



RAYONG WIRE INDUSTRIES PLC.

NOTICE OF 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS



RAYONG WIRE INDUSTRIES PLC.

Tuesday, April 30, 2024 at 10.00 a.m.
Via Electronic Media (E-Meeting)

RAYONG WIRE INDUSTRIES PLC. kindly requests for shareholders' and/or proxies cooperation to study the details about procedures for registration of E- Meeting, and prepare identity documents, as well as study the procedures for voting and attending the E-Meeting or appointing an independent director of the Company to act as your proxy to vote on your behalf

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Remark Shareholders can view the notice of the 2024 Annual General Meeting of Shareholders and meeting documents on the Company's website www.rwi.co.th available from April 5, 2024, onwards.

Ask for more detail please contacts:

- | | | | |
|------------------|----------------|--------------------|---|
| 1. Miss Nongnuch | Kumchaithep | Company Secretary | Tel : 038-684-489 ext. 103 |
| 2. Miss Uracha | Chanpiphatphol | Investor Relations | Tel : 02-049-1001 ext. 4041 |
| | | | Fax : 02-049-1005 |
| | | | E-mail : Uracha.c@rwi.co.th.com |

**Invitation letter for the 2024 Annual General Meeting of Shareholders
Rayong Wire Industries Public Company Limited**

April 5, 2024

**Notice of the 2024 Annual General Meeting of Shareholders
Rayong Wire Industries Public Company Limited**

Subject Invitation to the 2024 Annual General Meeting of Shareholders

Attention Shareholders

- Enclosure**
1. Annual Report 2023 (Form 56-1 One Report) in QR Code format (QR Code)
 2. Information of a person nominated for appointment as Director in replace of Directors retiring at the expiration of the term
 3. Definition of “Independent Director”
 4. Information about independent directors nominated by the company as proxies for shareholders
 5. Capital Increase Report Form (F53-4)
 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 2024 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 2024 on Tuesday, April 30, 2024, 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 acknowledge the report of the Board of Directors for the year 2023

(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 2023 as detailed in the 56-1 One Report for the year 2023.

Opinion of the Board of Directors View as proper to the 2024 Annual General Meeting of Shareholders to acknowledge the Company's operating results for the year 2023, in which the Company has summarized the past operating results and significant changes that occurred in the year 2023 as per **(the attachment No. 1)** 56-1 One Report for the year 2023, topic Analysis of operations and financial position.

Agenda 2 To consider and approve the financial statements for the year 2023 ended December 31, 2023

(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 2024 Annual General Meeting of Shareholders to consider and approve the financial statements for the year 2023 ended December 31, 2023, 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 2023, which can be summarized as follows:

Comparison Table on company's Article of Association

(Unit: Million Baht)

Transaction	2023	2022	Increase (Decrease)	Percentage
Total Assets	1,216.90	1352.89	(135.98)	(10.05) %
Total Liabilities	215.92	241.00	(25.08)	(10.41) %
Proportion of shareholders	1,000.99	1,111.89	(110.91)	(9.97) %
Revenue from sales	731.63	941.14	(209.50)	(22.26) %
Total Revenue	737.52	960.47	(222.95)	(23.21) %
Total Expenses	848.79	1,182.78	(333.99)	(28.24) %
Loss Annually	(111.27)	(222.02)	(110.75)	(49.88) %
Loss Company	(110.91)	(222.02)	(111.12)	(50.05) %
Loss per share (Baht)	(0.12)	(0.24)	(0.12)	(49.90) %

The details are as shown in the financial statements of 56-1 One Report for the year 2023, which was sent to the shareholders together with the notice of this meeting (**according to the attachment No.1**)

Agenda 3 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 2023, the Company's financial statements showed a net loss of 110.91 million baht. Therefore, it is proposed to refrain from paying dividends for the operating results of the year 2023 from January 1, 2023, to December 31, 2023, refrain from allocating legal reserves.

Opinion of the Board of Directors View as proper to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the omission of dividend payment for the year 2023 for the operating results from January 1, 2023, to December 31, 2023, refrain from allocating legal reserves.

Agenda 4 To appoint Directors who retired by rotation

(Voting method: Use a vote of not less than 3 in 4 of the number of 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 2024 Annual General Meeting of Shareholders there 3 Directors who retired by rotations.

1. Mr. Somchai Apiwattanapron Chairman of the Board of Directors
2. Miss Nongnuch Kumchaithep Company Directors
3. Miss Wanna Sakulchaimongkol Company Directors

List of committee members	Position	Remark
1.Mr.Somchai Apiwattanapron	Chairman of the Board of Directors	
2.Miss Nongnuch Kumchaithep	Company Directors	
3.Miss Wanna Sakulchaimongkol	Company Directors	Was appointed by the Board of Directors' Meeting No. 2/2024 on March 13, 2024, to hold the position company director to fill vacant position ^{/1}

Remark : ^{/1} Vacant position this is because 1 company director, namely Mr. Jetsada Sornsurk, has requested to resign from 8 August 2023.

The Board of Directors' Meeting No.2/2024 resolved on March 13, 2024, to appoint 1 new director by appointing them as a replacement director in the vacant position.

Effective from March 13 , 2024 , namely Ms. Wanna Sakulchaimongkol, the new director's term of office will be equal to the remaining term of the resigning director. The Board therefore resolved to propose the name of Ms. Wanna Sakunchaimongkong to the shareholder meeting for reappointment to the position for another term.

Opinion of the Board of Directors (Excluding interested directors) View as proper to propose to the 2024 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. 2)**

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

Agenda 5

To set the remuneration of the Board of Directors the for the year 2024

(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 2023, the company paid remuneration to directors in the total amount of 1,020,000. - baht. The company summarized the amount paid to individual directors in the 56-1 One Report for the year 2023 as shown in Submitted with **(attachment No. 1)** on the topic of summary of the performance of the Board of Directors in the past year.

Details	2024 (Baht) (Present)	2023 (Baht)	2022 (Baht)
Approval Limitation	1,800,000. -	1,800,000. -	1,800,000. -
Actual Amount Paid		1,020,000. -	1,035,000. -
Total meeting allowance			
Other benefits	-None-	-None-	-None-

Opinion of the Board of Directors View as proper to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the directors' remuneration for the year 2024 as proposed by the Remuneration Committee. The Nomination and Remuneration Committee Considered the directors' remuneration for the year 2024 in the amount of 1,800, 000.- Baht, which was the same as compared to the year 2023. 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 and there are additional conditions in the consideration of special annual

compensation. If the company has good operating results. However, this must not exceed the limit of 1,800,000 baht per year. 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 (All times attendance)**

Position	The Board of Directors	Audit Committee	Recruitment and Remuneration Committee	Executive Committee
Chairman (Not receiving a regular salary)	30,000.-	25,000.-	25,000.-	15,000.-
Chairman (Receive a regular salary)	20,000.-	-	20,000.-	Did not receive compensation
Director (Not receiving a regular salary)	20,000.-	15,000.-	15,000.-	10,000.-
Director (Receive a regular salary)	5,000.-	-	5,000.-	Did not receive compensation

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 6

To consider and appoint the Company's auditor and fix the auditor's fee for the year 2024

(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, 2022, and 2024 for 4 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 2024, 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 2024 for the 5th 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) The year 2024 (Present)	Amount (Baht) The year 2023
Review of Financial Statements 1 st Quarter	210,000. -	210,000. -
Review of Financial Statements 2 nd Quarter	210,000. -	210,000. -
Review of Financial Statements 3 rd Quarter	210,000. -	210,000. -
Yearly Auditor Fees	735,000. -	735,000. -
Total	1,365,000. -	1,365,000. -

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 2024 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 2024 and approved the audit fee for 2024 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 7

Consider and approve an increase in the company's registered capital and amending Section 4 of the Company's Memorandum of Association to reflect the increase in registered capital

(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 The company needs to increase its registered capital to be used as working capital of the business and / or to support future investment expansion and / or for other purposes as the Board of Directors or Executive Committee deems appropriate. The Company therefore wishes to increase the registered capital of the Company and amend the Company's Memorandum of Association, Section 4, regarding registered capital. To be consistent with the increase in the company's registered capital.

Opinion of the Board of Directors It is considered appropriate to propose that the 2024 Annual General Meeting of Shareholders consider approving the increase in the registered capital of the Company from the registered capital of 686,457,172.50 baht to a new registered capital of 823, 748,614.50 baht by issuing new common shares not exceeding 274,582,884 shares, with a par value of 0.50 baht per share, to support the increase in capital by means of a general mandate (General Mandate) in the amount of 274 , 582 , 884 shares (representing 30 percent of the paid-up capital as of the date the Board of Directors resolved to approve capital increase) as details appear in the attached capital increase report (F53-4) (**according to Attachment No. 5**) and amending

Section 4 of the Company's Memorandum of Association to be consistent with the increase in the Company's registered capital using the new text. As follows:

“Item 4. Registered capital amount 823,748,614.50 baht (Eight hundred twenty three million seven hundred forty eight thousand six hundred fourteen-baht fifty satang)

Divided into 1,647,497,229 shares (One billion six hundred forty-seven million four hundred ninety-seven thousand two hundred twenty-nine shares)

Value per sharer 0.50 baht (Fifty satang)

Divided into

Common shares 1,647,497,229 shares (One billion six hundred forty-seven million four hundred ninety-seven thousand two hundred twenty-nine shares)

Preference shares - shares (-shares)

Agenda 8

Consider approving the allocation of additional shares to support the capital increase under the General Mandate

(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 To support the capital increase by General Mandate, amounting to 274,582,884 shares, with a par value of 0.50 baht per share, under conditions and proportions as specified by relevant regulations.

Opinion of the Board of Directors It is deemed appropriate to propose to the 2024 Annual General Meeting of Shareholders to consider approving the allocation of additional common shares of the Company. General authorization form (General Mandate), amounting to 274,582,884 shares, with a par value of 0.50 baht per share, with details as follows:

Allocated to	Securities type	Number of shares	Percentage per Paid-up capital ¹	Notes
Right Offering (RO) or	Common Stock Preferred Stock	274,582,884 -	30.00 -	Please see the notes. and / or
Public Offering (PO) or	Common Stock Preferred Stock	-	-	Please see the notes. and / or
Private Placement (PP)	Common Stock Preferred Stock	91,572,628	10.00	Please see the notes (not exceed 10 percent)

¹ Percentage to paid-up capital as of the date the listed company's board of directors resolved to increase capital by General Mandate.

Using various conditions of allocation, including assignment to the Board of Directors and/or Executive Committee and/or Chairman of the Executive Committee and/or Managing Director and/or persons assigned by the Board of Directors. Has the authority to consider the criteria for valuation of the value of consideration received in lieu of cash by referring to the book value and/or the value of consideration from the report of the property appraiser in the capital market and the main appraiser or a financial advisory company that has received approval from the Office of the Securities and Exchange Commission and others in allocating additional common shares of the company.

Agenda 9 Other business (if any)

Therefore, we would like to invite the shareholders to attend the 2024 Annual General Meeting of Shareholders on Tuesday, April 30, 2024, 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 through 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 2024 Annual General Meeting of Shareholders from April 12, 2024, at 9:00 a.m. to April 30, 2024, at 12.00 a.m. or until the meeting is finished at

URL:<https://portal.eservice.setgroup.or.th/Account/Login?refer=olr1RdrkDb0BBLnW2s41z9oOXRTjVqY8hONUKddgPCLYeJa4qljPyQ%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, 2024. 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. 4.

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 17, 2024, to April 30, 2024, no later than 12.00 p.m. or until the meeting is completed. 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 : rw-ir@rwi.co.th or uracha.c@rwi.co.th
- Telephone : 02-049-1001 ext 4041
- Fax : 02-049-1004
- Registered mail to Miss Uracha Chanpiphatphol (Investor Relations)
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

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



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. Somchai Apiwattanapron

- Age : 73 Years old
- Nationality : Thai
- Position : Chairman of the Board of Directors



- **Highest Educational:**
 - Master's Degree Master of Public Management Ramkhamhaeng University.
 - Bachelor of Business Administration, Accounting, Ramkhamhaeng University.

- **Training roles of Directors from Thai Institute of Director (IOD):**

- Director Accreditation Program (DAP) Model 14/2004
- Director Certification Program (DCP) Model 74/2006
- Audit Committee Program (ACP) Model 21/2008
- Financial Statements for Directors (FSD) Model 17/2012

- **Type of Directors to nominate :** Director

Which has been considered by the Recruitment and Remuneration Committee and in the said selection process, the Company's Board of Directors, which does not include the nominated directors, 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** : 2 Years (since Year 2022)
- **Duration on holding position of Independent Director** : -
- **Experiences/Specialize** : Accounting
- **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) -None-
Holding position in other company which may have conflict of interest to company –None–

- **Prohibited Qualification**

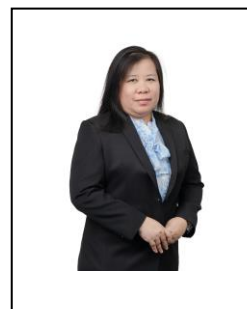
- No record of committing criminal offenses against property by corruption.
- No record of any transaction which may cause conflict of interest with company, its subsidiaries, associated company, or related company in the past year.

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

- Board of Directors 5/5 Time
- Annual General Meeting of Shareholders 1/1 Time

1.2 Miss Nongnuch Khamchaithep

- **Age** : 47 Years
- **Nationality** : Thai
- **Position** : Company Director,
Executive Director,



- **Highest Educational:**
 - Bachelor's degree, Faculty of Accounting, Sripatum University
- **Training roles of Directors from Thai Institute of Director (IOD)**
 -
- **Type of Directors to nominate** : Director

Which has been considered by the Recruitment and Remuneration Committee and in the said selection process, the Company's Board of Directors, which does not include the nominated directors, 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** : 5 Years (Since Year 2019)
- **Duration on holding position of Independent Director** : -
- **Experiences/Specialize** : Accounting and 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 1 place		
Year 2013 – 2021	Accounting and Finance Department	RAYONG WIRE INDUSTRIES CO., LTD.
Present	Administrator of Factory and Financial Accounting	RAYONG WIRE INDUSTRIES CO., LTD.
Holds position in related companies -None-		
Holding position in other company (non-listed company) -None-		
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
- Executive Committee 1/1 Time
- Annual General Meeting of Shareholders 1/1 Time

1.3 Miss Wanna Sakulchaimongkol



- Age : 68 Years old
- Nationality : Thai
- Position : Company Director
- Highest Educational:
 - Bachelor's degree in Accounting, Ramkhamhaeng University
 - Associate degree in Commerce, St. John's
- Training roles of Directors from Thai Institute of Director (IOD):
 -

- **Type of Directors to nominate :** Director
 Which has been considered by the Recruitment and Remuneration Committee and in the said selection process, the Company's Board of Directors, which does not include the nominated directors, 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 : -
- Duration on holding position of Independent Director : -
- 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

Holding position in listed company -None-
Holding a position in a related company -None-
Holding position in other company (non-listed company) -None-
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 has defined the definition of Independent Director which is stricter than regulations from The Capital Market Supervisory Board thus independent directors are independent and have the following qualifications.

1. Holding share is 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. The relationship does not include independent formers governor or consultants of governors 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 on behalf of the 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)	65	
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 1/1 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)	64	
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	- 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	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	- Board of Directors 5/5 Time - Audit Committee 6/6 Time - Recruitment and Remuneration Committee 1/1 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)	63	
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-

(F 53-4)

Capital Increase Report Form
Rayong Wire Industries Public Company Limited
March 13, 2024

We, Rayong Wire Industries Public Company Limited ("**Company**"), hereby report the resolution of the Board of Directors' Meeting No. 2-2024 held on March 13, 2024, at 10.00 am, in respect of a capital increase/share allotment as follows:

1. Capital Increase

- 1) The meeting of the board of directors resolved to increase the registered capital of the company from 686,457,172.50 baht to 823,748,614.50 baht by issuing 274,582,884 additional common shares with a par value of 0.50 baht per share, with the capital increase being as follows:

Capital Increase	Type of Share	Number of Shares	Par Value (Baht / Share)	Total (Baht)
<input type="checkbox"/> Specify the purpose of utilizing proceeds	Ordinary Share	-	-	-
	Preferred Share	-	-	-
<input checked="" type="checkbox"/> General Mandate	Ordinary Share	274,582,884	0.50	137,291,442
	Preferred Share	-	-	-

2. Allocate of shares in capital increase**2.1 General Mandate**

Allotted to	Type of Share	Number of Shares	Percentage per Paid Up Capital ^{1/}	Remark
Right Offering or	Ordinary Share Preferred Share	274,582,884	30.00 -	Please see remark and/or
Public Offering or	Ordinary Share Preferred Share	-	-	Please see remark and/or

Private Placement	Ordinary Share Preferred Share	91,572,628	10.00	Please see remark (not exceeding 10%)

^{1/} Percentage of paid-up capital on the date Board of Directors resolved to capital increase under General Mandate

Remarks: The Board of Directors' Meeting No. 2/2024 on March 13, 2024, passed the resolution as follows:

- Approved capital increase from Baht 686,457,172.50 to Baht 823,748,614.50 by issuance of Newly Issued Ordinary Shares as amount of 274,582,884 shares (par value of Baht 0.50) The details of the allocation of the newly issued ordinary shares are as follows:
 - Not exceed 274,582,884 shares (or equal to 30 percent of the Company's current paid-up capital to accommodate the capital increase through the General Mandate and allotment to existing shareholders and/or the Public Offering and/or Private Placement.

This authority is given to the Board of Directors and/or the Executive Committee and/or the Chairman of the Board of Directors and/or the Vice Chairman of the Board of Directors and/or the Chairman of the Executive Committee and/or the Managing Director and/or persons assigned by the Board of Directors has the power to carry out various activities to allocate new ordinary shares of the company as previously approved has the authority to determine and change rules, conditions, and other details. Regarding the allocation of additional common shares under a General Mandate.

2.3 Company action in the event that there are fractions of shares.

Fraction of the shares to be rounded off

3. Schedule Annual General Meeting of Shareholders for approval of capital increase/allotment

Schedule the 2024 Annual General Meeting of Shareholders on Tuesday 30th April, 2024 at 10.00 am., via the E-Meeting and considered to be held at Rayong Wire Industries Public Company with determining the lists of Shareholders who have the rights to attend the 2024 Annual General Meeting of Shareholders (record date) on March 28, 2024.

4. Approval of capital increase/share allotment by relevant governmental agency and conditions

- 4.1 Propose for approval from 2024 Annual General Meeting of Shareholders to reduce capital and increase registered capital and other related matters.
- 4.2 The Company will increase the registered capital and amend the Memorandum of Association relating to the registered capital to the Ministry of Commerce.
- 4.3 Request permission from The Stock Exchange of Thailand for bring capital increase of ordinary shares by General Mandate to existing shareholders by proportion of holding shares to be listed in The Stock Exchange of Thailand

5. Objectives of capital increase and plans for utilizing proceeds received from capital increase

To utilize proceeds as company's working capital and/or business expansion in the future and/or other objectives as Board of Directors or Executive Board deem appropriate.

6. Benefits which company will receive from capital increase/share allotment

To increase the company's financial liquidity and to use it as working capital within the company.

7. Benefits which shareholders will receive from capital increase/share allotment

Monetary received from capital increased, the company will use to support the expansion of investment and working capital which gives ability to general income and increase profitability thus creating value added for shareholders and the company in the future.

8. Other details necessary for shareholders to approve capital increase/share allotment

-n/a-

9. Schedule of action if Board of Directors passes resolution approving capital increase and allotment of new shares:

Procedures of capital increase	Proceeding Date
Resolution from Board of Director resolved to approve capital increase and other related	March 13, 2024
To schedule record date to entitle attend 2024 Annual General Meeting of Shareholders	March 28, 2024
Date of 2024 Annual General Meeting of Shareholders	April 30, 2024
Registration Date to Ministry of Commerce regarding capital decrease / increase and other related	Within 14 days after approval from Shareholders' meeting

The company hereby certifies that the information contained in this report form is true and complete in all respects.

Sincerely yours,

- Miss Laphassarin Kraiwongwanitrunng -
(Miss Laphassarin Kraiwongwanitrunng)
Managing Director

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

Shareholders' Meeting

Article 34. The board of directors must organize a shareholder meeting, an annual general meeting, within 4 months of the end of the company's accounting period.

Shareholder meetings other than those mentioned above shall be considered extraordinary meetings.

Shareholder meetings may be conducted via electronic media as provided in the law on electronic meetings.

The board of directors may call a shareholder meeting, an extraordinary meeting at any time it deems appropriate or when one or more shareholders have shares totaling not less than ten percent of the total number of shares sold. You can sign your name and write a request to the board of directors to call an extraordinary meeting of shareholders at any time. However, the matter and reasons for requesting to convene a meeting must be clearly specified in the said letter as well. In such a case The board of directors must arrange a shareholder meeting within forty-five days from the date of receipt of the letter from the shareholders.

In the case where the board of directors does not organize a meeting within the period specified in paragraph four, all shareholders who have signed their names or other shareholders combined to reach the required number of shares You may call a meeting yourself within forty-five days from the expiration of the period under paragraph four. In such a case It is considered to be a shareholder meeting called by the board of directors. The company must be responsible for necessary expenses incurred from organizing the meeting and providing reasonable facilitation in the event that it appears that the shareholder meeting was called because of the shareholders under paragraph three. The number of shareholders present at the meeting was not sufficient to form a quorum as specified in Regulations 36. The shareholders according to paragraph three must be jointly liable to compensate the Company for the expenses incurred from holding the meeting at that time.

Article 35. 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. 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 36. In the shareholder meeting There must be no less than 25 shareholders and proxies from shareholders (if any) present at the meeting, and there must be shares totaling not less than one-third of the total number of shares sold, or there must be shareholders and Shareholders' proxies (if any) present at the meeting are not less than half of the total number of shareholders and must have shares totaling not less than one-third of the total number of shares sold, therefore there will be a quorum.

In the event that it appears that any shareholder meeting when 1 hour had passed since the appointed time, the number of shareholders who attended the meeting did not constitute a quorum as specified. If the shareholder meeting was called because the shareholders requested, it Let the meeting be suspended. If the shareholder meeting was not called because the shareholders requested it, Let the committee schedule a new meeting. And the meeting invitation letter must be sent to shareholders not less than 7 days before the meeting date. In this later meeting It is not required that a quorum be present.

Article 39. 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 37. In the shareholder meeting Shareholders may authorize another person who is of legal age to act as a proxy to attend the meeting and vote on their behalf. The proxy form must be dated and signed by the shareholder granting the proxy. and according to the form specified by the registrar.

This proxy must be given to the Chairman of the Board. or a person designated by the Chairman of the Board or the Vice President at the meeting place before the proxy enters the meeting. Granting a proxy according to paragraph one may be done by electronic means instead, which must use a method that is safe and reliable to ensure that the proxy is made by the shareholder. This is in accordance with the criteria set by the registrar.

Article 38. 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 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 the 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 remuneration (i.e., salary, allowances, and bonus) for performing their 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 vacant 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 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 another 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 retiring 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 32. 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 44. The auditor shall not be a director, staff, employee, or person holding any position or having any duty in the Company.

Dividend Payment

Article 47. Under the regulations of 48., dividends from other types of money are prohibited. In addition to profits, in the case that the company still has accumulated losses Dividends are prohibited.

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

The Board may pay interim dividends to shareholders from time to time, when it is seen that the company has sufficient profits to do so and report to the shareholders at the next meeting.

Payment of dividends must be made within 1 month of the date the shareholder meeting or the board of directors passed the resolution, as the case may be. Notify shareholders in writing and advertise the

dividend payment notice in newspapers or may use electronic media advertising instead. According to the registrar's criteria the deadline is within 1 month from the date of approval by the shareholder meeting or the board of directors. Vote depending on the case.

Article 48. 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 a meeting of shareholders to vote to allocate a portion of the profit to be reserved for other purposes as appropriate.

Registration and Voting Procedures for E-Meeting

As the 2024 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 types of verification documents.

- (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 10), which is 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, 2024, 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 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 10) which is 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 was issued 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 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 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), 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 was issued 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 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 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, 2024, 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 10), which is filled and signed by the shareholder to arrive via post in accordance with the details specified in item no. 4 below by April 26, 2024, 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.th หรือ uracha.c@rwi.co.th

5. E-registration

The e-Registration system will be opened for registration on April 12, 2024, and closed for registration on 30 April 2024 at 12.00 a.m.

❖ Link for registration

URL: <https://portal.eservice.setgroup.or.th/Account/Login?refer=olr1RdrkDb0BBLnW2s41z9oOXRTjVqY8hONUKddgPCLYeJa4qljPyQ%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 4041 from April 12, 2024, to April 29, 2024, 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 have special conflict of interest on **Agenda item 4 To appoint Directors who retired by rotation** 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 4 To appoint Directors who retired by rotation** 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 5 To set the remuneration of the Board of Directors the for the year 2024** 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 4 To appoint Directors who retired by rotation**. 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 4 To appoint Directors who retired by rotation**, 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 1, to acknowledge the report of the Board of Directors for the year 2023**, there is no vote casting as it is agenda for acknowledgement.
 - B. **For Agenda 4 To appoint Directors who retired by rotation, 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 a 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 guidelines 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 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 advances 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 people attending the e-meeting during each agenda item may change.
- The Company reserves the right 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, 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 on such an 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 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



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



Edge

Documents required for registration

Individual shareholder



ID Card

or



Passport

Juristic person



Juristic person certificate



ID Card

or



Passport

Preparation for DAP e-Shareholder Meeting

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 another person (B)

Proxy to independent director (B)



**DAP
e-Shareholder
Meeting**

Register by sending documents to the company*

1



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

2



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

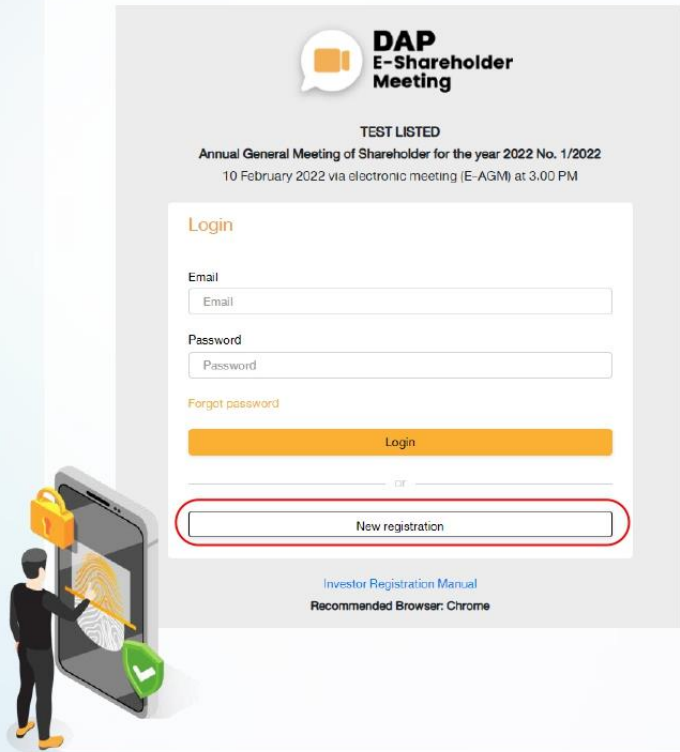
In case of proxy

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.

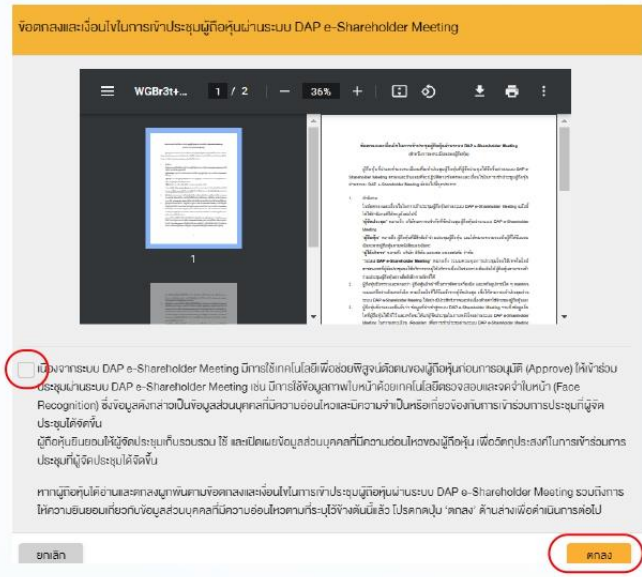
2 Steps of e-Registration

Log in to register from the registration link provided in the invitation to the shareholders' meeting.

1 Click "New registration"



2 Shareholders accept the terms and conditions for attending the shareholders' meeting via DAP e-Shareholder system by marking and click "OK"



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



1 Choose a registration form

- Attend in person
- Proxy

2 Specify the type of shareholder

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

3 Fill out shareholder's information

- Name-Surname
- ID card number / laser code on the back of the ID card (optional)
- 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 or Special characters

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

4 Enter OTP



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"

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

1 Choose a registration form

2 Specify the type of shareholder

3 Fill out personal 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 (optional)
- 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 or Special characters

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



4 Enter OTP



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"



5 Take a picture of yourself / Attach files



Take a picture of yourself and upload attachments as specified in the invitation letter



Upload attachments as specified in the invitation letter



6 Review registration and securities holding information

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



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

2.3 Proxy to another person (A)



1 Choose a registration form

Attend in person Proxy

2 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

3 Specify the type of proxy

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

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"

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



2.4 Proxy to another person (B)

1 Choose a registration form

Attend in person Proxy

2 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 (optional)
- 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

3 Specify the type of proxy

Proxy to another person (B) Proxy to independent directors (B)

4 Fill out proxies information

Proxy to another person (B)

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

Proxy to another person (B)

- Independent Director's name



5 Cast a vote in advance

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

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

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. Somchai Kamtong

Agree Disagree Abstain

The shareholder who appoints a proxy cast a vote in advance for all agenda. There are 3 voting options:

- 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"

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

1

<https://portal.eeservice.setgroup.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.



2

Enter Username (email address that you have registered) and Password

3

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

4

Meeting list Join Meeting

Meeting information: Agenda, Q&A, Summary voting results

Meeting information

Company Name: USINRAJOLIO SPT
 Company Symbol: TEST
 Meeting Name: Annual General Meeting of Shareholder for the year 2022 No. 1/2022
 Meeting Type: AGM
 Meeting Location: via electronic meeting (E-GM) at 3:00 PM

Stock information details

No.	Full name	Common Stock	Preferred Stock	Address
1	nasbu anubrah	1,000	1,000	23028 mj s suaribumihung reuvasu weflou
Total		1,000	1,000	

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” 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

Unmute Start video Start Sharing

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

3 4

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 : สอบถามการเลือกตั้งกรรมการที่จะครบกำหนดกลางเดือน
Remark : ทยอยไปตอนเช้าที่ 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: queuing 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

DAP e-Shareholder Meeting

ประชุมสามัญผู้ถือหุ้นประจำปี 2564

ประชุมสามัญผู้ถือหุ้นประจำปี 2564

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 2021
- 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 expired in 2021

Agenda No. 4.2 To consider and approve the audit fee for the year 2022

Submit Vote Send Question

During the meeting, shareholders can submit questions in advance:

1. Click “Submit Vote” **Send Question**
2. Vote within the period of time given for both your vote rights and proxy’s (if any)
Click “Submit Vote” **Send Question**

Send Question

Agenda *

Agenda No. 4 To consider appointing auditors and setting audit fees for the year 2022

Questioner *

คุณประจักษ์ วัฒนวิเศษกุล

Question (Optional)

1/1000

Close 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

4 e-Question and e-Voting functions

e-Voting functions



Submit Vote
Send Question

Submit Vote
×

Agenda
To consider and approve the Balance Sheet Statement and Profit and Loss Statement for the fiscal year ended 31st December 2020

Submit Vote

Agree All Disagree All Abstain All

Shareholder: Mr. A. Tester

 Agree Disagree Abstain

1) Proxy: Mr. B. Testerproxy

 Agree Disagree Abstain

2) Proxy: Mr. C. Testerproxy

 Agree Disagree Abstain

Close
Submit Vote

For each agenda, there are 3 voting options:
“Agree”, “Disagree” 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” Submit Vote

Shareholders are able to vote only within given time frame.

4 e-Question and e-Voting functions



e-Voting functions

1

DAP E-shareholder Meeting

การประชุมสามัญผู้ถือหุ้นประจำปี 2565 ครั้งที่ 1/2565
 งบการเงินและผลประกอบการ 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 พิจารณาและอนุมัติงบการเงินและผลประกอบการประจำปี 2021 ตามที่ 24 ธันวาคม 2021
 (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 e-Summary

	จำนวนหุ้นที่ออก (Number of Votes)	ร้อยละ (Percentage)
เห็นด้วย (Agree)	45,000	60.000%
ไม่เห็นด้วย (Disagree)	15,000	20.000%
งดออกเสียง (Abstained)	15,000	20.000%
ไม่ออกเสียง (Noted ballot)	0	-
รวม	75,000	100.000%

มติที่ประชุม: อนุมัติงบการเงินและผลประกอบการประจำปี 2021 ตามที่ 24 ธันวาคม 2021
 Resolution

2

Send Question or Vote Submit Vote Send Question

O&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.

DAP E-Shareholder Meeting

TEST LISTED

Annual General Meeting of Shareholder for the year 2022 No. 1/2022
10 February 2022 via electronic meeting (E-AGM) at 3.00 PM

Login

Email

Password

Forgot password

or

[Investor Registration Manual](#)
Recommended Browser: Chrome

1 Reset password via email

รีเซ็ตพาสเวิร์ด

อีเมล *

กรุณาระบุอีเมลที่ลงทะเบียนไว้

[มีอีเมลพาสเวิร์ดขอความช่วยเหลือที่นี่](#)

Enter your registered email

ส่งอีเมลสำเร็จ

กรุณารอตรวจสอบอีเมลของเรานี้เพื่อทำการรีเซ็ตพาสเวิร์ด

Check your inbox

รีเซ็ตพาสเวิร์ด

อีเมล

รหัสผ่าน

ยืนยันรหัสผ่าน

Set new password

5 Resetting password



2 Reset password via mobile phone number

Click the link to reset password via mobile phone

A screenshot of a 'Forgot password' dialog box. It has an orange header with a close button. Below the header is an 'Email' input field with a placeholder 'Email' and a label 'Email *'. Below the input field is the text 'Please enter the registered email address'. A red arrow points to a link 'Password reset with mobile number' which is enclosed in a red box. At the bottom are 'Close' and 'Submit' buttons.

Enter your mobile phone number

A screenshot of a 'Forgot password' dialog box. It has an orange header with a close button. Below the header is a 'Mobile number' input field with a placeholder 'Mobile number' and a label 'Mobile number *'. Below the input field is the text 'Please enter the registered mobile address'. A link 'Password reset with email' is visible below the input field. At the bottom are 'Close' and 'Submit' buttons.

Request for OTP and enter OTP

A screenshot of an OTP verification screen. At the top is an icon of a mobile phone with three stars. Below it is the text 'Please fill 6 digits to confirm' and 'Reference Code : FBJMFV'. There are six empty input boxes for digits. At the bottom is a 'Resend OTP (01:22)' button.

Set new password

A screenshot of a 'Reset password' form. It has an orange header. Below the header are two input fields: 'Password' and 'Confirm password'. Below the input fields is a large orange 'Submit' button.



To download user manual



shareholders could study more information at:
<https://www.set.or.th/e-shareholder-meeting>



Or scan the following QR Code:



PROXY FORM A
(SIMPLE FORM)



Written at.....

Date Month Year

Name..... Nationality.....

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

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

(2)Age..... Years

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

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

(3)Age..... Years

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

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

As my / our proxy to attend and vote on my/our behalf of the 2024 Annual General Meeting of Shareholders to be held on Tuesday April 30, 2024, 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 / us.

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 65 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 64 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 63 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120

Appoint one and only one as my/our proxy holder to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on Tuesday, April 30, 2024, at 10.00 a.m. via electronic media (E-Meeting) or it should be postponed to another day, time, and place.

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

Agenda 1 **To acknowledge the report of the Board of Directors for the year 2023**

Because this agenda is an agenda for acknowledgment therefore no voting

Agenda 2 **To consider and approve the financial statements for the year 2023
ended December 31, 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 3 **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 4 **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. Somchai Apiwattanaporn

Adgree Disagree Abstain

2. Miss Nongnuch Kumchaithep

Adgree Disagree Abstain

3. Miss Wanna Sakulchaimongkol

Adgree Disagree Abstain

Agenda 5 **To set the remuneration of the Board of Directors the for the year 2024**

(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 6 To consider and appoint the Company’s auditor and fix the auditor’s fee for the year 2024

- (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 Consider and approve an increase in the company’s registered capital and amending Section 4 of the Company’s Memorandum of Association to reflect the increase in registered capital

- (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 the allocation of additional shares to support the capital increase under the General Mandate

- (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. The agenda for the election of directors could be the whole Board of Directors or certain directors can be elected.
3. In case 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 2024 Annual General Meeting of Shareholders to be held on Tuesday, April 30, 2024, 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.....

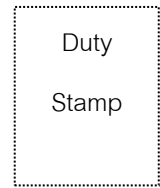
- Adgree Disagree Abstain

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 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 65 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Room 1703, 1704, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120 or

5. Mr. Wichien Sophanpanitkul (Independent Directors and Audit Committee) Age 64 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Room 1703, 1704, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120 or

6. Mr. Aniwut Pongpaijit (Independent Directors and Audit Committee) Age 63 years old Thai Nationality Resides at Supalai Grand Tower No.1011, 17 Floor, Room 1703, 1704, Rama 3 Road, Kwaeng Chongnonsi, Khet Yannawa, Bangkok 10120

Appoint one and only one as my/our proxy holder to attend and vote on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on Tuesday April 30, 2024 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 acknowledge the report of the Board of Directors for the year 2023

Because this agenda is an agenda for acknowledgment therefore no voting.

Agenda 2 To consider and approve the financial statements for the year 2023 ended December 31, 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 3 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 4 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. Somchai Apiwattanaporn

Adgree

Disagree

Abstain

2. Miss Nongnuch Kumchaithep

Adgree

Disagree

Abstain

3. Miss Wanna Sakulchaimongkol
 Adgree Disagree Abstain

Agenda 5 To set the remuneration of the Board of Directors the for the year 2024

- (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 6 To consider and appoint the Company's auditor and fix the auditor's fee for the year 2024

- (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 Consider and approve an increase in the company's registered capital and amending Section 4 of the Company's Memorandum of Association to reflect the increase in registered capital

- (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 the allocation of additional shares to support the capital increase under the General Mandate

- (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 Pongpajit.....)

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 2024 Annual General Meeting of Shareholders to be held on Tuesday April 30, 2024, 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

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- (B) The proxy shall vote as per my/our intention as follows:
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Agenda No. Subject

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

Agenda No. Subject

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- (B) The proxy shall vote as per my/our intention as follows:
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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 Question Form for the 2024 Annual General Meeting of Shareholders of
Rayong Wire Industries Public Company Limited
Meeting on Tuesday 30 April 2024 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 29, 2024, at 4:00 p.m. via email rwi-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:
- Miss Uracha Chanpiphathphol Tel. 02-049-1001 – 4 ext. 4041

Requesting Form of Annual Report in paper format

To Shareholders

Rayong Wire Industries Public Company Limited would like to inform you that in case shareholders aim to have 2023 Annual Report in paper format. Please fill in the form below and send its form to uracha.c@rwi.co.th in order for company will send the 2023 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 2024 Annual General Meeting, they can contact at e-mail rwi-ir@rwi.co.th or uracha.c@rwi.co.th or Tel: (02) 049-1001 ext. 4041