

No. SIAM 015/2015

August 28, 2015

Subject: Notifying the resolutions for the suspension of dividend and set date for the 2015 Annual General Shareholders' Meeting

Attention: The President of the Stock Exchange of Thailand

The Board of Directors' Meeting No. 4/2015 of Siam Steel International Public Company Limited ("Company"), which was held on August 28, 2015, passed the following resolution:-

- 1) The 2015 Annual General Shareholders' Meeting will be held on October 28, 2015 at 3.00 p.m. at the Company's office located at No. 51 Moo 2, Poochaosamingprai Rd., Bangyaparak, Phrapradaeng, Samutprakarn Province, Thailand.

The record date to determine the shareholders who are entitled to attend the 2015 Annual General Shareholders' Meeting is set on September 14, 2015 and shareholder register book closing date is set on September 15, 2015 so as to gather the names of shareholders as specified in section 225 of the Security Act shall be complied.

2. The Agenda of the 2015 Annual General Shareholders' Meeting are as follows:
  1. To certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2015 held on August 4, 2015;
  2. To acknowledge the Company's operation results for the fiscal year 2014/2015;
  3. To consider for approval of the Financial Statements for the fiscal year ended on June 30, 2015;
  4. To consider for approval of the suspension of dividend for the operation results of the year 2014/2015;

Board of Directors' opinion: According to the Company's operational results for the fiscal year 2014/2015, the separate financial statement showed the net loss of Baht 67.66 million. So, the Board of directors was viewed as proper to propose to the Shareholders Meeting for approval of the suspension of dividend for the operation results of the year 2014/2015.

5. To consider for election of directors in place of those who retired by rotation;

Board of Directors' opinion: The Company made an announcement to invite the shareholders to propose the suitably qualified candidates for the nomination as the directors and any businesses to be transacted through website of the Company starting from June 2, 2015 to July 15, 2015 and none of them proposed the name of the candidates and any businesses to be transacted.

The Board of Directors, excluding interested directors, agreed with the proposal of the Nomination and Remuneration Committee resolving to propose to the Shareholders Meeting that 4 directors who are due to be retired from the office by rotation be re-elected for another term as it was viewed that they have all the qualifications as prescribed by the law and are knowledgeable, competent and experienced in the operation of the Company, as follows:

- 1) Mr. Wanchai Kunananakul Director
- 2) Mr. Supong Chayutsahakij Independent Director
- 3) Dr. Boonwa Thampitakkul Independent Director
- 4) Mr. Surasak Kunanantakul Director

6. To consider fixing remuneration of directors and subcommittee;

Board of Directors' opinion: It was viewed as proper to propose to the Shareholders meeting for approval of directors and subcommittee's remuneration, as proposed by the Nomination and Remuneration Committee, as follows:

- 1) Monthly remuneration shall be paid only for the non-executive directors : Baht 20,000.-/person/month
- 2) Meeting allowance shall be as follows:-
  - 2.1 Meeting allowance for the non-executive directors, Chairman and member of Audit Committee :-Baht 15,000.- per time of attendance of the meeting
  - 2.2 Meeting allowance for Chairman and member of Nomination and Remuneration Committee, Chairman and member of Corporate Governance Committee, Chairman and member of Risk Management Committee :- Baht 10,000.- per time of attendance of the meeting

7. To consider changing the accounting period and amendment of the Articles of Association of the company clause 43.

Board of Directors' opinion: It's appropriate to propose to the Shareholders Meeting for approval changing the accounting period  
**From** "The accounting period of the company starts from January 1 and ends December 31 of every year"

**To** “The accounting period of the company starts from January 1 and ends December 30 of every year”

And amend the Articles of Association of the Company clause 43.

**From** “Clause 43. The accounting period of the company starts from July 1 and ends June 30 of every year”

**To** “Clause 43. The accounting period of the company starts from January 1 and ends December 30 of every year”

Starting from July 1, 2015 onwards.

8. To consider appointing auditors and fixing his remuneration for the six months ends December 31, 2015

Board of Directors’ opinion: It was viewed as proper to propose to the shareholders meeting for appointment of Mr. Somckid Tiatragul , Certified Public Accountant registration No. 2785 and / or Miss Kanyanat Sriratchatchaval, Certified Public Accountant registration No. 6549 and / or Mr. Narin Churamongkol, Certified Public Accountant registration No. 8593 from Grant Thornton Ltd. as the Company’s auditors for the six months ends December 31, 2015. The remuneration was fixed at the amount of not exceeding 1,055,000 Baht.

9. To consider other matters (if any)

- 3) Approved to appoint Audit Committee, Nomination and Remuneration Committee, Corporate Governance Committee and Risk Management Committee for a period of 3 years, starting from the date of the Board of Director’s Meeting No.4/2015

List of Directors	AC	NRC	CGC	RMC
	Period of 3 years			
1. Mr. Manu Leopairote	✓	✓		✓
2. Mr. Supong Chayutsahakij	✓		✓	✓
3. Mr. Lec Sicoravit	✓	✓		✓
4. Dr. Boonwa Thampitakkul	✓		✓	✓
5. Mr. Sakthip Krairiksh	✓	✓	✓	

Please kindly be informed accordingly.

Yours sincerely,

.....  
( Mr. Surasak Kunanantakul )

Director

Compliance & Investor Relation

Tel. 0 2384 2876, 0 2384 3000 Ext. 2409

Email: [supitsara@siamsteel.com](mailto:supitsara@siamsteel.com)