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**TEAM Consulting Engineering and Management Public Company Limited
Minutes of the 2025 Annual General Meeting of Shareholders**

Date, Time and Venue

The Meeting was held on Monday April 28, 2025 at 10.00 hrs. via Electronic Method (e-AGM)

Directors present at the Meeting

(9 directors from the total of 9 directors or representing 100.00 percent including Chairman of all sub-committees)

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| 1. | Mr. Rapee Phongbupakicha | Chairman of the Board of Directors/
Chairman of the Innovation and Artificial
Intelligence Committee |
| 2. | Mr. Amnat Prommasutra | Deputy Chairman of the Board of Directors/
Chairman of the Executive Committee |
| 3. | General Wichien Sirisoonthorn | Independent Director / Deputy Chairman of
the Board of Directors / Member of the
Audit Committee / Chairman of the
Nomination and Compensation Committee /
Chairman of the Corporate Governance and
Sustainability Committee |
| 4. | Mrs. Suvimol Chrityakierne | Independent Director / Chairman of the
Audit Committee |
| 5. | Assoc. Prof. Dr. Chamlong Prabkeao | Independent Director / Chairman of the Risk
Management Committee / Member of the
Corporate Governance and Sustainability
Committee |
| 6. | Air Chief Marshal Kongsak Chantarasopa | Independent Director / Member of the Audit
Committee / Chairman of the CEO
Performance Review Committee / Member
of the Nomination and Compensation
Committee / Member of the Risk
Management Committee / Member of the
Corporate Governance and Sustainability
Committee |
| 7. | Assoc. Prof. Dr. Kittichai Triratanasirichai | Independent Director / Member of the CEO
Performance Review Committee / Member |

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| | of the Innovation and Artificial Intelligence Committee |
| 8. Mr. Prasong Wangrattanapranee | Director, Member of the Nomination and Compensation Committee / Member of the CEO Performance Review Committee |
| 9. Mr. Chawalit Chantararat | Director / Deputy Chairman of the Executive Committee / Member of the Risk Management Committee / Member of the Corporate Governance and Sustainability Committee / Chief Executive Officer |

Executives attending the Meeting

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| 1. Mr. Pawak Vongpichate | Member of the Executive Committee / Deputy Chief Executive Officer |
| 2. Ms. Pornphan Amornrojworawut | Deputy Chief Executive Officer |
| 3. Mr. Sita Tansiri | Member of the Executive Committee / Chief Strategy Officer / Head of Investor Relations |
| 4. Ms. Nathaya Limsoontrakul | Member of the Executive Committee / Chief Financial Officer |
| 5. Ms. Kedsara Luengruengtip | Member of the Executive Committee / Chief Administrative Officer |
| 6. Mr. Worapong Preecha | Managing Director, TEAM Construction Management Co., Ltd |

Auditors attending the Meeting

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| 1. Ms. Wato Kayankannavee | Certified Public Accountant (Thailand) No. 5423, EY Office Limited |
| 2. Mr. Krit Sangsittisawad | Auditor Representative, EY Office Limited |

Corporate Legal present at the Meeting

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| 1. Ms. Nathamon Chanthawongsa | Director, Corporate Legal Office, responsible for supervising the Meeting in compliance with the laws and regulations of the Company |
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Commencement of the Meeting 10.00 hrs.

Ms. Pommara Patthanabhumthanint, Company Secretary, acting as the Secretary of the Meeting, welcomed shareholders and proxies attending the Meeting (“Attendees”) to the 2025 Annual General Meeting of Shareholders of TEAM Consulting Engineering and Management Public Company Limited (“The Company”) through electronic platform (e-AGM) which was held on April 28, 2025 at 10.00 hrs.



The Company Secretary then informed the Meeting that there were 7 shareholders attending the Meeting in person and 84 by proxy, totaling 91 shareholders, representing a total of 336,184,122 shares or 41.1033 percent of the total issued shares of the Company amounting to 817,901,618 shares, constituting a quorum in accordance with the Company's Articles of Association, and the Meeting was duly convened.

The Company Secretary added that the Company still gave shareholders the right to register to attend the Meeting after the commencement of the Meeting, with the right to vote on the agenda items not yet resolved, and then invited the Chairman of the Meeting to open the Meeting.

Mr. Rapee Phongbupakicha, Chairman of the Meeting ("Chairman"), opened the meeting and welcomed the shareholders and proxies in attendance, and then assigned the Company Secretary to introduce directors and executives attending the meeting and notify the Meeting of the meeting regulations, voting practices, criteria for counting votes, and methods of making inquiries or expressing opinions.

The Company Secretary explained that this meeting was held in the form of a meeting via electronic media in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020). This Meeting was conducted using an e-Meeting system operated by Conovance Company Limited ("CONOVANCE"), a provider of e-AGM conferencing system in accordance with the Notification of Ministry of Digital Economy and Society and certified by the Electronic Transactions Development Agency (ETDA). The shareholders who had submitted the meeting attendance request form in advance would receive username and password along with a manual and a link to log on to the system. They could participate throughout the Meeting and be informed of the voting results of each agenda which would be presented on the screen. In addition, the Company recorded the Meeting in the video media to comply with the law relevant to electronic meetings.

The Company Secretary further informed the Meeting that the Company has given importance to the arrangement of the Shareholders Meeting, taking into account the shareholders' equitable rights. Therefore, the Company provided an opportunity for shareholders to nominate candidates for election as the Company's directors and propose an agenda for inclusion in the agenda of Shareholders Meeting. The Company published all relevant documents on its website from October 1, 2024 to December 31, 2024. After the deadline, it was found that none of the shareholders nominated candidates for election as directors or proposed any additional agenda item. As a result, the names of directors to be appointed and the meeting agenda for today's Shareholders Meeting came from the resolution of the Board of Directors Meeting. Furthermore, the Company provided an opportunity for shareholders to submit questions related to the meeting agenda in advance as per the details and channels given in the Invitation to the Meeting.

The Company Secretary then introduced the Directors, Executives, Auditors, and the Company's Corporate Legal who attended the Meeting.

The Company Secretary further added that the Company was honored by the presence of Ms. Chanathip Wittayakul, a proxy from the Thai Investors Association, as a protection volunteer who attended the Meeting to assess the quality of the Company's 2025 Annual General Meeting of Shareholders.



The Company Secretary then explained the essence of voting criteria and procedure in order to comply with related laws and the Articles of Association of the Company, as well as voting process, vote counting criteria, and procedure for asking questions in each agenda as follows:

1. The voting shall have 3 alternatives which are "Approve," "Disapprove" or "Abstain."
2. In case shareholders wish to vote "Disapprove" or "Abstain," they shall select the check mark button in front of the chosen option, and then cast their votes and click "Send" button as displayed on the screen during the voting period of each agenda.
3. Proxies shall vote as specified by the shareholder in the proxy form only. If a proxy grantor has not specified or has not clearly specified his/her voting instruction or the Meeting passes resolutions on any agendas other than those stated in the proxy, the proxy shall have the right to cast the vote on behalf of shareholders.
4. One share is equivalent to one vote and cannot be divided into partial votes. The majority of Shares vote is the resolution of the Meeting.
5. For Agenda No. 6 "To consider the remuneration of the Company's Directors," not less than two-thirds (2/3) of the total votes of the shareholders present at the Meeting shall be required for a resolution of the Meeting.
6. For Agendas No. 8-10 and 12, Consider and approve the cancellation of the allocation of the Company's newly issued ordinary shares under a specific, the reduction of the Company's registered capital, the increase of the Company's registered capital, and the Addition of Objectives and the Amendment of Clause 3 of the Company's Memorandum of Association, these agenda items require a vote of not less than three-fourths (3/4) of the total votes of shareholders present at the Meeting and having the right to vote.
7. In the vote counting for each agenda item, the Company shall deduct the "Disapprove" and "Abstain" votes from the total number of shares of the shareholders and proxies attending the Meeting and having the right to vote.
8. In case of the shareholders who have appointed a proxy and specified their voting intention, the Company shall adopt their votes of "Approve," "Disapprove" or "Abstain" for counting the votes in each agenda item as per the instruction of such shareholders.
9. The Company will open voting for a period of 1 minute.
10. Vote counting by CONOVANCE e-AGM system.

The voting procedure is summarized as follows:

1. When shareholders wish to vote, click on the voting menu by 1) Press the "Vote" button on the screen, 2) select a vote by clicking one of the buttons: "Approve", "Disapprove" or "Abstain," both for their own vote and by proxy (if any), and 3) click "Send" button, 4) Once the voting is completed, the meeting status bar will display that your vote has been recorded.
2. If a shareholder enters the system and does not click any button on the voting menu during the voting period, the system will automatically count the votes as "Approve."

The vote counting criteria are summarized as follows:

1. Under Article 35 of the Company's Articles of Association, for a general case, a simple majority vote of the shareholders attending the Meeting and casting their votes shall be required for passing a resolution. In case of equality of vote, the Chairman of the Meeting shall give a casting vote.

2. In the vote counting for each agenda item, only the "Disapprove" and/or "Abstain" votes of the shareholders in the Meeting will be counted and then deducted from the total number of votes of shareholders and proxies present at the Meeting with the right to vote, while the rest will be deemed as "Approve" votes. Nevertheless, the votes by the proxy appointed by a shareholder who has already voted in the proxy form will be counted before the Meeting.

3. The declaration of voting results will show "Approve," "Disapprove," and "Abstain" votes. For each agenda item, the latest number of attendees will be adopted; therefore, the number of attendees on each agenda item may change and vary.

The Company Secretary further clarified that before voting on each agenda, the Company will provide an opportunity for attendees to ask questions on issues related to that agenda as appropriate. For questions or opinions irrelevant to the agenda being considered, please make such an inquiry or give such an opinion in the agenda item for other businesses at the end of the Meeting. Shareholders wishing to ask questions or express opinions can use the e-Question function by following these steps: 1) Click the "Chat" button on the menu at the bottom of the screen. A "Chat Window" will appear, 2) Type your question, then click "Send" to submit it within 1 minute. After that, the Company will read the questions in a respective order. The Company reserves the right to answer questions related to the agenda at that time, any questions irrelevant to the agenda will be asked later after the meeting is adjourned. In case a large number of questions are entered into the system, the Company reserves the right to select certain questions to be addressed as appropriate and if any question cannot be answered in the Meeting due to the time constraint, the Company will collect and respond to the questions and then disclose them in the Minutes of the Meeting or via the Company's website as appropriate.

The Company Secretary further added that in order to follow the Personal Data Protection Act, B.E. 2562 (2019), please note that the names and surnames of shareholders and proxies who have asked questions or expressed opinions will appear in the meeting minutes. Therefore, if anyone does not wish to disclose his/her name and surname in the meeting minutes, please notify the Company in simultaneity with the submission of questions or opinions. In addition, if shareholders have problems accessing the meeting system and voting system, please contact CONOVANCE Co., Ltd., the Company's E-AGM service provider, at Tel. +6682 979-4978 or contact the Company staffs at telephone number +662-509-9000 extension 1216 or email: cs@team.co.th.

Chairman of the Meeting then proposed that the Meeting considered the matters in accordance with the agenda as follows:

Agenda No. 1 To consider and certify the Minutes of the 2024 Annual General Meeting of Shareholders held on April 25, 2024

The Chairman assigned the Company Secretary to report the details to the Meeting.

The Company Secretary informed the Meeting that the 2024 Annual General Meeting of Shareholders was held on April 25, 2024. The Meeting had passed resolutions as stipulated by law and the Company prepared the minutes of the said Meeting within 14 days from the date of the Meeting. The said minutes shall be submitted to the next Annual General Meeting of Shareholders for approval.

The Company Secretary further informed the Meeting that the Board of Directors was of the opinion that the said minutes had been recorded correctly and completely and should be proposed to the 2025 Annual General Meeting of Shareholders for approval.

After that, the Chairman provided an opportunity for shareholders to ask questions and express opinions on relevant matters. No shareholders asked any questions or expressed any opinions on this agenda; therefore, the Chairman proposed that the Meeting cast their votes on this agenda. The resolution for this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.

After the counting of votes, the voting results were declared as follows:

Approved	336,184,121	Votes,	equivalent to	100.00	Percent
Disapproved	1	Votes,	equivalent to	0.00	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting approved by majority vote the Minutes of the 2024 Annual General Meeting of Shareholders held on April 25, 2024.

Agenda No. 2 To acknowledge the report on the Company's operating results for the year ended December 31, 2024

The Chairman assigned Mr. Chawalit Chantararat, Chief Executive Officer, and Ms. Nathaya Limsoontrakul, Chief Financial Officer, to summarize the important details to the Meeting.

Mr. Chawalit Chantararat, Chief Executive Officer, discussed the shareholding structure of the Group of Companies, business structure, sustainable business practices, and a summary of the number of projects awarded in 2024 and those newly awarded in 2025 up to present, ongoing projects, related businesses and investment projects, as well as a backlog of significant projects and new project opportunities in the year 2025 as follows:

- 1) 2021-2025 Vision “A regional solution provider and innovative business developer”
- 2) Business Units, e.g.
 - Transportation
 - Water Resources
 - Aviation
 - Project Management and Construction Supervision
 - Related Services
 - Innovative Investment
 - Climate and Sustainability
- 3) Shareholding structure of the Group of Companies
 - (1) Subsidiaries: The Company holds 100 percent of the shares in 8 subsidiaries as follows:
 1. ATT Consultants Co., Ltd. (ATT)
 2. TEAM Construction Management Co., Ltd. (TEAM-CM)
 3. Geotechnical & Foundation Engineering Co., Ltd. (GFE)
 4. TEAM SQ Co., Ltd. (TEAM SQ)
 5. TLT Consultants Co., Ltd. (TLT)
 6. LTEAM Sole Company Limited (LTEAM)
 7. TEAM Next Co., Ltd. (TEAM NEXT)
 8. GOE Consultant Company Limited (GOE)
 - (2) Associated companies: The Company has 1 associated company, with 50% shareholding, namely DTX Co., Ltd. (DTX)
- 4) 154 projects were awarded in 2024, comprising 25 government projects, 93 private projects, 8 international projects, and 28 related business projects
- 5) 427 ongoing projects included 135 government projects, 214 private projects, 36 international projects, and 42 related business projects
- 6) Backlog highlights are as follows:
 - (1) Backlog Highlight - Projects Awarded in 2024:
 - MRT Orange Line Project (West Section: Bang Khun Non-Thailand Cultural Center)
 - Project Management Consultant for Construction of Hospital Building and Siriraj Mass Rapid Station Project
 - Project Management and Construction Supervision Consultant for Overhead-to-Underground Cable Conversion Project along 3 MRT Lines (Pink/Yellow/Purple)

- Survey, Study and Preparation of Flood Protection and Drainage Management Guidelines for Eastern Bangkok outside the King's Dike
 - Digital Twin Development Project, Phase 2, under SMART Industrial Estate Center Project
- (2) Backlog Highlight - Projects Awarded in 2025:
- Survey and Design of Phuket International Airport Phase 2 Project
 - Survey and Detailed Design of 4-Lane Highway No. 3086, Nong Prue District to Bo Phloi District Section, Kanchanaburi Province
 - FS/IEE for Preparation of Highway Development Plan to Support Border Trade Checkpoints Project
 - Geotechnical Instrumentation Installation and Monitoring for MRT Orange Line Project, West Section (Section D)
 - Development and Preparation of Climate Projections to Support Climate Change Adaptation Project
- 7) New project opportunities in 2025, with a total of 102 projects, consisting of 27 government projects, 53 private projects, 7 international projects, and 15 related business projects, for example:
- (1) Mass rapid transit/high-speed rail projects
 - (2) Double-track railway projects
 - (3) Airport projects
 - (4) Overhead-to-underground cable conversion projects
 - (5) Water resources management/hydropower/drainage tunnel projects
 - (6) Carbon footprint assessment/Greenhouse Gas Validation and Verification Body (VVB for CFO/T-VER)
- 8) Business expansion to Engineering Procurement Contract (EPC) services which include engineering design, procurement of equipment and materials, construction until completion and delivery of works to project owners. At present, there are 2 EPC projects, i.e. New Zoo Construction Project (Phase 1) at Khlong Hok of the Zoological Park Organization of Thailand, and Construction of Precious Wood Knowledge Museum, Phase 2 of the Ministry of Natural Resources and Environment.
- 9) Driving innovation and artificial intelligence: In 2025, the Company appointed an innovation and artificial intelligence committee, with the list of committee members and their roles and responsibilities described herein.
- (1) Members of the Innovation and Artificial Intelligence Committee
 1. Mr. Rapee Phongbupakicha Chairman
 2. Assoc.Prof. Dr. Kittichai Triratanasirichai Member

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| 3. | Dr. Supattana Wichakul | Member |
| 4. | Dr. Saratchai Ongprasert | Member |

(2) Main Roles and Responsibilities

- Define the Company's innovation and AI strategies in line with the organizational vision to enhance competitive advantage.
- Promote an innovation-driven corporate culture, support the AI integration, and manage technology risks.

10) The Company's ESG Performance:

- Environment (E): The Company has promoted a sustainable low-carbon society across all sectors with environmental considerations and greenhouse gas emission services. The past performance in accordance with this approach included the following.
 - Training was provided to executives and employees to build knowledge and understanding of ESG principles through ESG DNA Project. Over 70 percent of the employees completed the training in accordance with the standards and recommendations of the Stock Exchange of Thailand (SET).
 - Renewable energy system (Solar Rooftop) was implemented at TEAM Building. Solar Power Purchase Agreements (PPA) were signed with clients.
 - Energy-saving innovation (Smart Chiller) was implemented at TEAM building, including consulting services.
 - BIM & Digital Twin technologies have been utilized in consulting services for clients so as to improve the efficiency of maintenance and asset management systems for large buildings, and reduce construction losses and greenhouse gas emissions.
 - The Company has participated in the Circular Economy in Construction Industry (CECI) Network.
 - The Company has also joined the Thailand Carbon Neutral Network (TCNN) to promote efficient resource utilization in construction and reduce greenhouse gas emissions.
- Social (S):
 - The Company published two "Talk to TEAM" programs on YouTube and Facebook "TEAMGConsult," i.e. 1) PM 2.5: The Silent Threat to the City, and 2) PM 2.5: From Farmland to the City.
 - Public services: On March 28, 2025, the Company established a center to provide initial consultations for earthquake-affected

buildings. From March 29, 2025 to April 27, 2025, a total of 398 requests were received via email, telephone, and LINE Official. The Company assessed 375 buildings as safe and 23 buildings as moderately damaged (yellow category). Additionally, volunteer engineering teams were dispatched to assist the government, the Engineering Institute of Thailand, the Consulting Engineers Association of Thailand, and other relevant agencies to conduct initial structural assessments. To reassure clients and the public, the Company inspected high-rise buildings under its supervision, comprising 16 high-rise buildings under construction and 6 completed high-rise buildings. All were found to be structurally sound and safe.

□ Governance (G):

- The Company is committed to business conduct in accordance with the corporate governance principles. In 2024, the Company was awarded the excellent level of recognition or 5 stars from the assessment under Corporate Governance Report of Thai Listed Companies (CGR) for the fourth consecutive year. The Company was also ranked in the Top Quartile in both overall listed company score and average score by industry group (Property and Construction) for the second consecutive year.

Furthermore, Mr. Chawalit reported that the Company was committed to responsible business practices, strictly adhering to the engineering professional code of ethics, and firmly committed to combating corruption. Consequently, the Company declared its intention to become a member of the Thai Private Sector Collective Action against Corruption (CAC) to be part of the anti-corruption coalition in Thailand, ensuring that all operations are conducted correctly and transparently, for the best interests of all stakeholders.

Ms. Nathaya Limsoontrakul, Chief Financial Officer, then reported to the Meeting the Company's operating results for the year ended December 31, 2024 for acknowledgment as follows:

Overall Operating Results

Over the past two years, the Company has restructured to accommodate a new business in engineering, procurement, and construction (EPC) services, building upon its existing consulting business. Concurrently, it has efficiently managed resources, resulting in continuous growth in both revenue and net profit for the Company and its subsidiaries ("the Group of Companies"). The 2024 sales and service income totaled 1,872 million baht, increasing by 198 million baht or a 12% growth compared to 2023. The Company also achieved a record-breaking net profit of 154 million baht, rising by 25 million baht or a 19% increase from 2023.

The 2024 Revenue Structure comprises the following ratio.

1. Revenue by Service Type:

- 1) Related businesses (EPC): 23 percent
 - 2) Project management and construction supervision: 41 percent
 - 3) Study, design and report preparation: 36 percent
2. Revenue by Specialization:
 - 1) Buildings and infrastructure projects: 40 percent
 - 2) Water resources projects: 29 percent
 - 3) Transportation and logistics projects: 22 percent
 - 4) Others such as environment, power and energy: 9 percent

Highlight Projects in 2024

1. New Zoo Construction Project (Phase 1) at Khlong Hok
2. Construction Supervision for Den Chai-Chiang Rai-Chiang Khong Railway Project
3. Commuter Rail Red Line Project, Bang Sue-Rangsit Section
4. Design of large hydropower projects, Lao PDR
5. Survey and Detailed Design of Chiang Mai International Airport Project

Statement of Financial Position

The Company's total assets amounted to 2,970 million baht, with a 22 percent growth in line with the increased operational performance. In addition, the Company acquired 12 million shares of Netbay Public Company Limited (NETBAY), representing 6 percent of NETBAY's ordinary shares at a total value of 204 million baht.

Significant Financial Ratio

The debt-to-equity ratio was 1.24, with a slight increase from 2023 due to the increased investment in new business, i.e. engineering procurement. The return on equity (ROE) and net profit margin rose alongside the Company's profit to 12.31 percent and 8.15 percent respectively.

Backlog

At the end of 2024, the Company had a backlog in the amount of 4,682 million baht, consisting of 4,487 million baht from project consultant works and 195 million baht from investment projects. In the first quarter of this year up to April 15, 2025, the Company secured more contracts worth 782 million baht as a result of ongoing organizational restructuring and strategic enhancements. Furthermore, its backlog continued to grow in value, with a strong and stable growth outlook.

Additionally, Ms. Nathaya reported the consolidated financial position of the Company and its subsidiaries as of December 31, 2024 to the Meeting as follows:

Assets

- Accounts receivable and contract assets increased by 317 million baht, or 21 percent, in line with the Company's performance. The main customer base remains government agencies at 67 percent, related services (government) at 25 percent, private projects at 6 percent, and international projects at 2 percent.
- Financial assets and investments rose by 168 million baht or 218 percent, by acquiring 12 million shares of NETBAY (representing 6 percent of NETBAY's ordinary shares) at a total value of 204 million baht.

Liabilities and Shareholders' Equity

As of December 31, 2024, the shareholders' equity of the Group of Companies was 1,324 million baht and the contract liabilities amounted to 761 million baht, rising by 185 million baht or a 32% increase from the total service income received in advance from new projects. The received payments exceeded the contractual progress of projects.

The Company Secretary informed the Meeting that the Board of Directors was of the opinion that the report on the Company's operating results for the year ended December 31, 2024 was accurate and that the same should be proposed to the Annual General Meeting of Shareholders for acknowledgment.

After that, the Chairman provided an opportunity for shareholders to ask questions and express their opinions on relevant issues, with a summary as follows:

Question: Ms. Orawan Khrongkaew, a shareholder, asked about the 2025 business outlook.

Answer: Mr. Chawalit Chantararat, Chief Executive Officer, clarified that TEAM Group's business direction in 2025 would continue to focus on consulting work or providing consulting services, the fundamental base of the organization, with a tendency to continually expand this segment. Besides, the Company would put emphasis on the continuous growth of its related businesses, unceasingly seeking and pursuing new opportunities to further expand its business base.

In 2025, the environmental works, particularly regarding carbon footprints and carbon credits, will be highly challenging. The Company has set ambitious strategies to proactively pursue this market, especially as the Climate Change Act is expected to be enforced this year. This will necessitate many large organizations, including export-oriented industries, to systematically assess their carbon footprints before exporting their goods. Based on its preparedness, the Company has capabilities to provide comprehensive services for carbon footprint assessment and greenhouse gas emission reduction for organizations, encompassing technical expertise, standards, and environmental management systems. The Company does not focus solely on the number or value of projects, but rather on the quality of each project, ensuring a worthwhile return on investment, efficiency, and alignment with the organization's capabilities.

Professional ethics remain the key of its business approach. The Company views the upholding of ethics as the foundation of credibility that sets TEAM Group apart from other companies in the market that may have faced issues of reliability or work quality in the past. The Company emphasizes that over the past 47 years there have never been any issues or doubts regarding the quality of its work or the transparency of its business operations. This is considered a key strength and a significant opportunity in 2025 to further enhance trust and expand its market.

In respect of expansion, the Company has set a target to secure approximately 100 new projects in 2025, including government, private, international, and environmental projects such as carbon footprint projects, particularly those related to climate change, which are in high demand, both domestically and internationally. Aviation is a new business area the Company is preparing to provide services. A dedicated business unit has been established to support this work, building upon its existing experience and enhancing its capabilities in a more specialized field.

With regard to the backlog management, as of the beginning of 2025, the total backlog was 4,682 million baht. The plan is to produce about 1,900-2,000 million baht worth of work this year, which will reduce the backlog. However, the Company aims to secure new projects that will exceed the volume of work produced.

Ultimately, the Company underscores the importance of work quality across all sectors, whether government, private, related businesses, or even engineering, procurement, and construction (EPC) projects—the integrated construction business that the Company has expanded into in recent years. Emphasis is placed on unfailingly delivering quality outputs in accordance with professional standards. This reflects the professionalism of the Company's personnel, who share the common goal of building a sustainable and thriving organization in the long term.

As there were no further questions and opinions from the shareholders, the Chairman proposed that the Meeting acknowledged the report on the Company's operating results for the year ended December 31, 2024. As this agenda was for acknowledgement, vote casting was not required.

The Meeting acknowledged the report on the Company's operating results for the year ended December 31, 2024.

Agenda No.3 To consider and approve the Company's 2024 financial statements for the fiscal year ended on December 31, 2024

The Chairman assigned Ms. Nathaya Limsoontrakul, Chief Financial Officer, and Mrs. Suvimol Chrityakierne, Chairman of the Audit Committee, to present the important details to the Meeting.

Ms. Nathaya reported to the Meeting that the Company had prepared the balance sheet and statement of profit and loss for the fiscal year 2024 ended December 31, 2024 which were deemed to be correct, complete and adequate by the Audit Committee and the Board

of Directors in accordance with the generally accepted accounting principles and were audited by the Company's Auditor.

Ms. Nathaya further informed the Meeting of the key information of the Company's financial status and operating results for the fiscal year 2024 ended December 31, 2024 as follows:

Unit: Million Baht

Items	Consolidated Financial Statements	Separate Financial Statements
Total Assets	2,970	2,323
Total Liabilities	1,646	1,173
Total Shareholders' Equity	1,324	1,150
Sales and Service Income	1,872	1,110
Net Profit	154	116
Basic Earnings per Share (Baht/Share)	0.19	0.14
Cash flow from operating activities	184	(38)
Cash flow from investing activities	(200)	(136)
Cash flow from financing activities	73	184

Mrs. Suvimol Chrityakierne, Chairman of the Audit Committee, reported to the Meeting that the Audit Committee had considered and reviewed the Company's 2024 financial statements for the fiscal year ended December 31, 2024, which were audited and signed by the auditor from EY Office Limited, and deemed it appropriate to propose that the Board of Directors submit the Company's financial statements for the fiscal year 2024 ended December 31, 2024 to the Annual General Meeting of Shareholders for consideration and approval.

The Company Secretary informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the Company's financial statements for the fiscal year 2024 ended December 31, 2024 which were audited and signed by the auditor of the Company and also reviewed and approved by the Audit Committee.

The Chairman provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. However, there was no shareholder asking questions or expressing opinions on this agenda. Therefore, the Chairman proposed that the Meeting cast their votes on this agenda. The resolution of this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

After the counting of votes, the voting results were announced as follows:

Approved	336,184,122	Votes,	equivalent to	100.00	Percent
Disapproved	0	Votes,	equivalent to	0.00	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting unanimously approved the Company's financial statements for the fiscal year 2024 ended December 31, 2024.

Agenda No. 4 To consider and approve the appropriation of net profits as legal reserves and dividend payment for the year 2024

The Chairman assigned Ms. Nathaya Limsoontrakul, Chief Financial Officer, to present the details to the Meeting.

Ms. Nathaya informed the Meeting that based on the 2024 performance of the Company and its subsidiaries, the net profit amounted to 154,447,935 baht while the separate financial statements showed a net profit of 115,695,735 baht. The Company therefore allocated an annual net profit of 5,800,000 baht as legal reserve for the year 2024. As of December 31, 2024, the Company's legal reserve totaled 37,800,000 baht and the appropriation of net profit was in accordance with the Public Limited Companies Act B.E. 2535 (1992).

Ms. Nathaya then informed the Meeting that the Company's dividend policy is to pay dividends to shareholders each year at not less than 40 percent of net profit of the separate financial statements of the Company after the deduction of corporate income tax and all reserves as required by applicable laws. However, the said dividend payment may change depending on the business operating results, financial status, liquidity, investment plan, and legal conditions including management factors, necessity, and other suitable factors in the future. Furthermore, the dividend payment shall not significantly affect the normal operation of the Company.

Ms. Nathaya further reported that as for the 2024 performance, the Company had considered the following.

- 1) Dividend payment for the 2024 performance would be made at the rate of 0.14 baht per share or a total amount not exceeding 114,506,226.52 baht. The dividend payment is in accordance with the Company's dividend policy and Articles of Association.
- 2) The record date for determining the list of the shareholders entitled to receive the dividend payments would be on May 9, 2025 and the dividend payment at the rate of 0.14 baht per share was scheduled to be made on May 26, 2025.

The Company Secretary informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the following matters.

- 1) Approving the appropriation of net profits as legal reserve in the amount of 5,800,000 baht (Five million eight hundred thousand baht only).
- 2) Approving the dividend payment for the 2024 performance at the rate of 0.14 baht per share or a total amount not exceeding 114,506,226.52 baht

(One hundred fourteen million five hundred six thousand two hundred twenty-six baht and fifty-two satang). The record date for determining the list of the shareholders entitled to receive the dividend payments would be on May 9, 2025 and the dividend payment was scheduled to be made on May 26, 2025.

After that, the Chairman provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. However, there was no shareholder asking questions or expressing opinions on this agenda. Consequently, the Chairman proposed that the Meeting cast their votes on this agenda. The resolution of this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

After the counting of votes, the voting results were announced as follows:

Approved	336,184,122	Votes,	equivalent to	100.00	Percent
Disapproved	0	Votes,	equivalent to	0.00	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting unanimously approved as follows:

- 1) Approved the appropriation of net profit as legal reserve for the year 2024 in the amount of 5,800,000 baht.
- 2) Approved the dividend payment for the 2024 performance at the rate of 0.14 baht per share or a total amount not exceeding 114,506,226.52 baht. The record date for determining the list of the shareholders entitled to receive the dividend payments would be on May 9, 2025 and the dividend payment was scheduled to be made on May 26, 2025.

Agenda No.5 To consider the election of directors in replacement of the directors retiring by rotation

The Chairman informed the Meeting that General Wichien Sirisoonthorn and Mrs. Suvimol Chrityakierne were directors who were due to retire by rotation in the 2025 Annual General Meeting of Shareholders. Therefore, they asked to temporarily leave the Meeting and would return to the Meeting after completion of the consideration of this agenda item so that the Meeting could ask questions and vote freely.

The Chairman assigned Air Chief Marshal Kongsak Chantarasopa, Member of the Nomination and Compensation Committee, and the Company Secretary to present the details to the Meeting.

The Company Secretary informed the Meeting that the Company had invited nomination of persons with qualifications in accordance with the Company's criteria to be

candidates for the election of Company's directors in the 2025 Annual General Meeting of Shareholders, from October 1, 2024 to December 31, 2024. After the nomination period had expired, no shareholder nominated any person to be elected as the Company's director for the 2025 Annual General Meeting of Shareholders.

The directors retiring by rotation in 2025 were as follows:

No.	Name of Director	Position
1	General Wichien Sirisoonthorn	Independent Director
2	Mrs. Suvimol Chrityakierne	Independent Director
3	Mr. Prasong Wangrattanapranee	Director

Air Chief Marshal Kongsak Chantarasopa reported to the Meeting that the nomination process of the Company's directors was considered by the Nomination and Compensation Committee. The said Committee had thoroughly considered and was of the view that General Wichien Sirisoonthorn and Mrs. Suvimol Chrityakierne have suitable qualifications to be directors of the Company. They have knowledge and experience which will benefit the Company's business operations. They also have full qualifications in accordance with the Good Corporate Governance Principle and do not have any prohibited characteristics according to the Notification of the Securities and Exchange Commission No. Kor Chor. 3/2560 (2017) Regarding Determination of Untrustworthy Characteristics of Company Directors and Executives. Throughout their term of office, all the retiring directors had performed their duties, devoted their time to the Company and provided recommendations beneficial to the Company's business operations. Additionally, they are independent directors who are fully qualified in accordance with the definition of independent directors of the Company as required by the Capital Market Supervisory Board. Consequently, the Committee deemed it appropriate to propose the re-election of the aforementioned two directors to resume their positions as directors for another term. Mr. Prasong Wangrattanapranee had expressed his intention not to seek re-election after the expiration of his term. Therefore, the Nomination and Compensation Committee had considered and screened potential candidates and deemed it appropriate to propose the election of Assistant Professor Dr. Denpong Soodphakdee who possesses all the required qualifications of an Independent Director in accordance with the regulations of the Capital Market Supervisory Board and relevant laws to the position of Independent Director, in replacement of Mr. Prasong Wangrattanapranee.

The Company Secretary additionally informed the Meeting that the Board of Directors, excluding the members who had a conflict of interest, had thoroughly considered the candidates who had passed the nomination process, and deemed it appropriate to propose that the Annual General Meeting of Shareholders consider the re-election of two retiring directors, i.e. General Wichien Sirisoonthorn, Independent Director, and Mrs. Suvimol Chrityakierne, Independent Director, as the Company's independent directors for another term. The Board of Directors also deemed it appropriate to propose that the Meeting consider the election of Assistant Professor Denpong Soodphakdee as an independent director in replacement of Mr. Prasong Wangrattanapranee according to the recommendations of the Nomination and Compensation Committee. The Board of Directors had considered the nominations and was of

the opinion that all three nominees for independent directorship possess the qualifications required by relevant laws and regulations governing independent directors.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As there was no question or opinion from the shareholders, the Chairman proposed that the Meeting vote on this agenda. The resolution of this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes for each candidate on an individual basis.

After the counting of votes, the voting results were declared as follows:

1. General Wichien Sirisoonthorn:

Approved	324,133,002	Votes,	equivalent to	96.42	Percent
Disapproved	12,051,120	Votes,	equivalent to	3.58	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

2. Mrs. Suvimol Chrityakierne:

Approved	324,133,002	Votes,	equivalent to	96.42	Percent
Disapproved	12,051,120	Votes,	equivalent to	3.58	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

3. Assistant Professor Denpong Soodphakdee:

Approved	336,184,122	Votes,	equivalent to	100.00	Percent
Disapproved	0	Votes,	equivalent to	0	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting approved by majority vote the re-election of General Wichien Sirisoonthorn and Mrs. Suvimol Chrityakierne as the Company's independent directors for another term, and unanimously approved the election of Assistant Professor Denpong Soodphakdee as an independent director of the Company, to fill the vacancy left by Mr. Prasong Wangrattanapranee.

Agenda No. 6 To consider the remuneration of the Company's Directors for the year 2025

The Chairman assigned General Wichien Sirisoonthorn, Chairman of the Nomination and Compensation Committee to present the details to the Meeting for consideration.

General Wichien informed the Meeting that Article 22 of the Company's Articles of Association states that the directors are entitled to receive remuneration from the Company by way of rewards, meeting allowances, gratuities, bonuses or other benefits as approved by the Annual General Meeting of Shareholders with a vote of not less than two-thirds (2/3) of the total votes of the shareholders present at the Meeting.

Criteria and Procedure for Proposal of the Directors' Remuneration

The remuneration had been considered by the Nomination and Compensation Committee. The said Committee had carefully considered such matter by taking into consideration the duties and responsibilities of the Board of Directors, duties and tasks of directors, type of remuneration, method of remuneration payment and the amount of remuneration for directors, type and size of business, markets and competitors. The said remuneration shall be at an appropriate and adequate level to attract and maintain qualified directors. The said Committee deemed it appropriate to propose to the Board of Directors for consideration and submission to the Annual General Meeting of Shareholders to consider and approve the remuneration for directors, with the following details.

Remuneration of the Company's Directors for the year 2025

The monthly remuneration of the directors, meeting allowances and rewards for the year 2025 altogether would not totally exceed 8,800,000 (Eight million eight hundred thousand Baht only) as per the opinion of the Nomination and Compensation Committee, this represents an increase from the directors' remuneration for the year 2024, taking into account the previous remuneration rate of directors, the Company's operating results, the duties and responsibilities of the directors, the number of subcommittees, and comparison with other listed

The 2025 Annual Remuneration for the Company's Directors

Board of Directors	Remuneration (per person)
.1 Remuneration of the Board of Directors	
1.1 <u>Directors' Monthly Remuneration</u> (same rate in 2024)	
<input type="checkbox"/> Chairman of the Board	37,500 Baht / Month
<input type="checkbox"/> Deputy Chairman	32,500 Baht / Month
<input type="checkbox"/> Director	25,000 Baht / Month
1.2 <u>Meeting allowance</u> (same rate in 2024)	
<input type="checkbox"/> Chairman of the Board	7,500 Baht / Time
<input type="checkbox"/> Deputy Chairman	6,500 Baht / Time
<input type="checkbox"/> Director	5,000 Baht / Time
1.3 <u>Rewards</u>	
2. Remuneration of the Audit Committee	
2.1 <u>Directors' Monthly Remuneration</u> (same rate in 2024)	
<input type="checkbox"/> Chairman of the Audit Committee	30,000 Baht / Month
<input type="checkbox"/> Director of the Audit Committee	20,000 Baht / Month
2.2 <u>Meeting allowance</u> (same rate in 2024)	
<input type="checkbox"/> Chairman of the Audit Committee	7,500 Baht / Time
<input type="checkbox"/> Director of the Audit Committee	5,000 Baht / Time

Board of Directors	Remuneration (per person)
3. Remuneration of the Nomination and Compensation Committee 3.1 <u>Directors' Monthly Remuneration</u> 3.2 <u>Meeting allowance</u> (same rate in 2024) <ul style="list-style-type: none"> <input type="checkbox"/> Chairman of the Nomination and Compensation Committee <input type="checkbox"/> Director of the Nomination and Compensation Committee 	- None - 7,500 Baht / Time 5,000 Baht / Time
4. Remuneration of the Corporate Governance and Sustainability Committee 4.1 <u>Directors' Monthly Remuneration</u> 4.2 <u>Meeting allowance</u> (same rate in 2024) <ul style="list-style-type: none"> <input type="checkbox"/> Chairman of the Corporate Governance and Sustainability Committee <input type="checkbox"/> Director of the Corporate Governance and Sustainability Committee 	- None - 7,500 Baht / Time 5,000 Baht / Time
5. Remuneration of the Risk Management Committee 5.1 <u>Directors' Monthly Remuneration</u> 5.2 <u>Meeting allowance</u> <ul style="list-style-type: none"> <input type="checkbox"/> Chairman of the Risk Management Committee <input type="checkbox"/> Director of the Risk Management Committee 	- None - 7,500 Baht / Time 5,000 Baht / Time
6. Remuneration of the CEO Performance Review Committee 6.1 <u>Directors' Monthly Remuneration</u> 6.2 <u>Meeting allowance</u> <ul style="list-style-type: none"> <input type="checkbox"/> Chairman of the CEO Performance Review Committee <input type="checkbox"/> Director of the CEO Performance Review Committee 	- None - 7,500 Baht / Time 5,000 Baht / Time
7. Remuneration of the Innovation and Artificial Intelligence Committee 7.1 <u>Directors' Monthly Remuneration</u> 7.2 <u>Meeting allowance</u> <ul style="list-style-type: none"> <input type="checkbox"/> Chairman of the Innovation and Artificial Intelligence Committee <input type="checkbox"/> Director of the Innovation and Artificial Intelligence Committee 	- None - 7,500 Baht / Time 5,000 Baht / Time
8. Other Remuneration and other benefits	- None -

Note:

1. The Company provides accommodation and transportation expenses for directors attending meetings at the Company's office and performing their duties. The reimbursement is made based on actual expenses incurred.
2. 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.

Annual Rewards Payment for the Year 2024

The Board of Directors Meeting No. 1/2025, held on February 25, 2025, resolved to pay rewards of 2,972,200 baht (Two million nine hundred seventy-two thousand two hundred Baht only) representing 1.93 percent of the net profit from the consolidated financial statements of the year 2024. The Board of Directors shall allocate the amount of such annual rewards among themselves.

The Company Secretary further informed the Meeting that Board of Directors deemed it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the remuneration of the directors for the year 2025 in the amount not exceeding 8,800,000 baht and to pay the annual rewards for the year 2024 of 2,972,200 according to the opinion of the Nomination and Compensation Committee, and that the Annual General Meeting of Shareholders approve in principle to pay the directors' remuneration at the same rate while waiting for the Annual General Meeting of Shareholders.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As there was no question or opinion from the shareholders, the Chairman proposed that the Meeting vote on this agenda. The resolution of this agenda shall be passed by a vote of not less than two-thirds (2/3) of the total votes of the shareholders present at the Meeting.

After the vote count was finalized, the results were declared as follows
(rounded to the nearest whole number)

Approved	336,184,121	Votes,	equivalent to	100.00 Percent
Disapproved	0	Votes,	equivalent to	0.00 Percent
Abstained	0	Votes,	equivalent to	0.00 Percent

Resolution:

The Meeting unanimously approved to pay the remuneration of the Company's Directors for the year 2025 in the amount not exceeding 8,800,000 (Eight million eight hundred thousand Baht only) to pay the annual rewards for the year 2024 of 2,972,200 baht (Two million nine hundred seventy-two thousand two hundred Baht only) and also approved in principle to pay the directors' remuneration at the same rate while waiting for the Annual General Meeting of Shareholders next year.

Agenda No. 7 To consider the appointment of the Company's Auditor and determine the auditing fees for the year 2025 ended December 31, 2025

The Chairman assigned Mrs. Suvimol Chrityakerne, member of the Audit Committee, to present the details to the Meeting.

Mrs. Suvimol explained to the Meeting that pursuant to the Public Limited Companies Act B.E. 2535 (1992), Section 120, and Article 36 of the Company's Articles of Association, the Annual General Meeting of Shareholders shall appoint an auditor and determine an audit fee of the auditor.

Mrs. Suvimol added that the Audit Committee had considered the work experiences of EY Office Limited which has appropriately performed its duties and has no conflict of interest with the Company, subsidiaries, the executives and major shareholders or any related persons of those persons. EY Office Limited is therefore independent to conduct audits and express its opinions on the Company's financial statements as well as capable of performing audits according to the Company's schedule. Its good understanding of the Company's business will enable the audits to be conducted rapidly and efficiently. Consequently, the Audit Committee resolved to submit the matter to the Board of Directors for further proposing to the Annual General Meeting of Shareholders for consideration and appointment of the auditors from EY Office Limited as the Company's auditors for the year 2025 ended December 31, 2025 by allowing any one of them to conduct an audit and render opinions on the financial statements of the Company and also proposed to fix the auditing fees for the year 2025 ended December 31, 2025 in the amount of 2,880,000 baht which is the same rate as the auditing fee for the year 2024. Still, it is an appropriate rate according to the scope of the audit, with the following details:

Name of Auditor	C.P.A. License No.	Year(s) as the Auditor of the Company
1. Mrs. Chonlaros Suntiasvaraporn	4523	6 years (Appointed in 2019-2024)
2. Miss Sirirat Sricharoensup	5419	2 years (Appointed in 2023-2024)
3. Miss Wattoo Kayankannavee	5423	2 years (Appointed in 2023-2024)

Moreover, EY Office Limited is also the auditor of 7 subsidiaries of the Company.

Comparison of Auditing Fees for the Year 2024 and the Year 2023

Year 2025 (Proposed year)	Increase / (Decrease)	Year 2024
2,880,000	-	2,880,000

Notes: There were no other fees paid to the auditors other than the audit fee.

The Company Secretary then informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the appointment of auditors from EY Office Limited as the Company's auditors, namely Mrs. Chonlaros Suntiasvaraporn, CPA. License No. 4523, Miss Sirirat Sricharoensup, CPA.

License No. 5419 or Miss Watoo Kayankannavee, CPA. License No. 5423, for the year 2025 ended December 31, 2025, by allowing any one of them to conduct an audit and comment on the financial statements of the Company, and approve the auditing fees for the year 2025 ended December 31, 2025, amounting to 2,880,000 baht according to the opinion of the Audit Committee.

The Chairman provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As there was no question or opinion, the Chairman proposed that the Meeting vote on this agenda. The resolution of this agenda shall be passed by a majority vote of the shareholders attending the Meeting and casting their votes.

After the vote counting, the voting results were declared as follows:

Approved	324,133,002	Votes,	equivalent to	96.42	Percent
Disapproved	12,051,120	Votes,	equivalent to	3.58	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting approved by majority vote the appointment of Mrs. Chonlaros Suntasvaraporn, CPA. License No. 4523, Miss Sirirat Sricharoensup, CPA. License No. 5419 or Ms. Watoo Kayankannavee, CPA. License No. 5423 of EY Office Limited to be the Company's auditors and determined the auditing fees for the year 2025 ended December 31, 2025 in the amount of 2,880,000 baht.

Agenda No.8 To consider and approve the cancellation of the allocation of 70,000,000 newly issued ordinary shares, with a par value of THB 0.50 per share, reserved for the capital increase under a specific purpose of utilization of funds through the issuance and offering of the company's newly issued ordinary shares via Private Placement.

The Chairman assigned Mr. Sita Tansiri, Chief Strategy Officer, to present the details to the Meeting.

Mr. Sita informed the Meeting that the 2024 Annual General Meeting of Shareholders on April 25, 2024 approved the Company's registered capital increase in the amount of 35,000,000 baht, from 476,950,809 baht to 511,950,809 baht, by issuing 70,000,000 ordinary shares with a par value of 0.50 baht per share. The offering price of newly issued ordinary shares to specific investors was clearly set at 4.60 baht per share.

However, due to the price of the Company's ordinary shares on the Stock Exchange of Thailand falling below the offering price after the approval by the resolution of the Annual General Meeting of Shareholders, the individuals who were allocated the afore-mentioned additional ordinary shares did not subscribe to the additional shares. Besides, the offering period of 3 months after the approval of the Annual General Meeting of Shareholders had expired, as

prescribed in the Notification of the Capital Market Supervisory Board No. Tor Chor. 28/2565 (2022), regarding Permission for Listed Companies to Offer Newly Issued Ordinary Shares through Private Placement. As a result, it was proposed to cancel the allocation of 70,000,000 newly issued ordinary shares of the Company, with a par value of 0.50 baht per share, previously reserved for the capital increase under a specific purpose for fund utilization by issuance and offering of newly issued ordinary shares through Private Placement.

The Board of Directors' Meeting resolved to propose to the Annual General Meeting of Shareholders to consider and approve the cancellation of the allocation of 70,000,000 newly issued ordinary shares of the Company, with a par value of 0.50 baht per share, previously reserved for the capital increase under a specific purpose for fund utilization by issuance and offering of newly issued ordinary shares through Private Placement.

After that, the Chairman provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As there was no question or opinion, the Chairman proposed that the Meeting vote on this agenda. The resolution of this agenda shall be passed by not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

After the vote counting, the voting results were declared as follows:

Approved	336,184,122	Votes,	equivalent to	100.00	Percent
Disapproved	0	Votes,	equivalent to	0.00	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting unanimously approved the cancellation of the allocation of 70,000,000 newly issued ordinary shares of the Company, with a par value of 0.50 baht per share, previously reserved for the capital increase under a specific purpose for fund utilization by issuance and offering of newly issued ordinary shares through Private Placement.

Agenda No. 9 To consider and approve the reduction of the Company's registered capital, previously reserved for the issuance and offering of newly issued ordinary shares under a specific purpose for fund utilization through Private Placement, from the existing registered capital of 511,950,809 Baht to a new registered capital of 476,950,809 Baht by eliminating 70,000,000 unissued ordinary shares with a par value of 0.50 Baht per share, totaling 35,000,000 Baht and approve the amendment of Clause 4 of the Memorandum of Association to reflect the decrease in registered capital accordingly.

The Chairman assigned Mr. Sita Tansiri, Chief Strategy Officer, to present the details to the Meeting.

Mr. Sita clarified that as per the shareholders' resolution approving the cancellation of the allocation of newly issued ordinary shares to support a capital increase through private placement in Agenda No. 8, the Company's existing registered capital was 511,950,809 baht, with

paid-up capital of 476,950,809 Baht, divided into 817,901,618 ordinary shares with a par value of 0.50 baht per share. Therefore, the Company must reduce its registered capital from the current 511,950,809 baht to 476,950,809 baht by canceling the unissued ordinary shares that were previously reserved to accommodate the issuance and offering of additional ordinary shares to specified persons (Private Placement), totaling 70,000,000 shares with a par value of 0.50 baht per share, for a total value of 35,000,000 baht. Furthermore, to be in line with the aforementioned capital reduction, the Company must amend Clause 4 of its Memorandum of Association as follows:

Existing:

Clause 4.	Registered capital	511,950,809	Baht
	Divided into	1,023,901,618	Shares
	Par value of	0.50	Baht
	Divided into:		
	Ordinary share	1,023,901,618	Shares
	Preference share	-	Shares

Proposed Amendment:

Clause 4.	Registered capital	476,950,809	Baht
	Divided into	953,901,618	Shares
	Par value of	0.50	Baht
	Divided into:		
	Ordinary share	953,901,618	Shares
	Preference share	-	Shares

In addition, the Board of Directors, the Chairman of the Executive Committee, a person authorized by the Board of Directors, a person authorized by the Chairman of the Executive Committee, an authorized director or a director authorized by an authorized signatory of the Company, were authorized to register amendments to the Memorandum of Association at the Department of Business Development, Ministry of Commerce, and also empowered to amend and add wording, or take any necessary action in compliance with the Registrar's instructions regarding the registration of the Company's capital reduction.

The Company Secretary informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve a capital reduction of 35,000,000 baht from the existing registered capital of 511,950,809 baht to 476,950,809 baht with a par value of 0.50 baht per share and to approve the amendment of Clause 4 of the Memorandum of Association to reflect the Company's capital decrease.

After that, the Chairman provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As there was no question or opinion, the

Chairman proposed that the Meeting vote on this agenda. The resolution of this agenda shall be passed by a vote of not less than three-fourths of the total votes of shareholders attending the meeting and having the right to vote.

After the vote counting, the voting results were declared as follows:

Approved	336,184,122	Votes,	equivalent to	100.00	Percent
Disapproved	0	Votes,	equivalent to	0.00	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting unanimously approved the reduction of the Company's registered capital, previously reserved for the issuance and offering of newly issued ordinary shares under a specific purpose for fund utilization through Private Placement, from the existing registered capital of 511,950,809 Baht to a new registered capital of 476,950,809 Baht by eliminating 70,000,000 unissued ordinary shares with a par value of 0.50 Baht per share, totaling 35,000,000 Baht and approve the amendment of Clause 4 of the Memorandum of Association to reflect the decrease in registered capital accordingly as proposed.

Agenda No. 10 To consider and approve the increase of the Company's registered capital by up to 951,908 shares, with a par value of 0.50 Baht per share, totaling up to 475,954 Baht, to accommodate the adjustment of the exercise price and ratio of TEAMG-W1 warrants and to approve the amendment to Clause 4 of the Company's Memorandum of Association to reflect the increase in the Company's registered capital.

The Chairman assigned Mr. Sita Tansiri, Chief Strategy Officer, to present the details to the Meeting.

Mr. Sita Tansiri explained that in order to preserve the interests of the holders of TEAMG-W1 warrants not to be inferior as stipulated in the terms and conditions of the warrants to purchase ordinary shares of the Company No. 1 (TEAMG-W1) according to Clause 5 (e). In the event that the Company distributes dividends in cash in excess of 90 percent of the Company's net profit after corporate income tax under the separate financial statements of the Company of any relevant fiscal year, adjustment of exercise price and exercise ratio is required. The new exercise price is set at 14.902 Baht per share, and the new exercise ratio is 1 unit per 1.007 ordinary shares. In this regard, the Company must reserve additional ordinary shares to accommodate the adjustment of the rights of the warrants to purchase ordinary shares of the Company No. 1 (TEAMG-W1). It was therefore proposed that the Annual General Meeting of Shareholders consider and approve the increase of the Company's registered capital in an amount not exceeding 951,908 shares with a par value of 0.50 baht per share, with a total value not exceeding 475,954 baht to accommodate the adjustment of the exercise price and exercise ratio of TEAMG-W1 warrants. Details of the capital increase were presented in the Report Form for Capital Increase (F53-4).

Moreover, the Board of Directors had considered and deemed the aforementioned increase in the Company's registered capital appropriate and in accordance with the terms and conditions of the warrants to purchase ordinary shares of the Company No. 1 (TEAMG-W1) in order to preserve the rights of the warrant holders not to be inferior. Besides, this capital increase would not affect the Company as it was intended to accommodate the exercise of existing warrants. To be in line with the Company's capital increase, the Company must amend Clause 4 of the Memorandum of Association as follows:

Existing:

Clause 4.	Registered capital	476,950,809	Baht
	Divided into	953,901,618	Shares
	Par value of	0.50	Baht
	Divided into:		
	Ordinary share	953,901,618	Shares
	Preference share	-	Shares

Proposed Amendment:

Clause 4.	Registered capital	477,426,763	Baht
	Divided into	954,853,526	Shares
	Par value of	0.50	Baht
	Divided into:		
	Ordinary share	954,853,526	Shares
	Preference share	-	Shares

Additionally, the Board of Directors, the Chairman of the Executive Committee, a person authorized by the Board of Directors, a person authorized by the Chairman of the Executive Committee, an authorized director or a director authorized by an authorized signatory of the Company were authorized to register amendments to the Memorandum of Association at the Department of Business Development, Ministry of Commerce, and also empowered to amend and add wording, or take any necessary action in compliance with the Registrar's instructions regarding the registration the Company's capital increase.

The Company Secretary informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve a capital increase to accommodate the adjustment of the exercise price and exercise ratio of TEAMG-W1 warrants in an amount not exceeding 951,908 shares with a par value of 0.50 baht per share, with a total value not exceeding 475,954 baht, and to approve the amendment of Clause 4 of the Memorandum of Association to reflect the increase in registered capital, with details as presented.

After that, the Chairman provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As there was no question or opinion, the



Chairman proposed that the Meeting vote on this agenda. The resolution of this agenda shall be passed by a vote of not less than three-fourths of the total votes of shareholders attending the meeting and having the right to vote.

After the vote counting, the voting results were declared as follows:

Approved	336,184,122	Votes,	equivalent to	100.00	Percent
Disapproved	0	Votes,	equivalent to	0.00	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting unanimously approved the increase of the Company's registered capital by up to 951,908 shares, with a par value of 0.50 Baht per share, totaling up to 475,954 Baht, to accommodate the adjustment of the exercise price and ratio of TEAMG-W1 warrants and to approve the amendment to Clause 4 of the Company's Memorandum of Association to reflect the increase in the Company's registered capital as proposed.

Agenda No. 11 To consider and approve the allocation of the Company's newly issued ordinary shares to accommodate the adjustment of the exercise price and exercise ratio of TEAMG-W1 warrants

The Chairman assigned Mr. Sita Tansiri, Chief Strategy Officer, to present the details to the Meeting.

Mr. Sita Tansiri explained that the Company intended to allocate newly issued ordinary shares to accommodate the adjustment of the exercise price and exercise ratio of TEAMG-W1 warrants. The new exercise price is 14.902 baht each, and the new exercise ratio is 1 unit per 1.007 ordinary shares. The number of newly issued ordinary shares to accommodate the adjustment of TEAMG-W1 warrants shall not exceed 951,908 shares, with a par value of 0.50 baht per share, and the Board of Directors would be authorized to consider and determine the terms, conditions, and other details related to the issuance and allocation of the newly issued ordinary shares as detailed above.

The Company Secretary informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the allocation of the Company's newly issued ordinary shares to accommodate the adjustment of the exercise price and exercise ratio of TEAMG-W1 warrants in an amount not exceeding 951,908 shares with a par value of 0.50 baht per share, and the delegation of authority to the Board of Directors to consider and determine the terms, conditions and details related to the allocation of the Company's newly issued ordinary shares.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As there was no question or opinion, the Chairman proposed that the Meeting vote on this agenda. The resolution of this agenda shall be passed by a majority vote.



After the vote count was finalized, the results were declared as follows (rounded to the nearest whole number)

Approved	336,184,121	Votes,	equivalent to	100.00	Percent
Disapproved	0	Votes,	equivalent to	0.00	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting approved by majority vote the allocation of the Company's newly issued ordinary shares to accommodate the adjustment of the exercise price and exercise ratio of TEAMG-W1 warrants in an amount not exceeding 951,908 shares with a par value of 0.50 baht per share and the delegation of authority to the Board of Directors to consider and determine the terms, conditions and details related to the allocation of the Company's newly issued ordinary shares.

Agenda No. 12 To consider and approve the addition of objectives and the amendment of Clause 3 of the Company's Memorandum of Association

The Chairman assigned Ms. Nathamon Chanthawongsa, Director of Corporate Legal Office, to present the details to the Meeting.

Ms. Nathamon reported to the Meeting that to expand the business and support future growth and development, as well as to broaden the scope of operations in line with the organization's strategic plan, it was deemed appropriate to propose to the Meeting to consider and approve the addition of three company objectives, bringing the total from 39 to 42, and the amendment of Clause 3 of the Company's Memorandum of Association, with the following details.

1) The three additional objectives are as follows:

- Clause 40 To engage in the business related to purchase, sale, installation, and maintenance of unmanned equipment.
- Clause 41 To engage in the business related to purchase, sale, installation, and maintenance of equipment and defense systems for cybersecurity threat monitoring and prevention.
- Clause 42 To engage in the business related to importation, procurement, distribution, and maintenance services of military equipment, including spare parts and related components, as well as provision of consulting services and training on its usage. The Company shall act as an authorized distributor of products and services from both domestic and international manufacturers and shall participate in procurement and bidding processes with government agencies, subject to the applicable laws and regulations.



- 2) Amendment to the Memorandum of Association, Clause 3, as regards the Company's objectives, is as follows:

From:

"Clause 3. The Company's objectives consist of 39 items."

To:

"Clause 3. The Company's objectives consist of 42 items."

In addition, the Board of Directors, the Chairman of the Executive Committee, a person authorized by the Board of Directors, a person authorized by the Chairman of the Executive Committee, an authorized director or a director authorized by an authorized signatory of the Company, were authorized to register amendments to the Memorandum of Association at the Department of Business Development, Ministry of Commerce, and also empowered to amend and add wording, or take any necessary action in compliance with the Registrar's instructions regarding the addition of the Objectives of Company and the amendment of Clause 3 of the Memorandum of Association of the Company.

The Company Secretary informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the addition of the Objectives of Company and the amendment of Clause 3 of the Company's Memorandum of Association, increasing the total number of objectives from 39 to 42, according to the above-mentioned details.

After that, the Chairman provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As there was no question or opinion, the Chairman proposed that the Meeting vote on this agenda. The resolution of this agenda shall be passed by a vote of not less than three-fourths of the total votes of the shareholders attending the meeting and having the right to vote.

After the vote counting, the voting results were declared as follows:

Approved	336,184,122	Votes,	equivalent to	100.00	Percent
Disapproved	0	Votes,	equivalent to	0.00	Percent
Abstained	0	Votes,	equivalent to	0.00	Percent

Resolution:

The Meeting unanimously approved the addition of the Objectives of Company, increasing the total number of objectives from 39 to 42, and the amendment of Clause 3 of the Company's Memorandum of Association.

Agenda No. 13 Other Businesses (if any)



The Company Secretary informed the Meeting that the Company had given an opportunity for shareholders to propose an agenda to be included in the Shareholders Meeting, from October 1, 2024 to December 31, 2024. After the deadline, it was found that no shareholder had proposed any agenda. Therefore, there was no additional agenda in this agenda.

The Chairman then provided an opportunity for shareholders to ask questions and/or for the Board of Directors to answer questions or provide clarification to shareholders. The shareholders were therefore invited to ask for further information or share their opinions on various matters.

As there was no further inquiry or suggestion, the Chairman informed the Meeting that the agenda proposed for consideration as specified by the Company in the invitation of the 2025 Annual General Meeting of Shareholders had been considered. The Chairman expressed gratitude to all shareholders for taking their time to attend the meeting and subsequently adjourned the 2025 Annual General Meeting of Shareholders of TEAM Consulting Engineering and Management Public Company Limited.

Ms. Nathamon Chanthawongsa, Director of Corporate Legal Office, informed the Meeting that, at the time the Meeting was adjourned, there were a total of 91 shareholders and proxies attending the Meeting, consisting of 7 shareholders present in person and 84 shareholders by proxy, holding an aggregate number of 336,184,122 shares. This represented 41.1033 percent of the total 817,901,618 issued shares.

The Meeting was adjourned at 12.22 hrs.

- Rapee Phongbupakicha - Chairman of the Meeting

(Mr. Rapee Phongbupakicha)

Chairman of the Board

Minutes Taker

(Ms. Pommara Patthanabhumthanint)

Corporate Secretary