



Quality Steel by Quality People

บริษัท จี เจ สตีล จำกัด (มหาชน)
G J Steel Public Company Limited

ทะเบียนเลขที่ 0107538000401

No. GJS/ELCID-08/2567

9 May 2024

Subject: Reports on Connected Transaction (Providing service transaction)

Dear: President
The Stock Exchange of Thailand

The Board of Directors' Meeting of G J Steel Public Company Limited (“the Company”) No. 3/2567 held on 9 May 2024 (the “Meeting”), has passed the resolution to approve to provide service to G Steel Public Company Limited (“GSTEEL”) by using the Company’s Skin Pass Facility to conduct inspection, flattening of coils and other services to solve the problem of HRC coils of GSTEEL. The same had been reviewed and concurred by the Company’s Audit Committee’s Meeting No. 3/2024 held on 9 May 2024.

This service is deemed as a connected transaction according to the Notification of the Capital Market Supervisory Commission No. Tor Chor 21/2551 Re: Rules on Connected Transactions and the Notification of the Board of Governors of the Stock Exchange of Thailand (SET) Re: Disclosure of Information of Listed Company Concerning the Connected Transactions B.E. 2546 (2003), the details of which are as follows:

Date of Transaction

The service will be provided until August 2024.

Transaction Parties

Service receiver: G Steel Public Company Limited (“GSTEEL”), a company holding shares 8.33 percent in the Company and having the same major shareholder with the Company which is Nippon Steel Corporation (“NSC”) who directly holds 7.70 percent of the Company’s paid-up capital and indirectly holds 40.45 percent of the Company’s paid-up capital through Asia Credit Opportunities I (Mauritius) Limited

Service provider: G J Steel Public Company Limited (“the Company”)

Description of the Transaction

The Company will process up to 1,500 tons of HRC coils for GSTEEL by using Skin Pass Facility of the Company.

Total Value and Criteria used in determining a transaction’s total value

The Company will process up to 1,500 tons of HRC coils for GSTEEL by using Skin Pass Facility of the Company at a service fee of 213 Baht/ton which is derived from the estimate production cost of Skin Pass plus margin of 5%.



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Total value of transaction:

Total Value of the transaction comprises of the service fee of all the coils to be processed, the maximum amount of service fee is 319,500 Baht.

Transaction Size:

The aforementioned transaction is considered as providing service to connected person. The size of the transaction is approximately 0.0026% of the Company's Net Total Assets (NTA) (NTA of the Company as per the latest financial statement as of March 31, 2024 was Baht 12,140.50 million) which is less than Baht 1 million or 0.03% of the Company's NTA. In addition to that, if other connected transactions with related persons of NSC in the past 6 months are included in the transaction size, it will be approximately 0.1224% of NTA which is higher than Baht 1 million or 0.03% of the Company's NTA, but less than Baht 20 million or 3% of the Company's NTA. Accordingly, this transaction shall be approved by the Board of Directors and disclosed to the Stock Exchange of Thailand.

Criteria: Net Total Asset

Service providing to Connected Person

The Company has spare capacity of Skin Pass Facility to provide this service to GSTEEL.

Related persons and conflict of interests

Mr. Ichiro Sato, Mr. Nobuo Okochi, Mr. Takatsugu Koyanagi, Mr. Takayuki Suzuki, and Mr. Bantoon Juicharearn are considered as interested and/or connected directors; therefore, in order to ensure the transparency of voting procedures and to facilitate the independent judgement of other directors, those aforementioned directors abstained from voting in this matter and temporarily left the Meeting during voting session.

Opinion of the Board of Directors

The Board of Directors has considered the reason and necessity of the transaction and resolved that providing Skin Pass Service to GSTEEL is reasonable and there is spare capacity of the Company's facility. The service fee is as per the estimated cost of the Company's production cost plus 5% margin. Thus, the Company has approved to provide Skin Pass Service to GSTEEL with the total service fee of Baht 319,500.

Opinion of the Audit Committee which is different from the Board of Directors' opinion

- None -

Please be informed accordingly,

Yours Faithfully,

- Signature -

(Ms. Arttaya Sookto)
Company Secretary