

The criteria for shareholders to propose agenda and/or to nominate candidates to be elected as Directors at the 2012 Annual General Meeting of Shareholder

CHOW Steel Industries Public Company Limited (“the Company”) focuses on good corporate governance and the equal treatment for all shareholders. Therefore we would like to invite the shareholders to propose agenda for Annual General Shareholders’ meeting 2012 and the list of qualified candidates. Please view the following Details and criteria:

1. The Qualifications of Shareholder

The shareholder who wishes to propose the agenda and/or to nominate person to serve as the Company Director must have the following qualifications:

- 1.1 Be the shareholder of the Company which can either be one shareholder or combined shareholders holding minimum shares of not less than 5% of total voting rights of the company

2. The Proposal of the Agenda

2.1 The following proposal will not be placed on the agenda:

- (1) A proposal that violates the law, rules, regulations of government agencies of other governing agencies or is not in compliance with the objective, the articles of association, the shareholders’ resolution and the good corporate governance
- (2) A proposal that is about the normal business process of the Company and related issues raised by shareholder is not considered to be unusual.
- (3) A proposal that is not beneficial to the shareholders or causing significant damage.
- (4) A proposal that has already proceeded by the Company.
- (5) A proposal that is beyond the control of the Company.
- (6) A proposal by the unqualified shareholder according to Clause 1.

2.2 Procedure to propose the Agenda

- (1) The shareholder possessing the qualifications in accordance with Clause1 can submit the “Propose Agenda for AGM of Shareholders Form” together with completed and accurated supporting documents to Company Secretary from December 22, 2011 to January 31, 2012 by E-Mail to sirirat@chowsteel.com or Fax number 02-260-3100 and mail the original documents to the Company by January 31, 2012 with the following address

Office of the Company Secretary
Chow Steel Industries Public Company Limited
209/1 K.Tower, 18th Floor, Unit 3, Sukhumvit 21 (Asoke)
Klongtoey Nua, Wattana, Bangkok 10110

- (2) Company Secretary will review the proposed agendas and submits to the Board of Directors to consider the necessity and suitability of the proposal to be included in the agenda especially the agenda that beneficial to the Company business only. Decision of the Board of Directors is absolute and final.
- (3) The proposal approved by the Board of Directors shall be included in the agenda of the Notice of the 2012 AGM of Shareholders, accompanied with the opinion of the Board of Directors. The disapproved proposal will be notified to the shareholders via Company website www.chowsteel.com after the Board of Directors Meeting.

3. The Nomination of the Director

3.1 The qualifications of director

- (1) Persons to be nominated for the Company Director should possess all the qualifications required by the Public Company Limited Act B.E.2535 (1992) clause 68, office of the Securities and Exchange Commission (SEC), the Stock Exchange of Thailand (SET), Company's Articles of Association and good corporate governance.
- (2) Good leadership, vision, moral, ethic and past working records.
- (3) Understand the Company business and commit themselves to their responsibilities
- (4) Have knowledge, skill, various experiences and expertise's that are useful to the Company
- (5) Must not have the same business or engage in the same Company business in which to compete with the Company for their own benefits or for other people.

3.2 Procedure to nominate candidate

- (1) The shareholder possessing the qualifications in accordance with Clause 1 can submits the "Director Nomination Form" together with completed and accurated supporting documents to Corporate Secretary from December 22, 2011 to January 31, 2012 by E-Mail to sirirat@chowsteel.com or Fax number 02-260-3100 and mail the original documents to the Company with the following address

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Chow Steel Industries Public Company Limited
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- (2) The proposed candidates must provide their consents by signing in the Director Nomination Form, Clause 3
- (3) Company Secretary will review the nominations and submits to The Selection and Remuneration Committee The Board of Directors to consider the qualifications and nominate such persons to the 2012 Annual General Meeting of Shareholders and propose to the Board of Directors. The decision of the Board of Directors is absolute and final.
- (4) The name of the nominated candidates approved by the Board of Directors shall be included in the agenda regarding the election of the Company Directors, accompanied with the opinion of the Board of Directors. The disapproved candidates will be notified to the shareholders via Company website www.chowsteel.com after the Board of Director Meeting.

Propose Agenda for Annual General Meeting of Shareholders Form

1. I (Mr. / Mrs. / Ms. / Others), am a shareholder of Chow Steel Industries Public Company Limited holding _____ shares.

Contact address: _____

Mobile phone number _____ Home/Office phone number _____

Fax number _____ E-mail address (if any) _____

2. I wish to propose the agendas for the Annual General Meeting of Shareholders for the year 2012 with the following details:

Proposed agenda: _____

Details: _____

Proposed agenda: _____

Details: _____

I hereby certify that all informations and evidences attached hereto are accurate and complete.

Sign _____ Shareholder

(_____)

Date _____

Director Nomination Form

1. I (Mr. / Mrs. / Ms. / Others), am a shareholder of Chow Steel Industries Public Company Limited holding _____ shares.

Contact address : _____

Mobile phone number _____ Home/Office phone number _____

Fax number _____ E-mail address (if any) _____

2. I wish to nominate the qualified person to be a director of Chow Steel Industries Public Company Limited in which such nominated person's profile shown as follow:

(1) First - Last name Mr. / Mrs. / Miss / Others _____

(2) Date of Birth _____ Age _____ year, nationality _____

(3) Contact address: _____

(4) Status Single Married Divorced/Widowed

Name of spouse _____

Having _____ children as follows:

_____ Age _____ years

_____ Age _____ years

_____ Age _____ years

(5) Holding the shares in Chow Steel Industries Public Company Limited as of

_____ (the date of nomination)

The nominated person holding _____ shares

The spouse and non sui juris children holding _____ shares

(6) Education

Institution	Degree/ Major	Year of graduation
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(7) Work experience (until present)

Place of work	Position	Period
_____	_____	_____
_____	_____	_____
_____	_____	_____
_____	_____	_____

(8) The nominee including his/her spouse and non sui juris children who hold the shares in the Ordinary Partnership, Limited Partnership, Limited Company, Public Company or the juristic person in accordance with Section 246 and 247 of the Securities and Exchange Act have been authorized as a representative of such juristic person.

Relationship (please specify name)	Name of Business	Position	No. of Share
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____
_____	_____	_____	_____

I hereby certify that all informations and evidences attached hereto are complete and accurate.

Sign _____ Shareholder

(_____)

Date _____

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3. I (Mr. / Mrs. / Miss / Others), have been nominated to be the Company's director of Chow Steel Industries Public Company Limited and hereby certify that I possess all qualification as required by the Company. I accept and acknowledge this nomination.

Sign _____ Nominee

(_____)

Date _____

The required documents for consideration

1. The evidence of identity
 - 1.1 Person: a certified copy of Identification Card or Passport (foreigner).
 - 1.2 Juristic Person: a copy of Certificate of Incorporation certified by the authorized person(s) together with the company's seal affixed (if any) and a certified copy of Identification Card or Passport (foreigner) of such authorized person(s).
2. The evidence of shareholding, namely the letter of certification from the Securities Company or the Thailand Securities Depository Co., Ltd. (TSD) or other evidence from the Stock Exchange of Thailand (SET).
3. In case where many shareholders
 - 3.1 To propose agenda, one of those shareholders must fill Propose Agenda for AGM Form completely and affix the name as evidence. The rest of shareholders must individually fill part 1. of the form completely and affix the name as evidence separately, then gather each of those shareholders.
 - 3.2 To nominate candidate to be director, one of those shareholders must fill of Director Nomination Form completely and affix the name as evidence. The rest of shareholders must individually fill part 1. of the form completely and affix the name as evidence separately, then gather each of those shareholders together with the documents :
 - a) A certified copy of Identification Card or Passport (foreigner) of the candidate.
 - b) Supporting documents of candidate's qualification including the education and work experience.
 - c) Other supporting documents beneficial for the Board of Directors' consideration (if any).