

**=Draft Translation=**

**Minutes of the year 2023 Annual General Meeting of Shareholders**

**TRC Construction Public Company Limited**

TRC Construction Public Company Limited (“**the Company**”), the year 2023 Annual General Meeting of Shareholders held on April 26, 2023 at 11:00 a.m., which is a meeting via electronic media (E - AGM) only one format.

**List of directors**

- |                                    |  |
|------------------------------------|--|
| 1 Mrs. Paichit Rattananon          | Chairman of the Board Directors                                    |
| 2 Mrs. Rachadaporn Rajchataewindra | Independent Director and Chairman of the Audit Committee           |
| 3 Mrs. Puangthip Silpasart         | Independent Director and Audit Committee                           |
| 4 Mrs. Podchanee Phaosavasdi       | Director   |
| 5 Ms. Pavita Leesakul              | Director and Acting Chief Commercial Officer and Company secretary |

**List of company directors attending the meeting via E - AGM system**

- |  |   |
|--|---|
| 1 Associate Prof. Kamjorn Tatiyakaveem, M.D. | Independent Director and Audit Committee  |
| 2 Mr. Pasit Leesakul                         | Director, Chairman of Executive Committee, Chief Executive Officer and Acting Managing Director |

**Executive and secretary of the meeting attending the meeting in person**

- |   |                                       |
|---|---------------------------------------|
| 1 Mrs. Phanalee Noragitt                | Chief Financial Officer               |
| 2 Ms. Rewadee Ardhan                    | Head of Accounting & Finance Division |
| 3 Mrs. Yasupatsorn Thanacharoenyongtiti | Secretary of the meeting              |

**Auditors of Dharmniti Auditing Co., Ltd. attended the meeting through the E - AGM system.**

- |                               |                          |
|-------------------------------|--------------------------|
| 1 Mr. Peradete Pongsathiansak | Partner                  |
| 2 Mr. Yodsak Kiwinsak         | Audit Department Manager |

**Advisor , CMT Law Consulting Co., Ltd. attended the meeting in person.**

- |                                  |               |
|----------------------------------|---------------|
| 1 Ms. Sawitree Sirawatcharaphong | Legal Advisor |
| 2 Ms. Chayaphon Charoenwong      | Legal Advisor |



**Legal Advisor CMT Law Advisory Co., Ltd. attended the meeting through the E-AGM system.**

1 Ms. Manunya Thitinunthawan

Legal Advisor

The meeting started at 11:00 a.m.

Mrs. Paichit Rattananon, Chairman of the Board of Directors, presided at the Meeting (“The Chairman”), opening the meeting and welcomed the attending shareholders of the Annual General Meeting of Shareholders.

The Company organizes the shareholders' meeting via electronic media ( E-AGM) under the Emergency Decree on Meetings via Electronic Media B.E. 2563 and for the 2023 Annual General Meeting of Shareholders via electronic media. ( E-AGM) this time is in good order and according to the laws and regulations set The company has used the system Electronic conferencing of Quid Lab Company Limited (“Quid Lab”)

The system of Quid Lab is a system that complies with the announcement of the Ministry of Digital Economy and Society regarding security standards for meetings via electronic media 2020 and has been certified for meeting control systems by the Office of Transaction Development. electronically ( ETDA), whereby the agenda will be sorted According to the agenda specified in the meeting invitation letter. Then the president Notification of the number of shareholders attending the meeting at the time of the meeting as follows:

The total number of issued shares of the Company as of the record date for the right to attend the meeting is 9,587,146,838 shares (nine thousand five hundred eighty-seven million one hundred forty-six thousand eight hundred thirty-eight shares).

Today, there are shareholders attending the meeting as follows:

Shareholders attending the meeting in person via electronic media	4 persons	total of shareholding	42,061,065 shares
Proxies attending the meeting on behalf of shareholders	24 persons	total of shareholding	3,252,985,880 shares
Total number of shareholders attending the meeting	<u>28</u> persons	total of shareholding	3,295,046,945 shares

Shareholders attending the meeting and proxies held a total of 34.3694 percent of the total number of shares issued and sold of the Company as of the closing date of the register book (total shares equal to 9,587,146,838 shares) more than one-third, the quorum was constituted according to the law and the Company's

Articles of Association. The quorum for a shareholders' meeting consists of not less than 25 shareholders and proxies or not less than half of the total number of shareholders. and must hold shares amounting to not less than one-third of the total number of shares sold.

Before proceeding with the agenda of the meeting, the Chairman introduced the attending directors, who were 7 out of the total 7 directors. The two directors present were Associate Prof. Kamjorn Tatiyakaveem, M.D., Independent Director and Audit committee and Mr. Pasit Leesakul, Director, Chairman of Executive Committee, Chief Executive Officer and Acting Managing Director. They joined the meeting through the E-AGM system, representing 100% of the total number of directors attending this ordinary shareholders' meeting.

Then the Chairman introduced the management of the company 2 persons who attended the meeting in person, namely Mrs. Phanalee Noragitt, Chief Financial Officer and Ms. Rewadee Ardarn, Head of Accounting & Finance Division introducing the auditor of Dharmniti Auditing Company Limited who attended the meeting through the E-AGM system, namely Mr. Peradete Pongsathiansak and Mr. Yodsak Kiwinsak introducing legal advisors from CMT Law Counseling Company Limited who attended the meeting in person, namely Ms. Sawitree Sirawatcharaphong and Ms. Chayaporn Charoenwong and Ms. Manunya Thitinunthawan who attended the meeting join the meeting via E-AGM system.

Then the Chairman has assigned Mr. Pasit Leesakul, Director, Chairman of Executive Committee, Chief Executive Officer and Acting Managing Director Mrs. Rachadaporn Rajchataewindra, Independent Director and Chairman of Audit Committee Ms. Chayaporn Charoenwong, Legal Advisor, and Mrs. Yasupatsorn Tanacharoenyongtiti, The secretary of the meeting is the meeting operator.

Ms. Chayaphon Charoenwong, Legal Advisor, informed the meeting about data protection, Personal meeting method and the vote counting method for each agenda as follows:

#### Personal Data Protection

##### 1. Personal Data

The Company places importance on personal data of shareholders and / or proxies. And in order to comply with the Personal Data Protection Act B.E. 2562 , the company would like to inform you of the following information.

The Company needs to store your personal data for the benefit of holding the Annual General Meeting of Shareholders and attending the Annual General Meeting of Shareholders general personal data includes name, surname, age, address, telephone number, ID card number, email address, fax number, shareholder registration number, number of shares, nationality. In addition, the Company will record still images and movies of the Annual General Meeting of Shareholders.

In addition, the Company will also record still images and movies of the Annual General Meeting of Shareholders.

## 2. Objectives and Data Processing

The Company will collect and use the general personal data of the shareholders mentioned above.

- For the purpose of legal duties including verifying your identification, sending documents related and carrying out any action according to the resolutions of the AGM as well as carrying out any other activities to comply with the laws and any order of the governmental authorities.
- For the purpose of preparing the minutes of the AGM and your attendance as well as for any activity as necessary and related to the legitimate interest of Company including recording photograph and motion pictures of the AGM for using in reporting and publicizing of the AGM through electronic and printing media. You may appear in the photograph or video recording of the AGM but the details of your identity will not be identified.

## 3. Source of Personal Data

The Company collects your personal data directly from You, your proxy and from Thailand Securities Depository Co., Ltd.

## 4. Personal Data Disclosure

The Company may have a need to disclose the personal data of the data owner for the benefit of managing the general meeting of shareholders and the attendance of the shareholder meeting, as follows.

- Law enforcement agencies (e.g. Ministry of Commerce, Office of the Securities and Exchange Commission of Thailand)
- Quid Lab Company Limited as a personal data processor.
- Electronic media and print media for use in disseminating the minutes of the meeting and public relations meeting.

## 5. Personal Data Storage

The Company will keep your personal data so long as it is necessary for the accomplishment of the objectives as stated above. In this regard, the Company will collect your personal data for the duration of the related laws and/or as necessary

In this regard, shareholders can learn more details about personal data protection on the Company's website.

#### Voting Procedures.

- 1) In the Meeting, one share shall be entitled to one vote.
- 2) Due to Electronic Meeting (E-AGM) so there is no ballot card.
- 3) Voting for each agenda shareholders or proxies must only vote one way, that is, agree, disagree, or abstain. The voting cannot be divided into parts. Except in the case of foreign shareholders who appoint a custodian in Thailand to be a share depository and custodian. Can vote separately for approval, disapproval or abstention at the same time for each agenda by splitting the votes equal to the number of shares held in case you want to change your vote, you can do it by clicking on the new vote again. But if the agenda has already been closed will not be able to vote or change the vote. If you do not vote, the system will automatically count the vote as agree.
- 4) In case the shareholder provided proxy had already notified his/her vote in the proxy form, the vote will be counted as identified in the proxy form. For this case, Quidlab Company Limited will record the vote in a vote-counting system in advance. The proxy will not receive the ballot.
- 5) In case the shareholder does not notify his/her vote in the proxy form, each proxy holder shall have the right to vote on behalf of such shareholder in all respects and voting procedure shall be the same as the shareholder attend the meeting in person.
- 6) In case the shareholder or his/her proxy arrives late, such shareholder or his/her proxy is entitled to cast the vote on remaining agenda only
- 7) In case the shareholder or his/her proxy needs to leave the Meeting prior to the Meeting's adjournment, such shareholder or his/her proxy may vote by filling in the voting sheet in advance and submit the ballot to the Company's officer.
- 8) The Company will provide approximately 1 minute for voting in each agenda.

Mrs. Yasupatsorn Tanacharoenyongtiti, The secretary of the meeting (“The secretary of the meeting”) had informed the notification of the agenda of the year 2023 Annual General Meeting of Shareholders, were totaling 9 agendas for the method of vote counting for each agenda were as follows;

- 1) Agendas that must be approved by a majority vote of the shareholders attending the meeting and vote including agenda 1, 3, 4, 5 and 7. If any agenda has equal votes the Chairman of the meeting will have one additional vote as a casting vote.

- 2) Agendas that must be approved by a vote of not less than two- thirds of the total votes of the shareholders who attended the meeting was agenda no. 6 on the remuneration of directors for the year 2023.
- 3) Agendas that must be approved by a vote of not less than three - fourths of the total number of votes of the shareholders who attended the meeting and have the right to vote, i.e. was agenda no. 8 on consideration and approval of amendments to the Company's Articles of Association
- 4) Agenda no. 2 was an agenda to inform the meeting subject to acknowledge the operating results for the year 2023, therefore, there is no the resolution.

In this meeting, the Company assigned Quid Lab Company Limited to conduct the vote counting and a representative from a legal adviser CMT Legal Consulting Company Limited representative from the Company Dharmniti Auditing Company Limited is witnesses checking the votes in the Annual General Meeting of shareholders for the shareholders' meeting to be transparent legally and in accordance with the Company's regulations.

Ms. Chayaphon Charoenwong, Legal Advisor, had informed the voting procedures for shareholders to follow the voting procedures as follows:

When shareholders wished to vote click on the voting menu. The checkmark symbol on the menu bar that appears on the left hand side will had a button to choose the voting for each agenda that can be cast to select the vote for each agenda by clicking on one of the buttons approved, disapproved or abstained, fter that, click on "Submit". Once the vote has been successfully cast, shareholders received a notification message stating that the vote has been submitted successfully.

If the shareholder had enters the system and does not click any button on the voting menu the system will automatically pour votes to agree.

In this case, shareholders can vote, change their votes, or modify their votes in each agenda until the meeting announces the closure of voting for that agenda, for security reasons. Each user can only sign in to the system on a single device. If you attempt to sign in to the system on another device or different browser on the same computer, your previous sign-in will be automatically logged out. It is strictly prohibited to disclose your username and password to others.

If the shareholder requests a user password for attending the E-AGM meeting and submits the power of attorney form B. which has already been casted. The system will not be able to make changes. Able to vote but shareholders can watch the broadcast of the meeting and ask questions.

The legal advisor will report the voting results to the meeting after the closing of voting for each agenda.

Before voting on each agenda, the Company gave shareholders an opportunity to ask questions related to that agenda as appropriate.

For questions or comments outside of the agenda under consideration please asked or giving opinions on other agendas at the end of the meeting and kindly request the shareholders to comment or inquire more concisely and refrain from asking questions or expressing opinions on duplicate issues to allow other shareholders to exercise their rights.

Therefore, the shareholders are kindly requested to cooperate in order for the meeting to go well and for the management. The meeting is within the specified time .

Then the secretary of the meeting was responsible for informing the procedure for asking questions and the total number of 9 meeting agendas to the meeting according to the order in the meeting invitation letter.

Voting.

- 1) Please go to the Vote menu, the checkmark symbol on the left hand side to vote.
- 2) Choose to vote, agree, disagree, abstain according to your wishes.
- 3) Press the send button every time to confirm the voting results.

In the event that shareholders would like to ask questions by typing text, they can do so as follows:

- 1) Please go to the Chat menu , the message box symbol on the left hand side. to type the message you want to inquire
- 2) Press the “Send” button ( Send) to send the message to the system.

In the event that a shareholder wishes to ask a question in conversation, he can do so as follows:

- 1) Lets you go to the menu, raise your hand, the menu will be at the bottom of the system.
- 2) Press the raise hand button and please wait for the moderator. call your name
- 3) when the moderator calls your name the staff will open the mic for you to ask. There will be a pop up message on your screen. You must press unmute and open the mic on your device. In the event that shareholders cannot speak through the microphone please type your questions through the chat channel instead so that the moderator will be able to read the questions for the meeting on your behalf.
- 4) When the inquiry is complete, press the “ Lower Hand” button to put your hand down.



In each question asked both through typing or through conversation kindly ask the attendees to inform their names-surnames, and your status, such as attending in person or by proxy in order to record the minutes of the meeting accurately and completely.

The Company provides an opportunity for the meeting attendees to submit questions in each agenda. In the event that no attendees asked questions, the Company would proceed with the meeting. If shareholders have additional questions, they could type them through the chat channel. The staff will read your questions later.

For questions or comments other than the agenda under consideration please ask or giving opinions on other agendas at the end of the meeting and kindly request the shareholders to comment or inquire more concisely and refrain from asking questions or expressing opinions on duplicate issues to allow other shareholders to exercise their rights as well therefore, the shareholders are kindly requested to cooperate in order for the meeting to go well and to manage the meeting within the specified time.

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

In case of shareholders had problems accessing the meeting system and voting system, please followed the rules for meetings as specified by the company or contact staff at number 02-013-4322, mobile phone 080-008-7616 or email: [info@quidlab.com](mailto:info@quidlab.com)

The Secretary of the meeting proposed agendas 9 as specified in the invitation letter as follows:

**Agenda 1 To adopt the Minutes of the year 2022 Annual General Meeting of Shareholders.**

The Company had prepared the Annual General Meeting of Shareholders report for the year 2022, which was held on April 26, 2022 and had sent a copy of the minutes to the Stock Exchange of Thailand, the Securities and Exchange Commission and the Ministry of Commerce within the specified period and has been published on the Company's website ([www.trc-con.com](http://www.trc-con.com)).

The Board of Directors considered and agreed to propose to the Annual General Meeting of Shareholders to certify the minutes of such meeting, a copy of the minutes of the meeting appears in Attachment 1 of the notice of the Annual General Meeting of Shareholders.



Summarized agendas for the year 2022 Annual General Meeting of Shareholders are as follows:

- 1) To adopt the Minutes of the year 2021 Annual General Meeting of Shareholders.
- 2) Acknowledgment of the performance report for the year 2021.
- 3) Approved the statement of financial position and income statement for the year 2021 ended December 31, 2021 and the auditor's report.
- 4) Approved no dividend payment and no appropriation of net profit as legal reserve for the year 2021 operating results .
- 5) Approved the re-election of 3 directors to replace the directors who are due to retire by rotation for another term as follows:
  - Mrs. Paichit Rattananon Director
  - Associate Prof. Kamjorn Tatiyakaveem, M.D. Independent Director
  - Ms. Pavita Leesakul Director
- 6) Directors' remuneration for the year 2022 which was the same rate as the year 2021.
- 7) Approve the appointment of the company Dharmniti Auditing Company Limited was the Company's auditor and the audit fee for the year 2022 was 1,200,000 baht .

The secretary of the meeting asked the Meeting whether there were any questions or comments.

There were no any questions or comments from the shareholders.

The secretary of the meeting proposed the Meeting to adopt the Minutes of the year 2022 Annual General Meeting of Shareholders with the majority vote of the shareholders attending the Meeting and casting their votes.

**Resolution: The Meeting unanimously adopted the Minutes of the year 2022 Annual General Meeting of Shareholders with the result of voting as follows:**

<b>Approved</b>	3,295,046,945	<b>score</b>	<b>percentage</b>	100.0000
<b>disapproved</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Abstained</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Voided Ballot</b>	0	<b>score</b>	<b>percentage</b>	0.0000

**Note :** In this agenda, no additional shareholders attended the meeting.

## **Agenda 2 Acknowledgement of the report on the performance of operations for the year 2022**

The Company has summarized the past performance and significant changes that occurred of the company, and its subsidiaries for the year 2022 ended December 31, 2022, details was shown in Enclosure 2 Annual Registration Statement/Annual Report 2022 ( Form 56-1 One Report) and had published the annual report on the website of the Company.

The Board of Directors considered and agreed to propose to the Annual General Meeting of Shareholders for acknowledgment of the Board of Directors' report on the Company's operating results, and its subsidiaries in the year 2022.

Mr. Pasit Leesakul, Director, Chairman of the Executive Committee, Chief Executive Officer and Acting Managing Director reported to the meeting about the anti-corruption action which the Company attaches great importance to the Company has announced an anti-corruption policy. The guidelines are set forth in the Good Corporate Governance Manual Year 2020 to support and encourage directors, executives and employees to realize the importance and awareness of anti-corruption. There are guidelines for directors, executives and employees at all levels to perform as follows:

1. Have not to be involved in corruption, giving or receiving bribes of any kind whether directly or indirectly.
2. Do not neglect when seeing an action that is considered corruption related to the company as a duty to notify the supervisor or the company's complaint channels and cooperate in the investigation of facts.
3. In any actions that are susceptible to corruption, such as giving or receiving gifts, procurement and entertainment have to act with caution, transparency and in accordance with related laws.

Currently, the Company is in the process of studying the roles and responsibilities to join the Thai Private Sector Collective Action Coalition Against Corruption Project (CAC).

After that, Mr. Pasit Leesakul assigned Mrs. Phanalee Noragitt, Chief Financial Officer reported on the operational Performance Results for the year 2022.

Summary of the Performance and Financial Position for the year 2022 of the Company and its Subsidiaries was as follows:

### **Company Performance Results**

● **Financial Performance**

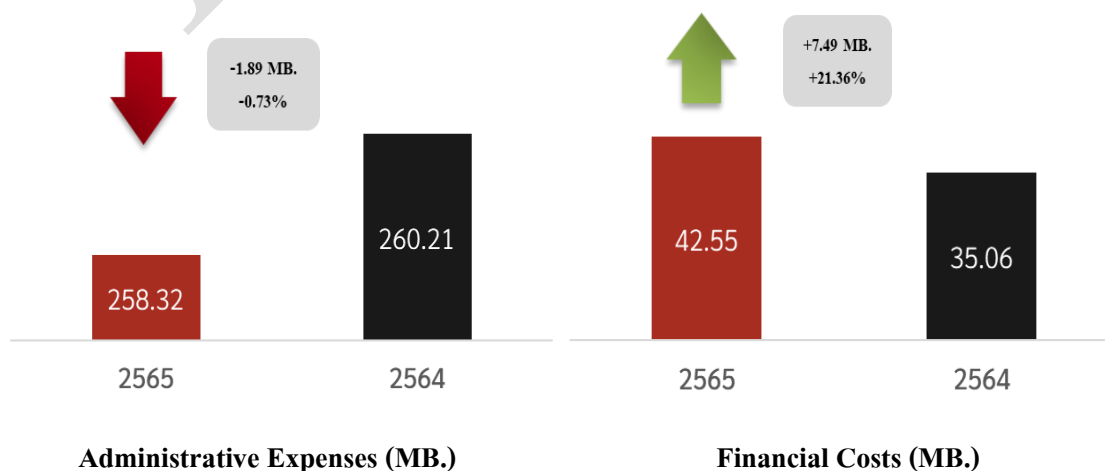
Unit: MB.	2022	2021	Chang	
			MB.	%
Total Revenue	3,373.02	3,888.26	(515.24)	(13.25)
Expenses & Finance Cost	3,458.45	3,939.42	(480.97)	(12.21)
Net Profit (loss) owner of the Company	(111.96)	(57.39)	(54.57)	90.05
Earnings (Loss) per Share (Baht)	(0.0117)	(0.0060)	-	-

● **Revenue Structure**

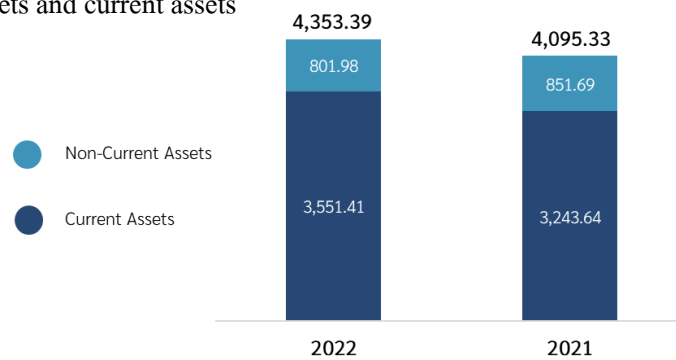
Revenue Structure	MB.		Change		% Total Revenues	
	2022	2021	MB.	%	2022	2021
Civil Work	2,256.14	2,204.95	51.19	2.32%	66.89%	56.71%
Pipeline Work	724.85	1,569.58	(844.73)	(53.82) %	21.49%	40.37%
Engineering Work	0.00	(27.39)	27.39	(100.00) %	0.00%	(0.70) %
Other Services	302.83	72.33	230.50	318.68%	8.98%	1.86%
Total Construction Service	3,283.82	3,819.47	(535.65)	(14.02) %	97.36%	98.24%
Other Service	57.87	17.48	40.39	231.06%	1.72%	0.45%
Sales	1.60	8.40	(6.80)	(38.90) %	0.05%	0.22%
Total Other Services & Sales	59.47	25.88	33.59	129.79%	1.77%	0.67%
Interest income & Other	29.73	42.91	(13.18)	(30.72) %	0.89%	1.10%
Total Revenues	3,373.02	3,888.26	(515.24)	(13.25) %	100.00%	100.00%

- Administrative expenses decreased 1.89 million Baht or -0.73% compared from the period last year.

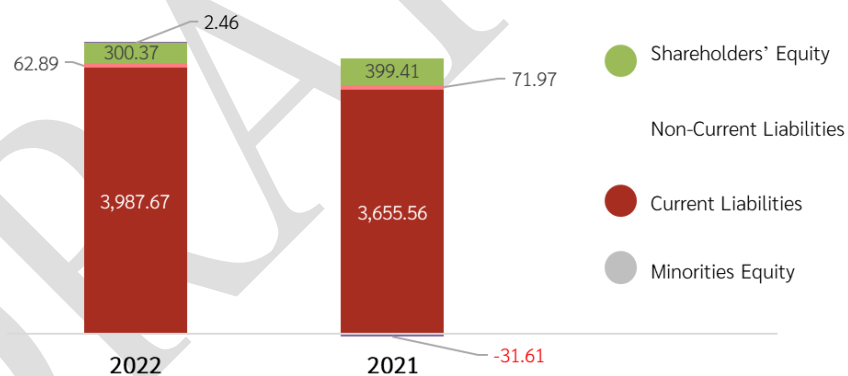
- Financial costs increased 7.49 million Baht or 21.36% compared from the period last year



● Non-current assets and current assets

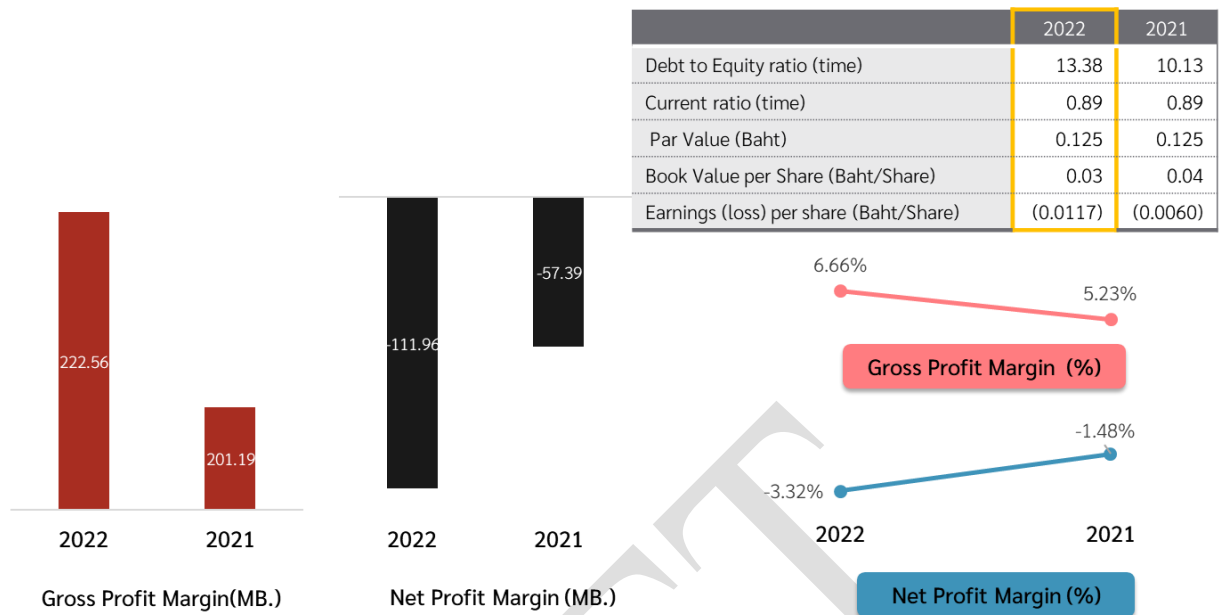


Unit: MB., %	Y 2022	Y 2021	Change	
Current Assets	3,551.41	3,243.64	307.78	9.49%
Non-Current Assets	801.98	851.69	(49.71)	(5.84)%
<b>Total Assets</b>	<b>4,353.33</b>	<b>4,095.33</b>	<b>258.07</b>	<b>6.30%</b>



Unit: MB., %	Y 2022	Y 2021	Change	
Current Liabilities	3,987.67	3,655.56	332.11	9.09%
Non-Current Liabilities	62.89	71.97	(9.08)	(12.62)%
<b>Total Liabilities</b>	<b>4,050.56</b>	<b>3,727.53</b>	<b>323.03</b>	<b>8.67%</b>
Shareholders' Equity	300.37	399.41	(99.04)	(24.80)%
Minorities's Equity	2.46	(31.61)	(1.15)	(31.86)%
<b>Total Equity</b>	<b>302.83</b>	<b>367.80</b>	<b>(64.97)</b>	<b>(17.66)%</b>

● Financial Ratio



● Awarding Projects in the year 2022

11 projects with total values were 537.13 million Baht as follows:

TRC Construction Public Company Limited had 6 projects, which had of 255.23 million Baht.

The significant projects were;

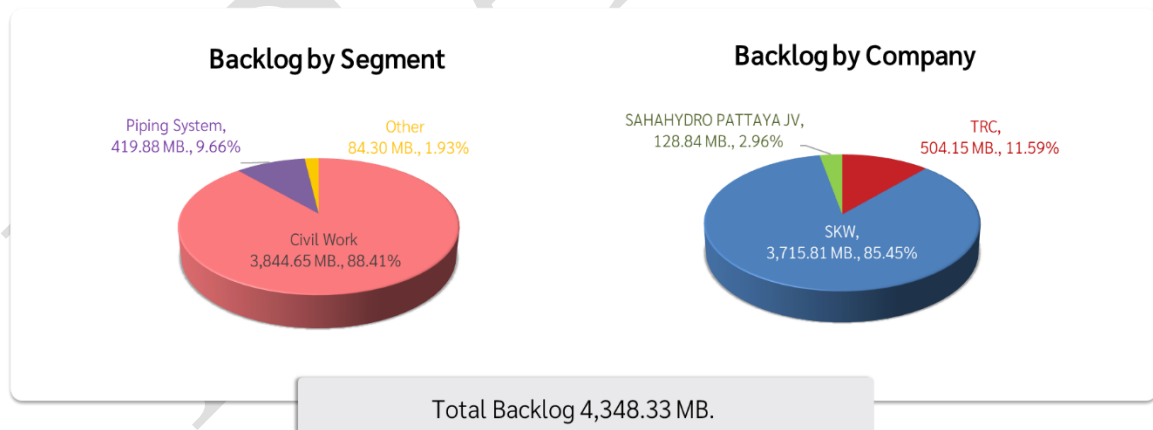
1. The gas distribution system to customers in the Nava Nakorn Industrial Zone, Nakorn Ratchasima Province Project of PTT Public Company Limited. The contract value was 82.54 million Baht with 450 days construction period time.
2. The new gas pipeline system for EGCO Cogeneration SPP replacement project of EGCO Cogeneration Company Limited. The contract value was 132.00 million Baht with 540 days construction period time.

Sahakarn Wisavakorn Company Limited had 5 projects which had values 281.90 million Baht.

The significant projects were;

1. The community area development at Muang Pitsanulok District, Pitsanulok Province from the Department of Public Works and Town & Country Planning with the contract value of Baht 91.59 million. The construction period time was 780 days.
2. The community area development at Tambon Kumpang, La-ngoo District, Satun Province from Department of Public Works and Town & Country Planning, total work value of 120.09 million Baht with 720 days construction period time.

- Highlight Projects in the year 2022
  1. Fabrication and installation fuel tank on project in Phetchaburi Province and Chachoengsao Province of Pan Asia Group had completed the construction 100 %, the contract value was 302.72 million Baht.
  2. Conversion of Overhead Line to Underground System Project, Ratchadaphisek-Asoke Route of the Metropolitan Electricity Authority is under a progress about 49.39%, the contract value was 2,213.68 million Baht.
- The significant new project in the year 2023 has 1 project;  
Mechanical Work for New Hydrogen Manufacturing Unit (HMU- 2) Project  
Contract value: 238.01 million baht  
Construction period : 278 days  
Project Owner : IRPC Public Company Limited  
Project Operator: Wison Energy (Thailand) Company Limited
- The total backlogs value was 4,348.33 million Baht.



- Significant events in the year 2022.
 

Jan. 2022 Olive Technology Company Limited (“OLIVE”), a subsidiary of the Company had established the Express World Tracking Joint Venture (EWT Joint Venture) signed contract between Turnkey Communication Services Public Company Limited and United Telecom Sales and Services Company Limited.

- Mar. 2022 Olive Technology Company Limited ("Olive") had established the Xsense-Olive Joint Venture signed between Xsense Information Services Company Limited.
- Sep 2022 The closure of TRC Middle East LLC and TRC Engineering LLC, a subsidiary in the Sultanate of Oman. The project was completed and has already been delivered to the client.
- Nov 2022 The Company received "Excellent" rating of recognition from the Corporate Governance of Thai Listed Companies Survey conducted by Thai Institute of Directors Association for 6 consecutive years.
- Significant changes and developments in the year 2022.
    - The Company participated in the year 2022 Environmental, Social and Governance Project (ESG) held for PTT's vendors and ranked at a very good level.
    - 8 January, the Company and Sahakarn Wisavakorn Company Limited ("Subsidiary") gave gifts to childrens at Wat Phon Phra Ruang Kindergarten School and Wat Phon Phra Ruangprasit School to build morale and encouragement to the children.
    - The Company has made an agreement with Ban Khai Technical College, Rayong Province, to provide vocational training, whereby the company has the following duties:
      - Organizing internship programs which is continue activities throuout the year.
      - Organizing programs during the opening of the semester or any time during the school year.
      - Organizing a bilateral education program.
      - Organizing knowledge exchange programs and experiences between educational institutes, agencies and the Company.
    - 9 September, the Company and Subsidiary had the blood donation activities for Rajavithi Hospital at the Company's head office building. This activity was received in cooperation from employees of the company and affiliates along with the people in the vicinity as well.
    - 14 February, the Company and Subsidiary delivered items and appliances that have been donated by employees throughout the year 2022 to be given to "Mirror Foundation" and forward Old calendars, old books and magazines that were no longer used for the Educational Technology Center for the Blind. For a prouction Braille books for Visually Impaired Organizations of the country.



- Annually the Company had the opportunity to talk and visit the works from “Phuean Shop”, which was the one of projects for hiring people with disabilities and have seen more and more improvements each time. I go In which the disabled will have the opportunity to learn various jobs, whether it is handicrafts, services such as paper flowers, rattan baskets, as well as car washing services. and making coffee or beverages The company is pleased to be a part of supporting this project that makes people with disabilities feel valued. and live normally in society.

The secretary of the meeting asked the meeting whether they had any comments or questions.

The shareholders had the following questions:

**Question:**

Mr. Phuwanart Na Songkhla, a shareholder rights protection volunteer representative from the Thai Investors Association Inquiries had been received through the following channels through the E-Meeting system:

According to the information that the Company had incomes from construction services equal to 3,283.82 million Baht, decreased from the period last year 535.65 million Baht or 14.02%. This reason that Because there are no more large projects in the current year. May I know why there are no projects coming in? And now are there any large projects added or not ? And if there is no company, Is there any way to solve the problem?

**Answer**

Mr. Pasit Leesakul, Chairman of the Executive Committee, Chief Executive Officer has been indicated that in the year 2022, the Company received projects worth over 500 million baht. By the end of 2022, the company had a backlog of 4,348.33 million baht, there was a backlog of 4,348.33 million baht. An overview of the company's work in gas pipes has decreased. High The Company has foreign competitors such as China and Italy who entered the competition in such work Therefore, the company has searched for a new type of product job , namely a job Tank Farm or the work of making large oil tanks which the Company had reported to shareholders last year 2022 can be seen that the work that makes a large oil tank which is a category of other income. The amount of income has increased because the Company Trusted by customers such as Thai Oil Group, Pan Asia Group or Esso Group assigned to this type of work to the Company and in line with the company's welding assembly plant located in Rayong.

For the fiscal year 2023, the Company has secured new project contracts from its subsidiary, Sahakarn Wisavakorn Company Limited (“Subsidiary”) for the construction of state infrastructure projects under the Department of Highways, which are fundamental public infrastructure projects. At the beginning of 2023, the Subsidiary successfully won a bid worth nearly a billion baht but not reported Because it is a project in 2023 and is pending contract signing for other works. However, the Company has been bidding for other works continuously, divided into main utility works and oil tank works large size (Tank Farm) and work in the oil sector & Gas In addition to gas pipeline work, the company still maintains the value of the backlog work that has continued to come in and there is no concern, but the company still has to control various costs such as oil prices, construction materials prices, etc.

The Company has been seeking new business opportunities. Aiming for new innovations is an investment in the Smart IoT Ecosystem business, providing research and development services for inspection, control, analysis, and processing of big data. Including the business of manufacturing, selling and providing information technology management services. platform development in order to be able to build on from current business Even though the revenue is still not equal to the total main income by the year 2023 , the Company is during the internal structure of the company group to be in line with the changes in the current business industry to Create sustainable, wealthy growth

None of the shareholders had any additional comments or questions.

This agenda was proposed for acknowledgement, voting is not required.

**Note :** In this agenda, no additional shareholders attended the meeting.

**Agenda 3 To consider and approve the balance sheet and profit and loss statement for the year 2022 ended 31 December 2022.**

The secretary of the meeting informed the meeting that in order to comply with Section 112 of the Public Limited Companies Act B.E. 2535 and according to Article 36 of the Company's Articles of Association.

The Board of Directors must had to do a balance sheet and a profit and loss account at the end of the Company's fiscal year presented to the annual general meeting of shareholders to consider and approve the balance sheet and profit and loss account prepared under the first paragraph or prepared during the fiscal year to present to the shareholders' meeting for approval. The Board of Directors must have the

auditor audit the balance sheet and the profit and loss account before presenting them at the shareholders' meeting.

The Board of Directors arranged for the preparation of the statement of financial position and income statement for the year 2022 ended December 31, 2022 which was audited by a certified auditor and reviewed by Audit Committee. They had checked that it was correct and approved by the Board of Directors, therefore, proposed to the Annual General Meeting of Shareholders to consider the statement of financial position and income statement for the year 2022 ended December 31, 2022.

Mrs. Phanalee Noragitt, Chief Financial Officer, proposed the meeting to consider and approve the financial statements for the year 2022 of the Company and its subsidiaries. Ended December 31, 2022, details appear in the Annual Registration Statement/Annual Report 2022 (Form 56-1 One Report) which was delivered to all shareholders together with the meeting invitation letter (Enclosure No. 2) summarized the Company's operating results and its subsidiaries in the year 2022 compared to 2021 with the following details:

Unit: MB.	2022	2021
Total Assets	4,353.39	4,095.33
Total Liabilities	4,050.56	3,727.53
Shareholders' Equity	300.37	399.41
Total Revenue	3,373.02	3,888.26
Total Cost	3,120.73	3,644.15
Administrative expenses	258.32	260.21
Loss on subsidiary' dissolution	36.85	0
Finance costs	42.55	35.06
Company's shareholders' equity	(-111.96)	(-57.39)

Mrs. Rachadaporn Rajchataewindra, Chairman of the Audit Committee, reported the Director's opinion that statement of financial position and income statement for the year 2022, the Company and its subsidiaries ended December 31, 2022, which was audited by a certified public accountant from the Dharmniti Auditing Company Limited was clear, covering important matters, correct, complete, and adequate in accordance with generally accepted accounting principles and according to financial reporting standards including sufficient disclosure of information and resolved to propose to the Board of Directors

to propose to the shareholders' meeting to consider and approve the financial statements for the year 2022 ended December 31, 2022.

The secretary of the meeting asked the meeting whether there were any questions or comments.

None of the shareholders had any comments or questions.

The secretary of the meeting therefore proposed the meeting to consider and approve the statement of financial position and income statement for the year 2022 ended December 31, 2022. This agenda must be approved by a majority vote of the shareholders attending the meeting and vote.

**Resolution: The Meeting unanimously resolved to approve the statement of financial position, and the income statement for the year 2022 ended 31 December 2022 and the auditor's report with the result of voting as follows:**

<b>Approved</b>	3,295,046,945	<b>score</b>	<b>percentage</b>	100.0000
<b>disapproved</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Abstained</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Voided Ballot</b>	0	<b>score</b>	<b>percentage</b>	0.0000

**Note :** In this agenda, no additional shareholders attended the meeting.

**Agenda 4 To consider and approve the omission of dividend payment and the omission of net profit as legal reserve for the performance operations in 2022.**

The secretary of the meeting informed the meeting that according to Section 115 of the Public Limited Companies Act B.E. In the event that the company still has accumulated losses It is forbidden to pay dividends.

In addition, according to Section 116 of the Public Limited Companies Act B.E. 2535 and Article 41 of the Company's Articles of Association, "the Company must allocate part of its annual net profit as a reserve fund of not less than 5 percent of its annual net profit deducted by the amount Accumulated loss brought forward (if any) until this reserve fund is not less than 10 % of the capital registered company"

The Company had a policy to pay dividends at the rate of 40 % of net profit after tax and legal reserve which it may be changed, depending on the investment plan, necessity and other suitability in the future for maximum benefit to shareholders.

In this regard, the resolution of the Board of Directors of the Company that approval of the dividend payment must be presented for approval at the meeting's shareholders, except for the interim dividend payment

which the Board of Directors has the authority to approve the interim dividend payment. Then report to the shareholders' meeting for acknowledgment at the next meeting.

In fiscal year 2022, according to the statement of comprehensive income, the Company incurred a net loss of 114.11 million baht. The Company also reported accumulated losses of 976.933 million baht as of the end of fiscal year 2022. Therefore, the Company suspended dividend payments and retained the net loss as reserves in accordance with the law for the results of operations in the year 2022.

For the past dividend payment history, the Company omitted dividend payment from the 2018 until year 2025 because the Company's accumulated loss.

The Board of Directors has considered and agreed to propose to the Annual General Meeting of Shareholders for the year 2022 to consider and approve the omission of dividend payment for the year 2022 and no allocation for legal reserve due to the accumulated loss of the Company .

The secretary of the meeting asked the meeting whether they had any comments or questions.

The shareholders had the following questions:

**Question:**

Mr. Phuwanart Na Songkhla, a shareholder rights protection volunteer Representative from the Thai Investors Association Inquiries have been received through the following channels through the E-Meeting system:

In the event that the Company's loss in 2022 amounted to Baht 111.96 million. In 2021, the loss amounted to 57.39 million baht. This was due to high administrative and financial expenses and loss from dissolution of business in 2 subsidiaries in foreign countries amounting to Baht 36.85 million. However, even after deducting this part, there was still a loss of rights of Baht 75.11 million. This is higher than the previous year, although the Chief Executive Officer has already clarified that he is concerned about higher costs. How will the Board of Directors resolve losses? Especially in terms of administrative expenses and financial costs so that the Company can pay dividends.

**Answer**

Mr. Pasit Leesakul, Executive Chairman Chief Executive Officer informed that the Company viewed that the current construction industry The cost is high, causing the company to have cost control management, such as setting the price of construction materials. Pricing of construction raw materials in advance Determining the construction period, etc. In the past, during the COVID situation The government

sector has ordered the construction to stop for a long time, causing the company to bear the burden of such costs. and financial liquidity management (Cashflow).

The Executive Committee under planning Internal structure of the company group by grouping businesses that are similar to being in the same business group To be in line with the changes in the current business industry and create growth Including making the company returned to profit in order to be able to pay dividends to shareholders which will report progress, such as reporting the company's performance through the Opportunity Day event or disseminating news through the communication channels of the Stock Exchange of Thailand, etc.

The secretary of the meeting asked the meeting if there were any comments or questions.

None of the shareholders had any comments or questions.

The secretary of the meeting therefore proposed the meeting to consider and approve the omission of dividend payment and no allocation of net profit as legal reserve for the year 2022 for operating results because the Company was accumulated loss and this agenda had to be approved by the majority vote of the shareholders who attended the meeting and vote.

**Resolution:** The meeting of shareholders passed a resolution unanimously. Approved the omission of dividend payment and the omission of net profit as a legal reserve for the operating results of the year 2022 with the following votes:

<b>Approved</b>	3,295,046,945	<b>score</b>	<b>percentage</b>	100.0000
<b>disapproved</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Abstained</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Voided Ballot</b>	0	<b>score</b>	<b>percentage</b>	0.0000

**Note :** In this agenda, no additional shareholders attended the meeting.

**Agenda 5** To consider and approve the appointment of the Company's directors in place of directors who must retire from office According to the agenda for the year 2023.

The secretary of the meeting reported to the meeting that according to Article 15 of the Company's Articles of Association, "At every annual general meeting, one-third (1/3) of the directors shall retire from office. And the directors who retired by rotation may be re-elected."

At the year 2023 Annual General Meeting of Shareholders, there are directors who must retire by rotation 2 persons as follows:

- 1) Mrs. Puangthip Silpasart Independent Director
- 2) Mr. Pasit Leesakul Director

The Company had opened the door for shareholders to nominate candidates to receive elected as a director already in advance from September 30 to December 31, 2022, there was no shareholder nominating a candidate to be elected as a director.

The Remuneration and Nomination Committee, excluding directors with conflicts of interest, carefully and prudently reviewed to consider proposing persons with knowledge, ability and experience, including be a person with morals and ethics And agreed to propose to the Board of Directors to propose to the Annual General Meeting of Shareholders to re-elect the two directors who retired by rotation to serve as directors for another term.

The Board of Directors, excluding directors with conflicts of interest has considered and scrutinized according to the criteria and procedures for the nomination of the Company's directors and agreed with the recommendation of the Remuneration and Nomination Committee. It was deemed appropriate to propose to the Annual General Meeting of Shareholders to consider re-electing the two directors who retired by rotation to be the Company's directors for another term.

In this regard, the person nominated as an independent director is Mrs. Puangthip Silpasart, the board of directors has considered and determined that it is an independent body capable of providing unbiased opinions and adhering to relevant criteria and the 2 nominated persons are fully qualified according to the Public Limited Companies Act B.E. 2535 and relevant notifications of the Capital Market Supervisory Board.

And presented the profiles of Mrs. Puangthip Silpasart, Independent Director and Mr. Pasit Leesakul, Director who retired by rotation to the meeting with details as follows:

Biography of the nominee

- 1) Mr. Pasit Leesakul assumed the position on March 21, 2013.

Currently holding the position Authorized Director, Chairman of the Executive Committee, Chief Executive Officer, Remuneration and Nomination Committee, Risk Management Committee and Acting Managing Director.

He holds shares in the Company in the amount of 10,919,998 shares (ten million nine hundred and nineteen thousand nine hundred and ninety-eight shares) in the Company.



Shareholding 0.114 %

There is a family relationship between Directors and executives He is the son of Mrs. Paichit Rattananon, the Chairman of the Board of Directors. He is the older brother of Ms. Pavita Leesakul, Director, Acting Chief Commercial Officer and The secretary company.

Meeting Attendance in 2022

- Board of Directors 8/8
- Remuneration and Nomination Committee 2/2
- Risk Management Committee 2/2
- Executive Committee 14/14

- 2) Mrs. Puangthip Silpasart assumed the position on February 24, 2016 .

Currently holding the position of Independent Director, Chairman of the Corporate Governance Committee, Audit Committee and Remuneration and Nomination Committee.

She has no shareholding in the Company and has no family relationship between directors and executives.

Meeting Attendance in 2022

- Board of Directors 8/8
- Audit Committee 4/4
- Remuneration and Nomination Committee 2/2
- Corporate Governance Committee 2/2

The secretary of the meeting asked the meeting if there were any comments or questions.

None of the shareholders had any comments or questions.

The secretary of the meeting proposed the meeting to consider and vote for each director who retired by rotation individually. This agenda must be approved by a majority vote of the shareholders who attend the meeting and vote individually

**Resolution: The meeting of shareholders passed a resolution unanimously approved the election of 2 directors who completed their terms, namely Mrs. Puangthip Silapasart and Mr. Pasit Leesakul. Re-appointed as a director of the Company for another term. The shareholders resolved to elect directors individually. with the following votes:**

**1. Mrs. Puangthip Silpasart, independent director with a majority vote of the shareholders who attend the meeting and vote as follows:**

<b>Approved</b>	3,295,046,945	<b>score</b>	<b>percentage</b>	100.0000
<b>disapproved</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Abstained</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Voided Ballot</b>	0	<b>score</b>	<b>percentage</b>	0.0000

**2. Mr. Pasit Leesakul, director with a majority vote of the shareholders who attended the meeting and voted as follows:**

<b>Approved</b>	3,295,046,945	<b>score</b>	<b>percentage</b>	100.0000
<b>disapproved</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Abstained</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Voided Ballot</b>	0	<b>score</b>	<b>percentage</b>	0.0000

**Note :** In this agenda, no additional shareholders attended the meeting.

**Agenda 6 To consider and approve the directors' remuneration for the year 2023.**

The secretary at the meeting reports in accordance with Section 90 of the Public Limited Company Act of 1992. "The company is prohibited from making any payments or providing any assets to the directors, except for remuneration as specified in the company's regulations. In cases where the company's regulations do not specify, the payment of remuneration shall be subject to the resolution of the shareholders' meeting, with a majority vote of at least two-thirds of the total votes of the shareholders present at the meeting."

According to Article 16 of the Company's Articles of Association.

Directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses or other benefits in return. According to the regulations or as approved by the shareholders' meeting, which may set a fixed amount or lay down a rule. and will be fixed from time to time or will be effective forever until there is a change and in addition to receiving allowances and various welfare according to the Company's regulations. The provisions in the first paragraph shall not affect the

rights of employees or employees of the Company who are elected as directors in order to receive remuneration and benefits as employees or employees of the Company.

The Remuneration and Nomination Committee has considered the remuneration of directors for the year 2023 by comparing with the average rate of remuneration of each committee. According to the survey results of directors' remuneration of the Thai Institute of Directors Association (IOD) in 2022, together with the responsibilities and performance of each committee. and agreed to propose to the Annual General Meeting of Shareholders to approve the directors' remuneration for the year 2023 in the form of the same rate as the year 2022 as follows:

Remuneration for the Board of Directors

1. Monthly remuneration for the year 2022 (same rate as proposed in the year 2022 )

- Chairman 50,000 Baht per month
- Chairman of the Audit Committee 25,000 Baht per month
- Independent Director 20,000 Baht per month
- Executive Directors 10,000 Baht per month

Monthly Remuneration		
Position	Monthly Remuneration (Bath/Person)	
	Year 2023 (proposed for approval)	Year 2022
Chairman	50,000	50,000
Chairman of the Audit Committee	25,000	25,000
Independent Directors	20,000	20,000
Executive Directors	10,000	10,000

2. Other compensation;

- Social security payments, contributions to provident funds, the life insurance, the travel insurance group accident insurance, the health insurance, the car and personal driver and fuel fee for Chairman.
- Health Insurance for Independent Directors.
- Liability insurance for Directors and Executives Limit of liability 100,000,000 Baht.

Other compensation		
Position	2023 (proposed for approval)	2022
Chairman	Social security fund, contribution to provident fund, life insurance, travel insurance, group accident insurance, health insurance, car and personal driver and fuel fee	Social security fund, contribution to provident fund, life insurance, travel insurance, group accident insurance, health insurance, car and personal driver and fuel fee
Independent directors	Health insurance	Health insurance
Director & Officers	Insurance (D&O Insurance), Limit of liability of Baht 100,000,000	Insurance (D&O Insurance), Limit of liability of Baht 100,000,000

Remuneration for sub-committees;

3. Meeting allowance for the year 2023 (same rate as proposed in the year 2022)

The Company would like to pay to sub-committees. Independent directors only;

- Audit Committees Remuneration and Nomination Committee, Corporate Governance Committee and the Risk Management Committee at the rate of 10,000 Baht per person and per meeting attendance.
- Executive Committee, there is no remuneration as an executive director due to being paid as an executive

Position	2023 (proposed for approval)	2022
Audit Committee		
- Meeting Fee to independent directors	10,000 Baht/Person/Meeting attendance	10,000 Baht/Person/Meeting attendance
Remuneration and Nomination Committee		
- Meeting Fee to independent directors	10,000 Baht/Person/Meeting attendance	10,000 Baht/Person/Meeting attendance
Corporate Governance Committee		
- Meeting Fee to independent directors	10,000 Baht/Person/Meeting attendance	10,000 Baht/Person/Meeting attendance
Management		

Position	2023 (proposed for approval)	2022
- Meeting Fee to independent directors	10,000 Baht/Person/Meeting attendance	10,000 Baht/Person/Meeting attendance
Excutive Committee	There is no remuneration as an executive director due to being paid as an executive	There is no remuneration as an executive director due to being paid as an executive

The Board of Directors has considered based on the recommendation of the Compensation and Nomination Committee and recommend that the Annual General Meeting of Shareholders approved the remuneration of directors for the year 2023 as detailed above.

The secretary of the meeting asked the meeting if there were any comments or questions.

None of the shareholders had any comments or questions.

The secretary of the meeting proposed that the meeting consider and approve the directors' remuneration for the year 2023. This agenda must be approved by a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting.

**Resolution:** The meeting of shareholders passed a resolution unanimously approved the directors' remuneration for the year 2023 with the following votes:

<b>Approved</b>	3,295,046,945	<b>score</b>	<b>percentage</b>	100.0000
<b>disapproved</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Abstained</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Voided Ballot</b>	0	<b>score</b>	<b>percentage</b>	0.0000

**Note :** In this agenda, no additional shareholders attended the meeting.

**Agenda 7** To consider the appointment of the auditor and determine the audit fee for the year 2023.

Mrs. Rachadaporn Rajchataewindra, Chairman of the Audit Committee reported to the meeting that according to Section 120 of the Act Public Company Limited B.E. 2535 stipulates that the annual general meeting of shareholders shall appoint an auditor and determine the annual audit fee of the

Company. The registered auditor must provide for rotation of auditors. When the former auditor performs audit duties and expresses opinions on the Company's financial statements for 7 fiscal years, whether consecutively or not. However, a new auditor from the same audit firm can be appointed. The Company may appoint such auditor as the Company's auditor. At the end of at least 5 consecutive fiscal years.

The Audit Committee has considered selecting the auditors for the year 2023 by evaluating the independence of the auditors and experiences in the auditing that were beneficial to the Company and approved to be proposed to the Board of Directors' Meeting to propose to the Annual General Meeting of Shareholders for the appointment, Certified Public Accountant, Dharmniti Auditing Co., Ltd. was the Company's auditor and its subsidiaries for the year 2023. This appointment will be the 5th consecutive fiscal year from 2019-2023 . The proposed auditors appear as follows:

- 1) Mr. Peradete Pongsathiansak, Certified Public Accountant Registration No. 4752 and/or
- 2) Ms. Wannisa Ngambuathong, Certified Public Accountant Registration No. 6838 and/or
- 3) Ms. Chotima Kitsirakorn, Certified Public Accountant Registration No. 7318 and/or
- 4) Ms. Chutinan Kopaserttaworn, Certified Public Accountant Registration No. 9201 and/or
- 5) Ms. Nithinee Kittikhunaphong, Certified Public Accountant Registration No. 8843

The 5 auditors proposed as the auditors for the year 2023 mentioned above have no relationship or vested interest with the Company, its subsidiaries, executives, major shareholders or those related to such persons including no transactions that cause conflicts of interest with the Company and its subsidiaries in any way. Therefore, they were an independent for the auditing and expressing opinions on the Company's financial statements. Dharmniti Auditing Company Limited was the auditor of the Company's direct and indirect subsidiaries for the year 2023. The Board of Directors and the Audit Committee took care to be able to prepare financial statements in time and the audit fee for the year 2023 of the Company in the totaling amount of 1,200,000 Baht, equal to the year 2022, excluding expenses that will actually occur during the provision of services.

	2023	2022	2021
Audit firm	Dharmniti Auditing Company Limited	Dharmniti Auditing Company Limited	Dharmniti Auditing Company Limited
Audit fee	1,200,000 (Proposed for approval)	1,200,000	1,200,000

	2023	2022	2021
Other services:			
Travelling expenses	Actual reimbursement	111,917	85,444

The Board of Directors has considered based on the opinion of the Audit Committee that it was appropriate to propose to the general meeting shareholders to consider and approve the appointment of the auditor from Dharmniti Auditing Company Limited as the auditor for the year 2023 and approval of the audit fee for the year 2023 of the Company in the amount of 1,200,000 Baht, excluding other expenses that will actually occur during service.

The Company Secretary asked the meeting if there were any comments or questions.

None of the shareholders had any comments or questions.

The secretary of the meeting therefore proposed that the meeting consider and approve the appointment of Dharmniti Auditing Company Limited as the Company's auditor and the audit fee for the year 2023 at the amount of 1,200,000 Baht as proposed. This agenda must be approved by a majority vote of the shareholders attending the meeting and vote

**Resolution: The shareholders' meeting unanimously approved to appoint the auditor and determine the auditor's remuneration for the year 2023 with the following votes:**

<b>Approved</b>	3,295,046,945	<b>score</b>	<b>percentage</b>	100.0000
<b>disapproved</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Abstained</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Voided Ballot</b>	0	<b>score</b>	<b>percentage</b>	0.0000

**Agenda 8 To consider and approve the amendment of the Articles of Association of the Company.**

The secretary of the meeting reported to the meeting that to comply with the Public Companies Act Limited (No.4) announced in the Royal Gazette on May 23, 2022. To accommodate changes and developments in technology, such Acts and other relevant laws should be amended to be up-to-date and in line with the present. By stipulating that public limited companies can use electronic methods in board meetings and shareholders' meetings, sending letters or documents. as well as granting proxies in shareholders' meetings This will reduce the burden and facilitate the business of public limited companies.



The Company therefore needs to amend Article 24, Article 28 and Article 30 of the Company's Articles of Association by adding new statements. appear as in the attachment No.4.

The Board of Directors considered and agreed that it should be proposed to the Annual General Meeting of Shareholders for approval. Amendment to Article 24 , Article 28 and Article 30 of the Company's Articles of Association so that electronic methods can be used in board meetings and shareholders' meetings. Delivery of books or documents as well as granting proxies to shareholders' meetings, which will reduce the burden and facilitate the Company's business operations. The details are as follows:

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<p>Company's Articles of Association (Issue Date 4 July 2019 ) Before Amendment as of 31 December 2022</p>	<p>Company's Articles of Association after amendment from the Resolution of the Shareholders' Year 2023 Annual General Meeting</p>	<p>Background and Rationale</p>
<p><b>Chapter 3 Board</b></p>	<p><b>Chapter 3 Board</b></p>	
<p>Article 24 . In summoning a meeting of the Board of Directors, the Chairman of the Board or a person assigned by him shall send a notice of the meeting to the directors at least 7 days prior to the date of the meeting. except in case of urgent necessity to protect the rights or benefits of the Company will notify the meeting by other means and set the meeting date earlier than that.</p> <p>Two or more directors may request the chairman to call a board meeting in case two or more directors make a request. The</p>	<p>Article 24. In summoning a meeting of the Board of Directors, the Chairman of the Board or delegate Send the meeting notice to the directors no less than seven ( 7) days before the meeting date. except in case of urgent necessity to protect the rights and interests of the Company will notify the meeting by other means and set the meeting date earlier than that</p> <p><b><u>Two or more directors can jointly request the chairman or the person assigned to call a board meeting if the chairman or the person assigned does not proceed. Two or more directors requesting Can call and schedule a meeting of the Board of Directors to consider the requested matter according to the procedure in the preceding paragraph.</u></b></p>	<p>- To Comply with the Act. Public Company Limited (No. 4) on date 23 May 2022.</p> <p>- To comply with the Royal Decree on Meetings via Electronic Media B.E. 2563</p>

chairman of the board or the director assigned by the chairman shall set the meeting date within 14 days from the date of request.

**The Board of Directors of the Company can schedule meetings via electronic media in accordance with the Announcement of the National Council for Peace and Order No. 74/2014 regarding meetings via electronic media dated June 27 , 2014. The meeting via electronic media must be in accordance with According to the standards for security of meetings via electronic media B.E. 2557 that the Ministry of Information and Communication Technology has set according to the announcement on security standards of meetings via electronic media B.E. 2557 dated 24 November 2014 as follows:**

**(1) There must be a meeting conducted via electronic means where at least one-third of the attendees of the quorum must be in the same meeting place. and all attendees must be in the Kingdom at the time of the meeting.**

**(2) Meetings via electronic media must be conducted through a meeting control system that has information security procedures by recording audio or both the**

	<p><b><u>audio and video, as the case may be, of all attendees throughout the meeting. Including computer traffic data resulting from such recordings.</u></b></p> <p><b><u>(3) Sending meeting’s invitations and documents for meetings via electronic media can be done in accordance with the method and time period prescribed by law or the regulations relating to that meeting have been specified or can be sent it by electronic mail instead .</u></b></p>	
<p><b>Chapter 4 Meeting of Shareholders</b></p>	<p><b>Chapter 4 Meeting of Shareholders</b></p>	
<p>Article 28. For the notice of shareholders’ meeting.</p> <p>The Board of Directors shall prepare a meeting invitation letter. Specify the place, date, time and agenda of the meeting, and matters to be presented to the meeting along with appropriate details</p> <p>It clearly states that it is proposed for acknowledgment, approval, or consideration, together with the opinions of the Board of Directors on such matters</p>	<p>Article 28. For the notice of the shareholders’ meeting</p> <p><b><u>Whether it is a meeting in person or a meeting via electronic media.</u></b> The Board of Directors shall prepare a meeting notice specifying the place, date, time and agenda of the meeting, and matters to be proposed to the meeting with appropriate details. It clearly states that it is proposed for acknowledgment, approval, or consideration, together with the opinions of the Board of Directors on such matters and delivered to the shareholders and the public limited company registrar at least seven days in advance</p> <p>( 7 ) the day before the meeting <del>The notice of the meeting</del></p>	<p>- To comply with the Act. Public Company Limited (No.4 ) Effective 24 May 2022</p> <p><a href="https://www.setsustainability.com/libraries/1126/item/">https://www.setsustainability.com/libraries/1126/item/</a></p> <p>- To comply with the Royal Decree on Meetings via Electronic Media B.E. 2563</p>

<p>and delivered to the shareholders and the public company registrar for acknowledgment not less than seven days (7) days prior to the meeting date. and advertise the meeting notice in a newspaper for three (3) consecutive days prior to the meeting date, not less than three (3) consecutive days.</p> <p>A meeting of shareholders can be held at the locality where the Company's head office is located or in any other province throughout the Kingdom as the Board of Directors deems appropriate.</p>	<p>shall be advertised in a newspaper for three (3) consecutive days prior to the meeting date for not less than three (3) consecutive days.</p> <p><b><u>The notice of the meeting shall be advertised through electronic media for three (3) consecutive days at least three (3) days prior to the meeting date.</u></b></p> <p><b><u>The company can send a meeting invitation letter. Notices about the company or any advertising messages via electronic media instead. ”</u></b></p> <p>A meeting of shareholders can be held at the locality where the Company's head office is located or in any other province throughout the Kingdom as the Board of Directors deems appropriate. <b><u>and if the meeting is held via electronic means, the Company's head office shall be considered as the venue of the meeting.</u></b></p>	
<p>Article 30. For the shareholders' meeting must have shareholders and proxies from shareholders (if any) attending the meeting not less than twenty-five (25)</p>	<p>Article 30. For the shareholders' meeting <b><u>whether in person or through electronic conferencing.</u></b> must have shareholders and proxies from shareholders (if any) <b><u>whereby the shareholders may appoint others as their</u></b></p>	<p>- To comply with the Act. Public Company Limited (No.4 ) effective May 24, 2022 <a href="https://www.setsustainability.com/libraries/1126/item/">https://www.setsustainability.com/libraries/1126/item/</a></p>

<p>persons and holding shares in aggregate of not less than one-third (1/3) of the total number of shares sold.</p> <p>or there are shareholders and proxies from the shareholders attending the meeting not less than half of the total number of shareholders and must have shares in aggregate of not less than one - third of the total number of shares sold to constitute a quorum .</p> <p>In the event that any shareholder meeting When one (1) hour has passed since the appointed time, the number of shareholders attending the meeting is inadequate to constitute a quorum as specified. If the shareholders' meeting was called because of the request of the shareholders The meeting was suspended. If the shareholders' meeting It was not a</p>	<p><b><u>proxies to attend the meeting. and may vote on their behalf. The proxy must be made in writing with signature or by electronic means. and follow the form prescribed by the public company registrar By giving a letter or sending evidence of an electronic proxy to the Chairman. or a person designated by the Chairman of the Board of Directors at the meeting venue before the proxy attends the meeting.</u></b> Not less than twenty-five (25) persons present at the meeting and holding shares amounting to not less than one-third (1/3) of the total number of shares sold. or there are shareholders and proxies from the shareholders attending the meeting not less than half of the total number of shareholders and must have shares in aggregate of not less than one - third of the total number of shares sold to constitute a quorum .</p> <p><b><u>In addition to the requirements in the first paragraph In case of a meeting via electronic media, all shareholders and proxies (if any) attending the meeting must reside in Thailand. And shareholders and proxies from shareholders (if any) attending the meeting,</u></b></p>	<p>to comply with the law (Announcement of the National Council for Peace and Order No. 21/2017 dated April 4, 2017)</p>
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meeting called because of a request from shareholders. make a new meeting And the notice of the meeting shall be delivered to the shareholders at least seven (7) days prior to the date of the meeting. In summoning the subsequent meeting, a quorum is not required.

in the shareholders' meeting The chairman of the board shall preside over the meeting. In the event that the Chairman does not attend the meeting or is unable to perform his duties If there is a vice chairman The Vice Chairman shall preside. If there is no vice chairman or there is but unable to perform duties The meeting shall elect one of the shareholders who attended the meeting to be the chairman of the meeting.

**numbering not less than one-third of the quorum, must be present at the same meeting and must do so through a meeting control system that has security procedures. information security through sound recording or both sound and picture (as the case may be) of all attendees throughout the meeting, including computer traffic data arising from such recordings And the meeting control system must have basic components in accordance with the Notification of the Ministry of Information and Communication Technology on Security Standards for Meetings via Electronic Media B.E. 2557, including any amendments.**

**In the event that any shareholder meeting When one (1) hour has passed since the appointed time, the number of shareholders attending the meeting is inadequate to constitute a quorum as specified. If the shareholders' meeting The meeting was called because the shareholders requested the meeting to be cancelled. If the shareholders' meeting It was not a meeting called because of a request from shareholders. make a new**



	<p><b><u>meeting The notice of the meeting shall be sent to the shareholders no less than seven (7) days prior to the date of the meeting. A quorum is not required for calling the subsequent meeting.</u></b></p> <p>in the shareholders' meeting The chairman of the board shall preside over the meeting. In the event that the Chairman does not attend the meeting or is unable to perform his duties If there is a vice chairman The Vice Chairman shall preside. If there is no vice chairman or there is but unable to perform duties The meeting shall elect one of the shareholders who attended the meeting to be the chairman of the meeting.</p>	
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Furthermore, I hereby authorize the authorized director of the Company or any person delegated by the authorized director to have the power to amend, supplement, or modify the provisions of the aforementioned regulations as necessary and appropriate to comply with the instructions of the Registrar of Companies in registering the regulations with the Ministry of Commerce.

The Company Secretary asked the meeting if there were any comments or questions.

None of the shareholders had any comments or questions.

The secretary of the meeting proposed the meeting to consider and approve the amendment of the Company's Articles of Association, in Article 24 , Article 28 and Article 30. This agenda must be approved by a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting, and have the right to vote.

**Resolution:** The meeting of shareholders passed a resolution unanimously. Approved the amendment to Article 24, Article 28 and Article 30 of the Company's Articles of Association with the following votes:

<b>Approved</b>	3,295,046,945	<b>score</b>	<b>percentage</b>	100.0000
<b>disapproved</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Abstained</b>	0	<b>score</b>	<b>percentage</b>	0.0000
<b>Voided Ballot</b>	0	<b>score</b>	<b>percentage</b>	0.0000

**Note :** In this agenda, no additional shareholders attended the meeting.

#### **Agenda 9 Consider other matters**

The secretary to the Meeting reported to the meeting that in order for shareholders to be able to participate in making important decisions. Therefore, unannounced agenda items should not be added in advance unnecessarily, especially important agendas that shareholders need time to study before making decisions, so the proceedings of the shareholders' meeting will be in accordance with the agenda as stated in the invitation letter to the shareholders' meeting and in accordance with the Good Corporate Governance Principles for Listed Companies 2017.

The Company has provided opportunities for shareholders to submit proposals for the Board of Directors to consider the meeting agenda in advance For the year 2023 Annual General Meeting of Shareholders since September 30 to December 31, 2022, which the Company informed the shareholders

was communication channels of the Stock Exchange of Thailand and the Company 's website , but it appeared not to propose the meeting agenda to the Company by shareholders.

When agendas proposed in the meeting was completed and no the one proposed additional the agenda to the meeting. The secretary of the meeting gave an opportunity for shareholders to ask questions and give recommendation with the Company.

None of the shareholders had any recommendations or questions.

The Chairman thanked all shareholders for attending the Meeting and informed that the Minutes of the year 2023 Annual General Meeting of Shareholders would be uploaded on the Company's website, [www.trc-con.com](http://www.trc-con.com), in section of "Investor Corner" within 14 days from the Meeting date.

Then, declared to adjourn the Meeting at 12.48 p.m.

*-Signature-*

(Mrs. Paichit Rattananon)  
Chairman of the Meeting

We hereby certify that the information in this Minutes of the year 2023 Annual General Meeting of Shareholders is accurate and complete.

*-Signature-*

(Mr. Pasit Leesakul)  
Director

*-Signature-*

(Mrs. Podchane Phaosavasdi)  
Director

*-Signature-*

Minutes taken by Miss Pavita Leesakul  
The Company Secretary