

SET 2020/13

July 16, 2020

Subject: Notification of the Resolutions of the 2020 Annual General Meeting of Shareholders

To: President

The Stock Exchange of Thailand

TEAM Consulting Engineering and Management Public Company Limited (“the Company”) held the 2020 Annual General Meeting of Shareholders on July 16, 2020 at 14.00 hours at the Meeting Room, 2nd Floor, TEAM Building, 151 Nuan Chan Road, Nuan Chan Sub-district, Bueng Kum District, Bangkok 10230. The shareholders have passed the resolutions as follows:

1. Certified the Minutes of the 2019 Annual General Meeting of Shareholders held on April 3, 2019 by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	413,819,500 Votes,	or represented	100.00	Percent
Disapproved	0 Votes,	or represented	0.00	Percent
Abstained	0 Votes,	or represented	0.00	Percent
Voided Ballot	0 Votes,	or represented	0.00	Percent

2. Acknowledged the report on the Company's operating results for ending December 31, 2019.

3. Approved the Company's financial statements for the fiscal period ended on December 31, 2019 by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	413,829,500 Votes,	or represented	100.00	Percent
Disapproved	0 Votes,	or represented	0.00	Percent
Abstained	0 Votes,	or represented	0.00	Percent
Voided Ballot	0 Votes,	or represented	0.00	Percent

4. Approved the appropriation of the legal reserve and acknowledged the Interim Dividend Payments.

- Acknowledged the two interim dividend payments, with the total value of totaling Baht 0.11 (before withholding tax) per share, the total amount of Baht 74,800,000 (seventy-four million eight hundred thousand baht only), which was paid from the retained earnings of the Company in the amount of Baht 18,360,000 (eighteen million three hundred sixty thousand baht only) and paid from the net profit of the separate financial statements for the year 2019 in the amount of Baht 56,440,000 (fifty-six million four hundred forty thousand baht only). The company paid the first interim dividend to shareholders on September 5, 2019 and the second on May 7, 2020. No additional dividend shall be paid for the Operating Results in the Year 2019.
- Approved the appropriation of the legal reserve in the amount of Baht 4,200,000 (four million two hundred thousand baht only) by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	413,829,500	Votes,	or represented	100.00	Percent
Disapproved	0	Votes,	or represented	0.00	Percent
Abstained	0	Votes,	or represented	0.00	Percent
Voided Ballot	0	Votes,	or represented	0.00	Percent

5. Approved the election of directors in replacement of those who are retiring by rotation by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

- (1) Approved the re-election of Mr. Sanit Rangnoi as the Company's Independent Director for an additional term by the following votes:

Approved	413,829,500	Votes,	or represented	100.00	Percent
Disapproved	0	Votes,	or represented	0.00	Percent
Abstained	0	Votes,	or represented	0.00	Percent
Voided Ballot	0	Votes,	or represented	0.00	Percent

- (2) Approved the re-election of Dr. Prasert Patramai as the Company's Director for an additional term by the following votes:

Approved	413,829,500	Votes,	or represented	100.00	Percent
Disapproved	0	Votes,	or represented	0.00	Percent
Abstained	0	Votes,	or represented	0.00	Percent
Voided Ballot	0	Votes,	or represented	0.00	Percent

- (3) Approved the re-election of Mr. Chawalit Chantararat as the Company's Director for an additional term by the following votes:

Approved	413,829,500	Votes,	or represented	100.00	Percent
Disapproved	0	Votes,	or represented	0.00	Percent
Abstained	0	Votes,	or represented	0.00	Percent
Voided Ballot	0	Votes,	or represented	0.00	Percent

6. Approved the Remuneration of the Company's Director for the year 2020 as follows:

- (1) The Remuneration of the Company' Directors for the year 2020

Approved the monthly remuneration of the directors, meeting allowances and rewards for the year 2020 in amount of not exceeding Baht 7,000,000 (seven million baht only) according to the opinion of the Remuneration and Compensation Committee, which is equivalent to the remuneration in year 2019 as per the following details:

Board of Directors	Remuneration (per person)
1. Remuneration of the Board of Directors	
1.1 <u>Directors' Monthly Remuneration</u> (same rate in 2019)	
• Chairman of the Board	37,500 Baht / Month
• Deputy Chairman	32,500 Baht / Month
• Director	25,000 Baht / Month
1.2 <u>Meeting allowance</u> (same rate in 2019)	
• Chairman of the Board	7,500 Baht / Time
• Deputy Chairman	6,500 Baht / Time
• Director	5,000 Baht / Time
1.3 <u>Rewards</u>	
<u>Note:</u> A director who engages in full-time business administration of the Company and receives fixed salary will not receive remuneration in 1.1 and 1.2.	

Board of Directors	Remuneration (per person)
2. Remuneration of the Audit Committee 2.1 <u>Directors' Monthly Remuneration</u> (same rate in 2019) <ul style="list-style-type: none"> • Chairman of the Audit Committee • Member of the Audit Committee 2.2 <u>Meeting allowance</u> (same rate in 2019) <ul style="list-style-type: none"> • Chairman of the Audit Committee • Member of the Audit Committee 	 30,000 Baht / Month 20,000 Baht / Month 7,500 Baht / Time 5,000 Baht / Time
3. Remuneration of the Nomination and Compensation Committee 3.1 <u>Directors' Monthly Remuneration</u> 3.2 <u>Meeting allowance</u> (same rate in 2019) <ul style="list-style-type: none"> • Chairman of the Nomination and Compensation Committee • Member of the Nomination and Compensation Committee 	 - None - 7,500 Baht / Time 5,000 Baht / Time
4. Other Remuneration	- None -

(2) Annual rewards payment for the year 2019

Approved the payment of the annual rewards for the year 2019 of Baht 1,732,000 (one million seven hundred thirty-two thousand baht only).

The shareholders have passed the above resolution by voting which was not less than two-thirds (2/3) of the total number of votes of shareholders who attended the meeting as follows:

Approved	413,844,500	Votes,	or represented	100.00	Percent
Disapproved	0	Votes,	or represented	0.00	Percent
Abstained	0	Votes,	or represented	0.00	Percent
Voided Ballot	0	Votes,	or represented	0.00	Percent

7. Approved the appointment of the Company's Auditor and to fix the auditing fees for the year 2020 end December 31, 2020 as follows:

(1) Approved the appointment of auditors from EY Office Limited as the Company's auditors for the year 2020 ended December 31, 2020 and approve the auditing fees for the year 2020 ended December 31, 2020 by allowing any one of them to conduct an audit and comment on the financial statements of the Company as per the following details:

Name of Auditor	C.P.A. License No.	Year(s) as the Auditor of the Company
1. Mr. Chatchai Kasemsrithanawat	5813	3 years (appointed in 2016 and 2018-2019)
2. Miss Siraporn Ouaanunkun	3844	2 years (appointed in 2018 and 2019)
3. Mrs. Chonlaros Suntiasvaraporn	4523	1 year (appointed in 2019)

(2) Approved the auditing fees for the year 2020 ended December 31, 2020 amounting to Baht 2,800,000 (two million baht only).

The shareholders have passed the above resolution by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	413,844,500	Votes,	or represented	100.00	Percent
Disapproved	0	Votes,	or represented	0.00	Percent
Abstained	0	Votes,	or represented	0.00	Percent
Voided Ballot	0	Votes,	or represented	0.00	Percent

8. Acknowledged the extending and changing the objective of the use of funds raised through the sale of newly issued shares under Initial Public Offering (IPO) with the balance of IPO proceeds as of December 31, 2019, is Baht 39.78 Million provided that the time use IPO proceeds is scheduled to take place within the year 2020. The purpose of the use of proceeds is to invest in computer system, software, and investment in business relating to advanced technology.

Please be informed accordingly.

Yours sincerely,
Mrs. Penpilai Phonchaipanich
Chief Financial Officer (CFO)