

(Translation)

Minutes of the 2024 Annual General Meeting of Shareholders

Time and place

The Meeting was held on Tuesday, 30 April 2024 at 10.00 a.m, at Meeting Room, 14th Floor of TP&T Building, Soi Vibhavadi Rangsit 19, Vibhavadi Rangsit Road, Chatuchak Sub-District, Chatuchak District, Bangkok.

General information

In this 2024 Annual General Meeting of Shareholders, this was a meeting via electronic media. In accordance with the Emergency Decree on Electronic Conferencing B.E. 2020, to prevent the spread of COVID-19, Hydrotek Public Company Limited has used the meeting management service from Inventech Systems (Thailand) Company Limited, which is a consistent system. With the announcement of the Ministry of Digital For the economy and society on the security standards of electronic meetings of 2020, including the meeting control system certification from the Electronic Transactions Development Agency (ETDA).

Quorum

At 10:00 a.m., there were 1 shareholders attending the meeting in person and 29 by proxy, totaling 30 shareholders, totaling 272,694,398 shares from the total number of shares of Hydrotek Public Company Limited (“Company”) issued and paid up 470,121,161 shares, or 58.0051 percent of the total number of shares sold in the Company. A quorum was formed. According to legal requirements and company regulations. which requires that there must be no less than 25 shareholders and shareholders' proxies to attend the meeting, or not less than half of the total number of shareholders. Whichever amount is less. and must have shares totaling not less than one-third of the total number of shares sold in the company.

Directors attending the Meeting

1	Mr. Somprasong	Panjalak	Chairman of the Board
2	Mr. Sukrit	Jintanakosin	Chief Executive Officer / Member of the Nomination and Remuneration Committee / Member of the Risk Management Committee / Director

3	Air Chief Marshal Surasak Meemanee	Chairman of the Audit Committee / Member of the Nomination and Remuneration Committee / Chairman of the Risk Management
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Directors attending the Meeting

1	Mr. Somcharn Panjalak	Member of the Nomination and Remuneration Committee / Member of the Risk Management Committee / Director
2	Dr. Siridech Kumsuprom	Audit Committee / Nomination and Remuneration Committee / Independent Director
3	Mr. Pramin Panthaveesak	Independent Director

Director absent the meeting

1	Mrs. Wipaporn Chairatana	Audit Committee / Nomination and Remuneration Committee / Independent Director
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Executive attending the Meeting

1	Mr. Kasame Chanweerathum	Chief Financial Officer and Company Secretary
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Auditor attending the meeting from SAM NAK-NGAN A.M.C. Co., Ltd.

1	Mr. Burin Prasongsamrit	SAM NAK-NGAN A.M.C. Co., Ltd.
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Legal Advisors attending the meeting

1	Mr. Natthawat Ketmunin	legal advisor
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Commencement of the Meeting

Miss. Kyanat Savetsunthorn, who was responsible for the meeting moderator (the “Conductor”) welcomed the shareholders and attendees to attend the 2024 Annual General Meeting of Shareholders and explained the Company's preliminary information. And to ensure that the meeting is in accordance with the principles of good corporate governance in regard to voting at the meeting the conductor has informed the voting procedures and vote counting criteria as follows:

Voting method

1. The meeting will consider matters in the order of the agenda specified in the meeting invitation letter. Information will be presented on each agenda. and provide opportunities for shareholders to ask

questions before voting and the results of the scores will be reported to the meeting. When the votes are counted in that agenda Finished in order

2. In voting Let shareholders choose the agenda they want to vote on. Then press the “vote” button. The system will display 3 boxes for voting: agree, disagree, and abstain.

For shareholders or multiple proxies, the system will display all names of those who have been granted a proxy. Voting will be done separately for each user account.

To cancel voting, press the "Cancel Voting" button for any shareholder who has not voted within the specified time. The company will assume that the shareholder agrees with that agenda. and voting can make amendments Until there is notification of the closing of voting in that agenda. The company gives voting time 1 minute and when the voting results for each agenda are closed. The results of that agenda will be announced to the meeting later.

3. In the case of shareholders Accepting proxies from many shareholders Press to select the menu. “User Account” and press the “Change Account” button to access the accounts of other shareholders. The system will not remove votes from the meeting base.

4. If the shareholder wishes to leave the meeting Before closing voting on any agenda Shareholders' votes will not be counted as a quorum for the said agenda. and votes will not be counted immediately for the remaining agenda items. However, leaving the quorum for any agenda item will not disqualify shareholders' rights. or a proxy to return to attend the meeting and vote on the next agenda in the system.

5. Asking questions or expressing opinions in the meeting room

Before voting on each agenda The Company will give meeting attendees the opportunity to ask questions. or express opinions on issues related to that agenda as appropriate by selecting the agenda on which you want to ask questions or express opinions. Then press the “Question” button. There are 2 ways to inquire:

- Inquire via message You can type the desired question. Then press the “Send Questions” button. The company will answer questions in the conference room on the agenda related to that question. However, if there are a large number of questions sent, The Company reserves the right to consider selecting questions as appropriate or

- Inquire via video and audio (video conference) by pressing the “Inquire via video and audio” button, then press “OK” to confirm the reservation. Once you have received permission from the staff, turn on your camera and microphone. Attendees must inform their name and surname. and status as a

shareholder or proxy before asking questions every time So that the company can record them in the meeting minutes correctly and completely.

The company reserves the right to cut off images and audio of shareholders who ask questions or express impolite comments. or defame others or violate any law Including violating the rights of other people. or disrupting the meeting or cause distress to other meeting participants

6. In the case that there are many shareholders who wish to ask questions using images and sound in the system. To preserve the duration of the meeting Please ask shareholders to ask questions via message. for officials to answer questions or bring your questions to answer at the end of the meeting. or put the answer on the company's website.
7. In the case that shareholders encounter problems logging into the meeting system or voting system Please study and follow the instructions provided along with the meeting invitation letter. Or select the "Help" menu in the system. You can contact Inventech Call Center staff from the phone number and Line Official.
8. If there is a system failure during the shareholder meeting, you will receive an email. To return to the meeting via the backup system.

Vote counting criteria

Under Article 31 of the Company's Articles of Association, it is stated that "in voting, one share has one vote" and the resolution of the shareholders' meeting shall consist of the following votes:

- (1) In normal cases, a majority vote of the shareholders who attend the meeting and cast their votes shall be taken. If there are equal votes The chairman of the meeting shall cast one additional vote as the deciding vote.

Therefore, in considering the majority vote of shareholders whether they agree with that agenda or not, only the "agree" and "disagree" votes of the shareholders who attended the meeting will be counted. and vote only in the case that shareholders cast an "abstain" vote, the Company will not count such voting as the base for counting votes.

- (2) In the following cases A vote of not less than three-fourths of the total number of votes of shareholders attending the meeting shall be held. and have the right to vote.
 - (a) Sale or transfer of the entire business of the company. or some important part to another person
 - (b) Purchasing or accepting transfer of business of another company. or a private company becomes a company

- (c) Making, amending or terminating contracts regarding the rental of all company business. or some important part Assigning another person to manage all of the company's business or combining business with another person with the objective of sharing profits and losses.
- (d) Amendments to the memorandum of association. or company regulations
- (e) Increase or decrease of the company's capital. or issuance of corporate bonds
- (f) Merger or dissolution of business.

Therefore, agenda items that must be approved by a vote of not less than three-fourths of the total number of votes of shareholders attending the meeting and having the right to vote will be calculated by counting the votes of all shareholders attending the meeting. and have the right to vote by voting “agree”, “disagree” and “abstain”

Before voting on each agenda the chairman of the meeting will provide opportunities for attendees to ask questions on issues related to that agenda as appropriate. For questions or comments that are beyond the agenda being considered. Please bring it to inquire. or give opinions on other agenda items at the end of the meeting and please kindly ask shareholders to give their opinions. or ask concisely and refrain from asking questions or expressing opinions on duplicate issues. To give other shareholders an opportunity to exercise their rights as well. We therefore request that shareholders please cooperate so that the meeting goes well. and to manage the meeting within the specified time

In the case that many questions are sent into the system The company reserves the right to consider and select questions as appropriate. And if there are any questions that cannot be answered during the meeting Due to limited time The company will consider collecting responses. and further disclose in the meeting minutes or through the Company's website.

To follow good guidelines for shareholder meetings of listed companies. Concerning the counting of votes in this meeting the company therefore invites representatives from the company. Ketumunin Law Office Limited, with legal advisor Mr. Natthawat Ketmunin, is in charge of overseeing the vote counting. and supervise shareholder meetings in accordance with the laws and regulations of the Company.

Thereafter, Mr. Somprasong Panjalak, Chairman of Board of Directors, presided over the Meeting (“Chairman”) welcomed the shareholders. and conduct the meeting according to the various agendas appearing in the invitation to the Annual General Meeting of Shareholders Year 2024 of the Company as follows:

Agenda 1. To consider and certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 14 December 2023

The Company held the Extraordinary General Meeting of Shareholders No. 1/2023 on 14 December 2023. The Company prepared a report of the Extraordinary General Meeting of Shareholders No. 1/2023 and sent a copy of the said meeting report to the Stock Exchange of Thailand. and Ministry of Commerce As required by law, the Company has also published the minutes of the said meeting on the Company's website. Including sending the minutes of the meeting together with the meeting invitation letter to all shareholders in advance.

Board of Directors' Opinion

The Board is of the opinion that the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 14 December 2023, have recorded questions. and important comments are included in the report correctly and completely. Therefore, it was deemed appropriate to propose to the shareholders' meeting to consider and approve the minutes of the said meeting.

The Chairman then gave the meeting an opportunity to express their opinions. and ask questions related to Agenda 1

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 14 December 2023.

Resolved The meeting resolved to certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 held on 14 December 2023 with all the details as proposed. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

Remarks: 1. The resolution on this agenda must consist of a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 2. To consider and acknowledge the Company's operating results report for the year 2023

The meeting of the board of directors No. 2/2024 held on the date of February 29, 2024 has resolution to acknowledge shareholders the operating results in year of 2023 found in One Report 2024 under the name of "Analysis and Explanation of Operation sector" The Chairman assigned Mr. Sukrit Jintanakosin, Chief Executive Officer to present the report of the Company's operating results for the year 2023 to the meeting. Mr. Sukrit Jintanakosin reported that in 2023, the company continue to operate its business in line with the company's vision and mission. Emphasis is placed on basic infrastructure construction contracting work with state enterprises and private agencies within the country and there is also organizational development including personnel at all times to keep up with current economic and social changes. As for the report on the Company's performance for the year 2022, the Chairman assigned Mr. Kasame Chanweerathum, Chief Financial Officer and Company Secretary to present the Company's 2023 performance to the meeting. The details are shown in the copy of the 2023 Annual Report, which has been sent together with the invitation letter for this meeting. The important things can be summarized as follows:

In 2023, the company has construction income decreased from 2022 in the amount of 52.48 million baht because there was 1 project that was nearly completed and was in the process of collecting work before delivering all the work, causing a decrease in income from the project in this year. The company has a net loss from operations in 2023 in the amount of 71.71 million baht due to the construction income was decreased during the year from projects that are close to completion and the company has revised the cost estimate and set an estimate for impairment of some assets during the year, causing such losses. As at 31 December 2023, the company's debt to equity ratio was increased from 2022 by 13.61 due to the equity was decreased from losses of operating results during the year.

Board of Directors' Opinion

The Board of Directors It is advisable to propose to the shareholders' meeting to acknowledge the report of the Company's operating results for the year 2023 according to detail above.

The Chairman then gave the meeting an opportunity to express their opinions. and ask questions related to Agenda 2

Inquiries or Comments

Mrs. Keeratika Paenglart Volunteer Pitaksit from the Thai Investors Association ask question in Agenda 2

1.From the auditor do not express an opinion on the Company's consolidated financial statements. and subsidiaries and the Company's separate financial statements regarding "intangible assets". I would like to ask what is the Company's approach to solving this issue?

The Chairman assigned Mr. Kaseme Chanweerathum Deputy Chief Financial Officer of Accounting and Finance and company secretary who answer questions The details are summarized as follows:

Intangible assets of the company It arose from two concessions for the construction of a water production and distribution plant. The company has made an investment plan in the said project and coordinated with government agencies to provide further clarification regarding the further implementation of the said project from the investment plan that the company has prepared, it is found that the value of projects that have been operated until the concession period has expired is higher than the investment value. The company is in the process of waiting for clarity on the verdict of the lawsuit so the Company will proceed further.

2. According to the Stock Exchange of Thailand the CB sign is displayed because the shareholders' equity is <50% of the paid-up capital. I would like to ask what is the company's solution?

The Chairman assigned Mr. Kaseme Chanweerathum Deputy Chief Financial Officer of Accounting and Finance and company secretary who answer questions. The details are summarized as follows:

The posting of the CB sign is due to lower shareholder equity. 50% of paid-up capital This part was in 2023, there were number of project bids because Part of it came from the change of government. The company expects that in 2024, The government agencies will have more projects for bidding. The company has planned for bidding on various projects. The company has in the process of preparing a bid to get the next project.

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2023.

Resolved The meeting acknowledged

Remarks: No voting on this agenda.

Agenda 3. To consider and approve the consolidated Financial Statements for the year ended 31 December 2023

The Company's Board of Directors Meeting No. 2/2024, held on February 29, 2024, resolved to propose to the shareholders' meeting to consider approving the consolidated financial statements

for the year ending December 31, 2023 in order to be in line. According to the law that requires the company Annual financial statements must be prepared at the end of the company's fiscal year. and arrange for an audit from an auditor before submitting it to the shareholder meeting for approval.

As for the annual financial statements ending December 31, 2023 the Chairman assigned Mr. Kasam Chanweerathum, Chief Financial Officer and Company Secretary to present the annual financial statements as of December 31, 2023 to the meeting. The details are shown in the copy of the 2022 Annual Report, which has been sent together with the invitation letter for this meeting. The important things can be summarized as follows:

In 2023, the Company's auditor's report was disclaimer of opinion on the financial statements due to 2 main matters as follows:

1. Intangible assets in the amount of Baht 108.60 million are the rights under 2 concession agreements to construction of a water production plant and water distribution. Currently, the construction and development of the said project hasn't been according to the plan due to a dispute between the Group with the company that has provided financial support for the project. The case is under consideration by the Civil Court. There is a significant uncertainty regarding how the concession project will be resolved and has there been an impact causing the said assets whether to become impaired.

The management plans to continue with the concession project if the company has the conclusion and clarity of the above lawsuit. The company has prepared an investment plan for the said project and has been in contact with various government agencies to express its intention to continue the said project.

2. the Group and the Company faces losses from continued operation over several years. The Group and the Company incurred a net loss for the year ended December 31, 2023 in the consolidated financial statements amount of Baht 71.71 million and in the separate financial statements amount of Baht 66.84 million and as at December 31, 2023, the Group and the Company had current liabilities exceeded current assets by amount of Baht 123.07 million and amount of Baht 115.24 million. The Company also has litigation related to the appeal application to the Supreme Administrative Court as mention in the Note to financial statements No.35.1 These factor along with a lawsuits with the Company filed against counterparties related to the concession project as mentioned in the previous paragraph are indicate significant uncertainties which may has potential interaction of the uncertainties and their possible cumulative effect on the financial statements which cast significant doubt to the

Group's and the Company's ability to continue as a going concern which may affect the valuation of significant assets and liabilities in the consolidated and separate financial statements.

The management is in the process of improving operations. Including considering participating in bidding on various projects to create profit opportunities for the group of companies, including finding new partners to bring the strengths of each company to accept government work in 2024, which the management believes will be able to resolve the situation and lead the group of companies to be able to operate continuously.

The Statements of Financial Position and the statements of Income.

Description	2022	2023
Total assets	404.97	369.97
Total liabilities	314.67	349.53
Total shareholders' Equity	90.29	20.44
Revenue from construction	123.61	71.13
Revenue from service	6.45	3.02
Revenue from sales	-	0.01
Profit (loss) margin	(22.66)	(6.01)
Net profit (loss)	(80.72)	(71.72)
Profit (loss) per share	(0.26)	(0.23)

Assets were decreased from cash and cash equivalents, which decreased from payments to due creditors and repayment of debt to a financial institution to offset debts which the financial institution was a guarantor for construction contracts.

Liabilities were increased from trade and other creditors with payment due dates in 2024 and long-term loans from financial institutions during the period, including loans from related businesses.

Initial loss decreased - because the company has revised the cost estimates in 2022, making the project cost estimates and actual project costs closer to reality in 2023, and the company has controlled and reduced fixed costs in project work. that can be reduced from the above reasons, the net loss decreased from 2022 in the same direction.

Board of Directors' Opinion

The Board of Directors is of the opinion that it should be proposed to the shareholders' meeting to consider and approve the financial statements ended December 31, 2023 audited and

certified by an auditor from SAM NAK-NGAN AMC Company Limited and has been approved by the Audit Committee.

The Chairman then gave the meeting an opportunity to express their opinions. and ask questions related to Agenda 3

Inquiries or Comments

Mrs. Keeratika Paenglart Volunteer Pitaksit from the Thai Investors Association ask question in Agenda 3 as follows:

I want to know confidence in repaying debt that will be due and earn more revenue to reduce losses.

The Chairman assigned Mr. Kaseme Chanweerathum Deputy Chief Financial Officer of Accounting and Finance and company secretary who answer questions The details are summarized as follows:

In the matter of repaying debts that are due. The company has made repayments to trade creditors and other creditors complete. The group still has 2 projects in progress, which are expected to be completed in 2024. For seeking more income to reduce that loss, As the company has informed in the beginning. The company is in the process of finding a new project. The company expects that in 2024 there will be new government projects for bidding which are between the company considering 1-2 projects during the year.

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to approve the consolidated Financial Statements for the year ended 31 December 2023.

Resolved The meeting resolved to approve the consolidated Financial Statements for the year ended 31 December 2023 with all the details as proposed. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

Remarks: 1. The resolution on this agenda must consist of a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 4. To consider and approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2023

The meeting of the board of directors No.2/2024 on February 29, 2024, is consensus to present the non-allocation profit, and the Omission of dividend payment to the meeting of shareholders.

The Company policy should distribute the dividend not less than 40% of the net profit including corporate income tax and the statutory reserve allocation. However, this dividend payment is subject to the coming projects, strategies, and profit as a benefit for the shareholders in its reasonable and necessary, for example, as a reservation to pay back the loan or to invest in force coming business in consideration of the board of directors.

The Consolidated and separated Financial Statements for the fiscal year ended December 31, 2023 stated that the Company has net loss in total of 71.71 million Baht and 66.84 million Baht ,respectively. As a result, the company is unable to allocate net profits as legal reserves and the company is unable to pay dividends for the 2023 operating results to shareholders. This is in accordance with the laws and regulations of the company.

Board of Directors' Opinion

The Board of Directors is of the opinion that it should propose to the shareholders' meeting to consider and approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2023

The Chairman then gave the meeting an opportunity to express their opinions. and ask questions related to Agenda 4

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2023.

Resolved

The meeting resolved to approve not to appropriate net profit as legal reserve and to omit the dividend payment for the operating results of the year 2023 with all the details as proposed. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

Remarks: 1. The resolution on this agenda must consist of a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 5. To consider electing directors to replace those who retire by rotation

The meeting of the board of directors No.2/2024 on February 29, 2024, deems appropriate to propose the meeting of shareholders to consider and elect the directors in replacement of those retiring by rotation. According to Clause 15 "At every annual general meeting One-third of the directors shall retire from office if the number of directors cannot be divided into three parts. The number closest to 1 in 3 will be retired. Directors who must retire from office in the first and second years after registering the company shall use the method of drawing lots to determine who will retire. As for the following years, the remaining directors will be retired. The person who has been in office the longest is the person who leaves the position. Directors whose terms expire may be re-elected to hold new positions."

1. Air Chief Marshal Surasak Memanee Independent Director / Chairman of the Audit Committee / Chairman of Risk Management Committee / Nomination and Remuneration Committee
2. Mr. Somcham Panjalak Director / Nomination and Remuneration Committee / Risk Management Committee
3. Mr. Pramin Pantaveesak Independent Director

According to the support of Good Corporate Governance, the shareholders can offer any candidate as directors in the Annual General Meeting of shareholders in the year 2024 between the dates 25 December 2023 – 31 January 2024. Details publicize on the website of the stock exchange of Thailand and the Company website. However, no candidate has been offered.

And the chairman asked 3 directors who were due to retire by rotation to leave the meeting. to show fairness and transparency in considering this agenda.

Nomination and Remuneration Committee (The Nomination and Remuneration Committee has no conflict of interest) has considered the qualifications of all 3 directors who will retire from office upon completion of their terms at the 2024 Annual General Meeting of Shareholders and is of the view that these 3 persons are: Has knowledge, ability, experience, and expertise that is beneficial to the Company's operations. Has qualifications and does not have prohibited characteristics according to the Public Limited Companies Act B.E. 2535 (as amended) and the Securities Act. and the Stock Exchange of Thailand B.E. 2535 (as amended) as well as related announcements. Therefore, we would like to propose to the Board of Directors to consider nominating all 3 persons to the shareholder meeting for consideration and re-election to the position. Director/Independent Director of the Company Another agenda.

Board of Directors' Opinion

All 3 individuals who were nominated to be elected as directors of the Company this time have passed the screening process of the Company's Board of Directors. By the Board of Directors (by directors who have no conflict of interest) has considered and agreed with the Nomination and Remuneration Committee that the three aforementioned persons have appropriate qualifications for the Company's business operations. The independent directors are also able to express their opinions independently. and according to relevant criteria But with the knowledge and experience of these 3 people during their tenure. Moreover, he has dedicated his knowledge, abilities, experiences, and independent opinions. and beneficial to the Company's business operations As well as performing duties responsibly, carefully and with honesty at all times.

Therefore, it is considered appropriate to propose that the 2024 Annual General Meeting of Shareholders elect 3 persons, namely Air Chief Marshal.Surasak Memanee, Mr. Somchan Panjalak and Mr. Pramin Pantaveesak who resigned from their positions upon completion of their terms. Return to the position of director/independent director of the company. Another agenda

The Chairman then gave the meeting an opportunity to express their opinions. and ask questions related to Agenda 5

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to approve the electing directors to replace those who retire by rotation

Resolved

The meeting resolved to electing directors to replace those who retire by rotation with all the details as proposed. with the following votes:

5.1 Air Chief Marshal Surasak Memanee

Independent Director / Chairman of the Audit Committee /Chairman of Risk Management Committee /Nomination and Remuneration Committee

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

5.2 Mr. Somcharn Panjalak

Director / Nomination and Remuneration Committee / Risk Management Committee

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

5.3 Mr. Pramin Pantaveesak

Independent Director

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

Remarks: 1. The resolution on this agenda must consist of a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 6. To consider and approve the determination of directors' remuneration for the year 2024

The Company's Board of Directors Meeting No. 2/2024, held on February 29, 2024, The Managing Director, therefore, deems appropriate to propose the Meeting to consider and approve the remuneration for the directors in 2024. The Company stipulated rules and practices of remuneration of directors by annual revision of Nomination and Remuneration Committee and propose to the board of directors and, lastly, the board will initiate to the shareholders meeting to finalize the remuneration rate

Nomination and Remuneration Committee considered the rate of remuneration of directors based on business profits, business size and the responsibility of directors compared to the Market Capitalization of other listed companies in similar business on the Stock Exchange of Thailand. Therefore, the board of directors deems appropriate to propose the Meeting to determine the 2024 remuneration for the directors as above.

	2024 (Present proposal)	2023
1. Monthly		
Chief of Director and the board of directors	30,000 Baht per month	30,000 Baht per month
Chief of Audit Director and directors	30,000 Baht per month	30,000 Baht per month
Audit Director and directors	20,000 Baht per month	20,000 Baht per month
Director	15,000 Baht per month	15,000 Baht per month
2. Meeting Allowance (excluding Executive directors)		
Chief of Nomination and Remuneration Committee	10,000 Baht per month	10,000 Baht per month
Chief of Risk Management Committee	10,000 Baht per month	10,000 Baht per month
Nomination and Remuneration Committee	7,500 Baht per month	7,500 Baht per month
Risk Management Committee	7,500 Baht per month	7,500 Baht per month
3. Special Compensation		
	Subject to the operation performance. Allowance to directors except for executive directors	Subject to the operation performance. Allowance to directors except for Executive directors
4. Other Allowance		
	Allowance to executive directors who have not been paid monthly 5,000 Baht per month	Allowance to executive directors who have not been paid monthly 5,000 Baht per month

Board of Directors' Opinion

Board of Directors has considered the recommendations of the Nomination and Remuneration Committee, which has considered and scrutinized them taking into account various suitability, and deems it appropriate to propose to the shareholder meeting to determine the remuneration of directors according to the details above

The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to Agenda 6

Inquiries or Comments

Mrs. Keeratika Paenglart Volunteer Pitaksit from the Thai Investors Association ask question in Agenda 6 as follows:

While the company has continued to suffer losses for many years, the company has reviewed the remuneration of directors. Is it consistent with the company's operating results?

The Chairman assigned Air Chief Marshal Surasak Meemanee, Chairman of the Audit Committee who answer questions The details are summarized as follows:

The Company's Nomination and Remuneration Committee Considered the appropriateness due to the Company's operating results and losses. Therefore, the remuneration of various directors remains the same.

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to approve the determination of directors' remuneration for the year 2024

Resolved

The meeting resolved to approve the determination of directors' remuneration for the year 2024 with all the details as proposed. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

- Remarks: 1. The resolution for this agenda must be approved by not less than two-thirds of the total number of votes of the shareholders or proxies presented at the Meeting and casting their votes.

Agenda 7. To consider and approve the appointment of the auditor and determine the audit fee for the year 2024

The Company's Board of Directors Meeting No. 2/2024, held on February 29, 2024, resolved to propose to the shareholders' meeting to appoint an auditor. and determine the annual audit fee for 2024 in order to comply with the provisions of Section 120 of the Public Limited Companies Act B.E. 2535 (as amended) which requires that the general meeting of shareholders appoint an auditor. and determine the amount of the Company's audit fee every year. The Audit Committee has considered and selected auditors in accordance with the criteria of the Public Limited Companies Act B.E. 2535 (as amended) and the announcement of the Capital Market Supervisory Board at relevant By considering the performance of the auditors from SAM NAK-NGAN A.M.C. Company Limited in the past year. and was of the opinion that the auditors from SAM NAK-NGAN A.M.C. Company Limited were independent. Suitable to act as the company's auditor. and performed his duties responsibly Therefore, it was presented to the Board of Directors for consideration and presentation to the shareholder meeting to consider appointing an auditor from SAM NAK-NGAN A.M.C. Company Limited to be the Company's auditor. For the accounting period ending December 31, 2024, by appointing one of the following auditors: Be an inspector and express opinions on the company's financial statements

1. Mr. Ampon Chamnongwat CPA No. 4663 and/or
2. Miss Prapasri Leelasupa CPA No. 4664 and/or
3. Mr. Naris Saowalucksakul CPA No. 5369 and/or
4. Miss Kanyanan Poonyawiwat CPA No. 12733 and/or
5. Mr. Burin Prasongsamrit CPA No. 12879

These auditors have no relationship or transaction that may lead to a conflict of interest with the Company nor does it have any interest with the Company, subsidiaries, executives or major shareholders or those related thereto in any manner, either. These auditors considered adequate and independent to audit or comment to the Consolidated Financial Statements and have not been audited or reviewed the Company Statements for 7 continuous fiscal years. Therefore, these auditors are appropriate to be selected as Company auditors according to the announcement of the Capital Market Supervisory Board

In addition, the Audit Committee has considered the audit fee for the accounting period ending December 31, 2024 of SAM NAK-NGAN A.M.C. Company Limited and is of the opinion that the

proposed audit fee is appropriate for the scope of the audit. Therefore, it was presented to the Board of Directors. To consider the Company's audit fees. For the accounting period ending 31 December 2024, the amount does not exceed 950,000 baht, excluding other service fees and excluding audit fees of subsidiaries and joint ventures, including authorizing the management to appoint auditors and determine Audit fees for reviewing financial statements and auditing financial statements of subsidiaries and joint ventures Details of the company's audit fees Comparison with last year is as follows:

Audit fee	Fiscal Year of 2024	Fiscal Year of 2023
Hydrotek Public Company Limited	950,000	950,000
Subsidiaries *	514,000	532,500
Other expenses	Actual Payment	Actual Payment
<u>In total of</u>	<u>1,464,000</u>	<u>1,482,500</u>

Board of Directors' Opinion

Board of directors deems appropriate to propose the meeting of shareholders to appoint Mr. Ampon Chamnongwat CPA No. 4663 and/or Miss Prapasri Leelasupa CPA No. 4664 and/or Mr. Naris Saowalucksakul CPA No. 5369 and/or Miss Kanyanan Poonyawiwat CPA No. 12733 and/or Mr. Burin Prasongsamrit, CPA No. 12879 of SAM NAK-NGAN A.M.C. Company Limited as the auditor of the Company in the fiscal year ended on December 31, 2024. In case, In the event that the said certified public accountant is unable to perform his duties, SAM NAK-NGAN A.M.C. Company Limited may arrange for another certified public accountant to replace them. and determine the remuneration in an amount not exceeding 950,000 baht, excluding other service fees and excluding audit fees of subsidiaries and joint ventures, including authorizing the management to appoint auditors and determine audit fees for Reviewing financial statements and auditing financial statements of subsidiaries and joint ventures

The Chairman then gave the meeting an opportunity to express their opinions. and ask questions related to Agenda 7

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to approve the appointment of the auditor and determine the audit fee for the year 2024

Resolved

The meeting resolved to approve the appointment of the auditor and determine the audit fee for the year 2024 with all the details as proposed. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

Remarks: 1. The resolution on this agenda must consist of a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 8. To consider and approve the reduction of registered capital and amendments to Clause 4 of the Company's Memorandum of Association to comply with the reduction of registered capital

The Board of Directors Meeting No.2/2024, held on 29 February 2024, resolved to propose to the shareholders' meeting to consider and approve the reduction of registered capital. By writing off the unissued ordinary shares of the Company and amendments to Clause 4 of the Company's Memorandum of Association to comply with the reduction of registered capital. The details are as follows:

Reduction of the Company's registered capital in the amount of 49,754,679.00 Baht from 675,838,592.00 Baht to the registered capital 626,083,913.00 Baht by canceling the registered but unissued ordinary shares in the number of 49,754,679 shares at a par value of 1.00 baht per share to offer for sale to existing shareholders in proportion to the shareholding each shareholder holds (Right Offering) in the amount of 207,950,336 shares which was approved by the Extraordinary General Meeting of Shareholders No. 1/2566 on 14 December 2023 and the amendment of the Company's Memorandum of Association, Clause 4 to be consistent with the reduction of the company's registered capital. The details are as follows:

Clause 4. Registered capital of : 626,083,913.00 Baht (Six hundred and twenty-six million eighty-three thousand nine hundred and thirteen baht)

Divided into : 626,083,913 Shares (Six hundred and twenty-six million eighty-three thousand nine hundred and thirteen shares)

Each of : 1 Baht (One Baht)

Comprising :
Ordinary shares : 626,083,913 Shares (Six hundred and twenty-six million eighty-three thousand nine hundred and thirteen shares)
Preferential shares : -none-

The Company's Board of Directors' meeting resolved to approve the proposal to the shareholders' meeting. To consider and approve the delegation of authority to the Chief Executive Officer, or a person assigned by the Chief Executive Officer Is the person with authority to consider and take any action regarding the reduction of the company's registered capital. Amending or changing requests or statements in documents related to various registrations, that must be submitted to the Department of Business Development Ministry of Commerce Submitting applications or other documents to the Securities and Exchange Commission and the Stock Exchange and the Stock Exchange of Thailand and any other related departments.

Board of Directors' Opinion

Board of Directors It is considered appropriate to propose to the shareholder meeting to consider and approve the reduction of registered capital and amendments to Clause 4 of the Company's Memorandum of Association to comply with the reduction of registered capital according to the details above

The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to agenda 8

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to approve the reduction of registered capital and amendments to Clause 4 of the Company's Memorandum of Association to comply with the reduction of registered capital

Resolved

The meeting resolved to approve the reduction of registered capital and amendments to Clause 4 of the Company's Memorandum of Association to comply with the reduction of registered capital with all the details as proposed, with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

Remarks: 1. The resolution of this agenda must be approved by a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

Agenda 9. To consider and approve an increase in the company's registered capital of General Mandate and Amendment to the Memorandum of Association, Clause 4. Regarding Registered Capital To be consistent with the increase in registered capital.

The Board of Directors Meeting No. 2/2024, held on February 29, 2024, resolved to propose to the shareholders' meeting to consider and approve the increase of the registered capital of the company by General Mandate in the amount of 282,072,696 baht from the original registered capital of 626,083,913 baht to a new registered capital of 908,156,609 baht by issuing additional common shares of not more than 282,072,696 shares with a par value of 1 baht per share and amendments. Memorandum of Association, Section 4. to be in line with the increase in registered capital as follows:

Clause 4. Registered capital of : 908,156,609.00 Baht (Nine hundred and eight million, one hundred and fifty-six thousand, six hundred and nine Baht)

Divided into : 908,156,609 Shares (Nine hundred and eight million, one hundred and fifty-six thousand, six hundred and nine shares)

Each of : 1 Baht (One Baht)

Comprising :

Ordinary shares : 908,156,609 Shares (Nine hundred and eight million, one hundred and fifty-six thousand, six hundred and nine shares)

Preferential shares : -none-

The Company's Board of Directors' meeting resolved to approve the proposal to the shareholders' meeting. To consider and approve the delegation of authority to the Chief Executive Officer, or a person assigned by the Chief Executive Officer Is the person with authority to consider and take any action regarding the increment of the company's registered capital. Amending or changing requests or statements in documents related to various registrations, that must be submitted to the Department of Business Development Ministry of Commerce Submitting applications or other documents to the Securities and Exchange Commission and the Stock Exchange and the Stock Exchange of Thailand and any other related departments.

Board of Directors' Opinion

Board of Directors It is considered appropriate to propose to the shareholders' meeting to consider approving an increase in the company's registered capital of General Mandate and Amendment to the Memorandum of Association, Clause 4. Regarding Registered Capital To be consistent with the increase in registered capital according to the details above

The Chairman then gave the meeting an opportunity to express their opinions, and ask questions related to agenda 9

Inquiries or Comments

Mrs. Keeratika Paenglart Volunteer Pitaksit from the Thai Investors Association ask question in Agenda 9 as follow:

What business plan will the company have that will attract or make it attractive to existing shareholders? and investors who will come to invest more apart from waiting to receive work from government projects that the company Answer the questions in Agenda 2 and if the capital increase this time Not according to goal What backup plan does the company have?

The Chairman assigned Mr. Sukrit Jintanakosin Chief Executive Officer who answer questions The details are summarized as follows:

This capital increase is a General Mandate to prepare for future work that the company has planned. There are projects that the company joins in bidding for construction contracts. Another part, the company is interested in the concession work because the returns are quite high and the company has contacted about 4-5 partners who have worked together in the past to set up a joint venture and participate in bidding.

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to approve an increase in the company's registered capital of General Mandate and Amendment to the Memorandum of Association, Clause 4. Regarding Registered Capital To be consistent with the increase in registered capital.

Resolved The meeting resolved to approve an increase in the company's registered capital of General Mandate and Amendment to the Memorandum of Association, Clause 4. Regarding Registered Capital To be consistent with the increase in registered capital with all the details as proposed. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,180	99.9999
Disapprove	218	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

Remarks: 1. The resolution of this agenda must be approved by a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

Agenda 10. To consider and approve the allocation of newly issued ordinary shares of the Company under General Mandate

The Board of Directors Meeting No. 2/2024, held on February 29, 2024, resolved to propose to the shareholders' meeting to consider and approve the allocation of newly issued ordinary shares of the Company under General Mandate no more than 282,072,696 Shares par value. 1 Baht as follows:

Method 1 Allotment of newly issued ordinary shares not exceeding 141,036,348 percent of the paid-up capital 30 share (RO)

Method 2 Allotment of newly issued ordinary shares not exceeding 94,024,232 percent of the paid-up capital 20 share (PO)

Method 3 Allotment of newly issued ordinary shares not exceeding 47,012,116 percent of the paid-up capital 10 share (PP)

By allocating newly issued ordinary shares according to Method 1, Method 2 and Method 3 above by one or three methods, the total amount shall not exceed 30% of the paid-up capital or not exceeding 141,036,348 shares, but if allocated according to Method 2 and Method 3, the additional paid-up capital shall not exceed 20% of the paid-up capital as of the date the Board of Directors resolves to increase the capital or the amount not exceeding 94,024,232 share

In addition, since the Company has accumulated losses shown in the statements of financial position and income for the year ended 31 December 2023, the Company may determine the offering price of the newly issued ordinary shares lower than the par value of the Company, but not less than 0.01 Baht per share. The Company must comply with Section 52 of the Public Limited Company Act which stipulates that a company that has been in operation for not less than one year, if there is a loss, shares may be offered for sale at a price lower than the par value but must be approved by the shareholders' meeting and with a definite discount rate.

It's not. The allocation of newly issued ordinary shares under general mandate shall be offered at a price not less than 0.01 baht/share by authorizing the Board of Directors or a person designated by the Board of Directors to take any action regarding the allocation of such newly issued ordinary shares. as follows:

- 1) Considering and determining details of the allocation of newly issued ordinary shares, such as the offering price, number of allocation of the newly issued ordinary shares, offering period, payment of share offering price, whether single or sequential allocation as well as other terms and conditions in relation to the allocation of such newly issued ordinary shares.
- 2) Signing applications, waivers, notices and any necessary documents relating to the allocation of such newly issued ordinary shares, as well as contact and submission of application for permission or requesting a waiver, document, evidence to the government agency or the relevant authority and listing such newly issued ordinary shares on SET.
- 3) Undertaking any necessary and relevant facts regarding the allocation of the newly Issued ordinary shares.

Board of Directors' Opinion

Board of Directors is of the opinion that it should be proposed to the shareholders' meeting to consider and approve the allocation of newly issued ordinary shares of the Company under General Mandate according to the details above

The Chairman then gave the meeting an opportunity to express their opinions. and ask questions related to Agenda 10

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman asked the meeting to approve the allocation of newly issued ordinary shares of the Company under General Mandate

Resolved

The meeting resolved to approve the allocation of newly issued ordinary shares of the Company under General Mandate with all the details as proposed. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,180	99.9999
Disapprove	218	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

Remarks: 1. The resolution of this agenda must be approved by a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

Agenda 11. To consider and approve the amendment of the Company's Articles of Association

The Board of Directors' Meeting No. 2/2024, held on February 29, 2024 resolved to propose to the shareholders' meeting deems it appropriate to amend the Company's regulations, including delegation of authority to carry out related matters. Amending regulations regarding share repurchases To comply with the ministerial regulations specifying the criteria and procedures for share repurchases. Selling repurchased shares and the elimination of the company's repurchased shares, B.E. 2022 (No. 2) for consideration and approval as follows:

Previous Article of Association	Revised Article of Association
<p>Article 11. The Company shall not own or pledge its own shares, except in the case of share repurchases as defined in the Public Limited Act (No. 2) B.E. 2544.</p> <p>The share repurchase must be approved by the shareholders' meeting, except in the case that the Company repurchases shares in an amount not exceeding 10% of the paid-up capital, which shall be the authority of the Board of Directors.</p> <p>The repurchase and disposal of shares, including the write-off of registered shares, shall be in accordance with the rules and procedures prescribed in the ministerial regulations relating to such matters.</p>	<p>Article 11. The Company shall not own or pledge its own shares, except in the case of share repurchases as defined in the Public Limited Act (No. 2) B.E. 2544.</p> <p>The repurchase of shares shall be approved by the shareholders' meeting, except in the case that the Company repurchases shares in an amount <u>not exceeding 10% of the total outstanding shares</u>, which shall be the authority of the Board of Directors.</p> <p>The repurchase and disposal of shares, including the write-off of registered shares, shall be in accordance with the rules and procedures prescribed in the ministerial regulations relating to such matters.</p>

Board of Directors' Opinion

Board of Directors It is considered appropriate to propose that the shareholder meeting consider approving the amendment of the Company's Articles of Association

The Chairman then gave the meeting an opportunity to express their opinions. and ask questions related to Agenda 11

When there were no shareholders or proxies to ask questions or express opinions, the Chairman asked the meeting to approve the amendment of the Company's Articles of Association

Resolved

The meeting resolved to approve the amendment of the Company's Articles of Association with all the details as proposed. with the following votes:

Shareholders Voting	Numbers of Votes	Percent of the total vote of the shareholders attending the meeting and having the right to vote
Approve	272,694,398	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Void Voting Card (s)	0	0.0000
	272,694,398	100.0000

- Remarks: 1. The resolution of this agenda must be approved by a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

Agenda 12. Consider other matters (if any)

This agenda is an opportunity for shareholders to propose matters other than the agenda specified in the meeting invitation letter. By proposing any other matters to be subject to the rules and procedures specified by law.

The Company has given shareholders an opportunity to propose agenda for the 2024 Annual General Meeting of Shareholders in advance during 25 December 2023 – 31 January 2024 and published via the website of the Stock Exchange of Thailand. and the Company's website. However, no shareholders proposed the agenda for this meeting.

The Chairman then gave the meeting an opportunity to express their opinions. and ask questions related to Agenda 12

Inquiries or Comments

Mrs. Keeratika Paenglart Volunteer Pitaksit from the Thai Investors Association ask question in Agenda 12 as follow:

According to the Thai Investors Association There is a policy proposed for companies listed on the Stock Exchange of Thailand to hold general/extraordinary shareholder meetings using On-site meetings and Online meetings simultaneously, or called Hybrid, in order to meet, communicate and ask questions between shareholders, executives and the Board of Directors. conveniently This is in line with the circular letter of the Securities and Exchange Commission (SEC) No. SEC Nor (W) 2/2024 regarding requesting cooperation regarding holding a general meeting of shareholders dated 10 January 2024 would like to present for you to consider the proposal for organizing a Hybrid meeting according to the policy of the Thai Investors Association above.

The Chairman be the one to answer questions The details are summarized as follows:

The company will take it into consideration in organizing the next meeting.

When there were no shareholders or proxies to ask questions or express additional opinions, the Chairman thanked the shareholders for taking the time to attend the meeting, and closed the meeting at 12.20 p.m.

Certified true and correct of Minutes of the 2024 Annual General Meeting of Shareholders

-Signature-

(Mr. Sukrit Jintanakosin)

Director