't use MCS in the first place. It is the duty of MCS, to satisfy our customers. This is why I need to travel to Japan every month. I visited the customer's office to ask about is there any difficulties or not? The Company must not forget that the customers must feel like the Company is located in Japan. Now that the customer sees MCS as a Japanese company. But the company has a factory in Thailand, not a foreign company. If the customer thought that the company is not good enough. Tomorrow the customer will not come to us. There is a COVID-19 virus pandemic, customers are not convenient to come. But they are not just inconvenient for MCS companies, companies in Japan are also inconvenient to visit as well.

In Japan, it is not safe to cross the prefecture. At present, Japanese companies have implemented the Remote inspection method that MCS does. Now the working method has completely changed.

The company now asks permission for Organization Quarantine (OQ) on the opposite side of the company. It is an accommodation for customers to come and check works for 2-3 days and can return to Japan. They don't have to waste time in quarantine for 14 days in Thailand. The company must prepare a place where can controls the customers for not contact anyone.

This is a way of thinking that will facilitate customers. It is in the process of license issuance. At the end of this month, company employees from MCS Japan will come to inspect works and return to report to the customer that everything can be done as usual.

After there were no questions from shareholders, the secretary informed the shareholders of the questions that the shareholders had given in advance as followed:

(1) For Q4 / 2020, how many tons of work the company has delivered to customers?

The secretary clarified that in Q4 / 2020, the company delivered 10,967 tons of works to customers which are about 10,946 tons of work exported abroad and about 21 tons of domestic work.

(2) How many tons are delivered in the year 2020 and how many tons are expected in the year 2021?

The secretary clarified that in the year 2020, the company has delivered 63,225 tons of works to customers, 60,777 tons of export jobs, and 2,488 tons of domestic works, and in the year 2021 expected to recognize approximately 63,000-70,000 tons, including the work of overseas subsidiaries

(3) Projection of the new contract that the Chairman informed that he will enter into a contract within the next month, how many tons is expected?

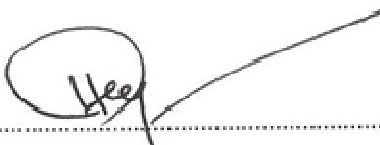
The Chairman explained that there are 2-3 projects with a total weight of 50,000 tons, which are the works from the year 2022 to the year 2023.

None of the shareholders raised any question or leave more comments

The Chairman, therefore, requested permission to close the meeting. And thank you the shareholders and representatives for taking the time to attend this meeting.

The meeting closed at 11.45 hrs.

Yours Sincerely,

A handwritten signature in black ink, appearing to read 'Hee', is written over a horizontal dotted line. A long, thin, slightly curved line extends from the right side of the signature.

(Dr.Naiyuan Chi)
Chairman of Director

Profiles of directors to re-elect to be director.

(1)



| | |
|------------------------------|--|
| Name | Ms.Wanna Pholkaew |
| Type of director | Director |
| Age | 45 |
| Nationality | Thai |
| Term as Director | 1 Periods (Since 2018) |
| Education | Bachelor of Business Administration (Computer) Rangsit University |
| Professional IOD Training | Marketing aboard |

- Certificate of Director Accreditation Program (DAP)
Class 156th Year 2019

Present Position

- Managing director
M.C.S. Steel Public Co., Ltd.

Position on other company

Other Listed Company

None

Non-Listed Company

Director

M.C.S.-Japan Co., Ltd. (Japan)

Other company which have
the conflict of interest

None

Share Holding in MCS

10,500 share (At 30 December 2021)

Legal disputes

No case in the past 5 years.

Relationship with director (S) and

Company's Executive (S)

None

Meeting Attendance 2021

- 7/7 of Board Meeting or 100%

Nominating proposed method

has been considered by the Nomination and Remuneration Committee meeting and the Board of Directors' meeting has considered the qualifications through a scrutiny process and carefully considered that there are suitable qualifications which will benefit the Company's business, therefore, it is appropriate to propose the same person returned to the director for one more term.

Profiles of directors to re-elect to be director.

(2)

Name Mr. Phairat Viwatborvornwong
Type of director Director
Age 54
Nationality Thai
Term as Director 3 Periods (Since 2007)
Education Bachelor of Civil Engineering
Rajamangala Institute of Technology Tewes
Professional Engineering
IOD Training



Present Position

- Certificate of Director Accreditation Program (DAP)
Class 70th Year 2008
- Deputy Managing Director of Estimate and Planning
M.C.S. Steel Public Co., Ltd.

Position on other company

Listed Company

None

Non-Listed Company

- Director
Tanaka Welding Center Co., Ltd.

Other company which have
the conflict of interest

None

Share Holding in MCS

10,000 share (At 30 December 2021)

(include spouse and children)

Legal disputes

No case in the past 5 years.

Relationship with director (S) and

Company's Executive (S)

None

Meeting Attendance 2021

- 7/7 of Board Meeting or 100%

Nominating proposed method

has been considered by the Nomination and Remuneration Committee meeting and the Board of Directors' meeting has considered the qualifications through a scrutiny process and carefully considered that there are suitable qualifications which will benefit the Company's business, therefore, it is appropriate to propose the same person returned to the director for one more term.

Profiles of directors to re-elect to be director.

(3)

Name Mr. Pornchai Phisarnanukunkit
Type of director Director
Age 52
Nationality Thai
Term as Director 3 Periods (Since 2005)
Education



Education

- Bachelor of Industrial Technology in Structures
King Mongkuts Institute of Technology North Bangkok
- Master of Business Administration
(Industrial Business Administration)
King Mongkuts Institute of Technology North Bangkok

Professional Engineering

Professional
IOD Training

- Certificate of Director Accreditation Program (DAP)
Class 42rd Year 2005

Present Position

- Deputy Managing Director of Factory & Production
M.C.S. Steel Public Co., Ltd.

Position on other company

Listed Company

- None

Non-Listed Company

- Director
Tanaka Welding Center Co., Ltd.

Other company which have
the conflict of interest

None

Share Holding in MCS

0 share (At 30 December 2021)

(include spouse and children)

Legal disputes

No case in the past 5 years.

Relationship with director (S) and

Company's Executive (S)

None

Meeting Attendance 2021

- 7/7 of Board Meeting or 100%

Nominating proposed method

has been considered by the Nomination and Remuneration Committee meeting and the Board of Directors' meeting has considered the qualifications through a scrutiny process and carefully considered that there are suitable qualifications which will benefit the Company's business, therefore, it is appropriate to propose the same person returned to the director for one more term.

Profile of New Director

Name Mr. Iwaki Hideo
Type of director Director
Age 58
Nationality Japanese
Education



- Bachelor
Department of Architecture
Tokyo Institute of Technology
- Master
Department of Integrated Science and Technology of
Architecture
Tokyo Institute of Technology

Professional Engineering of Steel structure
Experienced

| | |
|----------|---|
| 1989 | Joined Kajima Corporation, Architectural Design Dept. |
| 1993 | Kajima Design Asia, Bangkok Design Office |
| 1997 | Kajima Corporation, Architectural and Engineering General Headquarters, Structural Design Dept. |
| 1999 | Kajima Corporation, Nagoya Branch, Structural Design Dept. |
| 2005 | Kajima Design Asia, Singapore Design Office |
| 2010-202 | Kajima Corporation, Building Construction Management Div. Technology Development Dept. |

IOD Training None

Present Position

Listed Company None

Non-Listed Company None

Other company which have
the conflict of interest None

Share Holding in MCS 0 share (At 30 December 2021)
(include spouse and children)

Legal disputes No case in the past 5 years.

Relationship with director (S) and
Company's Executive (S) None

Nominating proposed method has been considered by the Nomination and Remuneration Committee meeting and the Board of Directors' meeting has considered the qualifications through a scrutiny process and carefully considered that there are suitable qualifications which will benefit the Company's business, therefore, it is appropriate to propose this person to appoint the new director

**Regulation of
M.C.S. Steel Public Company Limited.
Related to Shareholders' Meetings**

**Category 4
Committee**

Clause 19. Shareholders at the shareholders meeting shall elect and appoint committee members using the following method and criteria

(1) Each shareholder has the amount of votes proportional to the shares owned

(2) Each shareholder shall use all of the votes according to (1) to select and appoint a person or persons to become committee members. The shareholder cannot divide any of his or her votes to any other person.

(3) The persons who receive highest votes shall be elected as the committee members at the same amount with the amount of committee members that must be elected and appointed on the occasion. In case the persons elected for the position has equal amount of votes and the total number of the person elected exceed the amount of members specified or the amount of members that must be elected, in such case, the chairman of the committee shall be the person who make the final decision.

Clause 20. At the annual general meeting, one-third of committee members shall leave their posts. And if the current amount of committee members cannot be divided into three parts, the number of committee members exiting their posts shall be the amount closest to one-third of all committee members. Committee members that must leave their positions in the first and second year after the company's registration may draw lots to determine the persons who shall leave their positions. For the years after, however, the committee members who remain in their positions the longest shall be the ones who must exit their positions. In any case, the committee members exiting their positions at the end of their terms may be elected and appointed again to positions at the committee.

Clause 25. The director shall be entitled to receive remuneration from the company by the means of meeting allowance, pension, bonus or any other benefits in any type as approved by the shareholders' meeting from time to time or all the time until the meeting of shareholders shall pass a resolution for further change.

**Category 5
Shareholders' Meeting**

Clause 36. The committee shall organize annual general shareholders' meeting within 4 months after the end of accounting period of the company.

Shareholders' meetings on other occasions shall be called "Extraordinary Meetings". The committee shall call for extraordinary meetings at any time when necessary or appropriate or any time when shareholders with at least one-fifth of the total amount of shares issues and allocated or at least 25 shareholders with at least one-tenth of the total amount of shares issues and allocated come together and send petition to the committee to call for an extraordinary meeting. In such event, the petitioners must identify the reasons for their

request and the committee shall organize such shareholders meeting within a period of one month after receiving the petition from the shareholders.

Clause 37. In calling for a shareholders' meeting, the committee shall prepare official letter of meeting appointment with specific details on the locations, date, time, and meeting agenda as well as topics that will be proposed and discussed at the shareholders' meeting along with other details and information that must be specifically identified as the issues to be informed, issues to be approved, or issues for consideration on a case by case basis. The opinions of the board of committee regarding the issues shall be included and sent to shareholders and registrars at least 7 days before the day of the meeting as well as making public announcement regarding the meeting appointment in a Thai-language daily newspaper with area of distribution that covers the area of head office of the company for three consecutive days before the actual date of the meeting at least 3 days. The location for the shareholders meeting must be within the local area where the head office of the company or a branch office is situated or in a nearby province to the location of the head office

Clause 38. In any shareholders meeting, there must be—shareholders or representatives of shareholders—if any—at least 25 persons attending the meeting with at least one-third of the total amount of shares issued and purchased, or shareholders and authorized representatives of shareholders (if any) attending the meeting at least half or the total number of all shareholders with at least one-third of the total number of company shares already issued and allocated.

For any shareholders meeting, if after one hour of the appointment, the total number of shareholders attending the meeting does not reach the amount and conditions as specified above, the meeting that was called for by shareholders shall be considered as cancelled. However, if the shareholders meeting is not a meeting originated from shareholders request or petition, the meeting may be adjourned with new letters of appointment delivered to shareholders at least 7 days before the new meeting day. In the next meeting, there is no numeral requirement of the meeting quorum.

Clause 39. In shareholders meeting, shareholders may assign other individuals to attend and vote at the meeting. The representative, however, need to carry a letter of power of attorney with date and signature of the shareholder he or she is representing. The letter must be in accordance with the requirements and specifications of the company's registrar.

The letter of power of attorney shall be handed over to the chairman or the person designated by the chairman at the actual location before the representatives can attend the meeting.

Clause 40. The chairman of the board of committee shall be the president at the meeting. If the chairman is not in attendance or cannot perform the tasks and duties, the vice chairman may preside over the shareholders meeting. If the vice chairman is not at the meeting or cannot perform the duties, the shareholders at the meeting shall appoint a shareholder to act as the president of the meeting.

Clause 41. When voting, one share shall equal one vote. The decisions made at the meeting shall include the following votes.

(1) In normal circumstances, if there is no decisive majority of the votes of the shareholders attending the meeting and casting their votes, the president at the meeting shall cast one more final vote to make the decision.

(2) In the following circumstances, decisions shall be made with three-fourth of all votes from shareholders entitled to casting their votes attending the meeting.

(a) In selling or transferring businesses of the company whether in significant parts or in whole to other individual(s).

(b) In buying or acquiring businesses of other company(s) or private company(s).

(c) In making, amending or canceling rental contracts related to business operations of the company whether in significant parts or in whole.

(d) In assigning or delegating other individuals to manage business or business operations of the company.

(e) In merging the business operations with other individuals with the objectives of mutually dividing business profits and losses.

(f) In amending or making additions to the Memorandum of Association of the company or other regulations.

(g) In making capital increase or capital reduction of the company or issuing corporate bonds or debentures.

(h) In merger and acquisition or dissolution of the company.

Category 6 **Accounting , Finance and Audit**

Clause 44. The fiscal year of the Company shall commence from 1st January and end on 31st December of every year.

Clause 45. The Company must cause its accounts to be prepared, kept and audited in accordance with the pertinent laws, and must prepare a balance sheet and profit and loss account at least once in every 12 months as constitute the fiscal year of the Company.

Clause 46. The Board of Directors must cause a balance sheet and profit and loss account to be prepared as at the ending date of the fiscal year of the Company and submitted for approval to the meeting of shareholders at an annual ordinary meeting of shareholders. The Board of Director to completion before they are submitted to the meeting of shareholders.

Clause 47. The Board of Directors shall submit to the shareholders the following documents together with notice of the summoning of an annual ordinary meeting of shareholders:

(1) A copy of the balance sheet and profit and loss account examined by the auditor together with the auditor's report;

(2) The Board of Directors' annual report

Clause 48. No dividend shall be distributed otherwise than out of profits. In the event the Company still incurs accumulated losses, no dividend may be distributed.

Subject to Article 5, the dividends shall be distributed equally for each share according to the number of shares.

The dividend payment must be approved by the meeting of shareholders.

The Board of Directors may from time to time pay to the shareholders such interim dividends as appeared to the directors to be justified by the profits of the Company, and shall accordingly report to the shareholders at a subsequent meeting.

The payment of dividends shall be made within 1 month from the date of the meeting of shareholders or from the date of the Board of Directors' resolution, as the case maybe. To this, a written notice shall be given to the shareholders, and a notice of the declaration of dividends shall be published in a Thai daily newspaper for 3 consecutive days.

Clause 49. The Company must appropriate to a reserve fund not less than 5 percent of the annual net profits less the accumulated losses brought forward (if any), until the reserve fund reaches not less than 10 percent of the registered capital.

Apart from the reserve so specified, the Board of Directors may propose that the meeting of shareholders pass a resolution to appropriate such other reserve funds as it sees fit for the purpose of conducting the business of the Company.

Clause 50. The auditor must not be director, an employee, or any office holder of the Company.

Clause 51. The auditor has the power to examine accounts, any other document and evidence concerning income, expenditures, as well as property and liabilities of the Company during office hours of the Company. To this, he shall have the power to inquire a director, an officer, an employee, any explanation on facts or submit documentation concerning the business operation of the Company.

Clause 52. The auditor has a duty to be present at a meeting of shareholders of the Company every time the balance sheet, profit and loss account, and problems concerning the accounts of the Company are considered in order to give explanations on the auditing to the shareholders. The Company shall also deliver to the auditor reports and documents of the Company the shareholders ought to receive at such meeting of shareholders.

Evidence to show the right call and Voting and Counting of Votes Methodology on AGM

The company will begin to register more than 1 hour or since 9.00 a.m. at Grand Ballroom Grand Hyatt Erawan Bangkok as the map at enclosed file No. 8

Evidence to show the right call

Attendees must show the following documents prior to meeting (as the case may).

Individual Shareholders.

1. If shareholders attend the meeting themselves.

a. Registration form

, b. Identification card or government official or passport (if a foreigner) or a copy.

2. If the proxy.

a. Registration form

b. Proxy that has shipped with a complete full text.

c. A copy of identification card or government official

or passport (if a foreigner) of the proxy and proxies must be certified copies.

A Corporate shareholders.

1. If authorized to sign on behalf of the corporate participants themselves.

a. Registration form

b. Identification card or government official or passport (if a foreigner) or a copy.

c. Copy of Certificate of Ministry of Commerce certified copy must be signed by the authorized corporate representative.

2. If the proxy.

a. Registration form

b. Proxy form which is completely filled out. with **stamp duty 20 baht**

c. A copy of identification card or government official

or passport (if a foreigner) of the proxy and proxies must be certified copies.

d. A copy of the certificate or copy of certificate of Commerce entity (if a registered foreign entity) to ensure accurate copy.

Voting and Counting of Votes Methodology on AGM

1. Every shareholder has the right to vote equal to the number of shares held by counting 1 share equal to 1 vote. If there are equal votes, The chairman of the meeting shall have one more vote as a casting vote.

2. Any vote must be approved by a majority vote of the shareholders who attended the meeting and voted except for Agenda 7 regarding the consideration and approval of the remuneration of the Board of Directors and sub-committees must receive an approval vote of not less than two-thirds of the total votes of the shareholders attending the meeting.

3. Collection of scores The company will count votes only for shareholders or proxies who vote against or abstain from voting. in each agenda only The shareholders raised their hands for the Company's staff to collect the ballots. and the company will take the votes of disapproval or abstain from such voting from all the votes attending the meeting. The remainder of the votes will be deemed as the votes in favor. Except for voting for Agenda 5 regarding the consideration of appointing directors to replace those who had to retire by rotation and Agenda 6 regarding the consideration of electing additional directors The Company has prepared individual ballots. The company will collect all ballots according to the practice of the Stock Exchange of Thailand. as evidence to verify the vote counting

4. Company shares from Thai NVDR Co., Ltd. can exercise the right to attend the meeting but has no right to vote on each agenda.

5. To make the counting of votes go smoothly, the company will count votes with a barcode system (which will have the number of shareholders distributed during registration, which can be linked with the number of shares of each person during registration).

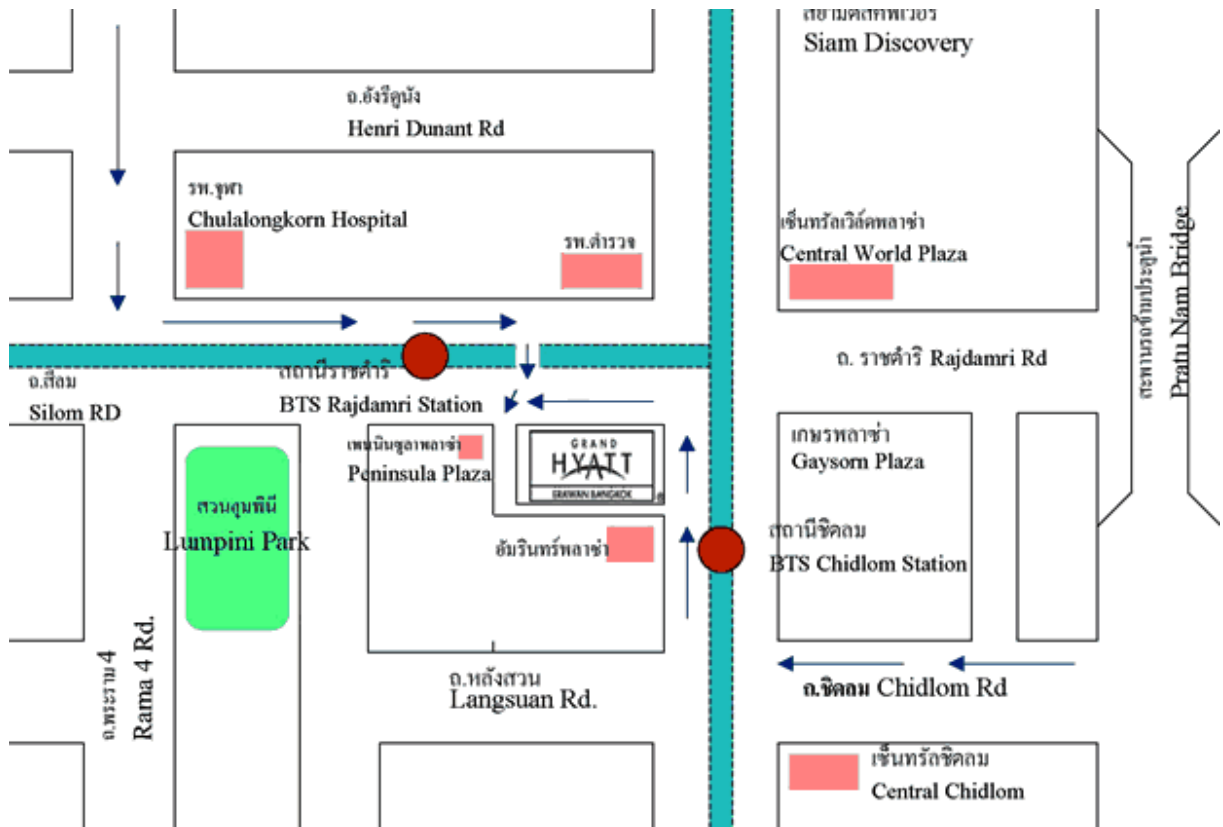
6. After the meeting The Company's staff will collect the all ballots. In the case of shareholders or proxies who wish to return first, the shareholders or proxies please deposit their ballots to the company's officers.

Map of Meeting Location

Grand Hyatt Erawan Bangkok

494 Rajdamri Road, Bangkok, Bangkok Metropolitan, Thailand, 10330

Telephone : 02-2541234



Direction

By car

Running on Ploenchit Road on the left heading to Ratchaprasong Intersection Turn left into the parking lot between the Amarin Plaza building. Turn into the parking lot on the side of Ratchadamri Road

By Sky train (BTS)

- 1) Chidlom Station Exit No. 2
- 2) Ratchadamri Station Exit No. 4

**Guideline for attending the 2022 Annual General Meeting of Shareholders
Regarding the pandemic of COVID-19**

According to the epidemic of COVID-19, the Company would like to inform you of our Guidelines for attending the 2022 Annual General Meeting of Shareholders as stated below:

1. Request for Shareholders, cooperation in granting proxy to the Company's Independent Director to attend the meeting on behalf of Shareholders

To prevent and reduce the risk of spreading possibility of COVID-19 from the crowding of shareholders on the meeting day, attendees will be assigned to a seat with appropriate social distancing at 1-2 meter from each other. This will limit the number of seats available in the meeting venue for approximately 200 seats. In this regard, the Company would like to request for Shareholders' kind cooperation in granting a proxy to the Company's Independent Director to attend the meeting by mailing the proxy form. The proxy can be downloaded at

www.mcssteel.com/WebSite/investorrelation.aspx together with related documents to:

Company Secretary Office (MG)
M.C.S. Steel Public Company Limited
70 Moo 2, Chang-yai, Bang-sai
Ayutthaya 13290

and Shareholders are welcome to submit relevant questions prior to the meeting. Shareholders are requested to include their name, telephone number, email address (if any) in the following channel: Email: kancharica@mcssteel.co.th or send their questions together with the proxy form. The Company will provide answers to the question on the Company's website.

2. For shareholders who wish to attend in person, the Company would like to request your cooperation in following measures below.

- 2.1 A screening point shall be set up at the entrance in front of register point in front of Grand Ballroom at Grand Hyatt Erawan Bangkok Hotel.
 - 2.1.1 Attendees must be present documents of at least 2 injections of vaccination before entering the meeting room. In the absence of such evidence The company asks shareholders or proxies to Delegate powers to independent directors or any other person to attend the meeting on his behalf
 - 2.1.2 The company arranges for ATK examination by lining up at the screening point, document check point. and registration point will keep a distance of at least 1 meter in case of detection of those at risk. In case of detected at risk or people with respiratory symptoms the company reserves the right not to allow such risky shareholders or proxies to enter the meeting room.

2.2 Attendees will be assigned to a seat with appropriate social distancing at 1-2 meter from each other. This will significantly reduce the number of seats available in the meeting venue for approximately 200 seats. When the seats are fully occupied, no more participants will be allowed to enter the meeting venue and shareholders, who attend the meeting in person, are required to grant proxy to the Company's Independent Directors to attend the Meeting instead of participating in persons.

2.3 All attendees requested to prepare and wear a facemask at all time

2.4 For the safety and well-being of attendees no microphone will be available to ask questions at the meeting. Attendees will be asked to submit their written questions to the Company's staff to submit it to the Chairman of the meeting.

2.5 Neither snack box nor coffee or tea will be served in order to minimize personal direct contact in which may risk the infection of the disease.

2.6 Should there be any changes in the situation or additional AGM-related measures from the Government Official, the Company will inform Shareholders via the Company's website www.mcssteel.com

Printed copies of the 2021 56-1 One Report, Financial Report and other documents will not be provided at the meeting for sanitation and in order to minimize personal direct contact, and to reduce any environmental impact

Cooperation from all shareholders, proxies and participants in following the guidelines is highly appreciated. If there are a number of attendees arriving at the same time which may cause a delay in screening and registration process, we hereby apologize for such inconvenience that may arise.