Notice of the 2025 Annual General Meeting of Shareholders

TEAM Consulting Engineering and Management

Public Company Limited

Monday, April 28, 2025, at 10:00 a.m.

Through an electronic meeting (e-AGM) only

Please scan the QR code below to access the meeting guidelines

No. EB/EB-COS-00/680699

March 31, 2025

Subject: Invitation to attend the 2025 Annual General Meeting of Shareholders

To: Shareholders of TEAM Consulting Engineering and Management Public Company Limited

Enclosure:

1. Copy of the 2024 Minutes of Annual General Meeting of Shareholders
2. The Company's Annual Report for 2024 ("Form 56-1 One Report") (on QR Code format)
3. Brief profiles of directors nominated for re-election for another term, and profiles of directors nominated for election to fill vacant positions
4. Capital Increase Report Form (Form F53-4)
5. The Company's Articles of Association concerning the Shareholders' Meeting
6. Information of independent directors nominated by the Company as proxies from shareholders and the definition of independent directors
7. Proxy Forms (Form A, Form B and Form C) for proxy granting (recommend using Form B)
8. Documents, evidence for registration to attend the meeting, and the method of proxy appointment.
9. Guideline for attending the meeting through electronic system (e-AGM)
10. User manual for the electronic shareholder meeting system (e-AGM).
11. Notice of Personal Data Protection
12. Advance question submission form for each agenda item

The Board of Directors of **TEAM Consulting Engineering and Management Public Company Limited** ("the Company") has resolved to convene the 2025 Annual General Meeting of Shareholders **on Monday, April 28, 2025 at 10.00 a.m. through an electronic meeting platform (e-AGM) only** in accordance with Emergency Decree on Electronic Meeting B.E.2563 and other related laws and regulations.

In order to define the agenda for the 2025 Annual General Meeting of Shareholders, the Company disclosed an announcement on its website to invite the shareholders to propose meeting agenda items in advance during October 1, 2024, to December 31, 2024. At the end of the period, no agenda items were proposed; therefore, the Company announces the meeting agendas approved by the Board of Directors as follows:

Agenda No. 1 Consider and certify the Minutes of the 2024 Annual General Meeting of Shareholders

Objective:

To propose to the shareholders' meeting to approve the Minutes of the 2024 Annual General Meeting of Shareholders.

Facts and Rationale:

The 2024 Annual General Meeting of Shareholders was held on April 25, 2024. The meeting resolved to approve the matters as stipulated by the law. The Company has prepared the minutes of the said meeting within 14 days from the date of the meeting and submitted them to the Stock Exchange of Thailand and the Ministry of Commerce within the required timeframe. The minutes of the meeting were also published on the Company's website and included with the invitation to this meeting, as shown in **Enclosure No. 1**.

Board's Opinion

The Board of Directors is of the opinion that the said minutes had been recorded correctly and completely and should be proposed to the 2024 Annual General Meeting of Shareholders for approval.

Voting Requirement

The resolution for this agenda item requires a majority vote of the shareholders present and voting at the meeting.

Agenda No. 2 Consider and acknowledge the Company's performance for the 2024 Ending 31 December 2024

Objective

To propose to the shareholders' meeting to acknowledge the Company's operating results for the year 2024.

Facts and Rationale

The Public Limited Companies Act B.E. 2535, Section 113, and Article 40 of the Company's Articles of Association state that the Board of Directors shall deliver to the shareholders the Annual Report along with the notice of the Annual General Meeting of Shareholders. The Company prepared an accurate and complete report on its operating results in compliance with the Public Limited Companies Act B.E. 2535 and the criteria of the Office of the Securities and Exchange Commission, details are disclosed in the 2024 Annual Report, as outlined in **Enclosure No. 2.** (QR Code format)

Board's Opinion

The Board of Directors is of the opinion that the report on the Company's operating results for year ended December 31, 2024, is accurate and deems it appropriate to propose to the Annual General Meeting of Shareholders for acknowledgment.

Voting Requirement

This agenda is for acknowledgment; therefore, there is no requirement for voting.

Agenda No. 3 Consider and approve the annual financial statements Ending 31 December 2024

Objective

To propose to the shareholders' meeting to consider and approve the Company's 2024 financial statements for the fiscal period ended December 31, 2024.

Facts and Rationale

According to the Public Limited Companies Act B.E. 2535, Sections 109, 110, 112 and Article 38, 39 of the Company's Articles of Association, prescribe that the Company shall arrange for the preparation and maintaining of accounts as well as the auditing thereof accordance with the governing laws, and shall manipulate the balance sheet and statement of profit and loss at least once every twelve (12) months of the fiscal period of the Company, and propose the Annual General Meeting of Shareholders for approval. Moreover, the Board of Directors shall provide an auditor to examine and complete the balance sheet before presenting in the Shareholders' Meeting.

The key financial data and operating results of the Company for the year ending December 31, 2024, are 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
Sale 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 flows from investing activities	(200)	(134)
Cash flow from financing activities	73	184

Audit Committee's Opinion

The Audit Committee has considered and reviewed the Company's 2024 financial statements for the fiscal period ended on December 31, 2024, which were audited and certified by the auditor from EY Office Limited and deems it appropriate to propose that the Board of Directors

submit the Company's 2024 financial statements for the fiscal period ended on December 31, 2024, to the Annual General Meeting of Shareholders for consideration and approval.

Board's Opinion

The Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the Company's 2024 financial statements for the fiscal period ended on December 31, 2024, which were audited and certified by the auditor of the Company and reviewed by the Audit Committee.

Voting Requirement

The resolution for this agenda item requires a majority vote of the shareholders present and voting at the meeting.

Agenda No. 4 Consider and approve the allocation of net profits as legal reserves and dividend payment for the year 2024

Objective

To propose to the shareholders' meeting to consider and approve the allocation of net profits as legal reserves and the cash dividend payment for the year 2024

Facts and Rationale

According to the Public Limited Companies Act B.E. 2535, Section 115 and Article 44 of the Company's Articles of Association state that the dividend shall not be paid from other types of money other than profits. In the case where a company has incurred accumulated loss, no dividend may be paid. The dividend shall be distributed in accordance with the number of shares with each share receiving an equal amount. According to the Public Limited Companies Act B.E. 2535, Section 116 and Article 45 of the Company's Articles of Association states that the Company must appropriate not less than five (5) percent of its annual net profit as legal reserve, less accumulated loss brought forward (if any) until the legal reserve reaches an amount of not less than ten (10) percent of its registered capital.

The Company has a policy to pay dividend to shareholders each year 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 reserve funds as required by law. However, the said dividend payment may change depending on the business operation results, financial status, liquidity investment plan, and legal conditions including the management factors, necessity, and

other suitable factors in the future. In addition, the dividend payment shall not significantly affect to the normal operation of the Company.

For the fiscal period ended on December 31, 2024, the Company consider the following

A) The allocation of a legal reserve in the amount of 5,800,000 Baht (Five million eight hundred thousand Baht), which gives the total reserve as of December 31, 2024, amounted at 37,800,000 Baht (Thirty-seven million eight hundred thousand Baht).

B) Dividend payment for the operating results of the fiscal year 2024, covering the period from January 1, 2024, to December 31, 2024, in the form of cash dividends at the rate of 0.14 Baht per share, totaling an 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). Such dividend payment complies with the Company's dividend payment policy and Articles of Association.

C) The Record Date for determining shareholders entitled to receive the dividend is set on May 9, 2025, and the dividend payment at the rate of 0.14 Baht per share is scheduled for May 26, 2025. However, the entitlement to receive the dividend remains uncertain, as it is subject to approval at the 2025 Annual General Meeting of Shareholders. Such dividend payment is in accordance with the dividend payment policy and the Articles of Association of the Company.

<u>The comparison of dividend payment ratio for the year 2022 and 2024</u>

Year	Details	Dividend Payment		Net Profit (Baht)*	Dividend Payout Ratio to Net Profit*
		Rate per Share	Baht		
2024	Annual Dividend* - Paid from the net profit - Paid from the retained earnings	0.14	114,506,226 109,895,735 4,610,491	109,895,735	104.20%
2023	-	-	-	-	-
2022	Annual Dividend*	0.11	74,800,000	85,883,488	87.09%

*Net profit based on the Company's separate financial statements after corporate income tax and all types of statutory reserves as required by law.

Board's Opinion

The Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the appropriation of the legal reserve and the dividend payment for the year 2024 as follows:

1. To approve the appropriation of the legal reserve in the amount of 5,800,000 Baht (five million eight hundred thousand Baht only), or representing a portion of 5 percent of 2024 net profits.

2. To approve the dividend payment for the year 2024 at the rate of 0.14 Baht (before withholding tax), totaling not exceeding 114,506,226.52 Baht (one hundred fourteen million five hundred six thousand two hundred twenty-six Baht and fifty-two satang. Such dividend payment is in accordance with the dividend payment policy and the Articles of Association of the Company.

Voting Requirement

The resolution for this agenda item requires a majority vote of the shareholders present and voting at the meeting.

Agenda No. 5 **Consider and approve the election of directors in replacement of those who are retiring by rotation.**

Objective

To propose to the shareholders' meeting to consider and approve the election of directors to replace those who are due to retire by rotation.

Facts and Rationale

According to the Public Limited Companies Act B.E. 2535, Section 71 and the Company's Articles of Association, Article 17 state that one-third (1/3) of the Company's directors must retire by rotation at every Annual General Meeting of Shareholders. If the number of directors is not a multiple of three, the number of directors that is closest to one-third shall retire. The directors who retire from office in the first and second years after the registration of the Company shall be selected by drawing lots. In subsequent years, the director who has been in the office for the longest period shall retire and such director who retires by rotation shall be eligible to be re-elected for another term.

List of the directors who are retiring by rotation in 2025

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

Mr. Prasong Wangrattanapranee has expressed his intention not to seek reappointment.

The Company has disclosed on the Company's website to invite the shareholders to propose names and personal information of persons who obtain the qualifications in accordance with relevant laws for selecting as the Company's directors from October 1, 2024 to December 31, 2024, but no shareholders proposed names of any person to be nominated as directors of the Company.

<u>Criteria and method of directors' nomination</u>

The selection process for the Company's directors has been conducted in accordance with the procedures established by the Company and in compliance with relevant regulations. The nominated individuals possess qualifications that are appropriate and align with the nature of the Company's business. After careful consideration and screening, the Nomination and Compensation Committee has thoroughly considered and opinion that General Wichien Sirisoonthorn and Mrs. Suvimol Chrityakierne have the suitable qualifications to be the director of the Company. They are knowledgeable and have experience which can support the business operation of the Company. They also are qualified as a director in accordance with the Good Corporate Governance Principle and the Notification of the Securities and Exchange Commission No. KorJor. 3/ 2560 Subject: Determination of the lack of trustworthiness of directors and executives. In addition, throughout the period of time, the two retiring directors have performed their duties, devoted themselves to the Company and provided recommendations beneficial to the Company's business operations. Furthermore, as Independent Directors, they fully meet the qualifications as prescribed by the Capital Market Supervisory Board and other relevant legal requirements concerning independent directors. Therefore, it is deemed appropriate to propose the said two retiring directors to be re-elected as the Independent director of the Company for additional term.

As Mr. Prasong Wangrattanapranee has expressed his intention not to seek reappointment, the Nomination Committee has carefully reviewed and considered suitable candidates, and recommends that the shareholders approve the election of Assistant Professor Dr. Denpong Soodphakdee, who fully meets the qualifications of an Independent Director as specified by the Capital Market Supervisory Board and relevant laws, to assume the position of Independent Director in replace the vacancy position of Mr. Prasong Wangrattanapranee.

In this regard, the Company has attached a brief profile, shareholding in the Company, holding directorships or executive positions in other businesses of directors as per **Enclosure No. 3**.

Board's Opinion

The Board of Directors deems it appropriate to propose that the 2025 Annual General Meeting of Shareholders consider and approve the reappointment of two (2) independent directors who will retire by rotation in 2025, namely General Wichien Sirisoonthorn and Mrs. Suvimol Chrityakierne, for another term as independent directors. In addition, the Board recommends approving the election of Assistant Professor Dr. Denpong Soodphakdee as an independent director, filling the vacancy resulting from Mr. Prasong Wangrattanapranee's retirement from the Board, as per the opinion of the Nomination and Compensation Committee.

Voting Requirement

The resolution for this agenda item requires a majority vote of the shareholders present and voting at the meeting.

Agenda No. 6 Consider and approve the remunerations of the Company's directors for the year 2025

Objective

To propose to the shareholders' meeting to consider and approve the Company's Directors Remuneration for the year 2025 and annual reward for the year 2024.

Facts and Rationale

According to the Public Limited Companies Act B.E. 2535, section 90, states that a company shall not pay money or give any property to any director unless it is a payment of remuneration under the Articles of Association of the company. If it is not so stipulated in the Articles of Association of the company, the payment of remuneration shall be in accordance with the resolution of the shareholders meeting by a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting. 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 with the votes of not less than two-thirds (2/3) of total votes of the shareholders attending the Meeting. The remuneration of directors may be fixed as a certain amount or set of specific criteria. The remuneration can be either determined from time to time or set to continue in effect until it is superseded by the shareholders meeting resolutions. In addition, the directors are entitled to receive allowances and other fringe benefits in accordance with the Company's regulations.

Criteria and procedure for proposal of the Directors' Remuneration

Such remuneration was considered by the Nomination and Compensation Committee. The said Committee has carefully considered such matter by taking the duties and responsibilities of the Board of Directors, their duties and working for the Board of Directors, type of the remuneration, payment method of remuneration and the amount of remuneration for directors, type and sizes of business including markets and competitors. The said remuneration shall be in appropriate and adequate to motivate to retain the efficient directors and deem it appropriate to propose that the Board of Directors submit to the Annual General Meeting of Shareholders to consider as the following details.

Remuneration of the Company' directors for the year 2025

The monthly remuneration of the directors, meeting allowances and rewards for the year 2025 shall not exceed 8,800,000 Baht (eight million eight hundred thousand Baht) as per the opinion of the Nomination and Compensation Committee, which is an increase of Baht 1,800,000 or 25.71% from the remuneration for the year 2024. The proposed increase has been based on the historical remuneration rate, the Company's operating results, current economic conditions, the increase in the number of subcommittees, the expanding responsibilities of the Board of Directors, and a benchmarking comparison with other listed companies of similar size and profitability in the same industry. The details are as follows:

The Annual Remuneration in 2025 for the Company's Directors

Board of Directors	Remuneration (per person)
1. Remuneration of the Board of Directors	
1.1 Directors' Monthly Remuneration (same rate in 2024)	
• Chairman of the Board	37,500 Baht / Month
• Deputy Chairman	32,500 Baht / Month
• Director	25,000 Baht / Month
1.2 Meeting allowance (same rate in 2023)	
• Chairman of the Board	7,500 Baht / Time
• Deputy Chairman	6,500 Baht / Time
• Director	5,000 Baht / Time
1.3 Rewards	
2. Remuneration of the Audit Committee	
2.1 Directors' Monthly Remuneration (same rate in 2024)	
• Chairman of the Audit Committee	30,000 Baht / Month
• Director of the Audit Committee	20,000 Baht / Month
2.2 Meeting allowance (same rate in 2024)	
• Chairman of the Audit Committee	7,500 Baht / Time
• Director of the Audit Committee	5,000 Baht / Time
3. Remuneration of the Nomination and Compensation Committee	
3.1 Directors' Monthly Remuneration	- None -
3.2 Meeting allowance (same rate in 2024)	
• Chairman of the Nomination and Compensation Committee	7,500 Baht / Time
• Director of the Nomination and Compensation Committee	5,000 Baht / Time
4. Remuneration of the Corporate Governance and Sustainability Committee	
4.1 Directors' Monthly Remuneration	- None -
4.2 Meeting allowance (same rate in 2024)	
• Chairman of the Corporate Governance and Sustainability Committee	7,500 Baht / Time
• Director of the Corporate Governance and Sustainability Committee	5,000 Baht / Time
5. Remuneration of the Risk Management Committee	
5.1 Directors' Monthly Remuneration	- None -

Board of Directors	Remuneration (per person)
5.2 Meeting allowance • Chairman of the Risk Management Committee • Director of the Risk Management Committee	 7,500 Baht / Time 5,000 Baht / Time
6. Remuneration of the CEO Performance Review Committee 6.1 Directors' Monthly Remuneration 6.2 Meeting allowance • Chairman of the CEO Performance Review Committee • 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 Directors' Monthly Remuneration 7.2 Meeting allowance • Chairman of the Innovation and Artificial Intelligence Committee • 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) representing a portion of 1.93 percent of net profit from the consolidated financial statements of the year 2024, the said reward shall be paid from the directors' remuneration for the year 2024 which was approved by the 2024 shareholders' meeting on April 25, 2024. [The rewards paid from the net profit of the year 2023 in the amount of 2,500,000 Baht (Two million five hundred thousand Baht) representing a portion of 1.93 percent of the net profit

from the consolidated financial statements of the Company for the year 2023]. The Board of Directors shall allocate the amount of such annual rewards among themselves.

Board's Opinion

The Board of Directors deems it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the remuneration of the directors for the year 2025 in amount of not exceeding 8,800,000 Baht (Eight million eight hundred thousand Baht) and to pay the annual rewards for the year 2024 of 2,972,200 Baht (Two million nine hundred seventy-two thousand two hundred Baht) according to the opinion of the Nomination and Compensation Committee. In addition, to propose the Annual General Meeting of Shareholders to approve in principle to pay the directors' remuneration at the same rate while waiting for the Annual General Meeting of Shareholders.

Voting Requirement

The resolution of this agenda requires the votes of not less than two-thirds (2/3) of the total votes of shareholders who attend the meeting.

Agenda No. 7 Consider and approve the appointment of the Company's Auditor and to fix the auditing fees for the year 2025 ending December 31, 2025.

Objective

To propose to the shareholders' meeting to consider the appointment of the Company's Auditor and to fix the auditing fees for the year 2025 ended December 31, 2025.

Facts and Rationale

According to the Public Limited Companies Act B.E. 2535, Section 120 and the Company's Articles of Association, Article 36 state that the Annual General Meeting of Shareholders shall appoint an auditor and fix the auditing fees of the auditor. In addition, the criteria for the change of the auditors every 7 fiscal years in accordance with the related Notification of the Capital Market Supervisory Board prescribes that a company is not permitted to appoint the same auditor who has been the auditor of the Company for the previous consecutive for 7 years.

The Audit Committee has considered the work experiences of the Auditors of EY Office Limited that can perform duties appropriately and has no conflict of interest with the Company, subsidiaries, the executives and major shareholders or any related persons of those persons. Therefore, EY Office Limited can audit and express its opinions on the Company's financial statements independently and can conduct the audits on the Company's schedule and can audit rapidly and efficiently due to its well understanding

pertinent to the Company's business. Therefore, the Audit Committee proposed that the Board of Directors submit to the shareholders to consider and appoint 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 comment on the financial statements of the Company and proposed to fix the auditing fees for the year 2025 ended December 31, 2025 in the amount of 2,880,000 Baht (two million eight hundred eighty thousand Baht) which is the appropriate rate. The details are as follows:

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 year (Appointed in 2023)
3. Miss Watoo Kayankannavee	5423	2 year (Appointed in 2023)

The auditing fees for the year 2025 is as follows:

1. The review fees for a quarterly financial statement are amount of 340,000 Baht (Three hundred forty thousand Baht) per quarter, totaling 1,020,000 Baht (One million twenty thousand Baht).
2. Annual auditing fee is amount of 1,860,000 Baht (One million eight hundred sixty thousand Baht)
3. Other Fee -None-

The total of the review fees for a quarterly financial statement and the annual auditing fees for the year 2025 amounting to 2,880,000 Baht (Two million eight hundred eighty thousand Baht). In addition, the said auditors have no conflict of interest with the Company, subsidiaries, the executives, major shareholders or any related person of those persons. Therefore, the said auditors can audit and express its opinions on the Company's financial statements independently and has provided the auditing services to the Company for 6 years since 2019 to 2024. Moreover, the auditors of EY Office Limited are also the auditor of 7 subsidiaries of the Company.

The comparison table of auditing fees for the year 2024 and the year 2025

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

Remark: There are no others fee to be paid to the auditors.

Board's Opinion

The Board of Directors deems it appropriate to propose the Annual General Meeting of Shareholders for year 2025 to consider and approve the appointment of Ms. Chonlaros Suntiasvaraporn, a certified public accountant, License No. 4523 or Miss Sirirat Sricharoensup, a certified public accountant, License No. 5419 or Miss Watoo Kayankannavee, a certified public accountant, License No. 5423 from EY Office Limited, as auditors of the Company for the year 2025 with the auditing fees of 2,880,000 Baht (Two million eight hundred eighty thousand Baht).

Voting Requirement

The resolution of this agenda requires the majority votes of shareholders who attend the meeting and cast their votes.

Agenda No. 8 **Consider and approve the cancellation of the allocation of the Company's newly issued ordinary shares previously reserved for the capital increase under a specific purpose for fund utilization through the issuance and offering of newly issued ordinary shares via Private Placement.**

Objective

To propose to the shareholders' meeting to consider and approve the cancellation of the allocation of 70,000,000 newly issued ordinary shares with a par value of 0.50 Baht per share, which were previously designated for a capital increase with a specific funding purpose through the issuance and offering of newly issued ordinary shares via Private Placement.

Facts and Rationale

At the 2024 Annual General Meeting of Shareholders held on April 25, 2024, the shareholders approved an increase in the Company's registered capital by 35,000,000 Baht, raising the registered capital from 476,950,809 Baht to 511,950,809 Baht. This capital increase was to be executed through the issuance of 70,000,000 newly issued ordinary shares with a par value of 0.50 Baht per share at a specified offering price of 4.60 Baht per share, to be offered to specific investors under a Private Placement.

However, following the shareholders' resolution, the Company's stock price on The Stock Exchange of Thailand (SET) declined below the offering price. Consequently, the designated investors did not subscribe to the newly issued shares. Moreover, the offering period lapsed three months after the shareholders' approval, in accordance with the Notification of the Capital Market Supervisory Board No. TorChor.28/2565, which governs the offering of newly issued shares by listed companies to specific investors. To comply with the applicable regulations, the Company proposes to cancel the allocation of 70,000,000 newly issued ordinary shares with a par value of 0.50 Baht per share, which were originally intended for a capital increase with a specific funding purpose through the issuance and offering of newly issued ordinary shares via Private Placement.

Board's Opinion

The Board of Directors deems it appropriate 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 with a par value of 0.50 Baht per share, which were previously designated for a capital increase with a specific funding purpose through the issuance and offering of newly issued ordinary shares via Private Placement.

Voting Requirement

The resolution of this agenda requires a vote of not less than three-fourth of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda No. 9 **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.**

Objective

To propose to the shareholders' meeting for consideration and approval of the reduction of the Company's registered capital, specifically the portion reserved for the issuance and offering of newly issued ordinary shares with a specific funding purpose through Private Placement. The registered capital shall be reduced from 511,950,809 Baht to 476,950,809 Baht by eliminating 70,000,000 unsold ordinary shares, with a par value of 0.50 Baht per

share, totaling 35,000,000 Baht. Additionally, to reflect this capital reduction, the Memorandum of Association, Clause 4, shall be amended accordingly.

Facts and Rationale

As proposed in Agenda Item 8 for the meeting's approval regarding the cancellation of the allocation of the Company's newly issued ordinary shares previously reserved for the capital increase under a specific purpose for fund utilization through the issuance and offering of newly issued ordinary shares via Private Placement, totaling 70,000,000 shares, at a par value of 0.50 Baht per share. Currently, the Company has a registered capital of 511,950,809 Baht, with a paid-up capital of 408,950,809 Baht, divided into 817,901,618 ordinary shares with a par value of 0.50 Baht per share. Therefore, the Company is required to reduce its registered capital from the current 511,950,809 Baht to 476,950,809 Baht by cancelling the unissued ordinary shares which were previously reserved for the capital increase with a specific purpose of fund utilization through Private Placement, totaling 70,000,000 shares at a par value of 0.50 Baht per share, equivalent to a total of 35,000,000 Baht. Additionally, to align with the above-mentioned capital reduction, the Company shall proceed with an amendment to Clause 4 of its Memorandum of Association as follows:

Existing:

Clause 4.	Registered capital	511,950,809 Baht	(Five hundred eleven million nine hundred fifty thousand eight hundred nine Baht)
	Divided into	1,023,901,618 Shares	(One billion twenty-three million nine hundred one thousand six hundred eighteen Shares)
	Par value of	0.50 Baht	(Fifty Satang)
	Divided into:		
	Ordinary share	1,023,901,618 Shares	(One billion twenty-three million nine hundred one thousand six hundred eighteen Shares).
	Preference share	- Shares	(Zero Share)

Correction:

Clause 4.	Registered capital	476,950,809 Baht	(Four hundred seventy-six million nine hundred fifty thousand eight hundred nine Baht)
	Divided into	953,901,618 Shares	(Nine hundred fifty-three million nine hundred one thousand six hundred eighteen Shares)
	Par value of	0.50 Baht	(Fifty Satang)

Divided into:

Ordinary share	953,901,618 Shares	(Nine hundred fifty-three million nine hundred one thousand six hundred eighteen Shares)
Preference share	- Shares	(Zero Share)

And propose to delegate to the Board of Directors and/or the Chairman of the Executive Committee and/or a person authorized by the Board of Directors and/or a person authorized by the Chairman of the Executive Committee and/or an authorized director who has the power to bind the Company and/or a director authorized by an authorized signatory of the Company to register the amendment of the Memorandum of Association at the Department of Business Development, Ministry of Commerce, including the authority to amend or add wording or undertake any necessary actions in compliance with the registrar's orders for the registration of the Company's capital reduction.

Board's opinion

The Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the reduction of the Company's registered capital by 35,000,000 Baht, decreasing from 511,950,809 Baht to 476,950,809 Baht, with a par value of 0.50 Baht per share. Additionally, the shareholders are requested to consider and approve the amendment to Clause 4 of the Company's Memorandum of Association to reflect the reduction of the registered capital.

Voting Requirement

The resolution of this agenda requires a vote of not less than three-fourth of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda No. 10 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.

Objective

To propose to the shareholders' meeting for consideration and approval of the increase in 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. Additionally, the shareholders are requested to approve the amendment to Clause 4 of the Company's Memorandum of Association to reflect this capital increase.

Facts and Rationale

As proposed in Agenda Item 4 for the meeting's consideration and approval of the dividend payment for the year 2024, such dividend payment may have an impact on the price and the exercise ratio of the TEAMG-W1 Warrants. Therefore, to preserve the interests of the warrant holders from being diluted, certain events necessitate an adjustment of the rights specified in the terms and conditions of the TEAMG-W1 warrants. Specifically, according to Clause 5(e), if the Company distributes cash dividends exceeding 90 percent of the Company's net profit after income tax under its standalone financial statements for any relevant fiscal year, the Company must reserve additional ordinary shares to support the adjustment of the rights of the TEAMG-W1 warrants to purchase ordinary shares of the Company No. 1. The Board of Directors proposes that the shareholders' meeting consider and approve an increase in 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. This increase is intended to accommodate the adjustment of the exercise price and ratio of the TEAMG-W1 warrants. Details of the capital increase are presented in the Capital Increase Report Form (F53-4). The Board of Directors has considered and views that this capital increase is 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 protect the rights of the warrant holders and ensure their benefits are not diminished. Additionally, to reflect the above-mentioned capital increase, the Company shall proceed with the amendment to Clause 4 of the Company's Memorandum of Association accordingly.

Existing:

Clause 4.	Registered capital	476,950,809 Baht	(Four hundred seventy-six million nine hundred fifty thousand eight hundred nine Baht)
	Divided into	953,901,618 Shares	(Nine hundred fifty-three million nine hundred one thousand six hundred eighteen Shares)
	Par value of	0.50 Baht	(Fifty Satang)

	Divided into:		
	Ordinary share	953,901,618 Shares	(Nine hundred fifty- three million nine hundred one thousand six hundred eighteen Shares)
	Preference share	- Shares	(Zero Share)

Correction:

Clause 4.	Registered capital	477,426,763 Baht	(Four hundred seventy-seven million, four hundred twenty-six thousand, seven hundred sixty-three Baht)
	Divided into	954,853,526 Shares	(Nine hundred fifty-four million, eight hundred fifty-three thousand, five hundred twenty-six Shares)
	Par value of	0.50 Baht	(Fifty Satang)
	Divided into:		
	Ordinary share	954,853,526 Shares	(Nine hundred fifty-four million, eight hundred fifty-three thousand, five hundred twenty-six Shares)
	Preference share	- Shares	(Zero Share)

And propose to delegate to the Board of Directors and/or the Chairman of the Executive Committee and/or a person authorized by the Board of Directors and/or a person authorized by the Chairman of the Executive Committee and/or an authorized director who has the power to bind the Company and/or a director authorized by an authorized signatory of the Company to register the amendment of the Memorandum of Association at the Department of Business Development, Ministry of Commerce, including the authority to amend or add wording or undertake any necessary actions in compliance with the registrar's orders for the registration of the Company's capital increase.

Board's opinion

The Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the increase in the Company's registered capital 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 registered capital increase as detailed above.

Voting Requirement

The resolution of this agenda requires a vote of not less than three-fourth of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda No. 11 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.

Objective

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.

Facts and Rationale

The Company intends to allocate its newly issued ordinary shares to accommodate the adjustment of the exercise price and ratio of the TEAMG-W1 Warrants, whereby the new exercise price is set at 14.902 Baht per share and the new exercise ratio is 1 warrant unit per 1.007 ordinary shares. A maximum of 951,908 newly issued ordinary shares, with a par value of 0.50 Baht per share, will be allocated to accommodate these adjustments. The Board of Directors is authorized to determine the terms, conditions, and other relevant details related to the issuance and allocation of the newly issued ordinary shares as specified above.

Board's opinion

The Board of Directors deems 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 in the amount of not exceeding 951,908 shares, with a par value of Baht 0.50 per share, to accommodate the adjustment of the exercise price and ratio of the TEAMG-W1 Warrants, and authorize the Board of Directors to have the power to consider and determine the terms, conditions, and details relating to the issuance and allocation of the Company's newly issued ordinary shares, as deemed appropriate.

Voting Requirement

The resolution of this agenda requires the majority votes of shareholders who attend the meeting and cast their votes.

Agenda No. 12 Consider and Approve the Addition of Objectives and the Amendment of Clause 3 of the Company's Memorandum of Association

Objective

To propose to the Annual General Meeting of Shareholders to consider and approve the addition of objectives and the amendment of Clause 3 of the Company's Memorandum of Association, increasing the number of objectives from 39 to 42.

Facts and Rationale

To expand the business, support future growth and development, and broaden the scope of operations in alignment with the Company's strategic plan, it is proposed that the shareholders consider and approve the addition of three new objectives and the amendment of Clause 3 of the Company's Memorandum of Association, increasing the number of objectives from 39 to 42, with details as follows:

1) Three additional objectives with the following details:

Clause 40: Conducting business related to the purchase, sale, installation, and maintenance of unmanned equipment.

Clause 41: Conducting business related to the purchase, sale, installation, and maintenance of equipment and defense systems for cybersecurity threat monitoring and prevention.

Clause 42: Conducting business related to the importation, procurement, distribution, and maintenance services of military equipment, including spare parts and related components, as well as providing 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, regarding the company's objectives, with details as follows:

Previous:

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

Amended to:

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

And propose to delegate to the Board of Directors and/or the Chairman of the Executive Committee and/or a person authorized by the Board of Directors and/or a person authorized by the Chairman of the Executive Committee and/or an authorized director who has the power to bind the Company and/or a director authorized by an authorized signatory of the Company to register the amendment of the Memorandum of Association at the Department of Business Development, Ministry of Commerce, Including the authority to amend and add wording or take any necessary actions to comply with the registrar's instructions in submitting the addition of objectives and the amendment to Clause 3 of the Company's Memorandum of Association.

Board's opinion

The Board of Directors deems it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the addition of objectives and the amendment to Clause 3 of the Company's Memorandum of Association, increasing the number of objectives from 39 to 42, as detailed above.

Voting Requirement

This agenda item must be approved by not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and casting their votes.

Agenda No. 13 Other matters (if any)

Due to the relevant and conditional of Agendas 10, and 11 above to be presented to the shareholders' meeting for consideration, in case one of the agendas is not approved by the shareholders' meeting, the other relevant agenda approved will be cancelled, or the relevant agenda will not be further considered, or the details of the relevant agenda will be amended to be appropriately in line with the resolutions of the shareholders' meeting.

The Company will conduct the meeting in accordance with the Company's Articles of Association as per **Enclosure No. 5**. Furthermore, to preserve the rights and benefits of shareholders in case the shareholders are unable to attend the Meeting and announces grant a proxy to another person(s) or the Company's independent director according to the details of the independent directors and definitions of independent directors as per **Enclosure No. 6** as a proxy grantor and voting on behalf of you in the meeting, please grant a proxy in advance within April 27, 2025 by filling in the information, sign and affix Baht 20 stamp duty to a proxy form by choosing one of the proxy forms i.e. Proxy Form A (General Form), or Proxy Form B (Specific Details Form), or Proxy Form C (for Foreign Shareholder Appointing Custodian in Thailand) as per **Enclosure No. 7**, or submit the Proxy Request form for the 2025 Annual General Meeting of Shareholders, which is available on the Company's website at www.teamgroup.co.th under Investor Relations > Shareholder

Information > Shareholders' Meeting, to Email: cs@team.co.th by April 15, 2025, or record the votes as specified in the proxy form via an e-Proxy Voting system of the Thailand Securities Depository (TSD) through the Investor Portal (IVP) at https://ivp.tsd.co.th before 17.00 hours one day prior to the meeting date.

Please study the details of documents, evidence for registration to attend the meeting, and the method of proxy appointment as per **Enclosure No. 8.** Shareholders or proxy holders who wish to attend the meeting are requested to notify their intention in order to receive a Username and Password for registration to attend the meeting via Electronic Means (E-AGM). Kindly submit the proxy form and identification documents of the shareholder or proxy holder to the Company by April 27, 2025, via Email: cs@team.co.th

Shareholders who have pre-registered and passed the identity verification process by the Company will receive a Username and Password via email to log in to the e-AGM system on April 28, 2025. Access to the e-AGM system (log-in) will be available from 8:00 a.m. onwards.

The Company would highly request the shareholders to study guideline for attending the meeting through electronic system as per **Enclosure No.9** and user manual for the electronic shareholder meeting system (e-AGM) as per **Enclosure No. 10** and the notice of personal data protection as per **Enclosure No. 11.**

For the benefit of the Meeting including to ensure the shareholder's rights, shareholders shall submit a written question on the proposed agenda to the Company prior to the meeting, using the form provided herewith as per **Enclosure No. 12.**

If a shareholder has any inquiries regarding the agenda meeting, please contact the Company Secretary at telephone number 0 2509 9000 Ext. 2019, email: cs@team.co.th or Investor Relations at 02-509-9000 ext. 3311-3312 ext. 106 and 101, email: ir@team.co.th. The Shareholders can examine all details in the agenda of 2025 Annual General Meeting of Shareholders at the Company's website www.teamgroup.co.th.

You are cordially invited to attend the 2025 Annual General Meeting of Shareholders in the form of meeting through electronic media (e-AGM) on the date, time and method mentioned above.

The Company truly appreciates your understanding and looks forward to your kind cooperation.

Yours faithfully,

By the Resolutions of the Board of Directors

Rapee Phong.

(Mr. Rapee Phongbupakicha)

Chairman of the Board of Directors

- Translation -

TEAM Consulting Engineering and Management Public Company Limited
Minutes of the 2024 Annual General Meeting of Shareholders
on Thursday, April 25, 2024 through an electronic meeting (e-AGM)

The Meeting started at 10.00 hours

Miss Pommara Patthanabhumthanint, as the Company Secretary acting as the Meeting Secretary, welcomes the shareholders and proxies attending the Meeting ("Attendees") to the 2024 Annual General Meeting of Shareholders of TEAM Consulting Engineering and Management Public Company Limited ("The Company") through an electronic meeting (e-AGM) which was held on April 25, 2024 at 10.00 hours.

Mrs. Kedsara Luengruengtip, Vice President of the Corporate Legal, then informed the Meeting that there were 7 shareholders attending in person and 67 by proxy, representing a total of 74 shareholders with a total of 408,876,320 shares, equivalent to 49.99 percent of the total issued shares of the Company amounting to 817,901,618, thereby constituting a quorum in accordance with the Company's Articles of Association, and that the meeting was duly convened.

Mrs. Kedsara Luengruengtip further stated that the Company continued to allow shareholders to register for the meeting even after its commencement, with the right to vote on any agenda items that had not yet been resolved, and then invited the Chairman to officially open the meeting.

Mr. Rapee Phongbupakicha, Chairman of the Meeting ("Chairman"), welcomed the Attendees and declared the 2024 Annual General Meeting of Shareholders open, before assigning the Company Secretary to introduce the directors and executives present and to explain the meeting regulations, voting procedures, criteria for counting votes, and methods for making inquiries or expressing opinions.

The Company Secretary then clarified that the meeting was held in the form of a meeting through an electronic meeting in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020). This Meeting was facilitated using an e-Meeting system operated by Digital Access Platform Company Limited ("DAP"), a SET listed company and a provider of e-AGM conferencing system in line with the Notification of Ministry of Digital Economy and Society and certified by the Electronic Transactions Development Agency (ETDA). Shareholders who had registered in advance received a username and password along with a manual and a link to access the system, allowing them to participate throughout the meeting and view the voting results for each agenda item on the screen. In addition, the Company recorded the meeting in video format to comply with the relevant electronic meeting regulations.

The Company Secretary further informed the Meeting that the Company has given high priority to the organization of the Shareholders Meeting, taking into account the equal rights of its shareholders. Accordingly, for this meeting, the Company provided an opportunity for shareholders to propose candidates for appointment as directors and to submit agenda items for inclusion in the Shareholders Meeting. The Company published all relevant documents on its website from 1 October 2023 to 31 December 2023. After the deadline, it was determined that no shareholders had proposed any candidates for director election or submitted any additional agenda items. Therefore, the list of directors proposed for election and the agenda for today's Shareholders Meeting were

based on the resolution of the Board of Directors Meeting. In addition, the Company provided shareholders the opportunity to submit questions related to the meeting agenda in advance, in accordance with the details and channels specified in the Invitation to the Meeting.

The Company Secretary introduced the Directors, Executives, Auditor, independent financial advisors and the Company's Corporate Legal who attended the Meeting as follows:

Directors present at the Meeting (9 directors out of a total of 9 directors or representing 100.00 percent)

1.	Mr. Rapee Phongbupakicha	Independent Director / Chairman of the Board / Chairman of the Audit Committee / Chairman of the Corporate Governance and Sustainability Committee
2.	Mr. Amnat Prommasutra	Deputy Chairman of the Board / Chairman of the Executive Committee / Member of the Corporate Governance and Sustainability Committee
3.	Gen. Wichien Sirisoonthorn	Independent Director / Member of the Audit Committee / Chairman of the Nomination and Compensation Committee / Member of the Corporate Governance and Sustainability Committee
4.	Mrs. Suvimol Chrityakierne	Independent Director / Member of the Audit Committee / Member of the Corporate Governance and Sustainability Committee
5.	Assoc. Prof. Dr. Chamlong Prabkeao	Independent Director / Member of the Corporate Governance and Sustainability Committee
6.	ACM. Kongsak Chantarasopa	Independent Director / Member of the Corporate Governance and Sustainability Committee
7.	Mr. Chawalit Chantararat	Director / Member of the Nomination and Compensation Committee / Member of the Corporate Governance and Sustainability Committee
8.	Mr. Prasong Wangrattanapranee	Director / Member of the Corporate Governance and Sustainability Committee
9.	Dr. Aphichat Sramoon	Director / Chairman of the Risk Management Committee / Member of the Executive Committee / Member of the Corporate Governance and Sustainability Committee / Chief Executive Officer

Executives of the Company attending the Meeting

1.	Mrs. Penpilai Phonchaipanich	Member of the Executive Committee / Member of the Risk Management Committee / Chief Financial Officer
2.	Mr. Sita Tansiri	Member of the Executive Committee / Member of the Risk Management Committee / Chief Strategy Officer / Head of Investor Relations

3.	Mr.Cherdmatee Pinittanon	Managing Director, LTEAM Sole Company Limited
4.	Mr. Worapong Preecha	Member of the Risk Management Committee / Managing Director, Team Construction Management Company Limited

Auditor attending the Meeting

1.	Ms. Wathoo Kayankannave	EY Office Limited
2.	Mr. Krit Sangsittisawad	EY Office Limited, responsible for the transparency in vote counting

Independent Financial Advisors attending the Meeting:

1.	Mr. Siharaj Unchanaprasert	Silom Advisory Company Limited
2.	Mr. Phonnat Kittiakarasathira	Silom Advisory Company Limited

Legal Department of the Company attending the Meeting

1.	Mrs. Kedsara Luengruengtip	Vice President – Corporate Legal, responsible for overseeing the Shareholders' Meeting to ensure compliance with the laws and regulations of the Company.

The Company Secretary further added that the Company was honored by the presence of Dr. Nathee Naktnasukanjn, a proxy from the Thai Investors Association, in his capacity as a protection volunteer attending the Meeting to assess the quality of the Company's 2024 Annual General Meeting of Shareholders.

The Company Secretary then explained the voting criteria and procedure to ensure compliance with relevant laws and the Company's Articles of Association, as well as the voting process, vote counting criteria, and procedure for asking questions in each agenda item, with the key points as follows:

1. The voting shall have three options: "Approve," "Disapprove," or "Abstain."
2. If a shareholder wishes to vote "Disapprove" or "Abstain," they shall select the check mark button in front of the chosen option, cast their vote, and click the “Send” button as displayed on the screen during the voting period for each agenda item.
3. Proxies must vote strictly in accordance with the instructions specified in the proxy form. If the proxy grantor has not provided specific voting instructions or if the resolution is for an agenda item not stated in the proxy form, the proxy shall have the right to vote on behalf of the shareholder.
4. Each share represents one vote and cannot be split into fractional votes. The majority vote shall be considered the resolution of the Meeting.
5. For Agenda Item 6, "To Consider the Remuneration of the Company's Directors," a resolution must be passed by no less than two-thirds (2/3) of the total votes of shareholders present at the Meeting.
6. For Agenda Items 8–10, which concern the reduction of registered capital, the increase of registered capital, and the allocation of newly issued shares for specific investors

under a Specific Purpose capital increase, as well as connected transactions, a resolution must be passed by no less than three-fourths (3/4) of the total votes of shareholders present at the Meeting and entitled to vote. Shareholders with a conflict of interest in Agenda Items 9 and 10 shall abstain from voting on these matters.

7. The vote counting method shall be based on deducting the "Disapprove" and "Abstain" votes from the total number of shares held by shareholders and proxies attending the Meeting and having the right to vote.
8. For shareholders who have appointed a proxy and specified their voting instructions, the Company has already included their votes whether "Approve," "Disapprove," or "Abstain" in the vote count for each agenda item in accordance with their instructions.
9. The Company will allocate a voting period of one (1) minute for each agenda item.
10. Vote counting will be conducted through the DAP e-Shareholder Meeting system.

The voting procedure is summarized as follows:

1. When shareholders wish to vote, they shall 1) Click on the voting menu and press the "Vote" button on the screen. 2) Select a voting option by clicking one of the buttons: "Approve," "Disapprove," or "Abstain." This applies to both their own votes and proxy votes (if any). 3) Click the "Send" button to submit the vote.
2. If a shareholder logs into the system but does not click any button on the voting menu during the voting period, the system will automatically count their vote as "Approve."

Vote Counting Criteria

1. Under Article 35 of the Company's Articles of Association, in a general case, a simple majority vote of the shareholders attending the Meeting and casting their votes shall be required to pass a resolution. If the votes are tied, the Chairman of the Meeting shall have the deciding vote.
2. For vote counting in each agenda item, only the "Disapprove" and/or "Abstain" votes cast by shareholders present at the Meeting shall be counted and deducted from the total number of votes of shareholders and proxies attending the Meeting with voting rights. The remaining votes shall be deemed as "Approve" votes. However, votes cast in advance by proxies appointed through a proxy form will be counted before the Meeting begins.
3. The announcement of voting results shall include the number of "Approve," "Disapprove," and "Abstain" votes. The latest number of attendees shall be used for each agenda item, meaning that the number of attendees may change across different agenda items.

The Company Secretary further clarified that before voting on each agenda item, the Company will provide an opportunity for attendees to ask questions on issues related to that specific agenda item as appropriate. For questions or opinions unrelated to the agenda under consideration, attendees are kindly requested to raise such inquiries or express opinions under the "Other Business" agenda item at the end of the Meeting. Shareholders who wish to ask questions or express opinions may use the e-Question function by following these steps 1) Click the "Send Question" button. 2) Select the agenda item to which the question pertains. 3) Type

the question in the text box. 4) Click the "Send Question" button to submit the question. After submission, the Company will read the questions in sequential order. The Company reserves the right to respond only to questions relevant to the agenda item being considered at that time. Any questions that are unrelated to the agenda item under discussion will be addressed after the adjournment of the Meeting. In cases where a large number of questions are submitted through the system, the Company reserves the right to select questions for response based on appropriateness. Additionally, if certain questions cannot be answered during the Meeting due to time constraints, the Company will compile responses and disclose them in the Meeting Minutes or on the Company's website as deemed appropriate.

The Company Secretary further explained that, in compliance with the Personal Data Protection Act, B.E. 2562 (2019), the names and surnames of shareholders and proxies who submit questions or express opinions will be recorded in the Meeting Minutes. If a shareholder does not wish for their name and surname to be disclosed in the Meeting Minutes, they should notify the Company at the time of submitting their question or opinion. Additionally, if shareholders encounter any difficulties in accessing the Meeting system or the voting system, they are advised to follow the instructions outlined in the Meeting manual or contact the Company's IT staff at Phone: 02-509-9000 ext. 1261 or Email: cs@team.co.th

Proceeding with the Meeting the Chairman then proposed that the Meeting proceed with the consideration of the agenda items as follows:

Agenda Item 1: To Consider and Certify the Minutes of the 2023 Annual General Meeting of Shareholders, Held on April 26, 2023

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

The Company Secretary reported that the 2023 Annual General Meeting of Shareholders was held on April 26, 2023, during which the Meeting passed resolutions in compliance with legal requirements. The Company prepared the Meeting Minutes within 14 days from the date of the Meeting. These minutes are required to be presented to the next Annual General Meeting of Shareholders for approval.

Regarding this matter, the Board of Directors has reviewed the minutes and deemed them to be accurately and completely recorded. Therefore, it is appropriate to propose that the 2024 Annual General Meeting of Shareholders consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders.

After that, the Chairman provided an opportunity for shareholders to ask questions and express opinions on relevant matters. However, no shareholders raised any questions or expressed any opinions regarding this agenda item.

The Chairman then requested the Meeting to proceed with voting on this agenda item. The resolution for this agenda item required a majority vote of the shareholders present at the Meeting and casting their votes.

After the vote counting was completed, the voting results were announced as follows:

Approved	**430,506,020**	**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 Minutes of the 2023 Annual General Meeting of Shareholders, which was held on April 26, 2023.

Agenda No. 2 To Acknowledge the Report on the Company's operating Results for the Year Ended December 31, 2023

The Chairman assigned Dr. Aphichat Sramoon, Chief Executive Officer, and Mrs. Penpilai Phonchaipanich, Chief Financial Officer, to summarize key details to the Meeting.

Dr. Aphichat Sramoon, Chief Executive Officer, provided an overview of the Group's shareholding structure, business structure, sustainable business operations, and a summary of key projects, including projects awarded in 2023, newly awarded projects in 2024 (up to the present), ongoing projects, related businesses and investment projects, as well as a backlog of significant projects and new project opportunities in 2024, as follows:

1) Shareholding structure of the Group of Companies:

(1) Subsidiaries: The Company has 7 subsidiaries, as follows:

Company Name	Shareholding Proportion
1. ATT Consultants Co., Ltd. (ATT)	100%
2. Geotechnical & Foundation Engineering Co., Ltd. (GFE)	100%
3. TEAM Construction Management Co., Ltd. (TEAM-CM)	100%
4. TEAM SQ Co., Ltd. (TEAM SQ)	100%
5. LTEAM Sole Company Limited (LTEAM)	100%
6. TEAM Next Co., Ltd. (TEAM NEXT)	100%
7. TLT Consultants Co., Ltd. (TLT)	100%

(2) Associated companies: The Company has 4 associate companies as follows:

Company name	Shareholding Proportion
1. Krungthep Geotechnique Co., Ltd. (KGT)	30%
2. Prathumwan Smart District Cooling Co., Ltd. (PSDC)	14%
3. DTX Co., Ltd. (DTX)	50%
4. VDT WATER SUPPLY Co., Ltd. (VDT)	20%

(3) Related company: The Company has 1 related company as follows:

Company name	Proportion of shareholding by the Company's associate companies
1. Asset Activator Co., Ltd. (ASATV)	Held by DTX 51%

2) Business Structure: The Company has a business structure as follows:

(1) Consulting Businesses:

- Public Sector: Services include rail systems, roads and highways, ports, airports, water supply systems, water pipelines, area development, and flood protection systems.
- Private Sector: Services include management and supervision of building construction, condominiums, industrial estates, factories, and distribution centers, as well as utilities, environmental work, water supply, and wastewater treatment systems.
- International Projects: Services include hydropower plants, renewable energy, utilities, buildings, water supply, wastewater treatment systems, and industrial estates.

(2) Related Businesses:

- Related Services: Services include EPC, energy efficiency innovations (Energy Efficiency), AI & IOT, BIM, Digital Twin, UAV (Drone), and Instrumentation.
- Investment Projects: Investment projects include energy efficiency innovations (Energy Efficiency), renewable energy, water supply, and wastewater treatment systems.
- Climate and Greenhouse Gas Management: Provides greenhouse gas consulting services (CFO, CFP, T-VER, and others) and is in the process of registering as a greenhouse gas service provider and verifier, expected to be completed by July 2024.

3) Ongoing Sustainable Development Projects and Services:

- Environmental Projects: Includes Solar Rooftop, Smart Chiller, and BIM and Digital Twin services.
- To promote sustainable business practices, the Company joined the Circular Economy in Construction Industry (CECI) and signed an MOU with 23 leading companies since 2022. Additionally, the Company is a member of the Thailand Carbon Neutral Network (TCNN).
- Social Projects: The Company emphasizes being a knowledge-based organization for society. Experts from the Company regularly share insights on water situations, climate conditions, and modern technologies (e.g., BIM and Digital Twin) with the public through media and seminars. Since 2009, the Company has conducted the "Educational Excursion Aimed at Engineering Learning Project" to educate and inspire high school students from Nakhon Sawan School, Nakhon Sawan Province, who are interested in engineering, by taking them to visit project sites operated by the Company.

4) A total of 132 projects were awarded in 2023, comprising 16 government projects, 98 private projects, 12 international projects, and 6 related business projects.

5) A total of 49 projects have been awarded in 2024 up to the present, consisting of 1 government project, 37 private projects, 4 international projects, and 7 related business projects.

6) A total of 413 projects are currently ongoing, including 113 government projects, 227 private projects, 36 international projects, and 37 related business projects.

7) Related business projects and investment projects are as follows:

(1) Related Services

- New Zoo Construction Project (Phase 1) at Khlong Hok for the Zoological Park Organization of Thailand under the Royal Patronage of H.M. The King.
- Phase 2 of the Construction of the Precious Woods Knowledge Museum on the Auspicious Occasion of the Grand Coronation Ceremony.

(2) GHG Consultancy Service

- Consulting for creating a greenhouse gas inventory according to SBTi guidelines for Thongthai Textile Co., Ltd.

(3) Investment Projects

- Water Recycling Project for the Property Management of Chulalongkorn University.
- Water Treatment and Water Supply System for Sawanpracharak Hospital (New Branch).
- Solar Power Purchase Agreement (Solar Rooftop) Project for Chuen Siri Co., Ltd.

8) Key projects pending delivery awarded in 2023

- Survey and Detailed Design of Chiang Mai Airport Development Project, Phase 1, for Airports of Thailand Public Company Limited, delivery in 2028.
- Feasibility Study, Design, and Environmental Impact Assessment of Mass Rapid Transit in Pattaya Phase 2, for Pattaya City, Chonburi Province, scheduled for completion in 2024.
- Feasibility Study and Environmental Impact Assessment for Huai Chan Reservoir, Sisaket Province, for the Royal Irrigation Department, delivery in 2024.
- Environmental and Social Impact Assessment (ESIA) for Amata Smart & Eco City at Namor, Oudomxay Province (Expansion Area), for Amata LAOS, delivery in 2024.
- Project Management and Construction Supervision of Wan Veyla Na Chaopraya Condominium, for Land and Houses Public Company Limited, delivery in 2027.
- Survey and Detailed Design of the Welfare Building for the Secretariat of the House of Representatives, delivery in 2024.

9) New Project Opportunities in 2024

- Consulting Business
  (1) Project Management and Construction Supervision Consultant for building/hospital projects
  (2) Eastern Economic Corridor (EEC) projects
  (3) Airport projects for AOT
  (4) Underground power cable replacement projects / Water tunnel projects

(5) Sky Train projects
(6) Double-track railway projects

- Related Business
  (1) Engineering Procurement and Construction Contract (EPC)
  (2) BIM & Digital Twin
  (3) Water resource management and water supply systems
  (4) Instrumentation

Dr. Aphichat Sramoon further reported that as part of the Company's strategy to strengthen partnerships, the Company has acquired a 6% stake in the ordinary shares of Netbay Public Company Limited ("NETBAY"). This investment aims to leverage partner technologies for efficient data and knowledge management, enhance work efficiency, and expand the scope of services into Engineering Technology, ultimately improving the Company's competitiveness. Additionally, the Company has formed strategic alliances with DITTO, NETBAY, SOMAPA, SITEM, and ORIGIN, creating a robust technological collaboration. Furthermore, to enhance operational efficiency, the Company plans to integrate Information Technology and Artificial Intelligence (AI) into its work processes to boost efficiency and minimize operating costs.

Dr. Aphichat Sramoon also reported that the Company has implemented an anti-corruption policy as a guiding framework for directors, executives, and employees, with an annual review of the policy. In 2023, the policy review was conducted in the Board of Directors Meeting No. 9/2023 on December 21, 2023. With a strong commitment to this policy, the Company has enforced strict compliance, resulting in no whistleblower reports or complaints related to corrupt actions by directors, executives, or employees in 2023. The Company also places significant importance on good corporate governance, leading to its 2023 Corporate Governance (CGR) rating by the Thai Institute of Directors (IOD) at a 5-star (Excellent) level. The Company was ranked in the Top Quartile among all listed companies Listed companies in the real estate and construction industry Companies with a market capitalization of 3,000–9,999 million Baht

Following this, Mrs. Penpilai Phonchaipanich, Chief Financial Officer, reported the Company's operating results for the year ended December 31, 2023, for acknowledgment as follows:

Overall Operating Results

In 2023, the Company and its subsidiaries recorded a total service revenue of 1,674 million, reflecting a 3% year-on-year (YoY) growth. The gross profit amounted to 493 million Baht, with a profit margin increasing at a rate higher than revenue growth, marking a 17% YoY increase. Moreover, the Group achieved a new record-high profit of 129 million Baht, representing a 25% year-over-year growth, with earnings per share (EPS) at 0.16 Baht per share.

Sales and Service Revenue

The Company and its subsidiaries recorded total sales and service revenue of 1,674 million Baht in 2023, reflecting a 3 percent increase from 1,624 million Baht in 2022. When analyzing revenue by business sector, the Group's revenue grew slightly in 2023, mainly due to a 14 percent year-on-year decrease in government project revenue. This decline was primarily caused by fewer government contracts awarded than targeted, resulting from delays in the approval of the 2024 government budget, which was postponed to this year. Consequently, the

Company could only continue with existing projects. Additionally, large projects from the EEC have been pending for two consecutive years, further reducing revenue recognition from government projects. However, in 2023, the Group secured two major projects in related business sectors (1) New Zoo Construction Project (Phase 1) at Khlong Hok Phase 2 of the Construction, (2) of the Precious Woods Knowledge Museum These projects, secured in collaboration with partners, significantly boosted revenue from related businesses. Previously, the Group's related business revenue mainly stemmed from dam behavior measurement instrument installation (Instrumentation). In 2023, related business revenue increased by 21 percent year-on-year, effectively offsetting the decline in government sector revenue. As a result, related business revenue accounted for 87 percent of total revenue in 2023, while long-term investment projects decreased by 13 percent compared to the previous year. Meanwhile, private sector and international project revenue increased due to the progress of ongoing projects and newly awarded projects, mainly construction management and supervision projects in both domestic and international markets. This led to a 17 percent increase in private sector revenue and a 36 percent increase in international project revenue. On a quarterly basis, the Group continued to recognize an average revenue of 400 million Baht per quarter.

Revenue Composition

1) Revenue by Business Sector: In 2023, the Group's revenue from government projects decreased to 43 percent, down from more than 50 percent in previous years. As a result, revenue from private sector projects, international projects, and related businesses increased to 32, 11, and 14 percent, respectively.

2) Revenue by Specialization: Revenue from transportation and logistics projects accounted for 23 percent, decreasing from 30 percent in 2022, while revenue from water resource projects declined to 26 percent, down from 30 percent in the previous year. Conversely, revenue from urban development, buildings, and infrastructure projects increased to 37 percent, up from 26 percent in 2022, primarily due to EPC projects such as the new zoo project and various condominium and building projects. The remaining revenue came from environmental projects (6 percent), energy projects (6 percent), and other projects (2 percent).

3) Revenue by Service Type: Revenue from construction management and supervision projects accounted for 45 percent, decreasing from 52 percent in 2022. In contrast, revenue from study and design projects and related businesses increased to 41 percent and 14 percent, respectively.

Gross Profit and Net Profit from Sales and Services

The Group has consistently improved its profitability over the past four years, with net profit reaching a new high. The gross profit amounted to 493 million Baht, representing 29.5 percent, an increase of 17 percent from the previous year. This improvement resulted from the Group's continued focus on enhancing project cost management efficiency since 2021. When considering quarterly gross profit, the Group recorded an average of 120 million Baht per quarter, with an average gross profit margin of 29 percent per quarter, improving from 100 million Baht per quarter in 2022.

The net profit also reached a new high, with net profit of 129 million Baht and a net profit margin of 7.7 percent, the highest in four years, representing a 25 percent year-on-year increase. Similarly, net profit per quarter in 2023 increased compared to 2022, with the average net profit margin rising to 7.7 percent per quarter.

Operating Profit and Net Profit

In 2022, the Group recorded an operating profit of 121.4 million Baht. In 2023, with improved project cost management, gross profit increased by 71 million Baht. However, administrative expenses also increased, mainly due to higher personnel-related costs, employee benefits, and bonuses. Additionally, the Group increased its provision for doubtful accounts due to delays in trade receivables, leading to a 35.4 million Baht reduction in operating profit, and other income decreased by 4.2 million Baht. As a result, net operating profit in 2023 rose to 153.1 million Baht, a 26 percent increase compared to 2022. Net profit increased due to improved operating performance and financial income, despite a decline in profits from associated companies and an increase in interest expenses and income taxes. Overall, the Group's net profit increased to 129.3 million Baht, representing a 25 percent increase compared to the previous year.

Following this, Mrs. Penpilai Phonchaipanich reported to the Meeting on the financial position of the Company and its subsidiaries as of December 31, 2023, as follows:

Assets

As of December 31, 2023, the Company and its subsidiaries had total assets of 2,432 million Baht, representing an increase of 4.4 percent from 2,331 million Baht in the previous year.

Shareholders' Equity

As of December 31, 2023, the Company and its subsidiaries had total shareholders' equity of Baht 1,185 million, reflecting the increase in net profit during the year, as well as capital increases from dividend payments in the form of shares and the issuance and sale of ESOP (Employee Stock Option Program) to executives and employees.

Liabilities

As of December 31, 2023, the Company had non-interest-bearing liabilities of 1,067 million Baht, primarily consisting of trade payables and deferred income, which together made up approximately 58 percent of total non-interest-bearing liabilities. Interest-bearing liabilities amounted to 180 million Baht, accounting for 7.4 percent of total assets, arising from loans obtained from commercial banks for business operations.

Key Financial Ratios

The quick ratio stood at 1.90 times, maintaining a similar level as in previous years, as did the current ratio, which remained at 0.94 times, due to delays in payments from large project receivables. The debt-to-equity ratio decreased to 1.05 times, while the interest-bearing debt-to-equity ratio declined to 0.15 times, following the repayment of interest-bearing loans from commercial banks. The return on assets (ROA) and return on equity (ROE) improved, increasing by 0.8 percent and 1.6 percent, respectively, driven by the increase in net profit in 2023, which outpaced the growth in total assets and shareholders' equity.

Backlog

At the end of 2023, the Company had a backlog of 4,431 million Baht, an increase from 4,110 million Baht in 2022, consisting of 3,331 million Baht from consulting businesses and 1,100 million Baht from related businesses. Compared to 2022, the backlog from consulting businesses declined as the Company is still awaiting government project contracts, which were delayed due to the postponement of the 2024 budget approval to this year, resulting in the proportion of remaining government projects decreasing to 46 percent.

When categorized by specialization, the backlog consisted of 41 percent from transportation and logistics projects, 31 percent from buildings and infrastructure projects, 17 percent from water resource projects, 7 percent from energy projects, and 3 percent from environmental projects.

For related business backlog, the proportion increased compared to 2022, rising from 311 million Baht to 1,100 million Baht due to the acquisition of two large EPC projects, some of which have already been executed, with 78 percent of the related business backlog falling under the buildings and infrastructure category. As a result, the proportion of remaining related business backlog increased to 25 percent, compared to less than 10 percent in the previous year.

The Company Secretary informed the Meeting that the Board of Directors had reviewed and verified the accuracy of the report on the Company's operating results for the year ended December 31, 2023, and deemed it appropriate to propose the report for acknowledgment at the Annual General Meeting of Shareholders.

The Chairman then provided an opportunity for shareholders to ask questions and express opinions on relevant matters. A summary of the key discussion points is as follows:

Question: Mr. Dolyawich Nongpong, a shareholder, asked about the Company's business outlook for this year.

Answer: Dr. Aphichat Sramoon, Chief Executive Officer, explained that following the Cabinet's approval of the 2024 fiscal year budget, the Group expects greater opportunities to secure additional government projects. The Group has been actively monitoring government projects awaiting budget approval, which should lead to increased business prospects.

As there were no further questions or opinions from the shareholders, the Company Secretary proposed that the Meeting acknowledge the report on the Company’s operating results for the year ended December 31, 2023. As this agenda was for acknowledgment, vote casting was not required.

Resolution

The Meeting acknowledged the report on the Company's operating results for the year ended December 31, 2023.

Agenda No. 3: To Consider and Approve the Company's 2023 Financial Statements for the Fiscal Period Ended on December 31, 2023

The Chairman assigned Mrs. Penpilai Phonchaipanich, Chief Financial Officer, and Mrs. Suvimol Chrityakierne, Member of the Audit Committee, to present the key details to the Meeting.

Mrs. Penpilai Phonchaipanich reported to the Meeting that the Company had prepared the balance sheet and statement of profit and loss for the year 2023 ended December 31, 2023, which had been reviewed and deemed accurate, complete, and adequate by both the Audit Committee and the Board of Directors in accordance with generally accepted accounting principles. The financial statements had also been audited by the Company's Auditor.

Mrs. Penpilai Phonchaipanich further reported that the financial position and operating results of the Company for the fiscal year ended December 31, 2023, can be summarized as follows:

Unit: million Baht

Items	Consolidated Financial Statements	Separate Financial Statements
Total Assets	2,432	1,922
Total Liabilities	1,247	878
Total Equity	1,185	1,044
Revenue from Sales and Services	1,674	986
Net Profit	129	81
Basic Earnings per Share (Baht/Share)	0.16	0.10
Cash Flows from Operating Activities	14.28	(49.92)
Cash Flows from Investing Activities	(87.46)	(74.53)
Cash Flows from Financing Activities	(93.52)	27.41

Mrs. Suvimol Chrityakierne, Member of the Audit Committee, expressed the opinion of the Audit Committee to the Meeting that the Audit Committee had considered and reviewed the Company's financial statements for the fiscal year 2023, ending December 31, 2023, which had been audited and signed by the auditor from EY Office Limited. The Committee deemed it appropriate to propose that the Board of Directors submit the Company's financial statements for the fiscal year 2023, ending December 31, 2023, to the Annual General Meeting of Shareholders for consideration and approval.

The Company Secretary further reported that the Board of Directors deemed it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the Company's financial statements for the fiscal year 2023, ending December 31, 2023, which had been audited and signed by the Company's auditor and had also been reviewed and approved by the Audit Committee.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on relevant matters. However, no shareholders asked questions or expressed any opinions. Therefore, the Chairman requested the Meeting to cast their votes on this agenda item. The resolution for this agenda must be approved by a majority vote of the shareholders attending the Meeting and casting their votes.

After the vote counting was completed, the voting results were announced as follows:

Approved	**430,506,260**	**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 2023, ending December 31, 2023.

Agenda No. 4 To consider and approve the allocation of net profits as legal reserve and the omission dividend payment for the fiscal year 2023

The Chairman assigned Mrs. Penpilai Phonchaipanich, Chief Financial Officer, to present the details to the Meeting.

Mrs. Penpilai Phonchaipanich informed the Meeting that the Company's dividend policy is to distribute dividends to shareholders annually at not less than 40 percent of the net profit from the Company's separate financial statements after deducting corporate income tax and all legally required reserves. However, this dividend payment may be subject to change, depending on the Company's financial performance, financial position, liquidity, investment plans, legal conditions, and other relevant factors in business operations. Additionally, the dividend payment shall not significantly impact the Company's normal operations.

Mrs. Penpilai Phonchaipanich further informed the Meeting that for the fiscal year 2023, the Company has considered the following:

A) The allocation of net profit as a legal reserve in the amount of 4,100,000 Baht (four million one hundred thousand Baht), resulting in a total legal reserve of 32,000,000 Baht (thirty-two million Baht) as of December 31, 2023.

B) Omission of dividend payment for the fiscal year 2023, as the Company recorded a net profit of 81,426,131 Baht (eighty-one million four hundred twenty-six thousand one hundred thirty-one Baht) in the Statement of Comprehensive Income, with unallocated retained earnings of 161,475,490 Baht (one hundred sixty-one million four hundred seventy-five thousand four hundred ninety Baht). The Company intends to retain cash as reserves for working capital to ensure sufficient liquidity. Additionally, the Company has ongoing and planned long-term investments, joint ventures, and financial asset investments in the current year.

The Company Secretary informed the Meeting that the Board of Directors deemed it appropriate to propose the matter to the Annual General Meeting of Shareholders for approval as follows:

1) Approving the allocation of net profit as a legal reserve in the amount of 4,100,000 Baht (four million one hundred thousand Baht), equivalent to 5 percent of the net profit for the year 2023.

2) Approving the omission of dividend payments for the fiscal year 2023 as proposed, in accordance with the Company's dividend payment policy and regulations.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As no shareholders raised any questions or opinions, the Chairman requested the Meeting to cast their votes on this agenda item. The resolution for this agenda required a majority vote of the shareholders attending the Meeting and casting their votes.

After the vote counting was completed, the voting results were announced as follows:

Approved	**430,506,220**	**Votes,**	**Equivalent to**	**100.00**	**Percent**
Disapproved	**0**	**Votes,**	**Equivalent to**	**0.00**	**Percent**
Abstained	**0**	**Votes,**	**Equivalent to**	**0.00**	**Percent**

<u>Resolution</u>

The Meeting unanimously approved the following resolutions:

1) Approved the allocation of net profit as a legal reserve in the amount of 4,100,000 Baht (four million one hundred thousand Baht only), equivalent to 5 percent of the net profit for the year 2023.

2) Approval of the omission of dividend payment for the fiscal year 2023.

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

The Chairman informed the Meeting that the directors who are due to retire by rotation at the 2024 Annual General Meeting of Shareholders are considered interested parties in this agenda. Therefore, they voluntarily excused themselves from the Meeting to allow the shareholders to ask questions and vote independently. The retiring directors would return to the Meeting after the consideration of this agenda was completed.

The Chairman then assigned General Wichien Sirisoonthorn, Chairman of the Nomination and Compensation Committee, along with the Company Secretary, to present the details for the Meeting's consideration.

The Company Secretary reported to the Meeting that the Company had provided an opportunity for shareholders to nominate qualified candidates for election as Company directors at the 2024 Annual General Meeting of Shareholders. Shareholders were invited to submit nominations from October 1, 2023, to December 31, 2023, in accordance with the Company's specified criteria. However, by the end of the nomination period, no shareholders had proposed any candidates for election as Company directors at the 2024 Annual General Meeting of Shareholders.

The directors retiring by rotation in 2024 are as follows:

No.	Name of Director	Position
1	Mr. Amnat Prommassutra	Director
2	Assoc. Prof. Dr. Chamlong Prabkeao	Independent Director
3	Dr. Apichat Sramoon	Director

General Wichien Sirisoonthorn reported to the Meeting that the process of selecting candidates for the Company's directorship had undergone thorough review by the Nomination and Compensation Committee. Upon careful consideration, the Committee concluded that Mr. Amnat Prommassutra, Assoc. Prof. Dr. Chamlong Prabkeao, and Dr. Apichat Sramoon are highly qualified candidates for directorship. Their extensive knowledge and experience are deemed beneficial to the Company's operations. They also fully meet the criteria of good corporate governance and possess no disqualifying characteristics under the Notification of the Securities and Exchange Commission No. Kor Jor. 3/2560 (2017) on Determination of Untrustworthy Characteristics of Directors and Executives. Throughout their tenure, these three directors have diligently performed their duties, dedicated their time, and provided valuable insights that contributed to the Company's success. Additionally, Assoc. Prof. Dr. Chamlong Prabkeao, who serves as an Independent Director, meets all the qualifications required under the definition of independent directors as stipulated by the Capital Market Supervisory Board. Therefore, the Committee deemed it appropriate to nominate all three individuals for re-election as directors of the Company for another term.

The Company Secretary further reported that the Board of Directors, excluding the interested directors, had meticulously reviewed and endorsed the nomination process. The Board, therefore, proposed for the shareholders' approval the re-election of three directors retiring by rotation in 2024: Mr. Amnat Prommassutra and Dr. Apichat Sramoon as directors, and Assoc. Prof. Dr. Chamlong Prabkeao as an Independent Director for another term, in accordance with the recommendation of the Nomination and Compensation Committee.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on the matter. As no shareholders raised any questions or comments, the Chairman proposed that the Meeting proceed with voting on this agenda item. The resolution for this agenda required a majority vote of the shareholders attending the Meeting and casting their votes. The shareholders were requested to cast their votes individually for each director nominee.

After the vote counting was completed, the voting results were announced as follows:

1. Mr. Amnat Prommassutra:

Approved	**433,441,380**	**Votes, Equivalent to**	**100.00**	**Percent**
Disapproved	**0**	**Votes, Equivalent to**	**0.00**	**Percent**
Abstained	**0**	**Votes, Equivalent to**	**0.00**	**Percent**

2.Assoc. Prof. Dr. Chamlong Prabkeao:

Approved	**433,441,380**	**Votes, Equivalent to**	**100.00**	**Percent**
Disapproved	**0**	**Votes, Equivalent to**	**0.00**	**Percent**
Abstained	**0**	**Votes, Equivalent to**	**0.00**	**Percent**

3. Dr. Apichat Sramoon:

Approved	**433,441,380**	**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 re-election of Mr. Amnat Prommassutra and Dr. Apichat Sramoon as Directors for another term, and the re-election of Assoc. Prof. Dr. Chamlong Prabkeao as an Independent Director for another term.

Agenda No. 6 To consider and approve the remuneration of the Company's Directors for the year 2024.

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

General Wichien Sirisoonthorn informed the Meeting that Article 22 of the Company's Articles of Association stipulates that directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses, or other benefits as determined by the Annual General Meeting of Shareholders. Such remuneration must be approved by 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 the Proposal of Directors' Remuneration

The remuneration proposal had been carefully considered by the Nomination and Compensation Committee. The Committee took into account the duties and responsibilities of the Board of Directors, the roles and contributions of the directors, the types and methods of remuneration payment, and the overall remuneration amount. Additionally, factors such as the type and size of the Company's business, market conditions, and industry competition were considered. The proposed remuneration is set at a reasonable and competitive level to attract and retain qualified directors. The Committee deemed it appropriate to propose to the Board of Directors, and subsequently to the Annual General Meeting of Shareholders, for approval of the following directors' remuneration:

Remuneration of the Company's Directors for the year 2024

The total remuneration for the Company's directors, including monthly remuneration, meeting allowances, and rewards for the year 2024, shall not exceed 7,000,000 Baht (Seven million Baht). This amount remains unchanged from the remuneration for the year 2023, as recommended by the Nomination and Compensation Committee. The proposed remuneration was determined by considering past remuneration rates, the Company's financial performance, and a benchmarking analysis of other listed companies in the same industry with comparable business size and profitability. The details are as follows:

Annual Remuneration for the Company's Directors for the Year 2024

Board of Directors	Remuneration (per person)
1. **Remuneration of the Board of Directors**	
1.1 Monthly Remuneration for Directors (same rate as that of 2023)	
• Chairman of the Board	37,500 Baht / Month
• Deputy Chairman	32,500 Baht / Month
• Director	25,000 Baht / Month
1.2 Meeting Allowance (same rate as that of 2023)	
• Chairman of the Board	7,500 Baht / Meeting
• Deputy Chairman	6,500 Baht / Meeting
• Director	5,000 Baht / Meeting
1.3 Rewards	
2. Remuneration of the Audit Committee	
2.1 Monthly Remuneration for Committee Members (same rate as that of 2023)	
• Chairman of the Audit Committee	30,000 Baht / Month
• Member of the Audit Committee	20,000 Baht / Month
2.2 Meeting Allowance (same rate as that of 2023)	
• Chairman of the Audit Committee	7,500 Baht / Meeting
• Member of the Audit Committee	5,000 Baht / Meeting

Board of Directors	Remuneration (per person)
3 . Remuneration of the Nomination and Compensation Committee	
3.1 Monthly Remuneration for Committee Members	- None-
3.2 Meeting Allowance (same rate as that of 2023)	
• Chairman of the Nomination and Compensation Committee	7,500 Baht / Meeting
• Member of the Nomination and Compensation Committee	5,000 Baht / Meeting
4 . Remuneration of the Corporate Governance and Sustainability Committee	
4.1 Monthly Remuneration for Committee Members	- None -
4.2 Meeting Allowance (same rate as that of 2023)	
• Chairman of the Corporate Governance and Sustainability Committee	7,500 Baht / Meeting
• Member of the Corporate Governance and Sustainability Committee	5,000 Baht / Meeting
5. Other Remuneration	- None -

Remarks: Directors who are executives of the Company, from the Chief Executive Officer level downward, are not entitled to receive monthly remuneration and meeting allowances as directors.

Annual Rewards Payment for the Year 2023

At the Board of Directors Meeting No. 1/2024, held on February 23, 2024, the Board resolved to propose to the Annual General Meeting of Shareholders the approval of an annual rewards payment in the amount of 2,500,000 Baht (two million five hundred thousand Baht only), equivalent to 1.93 percent of the net profit from the Company's consolidated financial statements for the year 2023. The Board of Directors shall be responsible for allocating this reward among themselves.

The Company Secretary further informed the Meeting that the Board of Directors deemed it appropriate to propose that the Annual General Meeting of Shareholders consider and approve the directors' remuneration for the year 2024 in the amount of not exceeding 7,000,000 Baht (seven million Baht only) and the annual rewards payment for the year 2023 in the amount of 2,500,000 Baht (two million five hundred thousand Baht only), as reviewed by the Nomination and Compensation Committee. Additionally, the Board sought approval in principle to continue paying directors' remuneration at the existing rate while awaiting the Annual General Meeting of Shareholders.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on relevant matters. A summary of key discussions is as follows:

Question: A shareholder, who wished to remain anonymous, inquired why the Company, while withholding dividend payments to retain cash reserves for business operations, is still paying rewards to the directors. Why are these funds not also retained for Company operations?

Answer: Dr. Apichat Sramoon, Chief Executive Officer, explained that the directors' compensation structure consists of three components: monthly remuneration, meeting allowances, and annual rewards. The decision to grant the annual rewards for the year 2023 to the directors aligns with the Company's compensation policy. This is crucial to recognizing and retaining highly qualified directors with specialized expertise, who are difficult to replace, to continue contributing to the Company's success.

As no further questions or opinions were raised by shareholders, the Chairman proposed that the Meeting proceed with voting on this agenda item. The resolution for this agenda requires approval 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 counting was completed, the voting results were announced as follows:

Approved	**433,441,380**	**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 remuneration payment for the Company's Directors for the year 2024 in the amount of not exceeding 7,000,000 Baht (seven million Baht only) and the annual rewards payment for the year 2023 in the amount of 2,500,000 Baht (two million five hundred thousand Baht only). The Meeting also approved in principle to continue

paying directors' remuneration at the existing rate while awaiting the next Annual General Meeting of Shareholders.

Agenda No. 7 To consider the appointment of the Company's Auditor and determine the auditing fees for the year 2024 ended December 31, 2024

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

Mrs. Suvimol Chrityakierne explained to the Meeting that, pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (1992) and Article 36 of the Company's Articles of Association, the Annual General Meeting of Shareholders is responsible for appointing the Company's auditor and determining the audit fee.

Mrs. Suvimol Chrityakierne further explained that the Audit Committee had reviewed the professional experience of EY Office Limited, which has demonstrated its capability in performing its duties efficiently without any conflict of interest with the Company, its subsidiaries, executives, major shareholders, or related persons. As an independent auditor, EY Office Limited is qualified to conduct audits and express opinions on the Company's financial statements. Moreover, the firm is able to perform audits in accordance with the Company's schedule and possesses a strong understanding of the Company's business, which facilitates an efficient and timely audit process. Therefore, the Audit Committee resolved to propose to the Board of Directors for further submission to the Annual General Meeting of Shareholders to consider the appointment of EY Office Limited as the Company's auditor for the fiscal year 2024 ending December 31, 2024, with any one of its designated auditors authorized to conduct audits and express opinions on the Company's financial statements. Additionally, the Audit Committee proposed that the audit fee for the fiscal year 2024 ending December 31, 2024, be set at 2,880,000 Baht (two million eight hundred eighty thousand Baht only), which remains unchanged from the audit fee for the fiscal year 2023. This rate is considered appropriate based on 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	5 years (Appointed in 2019-2023)
2. Miss Sirirat Sricharoensup	5419	1 years (Appointed in 2023)
3. Miss Watoo Kayankannavee	5423	1 years (Appointed in 2023)
4. Miss Supannee Triyanantakul	4498	1 years (Appointed in 2023)

Additionally, EY Office Limited serves as the auditor for a total of six subsidiaries of the Company.

Comparison of Auditing Fees for the Year 2023 and 2024

Year 2024 (Proposed year)	Increase / (Decrease)	Year 2023
2,880,000	-	2,880,000

Remarks: The Company did not incur any additional service fees for the auditors apart from 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 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, Miss Watoo Kayankannavee, CPA License No. 5423, or Miss Supannee Triyanantakul, CPA License No. 4498. Any one of them shall be authorized to conduct audits and express opinions on the Company's financial statements for the fiscal year 2024 ending December 31, 2024. The Meeting was also requested to approve the audit fee for the fiscal year 2024 ending December 31, 2024, in the amount of 2,880,000 Baht (two million eight hundred eighty thousand Baht only), in accordance with the opinion of the Audit Committee.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on the relevant matters. As no questions or opinions were raised, the Chairman proposed that the Meeting proceed with voting on this agenda item. 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 was completed, the voting results were announced as follows:

Approved	**433,441,380**	**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 appointment of Mrs. Chonlaros Suntiasvaraporn, CPA License No. 4523, Miss Sirirat Sricharoensup, CPA License No. 5419, Miss Watoo Kayankannavee, CPA License No. 5423, or Miss Supannee Triyanantakul, CPA License No. 4498, of EY Office Limited as the Company's auditors. The Meeting also approved the auditing fee for the fiscal year 2024 ending December 31, 2024, in the amount of 2,880,000 Baht (two million eight hundred eighty thousand Baht only).

Agenda No. 8 To consider and approve the reduction of the Company's registered capital by eliminating the remaining unsold shares reserved for dividend payments according to the resolution of the 2023 Annual General Meeting of Shareholders, and to amend Clause 4 of the Memorandum of Association to reflect the reduction in registered capital.

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

Mr. Sita Tansiri explained that, in compliance with Section 136 of the Public Limited Companies Act B.E. 2535 (1992) (as amended), the Company must reduce its registered capital by eliminating unsold registered shares before increasing the capital to a new amount.

Currently, the Company's registered capital is 477,000,000 Baht, with a paid-up capital of 408,950,809 Baht, divided into 817,901,618 shares with a par value of 0.50 Baht per share. The Company has 136,098,382 unsold registered ordinary shares:

(1) Shares allocated to support the exercise of the Company's warrants, TEAMG-W1, in the amount of 136,000,000 shares.

(2) Unsold registered ordinary shares reserved for dividend payments according to the resolution of the 2023 Annual General Meeting of Shareholders, in the amount of 98,382 shares.

The Board of Directors resolved to propose to the shareholders' meeting the approval of a reduction in registered capital by 49,191 Baht, decreasing from the existing registered capital of 477,000,000 Baht to 476,950,809 Baht. This reduction was achieved by eliminating 98,382 unsold registered ordinary shares, previously reserved for dividend payments according to the resolution of the 2023 Annual General Meeting of Shareholders, with a par value of 0.50 Baht per share, totaling 49,191 Baht. Furthermore, to align with the aforementioned capital reduction, the Company must proceed with an amendment to Clause 4 of the Memorandum of Association as follows:

Existing:				
Clause 4.	Registered capital	477,000,000	Baht	(Four hundred seventy-seven million Baht)
	Divided into	954,000,000	Shares	(Nine hundred fifty-four million Shares)
	Par value of	0.50	Baht	(Fifty Satang)
	Divided into:			
	Ordinary share	954,000,000	Shares	(Nine hundred fifty-four million Shares)
	Preference share	-	Shares	(Zero Share)
Correction:				
Clause 4.	Registered capital	476,950,809	Baht	(Four hundred seventy-six million nine hundred fifty thousand eight hundred nine Baht)
	Divided into	953,901,618	Shares	(Nine hundred fifty-three million nine hundred one thousand six hundred eighteen Shares)
	Par value of	0.50	Baht	(Fifty Satang)
	Divided into:			
	Ordinary share	953,901,618	Shares	(Nine hundred fifty-three million nine hundred one thousand six hundred eighteen Shares)
	Preference share	-	Shares	(Zero Share)

Additionally, it was proposed to authorize the Board of Directors and/or any person designated by the Board of Directors to register the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, as well as to have the authority to revise and amend the wording in accordance with the registrar’s order.

The Company Secretary informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders the approval of the Company's registered capital reduction by eliminating the remaining unsold shares reserved for dividend payments according to the resolution of the 2023 Annual General Meeting of

Shareholders and the amendment of Clause 4 of the Memorandum of Association to reflect the capital reduction, as proposed.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on relevant matters. As no questions or opinions were raised, the Chairman proposed that the Meeting proceed with voting on this agenda item. 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 was completed, the voting results were announced as follows:

Approved	**433,441,380**	**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 registered capital reduction by eliminating the remaining unsold shares reserved for dividend payments according to the resolution of the 2023 Annual General Meeting of Shareholders and the amendment of Clause 4 of the Memorandum of Association to reflect the capital reduction, as proposed.

Agenda No. 9 To consider and approve the Company's registered capital increase to accommodate the issuance and offering of additional ordinary shares under a specific capital utilization purpose, through a Private Placement to specific investors, and to amend Clause 4 of the Memorandum of Association to reflect the capital increase.

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

Mr. Sita Tansiri explained that, to accommodate the capital increase with a specified capital utilization purpose, the Company intends to increase its registered capital by 35,000,000 Baht, raising the total registered capital from 476,950,809 Baht to 511,950,809 Baht. This will be achieved through the issuance of 70,000,000 additional ordinary shares, each with a par value of 0.50 Baht. The Company aims to utilize the funds raised from this capital increase as working capital to support future business expansion. Details of the capital increase are outlined in the Capital Increase Report (Form F53-4), which was enclosed with the meeting invitation as Enclosure No. 4. Furthermore, to align with the aforementioned capital increase, the Company must proceed with an amendment to Clause 4 of the Memorandum of Association as follows:

Existing:

Clause 4.	Registered capital	476,950,809	Baht	(Four hundred seventy-six million nine hundred fifty thousand eight hundred nine Baht)
	Divided into	953,901,618	Shares	(Nine hundred fifty-three million nine hundred one thousand six hundred eighteen Shares)
	Par value of Divided into:	0.50	Baht	(Fifty Satang)

	Ordinary share	953,901,618	Shares	(Nine hundred fifty-three million nine hundred one thousand six hundred eighteen Shares)
	Preference share	-	Shares	(Zero Share)
Correction:				
Clause 4.	Registered capital	511,950,809	Baht	(Five hundred eleven million nine hundred fifty thousand eight hundred nine Baht)
	Divided into	1,023,901,618	Shares	(One billion twenty-three million nine hundred one thousand six hundred eighteen Shares)
	Par value of	0.50	Baht	(Fifty Satang)
	Divided into:			
	Ordinary share	1,023,901,618	Shares	(One billion twenty-three million nine hundred one thousand six hundred eighteen Shares)
	Preference share	-	Shares	(Zero Share)

Additionally, it was proposed to authorize the Board of Directors and/or any person designated by the Board of Directors to register the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, and to have the authority to revise and amend the wording in accordance with the registrar's order.

The Company Secretary informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders the approval of the Company's registered capital increase to accommodate the issuance and offering of additional ordinary shares under a specific capital utilization purpose through a Private Placement to specific investors, and the amendment of Clause 4 of the Memorandum of Association to reflect the capital increase, as proposed.

The Chairman then provided an opportunity for shareholders to ask questions and express their opinions on relevant matters. As no questions or opinions were raised, the Chairman proposed that the Meeting proceed with voting on this agenda item. The resolution for this agenda item 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. Shareholders with a conflict of interest shall not be eligible to vote on this agenda item.

After the vote counting was completed, the voting results were announced as follows:

Approved	**209,547,100**	**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 registered capital increase to accommodate the issuance and offering of additional ordinary shares under a specific capital utilization purpose through a Private Placement to specific investors and the amendment of Clause 4 of the Memorandum of Association to reflect the capital increase, as proposed.

Agenda No. 10 To consider and approve the allocation of additional ordinary shares to accommodate the capital increase under a specific capital utilization purpose through a Private Placement to specific investors and the execution of a connected transaction.

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

Mr. Sita Tansiri explained that the Company intends to allocate up to 70,000,000 additional ordinary shares, each with a par value of 0.50 Baht, to accommodate the capital increase under a specific capital utilization purpose through a Private Placement to specific investors and the execution of a connected transaction. The list of individuals allocated shares is as follows:

No.	Specific Investors	Maximum number of shares offered (shares)	Percentage of Shares Allotted After Capital Increase (%)	Investment Value (Million Baht)	Number of shares before the transaction (shares)	Shareholding Proportion Before Entering the Transaction[1] (%)	Number of Shares After Private Placement (shares)	Shareholding Proportion After Private Placement[2] (%)
1.	DITTO[3]	38,000,000	4.28	174.80	-	-	38,000,000	4.28
2.	Miss Pornphan Amornrojworawut[4]	8,000,000	0.90	36.80	550,000	0.07	8,550,000	0.96
3.	Mr. Sataporn Ngamruengphong[4]	4,000,000	0.45	18.40	41,232,080	5.04	45,232,080	5.09
4.	Mr. Sompong Cholkadeedamrongkul[4]	4,000,000	0.45	18.40	26,693,400	3.26	30,693,400	3.46
5.	Dr. Rachaneewan Akharawikrai[4]	4,000,000	0.45	18.40	1,421,280	0.17	5,421,280	0.61
6.	Site Preparation Management Co., Ltd.[4]	2,000,000	0.23	9.20	-	-	2,000,000	0.23
7.	Mr. Denpong Somapa[4]	2,000,000	0.23	9.20	1,223,040	0.15	3,223,040	0.36
8.	Mr. Mungkorn Trachu[4]	2,000,000	0.23	9.20	-	-	2,000,000	0.23
9.	Mrs. Pitpring Pongnukrausiri[4]	2,000,000	0.23	9.20	1,240,000	0.15	3,240,000	0.36
10.	Mr. Teeranont Wiwatjesadawut[4]	2,000,000	0.23	9.20	-	-	2,000,000	0.23
11.	Mr. Phawee Wiwatjesadawut[4]	2,000,000	0.23	9.20	-	-	2,000,000	0.23
	Total	**70,000,000**	**7.88**	**322.00**	**72,359,800**	**8.85**	**142,359,800**	**16.03**

Remark: 1) Calculated based on the total number of issued and paid-up shares of the Company as of 12 March 2024, which equals 817,901,618 shares.
2) Calculated based on the total number of shares of the Company after the Private Placement Transaction, which equals 887,901,618 shares, reflecting the issuance and offering of an additional 70,000,000 newly issued ordinary shares to 11 specific investors.
3) DITTO is a connected person of the Company.
4) The other specific investors have no relationship with the Company and are not considered connected persons of the Company according to the Notification on Connected Transactions.

The aforementioned issuance and offering of newly issued ordinary shares is a Private Placement transaction. The Board of Directors has resolved to set the offering price at 4.60 Baht per share for approval by the shareholders' meeting. This offering price represents a discount of no more than 10 percent from the market price, where the "market price" is determined based on the weighted average price of the Company's ordinary shares on the Stock Exchange of Thailand ("SET") over a continuous period of seven consecutive trading days preceding the

Board of Directors' resolution to propose the Private Placement Transaction to the shareholders' meeting (from 14 February 2024 to 22 February 2024), which was 5.10 Baht per share (source: SETSMART, www.setsmart.com). Therefore, this does not constitute an offering of newly issued shares at a discount as per the Notification of the Capital Market Supervisory Board No. TorChor. 28/2565 Re: Approval for the Listed Companies to Issue Newly Issued Shares to Specific Investors, dated 28 December 2022 (including any amendments thereto).

This issuance and offering of newly issued ordinary shares to DITTO qualifies as a significant Private Placement, as it may result in an investor who receives the allocated shares becoming the shareholder with the highest voting rights in the Company, pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 28/2565 Re: Approval for the Listed Companies to Issue Newly Issued Shares to Specific Investors, dated 28 December 2022 (including any amendments thereto) ("Notification on PP Offering"). After this capital increase, DITTO will become the shareholder with the highest voting rights, holding 19.03 percent of the total paid-up capital of the Company (DITTO will hold 4.28 percent of the Company's total paid-up shares after this capital increase, combined with the shareholding proportion of Mr. Teerachai Rattanakamolporn at 15.94 percent of the total paid-up shares of the Company and the shareholding proportion of his spouse, Thidarat Suamornrattanakul, at 0.07 percent of the total paid-up shares of the Company ("Mr. Teerachai's group"), resulting in Mr. Teerachai's group holding a total of 16.01 percent of the total paid-up shares of the Company as of 12 March 2024).

Furthermore, the allocation of newly issued ordinary shares to DITTO is considered a connected transaction, as Mr. Teerachai Rattanakamolporn ("Mr. Teerachai") is a major shareholder of the Company (holding 15.94 percent of the total paid-up shares of the Company, and together with his spouse, Miss Thidarat Suamornrattanakul, a person under Section 258 of the Securities and Exchange Act B.E. 2535 (including any amendments thereto) ("Section 258"), holding 0.07 percent of the total paid-up shares of the Company, the total shareholding of Mr. Teerachai's group in the Company equals 16.01 percent of the total paid-up shares of the Company as of 12 March 2024). Additionally, Mr. Teerachai is also a major shareholder of DITTO (holding 28.77 percent of the total paid-up shares of DITTO, and together with his spouse, Thidarat Suamornrattanakul, who is considered a person under Section 258, holding 3.27 percent of the total paid-up shares of DITTO, resulting in Mr. Teerachai's group holding a total of 32.03 percent of DITTO's total paid-up shares as of 14 March 2024). Moreover, Mr. Takorn Rattanakamolporn ("Mr. Takorn"), Mr. Teerachai's brother, is a director, an executive, and a major shareholder of DITTO, holding 14.02 percent of DITTO's total paid-up shares as of 14 March 2024. Due to these relationships, DITTO is considered a connected person of the Company. The Company, therefore, is required to comply with the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transactions, dated 31 August 2008 (including any amendments thereto), and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning Connected Transactions, 2003, dated 19 November 2003 (including any amendments thereto).

The transaction pertains to assets and services with an amount of 174.80 million Baht or 16.62 percent of the Company's net tangible assets ("NTA"), as per the Company's audited consolidated financial statement for the year ended 31 December 2023. The transaction amount exceeds 20 million baht or more than 3 percent of the Company's NTA (which equals 1,051.44 million Baht). Importantly, the Company has not entered into any other connected transactions with the same connected person, related persons, or close relatives of such individuals within

the 6 months preceding the date of this transaction agreement. The details are provided in the document attached to the meeting invitation, Enclosure No. 5.

Additionally, the Company has approved the appointment of Silom Advisory Co., Ltd. as an independent financial advisor to provide an opinion on the significant private placement transaction and the connected transaction. The details of the independent financial advisor's report regarding the private placement offering of newly issued ordinary shares and the connected transaction of TEAM Consulting Engineering and Management Public Company Limited are provided in the document attached to the meeting invitation, Enclosure No. 6.

Furthermore, it is proposed to authorize Dr. Aphichat Sramoon, Chief Executive Officer, or Mrs. Penpilai Phonchaipanich, Chief Financial Officer, to determine other relevant details regarding the issuance and allocation of the Company's newly issued ordinary shares to support the capital increase with a specific purpose of capital utilization. This authorization includes, but is not limited to, the following matters:

(1) Allocating the newly issued ordinary shares under the private placement scheme, either as a one-time transaction or in multiple rounds, as well as determining the offering period, payment terms, and other related conditions and details regarding the allocation of the newly issued ordinary shares.

(2) Negotiating, executing, and signing documents and agreements related to the allocation of the newly issued ordinary shares, as well as undertaking any necessary actions related to such allocation.

(3) Signing all necessary application forms, permission requests, and supporting documents related to the allocation of the newly issued ordinary shares, including liaising with and submitting relevant applications, documents, and supporting materials to regulatory authorities or relevant agencies, as well as registering the newly issued ordinary shares on the Stock Exchange of Thailand (SET). The authorized individuals shall have the power to undertake any other necessary and appropriate actions related to the allocation of the newly issued ordinary shares.

Subsequently, Mr. Siharaj Unchanaprasert, the independent financial advisor from Silom Advisory Co., Ltd., presented the independent financial advisor's opinion regarding the issuance, offering, and allocation of the newly issued ordinary shares to specific investors, as well as the connected transaction of the Company, as detailed in the document attached to the meeting invitation, Enclosure No. 6. The independent financial advisor concluded that the transaction involving the issuance, offering, and allocation of newly issued ordinary shares to specific investors, which is considered a significant private placement transaction, as well as the connected transaction, is reasonable in terms of advantages, disadvantages, risks, and pricing appropriateness. Therefore, the independent financial advisor recommends that the shareholders approve the allocation of the newly issued ordinary shares of the Company to support the capital increase with a specific purpose of capital utilization through the private placement offering and the connected transaction, as per the details presented 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 support the capital increase with a specific purpose of capital utilization. This shall be executed through the issuance and offering of the Company's newly issued ordinary shares under a Private Placement to specific investors and the execution of the connected transaction, as per the details presented.

The Chairman then provided an opportunity for the shareholders to ask questions and express their opinions on relevant matters. As no shareholders raised any questions or expressed any opinions, the Chairman therefore requested the Meeting to proceed with voting on this agenda item. The approval of this agenda item requires a vote of no less than three-fourths (3/4) of the total votes of the shareholders attending the Meeting and having the right to vote. Shareholders with a conflict of interest shall not be entitled to vote on this agenda item.

After the completion of the vote counting, the voting results were then announced as follows:

Approved	**209,544,340**	**Votes,**	**Equivalent to**	**100.00**	**Percent**
Disapproved	**0**	**Votes,**	**Equivalent to**	**0.00**	**Percent**
Abstained	**0**	**Votes,**	**Equivalent to**	**0.00**	**Percent**

<u>Resolution</u>

The Meeting unanimously approved the allocation of the Company's newly issued ordinary shares to support the capital increase with a specific purpose of capital utilization, through the issuance and offering of the Company's newly issued ordinary shares under a Private Placement to specific investors and the execution of the connected transaction, as proposed.

Agenda No. 11 Consideration of Other Matters (if any)

The Company Secretary informed the Meeting that the Company had given shareholders the opportunity to propose agenda items for inclusion in the Meeting, from 1 October 2023 to 31 December 2023. After the deadline, no shareholders had proposed any agenda items. Therefore, there were no additional matters to be considered under this agenda item.

The Chairman then provided an opportunity for shareholders to ask questions or express their opinions. The Board of Directors was also available to respond to inquiries or provide clarifications to shareholders. Shareholders were invited to ask for additional information or express their views on various matters. The key points of the discussion are summarized as follows:

Question: Dr. Nathee Naktnasukanjn (Proxy) suggested that the Thai Investors Association has a policy encouraging listed companies on the Stock Exchange of Thailand to conduct their Annual General Meetings (AGMs) and Extraordinary General Meetings (EGMs) in a hybrid format combining on-site and online meetings. This approach would facilitate direct interaction, communication, and inquiries between shareholders, executives, and the Board of Directors. The suggestion aligns with the circular issued by the Securities and Exchange Commission (SEC), reference SEC. Nor. (Wor) 2/2567, dated 10 January 2024, requesting cooperation in organizing hybrid AGMs. Therefore, this proposal is submitted for the Company's consideration for future meetings.

Answer: Dr. Aphichat Sramoon, Chief Executive Officer, expressed gratitude to the Thai Investors Association for their recommendation regarding the organization of hybrid shareholder meetings. He explained that due to the ongoing COVID-19 pandemic, the Company

remains concerned for the well-being of shareholders and all meeting participants if they were to gather in person. Therefore, this Annual General Meeting was held exclusively via electronic means. However, for future meetings, the Board of Directors will consider the appropriate format based on the prevailing circumstances at the time.

As no further inquiries or suggestions were raised by shareholders, the Chairman informed the Meeting that all agenda items proposed for consideration, as outlined in the invitation for the 2024 Annual General Meeting of Shareholders, had been fully addressed. The Chairman then expressed appreciation to all shareholders for their time and participation in the Meeting, as well as for their valuable suggestions contributing to the Company's development. He then officially declared the 2024 Annual General Meeting of Shareholders of TEAM Consulting Engineering and Management Public Company Limited adjourned.

Mrs. Kedsara Luengruengtip, Director of Corporate Legal, informed the Meeting that at the time of adjournment, a total of 84 shareholders and proxies were in attendance, consisting of 17 shareholders present in person and 67 shareholders represented by proxies, holding an aggregate total of 433,440,181 shares, equivalent to 53.00 percent of the total 817,901,618 issued shares of the Company.

The Meeting was adjourned at 12:39 hours.

- Rapee Phongbupakicha- Chairman of the Meeting

(Mr. Rapee Phongbupakicha)

Chairman of the Board

- Pommara Patthanabhumthanint- Minutes Taker

(Miss Pommara Patthanabhumthanint)

Corporate Secretary

Profile of the Nominated Candidates for the Election of Directors

Name - Surname	General Wichien Sirisoonthorn (Nominated for re-election)
Position in the company	Independent Director, Member of the Audit Committee, Chairman of the Nomination and Compensation Committee, Chairman of the Corporate Governance and Sustainability Committee
Position Nominated	Independent Director
Date of Directorship	April 27, 2017
Current Age	69 years
Nomination Procedure	Nominated by the Nomination and Compensation Committee and agreed to propose to the Shareholder's meeting for consideration by the Board of Directors

Education

Institution	Degree
National Institute of Development Administration	Master of Public Administration
Chulachomklao Royal Military Academy	Bachelor of Science, Class No. 26/1974

Training Record with Thai Institute of Directors (IOD)

Course	Class / Year
• Directors Accreditation Program (DAP)	141/2017
• Board Nomination & Compensation Program (BNCP)	11/2021

Other Training Record

Institution / Organization	Class / Year
• Capital Market Academy	Top Management Course Class No. 22/2016
• King Prajadhipok's Institute	Politics and Governance in Democratic Systems Course Executives Class no.17/2014
• Thailand National Defence College	The National Defense Course for the Joint State-Private Sector, Class No. 20/2007
• Command and General Staff College	Command and General Staff Course Class No. 66/1988

5-Year past Experiences

○ Position in the Company

Period	Position
February 2028 - Present	Chairman of the Corporate Governance and Sustainability Committee
December 2024 - Present	Deputy Chairman of the Board of Directors
February 2020 - Present	Chairman of the Nomination and Compensation Committee
April 2017 - Present	Independent Directors
December 2024 - February 2025	Chairman of the Audit Committee
January 2023 - November 2024	Member of the Corporate Governance and Sustainability Committee
January 2018 - December 2024	Member of the Audit Committee
December 2017 - February 2020	Member of the Nomination and Compensation Committee

○ Board member / Management in other Listed Company - The Stock Exchange of Thailand

Company / Organization	Position
- None -	- None -

○ Board member/ Management in other Non-Listed Company - The Stock Exchange of Thailand

Company / Organization	Position
- None -	- None -

Remarkable Position

Company / Organization	Position
Royal Thai Armed Forces Headquarters	Deputy Chief of Defence Forces / Director of Royal Development Projects and Security Coordination Center / Deputy Commanding General of Armed Forces Development Command
National Reform Steering Assembly	Member of the National Reform Steering Assembly

Year(s) as the company's directorship

- General Wichien Sirisoonthorn has been the Company's director for 8 years. When including the time from the re-election of this term, he will be the company's directorship for a total of 11 years.

Shareholding in the company as of March 12, 2025

- 40,000 shares or representing 0.05 percent

Meeting attendance in year 2024

- The Board of Directors	7 times from the total of 7 times or representing 100 percent.
- Member of the Audit Committee	5 times from the total of 5 times or representing 100 percent.
- Members of the Nomination and Compensation Committee	5 times from the total of 5 times or representing 100 percent.
- The Corporate Governance and Sustainability Committee	2 items from the total of 2 items or representing 100 percent.

Relationship with other Management and Directors

- None

Has never been convicted or violating security or stock exchange law, nor laws governing finance?

- None

Position in other company that may cause conflicts of interest with the company

- None

Director's prohibited qualifications

- None

Conflicts of Interest in the agenda

- Agenda No. 5 - To consider the election of directors in replacement of those who are retiring by rotation.
- Agenda No. 6 - To consider the Remuneration of the Company's Directors for the year 2025

Profile of the Nominated Candidates for the Election of Directors

Name - Surname	Mrs. Suvimol Chrityakierne (Nominated for re-election)
Position in the company	Independent Director and Chairman of the Audit Committee
Position Nominated	Independent Director
Date of Directorship	July 7, 2017
Current Age	73 years
Nomination Procedure	Nominated by the Nomination and Compensation Committee and agreed to propose to the Shareholder's meeting for consideration by the Board of Directors

Education

Institution	Degree
Chulalongkorn University	Master of Accountancy
Chulalongkorn University	Bachelor of Accountancy

Training Record with Thai Institute of Directors (IOD)

Courses	Class / Year
• Ethical Leadership Program (ELP)	ELP 10/2017
• Advanced Audit Committee Program (AACP)	AACP 7/2017
• Audit Committee Program (ACP)	ACP 36/2011
• R - DF - Director Forum (R – DF)	R - DF 1/2010
• Director Certification Program (DCP)	DCP 92/2007

Other Training Record

Institution / Organization	Class / Year
• Federation of Accounting Professions	Coso Internal Control Certificate (Internal Control Interoperated 1/2024)
• 2023 Audit Committee Seminar	EY Company Limited
• Federation of Accounting Professions	Certificate of Tax Accountant : CTA 3
• Rangsit University	New Paradigm Leader, Transparency & Anti-Corruption Class 1/2018
• Department of Accountancy, Chulalongkorn University Alumni Association	Academic Seminar: "Money Laundering – It has to do with you"
• Institute of Judicial Officer Development	Tax Law Training Course, Class No. 1
• Faculty of Commerce and Accountancy, Chulalongkorn University	Balanced Scorecard
• Institute of Internal Auditor of Thailand	Certified Professional Internal Auditor of Thailand (CPIAT), Class No. 1

5-Year past Experiences

○ Position in the Company

Period	Position
February 2025 - Present	Chairman of the Audit Committee
July 2017 - Present	Independent Director
January 2023 - November 2024	Member of the Corporate Governance and Sustainability Committee
July 2017 - February 2025	Member of the Audit Committee

○ Board member / Management in other Listed Company - The Stock Exchange of Thailand

Companies / Organizations		Position
2015 – Present	Khonburi Sugar Public Company Limited	Independent Director and Chairman of the Audit Committee
2019 – Present	NSL Foods Public Company Limited	Independent Director and Chairman of the Board of Directors
April 2018 – 2019	Global Power Synergy Public Company Limited	Independent Director and Member of the Audit Committee
2016 – April 2018	Thai Oil Public Company Limited	Independent Director and Member of the Audit Committee

○ Board member/ Management in other Non-Listed Company - The Stock Exchange of Thailand

Companies / Organizations		Position
2021 – Present	Thai Edible Oil Co., Ltd.	Director
2017 - Present	Taxation , The Thai Chamber of Commerce and Board of Trade of Thailand	Sub-committee Member
2017 – 2022	Thai Investors Association	Director and Chairman of the Audit Committee
2017 – Present	Department of Foreign Trade	Member of Sub-committee on Inquiry Review, Trade Interests and Remedies Division
2017 – Present	The Federation of Accounting Professions Under the Royal Patronage of His Majesty the King	Board Member and Registrar
2012 – Present	Yong Som Jai Santiwattana Foundation	Director and Treasurer
2012 – Present	Foundation to Support the Development of Academic Law - Faculty of Law, Chulalongkorn University	Director
2010 – Present	DIA International Audit Company Limited	Managing Director
2004 – Present	Department of Accountancy, Chulalongkorn University Alumni Association	Professional Committee Member
2002 – Present	Seventy-Five CPE Limited	Director
1990 – Present	DIA Audit Company Limited	Executive Director
1988 – Present	Yong Somjai Company Limited	Director

Companies / Organizations		Position
2017 – 2020	The Federation of Accounting Professions Under the Royal Patronage of His Majesty the King	Board Member and Accounting Standard Committee Member
2014 – 2017	The Federation of Accounting Professions Under the Royal Patronage of His Majesty the King	Auditing Standards Committee Member

Year(s) as the company's directorship

- Mrs. Suvimol Chrityakierne has been the Company's independent director for 8 years. When including the time from the re-election of this term, he will be the company's directorship for a total of 11 years.

Shareholding in the company as of March 12, 2025

- None

Meeting attendance in year 2024

- The Board of Directors	7 times from the total of 7 times or representing 100 percent.
- Member of the Audit Committee	5 times from the total of 5 times or representing 100 percent.
- The Corporate Governance and Sustainability Committee	2 items from the total of 2 items or representing 100 percent.

Relationship with other Management and Directors

- None

Has never been convicted or violating security or stock exchange law, nor laws governing finance?

- None

Position in other company that may cause conflicts of interest with the company

- None

Director's prohibited qualifications

- None

Conflicts of Interest in the agenda

- Agenda No. 5 - To consider the election of directors in replacement of those who are retiring by rotation.
- Agenda No. 6 - To consider the Remuneration of the Company's Directors for the year 2024

Profile of the Nominated Candidates for the Election of Directors

Name - Surname	Assistant Professor Dr. Denpong Soodphakdee (Nominate of directors in replacement of those who are retiring by rotation.)
Position Nominated	Independent Director
Current Age	51 years
Current Occupation / Workplace	Vice President for Education and Digital Khon Kaen University
Nomination Procedure	Nominated by the Nomination and Compensation Committee and agreed to propose to the Shareholder's meeting for consideration by the Board of Directors

Education

Institution	Degree
The University of New South Wales, AUSTRALIA	Doctor of Philosophy, Ph.D. (Mechanical Engineering)
The University of New South Wales, AUSTRALIA	Master of Engineering Science, M.Eng.Sc (Mechanical Engineering)
Khon Kaen University	Bachelor's Degree in Engineering (Engineering Major)

Training Record with Thai Institute of Directors (IOD)

Courses	Class / Year
-	-

Other Training Record

Institution / Organization	Class / Year
• Knowledge Network Institute Of Thailand	Risk Management
• Knowledge Network Institute Of Thailand	Competency Development for University Council Secretaries and Heads of University Council Offices (4th Cohort)
• IMC Institute	PDPA for Management
• IMC Institute	Digital Transformation Strategy for Senior Management #3

5-Year past Experiences

○ Board member / Management in other Listed Company - The Stock Exchange of Thailand

Companies / Organizations	Position
-	-

○ Board member/ Management in other Non-Listed Company - The Stock Exchange of Thailand

Companies / Organizations	Position
Khon Kaen University	Vice President for Education and Digital

○ Key Positions Held:

สถานที่ทำงาน/องค์กร		ตำแหน่ง
2024 – Present	Khon Kaen University	Vice President for Education and Digital
2019-2024		Vice President for Digital Affairs
2015-2019		Vice President for Academic Affairs and Corporate Communications

Has never been convicted or violating security or stock exchange law, nor laws governing finance?

- None

Position in other company that may cause conflicts of interest with the company

- None

Director's prohibited qualifications

- None

Relationship with other Management and Directors

- None

Shareholding in the company as of Mar 12, 2025

- None

(F53-4) Enclosure No. 4

Capital Increase Form

TEAM Consulting Engineering and Management Public Company Limited

February 25, 2025

TEAM Consulting Engineering and Management Public Company Limited (the "Company", "TEAMG") would like to report the resolution of the Board of Directors' Meeting No 1/2025, which was convened on February 25, 2025, regarding the capital reduction, capital increase and allocation of newly issued ordinary shares. The details are as follows:

1. Capital Reduction and Capital Increase

1.1 Capital Reduction

The Board of Directors' Meeting resolved to propose to the shareholders' meeting to consider and approve the capital decrease of 35,000,000 Baht from the registered capital of 511,950,809 Baht to 476,950,809 Baht by canceling 70,000,000 unpaid-up ordinary shares with a par value of 0.50 Baht per share, which are the reserved ordinary shares for offering and allocation by specifying the purpose of utilizing proceeds to specific persons (Private Placement).

1.2 Capital Increase

The Board of Directors' Meeting resolved to increase the registered capital of the Company in the amount of 475,954 Baht from the original registered capital of 476,950,809 Baht, totaling to the registered capital of 477,426,763 Baht, to be the additional reserve for the adjustment of the rights of the warrants to purchase ordinary shares of the Company No. 1 (TEAMG-W1) of 951,908 shares at a par value of 0.50 Baht per share.

Capital increase	Category of Shares	No. of Shares	Par Value (THB per share)	Total (THB)
☑ Specifying the purpose of utilizing funds	Common Shares Preferred Shares	951,908 -	0.50 -	475,954 -
☐ General Mandate	Common Shares Preferred Shares	- None - -	- None - -	- None - -

2. Allocation of Newly Issued Ordinary Shares

2.1 Specifying the Purpose of Utilizing Funds

Allocated to	No. of shares	Ratio (Existing: New)	Sales Price (THB per unit)	Subscription and Payment Period	Remark
To support the right adjustment of TEAMG-W1 warrants	951,908	Original exercise ratio: 1 warrant	Original exercise price: 15.000 Baht	Details as in remark	Details as in remark

Allocated to	No. of shares	Ratio (Existing: New)	Sales Price (THB per unit)	Subscription and Payment Period	Remark
		per 1.00 ordinary shares adjusted to 1 warrant per 1.007 ordinary shares	adjusted to 14.902 Baht per share		

Remark: The Board of Directors' Meeting No. 1/2025 resolved to approve to propose to the 2025 Annual General Meeting of Shareholders to consider and approve the increase of the Company's registered capital from 476,950,809 Baht to 477,426,763 Baht by issuing 951,908 ordinary shares worth at a par value of 0.50 Baht per share, totaling 475,954 Baht, to reserve for the right adjustment of warrants to purchase ordinary shares of the Company No. 1 (TEAMG-W1) according to the terms and conditions governing the rights and obligations of the warrant issuer and the holder of the warrant to purchase ordinary shares of TEAM Consulting Engineering and Management Public Company Limited No. 1 (TEAMG-W1). Because the Company has adjusted the rights of the warrants to preserve the interests of the warrant holders not to be inferior. The events that need to adjust the rights specified in the terms and conditions of the warrants 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 the income tax under the separate financial statements of the Company of any relevant fiscal year. Therefore, the Company has to reserve additional ordinary shares to support the adjustment of the rights of the warrants to purchase ordinary shares of the Company No. 1 (TEAMG-W1).

The Board of Directors proposed to the shareholders' meeting to consider assigning the Board of Directors in considering and determining the conditions and details of actions related to the capital increase, the issuance and allocation of the newly issued ordinary shares as stated above as well as the amendment of the wording or text in documents minutes of the shareholders' meeting, memorandum of associations and / or other requests and / or take any action to comply with the registrar's order in filing a capital increase registration of the Company with the Department of Business Development, Ministry of Commerce, as well as the introduction of new ordinary shares to be listed on the Stock Market of Thailand (the SET) and the submission of documents and evidence to the SEC or other related departments.

3. **Schedule for a shareholders' meeting to approve the capital increase / allotment of capital increase shares.**

   The Annual General Meeting of Shareholders for year 2025 on April 28, 2025 during 10.00 hrs. to 12.00 hrs. in the form of electronic meeting (E-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other related laws and regulations. The date to determine shareholders eligible to attend the E-AGM (Record date) on March 12, 2025.

4. **Approval for capital increase/allotment of new shares from relevant government agencies and conditions for applying for permission (if any)**

   1) The Company must obtain approval from the Company's Annual General Meeting of Shareholders.

2) The Company will apply for the registration of its capital increase, amendment of paid-up capital, and amendment of Memorandum of Association from the Department of Business Development, the Ministry of Commerce.

5. **Objectives of the capital increase and the use of additional funds**

The Company intends to issue ordinary shares for capital increase in the total amount of not more than 951,908 shares with a par value of 0.50 Baht per share to accommodate the adjustment of warrants allocated to existing shareholders (TEAMG-W1).

6. **Benefits which the Company shall receive from capital increase/share allocation**

to reserve for the right adjustment of warrants to purchase ordinary shares of the Company No. 1 (TEAMG-W1) according to the terms and conditions governing the rights and obligations of the warrant issuer and the holder of the warrant to purchase ordinary shares of TEAM Consulting Engineering and Management Public Company Limited No. 1 (TEAMG-W1).

7. **Benefits which shareholders will receive from the capital increase/share allotment:**

to reserve for the right adjustment of warrants to purchase ordinary shares of the Company No. 1 (TEAMG-W1) according to the terms and conditions governing the rights and obligations of the warrant issuer and the holder of the warrant to purchase ordinary shares of TEAM Consulting Engineering and Management Public Company Limited No. 1 (TEAMG-W1).

8. **Other details necessary for shareholders' decision making in the approval of the capital increase / share allotment:**

- None -

9. **Schedule of actions in the event that the Board of Directors resolves to approve the capital increase/allocation of newly issued shares.**

No.	Procedure	Date / Month / Year
1	Board of Directors' Meeting No. 1/2025	February 25, 2025
2	Date for determining the names of shareholders who are entitled to attend the 2025 Annual General Meeting of Shareholders (Record Date)	March 12, 2025
3	Date for determining the names of shareholders who are	May 9, 2025

No.	Procedure	Date / Month / Year
	entitled to receive dividends (Record Date)	
4	Annual General Meeting of Shareholders 2025	April 28, 2025
5	Register to increase the registered capital and amend the memorandum of association with the Department of Business Development, Ministry of Commerce	Within 14 days from the date of approval from the shareholders' meeting

The Company hereby certify that the information contained in this report form is true and complete in all respect.

TEAM Consulting Engineering and Management Public Company Limited

Yours sincerely,

Mr. Chawalit Chantararat

Chief Executive Officer

The Company's Articles of Association concerning the Shareholders' Meeting

Article 31. The Board of Directors shall hold an Annual General Shareholders' Meeting within four (4) months after fiscal year end.

All other Shareholders' Meetings apart from above are called extraordinary meeting. The Board of Directors may summon an extraordinary meeting at any time it deems appropriate.

One (1) or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total number of shares sold may, by subscribing their names requesting the Board of Directors in writing to call an extraordinary meeting of shareholders at any time, but the reason for calling such meeting shall be clearly stated in such request. In such event, the Board of Directors shall proceed to call a Shareholders' Meeting to be held within forty-five (45) days as from the date of such request in writing from the shareholders is received.

In the case the Board of Directors fail to arrange for the meeting within as period under third paragraph, the shareholders who have subscribed their name or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under the third paragraph. In such case, the meeting deemed to be Shareholders' Meeting called by the Board of Directors and the Company shall be responsible for necessary expenses that incurred from meeting providing and facilitate properly.

In the case where, at the meeting called by the shareholders under fourth paragraph, the number of the shareholders present does not constitute quorum as prescribed in Article 33. The shareholder under fourth paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

The shareholders' meeting may be held via electronic means according to the law on electronic meetings.

Article 32. In summoning a meeting of shareholders, the Board of Directors shall send notice of the meeting specifying the venue, day, time and agenda of the meeting together with reasonable details and a clear indication as to whether such matters are to be submitted for acknowledgement, for approval, or for consideration including the opinion of the Board of Directors on said matters and shall deliver the same to the shareholders and the Registrar not less than seven (7) days before the date of the meeting. In addition, the notice of the meeting shall also be published in a newspaper for three (3) days consecutively and at least three (3) days in advance of the meeting. The Company may advertise the notice via electronic means according to the law on electronic meetings instead. A meeting of shareholders may be held at the province where the head office of the Company is located, or any other place shall be fixed as deems appropriate by the Board of Directors.

In the event that any shareholders' meeting is conducted via electronic means, the Company's head office shall be deemed the venue of such meeting.

Article 34. The Chairman of the Board shall preside as Chairman of the meeting. If the Chairman of the Board is unable to attend the meeting or unable to perform the duty, the Vice-Chairman shall preside as Chairman of the meeting. If there is no Vice-Chairman or the Vice-Chairman exists but is unable to perform his duties, the shareholders in the meeting shall elect one person to act as a Chairman of the meeting.

Article 35. In voting at the Shareholders' Meeting, one (1) share shall have one (1) vote and any shareholder has a special interest in any matter that shareholder has no right to vote on that matter in addition to voting for election of directors and the resolution of the Shareholders' Meeting shall consist of the following votes:

(1) In general, a resolution shall be passed by a majority votes of shareholders present at the meeting. In the case of an equality votes, the Chairman of the meeting shall have the casting vote.

(2) In the case below, a resolution shall be passed by a vote of not less than three-fourths (3/4) of all votes of shareholders attending the meeting and entitled to vote;

(a) sales or transfer of the whole or integral parts of the Company's business to other persons;

(b) purchase or acceptance of transfer of a business of other private companies or public limited companies by the Company;

(c) execution, amendment or termination of a contract related to the lease of the whole or a substantial part of the Company's business, the assignment of another person to manage the business of the Company, or merge the business with other persons, for the purpose of profit or loss sharing;

(d) amendment to the Memorandum of Association or Articles of Association of the Company;

(e) increase or reduction of the Company's registered capital;

(f) dissolution of the Company;

(g) issuance of debentures of the Company;

(h) amalgamation of the Company's business with another company.

Article 36. Activities that the Annual General Meeting of Shareholders should call as follows:

(1) acknowledge report of the Board of Directors proposed in Shareholders' Meeting that indicates activities of the Company in the previous year;

(2) consider and approve the balance sheets and profit and loss statements;

(3) consider and approve the allocation of profits and dividend payment;

(4) consider and elect new directors to replace those who will retire by rotation;

(5) consider and determine director's remuneration;

(6) consider and appoint auditors and determine the audit fees; and

(7) transact other businesses.

Proxy for attending the Shareholders' Meeting

Article 33. The Shareholders' Meeting shall have the shareholder and proxy from shareholder (If any) attend the meeting not less than twenty-five (25) persons or not less than a half (1/2) of all shareholders and shall have the shares combine together not less than one-third (1/3) of all distributes shares shall be quorum.

Appointment of a proxy may be carried out via electronic means, provided that such method is safe, and that it is credible that such appointment has been duly made by a shareholder in accordance with the criteria prescribed by the Share Registrar.

If at any meeting of shareholders, after one (1) hour from the time fixed for the meeting a quorum, as prescribed in paragraph one, is not constituted, and if such meeting of shareholders was requested for by the shareholders, such meeting shall be cancelled. If such meeting of shareholders was not summoned for by the shareholders, another meeting shall be summoned, and a written notice summoning the meeting shall be sent to the shareholders not less than seven (7) days prior to the date of the meeting. At such subsequent meeting, no quorum is required to be constituted.

Qualification of Directors, Election and Rotation of Directors

The Company must have the Board of Directors consisting of not less than five (5) persons to conduct the Company's business provided that no less than half (1/2) of total number of directors shall reside in Thailand and shall have qualification as prescribed by law.

A director may or may not be shareholder of the Company.

Article 16. Shareholders' Meeting shall elect director(s) according to rules and procedures as follows:

(1) Each shareholder shall have one (1) vote for one (1) share.

(2) Each shareholder shall utilize all the right under (1) to elect one or several persons to be a director or directors of the Company. In case of voting for more than one director, he cannot distribute his votes.

(3) Persons who are elected to be directors will be those who receive the highest number of votes, in descending order, according to the number of directors who are to be elected. In the event of a tie for the last position to be elected and this exceeds the said number of directors, the Chairman of the meeting shall have a casting vote.

Article 17. At every Annual General Meeting of Shareholder, one-third (1/3) of the directors, or if their number is not a multiple of three, then the number nearest to one-third (1/3) must retire from office.

A retiring director is eligible for re-election.

The director retiring from the office in the first and the second years after the registration of the Company shall be selected by means of drawing lots. In every subsequent year, the directors who have been longest in office shall retire.

Auditor

Article 37. The Company's fiscal year begins on January 1 and ends on December 31 of each year.

Article 38. The Company shall arrange for the preparation and keeping of accounts as well as the audit thereof in accordance with the law governing such, and shall make a balance sheet and a statement of profit and loss at least once every twelve (12) months which is the accounting period of the Company.

Article 41. The auditor shall not be a director, personnel, employee or person holding any position in the Company.

Article 42. The auditor has the authority to audit accounts, documents and any other evidence relating to income, as well as the assets and liabilities of the Company during the business hours of the Company. In this regard, the auditor has power to inquire the directors, personnel, employees, person who hold any positions of the Company and the representatives of the Company including allowing those individuals to clarify the facts or submit documents or evidence about the operation of the Company.

Article 43. The auditor has the duty to attend every meeting of shareholders whenever it is held to consider the balance sheet, the statement of loss and profit and problems concerning the accounts of the Company in order to give explanations to shareholders and the Company shall also send the reports and all documents that shareholders should receive in the meeting to the auditor as well.

Dividend Payment

Article 44. No dividends shall be paid otherwise than out of profits. In the case where a company has incurred accumulated loss, no dividends may be paid.

Dividends shall be distributed in accordance with the number of shares in equal number for each share. Unless in case that the Company issues the preference shares and specifying that the preference shares receives different dividends from the ordinary shares, the dividend shall be allocated as specified. The dividend payment shall be approved by the Shareholders' Meeting.

The Board of Directors may pay the interim dividends payment to shareholders from time to time when the Board of Directors deems that the Company has sufficient profit to do so and shall report to the shareholders at the subsequent meeting.

Payment of dividends shall be made within one (1) month from the date of the resolution is passed by the meeting of shareholders or the Board Directors, as the case may be. However, a notice thereof shall be sent to the shareholders and also be published in a newspaper for a period of not less than three (3) consecutive days.

Article 45. The Company shall allocate annual net profits as reserve fund not less than five (5) percentage of annual net profits less the sum of accumulated loss brought forward (if any) until reserve fund amounts to not less than ten(10) percentage of registered capital.

Information of the Company's Independent Directors for proxy granting

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1. Assoc. Prof. Dr. Chamlong Prabkeao

Age	66 years
Position in the company	Independent Director / Chairman of the Risk Management Committee / Member of the Corporate Governance and Sustainability Committee
Current residence	20/125 Moo 8, Suwinthawong Road, Lam Phak Chi Sub-district, Nong Chok District, Bangkok 10530

Special Conflict of interest in this meeting:

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

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2. Air Chief Marshal Kongsak Chantarasopa

Age	62 years
Position in the company	Independent Director / Member of the Audit Committee/ Chairman of the CEO Performance Review Committee/ Member of the Nomination and Compensation Committee / Member of the Corporate Governance and Sustainability Committee / Member of the Risk Management Committee
Current residence	53/20 Moo 1, Tambon Ban Klang, Mueang Pathum Thani District

Pathum Thani Province

Special Conflict of interest in this meeting:

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

Definition and Qualifications of Independent Directors

1. Holding no more than 1 % of total voting shares* including the shareholding of persons related to the independent directors
2. Not currently be or never been the company's executive director, worker, employee, salaried consultant, or controlling parties.* Exception: It has been at least two years after the person has held the position.
3. Not by blood or legally registered with other directors, executives, major shareholders, controlling parties, or persons who will be nominated as directors, executives, or controlling parties of the company or subsidiary.
4. Not currently having or never had any relations with the company* in the way that such relation may impede the person from having independent views. Also, the person should not currently be or never be a significant shareholder or controlling person for persons having business relations with the company.* Exception: It has been at least two years after the person has held the position.
5. Not currently being or never been the company's auditor. * Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current auditor's auditing firm. * Exception: It has been at least two years after the person has held the position.
6. Not currently be providing or never provided professional services, legal consulting, nor financial consulting services to the company with a fee more than Baht 2 million per year.* Also, the person should not currently be or never be a significant shareholder, controlling person, or partners of current service providers. Exception: It has been at least two years after the person has held the position.
7. Not currently a director appointed to represent the company's directors, major shareholders, or the shareholder related to major shareholder.
8. Not currently be operating under similar business nature and significant competition to the company or subsidiary; or not a significant partner of the partnership, executive director, salaried worker, employee, or consultant; or holding more than 1% of voting shares of any other companies operating under similar business nature and significant competition to the company and subsidiary.
9. Not under any conditions that may impede the person from having independent views towards the company's operations.

* Including the parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company.

หนังสือมอบฉันทะ (แบบ ก.)
Proxy (Form A.)
(แบบทั่วไปซึ่งเป็นแบบง่ายไม่ซับซ้อน /General Proxy Form)

อากรแสตมป์ 20 บาท
Stamp Duty Baht 20

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
Shareholders' Registration No. Written at

วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____
I/We
อยู่บ้านเลขที่ _____ สัญชาติ _____
Address Nationality

(2) เป็นผู้ถือหุ้นของ**บริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ("บริษัท")**
Being a Shareholder of TEAM Consulting Engineering and Management Public Company Limited ("the Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total amount of shares and have the rights to vote equal to votes as follows:

❑ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share shares have the rights to vote equal to votes

❑ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share shares have the rights to vote equal to votes

(3) ขอมอบฉันทะให้
Hereby appoint

❑ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____ **หรือ**
Province Postal Code or

❑ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____ **หรือ**
Province Postal Code or

❑ 3. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนหนึ่งคนใดเพียงผู้เดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของบริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ในวันที่ 28 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) เท่านั้น

Anyone of above as my/our proxy to attend and vote on my/our behalf at the meeting of the 2025 Annual General Meeting of Shareholders of TEAM Consulting Engineering and Management Public Company Limited on April 28, 2025 at 10.00 hours through an electronic meeting platform (e-AGM) only

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม ให้เสมือนถือว่าข้าพเจ้าได้กระทำเองทุกประการ
Any actions performed by the proxy in this Meeting shall be deemed to be actions performed by myself/ourseives.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

หมายเหตุ :
ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุม และออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
Remark : A sharedholder shall appoint only one proxy to attend and vote at the Meeting. A shareholder shall not appoint more than one proxy each with the voting rights in respect of a certain portion of shares.

หนังสือมอบฉันทะ (แบบ ข.)
Proxy (Form B.)
(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว /Specific Details Form)

อากรแสตมป์ 20 บาท
Stamp Duty Baht 20

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
Shareholders' Registration No. Written at

วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____
I/We
อยู่บ้านเลขที่ _____ สัญชาติ _____
Address Nationality

(2) เป็นผู้ถือหุ้นของ**บริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ("บริษัท")**
Being a Shareholder of TEAM Consulting Engineering and Management Public Company Limited ("the Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total amount of shares and have the rights to vote equal to votes as follows:

❑ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share shares have the rights to vote equal to votes

❑ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share shares have the rights to vote equal to votes

(3) ขอมอบฉันทะให้
Hereby appoint

❑ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____ **หรือ**
Province Postal Code **or**

❑ 2. ชื่อ รศ.ดร.จำลอง ปราบแก้ว อายุ 66 ปี อยู่บ้านเลขที่ 20/125 หมู่ 8
Assoc. Prof. Dr. Chamlong Prabkeao Age 66 years, residing at 20/125 Moo.8
ถนน สุวิทวงศ์ ตำบล/แขวง ลำผักชี อำเภอ/เขต หนองจอก
Road Suwinthawong Sub-District Lam Phak Chi District Nong Chok
จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10530 **หรือ**
Province Bangkok Postal Code 10530 **or**

❑ 3. ชื่อ พลอากาศเอกคงศักดิ์ จันทรโสภา อายุ 62 ปี อยู่บ้านเลขที่ 53/20 หมู่ 1
Air Chief Marshal Kongsak Chantarasopa Age 62 years, residing at 53/20 Moo.1
ถนน _____ ตำบล/แขวง บ้านกลาง อำเภอ/เขต เมืองปทุมธานี
Road Sub-District Banklang District Mueang Pathum Thani
จังหวัด ปทุมธานี รหัสไปรษณีย์ 12000 **หรือ**
Province Pathum Thani Postal Code 12000 **or**

❑ 4. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____ **หรือ**
Province Postal Code **or**

หนังสือมอบฉันทะ (แบบ ข.)
Proxy (Form B.)
(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว /Specific Details Form)

อากรแสตมป์ 20 บาท
Stamp Duty Baht 20

❑ 5. ชื่อ _____ _____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age ___ years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

❑ 6. ชื่อ _____ _____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age ___ years, residing at
ถนน - ตำบล/แขวง _____ อำเภอ/เขต _____
Road - Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนหนึ่งคนใดเพียงผู้เดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของ บริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ในวันที่ 28 เมษายน 2568 เวลา 10.00 น.ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) เท่านั้น

Anyone of above as my/our proxy to attend and vote on my/our behalf at the meeting of the 2025 Annual General Meeting of Shareholders of TEAM Consulting Engineering and Management Public Company Limited on April 28, 2025 at 10.00 hours through an electronic meeting platform (e-AGM) only

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
in this Meeting. I/we grant my/our proxy to vote on my/our behalf as follows:

<u>วาระที่ 1</u> **พิจารณาและรับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2567**

<u>Agenda Item 1</u> **Consider and certify the Minutes of the 2024 Annual General Meeting of Shareholders**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

<u>วาระที่ 2</u> **รับทราบผลการดำเนินงานของบริษัท ประจำปี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567**

<u>Agenda Item 2</u> **Consider and acknowledge the Company's performance for the 2024 Ending 31 December 2024**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

ไม่มีการออกเสียงลงคะแนน
NO VOTE FOR THIS AGENDA

<u>วาระที่ 3</u> **พิจารณาและอนุมัติงบการเงินสำหรับรอบปีบัญชี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567**

<u>Agenda Item 3</u> **Consider and approve the annual financial statements Ending 31 December 2024**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

<u>วาระที่ 4</u> **พิจารณาและอนุมัติการจัดสรรกำไรเป็นทุนสำรองตามกฎหมายและการจ่ายเงินปันผล ประจำปี 2567**

<u>Agenda Item 4</u> **Consider and approve the allocation of net profits as legal reserves and dividend payment for the year 2024**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

วาระที่ 5 **พิจารณาและอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ**
Agenda Item 5 **Consider and approve the election of directors in replacement of those who are retiring by rotation.**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

❑ **เลือกตั้งกรรมการทั้งชุด**
Vote for all nominated candidates

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

❑ **เลือกตั้งกรรมการเป็นรายบุคคล**
Vote for an individual nominated candidate

1. พล.อ.วิเชียร ศิริสุนทร
General Wichien Sirisoonthorn

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

2. นางสุวิมล กฤตยาเกียรณ์
Mrs. Suvimol Chrityakierne

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

3. ผศ.ดร.เด่นพงษ์ สุดภักดี
Assistant Professor Dr. Denpong Soodphakdee

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 6 **พิจารณาและอนุมัติการกำหนดค่าตอบแทนกรรมการบริษัท ประจำปี 2568**
Agenda Item 6 **Consider and approve the remunerations of the Company's directors for the year 2025**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 7 **พิจารณาและอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชีสำหรับรอบปีบัญชี 2568**
Agenda Item 7 **สิ้นสุด ณ วันที่ 31 ธันวาคม 2568**
Consider and approve the appointment of the Company's Auditor and to fix the auditing fees for the year 2025 ending December 31, 2025.

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 8 **พิจารณาและอนุมัติการยกเลิกการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัท เพื่อรองรับการเพิ่มทุนแบบกำหนดวัตถุประสงค์ในการใช้เงินทุนโดยการออกและเสนอขายหุ้นสามัญเพิ่มทุนของบริษัทแบบเฉพาะเจาะจงให้แก่บุคคลในวงจำกัด (Private Placement)**
Agenda Item 8
Consider and approve the cancellation of the issuance and allocation of newly issued ordinary shares for a capital increase with a specific funding purpose through Private Placement.

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 9
Agenda Item 9

พิจารณาและอนุมัติการลดทุนจดทะเบียนของบริษัท ในส่วนที่รองรับการออกและเสนอขายหุ้นสามัญเพิ่มทุนของบริษัท แบบกำหนดวัตถุประสงค์ในการใช้เงินทุนเพื่อเสนอขายแบบเฉพาะเจาะจงให้แก่บุคคลในวงจำกัด (Private Placement) จากทุนจดทะเบียนเดิมจำนวน 511,950,809 บาท เป็นทุนจดทะเบียนใหม่จำนวน 476,950,809 บาท โดยตัดหุ้นสามัญที่ยังไม่ได้นำออกจำหน่าย จำนวน 70,000,000 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.50 บาท คิดเป็นมูลค่ารวม 35,000,000 บาท และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิข้อ 4. สอดคล้องกับการลดทุนจดทะเบียนของบริษัท

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.

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 10
Agenda Item 10

พิจารณาอนุมัติการเพิ่มทุนจดทะเบียนของบริษัท จำนวนไม่เกิน 951,908 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.50 บาท มูลค่ารวมทั้งสิ้นไม่เกิน 475,954 บาท เพื่อรองรับการเปลี่ยนแปลงราคาและอัตราการใช้สิทธิใบสำคัญแสดงสิทธิ TEAMG-W1 และอนุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัท

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.

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 11
Agenda Item 11

พิจารณาอนุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อรองรับการเปลี่ยนแปลงราคาและอัตราการใช้สิทธิใบสาคัญแสดงสิทธิ TEAMG-W1

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.

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 12
Agenda Item 12

พิจารณาและอนุมัติการเพิ่มวัตถุประสงค์และแก้ไขหนังสือบริคณห์สนธิข้อ 3 ของบริษัท

Consider and Approve the Addition of Objectives and the Amendment of Clause 3 of the Company's Memorandum of Association

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย	❑ไม่เห็นด้วย	❑งดออกเสียง
Approve	Disapprove	Abstain

<u>วาระที่ 13</u> **พิจารณาเรื่องอื่น ๆ (ถ้ามี)**
<u>Agenda Item 13</u> **Other matters (if any)**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not signify my voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the Meeting considers or passes any resolution other than those specified above, including the case of any amendment or addition of any fact, the proxy shall have the rights to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม ให้เสมือนถือว่าข้าพเจ้าได้กระทำเองทุกประการ
Any actions performed by the proxy in this Meeting shall be deemed to be actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

<u>หมายเหตุ :</u> **<u>ตามประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550</u>**
<u>Remarks :</u> **<u>According to the notification of Department of Business Development, Ministry of Commerce regarding Proxy Form (Issue 5) 2007</u>**

1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุม และออกเสียงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and not split the number of shares to several proxies for splitting votes.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
Regarding the election of directors, the proxy can either elect the whole set of the nominated directors or any individual nominated directors.
3. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อตามแนบด้านล่างของหนังสือมอบฉันทะ แบบ ข. ฉบับนี้
In case there are additional agenda items other than those specified above, the grantor of the proxy shall use the Attachment to Proxy Form B. attached herewith to specify the additional agenda item(s).

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข. / Supplemental Proxy Form B.
(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว / Specific Details Form)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ("บริษัท")
The proxy as a shareholder of TEAM Consulting Engineering and Management Public Company Limited ("The Company")
ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของบริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ในวันที่ 28 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) เท่านั้น

At the meeting of the 2025 Annual General Meeting of Shareholders of TEAM Consulting Engineering and Management Public Company Limited on April 28, 2025 at 10.00 hours through an electronic meeting platform (e-AGM) only

วาระที่ _____ **เรื่อง** _____
Agenda **Subject :**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

วาระที่ _____ **เรื่อง** _____
Agenda **Subject :**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

วาระที่ _____ **เรื่อง** _____
Agenda **Subject :**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

วาระที่ _____ **เรื่อง** **<u>เลือกตั้งกรรมการใหม่ (ต่อ)</u>**
Agenda **Subject : <u>Election of new Directors (continued)</u>**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑ เลือกตั้งกรรมการทั้งชุด
Vote for all the nominated directors
❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

❑ เลือกตั้งกรรมการเป็นรายบุคคล
Vote for an individual nomiated candidate

บุคคลที่ได้รับการเสนอชื่อ .....
Name of the nominated candidate
❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

บุคคลที่ได้รับการเสนอชื่อ .....
Name of the nominated candidate
❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

บุคคลที่ได้รับการเสนอชื่อ .....
Name of the nominated candidate

❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

บุคคลที่ได้รับการเสนอชื่อ .....
Name of the nominated candidate

❑ เห็นด้วย Approve ❑ ไม่เห็นด้วย Disapprove ❑ งดออกเสียง Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

สิ่งที่ส่งมาด้วยหมายเลข 7 / Enclosure No. 7

หนังสือมอบฉันทะ (แบบ ค.)
Proxy (Form C.)

อากรแสตมป์ 20 บาท
Stamp Duty Baht 20

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นเท่านั้น)
(for Foreign Shareholder Appointing Custodian in Thailand)

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
Shareholders' Registration No. Written at

วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____
I/We

สำนักงานตั้งอยู่เลขที่ _____ สัญชาติ _____
Office Address Nationality

ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District

จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____
As a custodian for (Shareholders' name)

ซึ่งเป็นผู้ถือหุ้นของ บริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ("บริษัท")
Which is a Shareholder of TEAM Consulting Engineering and Management Public Company Limited ("the company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total amount of shares and have the rights to vote equal to votes as follows:

- ❑ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
  Ordinary share shares have the rights to vote equal to votes
- ❑ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
  Preferred share shares have the rights to vote equal to votes

(2) ขอมอบฉันทะให้
Hereby appoint

❑ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____ **หรือ**
Province Postal Code **or**

❑ 2. ชื่อ รศ.ดร.จำลอง ปราบแก้ว อายุ 66 ปี อยู่บ้านเลขที่ 20/125 หมู่ที่ 8
Assoc. Prof. Dr. Chamlong Prabkeao Age 66 years, residing at 20/125 Moo. 8
ถนน สุวินทวงศ์ ตำบล/แขวง ลำผักชี อำเภอ/เขต หนองจอก
Road Suwinthawong Sub-District Lam Phak Chi District Nong Chok
จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10530 **หรือ**
Province Bangkok Postal Code 10530 **or**

❑ 3. ชื่อ พลอากาศเอกคงศักดิ์ จันทรโสภา อายุ 62 ปี อยู่บ้านเลขที่ 53/20 หมู่ที่ 1
Air Chief Marshal Kongsak Chantarasopa Age 62 years, residing at 53/20 Moo. 1
ถนน - ตำบล/แขวง บ้านกลาง อำเภอ/เขต เมืองปทุมธานี
Road - Sub-District Ban Klang District Mueang Pathum Thani
จังหวัด ปทุมธานี รหัสไปรษณีย์ 12000 **หรือ**
Province Pathum Thani Postal Code 12000 **or**

❑ 4. ชื่อ _____ _____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____ **หรือ**
Province Postal Code **or**

❑ 5. ชื่อ _____ อายุ ____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

❑ 6. ชื่อ _____ ____ ปี อยู่บ้านเลขที่ _____
Mr./Mrs./Ms. Age years, residing at
ถนน - _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road - Sub-District District
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

คนหนึ่งคนใดเพียงผู้เดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของ บริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ในวันที่ 28 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) เท่านั้น

Anyone of above as my/our proxy to attend and vote on my/our behalf at the meeting of the 2025 Annual General Meeting of Shareholders of TEAM Consulting Engineering and Management Public Company Limited on April 28, 2025 at 10.00 hours through an electronic meeting platform (e-AGM) only

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting. I/We grant my/our proxy to vote on my/our behalf as follows.

❑ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้ ตามข้อ (1)
Grant proxy equal to all of the number of shares held by me/us and has the right to vote in accordance with Clause (1)

❑ มอบฉันทะบางส่วน คือ
Grant proxy in partial of the number of shares held by me/us

❑ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share shares have the rights to vote equal to votes

❑ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preferred share shares have the rights to vote equal to votes

รวมสิทธิออกคะแนนเสียงทั้งหมด _____ เสียง
Totaling votes

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting. I/we grant my/our proxy to vote on my/our behalf as follows :

วาระที่ 1 **พิจารณาและรับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2567**
Agenda Item 1 **Consider and certify the Minutes of the 2023 Annual General Meeting of Shareholders**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ 2 **รับทราบผลการดำเนินงานของบริษัท ประจำปี 2567 สิ้นสุดวันที่ 31 ธันวาคม 2567**
Agenda Item 2 **Consider and acknowledge the Company's performance for the 2024 Ending 31 December 2024**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

ไม่มีการออกเสียงลงคะแนน
NO VOTE FOR THIS AGENDA

วาระที่ 3 **พิจารณาและอนุมัติงบการเงินสำหรับรอบปีบัญชี *2567 สิ้นสุดวันที่ 31* ธันวาคม 2567**
Agenda Item 3 **Consider and approve the annual financial statements Ending 31 December 2024**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ 4 **พิจารณาและอนุมัติการจัดสรรกำไรเป็นทุนสำรองตามกฎหมายและการจ่ายเงินปันผล ประจำปี 2567**
Agenda Item 4 **Consider and approve the allocation of net profits as legal reserves and dividend payment for the year 2024**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ 5 **พิจารณาและอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ**

Agenda Item 5 **Consider and approve the election of directors in replacement of those who are retiring by rotation**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

❑ **เลือกตั้งกรรมการทั้งชุด**
Vote for all nominated candidates

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

❑ **เลือกตั้งกรรมการเป็นรายบุคคล**
Vote for an individual nominated candidate

1. พล.อ.วิเชียร ศิริสุนทร
General Wichien Sirisoonthorn

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

2. นางสุวิมล กฤตยาเกียรณ์
Mrs. Suvimol Chrityakierne

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

3. ผศ.ดร.เด่นพงษ์ สุดภักดี
Assistant Professor Dr. Denpong Soodphakdee

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

วาระที่ 6 **พิจารณาและอนุมัติการกำหนดค่าตอบแทนกรรมการบริษัท ประจำปี 2568**

Agenda Item 6 **Consider and approve the remunerations of the Company's directors for the year 2025**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

วาระที่ 7 **พิจารณาและอนุมัติการแต่งตั้งผู้สอบบัญชีและกำหนดค่าตอบแทนผู้สอบบัญชี สำหรับรอบปีบัญชี 2568 สิ้นสุด ณ วันที่ 31 ธันวาคม 2568**

Agenda Item 7 **Consider and approve the appointment of the Company's Auditor and to fix the auditing fees for the year 2025 ending December 31, 2025**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย……เสียง Approve .....Vote ❑ไม่เห็นด้วย ……เสียง Disapprove.....Vote ❑ งดออกเสียง ……เสียง Abstain.....Vote

วาระที่ 8 **พิจารณาอนุมัติการยกเลิกการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อรองรับการเพิ่มทุนแบบกำหนดวัตถุประสงค์ในการใช้เงินทุนโดยการออกและเสนอขายหุ้นสามัญเพิ่มทุนของบริษัทแบบเฉพาะเจาะจงให้แก่บุคคลในวงจำกัด (Private Placement)**

Agenda Item 8 **Consider and Approve the cancellation of the allocation of the Company's newly issued ordinary shares previously reserved for the capital increase under a specific purpose for fund utilization through the issuance and offering of newly issued ordinary shares via Private Placement.**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

วาระที่ 9 **พิจารณาอนุมัติการลดทุนจดทะเบียนของบริษัท ในส่วนที่รองรับการออกและเสนอขายหุ้นสามัญเพิ่มทุนของบริษัท แบบกำหนดวัตถุประสงค์ในการใช้เงินทุนเพื่อเสนอขายแบบเฉพาะเจาะจงให้แก่บุคคลในวงจำกัด (Private Placement) จากทุนจดทะเบียนเดิมจำนวน 511,950,809 บาท เป็นทุนจดทะเบียนใหม่จำนวน 476,950,809 บาท โดยตัดหุ้นสามัญที่ยังไม่ได้นำออกจำหน่าย จำนวน 70,000,000 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.50 บาท คิดเป็นมูลค่ารวม 35,000,000 บาท และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิข้อ 4. สอดคล้องกับการลดทุนจดทะเบียนของบริษัท**

Agenda Item 9 **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.**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

วาระที่ 10 **พิจารณาและอนุมัติการเพิ่มทุนจดทะเบียนของบริษัท จำนวนไม่เกิน 951,908 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.50 บาท มูลค่ารวมทั้งสิ้นไม่เกิน 475,954 บาท เพื่อรองรับการเปลี่ยนแปลงราคาและอัตราการใช้สิทธิใบสำคัญแสดงสิทธิ TEAMG-W1 และอนุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัท ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัท**

Agenda Item 10 **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. Additionally, the shareholders are requested to approve the amendment to Clause 4 of the Company's Memorandum of Association to reflect the increase in the Company's registered capital.**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

วาระที่ 11 **พิจารณาและอนุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทเพื่อรองรับการเปลี่ยนแปลงราคา และอัตราการใช้สิทธิใบสาคัญแสดงสิทธิ TEAMG-W1**

Agenda Item 11 **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.**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

วาระที่ 12 **พิจารณาและอนุมัติการเพิ่มวัตถุประสงค์และแก้ไขหนังสือบริคณห์สนธิข้อ 3 ของบริษัท**

Agenda Item 12 **Consider and Approve the Addition of Objectives and the Amendment of Clause 3 of the Company's Memorandum of Association**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

วาระที่ 13 **พิจารณาเรื่องอื่นๆ (ถ้ามี)**

Agenda Item 13 **Other Business (if any)**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑เห็นด้วย Approve ❑ไม่เห็นด้วย Disapprove ❑งดออกเสียง Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not signify my voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/we have not specified my/our voting intention in any agenda or not clearly specified or in case the Meeting considers or passes any resolution other than those specified above, including the case of any amendment or addition of any fact, the proxy shall have the rights to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม ให้เสมือนถือว่าข้าพเจ้าได้กระทำเองทุกประการ
Any actions performed by the proxy in this Meeting shall be deemed to be actions performed by myself/ourseives.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

หมายเหตุ : ตามประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550
Remarks : According to the notification of Department of Business Development, Ministry of Commerce reagrding Proxy Form (Issue 5) 2007

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศ และแต่งตั้งคัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้ฝากและดูแลหุ้นเท่านั้น
   Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะแบบ ค. คือ
   Evidences to be enclosed with the proxy form C. are:
   (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
   Power of Attorney from shareholder authorizes a custodian to sign the Proxy form on behalf of the shareholder.
   (2) หนังสือยืนยันผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)
   Letter of certification to certify that the signer in the proxy Form have a permission to act as a Custodian.
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุม และออกเสียงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนได้
   A shareholder shall appoint only one holder to attend and vote at the Meeting. A Shareholder may not appoint more than one proxy holder, each with the voting right in respect of a certain portion of shares.
4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
   Regarding the election of directors, the proxy can either elect the whole set of the directors or any specific director.
5. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อตามแนบด้านล่างของหนังสือมอบฉันทะ แบบ ค.ฉบับนี้
   In case there are additional agenda, the proxy can state other agenda by using the Supplemental Proxy Form C as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ค. / Supplemental Proxy Form C.

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นเท่านั้น)

(for Foreign Shareholder Appointing Custodian in Thailand)

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ("บริษัท")
The proxy as a shareholder of TEAM Consulting Engineering and Management Public Company Limited ("The Company")
ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2568 ของบริษัท ทีม คอนซัลติ้ง เอนจิเนียริ่ง แอนด์ แมเนจเมนท์ จำกัด (มหาชน) ในวันที่ 28 เมษายน 2568 เวลา 10.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-AGM) เท่านั้น

At the meeting of the 2025 Annual General Meeting of Shareholders of TEAM Consulting Engineering and Management Public Company Limited on April 28, 2025 at 10.00 hours through an electronic meeting platform (e-AGM) only

วาระที่ _____ เรื่อง _____
Agenda Subject :

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ _____ เรื่อง _____
Agenda Subject :

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ _____ เรื่อง _____
Agenda Subject :

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

วาระที่ _____ **เรื่อง** _____
Agenda **Subject :**

❑ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

❑ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

❑ เลือกตั้งกรรมการทั้งชุด
Vote for all the nominated directors

❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

❑ เลือกตั้งกรรมการเป็นรายบุคคล
Vote for an individual nomiated candidate

❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

บุคคลที่ได้รับการเสนอชื่อ
Name of the nominated candidate

❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

บุคคลที่ได้รับการเสนอชื่อ
Name of the nominated candidate

❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

บุคคลที่ได้รับการเสนอชื่อ
Name of the nominated candidate

❑เห็นด้วย……เสียง ❑ไม่เห็นด้วย ……เสียง ❑ งดออกเสียง ……เสียง
Approve .....Vote Disapprove.....Vote Abstain.....Vote

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ
I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
( )

Guideline and documents required for the e-AGM registration and Proxy Appointment

The Company shall proceed registration for the 2025 Annual General Meeting of Shareholders through an electronic meeting so as to promote transparency and fairness, as well as provide benefits and convenience to shareholders. The Company considers appropriate to impose procedures on review of documents and evidence identifying shareholders and proxies eligible to register, attend and vote at the Meeting as follows:

1. Utility of Proxy Form

A. Proxy Form
The Registrar of Public Limited Company has stipulated three (3) proxy forms:
1. Form A, which is a simple general proxy form;
2. Form B, which states the clear details of matter to be undertaken by the Proxy;
3. Form C, which applies to a foreign shareholder who appoints a custodian in Thailand to act as his/her custodian of shares.

B. Method of Use of Proxy Form
1. A Thai shareholder can use only Proxy Form A or B;
2. A foreign shareholder who has appointed a custodian in Thailand to act as his/her custodian of shares can use either Proxy Form A or B or C.

The shareholder must authorize only one proxy to attend and vote at the meeting and not split the number of shares to several proxies for splitting votes. The shareholder must grant the proxy in the same number of holding shares which is unable to grant proxy apart or less than the number of shares held except for the Custodian appointed by the foreign shareholder in accordance with Proxy Form C.

2. Document required

Individual	Juristic person
Personal attendance	
1. In case of personal attendance Copy of ID card or Copy of passport (in case the foreigner).	1. In case of the Juristic Person attending the meeting by its authorized representative(s) 1.1 Any Proxy Forms (either Form A or Form B) duly filled in and signed by authorized representative(s) of shareholder and proxy. 1.2 Copy of a company certificate taken not more than 6 months duly certified by authorized person(s); 1.3 Copy(ies) of authorized person(s)'s identity document duly certified by such authorized person(s).

Individual	Juristic person
In case of proxy	
2. In case of proxy 2.1 Any Proxy Form (either Form A or Form B) duly filled in and signed by shareholder and proxy; 2.2 A copy of shareholder's identity document duly certified by shareholder; 2.3 Copy of proxy's identity document duly certified by proxy.	2. In case of the shareholder appointing the proxy to attend the meeting 2.1 Any Proxy Forms (either Form A or Form B) duly filled in and signed by authorized representative(s) of shareholder and proxy; 2.2 Copy of a company certificate taken not more than 6 months duly certified by authorized representative(s) containing particulars that authorized representative(s) affixing signature(s) on the Proxy Form is(are) duly authorized; 2.3 Copy(ies) of identity document(s) of authorized representative(s) duly certified by him/her/them; 2.4 Copies of proxy's identity document duly certified by proxy. 3. Custodian appointed as depositary by foreign shareholders 3.1 Documents as under juristic person 1 and 2 shall be prepared by selecting one of any Proxy Form (either Form A, Form B or Form C). 3.2 In the event custodian has been authorized to sign on proxy, the following documents shall be produced: - a power of attorney appointing such custodian to sign on proxy; - a confirmation letter that signatory has been licensed to engage in custodian business. • Documents issued overseas are required to be notarized by a Notary Public. • If any document which is not originally issued in English, the English translation is required and must be attached with the original, and certified as a true translation by an authorized director(s) of such juristic person.

3. Steps of e-Registration

1.1 In case shareholders wish to attend the meeting via electronic media (E-AGM) by themselves, please proceed as follows:

1) Shareholders must notify their intention to attend the Annual General Meeting via electronic media (E-AGM) and submit supporting documents for identity verification as specified in Section 2 "Supporting Documents" completely. Please clearly specify your ***email address*** and ***mobile phone number***, so that the Company can send you your ***Username***, ***Password***, and ***Web Link*** to access the E-AGM system. Please send the required documents to the Company via email at cs@team.co.th ***by April 27, 2025***.
2) Once the Company has received the documents under item 1), we will verify the documents and confirm the right to attend the meeting. If the documents are complete and your name appears on the shareholder list eligible to attend the 2025 Annual General Meeting of Shareholders as of the Record Date on March 12, 2025, the Company will send the Username**,** Password, and Web Link to access the E-AGM system to the shareholder. ***Please do not share your Username and Password with any unauthorized person***, as only shareholders or duly appointed proxies are entitled to attend the meeting. Sharing your access credentials with unauthorized persons may result in legal consequences under relevant laws.
3) If your Username and Password are lost or not received by **April 27, 2025**, please contact the Company immediately at the Company Secretary Office via telephone: **02-509-9000 ext. 2019 or 2010-2#107**, or via email: cs@team.co.th.
4) The Company will send the E-AGM User Manual along with the Username and Password to the shareholder via email. Please study the manual thoroughly. The E-AGM system will be open for advance registration 2 hours prior to the meeting**,** which starts at 10:00 a.m.
5) If shareholders encounter any technical issues while using the E-AGM system before or during the meeting, please contact **Conovance Co., Ltd.,** the system service provider, at **082-979-4978** for assistance.

3.2 In the case that a shareholder wishes to grant a proxy to another person to attend the meeting via electronic means (E-AGM)

1) In the case of granting proxy to a general person to attend the e-AGM on behalf of the shareholder, please choose one of the following proxy methods:

Method 1. Granting a Proxy by Sending Documents to the Company, selecting either Form A or Form B as attached with the meeting invitation letter then proceed as follows:

1.1 Fill out all necessary information and affix a 20 Baht revenue stamp.
1.2 Provide email information for the grantor and proxy, as well as the proxy's mobile phone number to receive the results of proxy registration from the system (Specified in the blank space of the proxy form)
1.3 Send the proxy form and supporting documents according to item 2 by April 27, 2025 to the Company by choosing one of the following methods:

1) Send the complete and original documents to the company by April 27, 2025, addressed to the Secretary of the Company, TEAM Consulting and Management Co., Ltd., 151 TEAM Building, Nuan Chan Road, Nuan Chan, Bueng Kum, Bangkok 10230
2) Send the scanned documents in PDF format to the Company via email at cs@team.co.th

1.4 The Company's staff will verify the information and register proxy according to the shareholder's wishes, and notify the grantor via the provided email address of the registration results and provide the username for meeting access to the recipient of the power of attorney via the email provided.

Method 2. Record voting information according to the proxy form in the e-Proxy Voting system of the Thailand Securities Depository (TSD) through the Investor Portal (IVP) system at https://ivp.tsd.co.th. **This is a method of Granting a proxy through electronic media without the need to send the original document to the company** (you must register to use IVP beforehand, following the instructions provided in the IVP system). Select either Proxy Form A or Form B as specified in the system, and data must be recorded in advance by 17:00 hrs. on the day before the meeting.

2) In the case of granting proxy to an Independent Director, please choose one of the following proxy methods:

Method 1: Granting a Proxy by Sending Documents to the Company, selecting either Form B as attached with the meeting invitation letter then proceed as follows:

1.1 Fill out all necessary information and affix a 20 Baht revenue stamp.

1.2 Provide email information for the grantor and proxy, as well as the proxy's mobile phone number to receive the results of proxy registration from the system (Specified in the blank space of the proxy form)

1.3 Send the proxy form and supporting documents according to item 2 by April 27, 2025 to the Company by choosing one of the following methods:

1) Send the complete and original documents to the company by April 27, 2025, addressed to the Secretary of the Company, TEAM Consulting and Management Co., Ltd., 151 TEAM Building, Nuan Chan Road, Nuan Chan, Bueng Kum, Bangkok 10230
1) Send the scanned documents in PDF format to the Company via email at cs@team.co.th

1.4 The Company's staff will verify the information and register proxy according to the shareholder's wishes and notify the grantor via the provided email address of the registration

results and provide the username for meeting access to the recipient of the power of attorney via the email provided.

Method 2. Record voting information according to the proxy form in the e-Proxy Voting system of the Thailand Securities Depository (TSD) through the Investor Portal (IVP) system at https://ivp.tsd.co.th. **This is a method of Granting a proxy through electronic media without the need to send the original document to the company** (you must register to use IVP beforehand, following the instructions provided in the IVP system). Select either Proxy Form B as specified in the system, and data must be recorded in advance by 17:00 hrs. on the day before the meeting.

Guideline for attending the meeting through electronic system

Please kindly study manual and procedure of the meeting attendance in advance prior to the meeting date at

http://weblogin.conovance.com/support.php

or scan QR Code below

1. Attending the Meeting via Electronic Means (E-AGM Meeting)

1) Once shareholders or proxies have been verified and received the **Username** and **Password** from the Company, they may choose to attend the E-AGM via **one of the following two methods**:

(a) Attendance via Program (Supported only on Windows operating system)

➢ Shareholders can attend the meeting, cast votes, view voting results, and submit questions via the chat box**.**

➢ **Recommendations for attending the E-AGM via program:**

- Use a computer/desktop/notebook/tablet with Windows OS only (Windows 7 / 8 / 10 / 11) and at least 4 GB of memory
- Internet speed of at least 3.0 Mbps
- Download the program at: https://www.conovance.com/download.php
- Download the installation and user manual at: https://www.conovance.com/support.php

(b) Attendance via Web Browser (Supported on all platforms including iOS and Android using Google Chrome)

➢ ***Recommendations for attending the E-AGM via web browser:***

- Use the latest version (or within 1 year) of Google Chrome on any platform (Windows, iOS, Android)
- Internet speed of at least 3.0 Mbps
- Google Chrome can be downloaded from App Store (iOS) or Play Store (Android)
- Download the user manual for web browser access at:
  https://www.conovance.com/support.php

2) Shareholders or proxies may download the user manual at

https://www.conovance.com/support.php

The system supports both E-Meeting and E-Voting**,** whether the shareholder attends in person or through proxy, as indicated in the submitted identity confirmation documents.

3) The Company will open the E-AGM system for shareholders to log in on April 28, 2025**,** starting from 08:00 a.m. onwards using the Username and Password received via SMS and email. The meeting will begin following the scheduled agenda at 10:00 a.m.

2. Asking Questions or express the opinions (e-Question)

2.1 Before casting the vote in each meeting agenda, the Company will give the attendants an opportunity to ask question or express the opinion relating to that agenda

2.2 Click the "Chat" button on the system interface. A window for reading and typing messages will appear.

2.3 The system administrator will read the question sent by shareholders instead of the Shareholders for the meeting runs concisely and smoothly.

2.4 Shareholders may submit questions in advance by using the Advance Question Submission Form**,** as provided in Enclosure No. 12, and send it via email to cs@team.co.th

3. E-Voting

3.1 To cast a vote, one share shall have one vote

3.2 The meeting attendant might cast the vote to "Approve", or "Disapprove", "Abstain"

3.3 The meeting attendant will be required to vote within the voting time as the Company shall inform in advance. Otherwise, your vote shall be counted as the agreeing in agenda item.

4. Contact Channels During the Meeting

In case of any disruptions during the meeting, please check the information sent to your registered email used for meeting registration, or contact us via email at cs@team.co.th

Note: For further information, please contact:

• **Company Secretary Office (Company Secretary)**
Tel: 0-2509-9000 ext. 2019 or 2010-12#107
Email: cs@team.co.th

• **For E-AGM system issues,** please contact the system provider: Conovance Co., Ltd.
Tel: 082-979-4978
LINE ID: CONOVANCE

Download the E-AGM program from the website:
https://www.conovance.com/download.php

Download the user manual and instructional video from the website:
https://www.conovance.com/support.php

Manual of the electronic meeting system for the Shareholders' meeting

(http://weblogin.conovance.com/meeting/)

The Company's Annual General Meeting of Shareholders for the year 2024 on April 28, 2025 will be conducted through electronic meeting system by utilizing the electronic shareholders' meeting by Conovance Co., Ltd.

The meeting attendants can access the meeting system from PC, notebook, tablet, or smartphone through web browser of google chrome, safari, or internet explorer, which will be well compatible with both IOS and android.

The meeting attendant is requested to study manual of e-meeting system by downloading the link below

http://weblogin.conovance.com/support.php

Or scan QR Code below

In case shareholders experience technical issues with the E-AGM system before or during the meeting, please contact **Conovance Co., Ltd.**, the Company's E-AGM system service provider, at **Tel. 082-979-4978**.

Privacy Notice for the Shareholders' Meeting

TEAM Consulting Engineering and Management Public Company Limited (the "Company") realize the importance of personal data protection Persons from whom the Company collects Personal Data. Therefore, the Company would like to inform you of the following information to comply with the Personal Data Protection Act B.E. 2562

1. Purpose of Collection, Use and Disclosure of Personal Data

The Company is required to collect, use, and disclose personal data of the shareholders and/or proxies for the following purposes:

1.1 For the benefits of calling, arranging and conducting the shareholders' meeting of the Company pursuant to the Company's Articles of Association as well as applicable laws, notifications and criteria for meeting arrangement as stipulated by the government.

1.2 To distribute the meeting invitation and all supporting documents as well as for prepare minutes of the shareholders' meeting.

1.3 For the benefits of registration to attend the shareholders' meeting quorum counting, voting and counting of votes in the shareholders' meeting.

2. Personal Data that the Company Collects

The Company will collect personal data directly from shareholders and/or proxies and from Thailand Securities Depository Co., Ltd. and/or through the contract channels as the Company specified for your self-verification to attend the meeting.

2.1 General Personal Data such as name, surname, address, telephone number, email address, contact channels, nationality, occupation, date of birth, national identification number, passport number, bank account, number of shares, etc.

2.2 Technical information such as log files, IP Address, website login/logout records, and information that the Company collects through the use of Cookies or other technologies, etc.

2.3 Other information such as audio recording of conversations, photograph, video conference recording and video recording by means of CCTV, etc.

3. Disclosure of Personal Data

The Company may disclose the Personal Data of shareholders and/or proxies in accordance with the specified purposes and the rules prescribed by law to the following persons and entities.

3.1 The subsidiaries and associated firms of the Company, including executives, directors, staff, employees or relevant in-house staff of the said entities and as necessary for the processing of Personal Data of the shareholders and/or proxies.

3.2 Data Processors assigned or engaged by the Company to manage/process the Personal Data for the Company in the provision of services such as information technology services, data recording services, payment services, mailing services, delivery services, printing services, data analysis services or any other services which may be beneficial to the shareholders.

3.3 Advisors of the Company such as legal advisors, lawyers, auditors, experts or other internal and external service providers of the Company, etc.

3.4 Government agencies or regulatory agencies overseeing the Company such as Department of Business Development, Ministry of Commerce, the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand, etc.

4. Period of collection of personal data

The Company will collect the Personal Data of shareholders for the period necessary for fulfilling the specified purposes of the Personal Data processing under item 1.

5. Rights of Data Subjects

The data subjects have the rights, pursuant to the Personal Data Protection Act B.E. 2562 (2019), which includes the right to withdraw consent, right of access, right to data portability, right to object, right to erasure, right to restriction, right to rectification, etc.

6. Contact Channels

Details of Data Controller:	TEAM Consulting Engineering and Management Public Company Limited
Contact Address:	151 Nuan Chan Road, Nuan Chan, Bueng Kum, Bangkok 10230
Contact Channel:	Corporate Planning & Communication

Data Protection Officer (DPO)

Contact Address:	Office of Data Protection Officer
Contact Channel:	Tel. No. 02-5099000 ext. 2017
	Email: Teamgroup@team.co.th

Question Form for 2025 Annual General Meeting of Shareholders
TEAM Consulting Engineering and Management Public Company Limited (TEAMG)
Thursday, April 28, 2025 at 10.00 hours
Through an Electronic Meeting (e-AGM)

Attention: Chairman of the Board,
TEAM Consulting Engineering and Management Public Company Limited

I, (Mr. / Mrs. / Ms. / Others) .....

Please indicate with ✓ in the blank **( )**

( ) being a shareholder of TEAM Consulting Engineering and Management Public Company Limited

( ) being a proxy of .....who is a shareholder of TEAM Consulting Engineering and Management Public Company Limited

I wish to submit a question(s) of agenda for the 2025 Annual General Meeting of Shareholders as follows:

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Remark: Please submit the completed "Question Form" within April 27, 2025 at 16.00 hours via one of the following channels:

- **Email:** cs@team.co.th
- **Facsimile:** 02-509-9090
- **Registered Mail:** To Corporate Secretary, TEAM Consulting Engineering and Management Public Company Limited 151 Nuan Chan Road, Nuan Chan Sub-district, Bueng Kum District, Bangkok 10230

Should you have any query or suggestion, please contact;

- Corporate Secretary Tel.: 02-509-9000 # 2019 or 2010-12#107

151 ถนนนวลจันทร์ แขวงนวลจันทร์ เขตบึงกุ่ม กรุงเทพฯ 10230, โทรศัพท์ +66 2 509 9000 โทรสาร +66 2 509 9090
151 Nuan Chan Road, Nuan Chan, Bueng Kum, Bangkok 10230, Tel : +66 2 509 9000 Fax : +66 2 509 9090, www.teamgroup.co.th
Company Registration No. 0107561000030

A regional solution provider

and innovative business developer