

Proxy (Form C.)

Written at

Date ... Month Year

(1) I/We..... Nationality.....
 Address Street Sub-district
 District..... Province Postal Code

(2) Being a shareholder of **M.C.S. Steel Public Co., Ltd.**

Holding shares at the total amount of Shares

Have the right to vote equal to votes as follows :

Ordinary share Shares and have the right to vote equal to Votes

Preference share Shares and have the right to vote equal to Votes

(3) hereby appoint

Name Age Years Address
 Street Sub-district District
 Province Postal Code

Or Name Age Years Address
 Road Tambol / Khwaeng Amphoe / Khet
 Province Postal Code

Or **Police Gen. Damrongsak Kittiprapas Independent Director and Chairman of Nomination and Remuneration Committee** Age 62 Year Address : No. 66/168 Soi Ladprao 80 Yak 22 Wang Thonglang ,Khet Wang Thonglang Bangkok 10310 ,This person is not as a director that might cause conflicts of interest in this meeting except **Agenda 6**, which pertains to the consideration and approval of the remuneration for the Board of Directors and sub-committees for the fiscal year 2025.

Or **Mr. Supoj Kaewmanee Audit Committee, member of Nomination and Remuneration Committee and Risk Management Committee** Age 65 Year Address : No. 11/445 Soi Ramkhamhaeng 44 Ramkhamhaeng Road Huamark Bangkrapi, Bangkok 10240 ,This person is not as a director that might cause conflicts of interest in this meeting except **Agenda 6**, which pertains to the consideration and approval of the remuneration for the Board of Directors and sub-committees for the fiscal year 2025.

Any and only one person to be my/our proxy to attend and vote on my/our behalf at the **2025 Annual General Meeting of shareholders held on April 10,2025 at 10.00-12.00 am. at Grand Hall 2nd Floor , The Athenee Hotel, a Luxury Collection Hotel, Bangkok** No. 61 Wireless Road Lumpini Pathumwan Bangkok 10330 or on date at time and place as may be postponed or changed.

(4) I/We hereby authorize the proxy holder to vote on my/our behalf in the meeting as follows;

Agenda No. 1 To consider certifying the Minutes of the Annual General Meeting of Shareholders on April 9,2024.

(A) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.

(B) The proxy holder shall vote according to my/our intention as follows;

Agree Disagree Abstain

Agenda No. 2 To acknowledge the company 'operating results of 2024.

(A) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.

(B) The proxy holder shall vote according to my/our intention as follows;

Acknowledge

Agenda No. 3 To consider and approval of the financial statements of the company and its subsidiaries for the year ending December 31, 2024.

(A) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.

(B) The proxy holder shall vote according to my/our intention as follows;

Agree Disagree Abstain

Agenda No. 4 To consider and approve dividend payment for the fiscal year 2024.

(A) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.

(B) The proxy holder shall vote according to my/our intention as follows;

Agree Disagree Abstain

Agenda No. 5 To elect directors to replace those retired by rotation

(A) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.

(B) The proxy holder shall vote according to my/our intention as follows;

The election of the set of the directors

Agree Disagree Abstain

The election of the individual director, namely ;

1. **Miss Wanna Pholkaew**

Agree Disagree Abstain

2. **Mr. Phairat Viwatborvornwong**

Agree Disagree Abstain

3. **Mr.Pornchai Phisarnanukunkit**

Agree Disagree Abstain

Agenda No. 6 To approve the remuneration of the Committee and Sub-Committee for the fiscal year 2025.

(A) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.

(B) The proxy holder shall vote according to my/our intention as follows;

Agree Disagree Abstain

Agenda No. 7 To appoint the auditors and determine audit fees in 2025

(A) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.

(B) The proxy holder shall vote according to my/our intention as follows;

Agree Disagree Abstain

Agenda No. 8 Other matters, if any.

To allow shareholders to ask questions and for the Board of Directors to respond to any inquiries from shareholders (if any), there will be no voting on this agenda item.

(5) The voting of the proxy holder in respect of any agenda in contrary to the manner set forth above shall be considered incorrect and shall not be deemed my/our vote.

(6) In the case where my/our designation for the proxy holder to vote in respect of any agenda is not specified or not clearly specified or if there is any agenda considered in the meeting other than those specified above, including any amendment or additional thereof, the proxy holder shall be authorized to consider the matters and vote on my/our behalf as the proxy holder deems appropriate in all respects.

Any act or thing carried out by the proxy holder in the meeting except the case that the proxy holder does not vote according to my/our intention as specified in proxy form shall be deemed as having been carried out by myself/ourselves in all respects.

Signed _____ Proxy Grantor
(_____)

Signed _____ Proxy Holder
(_____)

Signed _____ Proxy Holder
(_____)

Signed _____ Proxy Holder
(_____)

- Remark
1. The shareholder shall grant proxy to only one proxy holder to attend and vote at the meeting. The number of shares may not be divided to more than one proxy holder in order to divide the vote.
 2. With respect to the agenda on the election of the Company's Board of Directors ,either the set of directors or individual director may be appointed.
 3. In case there is any other agendas to be considered in addition to those specified in the above mentioned ,the proxy grantor may specify such agenda on the continued list of the proxy form C. attached hereto.

The continued list of the Proxy Form C

The proxy on behalf of the shareholder of **M.C.S. Steel Public Co., Ltd.**

At the annual general meeting of shareholders for the fiscal year 2025, scheduled for **Thursday, April 10, 2025, at 10:00 AM**, at the Grand Hall, The Athenee Hotel Bangkok, a Luxury Collection Hotel, located at 61 Witthayu Road, Lumpini, Pathumwan, Bangkok 10330, or as may be rescheduled to another date, time, and location.

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Agenda No. Subject

- (A) The proxy holder is entitled to consider and vote on my/our behalf as deemed appropriate in all respects.
- (B) The proxy holder shall vote according to my/our intention as follows;
 - Agree Disagree Abstain

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 - Agree Disagree Abstain

**Information about the independent directors
proposed by the company to receive proxies from shareholders**

1)			
Name	Police Gen. Damrongsak Kittiprapas		
Position	Independent Director and Chairman of Nomination and Remuneration Committee		
Age	62		
Nationality	Thai		
Term as Director	2 Months (Since January 2025)		
Share Holding in MCS (include spouse and children)	0 share (At 15 January 2025)		
Address	No. 66/168 Soi Ladprao 80 Yak 22 Wang Thonglang , Khet Wang Thonglang Bangkok 10310		
Conflicts of interest in this meeting	<u>Agenda 6</u> , the remuneration of the Committee and Sub-Committee for the fiscal year 2025.		
2)			
Name	Mr. Supoj Kaewmanee		
Position	Independent Director / Member of Audit Committee/ Member of Nomination and Remuneration Committee/ Member of Risk Management Committee		
Age	65		
Nationality	Thai		
Term as Director	2 Period (Since 2018)		
Share Holding in MCS	0 share (At 27 December 2024)		
Address	No. 11/445 Soi Ramkhamhaeng 44 Ramkhamhaeng Road Huamark Bangkrapi, Bangkok 10240		
Conflicts of interest in this meeting	Agenda 6 , the remuneration of the Committee and Sub-Committee for the fiscal year 2025.		

Definition of Independent Director of the Company

An independent director is defined as a director who has the independence to express opinions to develop and improve the management of the organization, ensuring progress, transparency, and good governance. Independent directors must meet the following qualifications:

1. **Shareholding:** Own no more than 1% of the total shares with voting rights of the company, its parent company, subsidiaries, associated companies, major shareholders, or controllers of the company. This includes shares held by related parties of the independent director.
2. **Management Involvement:** Must not be or have ever been an executive director, employee, consultant with a regular salary, or a controller of the company, its parent company, subsidiaries, associated companies, or major shareholders, unless they have ceased such relationships for at least 2 years. This does not include cases where the independent director was a civil servant or consultant to a government agency that is a major shareholder or controller of the company.
3. **Family Relations:** Must not be a person related by blood or registered legal ties (such as parents, spouses, siblings, and children, including the spouses of children) to executives, major shareholders, controllers, or candidates proposed as executives or controllers of the company or its subsidiaries.
4. **Business Relationships:** Must not have or have ever had business relationships with the company, its parent company, subsidiaries, associated companies, major shareholders, or controllers in a manner that could obstruct independent judgment. This includes not being or having been a significant shareholder or controller of entities having business relationships with the aforementioned parties unless they have ceased such relationships for at least 2 years.
5. **Audit Relationship:** Must not be or have ever been an auditor of the company, its parent company, subsidiaries, associated companies, major shareholders, or controllers, and must not be a significant shareholder, controller, or partner of an audit office that includes the auditors of the company or its related parties unless they have ceased such relationships for at least 2 years.
6. **Professional Services:** Must not be or have ever been a provider of professional services, including legal or financial advisory services, earning fees exceeding 2 million baht per year from the company, its parent company, subsidiaries, associated companies, major shareholders, or controllers, and must not be a significant shareholder, controller, or partner of the said professional service providers unless they have ceased such relationships for at least 2 years.
7. **Representative Directors:** Must not be a director appointed to represent the directors of the company, major shareholders, or shareholders who are related to major shareholders.
8. **Competing Businesses:** Must not operate a business that is the same as or competing significantly with the business of the company or its subsidiaries, nor be a partner in a partnership or act as an executive director, employee, or consultant receiving a salary from, or own more than 1% of the voting shares of another company engaged in a similar competing business.
9. **Other Characteristics:** Must not possess any other characteristics that would prevent them from providing independent opinions regarding the operations of the company after being appointed as independent directors. Once compliance with points 1 to 9 is met, an independent director may be assigned by the board to make decisions regarding the operation of the company, its parent company, subsidiaries, associated companies, or major shareholders, with decisions made in a collective manner.

This definition ensures that independent directors maintain a significant level of independence, which is crucial for effective governance and oversight.