

(Translation)

Q-CON 004/2023

March 24, 2023

Dear President

The Stock Exchange of Thailand

Subject: Resolutions of the 2023 Annual General Meeting of Shareholders

This is to inform the resolutions of the 2023 Annual General Meeting of Shareholders of Quality Construction Products Public Company Limited held on Friday, March 24, 2023:

1. Acknowledged the Company's Annual Report 2022
2. Approved the Financial Statements for the year ended December 31, 2022, duly audited and signed by the auditor from KPMG Phoomchai Audit Co., Ltd. and agreed upon by the Audit Committee.

The Meeting, by a unanimous vote of total number of votes of the shareholders present at the meeting and voting, approved this agenda item by the following vote:

Approved	343,253,483	votes, equivalent to	99.9999 %
Disapproved	34	votes, equivalent to	0.0001 %
Abstained	0	vote	

3. Approved the 2022 profit allocation for 2022 dividend payment at the rate of 0.75 Baht per share, totaling 300 million Baht (The Company's current legal reserve had already reached 40 million Baht, or equivalent to 10% of the registered capital as required by law). The dividend shall be payable to the shareholders entitled to receive dividend according to the Company's Articles of Association, of record as of Monday, April 3, 2023 for the right to receive the dividend. The "XD" sign or the date on which the buyers of securities shall have no rights to receive the dividend will be posted on Friday, March 31, 2023. The dividend shall be payable on Friday, April 21, 2023 and receipt of such dividend shall be within 10 years.

Note: The natural person shareholders shall be entitled to a tax credit according to Section 47 bis of the Revenue Code equaling to the product of dividend times 20/80.

The Meeting, by a unanimous vote of total number of votes of the shareholders present at the meeting and voting, approved this agenda item by the following vote:

Approved	343,253,483	votes, equivalent to	99.9999 %
Disapproved	34	votes, equivalent to	0.0001 %
Abstained	0	vote	

4. Elected the following three persons to be directors of the Company replacing the retiring directors:

- 1) Mr. Panthep Supachaiyakit,
- 2) Mr. Chana Poomee, and
- 3) Mr. Wiroat Rattanachaisit

The Meeting by a unanimous vote of total number of votes of the shareholders present at the meeting and voting approved this agenda item by the following vote:

- 1) Mr. Pantehp Supachaiyakit
Approved 343,246,483 votes, equivalent to 99.9999 %
Disapproved 34 votes, equivalent to 0.0001 %
Abstained 7,000 votes
- 2) Mr. Chana Poomee
Approved 343,246,483 votes, equivalent to 99.9999 %
Disapproved 34 votes, equivalent to 0.0001 %
Abstained 7,000 votes
- 3) Mr. Wiroat Rattanachaisit
Approved 343,246,483 votes, equivalent to 99.9999 %
Disapproved 34 votes, equivalent to 0.0001 %
Abstained 7,000 votes

5. Appointed the Company's Auditors for the year 2023 namely:

- 1) Ms. Sureerat Thongarunsang (Certified Public Accountant Registration No. 4409) or
- 2) Ms. Pornthip Rimdusit (Certified Public Accountant Registration No. 5565) or
- 3) Mr. Songchai Wongpiriyaporn (Certified Public Accountant Registration No. 10996)

of KPMG Phoomchai Audit Ltd., and approved the audit fee of the Company's financial statements for the year 2023 of 428,000 Baht (equivalent to 2022) as well as the audit fee for the Consolidated Financial Statements from having Q-CON Eastern Co., Ltd. (QCE) as its subsidiary and the quarterly review of the Company's financial statements and Consolidated Financial Statements of 385,000 Baht (equivalent to 2022), totaling 813,000 Baht (equivalent to 2022).

QCE's audit fee for the year 2023 of 272,000 Baht (equivalent to 2022) to be paid by QCE was also acknowledged.

The Meeting, by a unanimous vote of total number of votes of the shareholders present at the meeting and voting, approved this agenda item by the following vote:

- | | | | |
|-------------|-------------|----------------------|-----------|
| Approved | 343,253,483 | votes, equivalent to | 99.9999 % |
| Disapproved | 34 | votes, equivalent to | 0.0001 % |
| Abstained | 0 | vote | |

6. Approved the remuneration of the Board of Directors and the Sub-committees for the year 2023 in accordance with the same criteria and rates as approved by the 2022 Annual General Meeting of Shareholders on March 25, 2022 and acknowledged the amount of remuneration paid to the Board of Directors and the Sub-committees during 2022 as the following details:

1. Remuneration of the Board of Directors

Remuneration of the Board of Directors

<u>Chairman</u>	30,000 Baht per month
<u>Member</u>	20,000 Baht per month

Remuneration of the Audit Committee

<u>Chairman</u>	25,000 Baht per month
<u>Member</u>	15,000 Baht per month

Remuneration of the Nomination, Remuneration and Corporate Governance Committee

1. The remuneration payment to the members of the Nomination, Remuneration and Corporate Governance Committee who are qualified as independent director in accordance with the qualifications of independent director set forth by the Company in the form of an attendance fee payable in accordance with their meeting attendance at the following rates:

<u>Chairman (Independent Director)</u>	25,000 Baht per meeting
<u>Independent Director</u>	15,000 Baht per meeting

2. The remuneration payment suspension of the members of the Nomination, Remuneration and Corporate Governance Committee without qualifications of independent director.

Remuneration of the Executive Committee

The remuneration payment suspension of the Executive Committee.

2. Other Benefits

None

During 2022, the Company paid monthly remuneration to the Board of Directors and the Audit Committee at a total of 2,940,000 Baht and the attendance fees to the members of the Nomination, Remuneration and Corporate Governance Committee (only for those who were qualified as independent director) in accordance with their meeting attendance during 2022 of 120,000 Baht as well as the remuneration payment suspension of the Executive Committee, totalling 3,060,000 Baht (an increase from 2021) in conformance with the criteria as approved by the Shareholders Meeting.

The Meeting, by an affirmative vote of not less than two-thirds of the total number of votes of shareholders present at the meeting, approved this agenda item by the following vote:

Approved	332,003,463	votes, equivalent to	96.7225 %
Disapproved	34	votes, equivalent to	0.0001 %
Abstained	0	vote, equivalent to	0 %

Two of the shareholders were not entitled to voting, totaling to 11,250,020 votes, and equivalent to 3.2774 %

7. Approved the amendment to the Company's Articles of Association, Article 25, 28, 34, 35, 36 and 45 to be as follows:

etc., *etc.,* *etc.,*

"25 The Chairman of the Board shall summon the Board of Directors' meeting. If two or more directors request a meeting of the Board of Directors, the Chairman of the Board or the person assigned by the Chairman shall determine the date of the meeting within fourteen days as from the date of the request.

The Chairman of the Board may call and carry out the Board of Directors' meeting via electronic means or in conjunction with electronic means. The meetings via electronic means or in conjunction with electronic means shall be carried out in accordance with the criteria stipulated by laws or relevant notifications.

etc., *etc.,* *etc.,*

28 The Board of Directors shall hold a meeting at least once every three months. In calling a meeting of the Board of Directors, the Chairman or the person assigned by the Chairman shall send a written notice calling for such meeting to the Directors not less than three days prior to the date of the meeting. Where it is necessary or urgent to preserve the rights or benefits of the Company, the meeting may be called by other means and an earlier meeting date may be chosen.

The Place of the meeting mentioned in the first paragraph shall be held in the locality where the head office of the company is located, or the other places determined by the Board.

etc., *etc.,* *etc.,*

34 The Board of Directors shall call a shareholders' meeting which is an annual ordinary general meeting of shareholders within four months of the last day of the fiscal year of the Company, unless otherwise stipulated by the law. The General Meetings of Shareholders other than the one referred to in this paragraph shall be called extraordinary general meetings.

The Board of Directors may call an extraordinary general meeting of shareholders any time the Board considers it expedient to do so.

The Board of Directors may call and carry out a shareholders' meeting via electronic means or in conjunction with electronic means in accordance with the criteria stipulated by laws or relevant notifications.

One or more shareholders holding shares amounting to no less than ten percent of the total number of shares sold may submit a written request to the Board of Directors to call an extraordinary general meeting at any time, but the subjects and reasons for calling such a meeting shall be clearly stated in the request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five days from the date of receipt of such a request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph four, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such a meeting within forty-five days from the completion of the period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such a meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph five is not formed according to clause 37, the shareholders as prescribed under paragraph five shall be collectively responsible to the Company for expenses arising from such a meeting.

The shareholders' meeting shall be held in the locality where the head office of the company is located, or a nearby province, or the other places determined by the Board.

- 35 In calling a general meeting of shareholders, the Board of Directors shall prepare a written notice calling for the meeting that states the place, date, time, agenda of the meeting and the matters to be proposed to the meeting with reasonable detail by indicating clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the Registrar for their information at least seven days prior to the date of the meeting. The notice shall also be published in accordance with the law governing public limited companies and other relevant laws.

The notice calling for the meeting shall be directly delivered to the recipient, or his representative, or sent by registered mail, or by other means stipulated by the law.

The Board of Directors shall determine the place where the meeting mentioned in the first paragraph shall take place.

- 36 At a general meeting of shareholders, a shareholder may authorize a person who is sui juris as his proxy to attend the meeting and vote on his behalf. The appointment shall be made in writing and signed by the principal, or other forms in accordance with the criteria stipulated by laws, including but not limited to made via electronic method. It shall be submitted to the Chairman of the Board or the person

designated by the Chairman of the Board, at the place of the meeting, before the proxy attends the meeting. The proxy form shall be as specified by the Registrar under the law governing public limited companies.

etc.,

etc.,

etc.,

- 45 No dividend shall be paid otherwise than out of profits. If the Company still has the accumulated loss, no dividend shall be paid.

Dividends shall be divided in accordance with the number of shares, to each share evenly.

The Board of Directors may from time to time pay interim dividends to shareholders, provided that it appears to the directors to be justified by the profits of the Company. The payment thereof shall be reported to the meeting of shareholders in the subsequent meeting.

The payment of dividends shall be made within 1 month from the date on which the resolution has passed at the meeting of shareholders or of the board of directors, as the case may be. The dividend payment shall be notified to the shareholders in writing and shall be published in accordance with the law governing public limited companies and other relevant laws.”

The Meeting, by an affirmative vote of not less than three quarters of the total number of votes of the shareholders present at the meeting, approved this agenda item by the following vote:

Approved	343,253,483	votes, equivalent to	99.9999 %
Disapproved	34	votes, equivalent to	0.0001 %
Abstained	0	vote	

Please be informed accordingly.

Yours faithfully

Quality Construction Products Public Company Limited

- signed by -

(Mr. Narongvate Vajanapanich)

Managing Director