

TPS.SET 2021/0304

March 30, 2021

Subject : Report on Resolutions of the 2021 Annual General Meeting of Shareholders

To : Directors and Manager of the Stock Exchange of Thailand

Whereas (the “Company”) convened the 2021 Annual General Meeting of Shareholders during 14.00 hours to 15.52 hours on March 30, 2021.

Therefore, the Company would like to report the resolutions adopted at the said meeting as follows:

Agenda No. 1 To confirm the Minutes of the 2020 Annual General Meeting of Shareholders

Resolution: Confirmation of the minutes of the 2020 Annual General Meeting of Shareholders, held on July 22, 2020 by the following votes:

Approved	236,049,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

Agenda No. 2 To acknowledge the report on the Company's Operations as of December 31, 2020

The meeting acknowledged the said reports.

Agenda No. 3 To consider and approve the Company's Financial Statements for the fiscal period ended December 31, 2020

Resolution: Approval of the Company's Financial Statements for the fiscal period ended December 31, 2020 by the following votes:

Approved	236,299,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

Agenda No. 4 To consider and approve the allocation of net profit as a statutory reserved fund and the declaration of dividend payment for the Company's Operations as of December 31, 2020

Resolution: Approval of the allocation of net profit as a statutory reserved fund and the declaration of dividend payment for the Company's Operations as of December 31, 2020.

1. Dividends payment by the Company's new ordinary shares amounting to 56,000,000 shares, at a nominal (par) value Baht 0.50 per share to the Company's shareholders in the ratio of 5 current shares per 1 stock dividend, which means a dividend payment of Baht 0.10 per share, totaling Baht 28,000,000. In case any shareholder holds merely a fraction of the current shares after such allocation, the dividend shall be paid in cash in the amount of Baht 0.10 per share in lieu of such stock dividend.
2. Dividends payment by cash at the rate of Baht 0.04 per share, in a total of Baht 11,200,000.

Dividends to be paid by cash and stock altogether are Baht 0.14 per share, totaling Baht 39,200,000 which is calculated as 72.64 percent of the Company's net profit for the year 2020 in compliance with the policy of the Company's dividends payment. The total of dividends will be subject to withholding tax at the rate prescribed by law. The Company shall make dividends payment to the shareholders by April 26, 2021, as per the names appearing in the list of shareholders as at the record date fixed for the shareholders who are eligible to receive the dividend on April 7, 2021.

Voting

Approved	236,299,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

Agenda No. 5 To consider and approve the increase of registered capital and allocation of new shares to be reserved for stock dividends

Resolution: Approval of the increase of registered capital from the current registered capital of Baht 140,000,000 to a new registered capital of Baht 168,000,000 by issuing 56,000,000 new ordinary shares at the nominal (par) value of Baht 0.50 each and allocation of such new ordinary shares to be reserved for stock dividend payment.

Voting

Approved	236,299,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

Agenda No. 6 To consider and approve the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of registered capital

Resolution: Approval of the amendment of Clause 4 of the Company's Memorandum of Association to be in line with the increase of registered capital, as follows:

“Clause 4. Registered capital 168,000,000 Baht (One hundred Sixty-Eight Million Baht)

Divided into 336,000,000 Shares (Three Hundred Thirty-Six Million Baht)
Par Value of One Share 0.50 Baht (Fifty Satang)

Divided into

- Ordinary Shares 336,000,000 Shares (Three Hundred Thirty-Six Million Baht)
- Preferred Shares - Shares (-)

Voting

Approved	236,299,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

Agenda No. 7 To consider and approve the appointment of directors in place of those retiring by rotation

Resolution: (1) Approval of the re-appointment of **Mr. Anocha Wongrungroj** as the Company's Independent Director, Chairman of the Board of Directors, Member of the Audit Committee and Chairman of the Nomination and Remuneration Committee for an additional term by the following votes:

Approved	236,299,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

(2) Approval of the re-appointment of **Mrs. Ratchanee Pattanalertphan** as the Company's Independent Director, Member of the Audit Committee and Chairman of Risk Management Committee for an additional term by the following votes:

Approved	236,049,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

(3) Approval of the re-appointment of **Ms. Aumaporn Sengsui** as the Company's Director, Executive Director and Risk Management Director for an additional term by the following votes:

Approved	229,826,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

Agenda No. 8 To consider fixing the remuneration of Directors for 2021

Resolution: Approval of the remuneration of the Directors and Sub-committee for 2021 as follows:

Remuneration of Directors and sub-committee	Year 2021	
	Monthly (Baht)	Meeting Fee/ Meeting (Baht)
1. Board of Directors		
Chairman of the Board of Directors	15,000. -	25,000. -
Director	15,000. -	20,000. -
2. Audit Committee		
Chairman of Audit Committee	-	25,000. -
Member of Audit Committee	-	20,000. -
3. Nomination and Remuneration Committee		
Chairman of the Nomination and Remuneration Committee	-	25,000. -
Member of the Nomination and Remuneration Committee	-	20,000. -
4. Risk Management Committee		
Chairman of Risk Management Committee	-	25,000. -
Risk Management Director	-	20,000. -
5. Other allowance and benefit apart from monthly remuneration and meeting fee	Policies for life insurance, accident insurance, disability insurance, and group health insurance of Bangkok Life Assurance Public Company Limited with a total insurance premium of approximately 15,000 Baht per person/per annum	

Voting

Approved	235,549,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

Agenda No. 9 To consider and approve the appointment of the Company's Auditor and fixing the auditor's remuneration for 2021

Resolution: Approval of the appointment of Mr. Peradate Pongsathiansak C.P.A. License No. 4752; or Miss Soraya Tintasuwan, C.P.A. License No. 8658, or Miss Sulalit Ardsawang, C.P.A. License No. 7517, all of Dharmniti Auditing Co., Ltd, as auditors of the Company for the year 2021, with the remuneration for the year 2021 of Baht 980,000 (Nine Hundred and Eighty Thousand Baht only) by the following votes:

Approved	236,299,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %
Voided Ballot	-	votes	equivalent to	- %

Agenda No. 10 To consider and approve the addition of the Company's objectives and the amendment to Clause 3 of the Company's Memorandum of Association

Resolution: Approval of the addition of the Company's objectives and the amendment to Clause 3 of the Company's Memorandum of Association, as follows:

1. The addition of 14 new particular of objectives to be new clauses 62 - 75 of the Company's business objectives are as follows:

(62) To conduct business involved with trade, installation, repair, maintenance, design, of materials, equipment, spare parts, tools, machines related to all types and all categories of vehicles

(63) To conduct business involved with trade, installation, repair, maintenance, design of materials, equipment, spare parts, tools, machines related to all types and all categories of electrical, electronics and industries work

(64) To engage in the business of selling, producing, assembling, repairing, and maintaining vehicles, automobiles, motorboats for disaster prevention and mitigation, such as water tender, airport crash tender, stair fire brigade, and rescue vehicle, water tower fire tender, truck equipped with electric and light generator, truck equipped with air compressor, multi-purpose rescue vehicle of all sizes, all types of fire-rescue boats, patrol boat and equipment for any disaster prevention and mitigation

(65) To engage in the business of selling, producing, assembling, repairing, and maintaining vehicles, automobiles, motorboats for public environmental purposes, such as water spray truck, high-pressure water spray truck, any type of garbage truck, portable restroom truck, vacuum truck, road sweeper, garbage collection boat

(66) To engage in the business of selling, producing, assembling, repairing, and maintaining vehicles, automobiles, motorboats, heavy machinery equipment for any support, repair and maintenance, movement, dredging, construction, such as mobile communications vehicle, truck-mounted tower crane, large crane, large water transport vehicle, clawer excavator, wheel loader, tractor, backhoe, vacuum dredging equipment, pontoon, vacuum dredging equipment with driving system

(67) To engage in the business of assembling all types of trucks, work relating to system implementation, improving all categories of wastewater treatment system, system operation, all types of automobiles, and wastewater treatment system

(68) To engage in the business of import-export of all categories of vehicles and domestic distribution

(69) To engage in the business of import-export, alteration, and distribution of medical equipment, lifesaving equipment, and any equipment for disaster prevention and mitigation

(70) To conduct business involved with power plant and electricity distribution, transmission line, materials of all types of electricity and power plant and

equipment related to renewable energy, import, and export of such materials, including install, repair and give advice on electric generator and equipment related to renewable energy

(71) To conduct business relating to electric power from solar cell, renewable energy, thermal energy, cogeneration energy, biofuel, fossil fuel, biomass fuel, wind energy, wave energy, other renewal energy, natural resources, or all kinds of any energy, including trade, acceptance for rendering any work related to such business and other works supporting such business

(72) To engage in the business of generating electricity by solar cell system or solar cell generating system or solar energy generating system, renewable energy, thermal energy, cogeneration energy, biofuel, fossil fuel, biomass fuel, wind energy, wave energy, other renewal energy, natural resources, or all kinds of any energy, designing and installing all kinds of electric system by solar cell, establishing power station, electrical distribution system, including repairing and maintaining such system as well as electrical connection system

(73) To engage in the business of generating electricity by solar cell system or solar cell generating system or solar energy generating system, renewable energy, thermal energy, cogeneration energy, biofuel, fossil fuel, biomass fuel, wind energy, wave energy, other renewal energy, natural resources, or all kinds of any energy, designing and installing all kinds of electric system by solar cell, including the outgrowths from such business to private or government sectors, as well as generating and distributing all categories of electricity from electrical generation system, including the by-products from such business to any private or government sectors

(74) To engage in the business of distributing, designing, and providing services of installation, establishing, selling of copper cable, fiber optic cable, conduit with equipment, and all types of telecommunication equipment

(75) To provide services, provide consultation and advice, operating structures of all categories of telephone network system, underground conduit, telecommunication equipment system, backup power system related to telecommunication systems

2. To amend Clause 3 of its Memorandum of Association to be consistent with the said amendment of the Company's objectives that currently consist of 61 clauses, to be as follows:

“Clause 3 The Company's objectives shall consist of 75 Clauses.”

by the following votes:

Approved	236,299,103	votes	equivalent to	100 %
Disapproved	-	votes	equivalent to	- %
Abstained	-	votes	equivalent to	- %

Voided Ballot - votes equivalent to - %

The Company provides this information for your acknowledgment and dissemination to the public and other investors.

Sincerely yours,

-Ms. Janchay Wetpanya-
(Ms. Janchay Wetpanya)

Authorized signature on behalf of the Company