

Minutes of the Annual General Meeting of Shareholders for the Year 2019

of

Getabec Public Company Limited

The Meeting was convened on April 23, 2019 at 14.00 hours at Suan Luang 1-2 Room, Floor 1st, Novotel Bangkok Bangna Hotel, No. 333, Srinakarin Road, Bang Bon Sub-District, Prawet District, Bangkok, 10250.

The directors who attended the Meeting were as follows:

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| 1. | Assoc.Prof. Dr. Paritud Bhandhubanyong | Chairman of the Board of Directors/
Independent Director/ Audit Committee Member |
| 2. | Mr. Suchat Mongkhonaripong | Vice Chairman of the Board/ Chief Executive Officer |
| 3. | Assoc.Prof. Dr. Aekkachai Nittayagasetwat | Chairman of the Audit Committee/Independent Director |
| 4. | Dr. Kamol Takabut | Chairman of the Risk Management Committee/
Audit Committee Member /Independent Director |
| 5. | Ms. Surang Mongkholaripong | Director |
| 6. | Mrs.Hansa Bodipat | Director |
| 7. | Mr. Chalard Na Ranong | Director |

The Executive Officers who attended the Meeting were as follows:

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| 1. | Mr. Prajint Kongsakorn | Vice President |
| 2. | Mr. Wasawat Olarnathisit | Vice President Acting Accounting & Finance and
Chief Financial Officer |
| 3. | Mrs. Kessuda Yasothorn | Corporate Secretary |
| 4. | Mr. Tinnakorn Naklang | Assistance Corporate Secretary |

The persons invited to attend the Meeting were as follows:

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| 1. | Ms. Kanangnat Klinkajorn and her team | from ANS Audit Co., Ltd. as the Auditor |
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2. Mr. Suschanai Puakiatsakul and his team from Vudthisan Co., Ltd. as the Legal Advisor

The Legal Advisor was responsible for taking care of the meeting following the law specified and the regulation of The Company and to be the committee to examine vote counting of the meeting today.

Ms. Chomchisa Tantivarachai, the Master of Ceremonies (the “MC”) informed the Meeting that the Chairman would carry out the Annual General Meeting of Shareholders for the Year 2019 in accordance with the meeting agendas specified in the Invitation Letter which has been sent to the shareholders in advance as follows:

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| Agenda 1 | To Certify the Minutes of the Annual General Meeting of Shareholders for the Year 2018; |
| Agenda 2 | To Acknowledge the Performance of the Company for the Year 2018; |
| Agenda 3 | To Consider and Approve the Company’s Financial Statements for the Year 2018 ending December 31, 2018 Audited by the Licensed Auditor and Reviewed by the Audit Committee; |
| Agenda 4 | To Consider and Approve the Allocation of the Net Profit as Legal Reserve for the Year 2018; |
| Agenda 5 | To Consider and Approve the Payment of Dividend for the Year 2018; |
| Agenda 6 | To Consider and Approve the Remuneration of the Directors for the Year 2019; |
| Agenda 7 | To Consider and Approve the Re-election of Directors who Retired by Rotation for the Year 2019 as the Company’s Director; |
| Agenda 8 | To Consider and Approve the Appointment and Remuneration of the Auditors for the Year 2019 |
| Agenda 9 | To acknowledge the changes to the purposes of the IPO capital as revealed on the information declaration form; and |
| Agenda 10 | Other Matters (if any) |

The MC explained the details of voting methods and vote counting of each meeting agenda as follows:

1. For voting methods, each shareholder shall have the number of votes equal to the number of shares held. One share equals to one vote, and each shareholder was entitled to cast the votes on each agenda to approve, disapprove or abstain. In this regard, each shareholder was entitled to cast the votes only in one choice otherwise the ballot would be regarded as void. In case of the votes cast by proxy, the proxy shall cast the votes by the same method except in case of the proxy of the foreign shareholders who appointed the custodians in Thailand to take deposit and take care of their shares. In such case the proxy shall cast the votes in accordance with the intentions of the shareholders as specified in the proxy form.
2. To count the votes cast in every agenda, a simple majority of votes was required unless otherwise required by law. The voting methods were divided into 3 parts as follows:

Part 1: Agenda 1,3,4,5,7 and 8 were ordinary resolutions which required a simple majority of votes of the shareholders who attended the Meeting and cast their votes;

Part 2: Agenda 6 was the matter of consideration for the approval of the directors' remuneration for the year 2019 which required not less than two-thirds of the total number of votes of the shareholders who attended the meeting; and

Part 3: Agenda 2 and 9 were for acknowledgement which required no voting.
3. To ensure that the vote counting at the Meeting would go smoothly and quickly, the vote counting would be based on deduction of counting of "Disapprove" and "Abstain" votes from the total number of votes of the shareholders or the proxies who attended the meeting on each agenda. Any shareholder or proxy who wished to cast the vote to disapprove or abstain must raise his/her hand and the Company staff would collect his/her voting ballots. In case no shareholder proposed his/her opinion or raised objection or commented otherwise, it shall be deemed that the meeting had unanimously resolved to approve the agenda.
4. To ensure that the process of vote counting was transparent in accordance with the Company's code of conduct, the Company staff would collect all of the voting ballots simultaneously at the end of the Meeting. Any shareholder who wished to leave the meeting before the end of the meeting shall submit his/her ballots to the Company staff and the Shareholders shall be informed and examine accuracy of

the minutes of the Annual General Meeting for the Year 2019 via the Company's website (www.getabecboiler.com) within 14 days from the date of this Meeting.

5. To make vote counting in the meeting transparency, two shareholders were invited to be the examiners of the vote and to count votes with the legal counselors and representatives of the Company.

However, there were no volunteers to be the examiners to count the vote then the Company appointed secretary team of the Company to count the vote.

6. The Company set the session for questions to ensure that the Meeting was orderly carried out and the time used in each agenda was reasonable. Any shareholder who wished to ask a question shall raise his/her hand and such shareholder should ask the question when permitted by the Chairman and identify himself/herself by informing his/her name-surname and indicating that he/she was a shareholder or proxy to allow the Company to correctly and completely take the minutes of the Meeting. In addition, the shareholders were kindly requested to ask the questions which were relevant to each agenda. Other questions may be asked during Agenda 10 Other Matters (if any).

After that, the MC informed the Meeting that 40 shareholders of Getabec Public Company Limited (the “**Company**”) holding a total number of 730,890,713 representing 76.1344 % of the total number of 960,000,000 shares sold were present, consisting of 35 shareholders holding 727,605,613 shares who attended the meeting in person and 5 shareholders holding 3,285,100 shares who attended the meeting by proxy, forming a quorum of the Meeting as required by Article 38 of the Articles of Association of the Company. Assoc. Prof. Dr. Paritud Bhandhubanyong, the Chairman of the Board of Directors was invited to open the Meeting.

Assoc. Prof. Dr. Paritud Bhandhubanyong, the Chairman of the Board of Directors, acting as the Chairman of the Meeting (the “**Chairman**”) thanked all shareholders and proxies for attending the Annual General Meeting of Shareholders for the Year 2019 and opened the Annual General Meeting of Shareholders for the Year 2019.

The Meeting started at 14.00 hours

Agenda 1 To Certify the Minutes of the Annual General Meeting of Shareholders for the Year 2018

The Chairman informed the Meeting that the Board of Directors of the Company had prepared and completed the minutes of the Annual General Meeting of Shareholders for the Year 2018 convened on Thursday, April 5, 2018 within 14 days from the date of the Annual General Meeting. The Minutes was submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the period specified by law and published on the website of the Company (www.getabecboiler.com) as per the details in **Enclosure (1)** enclosed with the Letter of Invitation to the Annual General Meeting of Shareholders for the Year 2019 already sent to the shareholders

In this regard, after consideration, the Board of Directors of the Company was of the opinion that the minutes of the Annual General Meeting of Shareholders for the Year 2018 convened on Thursday, April 5, 2018 was correctly and completely recorded and that the minutes of the Annual General Meeting of Shareholders for the Year 2018 should be certified by the Shareholders' Meeting.

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, the Chairman therefore asked the Meeting to vote to certify the said meeting minutes.

Resolution: The Meeting resolved to certify the minutes of the Annual General Meeting of Shareholders for the Year 2018 convened on Thursday, April 5, 2018 with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	730,940,813	100.00
Disapproved	0	0.00
Abstained	0	-
Total	730,940,813	100.00

Remark: While the Meeting was considering this Agenda, 3 additional shareholders representing 50,100 shares were present. Therefore, there were 43 persons attending the Meeting representing 730,940,813 shares

Agenda 2 To Acknowledge the Performance of the Company for the Year 2018

The Chairman assigned Mr. Suchat Mongkhonaripong, Chief Executive Officer, to summarize and propose the information on the performance of the Company for the previous year to the Shareholders' Meeting as per the details in CD ROM of **Enclosure (2)** enclosed with the Letter of Invitation to the Annual General Meeting of Shareholders for the Year 2019 already sent to the shareholders.

Mr. Suchat Mongkhonaripong informed the Meeting that in the previous year of 2018, Getabec Public Company Limited and its subsidiaries had total income of Baht 1,018.74 Million which decreased from total income in 2017 of Baht 1,369.96 Million by Baht 351.22 Million or 25.64% decreasing, The income structure was comprised of; income generated from contracts in the amount of Baht 808.01 Million which decreased 32.27% from Baht 1,193.04 Million in 2017 resulted by the investment slowdown of the project in the market , income generated from services in the amount of Baht 195.86 Million which increased by 15.57% from 2017 as a result of branch expansion and the increasing of customers, and other income in the amount of Baht 14.86 Million which increased by 99.51%.

In 2018, the Company had gross profit of Baht 108.33 Million which decreased by 43.78% from Baht 192.68 Million in 2017 and net profit of Baht 0.73 Million which decreased by 98.31% of Bath 43.19 Million in 2017. The gross profit margin and the net profit margin were 10.79% and 0.07% respectively, the reasons of these decreasing were that the Company was focusing on the expansion of product line as well as new customers base in the future by offering the new product to penetrate the market and the convincing price to reach new customers. Return to Equity (ROE) in 2018 was 0.12%.

The Company had total assets of Baht 855.89 Million which decreased by 18.61% from previous year caused by the decreasing of trade account receivables, unbilled completion works, and cash repayment to over draft (OD) and borrowing. Total liabilities of Baht 247.78 Million which decreased by 40.51% due to the repayment of trade account payable and over draft (OD).

In 2018, the Company had shareholders' equity of Baht 608.11 Million which decreased by 4.25% from previous year as a result of Baht 31.58 Million dividend payment, the Company had decreased the debt to equity ratio (D/E) to 0.41 time.

in addition to the figure result of operation in the previous year, the Company is in the process of consideration to join the declaration of intention with the CAC project in accordance with Thai Private Sector Collective Action Coalition against Corruption project.

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, the Chairman therefore asked the Meeting to consider the next agenda as this Agenda did not require the voting.

Agenda 3 To Consider and Approve the Company's Financial Statements for the Year 2018 ending December 31, 2018 Audited by the Licensed Auditor and Reviewed by the Audit Committee

The Chairman assigned Mr. Prajint Kongsakorn , Assistance Vice President, to summarize and present the information on the Company's Financial Statements for the Year 2018 ending December 31, 2018 and the audit's report for the Year 2018 ending December 31, 2018 as per the details in CD-ROM of Enclosure (2) of the Letter of Invitation to the Annual General Meeting of Shareholders 2019 already sent to the shareholders. The material details were as follows:

Mr. Prajint Kongsakorn informed the Meeting that according to Public Limited Companies Act, B.E.2535 and the regulation of the Company specified that the Board of Director has to provide the Company's balance sheet and profit & loss account at the end of the year in order to propose to the Shareholders in the Annual General Meeting for consideration and approval.

The Company's financial statement ended December 31, 2018 had been completed, the Board of Directors had an opinion that it deemed as appropriate to propose to the Shareholders' Meeting to consider and approve the Company's Financial Statements for the Year 2018 ending December 31, 2018 audited by the licensed auditor and reviewed by the Audit Committee which could be summarized as follows:

- Auditor: Mr. Vichai Ruchitanont ,CPA 4054, ANS Audit Co., Ltd
- Type of Auditor's Report: Unqualified Opinion
- Key Audit Matter: Realization of income from construction contracts, provisions from guarantee, provisions from fine due to delayed work

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, the Chairman

therefore asked the Meeting to vote to approve the Company's Financial Statements for the Year 2018 ending December 31, 2018 audited by the licensed auditor and reviewed by the Audit Committee.

Resolution: The Meeting resolved to approve the Company's Financial Statements ending December 31, 2018 audited the licensed auditor and reviewed by the Audit Committee with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	730,940,813	100.00
Disapproved	0	0.00
Abstained	0	-
Total	730,940,813	100.00

Agenda 4 To Consider and Approve the Allocation of the Net Profit as Legal Reserve for the Year 2018

The Chairman assigned Mr. Prajint Kongsakorn, Assistance Vice President, to summarize and propose the details concerning the allocation of the net profit as legal reserve for the year 2018.

Mr. Prajint Kongsakorn informed the Meeting that Section 116 of the Public Limited Company Act B.E. 2535 and Article 47 of the Company's Articles of Association specified that the Company shall allocate the net profit as legal reserve at a rate of not less than five (5) percent of yearly net profit deducted by the accumulated loss carried forward (if any) until the legal reserve reaches the amount of not less than ten (10) percent of the registered capital of the Company. After considering the performance of the Company, the Board of Directors found that the legal reserve has not reached the amount of not less than ten (10) percent of the registered capital of the Company. Therefore, the Board of Directors deemed as appropriate to propose to the Shareholders' Meeting to consider approving the allocation of the net profit as legal reserve of Baht 160,000 which shall not be less than 5 percent of the annual net profit as specified by law. After the allocation of the annual net profit as legal reserve for the year 2018, the Company shall have the total legal reserve of Baht 20,660,000 in total, equivalent to 8.61 percent (%) of the registered capital. The Board of Directors agreed to propose the Shareholder meeting to approve the allocation of the net profit as legal reserve for the year 2018.

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, the Chairman therefore asked the Meeting to vote to approve the allocation of the net profit as legal reserve for the year 2018.

Resolution: The Meeting resolved to approve the allocation of the net profit as legal reserve of Baht 160,000 which shall not be less than 5 percent of the annual net profit as specified by law. After the allocation of the yearly net profit as legal reserve for the year 2018, the Company shall have the total legal reserve of Baht 20,660,000 in total, equivalent to 8.61 percent (%) of the registered capital, with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	730,950,813	100.00
Disapproved	0	0.00
Abstained	0	-
Total	730,950,813	100.00

Remark: While the Meeting was considering this Agenda, 1 additional shareholder representing 10,000 shares were present. Therefore, there were 44 persons attending the Meeting representing 730,950,813 shares

Agenda 5 To Consider and Approve the Payment of Dividend for the Year 2018

The Chairman assigned Mr. Prajint Kongsakorn, Assistance Vice President, to summarize and propose the details concerning the payment of dividend for the year 2018.

Mr. Prajint Kongsakorn informed the Meeting that the Company has the policy to pay dividend at a rate of not less than 40 percent of the net profit after the allocation of legal reserve according to the separate financial statements in each accounting period after deduction of corporate income tax and all types of reserves as specified by law provided that such payment of dividend shall not be in contrary to the Public Limited Company Act B.E. 2535.

After considering the Company's performance for the year ending December 31, 2018, the Board of Directors deemed as appropriate to propose to the Shareholders' Meeting to approve the payment of dividend by cash at a rate of Baht 0.0104 per share from the net profit of the year 2018 and the

accumulated profit for 960,000,000 ordinary shares. The total amount of dividend to be paid is Baht 9,984,000 equivalent to 314.82% of the net profit according to separate financial statements after deduction of legal reserve as required by law or equivalent to 9.40% of the unappropriated accumulated profit prior to dividend payment for 2018, in compliance with dividend payment policy. As of December 31, 2018 the Company had accumulated profit Baht 106,176,781 with sufficient cash on hand to pay dividend without any impact to the Company's operation and regardless of IPO capital.

The Company fixed the Record Date for listing the names of the shareholders who are entitled to receive the dividend on May 7, 2019 and the dividend payment date on May 23, 2019.

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, the Chairman therefore asked the Meeting to vote to approve the payment of dividend for the year 2018.

Resolution: The Meeting resolved to approve the payment of dividend for the Year 2018 with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	730,950,813	100.00
Disapproved	0	0.00
Abstained	0	-
Total	730,950,813	100.00

Agenda 6 To Consider and Approve the Remuneration of the Directors for the Year 2019

The Chairman informed the Meeting that Section 90 of the Public Limited Company Act B.E. 2535 specified that a company shall not pay money or give any other assets to directors unless it is the payment of remuneration under the articles of association of the company and Article 25 paragraph one of the Company's Articles of Association specifies that the directors of the Company are entitled to receive remuneration from the Company according to the consideration and resolution of the Shareholders' Meeting. The remuneration may be fixed in a certain amount or may be paid according to specific regulations or changed from time to time or may be effective until the Shareholders' Meeting passes a resolution to change

such remuneration. In addition, directors of the Company were also entitled to receive allowance and welfare according to the Company's regulations.

In this regard, the Chairman additionally informed the Meeting that, after consideration based on the opinions of the Nomination and Remuneration Committee, the Board of Directors deemed as appropriate to propose to the Shareholders' Meeting to approve the remuneration of the directors for the year 2019 as follows:

1. **Rates of Monthly Remuneration and Meeting Allowance:** The rates of monthly remuneration and meeting allowance shall be the same as the year 2018, and the rates of monthly remuneration of executive directors shall be the same as other directors at the amount of no more than Baht 2,500,000. The details were as follows:

Position	2018		2019	
	Monthly Remuneration (Baht)	Meeting Allowance (Baht)	Monthly Remuneration (Baht)	Meeting Allowance (Baht)
<u>The Board of Directors</u>				
- Directors who are Chairman of the Board of Directors	30,000	10,000	30,000	10,000
- Directors who are Chairman of Sub-Committees	15,000	10,000	15,000	10,000
- Non-Executive Directors	10,000	10,000	10,000	10,000
- Executive Directors	10,000	10,000	10,000	10,000
<u>Audit Committee</u>				
- Chairman of Audit Committee	None	10,000	None	10,000
- Audit Committee Members	None	10,000	None	10,000
<u>Risk Management Committee</u>				
- Chairman of Risk Management Committee	None	10,000	None	10,000

Position	2018		2019	
	Monthly Remuneration (Baht)	Meeting Allowance (Baht)	Monthly Remuneration (Baht)	Meeting Allowance (Baht)
- Risk Management Committee Members	None	10,000	None	10,000
<u>Nomination and Compensation Committee</u>				
- Chairman of Nomination and Compensation Committee	None	10,000	None	10,000
- Nomination and Compensation Committee Members	None	10,000	None	10,000

Note: 1. The director of the Company who is the chairman of the Board and/or the chairman of the sub-committee shall be entitled to receive the remuneration fixed for his highest position only.

2. The directors of the Company and the members of any sub-committee shall be entitled to receive the meeting allowance of each meeting of the Board/committee not more than once a month.

3. The director who is the employee of the Company shall be entitled to monthly remuneration.

2. Directors' Bonus for the Year 2019 The bonus shall be paid in the amount of not more than Baht 1,000,000 and the Board of Directors will have authority to consider the payment of bonus to the directors at the following ratio:

- Chairman of the Board of Directors	1.50
- Vice Chairman of the Board of Directors	1.25
- Chairman of Sub-Committees	1.25
- Directors	1.00

Each director shall be entitled to receive only one payment of bonus at the ratio fixed for his highest position in the Company, and the director whose term of office is less than one year shall receive remuneration in proportion of the time being in the position.

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, the Chairman therefore asked the Meeting to vote to approve the directors' remuneration for the year 2019.

Resolution: The Meeting resolved to approve the Remuneration of the Directors for the Year 2019 as follows:

1. The Rates of Monthly Remuneration and Meeting Allowance: The rates of monthly remuneration and meeting allowance shall be the same as the year 2018, and at the amount of no more than Baht 2,500,000. The details of monthly remuneration and meeting allowance are as follows:

Position	2018		2019	
	Monthly Remuneration (Baht)	Meeting Allowance (Baht)	Monthly Remuneration (Baht)	Meeting Allowance (Baht)
<u>The Board of Directors</u>				
- Directors who are Chairman of the Board of Directors	30,000	10,000	30,000	10,000
- Directors who are Chairman of Sub-Committees	15,000	10,000	15,000	10,000
- Non-Executive Directors	10,000	10,000	10,000	10,000
- Executive Directors	10,000	10,000	10,000	10,000
<u>Audit Committee</u>				
- Chairman of Audit Committee	None	10,000	None	10,000
- Audit Committee Members	None	10,000	None	10,000
<u>Risk Management Committee</u>				
- Chairman of Risk Management Committee	None	10,000	None	10,000
- Risk Management Committee Members	None	10,000	None	10,000

Position	2018		2019	
	Monthly Remuneration (Baht)	Meeting Allowance (Baht)	Monthly Remuneration (Baht)	Meeting Allowance (Baht)
<u>Nomination and Compensation Committee</u>				
<u>Committee</u>				
- Chairman of Nomination and Compensation Committee	None	10,000	None	10000
- Nomination and Compensation Committee Members	None	10,000	None	10,000

Note: 1. The director of the Company who is the chairman of the Board and/or the chairman of the sub-committee shall be entitled to receive the remuneration fixed for his highest position only.

2. The directors of the Company and the members of any sub-committee shall be entitled to receive the meeting allowance of each meeting of the Board/committee not more than once a month.

3. The director who is the employee of the Company shall be entitled to monthly remuneration.

2. Directors' Bonus: Bonus for the year 2019 shall be paid in the amount of not more than Baht 1,000,000 and the Board of Directors will have authority to consider the payment of bonus to the directors at the following ratio:

- Chairman of the Board of Directors	1.50
- Vice Chairman of the Board of Directors	1.25
- Chairman of Sub-Committees	1.25
- Directors	1.00

Each director shall be entitled to receive only one payment of bonus at the ratio fixed for his highest position in the Company, and the director whose term of office is less than one year shall receive remuneration in proportion of the time being in the position with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	730,950,813	100.00
Disapproved	0	0.00
Abstained	0	-
Voided Ballot	0	-
Total	730,950,813	100.00

Agenda 7 To Consider and Approve the Re-election of Directors who Retired by Rotation for the Year 2019 as the Company's Directors

The Chairman asked the directors who were nominated to be re-elected by the shareholders as director for another term to temporarily leave the meeting room in order to give the shareholders the opportunity to ask questions freely as per the details in **Enclosure (3)** enclosed with the Letter of Invitation to the Annual General Meeting of Shareholders for the Year 2019 already sent to the Shareholders.

The Chairman informed the Meeting that Section 71 of the Public Limited Company Act B.E. 2535 and Article 20 of the Company's Articles of Association specified that one-third (1/3) of the total number of directors shall be required to retire from their office by rotation at every annual general meeting of shareholders. If the number of directors is not a multiple of three (3), the number of directors closest to one-third (1/3) shall retire from the office and a retiring director may be re-elected. In this regard, the Company considered appointing the directors in replacement of the directors who retired by rotation for the year 2019. In this Annual General Meeting of Shareholders for the Year 2019, there were 3 directors who retired by rotation as follows:

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|--------------------------------|--|
| (1) Mr. Suchat Mongkhonaripong | Director /Chief Executive Officer/
Vice Chairman of the Board |
| (2) Ms. Surang Mongkholaripong | Director |
| (3) Mrs.Hansa Bodipat | Director |

In this regard, after consideration based on the opinion of the Nomination and Remuneration Committee, the Board of Directors excluding the interested directors was of the opinion that the 3 directors who retired the office by rotation had knowledge and abilities in the management of the

business which were suitable for the position of director and met full qualifications as required by law. The Board of Directors, therefore, proposed to the Shareholders' Meeting to re-elect the 3 directors Mr. Suchat Mongkhonaripong, Ms. Surang Mongkholaripong, and Mrs. Hansa Bodipat as director of the Company and to resume other former positions for another term.

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, The Chairman therefore asked the Meeting to vote to re-elect the directors who retired by rotation namely, Mr. Suchat Mongkhonaripong, Ms. Surang Mongkholaripong, and Mrs. Hansa Bodipat as director of the Company and to resume other former positions for another term.

In addition, The Chairman informed the Meeting that the Meeting was requested to vote for each person and this Agenda required an approval passed by a majority of votes of the shareholders who attended the Meeting and cast their votes.

7.1 Mr. Suchat Mongkhonaripong

Resolution: The Meeting resolved to approve the re-election Mr. Suchat Mongkhonaripong as director of the Company and to resume other former positions for another term with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	730,950,813	100.00
Disapproved	0	0.00
Abstained	0	-
Total	730,950,813	100.00

7.2 Ms. Surang Mongkholaripong

Resolution: The Meeting resolved to approve the re-election Ms. Surang Mongkholaripong as director of the Company and to resume other former positions for another term with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	730,950,813	100.00
Disapproved	0	0.00
Abstained	0	-
Total	730,950,813	100.00

7.3 Mrs.Hansa Bodipat

Resolution The Meeting resolved to approve the re-election Mrs.Hansa Bodipat as director of the Company and to resume other former positions for another term with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	730,950,813	100.00
Disapproved	0	0.00
Abstained	0	-
Total	730,950,813	100.00

Agenda 8 To Consider and Approve the Appointment and Remuneration of the Auditors for the Year 2019

The Chairman assigned Assoc. Prof. Dr. Aekkachai Nittayagasetwat, the Chairman of Audit Committee to summarize and propose the details concerning the appointment and remuneration of the auditors for the year 2019 as per the details in **Enclosure (4)** enclosed with the Letter of Invitation to the Annual General Meeting of Shareholders for the Year 2019 already sent to the shareholders.

Assoc. Prof. Dr. Aekkachai Nittayagasetwat informed the Meeting that Section 120 of the Public Limited Company Act B.E. 2535 specified that at an annual general meeting of shareholders of each year, there shall be an appointment of auditors and the determination of an audit fee of the company and in appointing an auditor, the former auditor may be re-appointed and Article 41 of the Company's Articles of Association specifies that the matters to be considered at the annual general meeting in (5) is to consider

appointing the auditors and fix the remuneration. The Audit Committee considered and selected the auditors from ANS Audit Company Limited who are the Company's former auditors by taking their independence, performance and appropriateness of audit fee into consideration and was of the opinion that the Board of Directors should propose to the Shareholders' Meeting to appoint the former auditors of the Company as the auditors for the year 2019.

The Board of Directors considered and approved the proposal of the Audit Committee and accordingly proposed to the Annual General Meeting of Shareholders for the year 2019 to consider and approve the appointment of the auditors and the remuneration of the auditors for the year 2019 as follows:

1. Mr.Atipong Atipongsakul CPA No. 3500; or
2. Mr.Vichai Ruchitanont CPA No. 4054; or
3. Mr.Sathien Vongsnan CPA No. 3495; or
4. Ms.Kultida Pasurakul CPA No. 5946; or
5. Mr.Yuttapong Chuamuangpan CPA No. 9445.

In the event that those auditors are unable to perform their duties, ANS Audit Company Limited is authorized to assign another of its auditors who completely qualified by SEC to perform the audit and express opinion on the Company's financial statements in their place. The audit fees for the Year 2019 and quarterly review is Baht 2,660,000.

Auditors' Remuneration	Year 2019	Year 2018
Audit Fee	2,660,000	2,700,000

In addition, the auditors proposed to be appointed did not have any relationship with or interest in the Company/subsidiaries/executive officers/majority shareholders or any other person related to the said persons. Therefore, the proposed auditors were considered independent in term of auditing and proposing opinions in the financial statements of the Company.

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, the Chairman therefore asked the Meeting to vote to appoint the auditors and determine the audit fee for the year 2019.

Resolution: The Meeting resolved to approve the appointment of ANS Audit Company Limited as the Company's auditors for the year 2019 as per the following details:

1. Mr.Atipong Atipongsakul CPA No. 3500 or
2. Mr.Vichai Ruchitanont CPA No. 4054 or
3. Mr.Sathien Vongsnan CPA No. 3495 or
4. Ms.Kultida Pasurakul CPA No. 5946 or
5. Mr.Yuttapong Chuamuangpan CPA No. 9445

In the event that those auditors are unable to perform their duties, ANS Audit Company Limited is authorized to assign another of its auditors to perform the audit and express opinion on the Company's financial statements in their place. The audit fees for the Year 2019 and quarterly review is Baht 2,660,000. with the following votes:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	730,950,813	100.00
Disapproved	0	0.00
Abstained	0	-
Total	730,950,813	100.00

Agenda 9 To acknowledge the changes to the purposes of the IPO capital as revealed on the information declaration form

The Chairman assigned Mr. Wasawat Olarnathisit, Vice President Acting Accounting and Finance and Chief Financial Officer, to summarize and propose the changes to the purposes of the IPO capital as revealed on the information declaration form.

Mr. Wasawat Olarnathisit informed the Meeting that the Board of Directors has approved certain changes to the purposes of the IPO capital. The capital or expenditure has been spread out as revealed on the information declaration form and the practice is in compliance with the criteria stated in Notification of the Securities and Exchange Commission No. Sor Jor. 63/2561 regarding Changes to the Purposes of IPO Capital according to the information declaration form for securities offering and draft prospectus. The Board of Directors considered the agenda and found that the changes were valid and would

yield benefits to the Company and its shareholders. The changes made to the purposes of the IPO capital were of no significant implication, thus it was deemed advisable for the shareholders' meeting to acknowledge them. The changes can be summarized as follows.

The sum of changes

Baht 68.6 Million

Validity, benefits and cost-effectiveness

The capital or expenditure has been spread out, as revealed on the information declaration form, for a variety of purposes, including increase the production area and production capacity of the Rayong facility project, increase of production capacity of the Bang Phli facility Project, training center establishment project, Research and development on the combustion system project, set up the sale and service branch offices in Thailand and overseas project, invest and develop on the engineering design software and set up the engineering design office project. The Company has carried out adequate proceedings for the purposes intended, thus leaving the remaining capital to be used as the Company's working capital for improvement of financial liquidity in the business. Once the Company achieves improved financial well-being, the shareholders will consequently gain increased earnings through the dividend, if any.

Post-change expenditure plan

The sum shall be used as working capital for the Company's business operations.

Changes in the purposes of the capital

The changes in the purposes of the capital can be summarized as follows.

Purpose of the Capital	As of 23 Mar 2016	Amount Spent	Balance as of 31 Dec 2018	Post-change Amount
1. Investment on the enlargement of production area and production capacity of the Rayong facility	76.50	58.34	18.16	0.00
2. Investment on the increase of production capacity of the Bang Phli facility	9.75	3.10	6.65	0.00
3. Investment on the establishment of a training center	10.00	10.00	0.00	0.00

4. Investment on the research and development on the combustion system	7.00	1.79	5.21	0.00
5. Investment on the launch of sales and services offices in Thailand and overseas	25.00	4.10	20.90	0.00
6. Investment on the calculation and engineering design software development, and the formation of an engineering design unit	30.00	12.32	17.68	0.00
7. Working capital	107.12	80.23	26.89	95.49
Total	265.37	169.88	95.49	95.49

Reasons and necessities

Summary of the reasons for the changes are listed in **Enclosure (5)**

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, the Chairman therefore asked the Meeting to consider the next agenda as this Agenda did not require the voting.

Agenda 10 Other matters (if any)

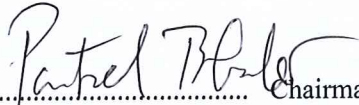
The Chairman informed the Meeting that there would be no voting in this agenda but this agenda was set in order to give the shareholders the opportunity to ask questions and/or propose recommendations which were beneficial to the Board of Directors and/or to allow the directors to explain the answers to the questions or doubts (if any).

In this regard, after consideration, the Board of Directors was of the opinion that this agenda was set in order to give the shareholders the opportunity to ask questions and/or propose recommendations which are beneficial to the Board of Directors and/or to allow the directors to explain the answers to the questions or doubts (if any).

The Chairman gave the Meeting the opportunity to ask question or propose additional opinion. As there was no shareholder asking question or proposing additional opinion, the Chairman therefore thanked all shareholders for attending the Meeting and declared the Annual General Meeting of Shareholders for the Year 2019 closed.


The MC informed the Meeting that the Company shall prepare and complete the minutes of the Annual General Meeting for the Year 2019 within 14 days from the date of this Meeting and shall publish on the Company's website (www.getabecboiler.com). If any shareholder has any recommendation or amendment, please contact the Department of Investor Relation at Tel. 02-366-0400-7 within 30 days after the date of publication of the minutes of this Meeting.

The Meeting was closed at 14.48 Hours

Signed  Chairman of the Meeting

(Assoc. Prof. Dr. Paritad Bhandhubanyong)

Chairman of the Board of Directors

Signed.....  Minutes Recorder

(Mrs. Kessuda Yasothorn)

Company Secretary