

Ref: 2S_BoD004/202

April 21st, 2022

Subject : Notification of the resolutions of the AGM 2022

To : President
The Stock Exchange of Thailand

The Annual General Meeting of Shareholders for the year 2022 of 2S Metal Public Company Limited ("the Company"), held on April 21st, 2022 at 10.30 a.m. via Electronic means (E-AGM) with the following agenda.

1. Approved the minutes of the Annual General Meeting of Shareholders for year 2021 held on 21st April 2021 by the votes as follows;

Approved	325,350,150	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %
2. Acknowledged the Company's operating results for fiscal year 2021.
3. Approved the audited financial statements 2021, for the fiscal year ended 31 December 2021 by the votes as follows;

Approved	325,350,150	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %
4. Approved the dividend payment of year 2021 by stock and cash dividend at Baht 0.57 per share with an amount not exceeding Baht 285.00 million, representing a dividend payout ratio of 40.02% from the Company's separate financial statement of the year 2021. The dividend will be paid from the Company's operation of Non BOI business, which accounts for the corporate income tax of 20 percent of net profit,

However, the Board of Directors Meeting No. 3/2021 held on August 9th, 2021 resolved to pay an interim dividend in cash from the Company's performance in the first half of 2021 (January 1st, - June 30th, 2021) at the rate of Baht 0.20 per share, equivalent to approximately Baht 100.00 million. The interim dividend was paid on September 6th, 2021. Thus, the remaining dividend to be paid in this regard at Baht 0.37 per share or totally in the amount of approximately Baht 185.00 million as details following;

- 4.1 Paid stock dividend by ordinary shares in the ratio of 10 existing shares per 1 stock dividend at par value of Baht 1 per share, which total not more than 49,999,900 shares, equivalent Baht 0.10 per share or the amount not exceed Baht 49,999,900.

In case, the shareholder has the fraction of shares calculated in proportion to the stock dividend, the fraction will be cut off and paid by cash instead of a stock dividend at the rate of Baht 0.10 per share.

- 4.2 The cash dividend of Baht 0.27 per share or equivalent to an amount not exceed Baht 134,999,445.42 (Such the fraction of the stock dividend as 2.1 that will be paid cash instead – The cash dividend may be expanded. But the total amount of both dividends will not exceeding Baht 185.00 million).

In this regards, the total dividend will be deducted withholding tax at the rate specified by law. The cash dividend will be paid the withholding tax, which individual shareholders received a tax credit in calculating tax under Section 40 bis.

The dividend payment on 4.1) and 4.2) can be summarized as follows:

	Baht per share
Stock dividend (10 existing share : 1 stock dividend)	0.100
Cash dividend	0.270
Total dividend payment	0.370
Less : withholding tax (10%)	(0.037)
Remaining	0.333
<u>Divided to:</u>	
Stock dividend (10 existing share : 1 stock dividend)	0.100
Cash dividend	0.233

The Record Date determining the shareholders who are entitled to receive dividend will be March 16th, 2022. The dividend will be paid on May 19th, 2022, by the votes as follows;

Approved	325,350,150	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

5. Approved the capital decrease from the existing registered capital of Baht 499,998,995 to be the new registered capital of Baht 499,997,946 by eliminating non allotment of 1,049 shares at par value of Baht 1 per share which remaining from supporting the stock dividend payment according to the resolution of AGM 2021, by the votes as follows;

Approved	325,350,150	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

6. Approved the amendment of Clause 4 of the Company's Memorandum of Association according to the decreasing of registered capital as per following details:

"Clause 4	Registered capital	499,997,946	Baht (Four hundred ninety-nine million nine hundred ninety seven thousand and nine hundred forty six Baht)
	Divided into	499,997,946	Shares (Four hundred ninety-nine million nine hundred ninety seven thousand and nine hundred forty six shares)
	Par value of	1	Baht (One Baht)
<u>Which is classified into</u>			
	Ordinary shares	499,997,946	Shares (Four hundred ninety-nine million nine hundred ninety seven thousand and nine hundred forty six shares)
	Preference shares	-	Share (Zero share)"

by the votes as follows;

Approved	325,350,150	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

7. Approved the capital increase from the existing registered capital of Baht 499,997,946 to be the new registered capital of Baht 549,997,741 by issuing the 49,999,795 new ordinary shares with the par value of One (1) Baht per share for supporting the stock dividend payment., by the votes as follows;

Approved	325,350,150	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

8. Approved the amendment of Clause 4 of the Company's Memorandum of Association according to the increasing of registered capital as per following details:

"Clause 4	Registered capital	549,997,741	Baht (Five hundred forty nine million nine hundred ninety seven thousand and seven hundred forty one Baht)
	Divided into	549,997,741	Shares (Five hundred forty nine million nine hundred ninety seven thousand and seven hundred forty one shares)
	Par value of	1	Baht (One Baht)
<u>Which is classified into</u>			
	Ordinary shares	549,997,741	Shares (Five hundred forty nine million nine hundred ninety seven thousand and seven hundred forty one shares)
	Preference shares	-	Share (Zero share)"

by the votes as follows;

Approved	325,350,150	votes	equivalent to	100%
----------	-------------	-------	---------------	------

Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

9. Approved the allotment of of 49,999,795 shares with par value of Baht 1 per share as the proposing details, by the votes as follows;

Approved	325,350,150	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

10. Approved the re-election of directors who retired by rotation as directors of the Company for another term, by the votes as follows (excluded vote of the directors who have conflict of interest);

a) Mr. Surapon Satimanont			Vice Chairman and Chairman of Audit Committee	
Approved	325,349,900	votes	equivalent to	99.999%
Disapproved	250	votes	equivalent to	0.000 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

b) Miss Boonsri Panyapiamsak			Director, Executive Director and CFO	
Approved	309,932,873	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

c) Mr. Preeda Wongsathitporn			Director	
Approved	302,952,985	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

11. Approved the directors' remuneration of the year 2022 as same rate of previous year in the total amount not exceeding Baht 4.0 Million, consisting by salary, meeting's remuneration and extra remuneration or bonus. For the director who is also an executive director will not receive these remunerations by the votes as follows

Approved	325,344,595	votes	equivalent to	99.998%
Disapproved	0	votes	equivalent to	0 %
Abstained	5,555	votes	equivalent to	0.002%
Voided ballot	0	votes	equivalent to	0 %

12. Approved the appointments the Company's auditors from Grant Thornton Limited as names are following;

* Miss Kanyanat Sriratchatchaval,	CPA. No. 6549 and/or
* Miss Kesanee Srathongpool	CPA. no.9262 and/or
* Miss Luxsamee Deetrakulwattanapol	CPA. No. 9056 and/or
* Miss Saranya Akharamahaphanit	CPA. No. 9919 and/or
* Miss Amornjid Baolorpet	CPA. No. 10853



to be the company's auditor for the accounting period of 2022, with the remuneration of Baht 1,961,000 per year. (excluded other expenses) by the votes as follows;

Approved	325,350,150	votes	equivalent to	100%
Disapproved	0	votes	equivalent to	0 %
Abstained	0	votes	equivalent to	0 %
Voided ballot	0	votes	equivalent to	0 %

Please be informed accordingly.

Yours sincerely,

(Mr. Sombat Leeswadtrakul)
Chief of Executive Officer