

(Translation)

**Minutes of the Annual General Meeting of Shareholders for the Year 2023**

**Getabec Public Company Limited**

**Held on Tuesday, April 25, 2023**

**Via Electronic Means (E-AGM)**

**Under the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and Other Relevant Laws and Regulations**

The meeting was held on Tuesday, April 25, 2023, at 14.00 hrs., via electronic means (E-AGM) under the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other relevant laws and regulations.

Before the meeting started, Getabec Public Company Limited (the “**Company**”) had informed the meeting that the 2023 Annual General Meeting of Shareholders would be held via electronic means (E-AGM) under the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other relevant laws and regulations. This annual general meeting was convened in accordance with the resolutions of the Board of Directors Meeting No. 2/2023, which was held on March 2, 2023, to consider the agendas as specified in the invitation letter of the meeting. The cut-off date for determining the shareholders eligible to attend the 2023 Annual General Meeting of Shareholders (Record Date) was set on March 17, 2023.

**The Directors attending the meeting:**

- |   |  |
|---|--|
| 1. Assoc. Prof. Dr. Paritud Bhandhubanyong    | Chairman of the Board of Directors,<br>Independent Director and Audit Committee Member |
| 2. Mr. Suchat Mongkhonaripong                 | 1 <sup>st</sup> Vice Chairman of the Board of Directors and Chief Executive Officer    |
| 3. Assoc. Prof. Dr. Aekkachai Nittayagasetwat | Chairman of the Audit Committee and Independent Director                               |
| 4. Dr. Kamol Takabut                          | 2 <sup>nd</sup> Vice Chairman of the Board of Directors and Independent Director       |
| 5. Mr. Chalard Na Ranong                      | Director   |

**The Executives attending the meeting:**

- |                                 |   |
|---------------------------------|---|
| 1. Mr. Prajin Kongsakorn        | Assistant Managing Director, Customer Service and Spare Part Department |
| 2. Ms. Petcharat Terdtulkitikul | Acting Assistant Managing Director, Accounting and Finance Department   |

**Corporate Secretary**

- |                          |   |
|--------------------------|---|
| 1. Mr. Tinnakorn Naklang | Corporate Secretary / Secretary to the Board of Directors |
|--------------------------|---|

**The Auditor attending the meeting:**

- |                             |                           |
|-----------------------------|---------------------------|
| 1. Mr. Vichai Ruchitanont   | ANS Audit Company Limited |
| 2. Ms. Kanangnat Klinkajorn | ANS Audit Company Limited |
| 3. Ms. Nattavadee Attayoko  | ANS Audit Company Limited |
| 4. Ms. Sangtip Potawan      | ANS Audit Company Limited |

**The Legal Counsel attending the meeting:**

- |                              |                               |
|------------------------------|-------------------------------|
| 1. Ms. Chanisa Sajjaporameth | Krungthai Law Company Limited |
| 2. Mr. Kittisak Ngernthaworn | Krungthai Law Company Limited |
| 3. Ms. Phuntira Kiniman      | Krungthai Law Company Limited |

For the equitable treatment of shareholders in this meeting, the Company offered the right for minor shareholders to propose the meeting agenda and nominate the qualified candidates to be elected as the Company's directors in advance. The criteria and conditions regarding the nomination of the qualified candidates to be elected as the directors were published on the Company's website from November 10, 2022 to January 31, 2023, and the Company also notified the shareholders via Investor Portal of the Stock Exchange of Thailand. However, after the due date, there were none of such proposals.

In this regard, the Company invited the Company's auditors to attend the meeting via electronic means to answer the shareholders' inquiries on the financial statements. In addition, the Company assigned Krung Thai Law Company Limited as the Legal Counsel, to oversee this meeting for its proper convening in compliance with the laws and Company's Articles of Association, and also for transparency purpose in accordance with the guidelines for good shareholders meeting set out by the Office of the Securities and Exchange Commission. Moreover, the Company adopted the E-AGM system arranged by OJ International Company Limited, which is in accordance with the announcement of the Ministry of Digital for Economy and Society on Security Standards of the Electronic Conference 2020.

After that, Ms. Masitorn Boonserm, acting as the Master of Ceremonies (the "MC"), informed the meeting that the chairman of the meeting would conduct the 2023 Annual General Meeting of Shareholders in accordance with the meeting agendas specified in the invitation letter which had been delivered to the shareholders in advance. The MC then announced the meeting agendas from Agenda 1 to Agenda 9 respectively. For Agenda 10, it was designated for the shareholders to consider any other matters (if any).

Then, The MC further explained the details of the meeting procedure, the procedure for casting vote and the vote counting in the 2023 Annual General Meeting of Shareholders as follows:



1. For voting, each shareholder had the number of votes equal to the number of shares held by him/her, which means one share was entitled to one vote. Each shareholder was entitled to vote “approve”, “disapprove” or “abstain”, by selecting either approve, disapprove or abstain voting button.

In counting votes for each agenda item, any votes of disapproving or abstaining shall be carved out from the total number of votes of such agenda. If the shareholders and the proxy holders did not vote “disapprove” or “abstain”, the shareholders and the proxy holders would be deemed to approve such agenda item.

2. In case of proxy voting, the proxy holder must vote by the same method as aforementioned unless the proxy holders had been granted by the shareholders in the specific details form (Proxy Form B.) or granted by the foreign shareholders who appointed the custodian in Thailand to take deposit and take care of their shares in Proxy Form C. In such case, the proxy holders must vote in accordance with the intention expressed by such shareholders as specified in the relevant proxy form.
3. For vote counting in each and every agenda, the majority votes of shareholders attending the meeting and casting their votes were required, except for the agendas as follows:

1) Agenda 6, which was to consider and approve the remuneration of the directors and sub-committees for the year 2023. Such agenda shall be approved by not less than two-thirds of the total votes of the shareholders attending the meeting.

2) Agenda 8, which was to consider and approve the amendment of the Company’s objectives and the amendment of Clause 3 of the Company’s Memorandum of Association in accordance with the amendment to the Company’s objectives. Such agenda shall be approved by not less than three-fourths of the total votes of the shareholders attending the meeting and eligible to vote.

3) Agenda 9, which was to consider and approve the amendment to the Company’s Articles of Association. Such agenda shall be approved by not less than three-fourths of the total votes of the shareholders attending the meeting and eligible to vote.

4. In order to ensure the transparency of the voting collection and compliance with the good corporate governance, the Company requested the shareholders and proxy holders to vote via E-Voting within the period set by the system. Once the vote calculation system in each agenda item was turned off by the Company, alteration of vote casted could not be done. If there was a delay in the vote calculation system for more than 5 minutes, the Company would take subsequent agenda items into consideration in the interest of time. Once the voting result of the former agenda items was obtained, the MC would inform such voting result to the meeting.
5. In submitting the suggestions or inquiries during the meeting, the attendees were requested to provide their full name, and state whether he/she is a shareholder attending the meeting by himself/herself or a proxy, before every submission of

recommendations or inquiries. The Company had arranged 2 channels for submitting recommendations and questions during the meeting, i.e., 1) Chat Box for text messages; and 2) Audio Channel where the attendees would press the raising hand button and turn on the microphone on their devices after the system operator had sent an invitation to the attendees to start chatting. In this regard, please turn off the microphone after the conversation had finished. For the purpose of concise and efficient meeting, the Company would answer the inquiries from shareholders on the issues related to the meeting agendas by publishing such answers on the Company's website.

After that, the MC informed the meeting that there were 2 shareholders of the Company holding a total number of 152,972,160 shares attended the meeting in persons, and 32 proxy holders holding a total number of 576,044,700 shares attended the meeting, which resulted in a total number of 34 shareholders and proxy holders, holding 729,016,860 shares, representing 75.9393 % of the total number of 960,000,000 issued shares of the Company, and thus a quorum of the meeting was duly constituted according to the Company's Articles of Association. Assoc. Prof. Dr. Paritud Bhandhubanyong, the Chairman of the Board of Directors, presided as the Chairman of the meeting (the "**Chairman**"), was thereby invited to commence the meeting.

**The Meeting convened at 14.00 hours.**

The Chairman thanked the shareholders and proxy holders for attending this meeting and proceeded to commence the 2023 Annual General Meeting of Shareholders.

Then, the Chairman proposed the meeting to consider the agendas as specified in the invitation letter of the meeting as follows:

**Agenda 1      To certify the Minutes of the Annual General Shareholders' Meeting for the Year 2022 convened on April 26, 2022**

The Chairman informed the meeting that the minutes of the Annual General Shareholders' Meeting for the year 2022 convened on April 26, 2022 was prepared by the Company within 14 days from the date of the meeting and the minutes was submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the timeframe prescribed by the relevant law. It was also disclosed on the Company's website (www.getabecboiler.com). The details of which are as set out in Attachment 1 of the invitation letter of the 2023 Annual General Meeting of Shareholders which had been delivered to the shareholders in advance.

In this regard, the Board of Directors had considered and deemed that the minutes of the Annual General Shareholders' Meeting for the year 2022 convened on April 26, 2022 had been accurately and completely recorded.



Therefore, the Board of Directors deemed appropriate to propose the Annual General Meeting of Shareholders to certify the minutes of the Annual General Shareholders' Meeting for the year 2022.

Then, the Chairman informed that the shareholders and the proxy holders could submit the inquiries and the suggestions to the Company via the channels provided by the Company.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman requested the meeting to consider and certify the aforementioned minutes. The resolution on this Agenda must be passed by majority vote of the shareholders who attended the meeting and casted their votes.

**Resolution:** The meeting resolved to certify the minutes of the Annual General Shareholders' Meeting for the year 2022 convened on April 26, 2022. The details of the votes are as follows:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	729,016,860	100
Disapproved	0	0
Abstained	0	not constituted as vote
Voided Ballot	0	not constituted as vote
<b>Total</b>	<b>729,016,860</b>	<b>100.0000</b>

## Agenda 2 To acknowledge the Operating Results of the Company for the Year 2022

The Chairman assigned Ms. Petcharat Terdtulkitikul, Acting Assistant Managing Director, Accounting and Finance Department, to summarize and propose the details concerning the Company's business performance of the previous year to the meeting.

Ms. Petcharat Terdtulkitikul, Acting Assistant Managing Director, Accounting and Finance Department, informed the meeting that for the Company's business performance in 2022, the Company had income generated from contracts on the fiscal year 2021 and 2022 in the amount of 679.87 million baht and 891.62 million baht, which increased by 31.14% as a result of the business-industrial sector returning to normal business, the Company's customers returning to expand production capacity, and the improvement of overall tendency, which is in line with the orders from customers that have been received since the end of 2021, continuing to the present.

Income generated from services on the fiscal year 2021 and 2022 is presented in the amount of 204.35 million baht and 214.99 million baht, which increased by 5.21% as a result of the Company's Policy to focus on maintenance to increase efficiency for customers, and policy to increase service income.

Other income on the fiscal year 2021 and 2022 is presented in the amount of 9.88 million baht and 12.94 million baht, which increased by 31.06%, consisted of interest income, profit from currency exchange and sales of scrap.

On the fiscal year 2021 and 2022, the Company had gross profit in the amount of 124.78 million baht and 204.21 million baht, which increased by 63.65 %.

The Company's gross profit margin in 2021 was 14.11% and the gross profit margin in 2022 was 18.45%. On the fiscal year 2021, the Company had the net loss in the amount of 58.79 million baht. On the fiscal year 2022, the Company had the net profit in the amount of 44.48 million baht.

The Company had Return on Equity ratio (ROE) for the year 2020, 2021 and 2022 in the amount of 4.59 % -8.55 % and 6.59 % respectively.

The Company had total assets on the fiscal year 2021 in the amount of 1,016.26 million baht and in 2022 in the amount of 1,002.88 million baht. The Company had shareholders' equity on the fiscal year 2021 in the amount of 649.87 million baht and in 2022 in the amount of 700.69 million baht. The retained earnings for the year 2021 was 119.64 million baht and in 2022 was 170.34 million baht.

The aforementioned details are as set out in the 56-1 One Report in the form of QR Code provided in the Attachment 2 of the invitation letter of the 2023 Annual General Meeting of Shareholders which had been delivered to the shareholders in advance.

Then, the Chairman informed that the shareholders and the proxy holders could submit the inquiries and the suggestions to the Company via the channels provided by the Company.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman requested the meeting to acknowledge the Operating Results of the Company for the Year 2022. As this agenda was set for the acknowledgement, there were no requirements for shareholders' voting upon this Agenda.

**Agenda 3      To consider and approve the Company's Financial Statement for the year 2022 ended December 31, 2022 audited by the auditor**

The Chairman assigned Ms. Petcharat Terdtulkitikul, Acting Assistant Managing Director, Accounting and Finance Department, to summarize and propose the details concerning the Company's Financial Statement for the year 2022 ended December 31, 2022.

Ms. Petcharat Terdtulkitikul, Acting Assistant Managing Director, Accounting and Finance Department, informed the meeting that Section 112 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the "Public Limited Company Act") and Article 41 (2) of the Company's Articles of Association specify that the Company shall prepare the



balance sheet and the profit and loss statements of the past fiscal year for proposing to the Annual General Meeting of Shareholders for consideration and approval. Therefore, in order to comply with the law and the Company's Articles of Association, the Company had prepared the Company's financial statement for the year 2022 ended December 31, 2022 audited by the auditor for proposing to the Annual General Meeting of Shareholders for consideration and approval. In this regard, the Company's financial statement for the year 2022 ended December 31, 2022 had been considered by the Audit Committee, approved by the Board of Directors, and also audited and certified by the Company's auditor. The details of which are as set out in the 56-1 One Report in the form of QR Code provided in the Attachment 2 of the invitation letter of the 2023 Annual General Meeting of Shareholders which had been delivered to the shareholders in advance. The summary is as follows:

**The statements of financial positions as of December 31, 2022**

Total asset	in the amount of	1,002.88 million baht
Total liabilities	in the amount of	302.19 million baht
Total shareholders' equity	in the amount of	700.69 million baht

**The comprehensive income statements for the year ended December 31, 2022**

Income generated from contracts and services	in the amount of	1,106.61 million baht
Contracts and services cost	in the amount of	902.39 million baht
Gross profit	in the amount of	204.21 million baht
Other income	in the amount of	12.94 million baht
Administrative and distribution costs	in the amount of	160.49 million baht
Financial cost	in the amount of	2.61 million baht
Deduction	in the amount of	9.57 million baht
Net Profit for the fiscal year	in the amount of	44.48 million baht

**Auditor's Report:** Unqualified Opinion

**Key Audit Matter:** Realization of income from construction contracts and provisions from guarantee

Then, the Chairman informed that the shareholders and the proxy holders could submit the inquiries and the suggestions to the Company via the channels provided by the Company.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman requested the meeting to consider and approve the Company's Financial Statement for the year 2022 ended December 31, 2022 audited

by the auditor. The resolution on this Agenda must be passed by majority vote of the shareholders who attended the meeting and casted their votes.

**Resolution:** The meeting resolved to approve the Company's Financial Statement for the year 2022 ended December 31, 2022 audited by the auditor. The details of the votes are as follows:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	729,016,860	100
Disapproved	0	0
Abstained	0	not constituted as vote
Voided Ballot	0	not constituted as vote
<b>Total</b>	<b>729,016,860</b>	<b>100.0000</b>

**Agenda 4 To consider and approve the dividend payment for the operating results for the year 2022**

The Chairman assigned Mr. Suchat Mongkhonaripong, 1<sup>st</sup> Vice Chairman of the Board of Directors and Chief Executive Officer, to summarize and propose the details concerning the dividend payment for the operating results for the year 2022.

Mr. Suchat Mongkhonaripong, 1<sup>st</sup> Vice Chairman of the Board of Directors and Chief Executive Officer, informed the meeting that Section 115 of the Public Limited Company Act and Article 46 of the Company's Articles of Association specify that the Company shall not pay dividends other than out of profits. In the case where the company still has an accumulated loss, no dividends shall be paid.

The Company has a policy to pay dividends each year at the rate of not less than 40% of the net profit according to the Company's separate financial statements in each accounting period after deducting corporate income tax and various types of legal reserve. However, such dividend payment will depend on the sufficiency of cash flow, investment plan and legal terms, with all other conditions of necessity and suitability in the future. Furthermore, such dividend payment shall not have a significant impact on the Company's normal operations.

In 2022, the Company had the net profits from the operating results from January 1, 2022 to December 31, 2022 in amount of THB 44.49 million (according to the separated financial statements) and in amount of THB 44.48 million (according to the consolidated financial statements). Therefore, the Board of Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the dividend payment from the operating results from January 1, 2022 to December 31, 2022 in cash at the rate of THB 0.020 per share which shall be paid from net profit of non-BOI privilege in total amount of THB 19,200,000 for the total of 960,000,000 shares. The proposed dividend



payout is totaling to 43.16% of net profit of the year 2022 (separated financial statements) which is in accordance with the Company's dividend policy.

The Company had allocated the profit as a legal reserve in the amount of THB 24,000,000 or 10% of the registered capital of the Company which complies with the Public Limited Company Act and the Company's Articles of Association. Therefore, no additional profit would be allocated for such legal reserve in 2023.

In this regard, the Company had determined the shareholders eligible to receive dividends (Record Date) on May 9, 2023 and would make the dividend payment in cash by May 25, 2023.

Then, the Chairman informed that the shareholders and the proxy holders could submit the inquiries and the suggestions to the Company via the channels provided by the Company.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman requested the meeting to consider and approve the dividend payment for the operating results for the year 2022. The resolution on this Agenda must be passed by majority vote of the shareholders who attended the meeting and casted their votes.

**Resolution:** The meeting resolved to approve the dividend payment for the operating results for the year 2022. The details of the votes are as follows:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	729,016,860	100
Disapproved	0	0
Abstained	0	not constituted as vote
Voided Ballot	0	not constituted as vote
<b>Total</b>	<b>729,016,860</b>	<b>100.0000</b>

**Agenda 5 To consider and approve the election of directors who retired by rotation as the Company's directors for the year 2023**

The Chairman assigned Mr. Tinnakorn Naklang, Corporate Secretary, to summarize and propose the details concerning the re-election of directors who retired by term for the year 2023.

Mr. Tinnakorn Naklang, Corporate Secretary, informed the meeting that since there were 2 directors who shall retire by rotation shall be nominated to be the Company's directors for another term, namely 1) Assoc. Prof. Dr. Aekkachai Nittayagasetwat and 2) Mr. Chalard Na Ranong, those directors were then asked to leave the meeting room temporarily

in order to comply with the good corporate governance principles and to provide the shareholders an opportunity to make the inquiries.

Mr. Tinnakorn Naklang, Corporate Secretary, informed the meeting that Section 71 of the Public Limited Company Act and Article 20 of the Company's Articles of Association specify that at every Annual General Meeting of Shareholders, one-third (1/3) of the total number of the directors shall retire by rotation. If the number of directors cannot be divided into three proportions, a number of directors closest to one-third (1/3) shall retire. Directors retiring by rotation may be re-elected. Consequently, there are 2 directors who shall retire by rotation for the year 2023, namely:

- |   |   |
|---|---|
| 1) Assoc. Prof. Dr. Aekkachai Nittayagasetwat | Chairman of the Audit Committee and<br>Independent Director |
| 2) Mr. Chalard Na Ranong                      | Company's Director  |

In this regard, the Nomination and Remuneration Committee had considered and deemed that such 2 directors who shall retire by rotation for the year 2023 are knowledgeable and competence to serve as the Company's directors, as well as having completed qualifications as required by law. Therefore, the Nomination and Remuneration Committee was of the opinion that the Board of directors should propose the Annual General Meeting of Shareholders to consider and approve the election of 2 directors who shall retire by rotation namely **1) Assoc. Prof. Dr. Aekkachai Nittayagasetwat and 2) Mr. Chalard Na Ranong** to serve as the Company's directors and other existing positions for another term.

The Board of Directors, excluding the directors having conflicts of interest, had considered the opinion of the Nomination and Remuneration Committee and deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the election of **1) Assoc. Prof. Dr. Aekkachai Nittayagasetwat and 2) Mr. Chalard Na Ranong** who shall retire by rotation to serve as the Company's directors and other existing positions for another term as they are knowledgeable and competence to serve as the Company's directors, as well as having completed qualifications as required by law. The details of the information regarding such 2 directors are as set out in the Attachment 3 of the invitation letter of the 2023 Annual General Meeting of Shareholders which had been delivered to the shareholders in advance.

Then, the Chairman informed that the shareholders and the proxy holders could submit the inquiries and the suggestions to the Company via the channels provided by the Company.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman requested the meeting to consider and approve the election of directors who retired by rotation as the Company's directors for the year 2023 by voting for each director individually. The resolution on this Agenda must be passed by majority vote of the shareholders who attended the meeting and casted their votes.

**Resolution:** The meeting resolved to approve the election of 2 directors who retired by rotation as the Company's directors for the year 2023 by voting for each director individually. The details of the votes are as follows:



1. Assoc. Prof. Dr. Aekkachai Nittayagasetwat

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	729,016,860	100
Disapproved	0	0
Abstained	0	not constituted as vote
Voided Ballot	0	not constituted as vote
<b>Total</b>	<b>729,016,860</b>	<b>100.0000</b>

2. Mr. Chalard Na Ranong

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	729,016,860	100
Disapproved	0	0
Abstained	0	not constituted as vote
Voided Ballot	0	not constituted as vote
<b>Total</b>	<b>729,016,860</b>	<b>100.0000</b>

After that, the MC asked the 2 directors who temporarily left the meeting room to return to the meeting room.

**Agenda 6 To consider and approve the remuneration of the directors and sub-committees for the year 2023**

The Chairman assigned Mr.Tinnakorn Naklang, Corporate Secretary, to summarize and propose the details concerning the remuneration of the directors and the sub-committees for the year 2023.

Mr.Tinnakorn Naklang, Corporate Secretary, informed the meeting that Section 90 of the Public Limited Company Act specifies that the company shall not pay money or give any property to a director, unless it is a payment of remuneration under the Company's Articles of Association, and paragraph 1 of Article 25 of the Company's Articles of Association specifies that the directors shall be entitled to receive remuneration from the company, which is subject to the resolution of the shareholders' meeting. Such remuneration may be determined in a certain amount or may be paid according to specific criteria, and may be adjusted from time to time or effective until the shareholders' meeting consider otherwise. In addition, the directors shall be entitled to receive wages and welfare as specified in the Company's regulations.

For the purpose of determining the remuneration of the directors and sub-committees for the year 2023, the Nomination and Remuneration Committee had considered the Director Compensation Survey Report of the Thai Institute of Directors Association and compared the compensation within the same industry, as well as the Company's business plans.

Therefore, the Nomination and Remuneration Committee was of the opinion that it is appropriate to propose the Annual General Meeting of Shareholders to consider and approve the remuneration of the directors and sub-committees for the year 2023 with the following details:

1. **The rates of monthly remuneration and meeting allowance:** The rates of monthly remuneration and meeting allowance shall be the same as the year 2022. The total amount of remuneration shall be no more than Baht 2,500,000. The details of monthly remuneration and meeting allowance are as follows:

Position	2022 (Baht)		2023 (Baht)	
	Monthly Remuneration	Meeting Allowance	Monthly Remuneration	Meeting Allowance (per one time)
<b>The Board of Directors</b>				
- Chairman of the Board of Directors	30,000	10,000	30,000	10,000
- Directors who are Chairmans 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
<b>Audit Committee</b>				
- Chairman of Audit Committee	None	10,000	None	10,000
- Audit Committee Members	None	10,000	None	10,000
<b>Risk Management Committee</b>				
- Chairman of Risk Management Committee	None	10,000	None	10,000
- Risk Management Committee Members	None	10,000	None	10,000
<b>Nomination and Remuneration Committee</b>				
- Chairman of Nomination and Remuneration Committee	None	10,000	None	10,000
- Nomination and Remuneration Committee Members	None	10,000	None	10,000

**Remark:**

1. The chairman of the board and/or the chairman of the sub-committees shall be entitled to receive the remuneration for his/her highest position only.



2. Member of the board of directors and member of any sub-committee shall be entitled to receive the meeting allowance for the board of directors' meeting and for each of the sub-committees' meeting not more than once a month.
2. **Bonus:** Bonus to the directors for the year 2023 shall be in the amount of no more than Baht 1,000,000. The Board of Directors shall have authority to allocate and determine the details of the payment of bonus to the directors.

Each director shall be entitled to receive payment of bonus only at the highest rate for one of his/her position in the Company, and the director whose term of office is less than one year, the payment will be allocated according to his/her respective duration.

Then, the Chairman informed that the shareholders and the proxy holders could submit the inquiries and the suggestions to the Company via the channels provided by the Company.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman requested the meeting to consider and approve the remuneration of the directors and sub-committees for the year 2023. The resolution on this Agenda must be passed by not less than two-thirds of total number of votes of the shareholders who attended the meeting.

**Resolution:** The meeting resolved to approve the remuneration of the directors and sub-committees for the year 2023 as proposed to the meeting. The details of the votes are as follows:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	729,016,860	100
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
<b>Total</b>	<b>729,016,860</b>	<b>100.0000</b>

**Agenda 7 To consider and approve the appointment of the auditors and the determination of audit fee for the year 2023**

The Chairman assigned Prof. Dr. Aekkachai Nittayagasetwat, the Chairman of Audit Committee, to summarize and propose the details concerning the appointment of the auditors and the determination of audit fee for the year 2023.

Prof. Dr. Aekkachai Nittayagasetwat, the Chairman of Audit Committee, informed the meeting that Section 120 of the Public Limited Company Act and Article 41 (5) of the Company's Articles of Association specify that each year an annual general meeting of shareholders shall appoint an auditor and determine the auditing fee of the company. Moreover, Notification of the Capital Market Supervisory Board No. TorChor. 44/2556 Re: Rules, Conditions and Procedures for Disclosure regarding Financial and Non-financial Information of Securities Issuers dated October 22, 2013 (as amended) specifies that the company shall arrange for an auditor rotation in the event that such auditors have performed the duty of reviewing or auditing, and providing opinions on the company's financial statements for 7 fiscal years, whether cumulative or not, whereby the company may engage the auditors who ceased performing auditing services after at least 5 cumulative fiscal years from the date of cessation. The auditor rotation does not require change of the audit company. The audit company can appoint other auditors in the same office to replace the auditor who rotated from the position.

In this regard, the Audit Committee had considered and approved to select the auditors from ANS Audit Company Limited, the Company's current auditors, by taking into account their independence, performance, and appropriateness of audit fees, and was of the opinion that the Board of Directors should propose the Annual General Shareholders' Meeting to consider and approve the appointment of the auditors from ANS Audit Company Limited to be the Company's auditor for the year 2023, namely:

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

In the event that those auditors are unable to perform their duties, ANS Audit Company Limited has to arrange for other qualified licensed auditors whose name are in the approved list of the Office of the Securities and Exchange Commission ("SEC") to perform the auditing duty and provide opinions on the Company's financial statements. The audit fees for the year 2023 are determined at the total of Baht 2,800,000. Should there be any other work apart from the normal annual audit work, the Board of Directors shall have the authority to approve extra remuneration as actual.

The proposed auditors do not have any relation or any interest in the Company, subsidiaries of the Company, directors, executives, major shareholders or his/her related persons and are considered independent in terms of auditing and providing opinions on the Company's Financial Statement. The details of the information regarding the proposed auditors are as set out in the Attachment 4 of the invitation letter of the 2023 Annual General Meeting of Shareholders which had been delivered to the shareholders in advance.



Then, the Chairman informed that the shareholders and the proxy holders could submit the inquiries and the suggestions to the Company via the channels provided by the Company.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman requested the meeting to consider and approve the appointment of the auditors and the determination of audit fee for the year 2023. The resolution on this Agenda must be passed by majority vote of the shareholders who attended the meeting and casted their votes.

**Resolution:** The meeting resolved to approve the appointment of the auditors and the determination of audit fee for the year 2023 as proposed to the meeting. The details of the votes are as follows:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	729,016,860	100
Disapproved	0	0
Abstained	0	not constituted as vote
Voided Ballot	0	not constituted as vote
<b>Total</b>	<b>729,016,860</b>	<b>100.0000</b>

**Agenda 8 To consider and approve the amendment of the objectives of the Company and the amendment of Clause 3 of the Company's Memorandum of Association in accordance with the amendment to the Company's objectives**

The Chairman assigned Mr.Tinnakorn Naklang, Corporate Secretary, to summarize and propose the details concerning the amendment of the Company's objectives and the amendment of Clause 3 of the Company's Memorandum of Association in accordance with the amendment to the Company's objectives.

Mr.Tinnakorn Naklang, Corporate Secretary, informed the meeting that for the purpose to expand the Company's business to cover the provision of safety, occupational health and working environment services, therefore, it is deemed appropriate to propose the shareholder's meeting to consider and approve the amendment of the Company's objectives by adding 1 objective, as follows:

"Article 32. To engage in the business of safety, occupational health and working environment services, inspection, testing of machinery, lifts, machines for lifting up to work at heights, hoists, cranes, boilers, boilers that uses heat conductive fluids, pressure vessel, and all types of engineering work including other works in terms of safety, occupational health and working environment in all aspects"

Furthermore, the Board of Directors approved to propose the shareholder's meeting to consider and approve the amendment of Clause 3 of the Company's Memorandum of Association in accordance with the amendment to the Company's objectives as mentioned above. The details are as follows:

Existing Company's Memorandum of Association:

"Clause 3 There are 31 objectives of the Company, the details of which are shown in the attached Form BorMorJor. 002"

Amended to:

"Clause 3 There are 32 objectives of the Company, the details of which are shown in the attached Form BorMorJor. 002"

In this regard, the amendment of the Company's objectives and the amendment of the Company's Memorandum of Association may require the revision of wordings thereof, including registration documents of the Company as per the order or advice of the Public Company Limited's registrar. Therefore, it is deemed appropriate to propose the shareholder's meeting to consider and approve the appointment of the Company's authorized directors and/or any person authorized by the Company's authorized directors to revise the wordings to be in accordance with the order or advice of the Public Company Limited's registrar for the completion of the registration for the amendment of the Company's objectives and the Memorandum of Association with the Department of Business Development.

Then, the Chairman informed that the shareholders and the proxy holders could submit the inquiries and the suggestions to the Company via the channels provided by the Company.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman requested the meeting to consider and approve the amendment of the Company's objectives and the amendment of Clause 3 of the Company's Memorandum of Association in accordance with the amendment to the Company's objectives and to consider and approve the appointment of the Company's authorized directors and/or any person authorized by the Company's authorized directors to revise the wordings of the Company's objectives and the Memorandum of Association to be in accordance with the order or advice of the Public Company Limited's registrar, as proposed. The resolution on this Agenda must be passed by not less than three-fourths of the total votes of the shareholders attending the meeting and eligible to vote.

**Resolution:** The meeting resolved to approve the amendment to the Company's objectives and the amendment to Clause 3 of the Company's Memorandum of Association in accordance with the amendment to the Company's objectives and approve the appointment of the Company's authorized directors and/or any person authorized by the Company's authorized directors to revise the wordings of the Company's objectives and Memorandum of Association to be



in accordance with the order or advice of the Public Company Limited's registrar as proposed to the meeting. The details of the votes are as follows:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	729,016,860	100
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
<b>Total</b>	<b>729,016,860</b>	<b>100.0000</b>

**Agenda 9 To consider and approve the amendment to the Articles of Association of the Company**

The Chairman assigned Mr.Tinnakorn Naklang, Corporate Secretary, to summarize and propose the details concerning the amendment to the Company's Articles of Association.

Mr.Tinnakorn Naklang, Corporate Secretary, informed the meeting that the Public Limited Companies Act allows the use of electronic means for conducting board of directors' meetings and shareholders' meetings, serving of notices or documents, and granting of proxies for shareholders attendance. Therefore, it is deemed appropriate to propose the shareholders to consider and approve the amendment to the Company's Articles of Association to be in accordance with the amendment to the Public Limited Companies Act. In this regard the amendment to the Company's Articles of Association would result in reordering the numbering of the clauses from Clause 28. of the Articles of Association onwards, and increasing the clause numbers of the Company's Articles of Association from 51 Clauses to 54 Clauses. Thus, it is deemed appropriate to repeal the Company's current Articles of Association and enforce the new Articles of Association instead, the details of the Company's Articles of Association proposed for the amendment are shown in the Attachment 5 of the invitation letter of the 2023 Annual General Meeting of Shareholders which had been delivered to the shareholders in advance.

In this regard, the registration for the amendment to the Company's Articles of Association with the Department of Business Development may require the revision of wordings thereof, including registration documents of the Company as per the order or advice of the Public Company Limited's registrar. Therefore, it is deemed appropriate to propose the shareholder's meeting to consider and approve the appointment of the Company's authorized directors and/or any person authorized by the Company's authorized directors to revise the wordings to be in accordance with the order or advice of the Public Company Limited's registrar for the completion of the registration for the amendment to the Company's Articles of Association with the Department of Business Development.

Then, the Chairman informed that the shareholders and the proxy holders could submit the inquiries and the suggestions to the Company via the channels provided by the Company.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman requested the meeting to consider and approve the amendment to the Company's Articles of Association and the appointment of the Company's authorized directors and/or any person authorized by the Company's authorized directors to revise the wordings of the Company's Articles of Association to be in accordance with the order or advice of the Public Company Limited's registrar, as proposed. The resolution on this Agenda must be passed by not less than three-fourths of the total votes of the shareholders attending the meeting and eligible to vote.

**Resolution:** The meeting resolved to approve the amendment to the Company's Articles of Association and the appointment of the Company's authorized directors and/or any person authorized by the Company's authorized directors to revise the wordings of the Company's Articles of Association to be in accordance with the order or advice of the Public Company Limited's registrar as proposed to the meeting. The details of the votes are as follows:

Voting	Number of Votes (1 share = 1 vote)	Percentage (%)
Approved	729,016,860	100
Disapproved	0	0
Abstained	0	0
Voided Ballot	0	0
<b>Total</b>	<b>729,016,860</b>	<b>100.0000</b>

#### Agenda 10 Other matters (if any)

The Chairman informed the meeting that this Agenda does not require shareholders' voting as this Agenda was set in order to provide the opportunity for the shareholders and the proxy holders to make the inquiries or propose the recommendations which are beneficial to the Board of Directors or to require the directors to clarify any issues. The shareholders or proxy holders who wish to make the inquiries or propose the recommendations could submit such inquiries or recommendations to the Company via the channels provided by the Company.

The representative from the Thai Investors Association (TIA) asked if the Company has a plan to join Thai Private Sector Collective Action Against Corruption (CAC), or are there any developments from the past year.

Mr. Suchat Mongkhonaripong, 1<sup>st</sup> Vice Chairman of the Board of Directors and Chief Executive Officer assigned Mr. Tinnakorn Naklang, Corporate Secretary, to inform the meeting regarding such matters.

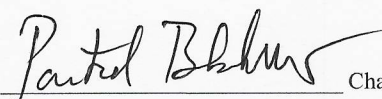



Mr.Tinnakorn Naklang, Corporate Secretary, informed the meeting that the Company has planned to join Thai Private Sector Collective Action Against Corruption (CAC). In the past year, the Board of Directors implemented the amended Anti-Corruption Policy on June 27, 2022. Such policy has been amended to provide more details in relation to anti-corruption, such as adding the definitions of corruption and the definition of the stakeholders. In this regard, the Company is currently under discussion about participation in CAC and will further make announcement to the shareholders.

As there were no shareholders making any inquiries or expressing any opinions, the Chairman thanked all shareholders and proxy holders for attending the meeting. The Chairman then declared the Annual General Meeting of Shareholders for the Year 2023 adjourned.

The MC informed the meeting that the Company would prepare the minutes of the Annual General Shareholders' Meeting for the year 2023 within 14 days from the date of this meeting and would disclose such minutes on the Company's website at www.getabecboiler.com. Should any shareholders have any recommendations or suggestions to amend the minutes of this meeting, please contact the Department of Investor Relation at Tel. 02-366-0400-7 within 30 days after the date of publication for the minutes of the Annual General Shareholders' Meeting for the year 2023.

**The Meeting adjourned at 15.10 hours.**

Signed  Chairman of the Meeting  
(Assoc. Prof. Dr. Paritud Bhandhubanyong)  
Chairman of the Board of Directors

Signed  Minutes Taker  
(Mr.Tinnakorn Naklang)  
Corporate Secretary