
Minutes of the Annual General Meeting of Shareholder Year 2023

Time and place

The Meeting was held on April 25, 2023 at 2.00 p.m, at Meeting Room, 14th Floor of TP&T Building, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok.

General information

In this Annual General Meeting of Shareholder Year 2023, this was a meeting via electronic media. In accordance with the Emergency Decree on Electronic Conferencing B.E. 2020, to prevent the spread of COVID-19, Hydrotek Public Company Limited has used the meeting management service from Quidlab Company Limited, which is a consistent system. With the announcement of the Ministry of Digital For the economy and society on the security standards of electronic meetings of 2020, including the meeting control system certification from the Electronic Transactions Development Agency (ETDA).

Quorum

At 2:00 p.m., there were 2 shareholders attending the meeting in person and by proxy 25 shareholders, totaling 27 shareholders, representing a total of 198,692,419 shares out of the total shares of Hydrotek Public Company Limited (“the Company”). Issued and paid 311,925,504 shares or equivalent to 63.6987 percent of the total number of shares sold of the Company forming a quorum in accordance with the requirements of the laws and regulations of the company. This requires that not less than 25 shareholders and proxies are present at the meeting or not less than half of the total number of shareholders. Whichever is less and must have shares in aggregate of not less than one-third of the total number of shares sold of the Company.

Directors attending the Meeting

1	Mr. Somprasong Panjalak	Chairman of the Board Chief Executive Officer / Member of the Nomination and Remuneration Committee /
2	Mr. Sukrit Jintanakosin	Member of the Risk Management Committee / Director

Directors attending the Meeting

1	Mr. Somcharn	Panjalak	Member of the Nomination and Remuneration Committee / Member of the Risk Management Committee / Director
2	Air Chief Marshal Surasak	Meemanee	Chairman of the Audit Committee / Member of the Nomination and Remuneration Committee / Chairman of the Risk Management
3	Mr. Pramin	Panthaveesak	Director Audit Committee / Chairman of the
4	Prof. Dr. Kamphol	Panyagomes	Nomination and Remuneration Committee/ Independent Director

Director absent the meeting

1.	Dr. Siridech	Kumsuprom	Audit Committee / Nomination and Remuneration Committee / Independent Director
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Executive attending the Meeting

1.	Mr. Kasame	Anutchalakom	Chief Financial Officer and Company Secretary
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Legal Advisors attending the meeting

1.	Mr. Natthawat	Ketmunin	legal advisor
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Auditor attending the meeting from SAM NAK-NGAN A.M.C. Co., Ltd.

1.	Mr. Naris	Saowalagsakul	SAM NAK-NGAN A.M.C. Co., Ltd.
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Commencement of the Meeting

Miss Kanyanee Potiong, who was responsible for the meeting moderator (the “Conductor”) welcomed the shareholders and attendees to attend the Annual General Meeting of Shareholder Year 2023 and explained the Company's preliminary information. And to ensure that the meeting is in accordance with the principles of good corporate governance in regard to voting at the meeting the conductor has informed the voting procedures and vote counting criteria as follows:

Voting method

1. With regard to voting, each shareholder shall have a number of votes equal to the number of shares held by him or her. The vote will be counted as one share per one vote.
2. Voting for each agenda will be done openly. Shareholders or proxies are required to vote only in one way, i.e. agree, disagree or abstain. Voting cannot be divided into parts. Except in the case of foreign shareholders which appoints a custodian in Thailand to be a stock depository and keeper. Shareholders and proxies able to vote separately for agreeing, disapproving or abstaining at the same time in each agenda. By separating the votes to be cast equal to the number of shares held.
3. The company will give approximately 1 minute to vote.

By requiring shareholders to follow the voting procedures as follows:

When shareholders want to vote, click on the Vote menu. Check mark symbol in the menu bar that appears on the left. There will be a button to select the vote in each agenda that can be voted on. Make a selection of votes in each agenda. By clicking on one of the Agree, Disagree or Abstain buttons and press submit when the vote has been submitted. Shareholders will receive a pop-up notification message. Vote sent successfully If shareholders enter the system and did not click any buttons at the voting menu. The system will automatically pours the votes to agree. Available to change or amend your vote in each agenda until the meeting announces the closure of voting for that agenda.

For security reasons, each shareholder can log in on only one device. If the shareholder tries to log in on another device or another browser on the same computer, the previous login will be automatically removed from the system. Shareholder's username and password must not be disclosed to anyone else.

If the shareholder asks for username and password to attend the meeting in the E-AGM system and submits the shareholder execute the written proxy Form B. which has already voted. The system will not be able to allow changes in voting but shareholders can watch the meeting broadcast and ask questions.

Vote counting criteria

According to Clause 31 of the Company's Articles of Association stipulates that "in casting one share one vote" and the resolution of the shareholders' meeting shall consist of the following votes:

- (1) In normal case of equal votes, the majority vote of the shareholders who attend the meeting and vote will be finalized by the chairman, The chairman of the meeting shall have one more vote as a casting vote. Therefore, in considering the majority votes of the shareholders whether they agree or not, only the “Agree” and “Disagree” votes of the shareholders will be counted. Holding shares attending the meeting and vote “abstain”, will not be counted such votes as the vote counting base.
- (2) In the following cases must be hold a vote of not less than three-fourths of the total votes of the shareholders attending the meeting and have the right to vote.
- (a) sale or transfer of the entire business of the company or some important parts to other people.
 - (b) the purchase or acceptance of transfer of the business of another company or a private company to be a company.
 - (c) Making, amending or terminating the contract relating to the lease of all business of the company. Or some important Assigning another person to manage all of the company's business or a merger with another person for the purpose of sharing profit and loss.
 - (d) amendments to the memorandum of association or the articles of association of the company.
 - (e) increase or decrease in the company's capital or issuing corporate debentures.
 - (f) merger or dissolution.

Therefore, in considering the majority votes of the shareholders whether they agree or not, only the “Agree” and “Disagree” votes of the shareholders who attended the meeting will be counted. And vote “abstain”, will not be counted such votes.

Before voting on each agenda, the chairman of the meeting will give the attendees an opportunity to ask questions related to that agenda appropriately.

For questions or comments outside of the agenda, please ask or giving opinions on other agendas at the end of the meeting and asked the shareholders to give their opinions or inquire in a succinct manner and refrain from questioning or commenting on duplicate issues. The shareholders shall follow the rules and cooperate well in the meeting in order to allow other shareholders exercising their rights.

If shareholders wish to ask questions or express opinions. The shareholders can press the menu button to type a message in the chat window and press "send" to confirm the sending of such message to the company.

After that, the chairman will be the reader of your questions in order and the company reserves the right to answer questions that correspond to the agenda at that time. If any question does not meet the agenda will be asked after the meeting is adjourned in accordance with the methods stated above. "Inbox" asks you to provide your name, surname and status, for example, come in person or as a proxy. In order to record the minutes of the meeting accurately and completely.

In the event that a large number of questions are sent into the system, the company reserves the right to consider the selection of questions as appropriate. And if there are any questions that cannot be answered during the meeting due to limited time. The company will consider collecting responses and disclose in the minutes of the meeting or through the Company's website.

In the event that shareholders encounter problems entering the voting system Please abide by the rules for the meeting in accordance with the requirements announced by the company. Or contact the staff at 02-013-4322, mobile phone 080-008-7616 or email: info@quidlab.com

For compliance with good guidelines for shareholders' meetings of listed companies Regarding the vote counting, the company therefore invites representatives from Ketmunin Lawyer Office Company Limited, with the legal advisor is Mr. Natthawat Ketmunin, responsible for the vote counting. and supervise the shareholders' meeting in accordance with the laws and regulations of the company.

The Chairman then opened the first Annual General Meeting of Shareholder Year 2022 of the Company welcomed the shareholders and conducted meetings according to various meeting agendas that appear in the notice of the Annual General Meeting of Shareholder Year 2022 of the Company as follows:

Agenda 1 Adoption of the Minutes of the General Meeting of Shareholders Year 2022

The Company of General Meeting of Shareholders Year 2022 held on April 25, 2022. The Company prepared the minutes of the General Meeting of Shareholders Year 2022 and sent a copy of the minutes to the Stock Exchange of Thailand. and the Ministry of Commerce as required by law. In addition, the company has published the minutes of the meeting on the Company's website Including sending the minutes of the meeting together with the invitation letter to all shareholders in advance.

Board's opinion

The Board of Directors is of the opinion that the Minutes of the General Meeting of Shareholder Year 2022, convened on April 25, 2022, have recorded the questions raised and important comments in the report accurately and completely. Therefore, it is appropriate to propose to the shareholders' meeting to consider and certify the minutes of the meeting.

The Chairman then gave the meeting an opportunity to express opinions and ask questions related to Agenda 1.

As no shareholders or proxies raised any questions or expressed their opinions, the Chairman asked the meeting to certify the minutes of the General Meeting of Shareholder Year 2022, dated on April 25, 2022.

Resolved

Adoption of the Minutes of the General Meeting of Shareholders Year 2022. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,319	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	198,692,319	100.0000

Remark

The resolution for this agenda must consist of a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 2

To acknowledge the report of the Company's operating results in year 2022

The Board of Directors' Meeting No. 2/2023, held on February 28, 2023, resolved to propose to the shareholders' meeting for acknowledgment of the Company's 2022 operating results report, details as shown in the report. Year 2022/One Report 2022 under the topic "Analysis and Explanation of Operation sector". The Chairman assigned Mr. Sukrit Jintanakosin,

Chief Executive Officer to present the report of the Company's operating results for the year 2022 to the meeting. Mr. Sukrit Jintanakosin reported that in 2022, the Company continues to operate in accordance with the Company's vision and mission. Focusing on the construction of basic utilities with government agencies and the private sector within the country. Moreover, the company is developing the organizational structure including personnel to be consistency with the current business and situation in order to be able to operate the business completely in accordance with the vision and mission announced to the Stock Exchange of Thailand including all shareholders of the Company. As for the report on the Company's performance for the year 2022, the Chairman assigned Miss Jarumas Anutchchalakom, Chief Financial Officer and Company Secretary to present the Company's 2022 performance to the meeting. The details are shown in the copy of the 2022 Annual Report, which has been sent together with the invitation letter for this meeting. The important things can be summarized as follows:

1. Total Revenue of the Company

In 2022, the Company's revenue from construction amounted to 123.62 million baht and revenue from services amounted to 6.65 million baht. This resulted in total revenue of Baht 130.27 million.

2.The Company's Net Profit

In 2022, the Company had a gross loss of Baht 22.65 million. In 2021, gross profit amounted to Baht 23.94 million and the Company had a net loss of Baht 80.72 million. This is considered a loss from the Company's operating results. This is compared to the net loss in 2021 of Baht 20 million.

3. Debt to equity ratio

In 2022, the debt-to-equity ratio was 3.49 times, due to the Company's decreased shareholders' equity from 2021 of Baht 31.55 million. As a result the Company's debt-to-equity ratio This is compared to the debt-to-equity ratio in 2021 of 2.77 times

Board of Directors' Opinion

The Board of Directors is of the opinion that it should be proposed to the shareholders' meeting to consider and acknowledge the report of the Company's operating results for the year 2022 as detailed above.

The Chairman then gave the meeting an opportunity to express opinions and ask questions related to Agenda 2.

Inquiries or Comments

1. Mr.Bhuwanart Na Songkhla is a proxy of the Thai Investors Association. Ask if
1 . From the information reported through the SET news system Re: Management Discussion and Analysis for the year 2022 dated February 28, 2023 Page 2. It stated that in 2022, the company had no construction income at all as the company was seeking to invest in the bidding process. I would like to know the progress of finding a co-investor and how to solve the problem for the company to recover from construction costs this year, and whether the committee has any plans to find new businesses. how

The Chairman assigned Mr. Kasem Chanweratham, Deputy Chief Executive Officer of Accounting and Finance Department and Company Secretary, to respond to the inquiries.

In 2022, the Company has a joint venture with Prime Road Power Public Company Limited. Establishment of Prime – Hydrotek Construction Joint Venture for the construction of architectural and building system works at Saraburi Station, which will commence construction in early 2024.

2. In the case of long-term loan debt from Yunnan Water (Hong Kong) company limited, it is a short-term loan debt and the Company is asked to repay the entire principal amount plus interest. If it's not over, how to fix it?

The case is under negotiation with Yunnan Water (Hong Kong) company limited, so no conclusion has been reached on the matter.

The meeting acknowledged

Remark

Because it is an agenda for acknowledgment therefore no voting.

Agenda 3

To consider and approve the Consolidated Financial Statements for the fiscal year ended December 31, 2022

Board of directors held the meeting No.2/2023 on February 28, 2023, and intended to present the shareholder meeting to consider and to approve the annual Financial Statements for the fiscal year ended December 31, 2022 along with laws and regulations. The annual Financial Statements have been audited and certified its true and correction by the auditor to present to the shareholders meeting.

As for the annual financial statements ending December 31, 2022 the Chairman assigned Mr.Kasam Chanweratham, Chief Financial Officer and Company Secretary to present the annual financial statements as of December 31, 2022 to the meeting. The details are shown in the copy of the 2022 Annual Report, which has been sent together with the invitation letter for this meeting. The important things can be summarized as follows:

Auditor's opinion

The auditor expressed an unqualified opinion but there is information and events highlighted.

1. Significant uncertainties related to continuing operations as mentioned in Note 3 to the Financial Statements: The Group suffered an operating loss for the year ended December 31, 2022 based on the consolidated financial statements of Baht 80.72 million and the specialized financial statements of Baht 81.19 million. As of December 31, 2022, the Group and the Company had current liabilities higher than current assets in the amount of 49.15 million baht and 72.19 million baht. However, the auditor did not express a qualified opinion on the matter.

However, the management is in the process of improving operations. Also consider participating in bidding on various projects to create profit opportunities for the group of companies. Including requesting additional credit lines from financial institutions and other additional loan sources. The management believes that it will be able to resolve the situation and lead the group to be able to continue its operations.

2. Highlighted information and events As discussed in Note 34 to the financial statements, which explains the uncertainty regarding the outcome of the case in which the Company sued a contracting party with the Central Administrative Court, demanding payment of installments to the Company, which the contracting party submitted a statement. Give evidence and counterclaim to the Central Administrative Court, demanding damages from the company.

However, the company does not agree with the judgment. and filed an appeal with the Supreme Administrative Court Currently, the case is under consideration.

Statement of Financial Position and Income Statement (Unit: million baht)

Items	2564	2565
Total assets	459.64	404.97
total liabilities	337.80	313.67
Equity	121.84	90.29
Construction income	293.01	133.01
Service income	20.00	80.72
Gross profit (loss)	0.01	0.26
Net Profit (Loss)	6.82	60.69
Profit (Loss) per share (Baht)	11.80	28.90

Board of Directors' Opinion

The Board of Directors is of the opinion that it should be proposed to the shareholders' meeting to consider and approve the financial statements ended December 31, 2022 audited and certified by an auditor from SAM NAK-NGAN AMC Company Limited and has been approved by the Audit Committee.

The Chairman then gave the meeting an opportunity to express opinions. and ask questions related to Agenda 3.

Inquiries or Comments

Mr. Bhuwanath Na Songkhla is a proxy of the Thai Investors Association. The Company inquired that the Company's loss in 2021 was Baht 19.98 million. However, this year it has increased to 80.72 million baht. I would like to know the cause and how the committee will solve the problem.

The Chairman has entrusted Mr. Kasem Chanweratham Chief Executive Officer and Company Secretary responded to the inquiries by summarizing the details as follows:

The reason is that the company has a project that is nearing completion. During the year, the Company revised the project's cost estimate during the year, resulting in such losses.

Resolved

The meeting resolved to approve the financial statements for the year ended December 31, 2022 with all the details as proposed. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,419	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

Remark :

1. The resolution on this agenda must consist of a majority vote of the shareholders who attend the meeting and cast their votes.
2. In this agenda, there was 1 additional person attending the meeting, representing 100 shares. Total meeting number: 27 people, totaling 198,692,419 shares, representing 63.6987%.

Agenda 4

To consider and approve the non-allocation of the 2022 profit, and the omission of dividend payment.

The Board of Directors Meeting No. 3/2023 held on March 14, 2023 resolved to propose to the shareholders' meeting to consider the allocation of net profit. as a legal reserve and no dividend payment for operating results The details are as follows.

The Company has a policy to pay dividends at a rate of not less than 40 percent of net profit after corporate income tax deduction and the allocation of legal reserves. However, the dividend payment can be changed subject to the necessity of investment plan and other appropriateness in the future which causes the best interest to the shareholders, such as, a reserve for loan repayment, an investment to expand the company's business or in the event of changes in the market which may affect the cash flow of the Company in the future by authorizing the Board of Directors of the Company to consider.

However, as shown in the separate financial statements for the year 2022 ending on December 31, 2022, the Company has a net loss of 80,719,964.38 baht, making the company unable to allocate the annual net profit to be a legal reserve and the company is unable to pay dividends for the 2022 operating results to shareholders. which is in accordance with the laws and regulations of the company.

Board of Directors' Opinion

The Board of Directors is of the opinion that it should propose to the shareholders' meeting to consider and approve the allocation of net profits as a legal reserve and no dividend payment for operating results.

The Chairman then gave the meeting an opportunity to express opinions and ask questions related to Agenda 4.

When no shareholders or proxies made any further questions or comments, the Chairman asked the meeting to approve the allocation of net profit as a legal reserve and no dividend payment for operating results.

Resolved

The meeting resolved to approve the allocation of net profit as a legal reserve and no dividend payment for operating results with details as proposed in all respects with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,401	100.0000
Disapprove	0	0.0000
Abstain	18	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

Remark :

The resolution for this agenda must consist of the majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 5 To appoint the auditors and to determine the auditor's fees of 2023

The Board of Directors Meeting No. 3/2023, held on March 14, 2023 resolved to propose to the shareholders' meeting to appoint an auditor and determine the audit fee for the year 2023 in order to comply with the provisions of Section 120 of the Public Company Limited Act B.E. 2535 The Audit Committee has considered and selected an auditor in accordance with the rules of the Public Limited Act B.E. 2535 (as amended) and the Notification of the Capital Market Supervisory Board. By considering the performance of auditors from SAM NAK-NGAN AMC Company Limited in the past year and is of the opinion that the auditors from SAM NAK-NGAN AMC Company Limited are independent and responsible on their duties with utmost care. Therefore, it was proposed to the Board of Directors to consider and propose to the shareholders' meeting to consider appointing an auditor from SAM NAK-NGAN AMC Company Limited as the Company's auditor for the accounting period ending on December 31, 2023, one of the following auditors is required to be an inspector and expressing opinions on the Company's financial statements.

1. Mr. Ampon Chamnongwat CPA No. 4663 and/or
2. Miss Prapasri Leelasupa CPA No. 4664 and/or
3. Mr. Naris Saowalucksakul CPA No. 5369 and/or
4. Miss Kanyanan Poonyawiwat CPA No. 12733

In this regard, the auditors, according to the list proposed herein, have no interest in the Company, subsidiaries, directors, executives, major shareholders or any person related to such person in any way. Therefore, the independence and free-expression on the company's financial statements are essential for the upcoming auditors' condition. Moreover, auditors have not audited the company for 7 consecutively. Therefore these auditors have fit qualifications according to the notification of the Capital Market Supervisory Board and related.

In addition, the Audit Committee has considered the audit fees for the accounting period ending December 31, 2023 of SAM NAK-NGAN AMC Company Limited and is of the opinion that the proposed audit fees are appropriate for the audit scope. Therefore, the audit is presented to the Board of Directors in order to determine the audit fee of the Company during the accounting period ending December 31, 2023 the amount is not more than 2,000,000 baht excluding other service fees.

Details of the Company's audit fees compares to last year are as follows:

Audit fee	Fiscal Year of 2023	Fiscal Year of 2022
Hydrotek Public Company Limited	950,000	950,000
Subsidiaries *	480,000	489,000
Other expenses	Actual Payment	Actual Payment
<u>In total of</u>	<u>1,430,000</u>	<u>1,439,000</u>

Board of Directors' Opinion

The Board of Directors is of the opinion that it should propose to the shareholders' meeting to consider and approve the appointment of Mr. Ampon Chamnongwat, Certified Public Accountant No. 4663 and/or Miss Prapasri Leelasupa, Certified Public Accountant No. 4664 and/or Mr. Naris Saowalucksakul Certified Public Accountant No. 5369 and/or Miss Kanyanan Poonyawiwat, Certified Public Accountant No. 12733 of SAM NAK-NGAN AMC Company Limited, are the Company's auditors for the fiscal year ending on December 31, 2023. In the event that the aforementioned auditors are unable to perform their duties, SAM NAK-NGAN AMC Company Limited can provide another certified auditor instead and set compensation in the amount of not more than 2,000,000 baht excluding other service fees.

The Chairman then gave the meeting an opportunity to express opinions and ask questions related to Agenda 5.

the Chairman asked the meeting to approve the appointment of an auditor. and determine the audit fee for the year 2023

Resolved

The meeting resolved to appoint an auditor and determine the audit fee for the year 2023 with details as proposed in all respects with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,419	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

Remark : The resolution for this agenda must consist of the majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 6 To consider and elect the directors in replacement of those retiring by rotation

The Board of Directors' Meeting No. 3/2023, held on March 14, 2023 resolved to propose to the shareholders' meeting to consider electing directors to replace those who retired by rotation. According to the Company's Articles of Association, Article 15, stipulates that "at every annual general meeting One-third of the directors shall vacate office if the number of directors cannot be divided exactly into three parts. The number of directors who are required to retire from office in the first and second year after the company registration shall be drawn by drawing lots to determine who will retire. The longest in office is the one who retires. Directors retiring by rotation may be elected to continue working in the new term." There are 3 directors who are due to retire by rotation as follows:

1. Mr.Somprasong Panjalak Chairman of the Board
2. Mr. Sukrit Jintanakosin Chief Executive Officer / Nomination and Remuneration Committee / Risk Management Committee / Director
3. Dr. Siridech Kumsuprom Audit Committee / Nomination and Remuneration Committee / Independent Director

According to the support of Good Corporate Governance, the shareholders can offer any candidate as directors in the Annual General Meeting of shareholders in the year 2023 between November 17, 2022 – December 30, 2022. Details publicize on the website of the stock exchange of Thailand and the Company website. However, no candidate has been offered.

And the chairman asked 3 directors who were due to retire by rotation to leave the meeting. to show fairness and transparency in considering this agenda.

Nomination and Remuneration Committee (by the Nomination and Remuneration Committee who has no conflict of interest) has considered the qualifications of 3 directors who will retire by rotation in the 2022 Annual General Meeting of Shareholders. As consideration, they all have knowledge, capability, experience and expert in many areas which is beneficial to the

Company's operations. To summarize, they all having qualifications and not having any prohibited characteristics under the Public Company Limited Act B.E. 2535 (as amended) and the Securities Act 2535 (as amended) as well as relevant announcements. Therefore, it is proposed to the Board of Directors to consider and nominate all 3 persons to the shareholders' meeting for consideration and re-election as directors / independent director of the Company for next term.

Board of Directors' Opinion

The 3 persons nominated to be elected as the Company's directors this time have passed the scrutiny process of the Board of Directors. The Board of Directors (who has no conflict of interest) has considered and agreed with the Nomination and Remuneration Committee that these 3 persons have qualifications suitable for the Company's business operations. The independent directors are also able to express their opinions independently, and in accordance with the relevant rules. In addition, but with their knowledge, and experience during the tenure. In addition, they devoted their knowledge, abilities, experience and independent opinions and beneficial to the Company's business operations as well as performing duties with responsibility, prudence and honesty.

Therefore, it is appropriate to propose to the 2023 Annual General Meeting of Shareholders to elect 3 persons, namely Mr. Somparaong Panjalak, Mr.Sukrit Jintanakosin and Dr.Siridech Kumsu, who are due to retire by rotation. Returned to the position of Director / Independent Director of the Company next term.

The Chairman then gave the meeting an opportunity to express opinions and ask questions related to Agenda 6.

As no shareholder or proxy asked any additional questions or expressed opinions, the Chairman asked the meeting to elect directors to replace those who retired by rotation.

Resolved

The meeting resolved to elect directors to replace those who retired by rotation, with details as proposed in all respects with the following votes:

6.1 Mr.Somprasong Panjalak

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,419	95.7531
Disapprove	0	4.2469
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

6.2 Mr. Sukrit Jintanakosin

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,401	100.0000
Disapprove	0	0.0000
Abstain	18	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

6.3 Dr. Siridech Kumsuprom

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,401	100.0000
Disapprove	0	0.0000
Abstain	18	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

Remark : The resolution for this agenda must consist of the majority votes of the shareholders who attend the meeting and cast their votes.

Agenda 7 To determine directors' remuneration in 2023

The Board of Directors' Meeting No. 3/2023, held on March 14, 2023 resolved to propose to the shareholders' meeting to determine the directors' remuneration for the year 2023. The Nomination and Remuneration Committee will review the Board of Directors' remuneration annually and present to the Board of Directors for consideration and to propose to the shareholders' meeting to consider the determination of directors' remuneration.

In this regard, the Nomination and Remuneration Committee considers the remuneration of directors by considering the Company's performance, business size and responsibilities of the Board of Directors. Compared to companies listed on the Stock Exchange of Thailand with market capitalization in size similar to that of the Company and other listed companies in the same industry as the Company. Therefore, it is proposed to the shareholders' meeting to determine the directors' remuneration for the year 2023, details as follows:

	2023 (Present proposal)	2022
1. Monthly		
Chief of Director and the board of directors	30,000 Baht per month	30,000 Baht per month
Chief of Audit Director and directors	30,000 Baht per month	30,000 Baht per month
Audit Director and directors	20,000 Baht per month	20,000 Baht per month
Director	15,000 Baht per month	15,000 Baht per month
2. Meeting Allowance (excluding Executive directors)		
Chief of Nomination and Remuneration Committee	10,000 Baht per month	10,000 Baht per month
Chief of Risk Management Committee	10,000 Baht per month	10,000 Baht per month
Nomination and Remuneration Committee	7,500 Baht per month	7,500 Baht per month
Risk Management Committee	7,500 Baht per month	7,500 Baht per month

3. Special Compensation	Subject to the operation performance. Allowance to directors except for executive directors.	Subject to the operation performance. Allowance to directors except for Executive directors
4. Other Allowance	Allowance to executive directors who have not been paid monthly 5,000 Baht per month	Allowance to executive directors who have not been paid monthly 5,000 Baht per month

Board of Directors' Opinion

The Board of Directors has considered according to the recommendations of the Nomination and Remuneration Committee, which have been scrutinized by taking into account various decency and deems appropriate to propose to the shareholders' meeting to determine the directors' remuneration as detailed above.

The Chairman then gave the meeting an opportunity to express opinions and ask questions related to Agenda 7.

As no shareholders or proxies made any further questions or comments, the Chairman asked the meeting to approve the determination of the directors' remuneration for the year 2023.

Resolved

The meeting resolved to approve the determination of the directors' remuneration for the year 2023, with details as proposed in all respects. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,401	95.7531
Disapprove	0	4.2469
Abstain	18	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

Remark : The resolution for this agenda must be approved by not less than two-thirds of the total number of votes of the shareholders or proxies presented at the meeting.

Agenda 8 Approve Approved to amendment the Company's Articles of Association comply with the Public Limited Companies Act. (No. 4) B.E. 2565 with the following votes:

Existing regulations	Draft new regulations
<p>23. The Board of Directors must hold meetings at least 3 months at a time.</p> <p>The Board of Directors can hold meetings at the locality where the Company's head office is located, or anywhere else as it deems appropriate.</p>	<p>23. The Board of Directors must hold meetings at least 3 months at a time.</p> <p>The Board of Directors can hold meetings at the locality where the Company's head office is located, or anywhere else as it deems appropriate.</p> <p><u>It's not. Board meetings may be conducted via electronic media as provided for in the Electronic Meeting Law. In such cases, the company's head office location shall be deemed to be the meeting place.</u></p>

Existing regulations	Draft new regulations
<p>24. In the Call of the Board of Directors The Chairman of the Board of Directors or the designated person shall send the notice of the meeting to the Directors not less than 7 days prior to the meeting date, except in case of urgent need to preserve the rights or benefits of the Company. You may notify the meeting by other means and set a meeting date sooner.</p> <p>Two or more directors may request the Chairman to call a meeting of the Board of Directors. In case of request of 2 or more directors, the Chairman shall set the date of the meeting within 14 days from the date of receipt of the request.</p>	<p>24. To call a meeting of directors The Chairman of the Board of Directors or the person assigned to send the notice of the meeting to the Directors not less than <u>3 days</u> prior to the meeting. <u>By sending the notice of the meeting to the directors. It may be sent by electronic means. If the director has given the request or given consent to the company or the board of directors in accordance with the rules prescribed by the registrar</u> Except in case of urgent need to preserve the rights or benefits of the Company. The meeting may be notified <u>by electronic or other means and the meeting date may be set earlier.</u></p> <p><u>When there are reasonable grounds or to preserve the rights or benefits of the Company, two or more directors may request the Chairman of the Board of Directors to call a meeting of the Board of Directors. In case of request of 2 or more directors, the Chairman shall set the date of the meeting within 14 days from the date of receipt of the request.</u></p> <p><u>In the event that the Chairman of the Board of Directors does not proceed in accordance with The requested directors may jointly call and set a date for the board meeting to consider the requested matter within fourteen days from the expiration of the period specified in paragraph two.</u></p> <p><u>In the absence of the Chairman of the Board for any reason, the Vice Chairman shall call a meeting of the Board of Directors. In the absence of a Vice Chairman for any reason, two or more directors may jointly call a meeting of the Board of Directors.</u></p>

Existing regulations	Draft new regulations
<p>28. In calling a shareholders' meeting, the Board of Directors shall prepare a notice of the meeting. Specify the location, date, time, agenda and matters to be proposed to the meeting, together with reasonable details. It shall clearly state that the matter shall be proposed for acknowledgement, approval or consideration, including the opinion of the Board of Directors on such matters, and shall be sent to the shareholders and registrar not less than 7 days prior to the meeting date and advertised the notice of the meeting in the newspaper for 3 consecutive days prior to the meeting date At the shareholders' meeting, the meeting can be held at the locality where the company's head office is located or other provinces throughout the Kingdom as the Board of Directors deems appropriate.</p>	<p>28. In calling a shareholders' meeting, the Board of Directors shall prepare a notice of the meeting. Specify the location, date, time, agenda and matters to be proposed to the meeting, together with reasonable details. It shall clearly state that the matter shall be proposed for acknowledgement, approval or consideration, including the opinion of the Board of Directors on such matters, and shall be sent to the shareholders and registrar not less than 7 days prior to the meeting date and advertised the notice of the meeting in the newspaper for 3 consecutive days prior to the meeting date. <u>Or you can use electronic advertising methods instead. In accordance with the rules prescribed by the Registrar.</u></p> <p><u>The Company or the Board of Directors may send notice of the meeting to shareholders by electronic means. If the shareholders have given their request or given consent to the Company or the Board of Directors. In accordance with the rules prescribed by the Registrar. The shareholders' meeting can be held at the locality where the Company's head office is located or other provinces throughout the Kingdom as the Board of Directors deems appropriate, or by meeting via electronic media as provided in the Law on Electronic Meeting. In such cases, the company's head office location shall be deemed to be the meeting place.</u></p>
<p>29. At the Shareholders' Meeting Shareholders may proxy for other persons to attend the meeting and vote on their behalf. In meetings, it's ok The proxy statement must be dated and signed by the proxy shareholders and must be in accordance with the form prescribed by the Registrar.</p>	<p>29. At the Shareholders' Meeting Shareholders may proxy for other persons to attend the meeting and vote on their behalf. In meetings, it's ok The proxy statement must be dated and signed by the proxy shareholders and must be in accordance with the form prescribed by the Registrar.</p>

<p>This proxy must be given to the Chairman of the Board of Directors or a person designated by the Chairman at the meeting before the proxy attends the meeting.</p>	<p>This proxy must be given to the Chairman of the Board of Directors or a person designated by the Chairman at the meeting before the proxy attends the meeting.</p> <p><u>Proxy may be performed by electronic means instead. By means that are safe and reliable in accordance with the rules prescribed by the Registrar.</u></p>
<p>30 . At the shareholders' meeting, no less than 25 shareholders and proxies (if any) must be present at the meeting, and not less than 1/3 of the total number of shares sold, or not less than half of the total number of shareholders and proxies from the shareholders must be present at the meeting.</p> <p>In the event that it turns out which shareholders' meeting After the appointment time has passed by 1 hour, the number of shareholders who attended the meeting did not reach the quorum as specified. If the shareholders' meeting is called because the shareholders requested the meeting, it will be suspended. If the shareholders' meeting is not called because the shareholders requested, it. The meeting shall be rescheduled and the notice of the meeting shall be sent to the shareholders no less than 7 days prior to the meeting. At the shareholders' meeting, the Chairman of the Board of Directors shall preside over the meeting. In the event that the Chairman of the Board of Directors does not attend the meeting or is able to perform his duties, the shareholders who attend the meeting shall be selected to preside over the meeting.</p>	<p>30. At the shareholders' meeting, no less than 25 shareholders and proxies (if any) must be present at the meeting, and not less than 1/3 of the total number of shares sold, or not less than half of the total number of shareholders and proxies from the shareholders must be present at the meeting.</p> <p>Proxies pursuant to paragraph one may be made by electronic means instead, requiring a secure and reliable method that the proxy is carried out by shareholders. In accordance with the rules prescribed by the Registrar.</p> <p>In the event that it turns out which shareholders' meeting After the appointment time has passed by 1 hour, the number of shareholders who attended the meeting did not reach the quorum as specified. If the shareholders' meeting is called because the shareholders requested the meeting, it will be suspended. If the shareholders' meeting is not called because the shareholders requested, it. The meeting shall be rescheduled and the notice of the meeting shall be sent to the shareholders no less than 7 days prior to the meeting.</p> <p>At the shareholders' meeting, the Chairman of the Board of Directors shall sit as the chairman of the meeting. In the event that the Chairman of the Board of Directors does not attend the meeting or is able to perform his duties, the shareholders who attend the meeting shall be selected to preside over the meeting.</p>

Existing regulations	Draft new regulations
<p>38. It is forbidden to divide dividends from any type of money other than profits. In the event that the company still has accumulated losses, it is forbidden to divide dividends.</p> <p>Unless otherwise specified by the Articles of Association, dividends shall be divided by the number of shares. Equal shares</p> <p>The dividend payment must be approved by the shareholders' meeting.</p> <p>The Board of Directors may pay interim dividends to shareholders from time to time when it deems that the Company is profitable enough to do so. And report to the shareholders' meeting at the next meeting.</p> <p>The dividend payment shall be made within 1 month from the date of the shareholders' meeting or the Board of Directors' resolution, as the case may be, in writing to the shareholders and advertise the notice of dividend payment in the newspaper for at least 3 consecutive days.</p>	<p>38. It is forbidden to divide dividends from any type of money other than profits. In the event that the company still has accumulated losses, it is forbidden to divide dividends.</p> <p>Unless otherwise specified by the Articles of Association, dividends shall be divided by the number of shares. Equal shares</p> <p>The dividend payment must be approved by the shareholders' meeting.</p> <p>The Board of Directors may pay interim dividends to shareholders from time to time when it deems that the Company is profitable enough to do so. And report to the shareholders' meeting at the next meeting.</p> <p>The dividend payment shall be made within 1 month from the date of the shareholders' meeting or the Board of Directors' resolution, as the case may be, in writing to the shareholders and advertise the notice of dividend payment in the newspaper for at least 3 consecutive days. <u>Alternatively, electronic advertising methods may be used instead. In accordance with the rules prescribed by the Registrar.</u></p>

Board of Directors' Opinion

The Board of Directors approved the amendment of the Articles of Association relating to the calling of meetings of the Board of Directors. Delivery period of the Board of Directors' meeting invitation letter and submission of letter or document or meeting invitation letter Announcement of advertising and proxy by electronic means and presentation to the Annual General Meeting of Shareholders 2023.

Resolved

The meeting resolved to approve the amendment of the Company's Articles of Association to comply with the Public Limited Act (No. 4) B.E.2022.with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,401	100.0000
Disapprove	0	0.0000
Abstain	18	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

Remark :

The resolution for this agenda item must consist of votes of not less than Three-fourths of the total number of votes of the shareholders attending the meeting.

Agenda 9

Approved the capital increase under General Mandate and resolved the amendment of the Article 4. of the Memorandum of Association regarding registered capital to be consistent with the capital increase

Board of Directors' Opinion

Approve the proposal to the shareholders' meeting to consider and approve the increase of the company's registered capital by authorization. General Mandate of Baht 187,155,300. From the original registered capital of 311,925,504 baht to the new registered capital of 499,080,804 Baht by issuing newly issued ordinary shares not exceeding 187,155,300 Shares par value of Baht 1 each. And the amendment of Memorandum of Association Clause 4 in accordance with the increase of registered capital. as follows:

"No 4.	Registered Capital	499,080,804	Baht
	Shares	499,080,804	Shares
	Value	1	Bath per share

Paid-up capital is divided into:

Ordinary share	499,080,804	Shares
Preferred share	-	Share

Inquiries or Comments

Mr. Phuwana Na Songkhla is a proxy of the Thai Investors Association. Ask why the capital increase is required under the General Mandate, which is only 1 year old, because in the next agenda, it will be considered in both RO, PO and PP form, and the capital increase will only receive about 187 million baht.

The Chairman assigned Mr. Kasem Chanweratham, Chief Executive Officer and Company Secretary to respond to the inquiries. The general mandate capital increase is intended to support plans to expand new construction businesses to other agencies, both public and private. such as The Company has also expanded its business to sell wastewater treatment related products and other products. Future jobs that will come in must be prepared to support the work.

When no shareholder or proxies have any further questions or comments, the Chairman requests the meeting to approve the increase of registered capital by increasing the number of shares and to approve the amendment of Memorandum of Association No. 4 to comply with the increase in registered capital.

Resolved

The meeting resolved to approve the increase of the registered capital of the Company under the General Mandate and amendment of the Memorandum of Association Clause 4 regarding the registered capital to be in line with the increase of registered capital with details as proposed in all respects. with the following :

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,401	100.0000
Disapprove	0	0.0000
Abstain	18	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

Remark : The resolution for this agenda item must consist of votes of not less than Three-fourths of the total number of votes of the shareholders attending the meeting.

Agenda 10 Approved the allocation of newly issued ordinary shares of the Company under general mandate

Board of Directors' Opinion Approve the proposal to the shareholders' meeting to consider and approve the allocation of newly issued ordinary shares under general mandate No more than 187,155,300 Shares par value. 1 Baht as follows:

Method 1 Allotment of newly issued ordinary shares not exceeding 93,577,650 percent of the paid-up capital 30 share (RO)

Method 2 Allotment of newly issued ordinary shares not exceeding 62,385,100 percent of the paid-up capital 20 share (PO)

Method 3 Allotment of newly issued ordinary shares not exceeding 31,192,550 percent of the paid-up capital 10 share (PP)

By allocating newly issued ordinary shares according to Method 1, Method 2 and Method 3 above by one or three methods, the total amount shall not exceed 30% of the paid-up capital or not exceeding. 93,577,650 shares, but if allocated according to Method 2 and Method 3, the additional paid-up capital shall not exceed 20% of the paid-up capital as of the date the Board of Directors resolves to increase the capital or the amount not exceeding 62,385,100 share

In this regard, the allocation of additional common shares under a general mandate (General Mandate) will be offered for sale at a price of not less than 0.50 baht/share by authorizing the Board of Directors or the person assigned by the Board. Is authorized to take any action regarding the allocation of additional common shares as follows:

1. Consider determining the details of the allocation of additional capital shares, such as setting the offering price. Allotted amount Offering period Payment of shares Is the offering one-time or periodic? as well as other conditions and details
2. Sign the permission request document. Requests for various waivers and evidence necessary and relevant to the allocation of such additional ordinary shares. as well as contact and submitting requests for permission or waiver Such documents and evidence must be submitted to government agencies or government agencies or related agencies. and the use of common shares to increase capital of the company Listed on the Stock Exchange of Thailand
3. Carry out any other necessary actions regarding the allocation of such additional common shares.

Resolved

The meeting resolved to approve the allocation of newly issued ordinary shares under the general mandate with all details as proposed with the following :

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	198,692,401	100.0000
Disapprove	18	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	198,692,419	100.0000

Remark :

The resolution for this agenda item must consist of votes of not less than Three-fourths of the total number of votes of the shareholders attending the meeting.

Agenda 11

To consider other matters (if any)

This agenda is an opportunity for shareholders to propose other matters apart from the agenda specified in the meeting invitation letter by offering any other matter to be under the rules and procedures prescribed by law.

The Company has given shareholders an opportunity to propose agenda for the 2022 Annual General Meeting of Shareholders in advance during 17 November 2022 – 30 December 2022 and published via the website of the Stock Exchange of Thailand. and the Company's website. However, no shareholders proposed the agenda for this meeting.

The Chairman then gave the meeting an opportunity to express opinions and ask questions related to Agenda 10. There was no shareholder proposing any other matter for consideration, the Chairman thanked the shareholders for attending the meeting and, declared the Meeting adjourned at 3.54 p.m.

-Signature-

(Mr. Somprasong Panjalak)

Chairman of the Meeting

Certified true and correct of

minutes of the General Meeting of Shareholders Year 2023

-Signature-

(Mr. Sukrit Jintanakosin)

Director