



INVITATION LETTER 2019

หนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2562

GETABEC PUBLIC COMPANY LIMITED

บริษัท เจตาแบค จำกัด (มหาชน)

No. GTB005/2020

June 1, 2020

Subject Invitation to the Annual General Meeting of Shareholders for the Year 2020 of Getabec Public Company Limited

To Shareholders

Getabec Public Company Limited

- Enclosures**
1. A Copy of the Minutes of the Annual General Meeting for the Year 2019 convened on 23 April 2019
 2. Annual Report for the Year 2019 and the Financial Statements for the Year 2019 ending 31 December 2019 (QR Code)
 3. Information of Persons who are Nominated to be Elected as Directors
 4. Information of Persons who are Nominated to be Auditors
 5. Guidelines for Proxy, Registration, Documents and Evidences of Right Required to be Presented by the Persons Attending the Meeting on the Date of Meeting
 6. Company's Articles of Association concerning the Shareholders' Meeting
 7. Three Proxy Forms (Form A, Form B and Form C)
 8. Information of Company's Independent Directors who represent to be a Proxy of Shareholders
 9. Procedures for Attending the Annual General Meeting of Shareholders for the Year 2020 and Voting Methods
 10. Map of the Venue for the Annual General Meeting of Shareholders for the Year 2020
 11. QR Code Procedures for Downloading Annual Report for the Year 2019

The Board of Directors of Getabec Public Company Limited ("**Company**") by its Meeting No. 3/2563 on 26 March 2020 has resolved that the Annual General Meeting of Shareholders for the year 2020 is postponed from Tuesday, 21 April 2020 to 16 June 2020 at 14.00 hours at Grand Ballroom B, Maple Bangna Hotel, No. 9, Srinakarin Road, Bangna Sub-District, Bangna District, Bangkok, 10260 and on 30 April 2020 is scheduled to be the Record Date to attend the Annual General Meeting of Shareholders for the Year 2020 as per the following agendas:

Agenda 1 To Certify the Minutes of the Annual General Meeting of Shareholders for the Year 2019 convened on 23 April, 2019

Facts and Reasons The minutes of the Annual General Meeting of Shareholders for the year 2019 convened on Thursday, April 23, 2019 has been prepared and completed by the Company within 14 days from the date of the Annual General Meeting of Shareholders. The Board of Directors of the Company has already submitted the minutes to the Stock Exchange of Thailand and the Ministry of Commerce within the period specified by law and published the minutes on the website of the Company (www.getabecboiler.com).

Board of Directors' Opinion The Board of Directors considered that the minutes of the Annual General Meeting of Shareholders for the year 2019 convened on Thursday, April 23, 2019 was correctly and completely recorded and that it shall be proposed to the Annual General Meeting of Shareholders to certify, as per the details in **Enclosure (1)**.

Voting This resolution shall be adopted by majority of votes of the shareholders who attend the meeting and are entitled to vote.

Agenda 2 To Acknowledge the Performance of the Company for the Year 2019

Facts and Reasons Article 41 of the Company's Articles of Association specify that the Company shall report the Board of Directors' performance the Annual General Meeting of Shareholders to consider. Therefore, the Board of Directors has prepared the Performance Report for the year 2019 ending December 31, 2019 for the shareholders' acknowledgement of the Company's performance for the year 2019.

Board of Directors' Opinion The Board of Directors considered that the Shareholders' Meeting should acknowledge the report of the Company's performance for the year 2019, as per the details in **Enclosure (2)**.

Voting This agenda is for acknowledgement and does not require shareholders' voting.

Agenda 3 To Consider and Approve the Company's Financial Statements for the Year 2019 ending December 31, 2019 Audited by the Auditor and Reviewed by the Audit Committee

Facts and Reasons Section 112 of the Public Limited Company Act B.E. 2535 and Article 112 of the Company's Articles of Association specify that the Company shall prepare the Balance Sheets and Profit and Loss Statements for the previous year to be proposed to the Annual General Meeting of Shareholders to certify. In order to comply with the law and article, the Company has prepared the Financial Statements for the year 2019 ending December 31, 2019 and had it audited by the auditor prior to the submission for the approval of the Shareholders' Meeting. In addition, the Company's Financial Statements ending December 31, 2019 has been reviewed by the Audit Committee and the Board of Directors of the Company and audited and certified by the licensed auditor.

Board of Directors' Opinion The Board of Directors of the Company considered that the Shareholders' Meeting should approve the Company's Financial Statements ending December 31, 2019 reviewed by the Audit Committee and the Board of Directors and audited and certified by the licensed auditor, as per the details in **Enclosure (2)**.

Voting The resolution of this agenda shall be adopted by majority of votes of the shareholders who attend the meeting and are entitled to vote.

Agenda 4 To Consider and Approve the Allocation of the Net Profit as Legal Reserve for the Year 2019

Facts and Reasons Section 116 of the Public Limited Company Act B.E. 2535 and Article 47 of the Company's Articles of Association specify 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. In 2018, the Company had the net profit as legal reserve of 20,660,000 baht in total. From performance in 2019, the Company had the net profit of 114.15 million baht. Therefore, the Company considered proposing to the Annual General Meeting of Shareholders to certify the allocation of the net profit as legal reserve for 3,340,000 baht amounted to 2.93 percent of yearly net profit. After the allocation of the yearly net profit as legal reserve for the year 2019, the Company shall have the legal reserve of 24,000,000 baht in total amounted to ten (10) percent of the registered capital of the Company as specified by laws.

Board of Directors' Opinion The allocation of the net profit as legal reserve for 3,340,000 baht, after combining with the legal reserve in 2018 for 20,660,000 baht as allocated by the Company, amounted to a total of 24,000,000 baht at a rate of not less than ten (10) percent of the registered capital of the Company as specified by laws. The Board of Directors considered that the Shareholders' Meeting should approve the allocation of the net profit as legal reserve for the year 2019 as mentioned above.

Voting The resolution of this agenda shall be adopted by majority of votes of the shareholders who attend the meeting and are entitled to vote.

Agenda 5 To Consider and Approve Cancellation of Dividend Payment for the Year 2019 and Notification of Interim Dividend Payment

Facts and Reasons Section 115 of the Public Limited Company Act B.E. 2535 and Article 46 of the Company's Articles of Association stipulate that dividend payment other than the profit type cannot be carried out, and if the Company still has accumulated loss, the Company cannot pay dividends. According to the performance from year ended 31 December 2019, the Company had the net profit of 114.15 million baht and accumulated profit of 207,036,027.46 baht; thus the Board of Directors considered that the Company had sufficient profits to pay dividends for the year 2019 to shareholders. However, due to the current COVID-19 pandemic and the government effort which asked cooperation from private sector to refrain from holding any gathering activity to prevent further spread of the virus, the Board of Directors by its Meeting No. 3/2563 on 26 March 2020 had a resolution to cancel the annual general meeting of the year 2020 on 21 April 2020 and Record Date on 29 April 2020. In addition, the Board of Directors proposed interim dividend payment instead of annual dividend payment as per advice from relevant governance units. The payment will be paid by cash at a rate of 0.05 baht per share for 960,000,000 common stocks which are worth a total of 48,000,000 baht with a dividend payment rate of 42.05% of profit nets in 2019 (separate financial statements) after deducting from reserves as per laws. The Company has also established the Record Date on 10 April 2020 and paid interim dividends to shareholders on 24 April 2020.

Board of Directors' Opinion The Company should cancel dividend payment for the year 2019 as shareholders have already received interim dividend payment on 24 April 2020 as per advice from relevant governance units.

Voting The resolution of this agenda shall be adopted by majority of votes of the shareholders who attend the meeting and are entitled to vote.

Agenda 6 To Consider and Approve the Re-Election of Directors who Retired by Rotation for the Year 2020 as the Company's Directors

Facts and Reasons Section 71 of the Public Limited Company Act B.E. 2535 and Article 20 of the Company's Articles of Association specify that one-third (1/3) of the total number of directors shall be required to retire from their office by rotation at every general meeting of shareholders. If the number of directors makes it impossible to divide them into 3 equal parts, the number of directors nearest to one-third (1/3) shall retire from the office. Retired directors 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 2020. There are 2 directors who retired by rotation as follows:

- 1) Assoc. Prof. Dr. Aekkachai Nittayagasetwat Independent Director / Chairman of the Audit Committee
- 2) Mr. Chalard Na-Ranong Director

The first nomination and remuneration meeting on 18 February 2020 considered that the 2 directors who retired the office by rotation for the year 2020 have knowledge and abilities suitable for the director position and meet the qualifications required by law and was of the opinion that the Board of Directors should propose to the Shareholders' Meeting to re-elect the 2 directors who retired by rotation, namely, 1) **Assoc. Prof. Dr. Aekkachai Nittayagasetwat** and 2) **Mr. Chalard Na-Ranong**.

Board of Directors' Opinion The Board of Directors excluding the interested directors considered and passed the resolution in accordance with the Nomination and Remuneration Committee's proposal to seek for the approval of the Shareholders' Meeting to re-elect 1) **Assoc. Prof. Dr. Aekkachai Nittayagasetwat** and 2) **Mr. Chalard Na-Ranong** as the directors of the Company and other positions for another one term as the said persons have knowledge and are suitable for the director position and also meet the requirements of qualifications specified by law, as per the details in **Enclosure (3)**.

Voting The resolution of this agenda shall be adopted by majority of votes of the shareholders who attend the meeting and are entitled to vote.

Agenda 7 To Consider and Approve the Remuneration of the Directors for the Year 2020

Facts and Reasons Section 90 of the Public Limited Company Act B.E. 2535 specifies that a company shall not pay money or give any other property 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 are also entitled to receive allowance and welfare according to the Company's regulations.

For the purpose of determining the remuneration of directors for the year 2020, the first nomination and remuneration meeting on 18 February 2020 considered the report of survey of directors' remuneration of the Thai Institution of Directors by comparing with the businesses in the same industry as well as the Company's Business Plan and therefore, was of the opinion that the Board of Directors should propose to the Shareholders' Meeting to determine the remuneration of directors for the year 2020.

1. The Rates of Monthly Remuneration and Meeting Allowance: The rates of monthly remuneration and meeting allowance shall be the same as the year 2019, at the amount of no more than 2,500,000 Baht. The details of monthly remuneration and meeting allowance are as follows:

<u>Position</u>	2019 (Baht)		2020 (Baht)	
	<u>Monthly Remuneration</u>	<u>Meeting Allowance</u>	<u>Monthly Remuneration</u>	<u>Meeting Allowance</u>
<u>The Board of Directors</u>				
- Chairman of the Board of Directors	30,000	10,000	30,000	10,000
- 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 the Audit Committee	None	10,000	None	10,000
- Audit Committee Members	None	10,000	None	10,000
<u>Risk Management Committee</u>				
- Chairman of the Risk Management Committee	None	10,000	None	10,000
- Risk Management Committee Members	None	10,000	None	10,000
<u>Nomination and Compensation Committee</u>				
- Chairman of the 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: The Company shall pay bonus in the amount of not more than 1,000,000 baht and the Board of Directors will have authority to consider the payment of bonus to the director.

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.

Board of Directors' Opinion The Board of Directors considered and passed the resolution in accordance with the proposal of the Nomination and Remuneration Committee and deemed as appropriate to seek for the approval of the directors' remuneration for the year 2020 of the Shareholders' Meeting as shown above.

Voting The resolution of this agenda shall be adopted by no less than two-thirds of total votes of the shareholders who attend the meeting.

Agenda 8 To Consider and Approve the Appointment and Remuneration of the Auditors for the Year 2020

Facts and Reasons Section 120 of the Public Limited Company Act B.E. 2535 specifies that at an annual ordinary 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 first audit meeting had a resolution to consider and select 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 2020 as follows.

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

These are auditors of the ANS Audit Company Limited. In case these licensed auditors are unavailable, ANS Audit Company Limited shall provide auditors who were approved by SEC to perform audits and propose opinions in the financial statements of the Company in place of the above auditors. Audit fees for the year 2020 and quarterly review are 2,825,000 baht which increases from the previous year for 165,000 baht as shown in the comparison below.

Auditors' Remuneration	2020	2019
Audit Fee	2,825,000	2,660,000

Board of Directors' Opinion The Board of Directors considered and approved the proposal of the Audit Committee and accordingly requests the Annual General Meeting of Shareholders for the year 2020 to consider and approve the appointment of the auditors and the remuneration of the auditors for the year 2020 by referring to the auditor list and auditor's remuneration of the year 2020 above.

In addition, the auditors proposed to be appointed do 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 are considered independent in terms of auditing and proposing opinions in the financial statements of the Company, as per the details in **Enclosure (4)**.

Voting The resolution of this agenda shall be adopted by majority of votes of the shareholders who attend the meeting and are entitled to vote.

Agenda 9 To Consider and Approve Additional Amendment of Company's Articles of Association

Facts and Reasons Current technologies enable remote meetings or discussion through electronic media regardless of distance. In addition, the electronic meetings reduce cost and time spent on travelling. In order to hold meetings with such method, the Company shall amend the Articles of Association to cover electronic meetings in accordance with laws as follows.

Current Version

“At the board of directors’ meetings, there shall be at least half (1/2) of directors to constitute a quorum and Chairman of the Board shall be Chairman of the meetings. In a case when the Chairman is not in the meeting or cannot perform his or her duty and if there is a vice-chairman, the vice-chairman will act as Chairman. If there is no vice-chairman or he or she cannot perform the duty, the attending directors shall select one director to be the Chairman of the meeting.

Any resolution in the meetings shall be adopted by majority of votes. Each director has one (1) vote, but directors who have any interest on the matter being resolved shall have no right to cast a vote on that matter. In case of a tie, the Chairman of the meeting shall cast another vote as a final decision.”

Proposed Version

“At the board of directors’ meetings, there shall be at least half (1/2) of directors to constitute a quorum and Chairman of the Board shall be Chairman of the meetings. In a case when the Chairman is not in the meeting or cannot perform his or her duty and if there is a vice-chairman, the vice-chairman will act as Chairman. If there is no vice-chairman or he or she cannot perform the duty, the attending directors shall select one director to be the Chairman of the meeting.

Any resolution in the meetings shall be adopted by majority of votes. Each director has one (1) vote, but directors who has interest on the matter being resolved shall have no right to cast a vote on that matter. In case of a tie, the Chairman of the meeting shall cast another vote as a final decision.

The meetings can be held through electronic media in accordance with relevant laws, regulations, and conditions.”

Board of Directors’ Opinion The Board of Directors considered the necessity to amend the Company’s Articles of Association to cover remote meetings through electronic media. As a result, the proposal was forwarded to the Annual General Meeting of Shareholders to revamp the Company’s Articles of Association by adding the 3rd Paragraph in Article 27 as described above.

Voting The resolution of this agenda shall be adopted by no less than three-quarters of total votes of the shareholders who attend the meeting.

Agenda 10 To Consider and Approve an Additional Objective of the Company and the Amendment of the Memorandum of Association on Point 3 to be in Line with Objectives of the Company

Facts and Reasons The Company has a policy to expand business covering services, procurement, and distribution of chemical products which are used to adjust water conditions of boiler systems, steam systems, and other water system in factories. In order to achieve the status as a one-stop boiler service provider and answer needs of the market in every aspect, the Company shall add and adjust objectives of the Company to cover such aspects. The additional objective shall be added in the memorandum of association for consistency.

Add one objective to be No.(31) objective as follows.

“(31) Engage in production, procurement, distribution, research, development, import, export, transportation, and services of chemical-related products, chemical products, and others.”

Amend the memorandum of association on Point 3 to be in line with the additional objective of the Company using this text:

No. 3 The Company has 31 objectives described in the attached BorMorJor. 002 form”

Board of Directors’ Opinion The Board of Directors considered the additional objective of the Company and such expansion to be reasonable and increase income-wise potential for the Company and shareholders. It will also benefit the Company business and shareholders. As a result, the Board of Directors shall requests the Annual General Meeting of Shareholders to consider another objective “(31) Engage in production, procurement, distribution, research, development, import, export, transportation, and services of chemical-related products, chemical products, and others.” as well as amendment of the memorandum of association to be in line with the additional objective of the Company as per the aforementioned detail:

Voting The resolution of this agenda shall be adopted by no less than three-quarters of total votes of the shareholders who attend the meeting and are eligible for voting.

Agenda 11 Other Matters (If Any)

Board of Directors' Opinion This agenda is 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).

Any shareholder who wishes to give a proxy to other person to attend the meeting and vote on behalf of him shall fill in only one form of the proxy, as per details enclosed herewith as **Enclosure (7)** according to the Notification of the Department of Business Development on Forms of Proxy (No. 5) B.E. 2550 and affix stamp duty of 20 baht. The document or evidence proving the status of the shareholder or the representative of the shareholder who is entitled to attend the meeting as specified in **Enclosure (5)** shall also be submitted or presented.

In this regard, the shareholders can give a proxy to the Company's Independent Directors whose names and details are listed in the **Enclosure (8)** to attend the meeting and vote on behalf of the shareholders. Please kindly submit the proxy to the Company within 12 June 2020 or submit the said proxy to the registration staff at the meeting before attending the meeting.

All shareholders are invited to attend the Annual General Meeting of Shareholder for the year 2020 on Tuesday, 16 June 2020 at 14.00 hours at Grand Ballroom B, Maple Bangna Hotel, No. 9, Srinakarin Road, Bangna Sub-District, Bangna District, Bangkok, 10260. The shareholders may read the steps for attending the meeting and voting in the **Enclosure (9)**. The map of the meeting venue is enclosed herewith as the **Enclosure (10)**.

Yours sincerely,

Getabec Public Company Limited



(Assoc. Prof. Dr. Paritud Bhandhubanyong)

Chairman of the Board of Directors

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	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 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>				
- 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:

- | | |
|--------------------------------|--|
| (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)

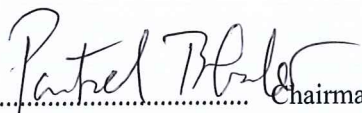
The Chairman informed the Meeting that there would be no voting in this agenda but this agenda was set in order to give the shareholders the opportunity to ask questions and/or propose recommendations which were beneficial to the Board of Directors and/or to allow the directors to explain the answers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

Chairman of the Board of Directors

Signed  Minutes Recorder

(Mrs. Kessuda Yasothorn)

Company Secretary

Annual Report and Financial Statement of the Year 2019 Ended 31 December 2019



Shareholders can view the QR Code Procedures for Downloading Annual Report for the Year 2019 in the Enclosure (11)

Information of Persons who are Nominated to be Re-Elected as Directors

Dr. Aekkachai Nittayagasetwat

Independent Director / Chairman of the Audit Committee / Risk Management Committee Member /
Nomination and Remuneration Committee Member

Age 56 years old

Education

Ph.D.	Finance, University of Mississippi
Master's Degree	Faculty of Business Administration, Financial Business Administration, National Institute of Development Administration (NIDA)
Bachelor's Degree	Faculty of Science, Chemical Engineering Chulalongkorn University



Shareholding in the Company (%):

None

Work Experience in Past Five (5) Years:

2015- Present:	Independent Director Chairman of the Audit Committee Risk Management Committee Member Nomination and Remuneration Committee Member Getabec Public Company Limited <u>Type of Business:</u> Manufacture, Assembly and Repair of Steam Boiler and Equipment
Present:	Independent Director / Audit Committee Member UAC Global Public Company Limited <u>Type of Business:</u> Import and Distribution of Chemicals and Equipment used in Petroleum, Refining and Petrochemical Industries
Present:	Independent Director / Audit Committee Member Stars Microelectronics (Thailand) Public Company Limited <u>Type of Business:</u> Provide Electronics Manufacturing Services (EMS)

Present: Independent Director / Audit Committee Member
Panjawattana Plastic Public Company Limited
Type of Business: Manufacture and distribute plastic bottles and caps

Present: Professor
National Institute of Development Administration
Type of Business: Educational Institution

2017-2020: Dean of Faculty of Business Administration
National Institute of Development Administration
Type of Business: Educational Institution

Attendance for the Year 2019

The Board of Directors meeting attendance	11/ 11 times
Audit Committee meeting attendance	8/8 times
Risk Management Committee meeting attendance	9/9 times
Nomination and Compensation Committee attendance	3/3 times

Information of Persons who are Nominated to be Re-Elected as Directors

Mr. Chalard Na-Ranong

Director

Age 72 years old

Education

Bachelor's Degree Faculty of Engineering,
Chemical Engineering
Chulalongkorn University



Shareholding in the Company (%):

0.0% (40 Shares)

Work Experience in Past Five (5) Years:

2015-Present: Specialist

Director

Getabec Public Company Limited

Type of Business: Manufacture, Assembly and Repair of Steam Boiler and Equipment

Attendance for the Year 2019

The Board of Directors meeting attendance

10/11 times

Information of Persons who are Nominated to be Auditors

At Annual General Meeting of Year 2020 of Getabec Public Company Limited

List of Licensed Auditors from ANS Audit Co., Ltd.

No.	Name	CPA No.	A period of time of licensed auditors prescribed by Securities and Exchange Commission Thailand
1	Mr. Atipong Atipongsakul	3500	19/10/2560-18/10/2565
2	Mr. Vichai Ruchitanont	4054	25/12/2560-24/12/2565
3	Mr. Sathien Vongsnan	3495	29/08/2557-28/08/2562
4	Ms. Kultida Pasurakul	5946	27/10/2559-26/10/2564
5	Ms. Yuttapong Chuamuangpan	9445	26/09/2557-25/09/2562

**Guidelines for Appointment of Proxy, Registration, Documents and Evidence of Right Required to be Presented
by the Persons Attending the Annual General Meeting of Shareholders for the Year 2020 of
Getabec Public Company Limited**

Appointment of Proxy

In case shareholder cannot attend the Annual General Meeting of Shareholders in person, the shareholder can appoint other person as their proxy to attend the Meeting and vote on the behalf. In this regard, there are 3 proxy forms in accordance with the forms specified by the Department of Business Development, the Ministry of Commerce as follows:

- (a) Proxy Form A is the general and simple form;
- (b) Proxy Form B is the form with fixed and specific details authorizing proxy (the grantor must specify the votes on each agenda in the proxy form completely); and
- (c) Proxy Form C is the form for the shareholders who are foreign investors and have appointed a custodian in Thailand.

In case the shareholders are foreign investors and have appointed a custodian in Thailand, they may either choose Proxy Form A, Form B or Form C In addition, the shareholders (other than the shareholders who are foreign investors and have appointed a custodian in Thailand) may choose to use either Proxy Form A or Form B.

Registration

The Company will commence the registration at 12.00 hours at the Meeting room. In this regard, the shareholders must present the following documents before attending the Meeting.

Documents to be Presented on the Meeting Date

1. Individual Shareholders

1.1 In case the shareholders attend the Meeting in person, they must present the valid identification documents issued by the government agency which contains the picture of shareholders, e.g. the identification card, driving license or passport.

1.2 In case the shareholders appoint the proxy to attend the Meeting, the following documents are required:

- (a) The proxy form, correctly and completely filled in and signed by the grantor and the proxy;
- (b) Copy of the grantor's valid identification documents issued by the government agency as per the details specified in Clause 1.1, certified as true and correct copy by the grantor; and
- (c) The proxy's valid identification documents issued by the government agency as per the details specified in Clause 1.1.

2. Juristic Person Shareholders

2.1 In case the authorized representative of the shareholders attends the Meeting in person, the following documents are required:

- (a) The authorized representative's valid identification documents issued by the government agency as per the details specified in Clause 1.1; and
- (b) Copy of affidavit of the shareholders, certified as true and correct copy by the authorized representative, with the statement indicating that such authorized representative who attends the Meeting is empowered to act on behalf of such juristic shareholders.

2.2 In case the shareholders appoint the proxy to attend the Meeting, the following documents are required:

- (a) The proxy form, correctly and completely filled in and signed by the grantor and the proxy, and affixed with a stamp duty;
- (b) Copy of affidavit of the shareholders, certified as true and correct copy by the authorized representative, with the statement indicating that such authorized representative who signs the proxy form is empowered to act on behalf of such juristic shareholders; and
- (c) The proxy's valid identification documents issued by the government agency as per the details specified in Clause 1.1.

3. In case the shareholders are foreign investors or juristic persons established under foreign law, Clause 1 and 2 shall be applicable to those shareholders, as the case may be:

- (a) Affidavit of juristic persons may be issued by the Government Agency of the country in which such juristic persons have been established or by their authorized officer. In this regard, the affidavit of the juristic persons must contain details regarding their name, name of the person authorized to sign on their behalf and relevant conditions or limitation and its registered office; and
- (b) Original documents which are neither in Thai nor in English must be submitted together with Thai or English translation, certified as true and correct copy by the authorized representative.

Articles of Association of Getabec Public Company Limited

Chapter 1

General Provisions

1. These Articles of Association shall be called the Articles of Association of Getabec Public Limited Company
2. The term “Company” in these Articles of Association means Getabec Public Company Limited unless otherwise specified.
3. Any other statement not mentioned in these Articles of Association shall be deemed and enforced under the provisions of law governing public limited companies and the securities and exchange in all respects.
4. If the Company or any subsidiary company agrees to enter into a connected transaction or transaction regarding the acquisition or disposition of assets of the Company or its subsidiary company, as defined by the Notifications of the Capital Market Supervisory Board of the Stock Exchange of Thailand governing the connected transaction or the acquisition or disposition of assets of the listed company, as the case may be, the Company shall comply with rules and regulations as specified by the said notifications on such matters.

Chapter 5

The Board of Directors

5. The Company shall have the board of directors comprising at least five (5) directors to conduct the business of the Company and not less than half of them shall reside in the Kingdom of Thailand, and directors of the Company shall be eligible as required by law.

Directors may or may not be the shareholders of the Company.

6. The directors shall be elected at the shareholders’ meeting in accordance with the following rules and procedures:
 - (1) Each shareholder shall have a number of vote equal to one (1) share for one (1) vote
 - (2) Each shareholder may give all his votes according to (1) to elect one or several directors. If several persons are to be elected as director, the shareholder may not divide his/her votes among such persons.
 - (3) The persons receiving the highest votes in order shall be elected to fill the positions of directors as required, or to fill the vacancies during that particular election. In case the number of persons, who are elected in descending order, and received equal votes, exceeds the number of directors required or who shall be elected at that time, the Chairman shall have the casting vote.

20. 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, the number of directors closest to one-third shall retire from their office.

A retiring director may be re-elected.

Directors who have to retire from their office during the first and second year after the Company has been registered shall be decided by drawing lots. For the successive years, directors who have been in offices for the longest period shall retire from their office.

21. Apart from vacating the office upon the expiry of his or her term, a director shall retire from the office upon:

- (1) Death;
- (2) Resignation;
- (3) Lack of qualifications or possession of prohibited characteristics under the law governing public limited companies or the law on securities and exchange;
- (4) Removal by a resolution of the shareholders' meeting under Clause 23; and
- (5) Removal by a court order.

22. Any director wishing to resign from office shall submit his or her resignation letter to the Company, and the resignation shall be effective from the date on which the Company receives the resignation letter.

A director who has resigned under the first paragraph may also notify the Registrar of his or her resignation for the Registrar's information.

23. The shareholders' meeting may pass a resolution removing any director from office prior to the expiration of the director's term by a vote of not less than three quarters (3/4) of the number of shareholders who attend the meeting and are entitled to vote and hold shares of not less than half of the number of shares held by the shareholders who attend the meeting and are entitled to vote.

24. In the case of a vacancy in the board of directors for reasons other than the expiration of the director's term of office, the board of directors shall elect a person who has the qualifications and who has no prohibited characteristics under the law governing public company limited or the law governing securities and exchange as the substitute director at the next meeting of the board of directors, unless the remaining term of office of the said director is less than two (2) months. The substitute director shall hold office only for the remaining term of office of the director whom he or she replaces.

The resolution of the board of directors under the first paragraph shall be adopted by a vote of not less than three-quarters (3/4) of the number of remaining directors.

25. Directors are entitled to receive remuneration from the Company according to the consideration and resolution of the shareholders' meeting. The remuneration may be fixed amount or may be paid according to specific regulations or changed from time to time or may be effective until any change is made. Directors are also entitled to receive allowance and welfare according to the Company's regulations.

The above paragraph shall not affect the rights of staff members or employees of the Company who have been elected as a director in receiving remuneration or benefits as staff member or employee of the Company.

Chapter 6

Shareholder Meeting

36. The board of directors shall call a shareholders' meeting, which is an annual general meeting of shareholders within four (4) months after the last day of the fiscal year of the Company.

Shareholders' meeting other than the meeting mentioned in paragraph one shall be called extraordinary general meeting. The board of directors may call an extraordinary general meeting of shareholders at any time as the board consider expedient to do so.

One or several shareholder(s) holding shares in aggregate of not less than ten (10) percent of the total issued shares may jointly subscribe their names in a written notice requesting the board of directors to call an extraordinary meeting at any time, provided that matters and reasons for calling such meeting shall be clearly stated in the said notice. In such case, the board of directors shall convene a shareholders' meeting within forty-five (45) days from the date of the receipt of such notice from the shareholders.

In the case where the board of directors does not convene the meeting within the period specified under paragraph three, the shareholders who have subscribed their names or other shareholders holding shares in the required aggregate number may themselves call the meeting within forty-five (45) days from the end of the period under paragraph three. In this case, such shareholders' meeting shall be deemed to be called by the board of directors, and the Company shall be responsible for necessary expenses incurred in the course of convening such meeting and shall provide reasonable facilitation.

In the case where, at a shareholders' meeting called by the shareholders under paragraph four, the number of shareholders attending the meeting does not constitute a quorum as prescribed in Article 38. of these, the shareholders under paragraph four shall jointly be responsible to and compensate the Company for the expenses incurred from convening of such meeting.

37. In calling a shareholders' meeting, the board of directors shall prepare a written notice calling the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable details by indicating clearly whether it is the matter proposed for acknowledgement, for approval or for consideration, as the case may be, including the opinions of the board of directors on the mentioned matters. The notice shall be delivered to the shareholders and the Registrar for their information at least seven (7) days prior to the date of the meeting. The notice calling for the meeting shall also be published in the newspaper for three (3) consecutive days at least three (3) days prior to the date of the meeting.

In addition, the location for shareholders' meeting could be the province of the company's headquarters, or any nearby province proposed by the board of directors.

38. In order to constitute a quorum at the shareholders' meeting, there shall be at least twenty-five (25) shareholders and proxies (if any) attending a shareholders' meeting or not less than one half of the total number of total shareholders and in either cases such shareholders shall hold shares amounting to not less than one-third (1/3) of the Company's total number of shares sold.

At any shareholders' meeting, if one (1) hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for the quorum as stated in the first paragraph, if such meeting was requested by the shareholders, such meeting shall be cancelled. If the meeting was not called as a result of a request by the shareholders, the meeting shall be called once again and the notice calling for the meeting shall be delivered to shareholders not less than seven (7) days prior to the date of the meeting. In this subsequent meeting, a quorum is not required.

39. Chairman of the board of directors is Chairman of the shareholders' meeting. In a case when the Chairman is not in the meeting or cannot perform his or her duty and if there is a vice-chairman, the vice-chairman will act as Chairman. If there is no vice-chairman or he or she cannot perform the duty, the attending shareholders shall select one shareholder to be the Chairman of the meeting.

40. In voting at the shareholders' meeting, each share shall have one vote. Any shareholder having a special interest on the matter being resolved shall have no right to cast a vote on that matter, except in the event of voting to elect directors. The resolutions of a shareholders' meeting shall be passed in the following manners:

(1) In ordinary event, the majority of votes of the shareholders present and casting their votes shall be required. In case of a tie, the Chairman of the meeting shall cast another vote as a final decision.

(2) In the following events, no less than three quarters (3/4) of the votes of shareholders attending the meeting and being entitled to vote shall be required:

(a) Sale or transfer of the whole or essential parts of the business of the Company to other persons;

(b) The Company's purchase or acceptance of transfer of business of other companies or private companies;

(c) Making of, amendment to or termination of the contracts regarding the granting of a lease in whole or in essential parts of the business of the Company, the assignment of the management of the Company's business to any other persons or the amalgamation of business with other business for the purpose of profit and loss sharing;

(d) Amendment to the company's Memorandum of Association and Articles of Association;

(e) Capital increase and decrease;

(f) Dissolution of the Company;

(g) Issuance of debentures; and

(h) Merger and acquisition with other companies

41. The matters to be considered or executed at the annual general meeting may be the followings:

(1) Acknowledge reports of the board of directors concerning the operation of the Company's business for the past year;

(2) Approve the balance sheet and the financial statements of profit and loss for the past year;

(3) Approve the allocation of the profit as the legal reserve and payment of dividend;

(4) Approve the re-election of directors who retired by rotation and the remuneration of the directors;

(5) Approve the appointment and remuneration of the auditors; and

(6) Other matters (if any).

Chapter 7

Accounting, Finance and Accounting Audits

42. The fiscal year of the Company shall commence from the 1st day of January to the 31st day of December of that same year.

43. The Company shall arrange to have the accounts prepared, maintained and audited in accordance with the law concerning therewith, and shall arrange to have a balance sheet and a profit and loss statements prepared at least once (1) in every fiscal year.

44. The board of directors shall prepare the balance sheet and profit and loss account of the date ending the accounting period of the Company and submit the same to the annual general meeting of shareholders for approval. In this regard, the board of directors shall ensure that those balance sheet and profit and loss account would be audited by licensed auditors prior to submission to the shareholders' meeting for approval

45. The board of directors shall send the following documents to the shareholders together with the invitation letter to attend the annual general meeting:

(1) Copies of the audited balance sheet and profit and loss statements together with the report from the auditor; and

(2) Annual report of the board of directors and various related documents.

46. No dividend shall be paid other than out of profits. No dividend may be paid if the Company has still accumulated loss.

Dividends shall be allocated equally according to the amount of shares unless determined otherwise for the preference shares. The payment of dividend shall be subject approval of the shareholders' meeting.

The board of directors may from time to time pay to the shareholders such interim dividends as appeared to the board of directors to be justified by the profits of the Company and shall report to the next shareholders' meeting.

The distribution of dividend shall be made within one (1) month from the date either the shareholders' meeting or board of directors' meeting has passed such resolution. The director shall give a written notice to the shareholders and make an announcement of notice of such distribution in the newspaper.

47. The Company shall allocate the net profit of not less than five (5) percent of yearly net profit deducted by the accumulated loss carried forward (if any) as the legal reserve until the legal reserve reaches the amount of not less than ten (10) percent of the registered capital of the Company.

48. The auditor may not be a director, an officer, an employee or a person working in any position in the Company.

49. The auditor has the power to examine, during the office hours of the Company the accounts, documents and any other evidence relating to the revenues and expenditures, including the assets and liabilities of the Company. In this regard, the auditor shall also have the power to question the directors, staff members, employees, persons holding any position or having any duty in the Company, and agents of the Company, including directing them to clarify any matter or to deliver documents or evidences in connection with the operation of the business of the Company.

50. The auditor shall have a duty to attend every shareholders' meeting to consider the balance sheet, profit and loss statements and any other accounting-related problems of the Company in order to clarify the audit to the shareholders. The Company shall submit all reports and documents to be received by the shareholders at the shareholders' meeting to the auditor.

PROXY FORM A: General Proxy Form (SIMPLE FORM)
According to Regulation of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550

Duty Stamp of Baht 20 is required

Issued at.....

Date Month Year

(1) I, We..... Nationality.....

Residing at No.....Road.....Sub-district/Khwang.....

District/Khet.....Province.....Postal code.....

(2) Being a shareholder of **Getabec Public Company Limited**

holding..... shares and having.....votes which consist of

Number of ordinary shares.....shares, equivalent to.....votes

Number of preferred shares.....shares, equivalent to.....votes

(3) Hereby appoint any one of

(1) Name.....Age.....years old

Residing at No.....RoadSub-district/Khwang.....

District/Khet.....Province.....Postal Code..... or

(2) Name.....Age.....years old

Residing at No.....RoadSub-district/Khwang.....

District/Khet.....Province.....Postal Code..... or

(3) Name.....Age.....years old

Residing at No.....RoadSub-district/Khwang.....

District/Khet.....Province.....Postal Code..... or

to be the proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of Shareholders for the year 2020 to be held on Tuesday, 16 June 2020 at 14.00 hours at Grand Ballroom B, Maple Bangna Hotel, No. 9, Srinakarin Road, Bangna Sub-District, Bangna District, Bangkok, 10260, or at any adjournment thereof.

Any act performed by the proxy during the Meeting shall be deemed to have been done by me/us in all respects.

Signed Grantor

(.....)

Signed Grantee

(.....)

Signed Grantee

(.....)

Signed Grantee

(.....)

Remark

Where more than one proxy is appointed, only one proxy is allowed to attend the Meeting and cast the votes on behalf of the appointing shareholder. No voting shares can be split to more than one proxy for voting purpose.

PROXY FORM B (SPECIFIC DETAILS FORM)
According to Regulation of Department of Business Development
Re: Form of Proxy (No. 5) B.E. 2550

Duty Stamp of Baht 20 is required

Issued at.....
Date.....Month.....Year.....

(1) I, We NationalityResiding at No.
RoadSub-district/Khwang
District/KhetProvincePostal code

(2) Being a shareholder of Getabec Public Company Limited
holding..... shares and having votes, which consist of
Number of ordinary shares.....shares, equivalent to.....votes
Number of preferred shares.....shares, equivalent to..... votes

(3) Hereby appoint any one of:

(1) Name.....Age.....years old
Residing at No..... Road.....Sub-district/Khwang.....
District/Khet.....Province.....Postal code..... or

(2) Name.....Age.....years old
Residing at No..... Road.....Sub-district/Khwang.....
District/Khet.....Province.....Postal code..... or

(3) Name.....Age.....years old
Residing at No..... Road.....Sub-district/Khwang.....
District/Khet.....Province.....Postal code..... or

to be the proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of Shareholders for the year 2020 to be held on Tuesday, 16 June 2020 at 14.00 hours at Grand Ballroom B, Maple Bangna Hotel, No. 9, Srinakarin Road, Bangna Sub-District, Bangna District, Bangkok, 10260, or at any adjournment thereof.

(4) I/we authorize the proxy to cast the votes on my/our behalf in this Meeting in the following manners:

- Agenda 1: To Certify the Minutes of the Annual General Meeting of Shareholders for the Year 2019 convened on 23 April, 2019**
- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

- Agenda 2: To Acknowledge the Performance of the Company for the Year 2019**
- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
 - Approve Disapprove Abstain

Agenda 3: To Consider and Approve the Company's Financial Statements for the Year 2017 ending December 31, 2019 Audited by the Licensed Auditor and Reviewed by the Audit Committee

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 4: To Consider and Approve the Allocation of the Net Profit as Legal Reserve for the Year 2019

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 5: To Consider and Approve Cancellation of Dividend Payment for the Year 2019 and Notification of Interim Dividend Payment

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 6: To Consider and Approve the Re-Election of Directors who Retired by Rotation for the Year 2020 as the Company's Directors

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve the election of all proposed directors
- Approve the election of Assoc. Prof. Dr. Aekkachai Nittayagasetwat as the Company's director
- Approve Disapprove Abstain
- Approve the election of Mr. Chalard Na-Ranong as the Company's director
- Approve Disapprove Abstain

Agenda 7: To Consider and Approve the Remuneration of the Directors for the Year 2020

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 8: To Consider and Approve the Appointment and Remuneration of the Auditors for the Year 2020

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 9: To Consider and Approve Additional Amendment of Company's Articles of Association

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 10: To Consider and Approve an Additional Objective of the Company and the Amendment of the Memorandum of Association on Point 3 to be in Line with Objectives of the Company

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove

Agenda 11: Other matters (if any)

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

(5) Voting of the proxy for any agenda that is not consistent with the intention specified under this proxy shall be deemed invalid and shall not be the vote of me/us as shareholder.

(6) If I/we do not specify or clearly specify my/our intention to vote in any agenda, or if there is any other agenda considered in the Meeting other than those specified above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider the matters and vote on my/our behalf as the proxy deems appropriate.

Any act performed by the proxy at the Meeting shall be deemed to have been done by me/us in all respects except for voting of the proxy which is not consistent with my/our intention as specified under this proxy.

Signed _____ Grantor

(_____)

Signed _____ Grantee

(_____)

Signed _____ Grantee

(_____)

Signed _____ Grantee

(_____)

Note:

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and shall not allocate the number of shares to several proxies to vote separately.
2. In case of agenda relating to the appointment of directors, the proxy could elect all or any of the proposed directors.
3. In case that there is agenda other than agendas specified above, the proxy is entitled to use the Annex to the Proxy Form Type B.

Annex to the Proxy Form Type B

Grant of proxy as a shareholder of Getabec Public Company Limited

For the Annual General Meeting of Shareholders for the Year 2020 on Tuesday, 16 June 2020 at 14.00 hours at Grand Ballroom B, Maple Bangna Hotel, No. 9, Srinakarin Road, Bangna Sub-District, Bangna District, Bangkok, 10260, or at any adjournment thereof

Agenda

(a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda

(a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda

(a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda

(a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda

(a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda

(a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda

(a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy must cast the votes in accordance with my/our following instruction:

Approve Disapprove Abstain

Agenda To elect directors (continued)

Director's name.....

Approve Disapprove Abstain

Director's name.....

Approve Disapprove Abstain

Director's name.....

Approve Disapprove Abstain

Director's name.....

Approve Disapprove Abstain

Director's name.....

Approve Disapprove Abstain

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Approve Disapprove Abstain

Director's name.....

Approve Disapprove Abstain

Director's name.....

Approve Disapprove Abstain

Director's name.....

Approve Disapprove Abstain

PROXY FORM C (FOR FOREIGN SHAREHOLDER APPOINTING CUSTODIAN IN THAILAND)
According to Regulation of Department of Business Development Re: Form of Proxy (No. 5) B.E. 2550

Duty Stamp of Baht 20 is required

Issued at.....

Date.....Month.....Year.....

(1) I, We.....Nationality

Registered Office at No.RoadSub-district/Khwang

District/KhetProvincePostal code

in the capacity of a Depository and Trustee (Custodian) for

who is a shareholder of **Getabec Public Company Limited**

holdingshares and havingvotes, which consist of

Number of ordinary shares shares, equivalent tovotes

Number of preferred shares shares, equivalent tovotes

(2) Hereby appoint any one of:

(1) Name.....Age.....years old Residing at
No.....Road.....Subdi-strict/Khwang.....
District/Khet.....Province.....Postal code..... or

(2) Name.....Age.....years old Residing at
No.....Road.....Subdi-strict/Khwang.....
District/Khet.....Province.....Postal code..... or

(3) Name.....Age.....years old Residing at
No.....Road.....Subdi-strict/Khwang.....
District/Khet.....Province.....Postal code..... or

to be the proxy to attend and vote for me/us and on my/our behalf at the Annual General Meeting of Shareholders for the Year 2020 on Tuesday, 16 June 2020 at 14.00 hours at Grand Ballroom B, Maple Bangna Hotel, No. 9, Srinakarin Road, Bangna Sub-District, Bangna District, Bangkok, 10260, or at any adjournment thereof

(3) I/we authorize the proxy to cast the votes on my/our behalf in this Meeting in the following manners:

The proxy is authorized for all shares held and entitled to vote.

The proxy is authorized for certain shares as follows:

Number of ordinary shares..... shares, and entitling to vote votes

Number of preferred shares..... shares, and entitling to vote votes

Total entitled vote votes

(4) I/we authorize the proxy to cast the votes on my/our behalf in this Meeting in the following manners:

Agenda 1: To Certify the Minutes of the Annual General Meeting of Shareholders for the Year 2019 convened on 23 April 2019

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 2: To Acknowledge the Performance of the Company for the Year 2019

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 3: To Consider and Approve the Company's Financial Statements for the Year 2017 ending December 31, 2019 Audited by the Licensed Auditor and Reviewed by the Audit Committee

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 4: To Consider and Approve the Allocation of the Net Profit as Legal Reserve for the Year 2019

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 5: To Consider and Approve Cancellation of Dividend Payment for the Year 2019 and Notification of Interim Dividend Payment

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 6: To Consider and Approve the Re-Election of Directors who Retired by Rotation for the Year 2020 as the Company's Directors

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve the election of all proposed directors
- Approve the election of Assoc. Prof. Dr. Aekkachai Nittayagasetwat as the Company's director
- Approve Disapprove Abstain
- Approve the election of Mr. Chalard Na-Ranong as the Company's director
- Approve Disapprove Abstain

Agenda 7: To Consider and Approve the Remuneration of the Directors for the Year 2020

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 8: To Consider and Approve the Appointment and Remuneration of the Auditors for the Year 2020

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 9: To Consider and Approve Additional Amendment of Company's Articles of Association

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove Abstain

Agenda 10: To Consider and Approve an Additional Objective of the Company

and the Amendment of the Memorandum of Association on Point 3 to be in Line with Objectives of the Company

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove

Agenda 11: Other matters (if any)

- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
- Approve Disapprove

(5) Voting of the proxy for any agenda that is not consistent with the intention specified under this proxy shall be deemed invalid and shall not be the vote of me/us as shareholder.

(6) If I/we do not specify or clearly specify my/our intention to vote in any agenda, or if there are agendas other than agendas specified above, or if there is any change or amendment to any fact, the proxy shall be authorized to consider the matters and vote on my/our behalf as the proxy deems appropriate.

Any act performed by the proxy at the Meeting shall be deemed to have been done by me/us in all respects except for the voting of the proxy which is not consistent with my/our intention as specified under this proxy.

Signed _____ Grantor

(_____)

Signed _____ Grantee

(_____)

Signed _____ Grantee

(_____)

Signed _____ Grantee

(_____)

Note:

1. This Proxy Form C shall be applicable only for the shareholders who are listed in the share register book as the foreign investors appointing the custodian to act as their depository and trustee in Thailand.
2. The following documents shall be attached with this Proxy Form:
 - (1) Power of attorney from a shareholder authorizing the custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter certifying that the person signing the Proxy Form is authorized to engage in custodian business.
3. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and shall not allocate the number of shares to several proxies to vote separately.
4. In case of agenda relating to the appointment of directors, the proxy is entitled to elect all or any of the proposed directors.
5. In case that there is agenda other than agendas specified above, the proxy is entitled to use the Annex to the Proxy Form Type C.

Annex to the Proxy Form Type C

Grant of proxy as a shareholder of Getabec Public Company Limited

For the Annual General Meeting of Shareholders for the Year 2020 on Tuesday, 16 June 2020 at 14.00 hours at Grand Ballroom B, Maple Bangna Hotel, No. 9, Srinakarin Road, Bangna Sub-District, Bangna District, Bangkok, 10260, or at any adjournment thereof

- Agenda
- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- Agenda
- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- Agenda
- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- Agenda
- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- Agenda
- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
 - Approve.....votes Disapprove.....votes Abstain.....votes

- Agenda
- (a) The proxy is entitled to consider the matter and cast the votes on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy must cast the votes in accordance with my/our following instruction:
 - Approve.....votes Disapprove.....votes Abstain.....votes

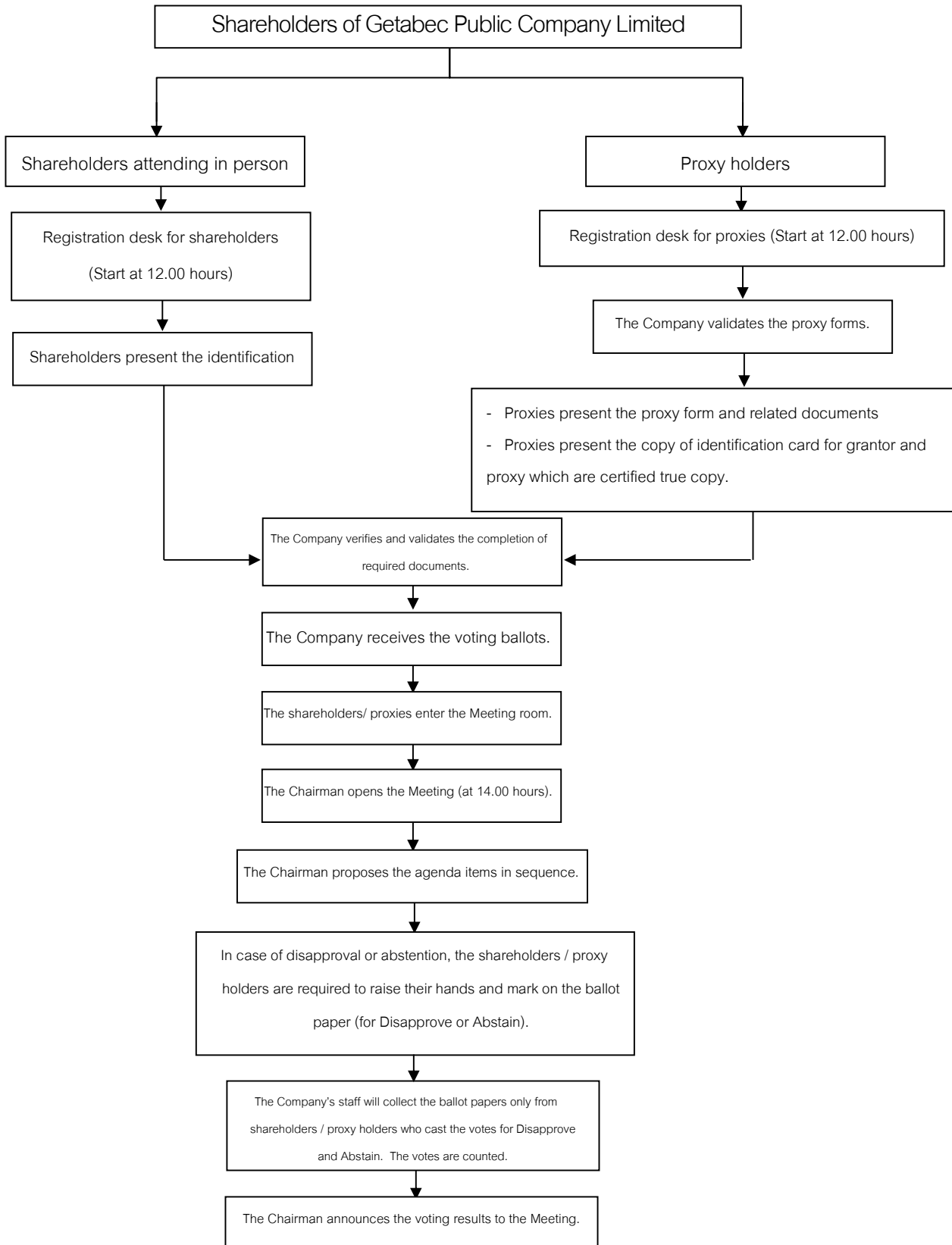
Agenda To elect directors (continued)

- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes
- Director's name.....
- Approve.....votes Disapprove.....votes Abstain.....votes

**Information of Company's Independent Director who represents to be a Proxy of Shareholders at the Annual
General Meeting of Shareholders for the Year 2020 of Getabec Public Company Limited**

Name	Position	Age (Years Old)	Address	Conflict of Interests in the Proposed Agendas
Dr. Paritud Bhandhubanyong	Chairman of the Board of Directors	64	335/7, Srinakarin Road, Khwang Nong Bon, Khet Prawet, Bangkok	None

Procedures for Attending the Annual General Meeting of Shareholders for the Year 2020
Getabec Public Company Limited
Tuesday, 16 June 2020 at 14.00 hours



*** Please return all of voting ballots to the Company's staff after the end of Meeting.**

Methods for Vote Casting and Counting in the Annual General Meeting of Shareholders

1. For voting methods on Annual General Meeting, each shareholder shall have a number of votes equal to the number of shares held. One share equals to one vote, and each shareholder is entitled to cast the votes in each agenda to approve, disapprove or abstain. In this regard, each shareholder is entitled to cast the votes only in one choice otherwise the ballot would be regarded as void. In case a foreign shareholder appoints a custodian in Thailand, the proxy is entitled to vote in accordance with the intention of the shareholder specified under the proxy form.

2. In order to count the votes on each agenda, a barcode system will be applied. A simple majority vote of the shareholders who attend and cast their votes is required unless there are any other legislations determining otherwise. The process of counting votes is shown on the monitor. In this regard, the voting methods are divided into 4 main parts as follows:

- ◆ Part 1: Agendas 1, 3, 4, 5, 6 and 8 are ordinary resolutions which require a simple majority vote of the shareholders who attend and entitled to cast the votes.
- ◆ Part 2: Agenda 2 are for acknowledgement and does not require shareholders' voting.
- ◆ Part 3: Agenda 7 is the remuneration of directors for which it requires a vote of not less than two-thirds of the total number of votes of shareholders who attend the Meeting.
- ◆ Part 4: Agenda 9 and 10 are the approval of amendment of the Company's Articles of Association and memorandum of association on Point 3 to be in line with objectives of the Company. The resolutions of the agendas shall be adopted by no less than three-quarters of total votes of the shareholders who attend the meeting.

3. In order to count the votes in the Meeting smoothly and quickly, the vote counting would be based on deduction of "Disapprove" and "Abstain" votes from the total number of votes of the shareholders who attend the Meeting on each agenda. Any shareholders who wish to vote disapprove or abstain must raise their hands and the Company's staff will collect their voting ballots. In case no shareholders raise their hands for disapprove or abstain, it shall be deemed that the Meeting unanimously resolves to approve the agenda.

4. To ensure that the process of vote counting is transparent in accordance with the Company's code of conduct, the Company's staff would collect all of the voting ballots simultaneously at the end of the Meeting. In case shareholders would like to leave the Meeting before the end of the Meeting, they have to submit the voting ballots to the Company's staff before leaving in order to receive the Minute and check for accuracy.

The Company will make disclosure of the Minutes of Annual General Meeting of Shareholders within 14 days from the Meeting date.

**Map of the Venue for the Annual General Meeting of Shareholders for the Year 2020
of Getabec Public Company Limited
Tuesday, 16 June 2020, 14.00 hr.**



**Grand Ballroom B, Maple Bangna Hotel, No. 9, Srinakarin Road,
Bangna Sub-District, Bangna District, Bangkok, 10260**

QR Code Procedures for Downloading Annual Report for the Year 2019

The Stock Exchange of Thailand through the Thailand Securities Depository Company Limited's securities registration service developed a system which enabled listed companies to send the Annual General Meeting documents and Annual Reports in the form of QR code, allowing shareholders to conveniently and quickly access the information. Shareholders can download the information through QR code by following these procedures:

For iOS System (iOS 11 or higher)

1. Open a camera on the mobile phone.
2. Scan the QR code (point the camera on the phone to the QR code).
3. The screen will display a notification on the upper side. Click the notification to view the information.

Note: In case the mobile phone does not display a notification, shareholders can scan the QR code from other applications, for example, QR Code Reader, Facebook, Line, etc.

For Android System

1. Open the QR Code Reader, Facebook, or Line application.

QR Code Scanning through Line

- Enter Line and select 'Add friend'
 - Select QR Code
 - Scan QR Code
2. Scan the QR code to view the information.



บริษัท เจตาอบค จำกัด (มหาชน)
GETABEC PUBLIC COMPANY LIMITED

335/7 SRINAKARIN ROAD, NONGBON,
PRAWET, BANGKOK 10250
TEL: (66) 02 366 0400-7 / FAX: (66) 02 366 0399

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