

AGM-2023



Invitation Letter to 2023

Annual General Meeting of Shareholders

RAYONG WIRE INDUSTRIES PUBLIC COMPANY LIMITED

On Friday April 28, 2023 at 10:00 a.m.

In the form of E-Meeting



Rayong Wire Industries Public Company Limited ask for cooperation from shareholders and/or proxies please study the details of how to register for the E-Meeting format and provide identification documents. as well as studying how to vote Voting and procedures for attending the meeting or considering appointing an independent director as a proxy of the company attending the meeting and voting

Content

Invitation Letter to 2023 Annual General Meeting of Shareholders	3
<u>Enclosure for 2023 Annual General Meeting of Shareholders</u>	
1. Copy of the Minutes of the 2022 Annual General Meeting of Shareholders on April 29, 2022	17
2. 56-1 One Report (QR Code)	38
3. Information of a person nominated for appointment as Director in replace of Directors retiring at the expiration of the term	39
4. Definition of “Independent Director”	45
5. Information about independent directors nominated by the company as proxies for shareholders	50
6. Articles of Association of the Company relating to the Shareholders' Meeting	55
7. How to register to attend the shareholders' meeting and vote through E-Meeting	62
8. Procedures for submitting a meeting (E-Request) and using the conference system through E-Meeting	77
9. Proxy Form Type A	78
10. Proxy Form Type B	84
11. Proxy Form Type C	87
12. Question form in advance according to the agenda for the 2023 Annual General Meeting of Shareholders	90
13. Requesting Form of Annual Report in paper format	91
14. Contact for more information	92



Remark Shareholders can view the notice of the 2023 Annual General Meeting of Shareholders and meeting documents on the Company's website www.rwi.co.th available from April 13, 2023, onwards.

Ask for more detail please contacts:

- | | | | |
|------------------|-------------|--------------------|----------------------------|
| 1. Ms. Nongnuch | Kumchaithep | Company Secretary | Tel: 038-684-489 ext. 103 |
| 2. Mr. Thanaphan | Sapsakhorn | Investor Relations | Tel: 02-049-1001 ext. 4051 |
| | | | Fax: 02-049-1005 |

April 7, 2023

Notice of the 2023 Annual General Meeting of Shareholders
Rayong Wire Industries Public Company Limited

Subject Invitation to the 2023 Annual General Meeting of Shareholders

Attention Shareholders

Enclosure

1. Copy of the Minutes of the Annual General Meeting of Shareholders for the year 2022 held on April 29, 2022
2. 56-1 One Report (QR Code)
3. Information of a person nominated for appointment as Director in replace of Directors retiring at the expiration of the term
4. Definition of “Independent Director”
5. Information about independent directors nominated by the company as proxies for shareholders
6. Articles of Association of the Company relating to the Shareholders' Meeting
7. How to register to attend the shareholders' meeting and vote through E-Meeting
8. Procedures for submitting a meeting (E-Request) and using the conference system through E-Meeting
9. Proxy Form Type A
10. Proxy Form Type B
11. Proxy Form Type C
12. Question form in advance according to the agenda for the 2023 Annual General Meeting of Shareholders
13. Requesting Form of Annual Report in paper format
14. Contact for more information

The Board of Directors of Rayong Wire Industries Public Company Limited has a resolution to call the Annual General Meeting of Shareholders for the year 2023 on Friday, April 28, 2023, at 10:00 a.m. via E - Meeting to consider various matters accordingly. The agenda together with the opinions of the Board of Directors are as follows:

Agenda 1 To review and adopt minutes of the 2022 Annual General Meeting of Shareholders which was held on April 29, 2022
(Voting method: Use the majority vote of the shareholders who attend the meeting and have the right to vote)

Purpose and reason The 2022 Annual General Meeting of Shareholders was held on April 29, 2022. Minutes of the meeting were prepared and submitted to the Stock Exchange of Thailand within 14 days from the date of the 2022 Annual General Meeting of Shareholders and published on the website. of the company www.rwi.co.th

Opinion of the Board of Directors View as proper to present the minutes of the Annual General Meeting of Shareholders for the year 2022 held on April 29, 2022, which the Board of Directors deems that the report was recorded correctly, to the Annual General Meeting of Shareholders shall certify the minutes of such meeting. The Company has published the Minutes of the 2022 Annual General Meeting of Shareholders on the Company's website once again along with this Notice of the Annual General Meeting of Shareholders. and documents Related to the Annual General Meeting of Shareholders The details are as per the copy of the minutes of the meeting in Attachment No. 1

Agenda 2 To acknowledge the report of the Board of Directors for the year 2022
(Voting method: no voting due to agenda for acknowledgment)

Purpose and reason The company has summarized the past operating results and significant changes that occurred in the year 2022 as detailed in the 56-1 One Report for the year 2022

Opinion of the Board of Directors View as proper to the Annual General Meeting of Shareholders to acknowledge the Company's operating results for the year 2022, in which the Company has summarized the past operating results and significant changes that occurred in the year 2022 as per the attachment. No. 2 56-1 One Report for the year 2022, topic Analysis of operations and financial position

Agenda 3 To consider and approve the financial statements for the year 2022 ended December 31, 2022

(Voting method: Use the majority vote of the shareholders who attend the meeting and have the right to vote)

Purpose and reason To comply with the Public Limited Company Act which requires the company to prepare a statement of financial position and a statement of comprehensive income at the end of the company's fiscal year that has been audited by a certified auditor and proposed to the shareholders' meeting for approval

Opinion of the Board of Directors View as proper to propose to the Annual General Meeting of Shareholders to consider and approve the financial statements for the year 2022 ended December 31, 2022, that have been audited and certified by the auditor of the Office of SP Audit Co., Ltd. (" SP Audit ") and has been approved by the Audit Committee. Which shows the financial position and performance of the company in the past year 2022, which can be summarized as follows:

Comparison Table on company's Article of Association

(Unit: Million Baht)

Transaction	2022	2021	Increase (Decrease)	Percentage
Total Assets	1,352.89	1,764.12	(411.23)	(23.31)%
Total Liabilities	241.00	391.87	(150.87)	(38.50)%
Proportion of shareholders	1,111.89	1,372.26	(260.37)	(18.97)%
Revenue from sales	941.14	879.46	61.68	7.01%
Total Revenue	960.47	989.90	(29.43)	(2.97)%
Total Expenses	1,182.78	818.88	363.90	44.44%
Profit Annually	(222.02)	179.92	(401.94)	(223.40)%
Profit Company	(222.02)	179.92	(401.94)	(223.40)%
Profit per share (Baht)	(0.24)	0.29	(0.53)	(182.76)%

The details are as shown in the financial statements of the 56-1 One Report for the year 2022, which was sent to the shareholders together with the notice of this meeting according to what came with No.2

Agenda 4 To consider profit allocation of omit dividend payment

(Voting method: Use the majority vote of the shareholders who attend the meeting and have the right to vote)

Purpose and reason The Company has the policy to pay dividends at the rate of not less than 50 % of the net profit of the separate financial statements after tax or as appropriate if there is no other necessary reason and the dividend payment does not significantly affect the Company's normal operations. or unless the Company has investment projects in other projects in 2022, the Company's financial statements showed a net loss of 222.02 million baht. Therefore, it is proposed to refrain from paying dividends. For the operating results of the year 2022 from January 1, 2022, to December 31, 2022, refrain from allocating legal reserves

Opinion of the Board of Directors View as proper to propose to the Annual General Meeting of Shareholders to consider and approve the omission of dividend payment for the year 2022 for the operating results. From January 1, 2022, to December 31, 2022, refrain from allocating legal reserves

Agenda 5

To appoint Directors who retired by rotation

(Voting method: Use the majority vote of the shareholders who attend the meeting and have the right to vote)

Purpose and reason According to the Public Limited Company ACT and Memorandum of Association Article 18 conclude for every annual general meeting of shareholders, Directors need to retire by one-third thus if the number of directors is divided into 3 parts, not exactly then discard the number nearest to one-third. Directors who retired by rotations may reelect thus in this 2022 Annual General Meeting of Shareholders there 3 Directors who retired by rotations

- | | | |
|------------------|-------------------|--|
| 1. Mr. Worawit | Siriwatwimol | Directors of the Company,
Independent Directors,
and Chairman of the Audit Committee |
| 2. Mr. Wichian | Sophanpanichkul | Company Directors,
Independent Directors,
and Audit Directors |
| 3. Mr. Siriphong | Vongvuttipornchai | Company Directors |

Opinion of the Board of Directors View as proper to propose to the Annual General Meeting of Shareholders to consider and approve the re-election of all 3 directors who retired by rotation to be re-appointed as a director for another term that passed the selection process by the Nomination and Remuneration Committee and presented to the Board of Directors, excluding the nominated directors. jointly considered the qualifications in various aspects suitable for the business of the Company by looking at the suitability in terms of qualifications, experience, expertise in various professions, leadership, and wide vision, including morality, and ethics, as well as having a good attitude towards the organization and performing well as a director of the Company, used the experience to propose policy guidelines to the company as well as being a person with legal qualifications related to notices and company regulations Including performance as a director of the company in the past. Appears in attachment No. 3

In addition, in considering the nomination of persons to be elected as directors the Company did not allow the shareholders to nominate names of persons for consideration

Agenda 6**To set the remuneration of the Board of Directors the for the year 2023**

(Voting method: Requires a vote of not less than 2 in 3 of the shareholders attending the meeting and having the right to vote)

Purpose and reason According to Article 16 of the Company's Articles of Association, summarizes the essence that the Company's directors are entitled to receive remuneration for performing their duties. The compensation includes salary, meeting allowance, allowance, and bonus. In 2023, the Annual General Meeting of Shareholders approved setting the amount of remuneration for directors. in the amount of 1,800,000. - baht, which is determined to be paid on a separate time basis. For the year 2022, the company paid remuneration to directors in the total amount of 1,035,000. - baht. The company summarized the amount paid to individual directors in the 56-1 One Report for the year 2022 as shown in Submitted with No. 2 on the topic of summary of the performance of the Board of Directors in the past year

Details	2023 (Baht) (Present)	2022 (Baht)	2021 (Baht)
Approval Limitation	1,800,000. -	1,800,000. -	1,800,000. -
Actual Amount Paid		1,035,000. -	925,000. -
Total meeting allowance			
Other benefits	-None-	-None-	-None-

Opinion of the Board of Directors View as proper to propose to the Annual General Meeting of Shareholders to consider and approve the directors' remuneration for the year 2023 as proposed by the Remuneration Committee. The Nomination and Remuneration Committee Considered the directors' remuneration for the year 2023 in the amount of 1,800, 000.- Baht, which was the same as compared to the year 2022. This does not include the remuneration or welfare that the Company's directors receive as employees or employees of the Company. Which is scheduled to be paid on a separate time basis by thoroughly scrutinizing the suitability of various and comparing references from the same industry and economic conditions Including the appropriateness of the number of the Board of Directors. The details are as follows:

1. Monetary Compensation: Meeting allowance
 - (1) The Board of Directors (all times attendance)

- Meeting allowance for the Chairman of the Board of Directors at 30,000 baht per time, for the Chairman of the Board of Directors who receives the Company's regular salary or is a person who receives a salary from an affiliated company will receive the meeting allowance for attending the meeting at 20,000 baht instead
 - Board meeting allowance of 20,000 baht per time, for any director who receives a regular salary or those who receive salaries from affiliated companies, will receive a meeting allowance of 5,000 baht for attending the meeting instead
- (2) Audit Committee (all times attendance)
- Meeting allowance for the Chairman of the Audit Committee 25,000. - baht per time
 - Audit Committee meeting allowance of 15,000. - baht per time
- (3) Recruitment and Remuneration Committee (all times attendance)
- Meeting allowance for the Chairman of the Recruitment and Remuneration Committee at 25,000. - baht per time, for the Chairman of the Recruitment and Remuneration Committee who receives the Company's regular salary or is a person who receives a salary from an affiliated company will receive the meeting allowance for attending the meeting at 20,000 baht instead
 - Board meeting allowance of Recruitment and Remuneration Committee at 15,000. - baht per time, for Recruitment and Remuneration Committee who receives the Company's regular salary or is a person who receives a salary from an affiliated company will receive the meeting allowance for attending the meeting at 5,000 baht instead
- (4) Executive (all times attendance)
- The meeting allowance for the Chairman of the Executive Committee is 15,000 baht per time, for the Chairman of the Executive Committee who receives the company's regular salary or is a person who receives a salary from an affiliated company will not receive the meeting allowance
 - The meeting allowance for the Executive Committee is 10,000 baht per time, for the Executive Committee who receives the company's regular salary or a person who receives a salary from an affiliated company will not receive the meeting allowance
2. Other compensation or other benefits. The Company does not have the policy to provide remuneration other than remuneration as a director or employee which is

normally received from the Company. No shares, debentures, or any other securities are given to directors and executives of the Company

Agenda 7 To consider and appoint the Company’s auditor and fix the auditor’s fee for the year 2023

(Voting method: Use the majority vote of the shareholders who attend the meeting and have the right to vote)

Purpose and reason According to Article 120 of the Public Limited Companies Act B.E. 2535 (1992), the annual general meeting of shareholders Appoint an auditor and determine the audit fee of the company every year. In appointing an auditor, the former auditor may be appointed. and Article 43 of the Articles of Association of the Company stipulates that the auditor must not be a director, employee, or person holding any position in the company. The auditor of the company for the year 2023 is

1. Miss Susan Eiamvanicha Certified Public Account No.4036
(Being a signatory of the Company's financial statements in 2020, 2021, and 2022 for 3 years) and/or
2. Mr. Suchart Panitcharoen Certified Public Account No.4475
(Has never signed the Company's financial statements) and/or
3. Miss Chuenta Chommern Certified Public Account No.7570
(Has never signed the Company's financial statements) and/or
4. Miss Wandee Eiamvanicha Certified Public Account No.8210
(Has never signed the Company's financial statements) and/or
5. Mr. Kiatisak Vanithanun Certified Public Account No.9922
(Has never signed the Company's financial statements)

of the office of SP Audit Co., Ltd. (“SP Audit”)

Therefore, for the year 2023, the Audit Committee has considered and deemed it appropriate to propose the appointment of the same auditors, namely:

1. Miss Susan Eiamvanicha Certified Public Account No.4036 and/or
2. Mr. Suchart Panitcharoen Certified Public Account No.4475 and/or
3. Miss Chuenta Chommern Certified Public Account No.7570 and/or
4. Miss Wandee Eiamvanicha Certified Public Account No.8210 and/or
5. Mr. Kiatisak Vanithanun Certified Public Account No.9922

of the office of SP Audit Co., Ltd. as the auditor for the year 2023 for the 4th year due to independence have a good working standard Sufficient support team Has complete qualifications according to the company's regulations. and regulations of the Securities and Exchange Commission and perform their duties very well all along and considered to approve the remuneration as follows:

Details	Amount (Baht)	Amount (Baht)
	The year 2023 (Present)	The year 2022
Review of Financial Statements 1 st Quarter	210,000.-	200,000.-
Review of Financial Statements 2 nd Quarter	210,000.-	200,000.-
Review of Financial Statements 3 rd Quarter	210,000.-	200,000.-
Yearly Auditor Fees	735,000. -	700,000. -
Total	1,365,000.-	1,300,000.-

Opinion of the Board of Directors To comply with the Public Limited Company Act which requires that the Annual General Meeting of Shareholders appoint the auditor and determine the auditing fee of the Company every year and by recommendation from the Audit Committee the Board of Directors has considered and agreed to propose to the Annual General Meeting of Shareholders to consider and approve the appointment of the auditors, namely:

1. Miss Susan Eiamvanicha Certified Public Account No.4036 and/or
2. Mr. Suchart Panitcharoen Certified Public Account No.4475 and/or
3. Miss Chuenta Chommern Certified Public Account No.7570 and/or
4. Miss Wandee Eiamvanicha Certified Public Account No.8210 and/or
5. Mr. Kiatisak Vanithanun Certified Public Account No.9922

of the office, SP Audit Co., Ltd. as the auditor for 2023 and approved the audit fee for 2023 in the amount of 1,365,000. - Baht. The authorized auditor of the company will be either one of the auditors or the authorized auditor on behalf of the SP Audit Co., Ltd. Office to ensure that the financial statements preparation process can be completed and reviewed on schedule. In this regard, the auditors listed above have no relationship or interest with Company/Management/Major Shareholders or those related to such persons in any way Therefore, they are independent in auditing and expressing opinions on the Company's financial statements.

Agenda 8

Consider approving changes to the Company's Articles of Association

(Voting method: Requires a vote of not less than 3 in 4 of the shareholders attending the meeting and having the right to vote)

Purpose and reason From the situation, the spread of the Coronavirus 2019 (COVID-19) has made the operations of both the public and private sectors there must be meeting via electronic media. Therefore, it has been announced in the Royal Gazette regarding meetings via electronic media B.E.2563 (2020) The Board of Directors, therefore, agreed to

propose an amendment to the Company's Articles of Association about the meeting, the meeting can be held via electronic media. Details are as follows:

Unit 4 The board of director

No.26 The Board of Directors must meet at least once every three months. The Chairman of the Board shall call the meeting. When there is a reasonable cause to protect the rights or benefits of the company Two or more directors may jointly request the Chairman of the Board to call a meeting of the Board of Directors. The subject and reason to be proposed to the meeting must also be specified. In such a case, the chairman shall call and schedule the meeting within fourteen days of receiving the request.

In case the Chairman fails to comply with Requesting directors may jointly call and schedule a meeting of the Board of Directors to consider the requested matter within fourteen days from the expiration of such period.

In the event that the chairman is absent for any reason, The Vice-Chairman shall be the person to call the meeting of the Board of Directors. In the absence of the Vice Chairman for any reason 2 or more directors may jointly call a meeting of the Board of Directors.

No.27 The chairman of the board or the director assigned by the chairman or vice president or two or more directors, as the case may be determine the date, time, and place of the Board of Directors' meeting. The place of the meeting may be specified as something other than the area in which the company's head office is located or in a nearby province **or may hold a meeting via electronic means as provided in the law governing electronic conferencing.** In such case, it shall be deemed that the location of the company's head office is the meeting place, or if the meeting place is not specified, the location of the company's head office shall be used as

No.28 In convening a meeting of the Board of Directors the Chairman of the Board or the person assigned by him shall send the meeting notice by registered mail or deliver it directly to the directors or their representatives specifying the date, time, place and business to be held to the directors **at least 3 days** in advance. The meeting day except in case of urgent necessity to protect the rights or benefits of the company. will notify the meeting **by electronic means** or any other means and set the meeting date earlier than that.

No.29 The Meetings of the Board of Directors or sub-committees of the Company In addition to proceeding in accordance with the methods provided for in each law the company may also hold meetings via electronic media.

In case of holding a meeting of the Board of Directors or sub-committees of the Company under paragraph one through electronic means, it shall be deemed that the company's head office is the meeting place.

Article 29-32 The content remains the same and change the verse number to 30-33

Unit 5 The meeting of shareholders

Article 33 was originally changed to **Article 34** with additional content as follows:

No.34 The board of directors must hold an annual general meeting of shareholders within 4 months from the end of the company's fiscal year.

Meetings of shareholders other than the aforementioned shall be deemed extraordinary meetings.

The meeting of shareholders may be conducted via electronic media as provided in the law governing electronic conferencing.

The Board of Directors may call an extraordinary meeting of shareholders whenever it deems appropriate. or when one or more shareholders hold shares in aggregate of not less than ten percent of the total number of shares sold, they may sign their names and make a letter requesting the Board of Directors to call an extraordinary meeting of shareholders at any time. However, the subject matter and reasons for calling the meeting must be clearly stated in the said letter. In such a case The Board of Directors must hold a shareholders' meeting within forty-five days from the date of receipt of the letter from the shareholders.

In the event that the Board of Directors fails to hold a meeting within the period specified in the fourth paragraph, the shareholders who have subscribed their names or other shareholders combined to obtain the number of shares as required. The meeting may be called by itself within forty-five days from the date of expiration of the period under paragraph four. It shall be deemed that the meeting of shareholders is called by the Board of Directors. The Company shall be responsible for necessary expenses arising from the arrangement of the meeting and reasonable facilitation.

In the case where it appears that the shareholders' meeting convened by the shareholders under paragraph three the number of shareholders present at the meeting does not constitute a quorum as prescribed in Article 36. The shareholders under the third paragraph shall jointly compensate the Company for the expenses incurred in holding that meeting.

Article 34 was originally changed to **Article 35** with additional content as follows:

No.35 In calling a shareholders' meeting The Board of Directors shall issue a notice calling for the meeting specifying the place, date, time, and agenda of the meeting and matters to be presented to the meeting along with appropriate details By stating that the matter will be proposed for acknowledgment, for approval, or for consideration as the case may be, including the opinions of the directors on such matters and delivered to the shareholders not less than 7 days prior to the date of the meeting. The announcement of

the advertisement. Schedule a meeting in the newspaper or use electronic means at least 3 days before the meeting date.

The date, time, and place of the shareholders' meeting shall be determined by the Board of Directors. The place to be used as the meeting place must be in the locality in which the head office or branch office is located, or in a province close to the head office and the office, branch, or other provinces as the committee deems appropriate.

In the event that a meeting is held via electronic media the location of the head office or branch office or other provinces as the Board deems appropriate shall be deemed appropriate is a meeting place.

In the event that the shareholders call the meeting by themselves a shareholder calling a meeting may send a meeting notice to shareholders by electronic means. If that shareholder has informed the intention or given consent to the company or the board of directors as specified.

Article 35 was originally changed to Article 36 with the same content.

Article 36 was originally changed to Article 37 with additional content as follows:

No.37 In the shareholders' meeting Shareholders may appoint other persons who are of legal age to attend and vote on their behalf at the meeting. The proxy form must be dated and signed by the shareholder granting the proxy and in accordance with the form prescribed by the Registrar.

This proxy form must be delivered to the chairman of the board, or the person designated by the chairman at the meeting place before the proxy attends the meeting.

The proxy under the first paragraph may instead be performed by electronic means provided that the proxy is secured and reliable and that the proxy is made by the shareholder in accordance with the criteria prescribed by the Registrar.

Article 37-38 was originally changed to Article 38-39 with the same content.

Unit 6 Accounting, Finance, Audit and Dividend

Article 39-45 was originally changed to Article 40-46 with the same content.

Article 46 was originally changed to Article 47 with additional content as follows:

No.47 Under the Articles of Association 48. Dividends from other types of money are prohibited. In addition to profit in the event that the company still has accumulated losses Dividends are forbidden.

Dividends for ordinary shares shall be divided according to the number of shares, each share equally.

The Board of Directors may from time to time pay interim dividends to shareholders. when it was deemed that the company was profitable enough to do so and report to the shareholders' meeting at the next meeting.

Dividend payment must be done within one month from the date of the resolution of the meeting of shareholders or the Board of Directors, as the case may be and to advertise payment notices that dividend in the newspaper or may use advertising through electronic media instead. According to the rules of the registrar. within 1 month from the date of approval of the meeting of shareholders or the Board of Directors vote as the case may be.

Article 47 was originally changed to Article 48 with the same content.

Unit 7 Additional

Article 48-49 was originally changed to Article 49-50 with the same content.

Additional

No.51 In case the company or subsidiary agrees to enter into a connected transaction or item about the acquisition or disposal of important assets of the Company or its subsidiaries According to the definition prescribed in the Notification of the Stock Exchange of Thailand applicable to connected transactions of listed companies or acquisition or disposition of essential assets of listed companies, as the case may be. The company shall also comply with the rules and procedures specified in the said announcement.

Article 50 was originally changed to Article 52 with the same content.

And when there are further amendments, The Company will have Articles of Association consisting of 52 articles.

Opinion of the Board of Directors It was deemed appropriate to propose to the Annual General Meeting of Shareholders for the year 2023 to consider and approve the amendment/addition. Articles of Association in connection with the meeting by having a meeting via electronic media by amending/adding items 26-29,33-37 and items 46-48 according to the proposed details. However, after further amendments The Company's Articles of Association, which originally had 51 clauses, added one clause, resulting in the Company's Articles of Association having 52 clauses and approve the person assigned by the Board of Directors to amend/add the Company's Articles of Association at the Department of Business Development ministry of commerce as well as having the power to edit and add words or take any action in order to comply with the order of the Registrar to complete the operation.

Agenda 9 Other business (if any)

Therefore, we would like to invite the shareholders to attend the 2023 Annual General Meeting of Shareholders on Friday, April 28, 2023, at 10:00 a.m. via electronic media (E-Meeting) only. (The company

does not arrange a meeting room) The shareholders can register to attend the meeting through the system DAPE-Shareholder Meeting only.

The company requests cooperation from shareholders to attend the meeting or appoint a proxy to attend the meeting on their behalf. Please learn how to register and prepare identification documents throughout studying how to vote and the procedures for attending the meeting the details appear in attachment No. 7 and attachment No. 8

by individual shareholders wishing to use an ID card in identity verification, you can register to verify your identity to attend the 2023 Annual General Meeting of Shareholders from April 13, 2023, at 9:00 a.m. to April 28, 2023, at 11:00 a.m. at

URL:<https://portal.eservice.set.or.th/Account/Login?refer=PLQgkvNQCgyuFAP%2bEhpXURUybHwagZu4479tZj9LRTqIQoR%2bY%2b5l1A%3d%3d>

Or scan: QR Code



For individual shareholders who wish to use other documents to verify their identities, such as a passport or corporate shareholders or shareholders who wish to appoint other persons as proxies to attend the meeting on behalf of shareholders. Please submit identification documents along with the proxy form. (In the case of proxy) as detailed in Enclosure No.9 to Rayong Wire Industries Public Company Limited on April 26, 2023. However, when the company has checked the list of shareholders according to the information on the record date, the system will send the username (Username) and password (Password) to the email address of the shareholder, or the proxy sent to the company for shareholders or proxies sign up to use the AGM system via electronic media. However, the company requests the cooperation of the shareholders to appoint the Company's independent directors as their proxies. instead of attending the meeting through the system, manually Details are shown in Attachment No. 5

In this regard, the Board of Directors provides an opportunity for shareholders to submit questions related to the agenda of the shareholders' meeting to the Board of Directors in advance of the shareholders' meeting date shareholders sent questions they wished to ask. along with supporting details (if any) and information about shareholders (name-surname, telephone number, fax, and email) who can be contacted by the company. Question acceptance period: from April 13, 2023, to April 26, 2023, the company will collect the questions and send them to the Executive Chairman to consider in order.

Channels that the company accepts documents:

- E-mail : rwi-ir@rwi.co.th or tanapan@rwi.co.th
- Telephone : 02-049-1001 ext 4051
- Fax : 02-049-1004

- Registered mail to Mr. Thanphan Supsakorn
Rayong Wire Industries Public Company Limited
1011 Supalai Grand Tower, 17th Floor, Room No. 1703, 1704, Rama 3 Road
Chong Nonsi Subdistrict, Yannawa District, Bangkok 10120

Please be informed for acknowledgment and thank you so much

Yours sincerely,

(Mr. Somchai Apiwattanaporn)

Chairman

By order of the Board of Directors

Rayong Wire Industries Public Company Limited

Enclosure No. 1

Minute of 2022 Annual General Meeting of Shareholders
Rayong Wire Industries Public Company Limited

Date	:	Friday, April 29, 2022, at 10.00 a.m.
Place	:	At the meeting room, No. 1011, Supalai Grand Tower Building, 17th Floor, Room No. 1703-1704, Rama 3 Road, Chong Nonsi Subdistrict, Yannawa District, Bangkok Via electronic media (E-Meeting)
Chairman	:	Mr. Worawit Siriwatwimol Chairman
Secretary's meeting	:	Miss Nongnuch Kumchaithep Corporate Secretary
The Right to attend	:	Number of shareholders as of March 10, 2022 (Record Date) The total number of shareholders is 6,671 persons, and the total number of shares are 915,276,230 shares
Agenda 1-10	:	There were a total of 29 shareholders and proxies attending the meeting, holding a total of 476,711,249 shares, representing 52.08 percent of the total shares. A quorum was formed according to the Company's Articles of Association

Before the Meeting Started

Mr. Thanaphan Sapsakhorn acted as the moderator of this meeting, welcomed all shareholders to enter the 2022 Annual General Meeting of Shareholders of Rayong Wire Industries Public Company Limited and announced to the meeting that there were 3 shareholders attending the meeting in person, holding a total of 100, 550 shares and 26 proxies from shareholders, holding a total of 476, 610, 699 shares. Therefore, a total of 29 shareholders and proxies attended the meeting, holding a total of 476,711,249 shares, representing 52.08 percent of the total number of shares sold by the Company thus constituting a quorum according to Article 35 of the Company's Articles of Association, including introducing the Board of Directors, executives, and auditors of the Company attending the meeting as follows:

The name of all directors who attended the meeting was as follows:

1. Mr. Worawit Siriwatwimol Chairman,
Chairman of Audit Committee,
Chairman of the Recruitment and Remuneration Committee,
and Independent Director
2. Mr. Chirdsak Kukiattinun Company Director,
Chairman of Board Director,
and Managing Director
3. Miss Nongnuch Kumchaithep Company Director,
Executive Director,

		Factory Director and Financial Accountant, and Company Secretary
4. Miss Laphassarin	Kraiwongwanitrungrong	Company Director, Executive Director, and Recruitment and Remuneration Committee
5. Mr. Theerachai	Leenabanchong	Vice-Chairman of the Board Director
6. Mr. Wichain	Sopanpanichkul	Company Director, Audit committee, Recruitment and Remuneration Committee, and Independent Director
7. Mr. Aniwut	Pongpaijit	Company Director, Audit committee, and Independent Director
8. Mr. Jetsada	Sornsuk	Company Director,
9. Dr. Pratid	Santiprabhob	Company Director, and Executive Director,

Company Legal Advisor

Mr. Uthai Klangpimai

Company's Auditors

- | | | |
|-----------------|-------------|--------------------------|
| 1. Miss Susan | Eiamvanicha | SP AUDIT COMPANY LIMITED |
| 2. Miss Rasarin | Apiwang | SP AUDIT COMPANY LIMITED |

At the present, there are 9 Directors and the proportion of directors who attended this meeting equals 100.00% of the total amount of Directors

Mr. Worawit Siriwatwimol, Chairman of the Board of Directors presides over the meeting's Opening remarks for the 2022 Annual General Meeting of Shareholders and welcomes the attending shareholders before starting the meeting, Mr. Thanaphan Sapsakhorn, the moderator of the meeting, was assigned to clarify the voting method, which can be summarized as follows:

- Registered Capital amounting to 477,258,296.50 Baht
- Paid Up Capital amounting to 457,638,115.00 Baht

and acknowledge shareholders as the company has good corporate governance related to equitable treatment of shareholders as follows:

1. Give opportunity to shareholders (could not attend the meeting) can give proxy to independent director
2. Allow shareholders to send questions to the company in advance, turns out that no shareholders send questions to the company in advance

and before starting to consider the agenda would like to clarify the voting method as follows:

1. Rule for voting in this meeting follows through the company of association No.37 as count one share equal one vote
2. In voting at the meeting to act openly Shareholders who register to attend the meeting via electronic means E - Meeting can vote for, agree, disagree, or abstain on each agenda by way of counting votes, The company will count the votes of shareholders who register for the meeting via electronic means E - Meeting by pressing the voting button of all shareholders. By pressing one of the buttons Agree, Disapprove, or Abstain. in each agenda from the beginning of that agenda until the moderator informed the meeting to vote on each agenda. After the meeting facilitator is notified to vote Shareholders have 30 seconds to vote after the agenda is closed. If shareholders or proxies did not press the voting button the system assumes that the shareholders or proxies agree with the proposal of the company and cannot change the vote
3. In case the shareholders appoint independent directors by the Shareholders specified in the proxy statement
4. If shareholders or proxies have questions kindly request the shareholder to submit a question by typing a message. The shareholder must click on the question menu and type a message in the text box. If shareholders have problems during the meeting via electronic media, please contact the DAP Operation team at telephone number 02 - 009 - 9888 press 1
5. Shareholders can check the accuracy and voting results of the closed agenda at any time during the meeting
6. For questions related to the agenda, the Company Secretary collects questions received before the meeting and during the meeting to submit to the Board of Directors for answers

When the meeting operator has finished explaining the voting method proposed to the shareholders' meeting consider matters According to the following agenda

Agenda 1 To review and adopt minutes of the 2021 Annual General Meeting of Shareholders which was held on April 30, 2021

Mr. Worawit Siriwatwimol, the chairman of the meeting informed the meeting that The Company has prepared the minutes of the Annual General Meeting of Shareholders for the year 2021 which the Board of Directors views that the minutes of the meeting have been properly recorded and submitted to the Stock Exchange of Thailand within 14 days from the meeting date as well as published on the company's website, therefore, it is deemed appropriate to present the minutes of the Annual General Meeting of Shareholders for the year 2021 have the meeting of shareholders certify the minutes of the meeting. The Company has sent a copy of the minutes of the aforementioned meeting together with the invitation letter to the shareholders, details as shown in Attachment No.1 before today's meeting

It is therefore proposed that the shareholders' meeting consider approving the minutes of the 2021 Annual General Meeting of Shareholders on April 30, 2021

Resolution The shareholders, the meeting has a unanimous resolution as following votes

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	28	476,670,799	99.9915
Disagree	0	0	0.00
Abstain	1	40,450	0.0085
Voided Ballot	0	0	0.00
From 476,711,249 votes attended the meeting and have the right to vote on this agenda			

Agenda 2 To acknowledge the report of the Board of Directors for the year 2021

Mr. Worawit Siriwatwimol, the chairman of the meeting, said at the meeting that The Company has summarized the report of the Board of Directors and the Company's operating results for the year 2021 as shown in the report form 56-1 One Report for the year 2021 as delivered to the shareholders together with the notice of the 2022 Annual General Meeting of Shareholders in advance.

Therefore, the shareholders' meeting was requested to acknowledge the report of the Board of Directors for the year 2021.

Resolution The shareholders' meeting acknowledged the report of the Board of Directors for the year 2021

Agenda 3 To consider and approve the financial statements for the year 2021 ended December 31, 2021

Mr. Worawit Siriwatwimol, the chairman of the meeting, assigned Miss Nongnuch Kumchaithrep, the company's director, to the executive director, and the factory director and the financial accounting department are the reporters

Miss Nongnuch Kumchaithrep, the company's director, the executive director, the factory director, and the financial accounting department informed the shareholders' meeting that The Board of Directors has published the details of the financial statements for the year 2021 comprising the statement of financial position and the statement of comprehensive income ending December 31, 2021, which has been audited and certified by the certified public accountant of the office of SP Audit Co., Ltd. and has been approved by the Audit Committee. in the 2021 Annual Report which was sent to the shareholders for consideration in advance together with the invitation letter to the Annual General Meeting of Shareholders for the year 2022, hereby summarizes the key points as follows:

Comparative consolidated financial statements of the company

(unit: million baht)

Transaction	Year 2021	Year 2020	Increase (Decrease)	Percentage
Total Assets	1,764.12	1,128.20	635.92	56.37%
Total Liabilities	391.87	355.01	36.86	10.38%
Proportion of shareholders	1,372.26	773.19	599.07	77.48%
Revenue from sales	879.46	559.63	319.83	57.15%
Total Revenue	989.90	628.79	361.11	57.43%
Total Expenses	818.88	587.05	231.83	39.49%
Profit Annually	179.92	30.88	149.04	482.64%
Profit Company	179.92	30.88	149.04	482.64%
Profit per share (Baht)	0.29	0.05	0.24	480.00%

Overall business operations as ended of the year 2021 are summarized as follows:

Financial Status

Total Assets

As of December 31, 2021, the company has total assets of 1,764.12 million baht, an increase from the year 2020 equal to 635.92 million baht or an increase of 56.37% with total assets of 1,128.20 million baht due to an increase in sales in the last quarter as a result, debtors increased accordingly increased profit including the conversion of warrants (RWI-W2) resulting in more cash together with assets invested in equity instruments increased. In addition, products are being prepared to penetrate the market in 2022, resulting in increased inventories.

Liabilities

At the end of 2021, the company had total liabilities of 391.87 million baht, an increase of 36.85 million baht or an increase of 10.38% compared to the same period in 2020, which was equal to 355.01 million baht, due to an increase in current liabilities of 72.16 million baht due to Short-term loans from financial institutions increased by 63.22 million baht as a result of increased purchases of raw materials to support sales and produce enough.

Shareholders' Equity

At the end of 2021, the Company had shareholders' equity equal to 1,372.26 million baht, an increase of 599.07 million baht or an increase of 77.48% from the same period of 2020, which was equal to 773.19 million baht, because the company had net comprehensive income for the year 2021 in the amount of 179.92 million and the shareholders took warrants to purchase ordinary shares (RWI-W2) to convert into ordinary shares in the amount of 363 million baht, selling treasury shares 34.54 and the surplus from the sale of treasury shares 19.42 million baht.

Business Operation

Revenue

The company had income from sales of goods in 2021 totaling 879.46 million baht, an increase of 319.83 million baht compared to the same period in 2020, which had a total income of 559.63 million baht or an increase of 57.15 % due to at the beginning of 2021, product prices have increased. In addition, in the fourth quarter, the high-tensile steel wire market demanded a large number of applications. As a result, the company receives a higher volume of orders as well

Expenses

- Selling expenses in 2021 were 24.88 million baht, an increase of 3.22 million baht, an increase of 14.8% compared to the year 2020, which was equal to 21.66 million baht, which is in the direction of the same with increased sales volume most of the selling expenses consist of Sales and delivery staff salary customer testimonials marketing promotion fee distribution costs

- Administrative expenses in 2021 were 30.86 million baht, a decrease of 4.73 million baht or 13.29% compared to 2020, which was 35.59 million baht because in 2021, personnel management in many areas such as increasing the potential of employees to work in a variety of duties In addition, the office rental space was reduced in the Rama 3 area, where the rental space was considered part of the administration

Net Profit

Net profit in 2021 Net profit was 179.92 million baht, an increase of 149.04 million baht, an increase of 482.64% compared to the year 2020 which had a net profit of 30.88 million baht from sales volume, selling price, and increased production volume resulting in higher income including adjusting various strategies to reduce costs. In addition, there was a profit from the valuation of financial assets of 98.11 million baht.

Therefore, it is proposed that the shareholders' meeting consider and approve the financial statements for the year 2021 ended December 31, 2021

Resolution Considered the shareholders' meeting Unanimously resolved to approve the financial statements for the year 2021 ended December 31, 2021, with the following votes:

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	29	476,711,249	100.00
Disagree	0	0	0.00
Abstain	0	0	0.00
Voided Ballot	0	0	0.00

From 476,711,249 votes attended the meeting and have the right to vote on this agenda

Agenda 4 To consider profit allocation of omit dividend payment

Mr. Worawit Siriwatwimol, the chairman of the meeting, assigned Miss Nongnuch Kumchaithrep, the company's director, to the executive director, and the factory director and the financial accounting department are the reporters

Miss Nongnuch Kumchaithrep, the company's director, the executive director, the factory director, and the financial accounting department informed the shareholders' meeting that the company has the policy to pay dividends at the rate of not less than 50 % of the net profit of the separate financial statements after tax or as appropriate if there is no other necessary reason the dividend payment does not significantly affect the company's normal operations or unless the Company has investment projects in other projects

In 2021, the Company's financial statements showed a net profit of 179.92 million baht. Therefore, the Board of Directors proposed a dividend payment for operations from January 1, 2021, to December 31, 2021, at the rate of 0.10 baht per share, which is paid at the rate of 50.87 percent of net profit after tax. Which will be paid to shareholders who are entitled to receive dividends as their names appear on the record date for shareholders' rights (Record Date) on March 10, 2022, and the dividend payment is scheduled for May 25, 2022, and allocate the remaining money to the company's retained earnings. Which is by the Company's dividend payment policy The comparison of dividend payout ratios is as follows:

Details of dividend payment	Year 2021 (Present)	Year 2020	Year 2019
1. Net Profit (Million Baht)	179.92	30.88	127.21
2. Number of shares (million shares as of March 10, 2022)	915.28	636.37	636.37
3. Dividend (Baht / Share)	0.10	-	-
4. Total dividend paid (million baht)	91.53	-	-
5. Proportion of dividend payment compared to net profit (%)	50.87	-	-

Resolution Considered by the shareholders' meeting it was unanimously resolved to approve the proposed dividend payment for the operating results. From January 1, 2021, to December 31, 2021, and allocating the rest of the money to the company's retained earnings with the following votes:

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	29	476,711,249	100.00
Disagree	0	0	0.00
Abstain	0	0	0.00

Voided Ballot	0	0	0.00
From 476,711,249 votes attended the meeting and have the right to vote on this agenda			

Agenda 5 To appoint Directors who retired by rotation

Mr. Worawit Siriwatwimol, the chairman of the meeting, informed the meeting that at the 2022 Annual General Meeting of Shareholders, 3 directors had to retire by rotation as follows:

1. Mr. Theerachai Leenabanchong Vice-Chairman of the Board Director
2. Mr. Aniwut Pongpajit Company Director, Audit committee,
and Independent Director
3. Miss Laphassarin Kraiwongwanitrungrung Company Director

The Board of Directors, excluding nominated directors it was proposed that the meeting consider and approve the re-election of all 3 directors who retired by rotation to be re-appointed as a director for another term that passed the selection process by the Nomination and Remuneration Committee and presented to the Board of Directors, excluding the nominated directors. jointly considered the qualifications in various aspects suitable for the business of the Company by looking at the suitability in terms of qualifications, experience, expertise in various professions, leadership, and wide vision, including morality, and ethics, as well as having a good attitude towards the organization and performing well as a director of the Company, used the experience to propose policy guidelines to the company as well as being a person with legal qualifications related to notices and company regulations Including performance as a director of the company in the past. Therefore, it was deemed appropriate to select 3 directors who retired by rotation to be re-elected as directors for another term

For details about age shareholding proportion in the company educational qualifications and work experience appeared in enclosure No.5 was sent to the shareholders for consideration in advance along with the Notice of the Annual General Meeting of Shareholders for the year 2022

In this regard, Mr. Aniwut Pongpajit, the former independent director and was nominated for another term as a director. Qualified to be an independent director as specified by the company, which is more stringent than an independent director according to the criteria of the Capital Market Supervisory Board. Mr. Aniwut Pongpajit has been in the position of independent director for 3 years, including this appointment being proposed for 6 years

In this regard, in considering the nomination of persons to be elected as directors the company did not allow the shareholders to nominate names of persons for consideration.

In addition, the Public Limited Companies Act B.E. 2535 (1992), Section 86, and the Company's Articles of Association, Article 31, state that "A director is prohibited from operating a business of the same nature and in competition with the business of the Company. Whether doing it for their benefit or the benefit of others unless notified to the shareholders' meeting before the resolution of the appointment

Therefore, before the meeting will vote for the election would like to inform the meeting that 3 directors were nominated for appointment in this meeting no director is a director of another company operating the same business and in competition with the company.

Therefore, it is proposed that the shareholders' meeting consider the election of all 3 directors, whereby shareholders can elect directors individually.

Resolution Considered the shareholders' meeting resolved to re-elect all 3 directors to serve as directors for another term with the following votes:

1. Mr. Theerachai Leenabanchong

The shareholders' meeting unanimously resolved to approve with the following votes:

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	29	476,711,249	100.00
Disagree	0	0	0.00
Abstain	0	0	0.00
Voided Ballot	0	0	0.00
From 476,711,249 votes attended the meeting and have the right to vote on this agenda			

2. Mr. Aniwut Pongpajit

The shareholders' meeting unanimously resolved to approve with the following votes:

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	29	476,711,249	100.00
Disagree	0	0	0.00
Abstain	0	0	0.00
Voided Ballot	0	0	0.00
From 476,711,249 votes attended the meeting and have the right to vote on this agenda			

3. Miss Laphassarin Kraiwongwanitrueng

The shareholders' meeting unanimously resolved to approve with the following votes:

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	28	476,711,249	99.9874
Disagree	0	0	0.00
Abstain	1	60,000	0.0126
Voided Ballot	0	0	0.00
From 476,711,249 votes attended the meeting and have the right to vote on this agenda			

Therefore, the Board of Directors of the year 2022 totaling 9 people by the following name list:

- | | |
|---------------------|--------------------|
| 1. Mr. Worawit | Siriwatwimol |
| 2. Mr. Theerachai | Leenabanchong |
| 3. Mr. Wichain | Sopanpanichkul |
| 4. Mr. Aniwut | Pongpajit |
| 5. Dr. Prathit | Santiprabhob |
| 6. Ms. Jetsada | Sornsurk |
| 7. Mr. Chirdsak | Kukiattinun |
| 8. Miss Nongnuch | Kumchaithep |
| 9. Miss Laphassarin | Kraiwongwanitruong |

By Mr. Worawit Siriwatwimol, Mr. Wichain Sopanpanichkul, and Mr. Aniwut Pongpajit are independent directors and audit committee members of the company.

Agenda 6 To set the remuneration of the Board of Directors the for the year 2022

Mr. Worawit Siriwatwimol, the chairman of the meeting, assigned Miss Laphassarin Kraiwongwanitruong, Company Director, Executive Director, and the Recruitment and Remuneration Committee are the reporters.

Miss Laphassarin Kraiwongwanitruong, Company Director, Executive Director, and Recruitment and Remuneration Committee informed the Meeting that according to Article 16 of the Company's Articles of Association, the Company's directors are entitled to remuneration for performing duties. The compensation includes salaries, meeting allowances, allowances, and bonuses. In 2021, the directors' remuneration approved by the 2021 Annual General Meeting of Shareholders amounted to 1,800,000. - Baht. For the year 2021, the Company paid remuneration to the directors in the total amount of 925,000. - baht

In this regard, the Company summarized the amount paid to the Board of Directors individually in the Annual Report 56-1 One Report 2021 as shown in Attachment No. 2 on the topic of Shareholding and Management Structure on Directors' Remuneration and Remuneration and Executive

For the year 2022, the Board of Directors approved as proposed by the Remuneration Committee. It was deemed appropriate to determine the directors' remuneration for the year 2022 at the amount 1,800,000. - Baht which is equal to the year 2021 but does not include remuneration or welfare that the Company's directors receive as employees or employees of the Company. which is scheduled to be paid on a several-time basis by thoroughly scrutinizing the suitability of various and comparing references from the same industry and economic conditions Including the appropriateness of the number of the Board of Directors. The details are as follows:

1. Monetary Compensation: Meeting allowance
 - (1) The Board of Directors (all times attendance)

- Meeting allowance for the Chairman of the Board of Directors at 30,000 baht per time, for the Chairman of the Board of Directors who receives the Company's regular salary or is a person who receives a salary from an affiliated company will receive the meeting allowance for attending the meeting at 20,000 baht instead.
 - Board meeting allowance of 20,000 baht per time, for any director who receives a regular salary or those who receive salaries from affiliated companies, will receive a meeting allowance of 5,000 baht for attending the meeting instead.
- (2) Audit Committee (all times attendance)
- Meeting allowance for the Chairman of the Audit Committee 25,000. - baht per time
 - Audit Committee meeting allowance of 15,000. - baht per time
- (3) Remuneration Committee (all times attendance)
- Meeting allowance for the Chairman of the Remuneration Committee at 25,000. - baht per time, for the Chairman of the Remuneration Committee who receives the Company's regular salary or is a person who receives a salary from an affiliated company will receive the meeting allowance for attending the meeting at 20,000 baht instead
 - Board meeting allowance of the Remuneration Committee at 15,000. - baht per time, for Remuneration Committee who receives the Company's regular salary or a person who receives a salary from an affiliated company will receive the meeting allowance for attending the meeting at 5,000 baht instead
- (4) Executive (all times attendance)
- The meeting allowance for the Chairman of the Executive Committee is 15,000 baht per time, for the Chairman of the Executive Committee who receives the company's regular salary or is a person who receives a salary from an affiliated company will not receive the meeting allowance.
 - The meeting allowance for the Executive Committee is 10,000 baht per time, for the Executive Committee who receives the company's regular salary or a person who receives a salary from an affiliated company will not receive the meeting allowance.
2. Other compensation or other benefits. The Company does not have the policy to provide remuneration other than remuneration as a director or employee which is normally received from the Company. No shares, debentures, or any other securities are given to directors and executives of the Company.

This will take effect from January 1, 2022, onwards until there is a resolution to change otherwise.

Therefore, it is proposed that the shareholders' meeting consider and approve the directors' remuneration for the year 2022 at the rate detailed above.

Resolution After consideration, the shareholders' meeting unanimously resolved to approve the directors' remuneration for the year 2022 as proposed by the Board of Directors as follows:

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	28	476,670,799	99.9915
Disagree	0	0	0.00
Abstain	1	40,450	0.0085
Voided Ballot	0	0	0.00
From 476,670,799 votes attended the meeting and have the right to vote on this agenda			

Agenda 7 To consider and appoint the Company's auditor and fix the auditor's fee for the year 2022

Mr. Worawit Siriwatwimol, the chairman of the meeting, assigned Miss Nongnuch Kumchaithrep, the company's director, to the executive director, and the factory director and the financial accounting department are the reporters.

Miss Nongnuch Kumchaithrep, the company's director, the executive director, the factory director, and the financial accounting department informed the meeting that according to Section 120 of the Public Limited Companies Act B.E 2535 (1992) appoint an auditor and determine the audit fee of the company every year. In appointing an auditor, the former auditor may be appointed, and Article 43 of the Company's Articles of Association stipulates that the auditor must not be a director, employee, or person holding any position in the Company.

For the year 2022, the Audit Committee has considered selecting the auditors of the new accounting firm. Which is in the list of auditors approved by the Office of the Securities and Exchange Commission In considering the selection of a new auditor take into account features such as independence, past works, and the ability to give useful advice and advice to the company. Therefore, it is appropriate to propose the appointment of auditors for the year 2022 as follows:

<u>Name - Surname</u>		<u>Certified Public Account No.</u>
1. Miss Susan	Eiamvanicha	4036
2. Mr. Suchart	Panitcharoen	4475
3. Miss Chuenta	Chommern	7570
4. Miss Wandee	Eiamvanicha	8210
5. Mr. Kiatisak	Vanithanun	9922

of the office of SP Audit Co., Ltd. as the auditor for the year 2022 for the 3rd year due to being an expert There are generally accepted inspection standards. They are independent and have good work

standards. Sufficient support team and has complete qualifications according to the Company's Articles of Association and regulations of the Securities and Exchange Commission and considered to approve the remuneration as follows:

Details	Amount (Baht)	Amount (Baht)
	The year 2022	The year 2021
Review of Financial Statements 1 st Quarter	200,000.-	200,000.-
Review of Financial Statements 2 nd Quarter	200,000.-	200,000.-
Review of Financial Statements 3 rd Quarter	200,000.-	200,000.-
Yearly Auditor Fees	700,000. -	700,000. -
Total	1,300,000.-	1,300,000.-

The Company's certified auditor will be one of the auditors or the authorized auditor on behalf of the Office of SP Audit Co., Ltd. to ensure that the financial statement preparation process will be able to complete the audit on time.

In this regard, the auditors listed above have no relationship or interest with the company/subsidiaries/executives/ major shareholders or those related to such persons in any way. Therefore, they are independent in auditing and expressing opinions on the Company's financial statements. In this regard, the Company has no subsidiary.

Incidentally, even though the auditors of the Company and the parent company are auditors and belong to the same office. The Audit Committee and the Board of Directors are confident that the auditors will be able to prepare the financial statements of the Company and its parent company on time. Since the auditor will arrange a meeting with the management to systematically plan the audit and determine the audit period in advance.

Therefore, it is proposed that the shareholders' meeting consider and approve the appointment of the auditor for the year 2022 and determine the audit fee for the year 2022 in the amount of 1,300, 000. - Baht.

Resolution Considered by the shareholders' meeting It was unanimously resolved to approve the appointment of auditors, namely:

<u>Name - Surname</u>	<u>Certified Public Account No.</u>
1. Miss Susan Eiamvanicha	4036
2. Mr. Suchart Panitcharoen	4475
3. Miss Chuenta Chommern	7570
4. Miss Wandee Eiamvanicha	8210
5. Mr. Kiatisak Vanithanun	9922

of the office of SP Audit Co., Ltd. as the auditor for the year 2022 and approved the audit fee for the year 2022 in the amount of 1,300,000. - baht with the following votes:

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	28	476,670,799	99.9915
Disagree	0	0	0.00
Abstain	1	40,450	0.0085
Voided Ballot	0	0	0.00
Form 495,695,705 votes attended the meeting and have the right to vote on this agenda			

Agenda 8 To consider and approve the reduction of the Company's registered capital and to consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the reduction of registered capital

Mr. Worawit Siriwatwimol, the chairman of the meeting, assigned Miss Laphassarin Kraiwongwanitruong, Company Director, Executive Director, and the Recruitment and Remuneration Committee are the reporters

Miss Laphassarin Kraiwongwanitruong, Company Director, Executive Director, and Recruitment and Remuneration Committee informed the Meeting that because the Company must take action to Decrease the company's registered capital from the original registered capital of 477,258,296.50 baht to a newly registered capital of 457,638,115 baht by canceling unsold shares of 39,240,363 shares at a par value of 0.50 per share baht and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital by canceling the old message and using the new message as follows:

“No 4. Registered Capital Amount	457,638,115	Baht	(Four hundred fifty-seven million sixty and thirty-eight thousand one hundred and fifteen Baht)
Consists of	915,276,230	Shares	(Nine hundred fifteen million two hundred and seventy-six thousand two hundred and thirty Shares)
Price per Share	0.50	Baht	(Fifty Satang)
Consists of Ordinary Shares	915,276,230	Shares	(Nine hundred fifteen million two hundred and seventy-six thousand two hundred and thirty Shares)

Preferred Shares - Shares (-Shares)”

In addition, the Board of Directors would like to propose that the shareholders' meeting consider authorizing the Board of Directors and/or the Executive Committee and/or the Chairman of the Board of Directors and/or the Executive Chairman. In registering the amendment of the Memorandum of Association at the Department of Business Development Ministry of Commerce Has the power to edit and add words or take any action to comply with the order of the Registrar

Resolution Considered by the shareholders' meeting It was unanimously resolved to approve the reduction of the company's registered capital from the original registered capital of 477,258,296.50 baht to a newly registered capital of 457,638,115 baht using canceling unsold shares of 39,240,363 shares, value at a par value of 0.50 baht per share and approved the amendment of Clause 4. of the Company's Memorandum of Association to be in line with the reduction of registered capital and authorization as proposed with the following:

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	29	476,711,249	100.00
Disagree	0	0	0.00
Abstain	0	0	0.00
Voided Ballot	0	0	0.00
From 476,711,249 votes attended the meeting and have the right to vote on this agenda			

Agenda 9 To consider and approve the issuance and allocation of warrants to purchase ordinary shares of Company No. 3 (RWI-W 3) to existing shareholders of the Company in proportion to their shareholding

Mr. Worawit Siriwatwimol, the chairman of the meeting, assigned Miss Laphassarin Kraiwongwanitrunng, Company Director, Executive Director, and Recruitment and Remuneration Committee are the reporters

Miss Laphassarin Kraiwongwanitrunng, Company Director, Executive Director, and Recruitment and Remuneration Committee informed the meeting that the Board of Directors deems it appropriate to propose to the shareholders' meeting to approve the issuance and offering of warrants to purchase the Company's ordinary shares No. 3 (“ Warrant No. 3 ” or “RWI-W 3 ”) in the amount of not more than 457,638,115 units to the existing shareholders of the Company free of charge proportion to a shareholding at the ratio of 2 existing ordinary shares per 1 unit of RWI-W 3 Warrants (if there is any debris, it must be discarded). The exercise price is 1.50 Baht per share, details of which appear in the preliminary summary of the warrants to

purchase ordinary shares of Company No. 3 (RWI-W 3) offered to exist shareholders of the Company as per attachment No. 3 in the meeting invitation letter that has already been delivered to all shareholders

In addition, the Board of Directors would like to propose to the shareholders' meeting to consider assigning the Board of Directors and/or the Executive Committee and/or Chairman of the Board Directors and/or Executive Chairman is authorized to determine and change the rules and conditions and other details. Including no limit on the price and exercise ratio, allocation, and offering date of this warrant. as well as having the power to determine the cause for the issuance of new ordinary shares to accommodate the change in the exercise price and/or exercise ratio including various actions necessary and appropriate about the issuance and offering of warrants and the listing of warrants as listed securities on the Market for Alternative Investment (MAI), as well as applying for permission from other relevant authorities

Resolution Considered by the shareholders' meeting Unanimously resolved to approve the Company to issue and offer warrants to purchase ordinary shares of Company No. 3 (“Warrant No. 3 ” or “RWI-W 3 ”) in the amount not exceeding 457,638,115 units to the shareholders. The original shares of the company are free of charge. Proportion to a shareholding at the ratio of 2 existing ordinary shares per 1 unit of RWI-W 3 Warrants (if there is a fraction to be discarded), the exercise price is 1.50 baht per share and approve the authorization as proposed in all respects with the following votes:

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	29	476,711,249	100.00
Disagree	0	0	0.00
Abstain	0	0	0.00
Voided Ballot	0	0	0.00
From 476,711,249 votes attended the meeting and have the right to vote on this agenda			

Agenda 10 To consider and approve the increase of the company's registered capital and amend Clause 4 of the Company's Memorandum of Association to be in line with the increase in registered capital.

Mr. Worawit Siriwatwimol, the chairman of the meeting, assigned Miss Laphassarin Kraiwongwanitrungrung, Company Director, Executive Director, and Recruitment and Remuneration Committee are the reporters.

Miss Laphassarin Kraiwongwanitrun, Company Director, Executive Director, and Recruitment and Remuneration Committee informed the meeting that the Board of Directors was deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the increase of the Company's registered capital from the original registered capital of 457,638,115 baht to a newly registered capital of 686,457,172.50 baht by issuing new ordinary shares in the amount of not more than 457,638,115 shares at a par value of 0.50 baht per share to support the exercise of the right to purchase ordinary shares under the warrants to purchase ordinary shares of the Company No. 3 " RWI - W3 " amount of 457,638,115 shares which will be issued to the existing shareholders of the Company in proportion to their shareholding and amend Clause 4 of the Memorandum of Association on registered capital to be in line with the increase of the Company's registered capital as follows:

“No 4. Registered Capital Amount	686,457,172.50	Baht	(Six hundred eighty-six million four hundred and fifty-seven thousand one hundred seventy-two and fifty Satang)
Consists of	1,372,914,345	Shares	(One thousand three hundred seventy-two million nine hundred and fourteen thousand three hundred and forty-five Shares)
Price per Share Consists of	0.50	Baht	(Fifty Satang)
Ordinary Shares	1,372,914,345	Shares	(One thousand three hundred seventy-two million nine hundred and fourteen thousand three hundred and forty-five Shares)
Preferred Shares	-	Shares	(-Shares)”

The authorization of the Board of Directors and/or the Executive Committee and/or the Chairman of the Board of Directors and/or the Executive Chairman in registering the amendment of the Memorandum of Association at the Department of Business Development Ministry of Commerce Has the power to edit and add words or take any action to comply with the order of the Registrar.

Resolution Considered by the shareholders' meeting It was unanimously resolved to approve the increase of the company's registered capital from the original registered capital of 457,638,115 baht to a newly registered capital of 686,457,172.50 baht by issuing new common shares of 457,638,115 shares at par value. 0.50 baht per person and approved the amendment of Clause 4. of the Company's Memorandum of Association to be in line with the increase in registered capital and authorization as proposed in all respects with the following sound

Resolution	Amount	1 share = 1 Vote	% of shares attended and right to vote
Agree	29	476,711,249	100.00
Disagree	0	0	0.00
Abstain	0	0	0.00
Voided Ballot	0	0	0.00
From 476,711,249 votes attended the meeting and have the right to vote on this agenda			

Agenda 11 Other business (if any)

Mr. Worawit Siriwatwimol, the chairman of the meeting, said to the meeting that at present, the agendas as specified in the notice of the shareholders' meeting have been completely considered by the shareholders' meeting. However, there were questions from shareholders as follows:

Mrs. Tarika Thanakornwat: Shareholder

She asked if I would like to know the direction of operations in the year 2022 both domestically and internationally.

Mr. Chirdsak Kukiattinun: Managing Director

Clarified as follows: In 2021, the company had revenues of 989.90 million baht, most of which were income from domestic sales. The company has focused on sales that are distributed to customers who use wire to produce construction products. Whether it is concrete columns, large concrete products, including spring wire to make mattresses, or wire sheaths, the company's revenue is 100% domestic revenue. In part of foreign clients before 2021, there are still operations, but at present, the company has not continued because of the transportation system, including supply change and value change that are

difficult, but there are also proposals it is a country with adjacent borders, but still not much competition. Now it mainly focuses on the country which is still growing steadily because of the good results of the 4th quarter of the year 2021, the company now has production and selling at about 2,500-3,000 tons/month, which is considered a relatively high level. If the sales volume is 3,000 tons/month, the income is about 100 million baht/month. Shareholders can assess how much profit they will have.

Mrs. Tarika Thanakornwat: Shareholder

Asked if

1. Inflation, oil is expensive to affect the operation of the company or not and how?
2. Direction and future plan what about short-term, medium-term, and long-term growth?

Mr. Chirdsak Kukiattinun: Managing Director

Clarified as follows:

1. In terms of inflation and higher oil prices Because companies in the construction industry if the construction industry is still in good condition the company will be good too. The company sells to contractors and manufacturers of construction products related to real estate which had some moderate impact on the overall economy began to recover. In the construction industry, there is a pause and clearly slowed down condominium construction or the creation of new offices, but at the same time the normal housing industry or the horizontal is still growing maybe slower, but some types still grow. The category of public infrastructure or infrastructure is still growing. There is still construction going on. Which made the company get a lot of benefits It can be seen that the use of this type of steel wire has clearly increased sales (PC-STAND), which the current production is higher than PC-WIRE and steel wire used in various constructions. The company has increased sales too. Therefore, price inflation does not directly affect the company. There may be a matter of purchasing power that is used in the real estate business. In terms of rising oil prices, the company has a management method in terms of controlling the cost of transporting goods to customers. There is a way to manage it using a subcontractor to help determine transportation costs for each range of oil prices. If the price of diesel does not exceed 35 baht, the cost of transportation will remain at the same rate another cost is the cost of raw materials which has increased the price from the world market prices war in some countries and the problem of supply size and transportation caused the company's product cost to increase. The solution is to try to manage better. Don't let prices go up too quickly and find a way to adjust the selling price to help which has now been implemented. In the second quarter, there was a reasonable price adjustment. to reduce the burden of costs but this is a temporary method. The way to do and must be better is by producing at a low cost. Which has been carried out overall, it is still not too troubling and can still be managed.

2. Direction and future plans for short-term growth as already studied must try to increase sales expand the customer base reduce production costs which I think is definitely growing. In the medium term, the company has to find a continuous business and able to find customers which the company has a way of doing and is currently doing in order to keep customers with the company for a long time, in the past

year, the customer base has been expanded by approximately 10% every month, so it does not focus on having to sell to the existing customers. In the long term, the fundamentals of the business must be changed to find new customers build skills for employees, and find new businesses which now have many to choose from requires detailed study and must ensure that it is not a temporary business in order to push the company's share price higher The chosen business must have long-term profits worth the investment to be suitable for the shareholders who trust the company but it takes time, can't give an answer yet must be considered by the Board of Directors see suitability. However, a notification must be made to the Stock Exchange of Thailand unable to speak first but shareholders can be assured that the company is fundamentally correct. This will be a company with relatively strong fundamentals.

Mr. Atthaphon Nitirat: Shareholder

Asked at the meeting that in the first quarter of the year 2022, how were the operating results?

Mr. Chirdsak Kukiattinun: Managing Director

Clarified as follows: If in principle still unable to answer this question but please note that the company's sales are from the 4th quarter of 2021 and keep moving up. The company's profits are very difficult to answer because the cost changes all the time both are continually negotiating.

Mr. Atthaphon Nitirat: Shareholder

Is the dividend payment guideline of 2022 still based on the 2021 guideline as before?

Mr. Chirdsak Kukiattinun: Managing Director

Clarified as follows: In 2022, the company made a relatively high profit of 179.92 million baht, derived from half of the operating results and half of the investment. Therefore, in 2022, the company tries to maintain the proportion which cannot be answered that it is the same because this year paying more than 50% dividends, we have to try to maintain the performance, but I would like to emphasize that we are a fundamental company. Which keeps growing, keeps making profits, and pays dividends, how much will it be? The company cannot answer.

The meeting was adjourned at 11.20 a.m.

- Worawit Siriwatwimol -

(Mr. Worawit Siriwatwimol)

The chairman of the meeting

Certified true and correct

- Nongnuch Kumchaithep -	- Laphassarin Kraiwongwanitrungrung -
(Miss Nongnuch Kumchaithep)	(Miss Laphassarin Kraiwongwanitrungrung)
Director and Company Secretary	Director

Enclosure No. 2

Annual Report 56-1 One Report in QR Code format (QR Code)



Enclosure No. 3

Curriculum vitae of person nominated for appointments as Directors
in replace of Directors retiring at the expiration of term

1. Curriculum vitae of person nominated

1.1 Mr. Worawit Siriwatwimol

- **Age** : 64 Years old
- **Nationality** : Thai
- **Position** : Independent Director,
Chairman of Audit Committee,
Chairman of the Recruitment and
Remuneration Committee
- **Highest Educational:**
 - Master's Degree, Faculty of Business Administration, Marketing and Finance,
Sripatum University
 - Bachelor's degree, Faculty of Journalism Thammasat University



- **Training roles of Directors from Thai Institute of Director (IOD):**
 - Directors Accreditation Program (DAP) Model 21/2004
- **Type of Directors to nominate :** Director which has not passed nominate committee due to company has not appointed nominate committee but in the selection process such Board of Directors has considered by appropriate qualification, experiences, expertise, vision, moral, visionary in term of leadership as well as positive attitude toward organization and performance of Board as well by using their experiences propose policies to company includes being qualified person according to law, regulations and Article of Association as well as their performance of company in the past
- **Duration on holding position of Director** : 3 Years (since Year 2019)
- **Duration on holding position of Independent Director** : 3 Years (since Year 2019)
- **Experiences/Specialize** : Business Administration and Marketing
- **Term of Director** : 3 Years
- **Proportion of holding company shares (Among himself/spouse/under children)** : -None-
- **Relationship among Executives** : -None-

- **Work Experiences**

Holding position in listed company –None–		
Holds position in related companies –None–		
Holding position in other company (non-listed company) 1 place		
Year 2007 - Present	The chairman of the board director	V S S N COMPANY LIMITED
Holding position in other company which may have conflict of interest to company –None–		

- **Prohibited Qualification**
 - No record of committing criminal offenses against property by corruption
 - No record of any transaction which may cause conflict of interest with company, its subsidiaries, associated company or related company in the past year
- **Number of attended meeting in the past year**
 - Board of Directors : 5/5 Time
 - Recruitment and Remuneration : 2/2 Time

Committee

- Audit Committee

6/6 Time

1.2 Mr. Wichain Sopanpanichkul



- **Age** : 63 Years
- **Nationality** : Thai
- **Position** : Independent Director,
Audit Committee,
Recruitment and Remuneration Committee
- **Highest Educational:**
 - Master of Business Administration, Master of Business Administration, Ramkhamhaeng University
 - Bachelor's degree in Law Ramkhamhaeng University
 - Bachelor's degree in Accounting, Thammasat University
- **Training roles of Directors from Thai Institute of Director (IOD)**
 - Directors Accreditation Program (DAP) Model 104/2013
- **Type of Directors to nominate** : Director which has not passed nominate committee due to company has not appointed nominate committee but in the selection process such Board of Directors has considered by appropriate qualification, experiences, expertise, vision, moral, visionary in term of leadership as well as positive attitude toward organization and performance of Board as well by using their experiences propose policies to company includes being qualified person according to law, regulations and Article of Association as well as their performance of company in the past
- **Duration on holding position of Director** : 3 Years (Since Year 2019)
- **Experiences/Specialize** : Business Administration and Accounting Finance
- **Term of Director** : 3 Years
- **Proportion of holding company shares (Among himself/spouse/under children)** : -None-
- **Relationship among Executives** : -None-
- **Work Experiences**

Holding position in listed company –None–		
Holds position in related companies –None–		
Holding position in other company (non-listed company) 5 place		
Year 2021- Present	Director	Juristic Person, Central Housing Muang de Paris Ratchavipha
ปี 2007 – Present	Consultant	La Chule Cosmetics (Thailand) Co., Ltd.
ปี 1997 – Present	Consultant	S.P.A. International food group company limited
ปี 1992 – Present	Owner and head of the office	Charoensuk Accounting and Law Office
ปี 1992 – Present	Consultant	ASA BANGKOK CO., LTD.
Holding position in other company which may have conflict of interest to company –None–		

- **Prohibited Qualification**

- No record of committing criminal offenses against property by corruption
- No record of any transaction which may cause conflict of interest with company, its subsidiaries, associated company or related company in the past year

- **Number of attended meeting in the past year**

- Board of Directors 5/5 Time
- Recruitment and Remuneration Committee 2/2 Time
- Audit Committee 6/6 Time

1.3 Mr.Siriphong Vongvuttipornchai



- **Age** : 57 Years old
- **Nationality** : Thai
- **Position** : The Board of director
- **Highest Educational:**
 - Master's Degree Faculty of Commerce and Accountancy Chulalongkorn University
 - Bachelor's Degree Faculty of Journalism and Mass Communication Thammasat University
- **Training roles of Directors from Thai Institute of Director (IOD):**
 - Directors Accreditation Program (DAP) Model 21/2005
- **Type of Directors to nominate** : Director which has not passed nominate committee due to company has not appointed nominate committee but in the selection process such Board of Directors has considered by appropriate qualification, experiences, expertise, vision, moral, visionary in term of leadership as well as positive attitude toward organization and performance of Board as well by using their experiences propose policies to company includes being qualified person according to law, regulations and Article of Association as well as their performance of company in the past
- **Duration on holding position of Director** : - Year
- **Experiences/Specialize** : Accounting
- **Term of Director** : 3 Years
- **Proportion of holding company shares** : - None -
(Among himself/spouse/under children)
- **Relationship among Executives** : - None -

- **Work Experience**

Holds position in listed companies which are subsidiaries in totaling of 2 places		
Presently Year 2023	Director	Capital Engineering Network Public Company Limited
Presently Year 2023	Director	RAYONG WIRE INDUSTRIES PUBLIC COMPANY LIMITED
Holding a position in a related company -None-		
Holding position in other company (non-listed company)		
Presently	Executive director, Director	WORLD UNITED LOGISTICS (THAILAND) CO., LTD.
Holding position in other company which may have conflict of interest to company -None-		

- **Prohibited Qualification**

- No record of committing criminal offenses against property by corruption
- No record of any transaction which may cause conflict of interest with company, its subsidiaries, associated company or related company in the past year

- **Number of attended meeting in the past year**

- Board of Directors - Time
- Annual General Meeting of Shareholders - Time

Definition of Independent Director

Rayong Wire Industries Public Company Limited had defines the definition of Independent Director which in stricter than regulations from The Capital Market Supervisory Board thus independent directors are independent and have the following qualifications.

1. Holding share not more than 0.5 percent of total qualified votes of company, major company, subsidiaries, associates, major shareholders or authorized person who controls the company. By this, includes holding shares for related person to individual independent.
2. Shall not be a Director, staff, employee, monthly consultant, or authorized person who controls company, subsidiaries, associates, same level of subsidiaries, major shareholders unless termination of such relationship has been not less than 2 years before appointed as Audit Committee. Mentioned, relationship does not include independent formers governor or consultant of governor which are major shareholders or authorized person who control company.
3. No Family relationship or registered under law as father, mother, spouse, brother and child includes spouse's child, executives, major shareholders, authorized control person or any person proposed as Executives or authorized control person of company or subsidiaries.
4. No business relationship with company, major company, subsidiaries, Associates, major shareholders or company control person in nature of interfere with independent discretion nor are or having been a significant shareholder or who has control of people who have business relationships with major companies, subsidiaries, associates, major shareholders or person control of company unless the termination of such relationship has been not less than 2 years prior before being appointed as Independent Directors.

Business Relationship under the first paragraph including any business trading to operates, lease, property rental or transaction involving assets or services or giving or receiving financial assistance with reception or loan, guarantee of assets as collateral as well as other circumstances with effects company or contract parties owed to the other party from 3 percent of company tangible assets or from 25 million Baht onward whichever is lower. By this, the calculations of liabilities are in accordance with calculation of related transaction as announces from Capital Market Supervisory Board by defer only to consider the debt burden than total debts incurred during 1 year before the date of business relationship with same person.

5. Nor or Auditor of company, subsidiaries, associates, major shareholders, or person control company nor are or having been a significant shareholder or who has control of people or partner of Audit Firm with partner of Auditor of company, subsidiaries, associates, major shareholders or people

control company belong unless the termination of such relationship has been not less than 2 years prior before being appointed as Independent Directors.

6. Not be or used to be professional services including law consulting service or financial assistance which has been charged over 2 million Baht per year from company, subsidiaries, associates, major shareholders, or people control company nor are or having been a significant shareholder or who has control of people or partner with professional services unless the termination of such relationship has been not less than 2 years prior before being appointed as Independent Directors.
7. Not be appointed Directors for behalf of Company Director, major shareholders or shareholders who are concerned with major shareholders.
8. Not operate the same business and significant competitive business with company or subsidiaries or not significant partner in partnership or Directors of such business, employees who earn fixed or held more than 1 percent of overall Ordinary Share of another company which operates the same business and be a significant with company or subsidiaries.
9. No other characteristic preventing the independent opinion of company operation.

After the appointment of independent directors whose characters stipulated on clause 1 to 9, the independent directors may be assigned by Board of Directors to decide on the operation of company, major company, subsidiaries, subsidiary of the same level, major shareholders or authorized person of company in Collective decision form.

Information on independent directors nominated
by company as proxies of shareholders



Name – Surname	Mr. Worawit Siriwatwimol	
Age (Year)	64	
Address	1011, Supalai Grand Tower, 17th Floor, Room No. 1703-1704, Rama 3 Road, Chong Nonsi, Yannawa, Bangkok 10120	
Position	Independent director, Chairman of Audit Committee, and Chairman of the Recruitment and Remuneration Committee	
Educational Qualification	<ul style="list-style-type: none"> - Master's Degree, Faculty of Business Administration, Marketing and Finance, Sripatum University - Bachelor's degree, Faculty of Journalism Thammasat University 	
Training Roles of Director	- Directors Accreditation Program (DAP) Model 21/2004	
Work Experience	Year 2007 - Present The chairman of the board director V S S N COMPANY LIMITED	
Proportion of holding shares	-None-	
Illegal history in the past 10 years	-None-	
Family relations between executives	-None-	
Agenda with interest in this shareholders' meeting	-None-	
Attendance of meeting From the past year	<ul style="list-style-type: none"> - Board of Directors 5/5 Time - Audit Committee 6/6 Time - Recruitment and Remuneration Committee 2/2 Time - Annual General Meeting of Shareholders 1/1 Time 	
Conflict of interest with the company / parent company / subsidiary / associated company / or juristic person that may have conflicts in the past 2 years		
1. Being a director who is involved in the management of work, staff, employees, or consultants who receive a regular salary		-None-
2. Is a professional service provider (such as an auditor, legal counsel)		-None-
3. Have significant business relationships Which may result in the inability to function independently		-None-



Name – Surname	Mr. Wichain Sopanpanichkul	
Age (Year)	63	
Address	1011, Supalai Grand Tower, 17th Floor, Room No. 1703-1704, Rama 3 Road, Chong Nonsi, Yannawa, Bangkok 10120	
Position	Independent director, Audit Committee, and Recruitment and Remuneration Committee	
Educational Qualification	<ul style="list-style-type: none"> - Master of Business Administration, Master of Business Administration, Ramkhamhaeng University - Bachelor's degree in Law Ramkhamhaeng University - Bachelor's degree in Accounting, Thammasat University 	
Training Roles of Director	- Directors Accreditation Program (DAP) Model 104/2013	
Work Experience	<ul style="list-style-type: none"> Year 2021- Present Director Juristic Person, Central Housing Muang de Paris Ratchavipha Year 2007- Present Consultant La Chule Cosmetics (Thailand) Co., Ltd. Year 1997- Present Consultant S.P.A. International food group company limited Year 1992- Present Owner and head of the office Charoensuk Accounting and Law Office Year 1992- Present Consultant ASA BANGKOK CO., LTD. 	
Proportion of holding shares	-None-	
Illegal history in the past 10 years	-None-	
Family relations between executives	-None-	
Agenda with interest in this shareholders' meeting	-None-	
Attendance of meeting From the past year	<ul style="list-style-type: none"> - Board of Directors 5/5 Time - Audit Committee 6/6 Time - Recruitment and Remuneration Committee 2/2 Time - Annual General Meeting of Shareholders 1/1 Time 	
Conflict of interest with the company / parent company / subsidiary / associated company / or juristic person that may have conflicts in the past 2 years		
1. Being a director who is involved in the management of work, staff, employees, or consultants who receive a regular salary		-None-
2. Is a professional service provider (such as an auditor, legal counsel)		-None-
3. Have significant business relationships Which may result in the inability to function independently		-None-



Name – Surname	Mr. Anivut Pongpajit	
Age (Year)	62	
Address	1011, Supalai Grand Tower, 17th Floor, Room No. 1703-1704, Rama 3 Road, Chong Nonsi, Yannawa, Bangkok 10120	
Position	Independent director and Audit Committee	
Educational Qualification	-Chula Mini MBA Business Administration, Chulalongkorn University -Bachelor's degree in Business Administration (Marketing), Dhurakij Pundit University	
Training Roles of Director	- Directors Accreditation Program (DAP) Model 165/2019	
Work Experience	Present Executive Director Hotels and Resorts Belle Mont Village Co., Ltd.	
Proportion of holding shares	-None-	
Illegal history in the past 10 years	-None-	
Family relations between executives	-None-	
Agenda with interest in this shareholders' meeting	-None-	
Attendance of meeting From the past year	- Board of Directors	5/5 Time
	- Audit Committee	6/6 Time
	- Annual General Meeting of Shareholders	1/1 Time
Conflict of interest with the company / parent company / subsidiary / associated company / or juristic person that may have conflicts in the past 2 years		
1. Being a director who is involved in the management of work, staff, employees, or consultants who receive a regular salary		-None-
2. Is a professional service provider (such as an auditor, legal counsel)		-None-
3. Have significant business relationships Which may result in the inability to function independently		-None-

Company Articles of Association with respect to the General Meeting of Shareholders

Shareholders' Meeting

Article 33. The Board of Directors shall call an Annual General Meeting of shareholders within 4 months of the end of the Company's fiscal year.

Other shareholders' meetings apart from the aforementioned be called an extraordinary general meeting the Board of Directors may call an extraordinary meeting of shareholders whenever it deems appropriate or when one or more shareholders hold shares in aggregate of not less than ten percent of the total number of shares sold they can sign their names and make a letter requesting the Board of Directors to call an extraordinary meeting of shareholders at any time. However, the subject matter and reasons for calling the meeting must be clearly stated in the said letter. In such a case The Board of Directors must hold a shareholders' meeting within 45 days from the date of receipt of the letter from the shareholders.

If the Board of Directors fails to hold a meeting within the period under paragraph two shareholders who subscribe to each other or other shareholders holding the required number of shares may call a meeting by themselves within 45 days from the date of expiration of the period under paragraph two. In such case, it shall be deemed that the meeting of shareholders is called by the Board of Directors. The Company shall be responsible for necessary expenses arising from the arrangement of the meeting and reasonable facilitation.

In the case where it appears that the shareholders' meeting convened by the shareholders under paragraph three the number of shareholders present at the meeting does not constitute a quorum as prescribed in Article 35 of the Articles of Association. The shareholders under the third paragraph shall jointly compensate the Company for damages arising from holding that meeting.

Article 34. To call a meeting of shareholders, the board of directors shall prepare a written notice calling the meeting that indicates the place, date, time, agenda of the meeting and the matters to be proposed to the meeting together with sufficient details. Moreover, the agenda shall be explained clearly as proposed for acknowledgement, approval or consideration including the comments and explanations by the board of directors. The written notice shall be delivered to the shareholders not less than 7 days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper for 3 consecutive days not less than 3 days prior to the date of the meeting.

The board of directors shall fix the date, time and place of the meeting. The place shall be in the locality in which the head office or a branch of the Company is located or unless otherwise stipulated by the articles of association.

Article 35. In a meeting of shareholders, the number of shareholders and proxies (if any) attending shall not be less than 25 persons and the number of shares combined shall not be less than one-third of the total number of authorized shares, or the number of shareholders and proxies (if any) attending shall

not be less than one-third of the total number of shareholders and the number of shares combined shall not be less than one-third of the total number of authorized shares to constitute a quorum.

At any meeting of shareholders, in the case where one hour has passed since the time for which the meeting is scheduled and the number of shareholders attending the meeting is still inadequate for a quorum as prescribed under paragraph one, if such meeting of shareholders was called as a result of a request by the shareholders such meeting shall be cancelled. If such meeting of shareholders was not called because of a request by the shareholders, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than 7 days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Article 38. At an Annual General Meeting of Shareholders, the agenda shall include the following:

- (1) To consider the board of directors' report proposed to the meeting to show the operating results of the past year
- (2) To consider and approve the Company's financial statements
- (3) To consider the allocation of the net profit
- (4) To elect new directors in replacement of those retired by rotation
- (5) To appoint the Company's auditor and to fix the auditor's fee
- (6) Other matters

Giving a Proxy for Attending a Meeting of Shareholders and Voting Right of Shareholders

Article 36. In a meeting of shareholders, a shareholder may give a proxy to a person who has become one's legal age to attend the meeting and vote on his/her behalf. The proxy shall be dated and signed by the shareholder in accordance with the form prescribed by the registrar.

The proxy shall be submitted to the chairman, or the person designated by the chairman at the meeting before attending the meeting.

Article 37. In voting, one share shall be counted as one vote and a resolution of the meeting of shareholders shall be passed by the following votes.

In an ordinary event, a resolution shall be passed by a majority vote of shareholders who attend the meeting and have the right to vote. In case of an equality of votes, the chairman of the meeting shall have an additional vote to decide.

In the following cases, a vote of not less than 3 in 4 of the total number of vote of shareholders who attend the meeting and have the right to vote:

- a) Selling or transferring of the whole or important parts of the business of the Company to other parties

- b) Purchasing or accepting of transfer of the business of other companies or private companies by the Company
- c) Making, amending, or terminating of contracts for renting out the whole or important parts of the business of the Company
- d) Assigning other person(s) to manage the Company's business
- e) Merger of the Company and others with an objective to share profit and loss
- f) Amending the Articles of Association or the Company's regulations
- g) Increasing or decreasing the Company's capital or issuing debenture
- h) Merger or liquidating the Company

Director Election Process, Director Retirement and Directors' Remuneration

Article 16. The number of members of the Company's board of directors shall not be less than 5 members but not more than 15 members and not less than half of total number of directors must reside in the Kingdom. Additionally, at least half of the total number of the board's member shall reside in Thailand and possess the prescribed qualifications.

The Company's directors have the right to receive the remuneration (i.e., salary, allowances, and bonus) for performing the duties.

Article 17. The shareholders' meeting shall elect directors according to the following criteria and methods:

1. Each shareholder shall have several votes equal to the number of shares.
2. Each shareholder shall exercise all the votes to elect an individual (1) or several persons as a director or directors but shall not split the votes.
3. After the vote, the candidates shall be ranked in a descending order and shall be appointed as directors in that order, until all the vacate director positions are filled. In the case that the equality of votes cast for candidates leading to the number of appointed directors exceeding the number of vacate positions, the chairman shall extra vote to decide.

Article 18. At every Annual General Meeting of shareholders, one-third of the directors shall retire. If one-third of the number of directors is not a whole number, the number of retiring directors shall be as close to one-third of the number of the directors as possible.

In the first and second years after the Company was registered, the retiring directors shall be determined by drawing lot unless there is other agreed method. In subsequent years, the directors who have held office longest shall retire and the retiring directors may be reelected for another term.

Article 22. Meeting of Shareholders may resolve to remove any Directors before retire by rotation by vote of not less than three-fourth of the number of shareholders who are present at the meeting and entitled to vote and representing an aggregate number of not less than one-half of number of shares held by the shareholders who present at the meeting and are entitled to vote

Article 23. The Board of Directors shall elect one Director as Chairman of the Board of Directors, where they consider it proper to do so the Board of Directors may elect one or several Directors as Vice-Chairman, Board of Directors may assist one or more to act for Directors.

Article 24. The number of 2 Directors signing jointly under the company's seal

By this, Board of Directors or Meeting of Shareholders shall have power to name the directors who are authorized to sign binding the company.

Article 31. No Director shall engage in any business or become a partner with unlimited liability or a director of any other private company that is similar in nature to and competes with the business of the Company, except where such was notified to the meeting of shareholders prior to the passing of the appointment resolution.

Appointment of the Company's Auditor

Article 43. The auditor shall not be a director, staff, employee or person holding any position or having any duty in the Company.

Dividend Payment

Article 46. Under No.47, dividend shall not be paid from sources other than profits. In the case where the Company still suffers deficit, no dividends shall be paid.

Dividend for common shares shall be divided as equal amount

The board of directors may declare an interim dividend payment for shareholders when the board considers that the profit of the Company justifies such payment. In this regard, such dividend payment shall be reported to shareholders at the next meeting of shareholders.

Dividend shall be paid within one month from the date of the resolution passed by the meeting of shareholders or the board of directors, as the case may be. The shareholders shall be notified in writing of such dividend payment, and the notice shall also be published in a newspaper within 1 month from the date of the resolution passed by the meeting of shareholders or the board of directors, as the case may be.

Article 47. The Company shall allocate not less than 5 percent of its annual net profit less the Company's deficit (if any) into reserve until the reserve amount is not less than 10 percent of the Company's registered capital. Besides the reserve, the board of directors may propose to a meeting of shareholders to vote for allocating a portion of the profit to be reserved for other purposes as appropriate.

Registration and Voting Procedures for E-Meeting

As the 2023 annual general meeting of shareholders will be conducted through electronic media (E-Meeting), the Company would like to provide guidelines for the registration and voting through electronic media as follows:

Required documents for registration

1. Individual shareholders

A. Attendance in person by Thai individual shareholders who will use Thai national ID card as verification document

- (1) A valid Thai national identification card

B. Attendance in person by individual shareholders who will use other type of verification document

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)
- (2) A photocopy of a valid photo-ID issued by a government authority, e.g. an official identification card, a foreigner identification card or a passport (in case of foreign shareholder), which is certified as a true copy by the shareholder

C. Attendance by proxy

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)
- (2) A proxy form B (Enclosure 8), which is completely filled in and signed by the proxy grantor and the proxy, and affixed with Baht 20 of stamp duty
- (3) A photocopy of a valid photo-ID issued by a government authority of the proxy grantor (shareholder), which is certified as a true copy by the proxy grantor
- (4) A photocopy of a valid photo-ID issued by a government authority of the proxy, which is certified as a true copy by the proxy

Please submit all required documents to the Company via email and post in accordance with the details specified in item no. 4 below and arrange for such documents to arrive at the Company by April 26, 2023, for the Company to review and verify the documents and proceed further with the registration. However, submission of documents is not required for the individual shareholders who will register through e-registration system using Thai national ID card as verification document.

2. Juristic person shareholders

A. Attendance in person by the authorized representative of the shareholder

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)

- (2) A photocopy of a valid photo-ID issued by a government authority of the authorized representative of the shareholder, which is certified as a true copy by the authorized representative
- (3) A photocopy of an affidavit of the shareholder issued by the Ministry of Commerce or a competent authority of the country where such juristic person is situated, which has been issued for not more than 1 year prior to the meeting. The document must also be certified as a true copy by the authorized representative and contain the information showing that the authorized person has the authority to act on behalf of such juristic person shareholder

B. Attendance by proxy

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)
- (2) A proxy form B (Enclosure 12) which is completely filled in and signed by the proxy grantor and the proxy, and affixed with Baht 20 of stamp duty
- (3) A photocopy of a valid photo-ID issued by a government authority of the authorized representative of the shareholder, which is certified as a true copy by such authorized representative
- (4) A photocopy of an affidavit of the shareholder issued by the Ministry of Commerce or a competent authority of the country where such juristic person is situated, which has been issued for not more than 1 year prior to the meeting. The document must also be certified as a true copy by the authorized representative and contain the information showing that the authorized person has the authority to act on behalf of such juristic person shareholder
- (5) A photocopy of a valid photo-ID issued by a government authority of the proxy, which is certified as a true copy by the proxy

C. Attendance by proxy given by a Thai Custodian

- (1) Registration form for E-AGM (Notification form from TSD with clear email and phone number)
- (2) A photocopy of a valid power of attorney, authorizing the custodian to give proxy, which is completely filled in and signed by the principal and the attorney, and affixed with Baht 30 of stamp duty, which is certified as a true copy by the authorized representative of the custodian
- (3) The documents specified in 1.(c)(3) or 2.(b)(3) and (4), as the case may be (except where the shareholder is a foreign juristic person who authorizes a custodian who is a Thai financial institution)

- (4) A photocopy of a valid photo-ID issued by a government authority of the authorized representative of the custodian, which is certified as a true copy by such authorized representative
- (5) A photocopy of an affidavit of the custodian issued by the Ministry of Commerce, which has been issued for not more than 1 year prior to the meeting. The document must also be certified as a true copy by the authorized representative and contain the information showing that the authorized person has the authority to act on behalf of the custodian
- (6) A photocopy of a confirmation letter as to the fact that the custodian has obtained a license to undertake or engage in custodian business, which is certified as a true copy by the authorized representative of the custodian
- (7) A proxy form C (available for download at www.sprc.co.th), which is completely filled in and signed by the proxy grantor (i.e., the custodian) and the proxy, and affixed with Baht 20 of stamp duty
- (8) A photocopy of a valid photo-ID issued by a government authority of the proxy, which is certified as a true copy by such proxy

Please deliver the documents specified above to the company in advance so that the company can receive all documents by April 26, 2023, by sending them to the address and e-mail specified in item 4 for the company to have sufficient time to review documents and take relevant actions.

3. Shareholders who give proxy to the independent director of the Company

A shareholder may give proxy to the Company's independent director, viz.

- Mr. Worawit Siriwatwimol (Independent Director and Chairman of Audit Committee)
- Mr. Wichien Sophanpanitkul (Independent Director and Audit Committee)
- Mr. Aniwut Pongpaijit (Independent Director and Audit Committee)

Details of the independent director proposed to serve as a proxy of shareholders are attached as Enclosure 7

To give proxy, please arrange for a proxy form B (Enclosure 12), which is completely filled and signed by the shareholder to arrive via post in accordance with the details specified in item no. 4 below by April 26, 2023, for the Company to review and verify the documents and proceed the documents further.

4. Delivery address and email address

A. For delivery of documents via post

Attention to: Rayong Wire Industries Public Company Limited
Supalai Grand Tower, 17 floor, room 1703-1704, Rama 3 Road, Chong Nonsi Subdistrict,
Yan Nawa District, Bangkok Province 10120

B. Email: rwi-ir@rwi.co.thหรือ tanapan@rwi.co.th

5. E-registration

The e-Registration system will be opened for registration on April 11, 2023, and closed for registration on 28 April 2023 at 11:00 a.m.

❖ Link for registration

URL:<https://portal.eservice.set.or.th/Account/Login?refer=PLQgkvNQCgyuFAP%2BEhpXURUybHwagZu4479tZj9LRTqIQoR%2BY%2B51A%3D%3D>

Or scan : QR Code



❖ Link for DAP E-Shareholder Meeting User Manual

URL: <https://www.set.or.th/th/dap/services/e-shareholder-meeting>

หรือสแกน : QR Code



For convenience in attending the meeting, please register through the SET's e-registration system at least 1 day in advance. For registration trouble shooting, please contact DAP Operation at telephone number 02-009-9888 ext. 1 or the Company's Investor Relations at telephone number 02-049-1001 Ext 4051 from April 11, 2023, to April 26, 2023, on Monday to Friday at 8:30 – 16:30 p.m.

Voting

1. Voting shall be conducted openly, and one share is entitled to one vote.
2. Voting on each agenda item: Each shareholder may vote “approve” or “disapprove”, or “abstain” in each agenda according to the number of shares he/she holds and cannot allocate the number of shares to vote separately, except for a custodian. Please see detailed guideline of the voting procedure in DAP e-Shareholder Meeting User Manual
3. Voting by a proxy: In the event that a shareholder marked in the proxy form on any agenda (approve, disapprove or abstain, as the case may be) in compliance with the regulations, the system will record such vote as marked in the proxy form in advance, and the proxy will not be entitled to change the votes marked in the system. However, if (i) a proxy grantor does not specify his/her intention on how to vote on an agenda item in the proxy form; (ii) such intention is not clearly

specified therein; (iii) there is any matter other than those specified in the proxy form which is to be considered and resolved in the meeting; or (iv) there is any change or amendment to any fact in the meeting, the proxy will be entitled to consider and vote on such agenda item via electronic voting system as the proxy deems appropriate. In any case, independent director(s) who has special conflict of interest on **Agenda item 5 regarding election of directors** shall abstain from voting on this agenda.

4. The resolution of the meeting of shareholders must consist of the following votes:
 - A. General case: A resolution of a shareholders' meeting must consist of a majority vote of the shareholders attending the meeting and having the right to vote.
 - B. In the event that the Company's Articles of Association and or the law states otherwise: Resolutions of the shareholders' meeting must be in accordance with the Company's Articles of Association. And/or the law is determined by voting in **Agenda 5. Regarding the election of directors**. must receive approval votes from the shareholders' meeting, the majority of the shareholders attending the meeting and having the right to vote by the person who received the highest number of votes in descending order Will be elected to the position as a director equal to the number of directors who are supposed to have a voting share in **Agenda 6. Consider and approve the remuneration of directors for the year 2023** must be approved by the shareholders' meeting, not less than two-thirds of the total number of votes of shareholders attending the meeting.

In this regard, the chairman of the meeting will inform the shareholders about the voting for each agenda before the resolution on that agenda.

5. In case of equality of votes, the Chairman of the meeting shall be entitled to a final casting vote.
6. Any shareholder or proxy who has special conflict of interest in any specific issue shall have no right to cast his/her vote on the said issue and that shareholder or proxy may be invited by the Chairman to temporarily leave from the meeting, except for voting on election of directors.
7. In counting votes for each agenda **except Agenda 5 on consideration of the election of directors**. Ask shareholders who " disapprove" or wish to "abstain" to press vote using the voting function. Those who did not click to vote "Disagree" or "Abstain" will be considered to "Agree".

For **Agenda 5 on the election of directors**, all shareholders are requested to vote by clicking on the "Agree", "Disapprove" or "Abstain" buttons to select individual directors. Every vote pressed in the voting system will be counted. both agreeing, disagreeing, and abstaining those who do not vote through the voting system will be considered "abstain".

8. When it's time for voting, the company will inform shareholders and proxies who have already registered and will open the voting system for each agenda for the shareholders to press to vote,

However:

- A. For **Agenda item 2, which is to acknowledge 2022 Company's performance**, there is no vote casting as it is agenda for acknowledgement.

- B. For Agenda item 5 regarding election of directors, voting will be divided into subsections. Each candidate's name will be specified in each subsection for election of director on an individual basis.
9. Before casting the vote for each agenda item, the shareholders will have an opportunity to ask questions in relation to such agenda item. In this regard, shareholders who wish to ask questions shall type the questions into the system. When such shareholder is allowed to ask question, the Company will call such shareholder's name and ask him/her to turn on his/her microphone and/or camera. Please see detailed guideline for asking questions in **DAP e-Shareholder Meeting User Manual**. However, the Company will provide answers to an appropriate number of questions during the e-meeting and consider recording the questions that are not answered in during meeting in the minutes of the shareholders' meeting as deem appropriate.

Vote Counting

1. The Chairman of the meeting will inform the meeting of the vote counting method for their acknowledgement before the commencement of the meeting.
2. At this shareholders meeting, the Company uses e-meeting platform of Digital Access Platform Company Limited (a company within the same group as the Stock Exchange of Thailand) for the Company's counting of the votes.
3. The Chairman of the meeting shall announce the result of vote counting to the meeting on each agenda. After the voting process of each agenda is closed and the Company has announced the voting results, shareholders can view the result of each agenda by clicking on the icon.

Remark

- Attendees wishing to leave the e-meeting before the e-meeting is adjourned will not be entitled to vote on the agenda considered after he/she left as advance voting is not allowed.
- The total number of votes cast on each agenda item may fluctuate as attendees may enter and leave the E-meeting from time to time. Therefore, the number of persons attending the e-meeting during each agenda item may change.
- The Company reserves the rights not to complete the registration process if the documents provided are not complete or if the registration occurs after the end of registration period.
- If the attendees change their title, name or surname, the evidence of such changes is required.
- If any of the required documents is not in Thai or English, its English translation, which is certified as a correct translation by the authorized representative of the relevant juristic person, must also be attached.
- If there is any amendment to the proxy, it must be accompanied by the signature of the proxy grantor. If there is no such signature, it will be deemed that the proxy is not entitled to vote in such agenda.

- The shareholder who wishes to give general proxy may use proxy form A. The shareholder who is a foreign investor for which a custodian of the shares in Thailand is appointed may use proxy form C.
- Proxy form A and proxy form C are available for download at www.rwi.co.th

Remark: In organizing shareholders' meetings through the DAP e-Shareholder Meeting system, the company will collect, use and disclose the personal information of shareholders in order to perform duties as required by law and for the benefit of providing services to shareholders in attending the shareholders' meeting. Which the shareholders will be protected according to the personal data protection policy.

Procedure for submitting a meeting (E-Request)
and using the meeting system via electronic media (E-Meeting)

User Manual

e-Shareholder Meeting System



DAP e-Shareholder Meeting

Contents

1

Preparation for DAP e-Shareholder Meeting

2

Steps of e-Registration

3

Steps of joining the e-Meeting

4

e-Question and e-Voting functions

5

Resetting password

1

Preparation for DAP e-Shareholder Meeting



For registration, please prepare an electronic device **with a camera**.



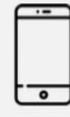
PC Computer



Notebook



Tablet



Mobile



Access to DAP e-Shareholder Meeting via Web Browser.



Google Chrome (recommended)



Safari



Internet Explorer

Documents required for registration

Individual shareholder



ID Card

or



Passport

Juristic person



Juristic person
certificate



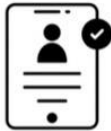
ID Card

or



Passport

1 Preparation for DAP e-Shareholder Meeting



Registration methods for attending the shareholder meeting

1 e-Registration via DAP e-Shareholder Meeting system

Attend the meeting in person

Thai person Foreign person Juristic person

Proxy to another person (A)

Proxy to independent director (B)



* In the case of appointing a proxy to another person (B), registration can be done by sending documents to the company (Method 2).

2 Register by sending documents to the company*

For registration, shareholders submit the documents for identity verification to the company, as specified in the invitation to the shareholders' meeting

The company officer will check the information and proceed registration. The system will inform the shareholders of the registration result and username for attending the meeting.

*Please study the details of registration such as document list / document submission, as specified in the invitation to the shareholders' meeting

In case of proxy

For shareholder who is unable to attend the meeting, they may appoint a proxy. Please find more information about proxy in the invitation letter to shareholders' meeting.

2

Steps of e-Registration

2.1 Attend the meeting in person – Individual person with the ID Card

Step 1

Choose a registration form

Attend in person Proxy

Step 2

Specify the type of shareholder

Thai person Foreign person / Person without the ID card Juristic person

Step 3

Fill out shareholder's information

- Name-Surname
- ID card number / laser code on the back of the ID card
- Date of birth
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

Your password must be between 8-15 characters and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click "Next"

Step 4

Enter OTP



Please fill 6 digits to confirm
Reference Code : YBPCUJ

Refresh OTP (02:06)

OTP will be sent to the mobile phone number and email you have entered.

(If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)

Enter OTP and click "Next"

2

Steps of e-Registration

2.1 Attend the meeting in person – Individual person with the ID Card

Step 5

Take pictures of yourself

Shareholders need to take pictures of yourself holding the ID card as explained in 3 steps below:

- Picture 1 : Picture of yourself
- Picture 2 : Picture of your ID card
- Picture 3 : Picture of yourself holding the ID card

Step 6

Review registration and securities holding information

Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

Please keep your username and password confidential.
Your login account should never be disclosed to others.

2

Steps of e-Registration

2.2 Attend the meeting in person – Foreign person / Person without the ID card OR Juristic Person

Step 1
Choose a registration form

Step 2
Specify the type of shareholder

Step 3
Fill out personal information

Step 4
Enter OTP

Step 5
Take a picture of yourself / Attach files

Step 6
Review registration and securities holding information

Attend in person
 Proxy

Thai person
 Foreign person / Person without the ID card
 Juristic person

Foreign person / Person without the ID card

- Name-Surname
- Passport / Non-Thai ID / Government Officer Number
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number


Juristic person

- Juristic person Name (Company Name)
- Registration Number
- Juristic person representative information: ID card number / laser code on the back of the ID card and date of birth
- Email address (It will be used as your username when logging in)
- Password
- Mobile phone number

Your password must be between **8-15 characters** and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click “Next”



Please fill in digits to confirm
Reference Code : 18PC12

© 2019

OTP will be sent to the mobile phone number and email you have entered.
(If shareholder have entered a foreign phone number, the OTP will be only sent to your email.)

Enter OTP and click “Next”

Take a picture of yourself and upload attachments as specified in the invitation letter [อัปโหลดไฟล์](#)

Upload attachments as specified in the invitation letter [อัปโหลดไฟล์](#)

Shareholders review the registration information and securities holding information. If the information is correct, click “Submit”

Please keep your username and password confidential.
Your login account should never be disclosed to others.

2

Steps of e-Registration

2.3 Proxy to another person (A)

Step 1

Choose a registration form

- Attend in person Proxy

Step 2

Specify the type of proxy

- Proxy to another person (A) Proxy to independent director (B)

Step 3

Fill out the information of the [shareholder who appoints a proxy](#) and enter OTP

- Name-Surname
- ID card number / laser code on the back of the ID card
- Date of birth
- Email Address
- Mobile phone number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click "Next"

- Enter OTP

Step 4

Fill out [proxies](#) information

- Name-Surname / Age
- ID card number / Address
- Email Address
- Mobile phone number



อัปโหลดไฟล์

The shareholder uploads the proxy form A with attachments as specified in the invitation letter

Proxy form A can be downloaded at [เอกสารใบมอบฉันทะ ก.](#)

Click "Next"

Step 5

Review registration and securities holding information

Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

Proxies will receive an email with the initial password.

Proxies will have to [reset a new password](#) before logging in to DAP e-Shareholder Meeting

2 Steps of e-Registration

2.4 Proxy to independent director (B)

Step 1

Choose a registration form

Attend in person Proxy

Step 2

Specify the type of proxy

Proxy to another person (A) Proxy to independent director (B)

Step 3

Fill out the information of the [shareholder who appoints a proxy](#) and enter OTP

- Name-Surname
- ID card number / laser code on the back of the ID card
- Date of birth
- Email Address
- Mobile phone number

Shareholders consent to receive documents in electronic format from the meeting organizer by marking and click "Next"

- Enter OTP

Step 4

Specify the name of the independent director

Specify an independent director you wish to appoint a proxy

Independent Director *

Independent Director

Step 5

Cast a vote in advance

Agenda No 1 To acknowledge the overall operation of the Company during 2020

The shareholder who appoints a proxy cast a vote in advance for all agenda.

Agenda No 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020

There are 3 voting options:

Agree Disagree Abstain

- Agree
- Disagree
- Abstain

Agenda No 3 To consider and approve the appointment of Directors for replacement of those who retired.

Agenda No 3.1 Mr. Sanchai Kamtong

Agree Disagree Abstain

อัปโหลดไฟล์

The shareholder uploads the proxy form B with attachments as specified in the invitation letter

Proxy form B can be downloaded at [เอกสารใบมอบฉันทะ: v.](#)

Click "Next"

Step 6

Review registration and securities holding information

Shareholders review the registration information and securities holding information. If the information is correct, click "Submit"

The shareholder will receive an email informing your proxy registration result to confirm that the proxy registration has been completed. However, the shareholder will not receive the password, as the proxy are appointed to independent director and your vote was already casted.

3

Steps of joining the e-Meeting

Step 1

<https://portal.eservice.set.or.th>

Shareholders log in to DAP e-Shareholder Meeting system on the date and time specified by the company
Click the meeting link in the email received from the system.

Step 2

Enter username (email address that you have registered) and password

Step 3

1. Search for the meeting by finding the Company name / Meeting type etc.
2. Click on the meeting you wish to join

Step 4

Menu bar will display information as follow:

1. Meeting information
2. Meeting agenda
3. Your question list
4. Voting result (after announced)

- Click "Join Meeting"
- Agree to the terms and conditions of service by marking and click "Join Meeting"
- Confirm name and voting rights
- Enter OTP

3

Steps of joining the e-Meeting

Meeting Room

Open WebEx Leave Meeting

DAP e-Shareholder Meeting

1

ทุกคนสามารถ อีสาร: ประธานกรรมการ

ประชุมสามัญผู้ถือหุ้นประจำปี 2564

Unmute Start video Start Sharing

3 4

Send Question or Vote Submit Vote Send Question

Agenda

- To acknowledge the overall operation of the Company during 2021
- To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year 2020
- ★ To consider and approve the appointment of Directors for replacement of those who retired.
 - Mr. A
 - Mr. B
- Agenda No 4 To consider appointing auditors and setting audit fees for the year 2022
 - Agenda No 4.1 To consider appointing auditors of ABC Company in place of the former company whose contract has expires in 2021
 - Agenda No 4.2 To consider and approve the audit fee for the year 2022

Q&A 5 **Summary voting results 6**

Q&A

⊕ To acknowledge the overall operation of the Company during 2021

Question : I would like to know the operating results of the company in 2021

Remark : Completed

06 February 2022 14:09 Delete

Question : สอบถามการเลือกตั้งกรรมการที่จะครบกำหนดลาออก

Remark : ทยอยตอบในวาระที่ 3 Completed

06 February 2022 14:09 Delete

Description

- Meeting Display: Webex Meeting screen will be embedded in DAP e-Shareholder Meeting, If the screen does not work, click 'Open WebEx' on the top right to view the meeting via Application Cisco Webex Meeting instead
- Current agenda will be indicated by star icon and yellow bar.
- e-Voting functions: voting can be casted only within appointed time frame
- e-Question functions: queueing your questions for both current and upcoming agenda
- Your questions submitted in the meeting
- Voting results: It will be only shown after the company has announced results for each agenda

4

e-Question and e-Voting functions

e-Question functions

During the meeting, shareholders can submit questions in advance:

1. Click "Send Question"
2. Choose the agenda you wish to ask question
3. Type your question (Optional)
4. Click "Send Question"

When you are allowed to ask questions, the company will call your name. Please turn on your microphone and/or camera (VDO) to ask such question by yourself

e-Voting functions

For each agenda, there are 3 voting options: **"Approve", "Disapprove" and "Abstain"**

1. Click "Submit Vote"
2. Vote within the period of time given for both your vote rights and proxy's (if any)
3. Click "Submit Vote"


Shareholders are able to vote only within given time frame.

4

e-Question and e-Voting functions

e-Voting functions


Example of voting results



การประชุมสามัญผู้ถือหุ้นประจำปี 2565 ครั้งที่ 1/2565
บริษัท ทดสอบโดย SET

Annual General Meeting of Shareholder for the year 2022 No. 1/2022
TEST LISTED

วันจันทร์ที่ 31 มกราคม 2565 เวลา 13:00 (31 January 2022 13:00)




วาระที่ 2 พิจารณาอนุมัติงบการเงินและงบกำไรขาดทุนสุทธิสิ้นสุด ณ วันที่ 31 ธันวาคม 2564
(Agenda No 2 To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2021)

สรุปผลการลงคะแนน

	จำนวนเสียงทั้งหมด (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	45,000	60.0000
ไม่เห็นด้วย (Disagree)	15,000	20.0000
งดออกเสียง (Abstained)	15,000	20.0000
บัตรเสีย (Voided ballot)	0	-
รวม	75,000	100.0000

e-Summary



■ เห็นด้วย (Agree) 60%

■ ไม่เห็นด้วย (Disagree) 20%

■ งดออกเสียง (Abstained) 20%



การพิจารณา: คะแนนเสียงไม่น้อยกว่า 3/4 ของจำนวนเสียงทั้งหมดของผู้ถือหุ้นซึ่งมีสิทธิออกเสียงลงคะแนน และสิทธิคัดค้าน (Veto)
Resolution:


Send Question or Vote


Submit Vote
Send Question

Q&A
Summary voting results

Summary voting results

No.	Agenda Name	Vote	Summary
1	To acknowledge the overall operation of the Company during 2021		
2	To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020	✔	
3	To consider and approve the appointment of Directors for replacement of those who retired.		
4	Mr. A	✔	
5	Mr. B	✔	

✔ Agenda has voting.  Voting Result Summary

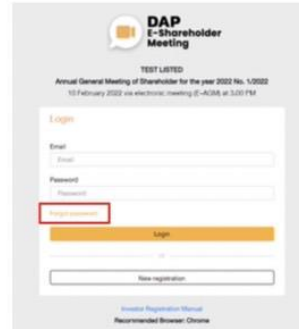
After the closing of voting in each agenda, the company will announce results. Shareholders can check the result of each agenda by clicking the  icon

5

Resetting password



To retrieve your password, shareholders can reset password by clicking "Forgot password" button.



There are 2 options to reset your password:

1 Reset password via email

Enter your registered email

Check your inbox



Set new password

2 Reset password via mobile phone number

Click the link to reset password via mobile phone

Enter your mobile phone number

Request for OTP and enter OTP

Set new password

To download user manual,



DAP e-Shareholder Meeting



shareholders could study more information at:

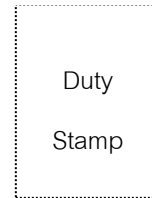
<https://www.set.or.th/en/eservice/shareholder.html>



Or scan the following QR Code:



PROXY FORM A
(SIMPLE FORM)



Written at.....
Date Month Year

Name..... Nationality.....
Address..... Road..... Sub-district.....
District..... Province..... Postel code.....

Being a shareholder of **Rayong Wire Industries Public Company Limited**

Holding the total amount of..... shares Cast Vote Totaling Vote (s)
Common Share..... shares Cast Vote Totaling Vote (s)

Hereby Appoint

(1)..... Age..... Years
Address..... Road..... Sub-district.....
District..... Province..... Postel code..... or

(2) Age..... Years

Address..... Road..... Sub-district.....
District..... Province..... Postel code..... or

(3) Age..... Years

Address..... Road..... Sub-district.....
District..... Province..... Postel code.....

As my / our proxy to attend and vote on my/our behalf of the 2023 Annual General Meeting of Shareholders to be held on Friday April 28, 2023, at 10.00 a.m. via electronic media (E-Meeting) or on the date and the place as may be postponed or changed

Any business carried out by the proxy in the said meeting shall be deemed as having been carried out by myself / ourselves

Signed Proxy Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Remark A shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A shareholder may not appoint more than one proxy holder, each with the voting right in respect of a certain portion of shares.



**PROXY FORM B
(SPECIFIC DETAILS FORM)**

Written at.....

Date Month Year

(1) Name..... Nationality.....
 Address.....Road.....Sub-district.....
 District.....Province.....Postel code.....

(2) Being a shareholder of **Rayong Wire Industries Public Company Limited**

Holding the total amount of..... shares Cast Vote Totaling Vote (s)

Common Share..... shares Cast Vote Totaling Vote (s)

(3) Hereby Appoint

1. Name.....Age..... Years

Address..... Road..... Sub-district.....

District..... Province..... Postel code..... or

2. Name.....Age..... Years

Address..... Road..... Sub-district.....

District..... Province..... Postel code..... or

3. Name.....Age..... Years

Address..... Road..... Sub-district.....

District..... Province..... Postel code..... or

4. Mr. Worawit Siriwatwimol (Independent Directors and Chairman of Audit Committee) Age 64 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120 or

5. Mr. Wichien Sophanpanitkul (Independent Directors and Audit Committee) Age 63 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120 or

6. Mr. Aniwut Pongpajit (Independent Directors and Audit Committee) Age 62 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120 or (This director has interests in Agenda 5.2 must vote “Abstain” only)

Appoint one and only one as my/our proxy holder to attend and vote on my/our behalf at the 2023 Annual General Meeting of Shareholders to be held on Friday, April 28, 2023 at 10.00 a.m. via electronic media (E-Meeting)

(4) In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

Agenda 1 **To review and adopt minutes of the 2022 Annual General Meeting of Shareholders which was held on April 29, 2022**

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Adgree Disagree Abstain

Agenda 2 **To acknowledge the report of the Board of Directors for the year 2022**
Because this agenda is an agenda for acknowledgment therefore no voting

Agenda 3 **To consider and approve the financial statements for the year 2022 ended December 31, 2022**

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Adgree Disagree Abstain

Agenda 4 **To consider profit allocation of omit dividend payment**

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Adgree Disagree Abstain

Agenda 5 **To appoint Directors who retired by rotation**

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Appointment of the Whole Board of Directors
 - Adgree Disagree Abstain
 - Appointment of Individual Director
 1. Mr. Worawit Siriwatwimol
 - Adgree Disagree Abstain
 2. Mr. Wichian Sophanpanichkul
 - Adgree Disagree Abstain
 3. Mr. Siriphong Vongvuttipornchai
 - Adgree Disagree Abstain

Agenda 6 **To set the remuneration of the Board of Directors the for the year 2023**

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she

may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Adgree Disagree Abstain

Agenda 7 **To consider and appoint the Company's auditor and fix the auditor's fee for the year 2023**

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Adgree Disagree Abstain

Agenda 8 **Consider approving changes to the Company's Articles of Association**

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Adgree Disagree Abstain

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

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Adgree Disagree Abstain

(5) In case that the proxy holder does not vote per my/our intention specified in the proxy, the vote is regarded as invalid vote and not accounted as my/our, a shareholder(s), vote

(6) If I/we did not declare or indicate clearly the requirement to vote in any agenda item; or if the Meeting is to consider and vote for a resolution on other agenda items to other agenda not mentioned in the proxy, the proxy holder will have full right to consider and vote accordingly for me/us

I/we shall be fully liable for any action, except not voting per my/our specified intention, taken by the proxy holder at the Meeting

Signed..... Proxy Grantor
(.....)

Signed..... Proxy Signed..... Proxy
(.....) (.....)

Signed..... Proxy Signed..... Proxy
(.....) (.....)

Signed..... Proxy Signed..... Proxy
(.....) (.....Mr.Worawit.Siriwatwimol.....)

Signed..... Proxy Signed..... Proxy
(.....Mr.Wichian.Sophanpanichkul.....) (.....Mr.Aniwut.Pongpaijit.....)

Remark

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes
2. Agenda for election directors could be the whole Board of Directors or certain directors can be elected
3. In case that there are other agenda for consideration other than those abovementioned, the shareholder may additionally specify on the regular continued Proxy Form B (attached)

The regular continued Proxy Form B

The proxy of the shareholder of **Rayong Wire Industries Public Company Limited**

The 2023 Annual General Meeting of Shareholders to be held on Friday, April 28, 2023, at 10.00 a.m., via electronic media (E-Meeting) or on the date and the place as may be postponed or changed

Agenda No. Subject

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:
 Adgree Disagree Abstain

Agenda No. Subject

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:
 Adgree Disagree Abstain

Agenda No. Subject

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:
 Adgree Disagree Abstain

Agenda No. Subject

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:
 Adgree Disagree Abstain

Agenda No. Subject: Elect new Directors (continue)

Name of Director.....

Adgree Disagree Abstain

Name of Director.....

Adgree Disagree Abstain

Name of Director.....

Adgree Disagree Abstain

Name of Director.....

Adgree Disagree Abstain

Agenda No. Subject

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Adgree
 - Disagree
 - Abstain

PROXY FORM C

(In case of the shareholder’s foreign investor and appoint
Local custodian as their representation)



Written at.....

Date Month Year

(1) Name..... Nationality.....
Address.....Road.....Sub-district.....
District.....Province.....Postal code.....

As entrepreneur and maintain a depository shares (custodian) to

Being a shareholder of **Rayong Wire Industries Public Company Limited**

Holding the total amount of..... shares Cast Vote Totaling Vote (s)

Common Share..... shares Cast Vote Totaling Vote (s)

(2) Hereby Appoint

1. Name.....Age..... Years

Address..... Road..... Sub-district.....

District..... Province..... Postal code..... or

2. Name.....Age..... Years

Address..... Road..... Sub-district.....

District..... Province..... Postal code..... or

3. Name.....Age..... Years

Address..... Road..... Sub-district.....

District..... Province..... Postal code..... or

4. Mr. Worawit Siriwatwimol (Independent Directors and Chairman of Audit Committee) Age 64 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120 or

5. Mr. Wichien Sophanpanitkul (Independent Directors and Audit Committee) Age 63 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120 or

6. Mr. Aniwut Pongpajit (Independent Directors and Audit Committee) Age 62 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120 or (This director has interests in Agenda 5.2 must vote “Abstain” only)

Appoint one and only one as my/our proxy holder to attend and vote on my/our behalf at The 2023 Annual General Meeting of Shareholders to be held on Friday April 28, 2023 at 10.00 a.m. via electronic media (E-Meeting) or on the date and the place as may be postponed or changed. In this Meeting,

(3) I/we grant my/our proxy to vote on my/our behalf as follows:

- Grant proxy the total amount of shares held and entitled to vote
- Grant partial shares of

Common Share..... shares and having the right to votes equal to..... votes
Total voting right..... votes

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

Agenda 1 To review and adopt minutes of the 2022 Annual General Meeting of Shareholders which was held on April 29, 2022

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Adgree
 - Disagree
 - Abstain

Agenda 2 To acknowledge the report of the Board of Directors for the year 2022
Because this agenda is an agenda for acknowledgment therefore no voting

Agenda 3 To consider and approve the financial statements for the year 2022 ended December 31, 2022

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Adgree
 - Disagree
 - Abstain

Agenda 4 To consider profit allocation of omit dividend payment

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Adgree
 - Disagree
 - Abstain

Agenda 5 To appoint Directors who retired by rotation

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 - Appointment of the Whole Board of Directors
 - Adgree
 - Disagree
 - Abstain
 - Appointment of Individual Director

1. Mr. Worawit Siriwatwimol
 Adgree Disagree Abstain
2. Mr. Wichian Sophanpanichkul
 Adgree Disagree Abstain
3. Mr. Siriphong Vongvuttipornchai
 Adgree Disagree Abstain

Agenda 6 To set the remuneration of the Board of Directors the for the year 2023

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 Adgree Disagree Abstain

Agenda 7 To consider and appoint the Company's auditor and fix the auditor's fee for the year 2023

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 Adgree Disagree Abstain

Agenda 8 Consider approving changes to the Company's Articles of Association

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 Adgree Disagree Abstain

Agenda 9 Other business (if any)

- (A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects
- (B) The proxy shall vote as per my/our intention as follows:
 Adgree Disagree Abstain

(5) In case that the proxy holder does not vote per my/our intention specified in the proxy, the vote is regarded as invalid vote and not accounted as my/our, a shareholder(s), vote

(6) If I/we did not declare or indicate clearly the requirement to vote in any agenda item; or if the Meeting is to consider and vote for a resolution on other agenda items to other agenda not mentioned in the proxy, the proxy holder will have full right to consider and vote accordingly for me/us

I/we shall be fully liable for any action, except not voting per my/our specified intention, taken by the proxy holder at the Meeting

Signed Proxy Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(..... Mr.Worawit Siriwatwimol.....)

Signed Proxy
(..... Mr.Wichian Sophanpanichkul.....)

Signed Proxy
(..... Mr.Aniwut Pongpaijit.....)

Remark

1. Proxy Form C is only for whose name appears in registration book as foreign investor
2. Evidence must attach with proxy
 - a. Letter of Proxy from shareholders to custodian signing instead
 - b. Confirmation letter of signing instead to business license of custodian
3. Shareholders who appoint a proxy must authorized only one to attend the meeting and voting shares could not be separated for so many people to for separate proxy voting
4. Agenda of election Directors can elect all Directors or individual
5. In case that there are other agenda for consideration other than those abovementioned, the shareholder may additionally specify on the regular continued Proxy Form C (attached)

The regular continued Proxy Form C

The proxy of the shareholder of **Rayong Wire Industries Public Company Limited**

The 2023 Annual General Meeting of Shareholders to be held on Friday April 28, 2023, at 10.00 a.m. via electronic media on the date and the place as may be postponed or changed

Agenda No. Subject

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Adgree Disagree Abstain

Agenda No. Subject

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Adgree Disagree Abstain

Agenda No. Subject

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Adgree Disagree Abstain

Agenda No. Subject

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Adgree Disagree Abstain

Agenda No. Subject

(A) The proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects

(B) The proxy shall vote as per my/our intention as follows:

Adgree Disagree Abstain

Agenda No. Subject: Elect new Directors (continue)

Name of Director.....

Adgree Disagree Abstain

Name of Director.....

Adgree Disagree Abstain

Name of Director.....

Adgree Disagree Abstain

Name of Director.....

Adgree

Disagree

Abstain

Enclosure No. 12

Agenda Question Form for the 2023 Annual General Meeting of Shareholders of
Rayong Wire Industries Public Company Limited

Meeting on Friday 28 April 2023 at 10.00 a.m. via electronic media (E-Meeting)

Dear Company Secretary, Rayong Wire Industries Public Company Limited (“RWI”)

Name.....

Please tick ✓ in the box ()

() Shareholders of Rayong Wire Industries Public Company Limited

() Proxy from.....who is a shareholder of Rayong Wire Industries Public Company Limited

There were questions regarding various agendas in the Annual General Meeting of Shareholders of Rayong Wire Industries Public Company Limited as follows:

.....
.....
.....
.....
.....
.....
.....
.....
.....

Remark: Once the above details have been filled in, Please return it to Rayong Wire Industries Public Company Limited by April 26, 2023 at 5:00 p.m. via email rw-ir@rwi.co.th

In this regard, in order to increase options and facilitate the shareholders.
You can scan the QR CODE and submit an inquiry instead of submitting a paper form.

If you have any questions or suggestions, please contact:
- Mr. Thanaphan Supsakorn Tel. 02-049-1001 – 4 ext. 4051

Requesting Form of Annual Report in paper format

To Shareholders

Rayong Wire Industries Public Company Limited would like to inform you those in case shareholders aim to have 2022 Annual Report in paper format. Please fill in the form below and send its form to tanapan@rwi.co.th in order for company will send 2022 Annual Report in paper format afterward.

Name of Shareholders (Elaborate handwriting)	
Address	
Contact Person	
Telephone	
Fax	
E-mail address	

Contact for more information

Contact

If shareholders have additional questions regarding the 2023 Annual General Meeting, they can contact at e-mail rwi-ir@rwi.co.th or tanapan@rwi.co.th or Tel: (02) 049-1001 ext. 4051