

SET 2021/08

April 29, 2021

Subject: Notification of the Resolutions of the 2021 Annual General Meeting of Shareholders

To: President

The Stock Exchange of Thailand

TEAM Consulting Engineering and Management Public Company Limited (“the Company”) held the 2021 Annual General Meeting of Shareholders on April 29, 2021 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 2020 Annual General Meeting of Shareholders held on July 16, 2020 by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	389,262,700	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, 2020. (This agenda is for acknowledgement and no casting vote is required from shareholders.)
3. Approved the Company's financial statements for the fiscal period ended on December 31, 2020 by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	389,273,700	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 the declaration of the dividend payment for the year 2020
  - Acknowledged the interim dividend payment at the rate of Baht 0.11 per share (before withholding tax) to the Company's shareholders holding 680,000,000 shares, or the total amount of Baht 74,800,000 (seventy-four million eight hundred thousand baht only). Such dividend payment was the payment from the net profit of the separate financial statements ended June 30, 2020 according the Board of Directors Meeting No. 4/2020 held on August 11, 2020. The Company paid such dividend on September 11, 2020.
  - Approved the appropriation of the legal reserve in the amount of Baht 6,700,000 (six million seven hundred thousand baht only).
  - Approved the declaration of an additional dividend payment for the year 2020 from the net profit of separate financial statements for six (6) months as from July 1, 2020 to December 31, 2020 at the rate of Baht 0.05 per share (before withholding tax) to the Company's shareholders holding totaling of 680,000,000 shares, being the total amount of Baht 34,000,000 (thirty-four million baht only). The record date for the right to receive the dividend will be on May 12, 2021 and the payment of dividend will be scheduled on May 28, 2021

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

Approved	389,273,700	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. Wera Sutesopon as the Company's Director for an additional term by the following votes:

Approved	389,273,700	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 Mr. Issarin Patramai as the Company's Director for an additional term by the following votes:

Approved	389,273,700	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 Dr. Aphichat Sramoon as the Company's Director for an additional term by the following votes:

Approved	389,273,700	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 2021 as follows:

- (1) The Remuneration of the Company' Directors for the year 2021

Approved the monthly remuneration of the directors, meeting allowances and rewards for the year 2021 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 2020 as per the following details:

<b>Board of Directors</b>	<b>Remuneration (per person)</b>
<b>1. Remuneration of the Board of Directors</b>	
1.1 <u>Directors' Monthly Remuneration</u> (same rate in 2020)	
• 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 2020)	
• Chairman of the Board	7,500 Baht / Time
• Deputy Chairman	6,500 Baht / Time
• Director	5,000 Baht / Time

<b>Board of Directors</b>	<b>Remuneration (per person)</b>
<b>2. Remuneration of the Audit Committee</b> 2.1 <u>Directors' Monthly Remuneration</u> (same rate in 2020) <ul style="list-style-type: none"> <li>• Chairman of the Audit Committee</li> <li>• Member of the Audit Committee</li> </ul> 2.2 <u>Meeting allowance</u> (same rate in 2020) <ul style="list-style-type: none"> <li>• Chairman of the Audit Committee</li> <li>• Member of the Audit Committee</li> </ul>	30,000 Baht / Month 20,000 Baht / Month  7,500 Baht / Time 5,000 Baht / Time
<b>3. Remuneration of the Nomination and Compensation Committee</b> 3.1 <u>Directors' Monthly Remuneration</u> 3.2 <u>Meeting allowance</u> (same rate in 2020) <ul style="list-style-type: none"> <li>• Chairman of the Nomination and Compensation Committee</li> <li>• Member of the Nomination and Compensation Committee</li> </ul>	- None -  7,500 Baht / Time  5,000 Baht / Time
4. Other Remuneration	- None -

Note: Directors who hold the position of the executive of the Company from the Chief Executive Officer level down will not receive both Director's monthly remuneration and meeting allowance.

(2) Annual rewards payment for the year 2020

Approved the payment of the annual rewards for the year 2020 of Baht 1,910,000 (one million nine hundred ten 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	389,273,700	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 2021 end December 31, 2021 as follows:

(1) Approved the appointment of auditors from EY Office Limited as the Company's auditors for the year 2021 ended December 31, 2021 and approve the auditing fees for the year 2021 ended December 31, 2021 by allowing any one of them to conduct an audit and comment on the financial statements of the Company as per the following details:

<b>Name of Auditor</b>	<b>C.P.A. License No.</b>	<b>Year(s) as the Auditor of the Company</b>
1. Mr. Chatchai Kasemsrithanawat	5813	4 years (appointed in 2016 and 2018-2020)
2. Miss Siraporn Ouaanunkun	3844	3 years (appointed in 2018-2020)
3. Mrs. Chonlaros Suntiasvaraporn	4523	2 year (appointed in 2019-2020)

(2) Approved the auditing fees for the year 2021 ended December 31, 2021 amounting to Baht 2,700,000 (two million seven hundred thousand 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	389,273,700	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 of time for the use of funds raised through the sale of Initial Public Offering (IPO) with the balance of IPO proceeds as of December 31, 2020, is Baht 22.86 Million provided that the time use IPO proceeds is scheduled to take place within the year 2021. The purpose of the use of proceeds is to invest in computer system, software, and investment in business relating to advanced technology. (This agenda is for acknowledgement and no casting vote is required from shareholders.)

Please be informed accordingly.

Yours sincerely,  
Dr. Aphichat Sramoon  
Chief Executive Officer (CEO)