

SET 2021/02

February 25, 2021

Subject: Resolutions of Board of Directors' Meeting regarding Date and Agenda of the 2021 Annual General Meeting of Shareholders and Dividend Payment.

To: President
The Stock Exchange of Thailand

TEAM Consulting Engineering and Management Public Company Limited (“the Company”) would like to inform you of the significant resolutions of the Company’s Board of Directors Meeting No. 1/2021 held on February 25, 2021. The meeting has adopted the following resolutions:

1. Approval of the Board of Directors’ report on the Company’s operating results for the year ending December 31, 2020 and proposal of the same to the 2021 Annual General Meeting of Shareholders for acknowledgment.
2. Approval of the Company’s financial statements for the fiscal period ending December 31, 2020, which were audited by the Company’s auditor and proposal of the same to the 2021 Annual General Meeting of Shareholders for approval.
3. Approval of the appropriation of profit as a legal reserve and declaration of the dividend payment for the year 2020 and proposal of the same to the 2021 Annual General Meeting of Shareholders for approval as follows:
 - 3.1 Approval of the appropriation of profit as legal reserve amounting to Baht 6,700,000 (six million seven hundred thousand baht only).
 - 3.2 Approval of the declaration of the dividend payment of 2020 at the rate of Baht 0.16 per share (before withholding tax) or the total of Baht 108,800,000 (one hundred eight million eight hundred thousand baht only), which is 88.44% of the net profit of the separate financial statements for the year ended December 31, 2020. Since the interim dividend at the rate of Baht 0.11 per share (before withholding tax) in the total of Baht 74,800,000 (seventy-four million eight hundred thousand baht only) was paid to shareholders on September 11, 2020, the remaining dividend to be paid from the net profit of the separate financial statements for six (6) months as from July 1, 2020 to December 31, 2020 of the Company at the rate of Baht 0.05 per share (before withholding tax) in the total of Baht 34,000,000 (thirty-four million baht only). Such dividend payment is in accordance with the dividend payment policy and the Articles of Association of the Company.

The Record Date for the right to receive the dividend will be on May 12, 2021 and the payment of dividend will be made on May 28, 2021. Provided always, that the right of receive dividends is still subject to the approval of the 2021 Annual General Meeting of Shareholders.

4. Approval of the reappointment of three (3) directors who will retire from the Board by rotation at 2021 Annual General Meeting of Shareholders as the Company's directors for an additional term. The Board of Directors has proposed that the 2021 Annual General Meeting of Shareholders should reappoint the following directors as the Company's directors and hold the same position in the Sub-Committees for an additional term:

Retiring Directors	Position
1. Mr. Wera Sutesopon	Director, Member of the Nomination and Compensation Committee
2. Mr. Issarin Patramai	Director
3. Dr. Aphichat Sramoon	Director, Member of the Executive Committee, Chairman of the Risk Management Committee, Chief Executive Officer

5. Approval of the remunerations of the Company's directors for the year 2021 as follows:
- 5.1 The directors' monthly remunerations, the Board's meetings allowance and the directors' annual rewards for the year 2021 shall be not exceeding Baht 7,000,000 (seven million baht only). This matter shall be proposed to the 2021 Annual General Meeting of Shareholders for approval.
- 5.2 The directors' annual rewards of the year 2020 shall be paid Baht 1,910,000 (one million nine hundred ten thousand baht only) or representing 1.6 percent of the net profit from the consolidated financial statements of the year 2020. The Board of Directors shall distribute the amount of such annual rewards among the directors in such manner as they themselves determined. This matter shall be proposed to the 2021 Annual General Meeting of Shareholders for acknowledgement.
6. Approval of the appointment of Mr. Chatchai Kasemsrithanawat, a certified public accountant, License No. 5813 or Miss Siraporn Ouaanunkun, a certified public accountant, License No. 3844 or Mrs. Chonlaros Suntiasvaraporn, a certified public accountant, License No. 4523 from EY Office Limited, as auditors of the Company for the year 2021 with the auditing fees of Baht 2,700,000 (two million seven hundred thousand baht only). This matter shall be proposed to the 2021 Annual General Meeting of Shareholders for approval.
7. Approval of the extension of time for the usage of fund raising through the Initial Public Offering (IPO) which the balance of IPO proceeds as of December 31, 2020 is 22.86 million baht provided that the time to use IPO proceeds is scheduled to take place within the year 2021. The said change is not material and complies with the Notification of the Office of the Securities and Exchange Commission No. SorChor.63/2561.
8. The Board of Directors has resolved to convene the 2021 Annual General Meeting of Shareholders on Thursday 29th April 2021 at 14.00 hours at TEAM Building, 2nd Floor, No. 151 Nuan Chan Road, Nuan Chan, Bueng Kum, Bangkok Metropolis. The meetings' agenda are as follows:

- Agenda Item 1 To consider and certify the Minutes of the 2020 Annual General Meeting of Shareholders held on July 16, 2020.
- Agenda Item 2 To acknowledge the report on the Company's operating results for the year ending December 31, 2020.
- Agenda Item 3 To consider and approve the Company's financial statements for the fiscal period ending December 31, 2020.
- Agenda Item 4 To consider and approve the appropriation of profit as a legal reserve and declaration of dividends payment for the year 2020.
- Agenda Item 5 To consider the election of directors in replacement of those retiring by rotation.
- Agenda Item 6 To consider the remunerations of the Company's directors for the year 2021.
- Agenda Item 7 To consider the appointment of the Company's Auditor and to fix the auditing fees for the year 2021 ending December 2021.
- Agenda Item 8 To acknowledge the extension of time for the usage of fund raising through the sale of Initial Public Offering (IPO).
- Agenda Item 9 Other Business (if any)

The record date for determining the shareholders that are eligible to attend the 2021 Annual General Meeting of Shareholders is set at March 12, 2021.

Nevertheless, this Annual General Meeting of Shareholders is set during the COVID-19 pandemic which the measures of the government and related government are uncertain and possible changes may occur before the date of the meeting. The Company may be required to file for permission or inform the authorities of the meeting plan which needs to comply with relevant measures announced by the government agencies. In case the circumstance changes or there is additional guidance issued by the government, the Company will publicly notify the guideline and procedures of attendance to the meeting under the COVID-19 pandemic circumstance in the Notice of the 2021 Annual General Meeting of Shareholders and the Company's website at www.teamgroup.co.th.

Please be informed accordingly.

Yours Sincerely,

(Mrs. Penpilai Phonchaipanich)
Chief Financial Officer
TEAM Consulting Engineering and Management Public Company Limited