



Ref. No. HARN 014/2020

August 4, 2020

Subject: Notification of the resolutions of the 2020 Annual General Meeting of Shareholders

To: The President  
 The Stock Exchange of Thailand ("the SET")

Cc: Secretary-General of the Office of the Securities and Exchange Commission

At the 2020 Annual General Meeting of Shareholders of Ham Engineering Solutions Public Company Limited ("the Company") on Monday, August 3, 2020 at 14.00 hrs. at Parichart Hall, 3<sup>rd</sup> Floor, Golden Tulip Sovereign Hotel Bangkok, No.92 Soi Saengcham, Rama 9 Road, Bangkapi Subdistrict, Huaykwang District, Bangkok 10320, as follows:

- Adopted minutes of the 2019 Annual General Meeting of Shareholders held on April 25, 2019, by the majority vote of the shareholders who attend the meeting and having the right to vote, the shareholders attending in this agenda of the total 415,035,815 shares as follows:

Approval	415,035,815	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	0.0000%
Voided Ballots	0	votes		

(There was 7 additional shareholder, holding 510,667 shares, registering to attend the meeting. Therefore, there were 162 shareholders, holding 415,035,815 shares, attending the meeting.)

- Acknowledged the Company's operating results for the year 2019.
- Approved the separated financial statements and consolidated financial statement for the year ended 31 December 2019, by the majority vote of the shareholders who attend the meeting and having the right to vote, the shareholders attending in this agenda of the total 415,035,913 shares as follows:

Approval	415,035,913	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	0.0000%
Voided Ballots	0	votes		

(There was 1 additional shareholder, holding 98 shares, registering to attend the meeting. Therefore, there were 163 shareholders, holding 415,035,913 shares, attending the meeting.)

- Approve appropriated to the statutory reserve 5% of the 2019 annual net profit the statutory reserve totaling amount Baht 2,156,169, by the majority vote of the shareholders who attend the meeting and having the right to vote, the shareholders attending in this agenda of the total 415,035,913 shares as follows:

Approval	415,035,913	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	0.0000%
Voided Ballots	0	votes		

- Acknowledge the Interim Dividends Payment of the year 2019 a rate of Baht 0.18 per share, totaling amount Baht 105,210,000 and no additional dividends shall be paid for the Operating Results in the year 2019.



6. Approve of the election of directors in Replacement of those who complete their terms by rotation in 2020, of each of the following persons as the directors for another term:

6.1 Approve of the election Miss Voranuch Supabulpipat as Independent Director for another term, by the majority vote of the shareholders who attend the meeting and having the right to vote, the shareholders attending in this agenda of the total 415,035,913 shares as follows:

Approval	415,035,413	votes	equivalent to	99.9999%
Disapproval	500	votes	equivalent to	0.0001%
Abstention	0	votes	equivalent to	0.0000%
Voided Ballo ts	0	votes		

6.2 Approve of the election Mrs. Sirima Iamsakulrat as Director for another term, by the majority vote of the shareholders who attend the meeting and having the right to vote, the shareholders attending in this agenda of the total 415,035,913 shares as follows:

Approval	330,801,762	votes	equivalent to	79.7044%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	84,234,151	votes	equivalent to	20.2956%
Voided Ballo ts	0	votes		

6.3 Approve of the election Dr. Jain Chamnarong as Director for another term, by the majority vote of the shareholders who attend the meeting and having the right to vote, the shareholders attending in this agenda of the total 415,035,913 shares as follows:

Approval	342,716,783	votes	equivalent to	82.5752%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	72,319,130	votes	equivalent to	17.4248%
Voided Ballo ts	0	votes		

6.4 Approve of the election Mr. Parkphum Wongpaitoon as Director for another term, by the majority vote of the shareholders who attend the meeting and having the right to vote, the shareholders attending in this agenda of the total 415,035,913 shares as follows:

Approval	410,805,588	votes	equivalent to	98.9807%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	4,230,325	votes	equivalent to	1.0193%
Voided Ballo ts	0	votes		

7. Approved the 2020 remuneration for Board of Director and Board-Committees as follow:

1. Monthly remuneration: Director / Audit Committee / Risk Management Committee / Nomination and Remuneration Committee
  - Chairman of the Board 30,000 Baht/ Month
  - Chairman of the Board-Committee 25,000 Baht/ Month
  - Director/ Independent Director 20,000 Baht/ Month
  - Director(3 working days/ week) 120,000 Baht/ Month
2. Meeting allowance: Director/ Audit Committee / Risk Management Committee / Nomination and Remuneration Committee (Director attending the meeting)
  - Chairman 15,000 Baht/ meeting
  - Director 10,000 Baht/ meeting
3. Bonuses None
4. Other Remuneration None

The meeting has passed the resolution to approve by the vote not less than two-thirds (2/3) of the shareholders who attend the meeting and having the right to vote the shareholders attending in this agenda of the total 246,774,621 shares (the votes of the shareholders who have conflict of interest are not counted 168,261,292 shares) as follows:

Approval	246,774,621	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	0.0000%
Voided Ballo ts	0	votes		

8. Approved the Appointment of Auditors from Dhamniti Auditing Company Limited of Mr. Thanuwut Piboonsawat C.P.A. license no.6699 or Miss Potjanarat Sripipat C.P.A. license no.9012 or Miss Roongnapha Saengchan C.P.A. license no.10142 or Miss Teechinee Pompenpob C.P.A. license no.10769 or Other auditors approved by the Office of the Securities and Exchange Commission. Assigned by Dhamniti Auditing Co., Ltd. as the responsible auditor to be the Company's auditor for the year 2020, and Approved the fix the 2020 audit fee of Baht 1,406,000 together with other expenses such as allowances fee, overtime, travel expenses, telephone charges and other documents to be charged per actual.

The meeting has passed the resolution by the majority vote of the shareholders who attend the meeting and having the right to vote, the shareholders attending in this agenda of the total 415,035,913 shares as follows:

Approval	415,035,913	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	0.0000%
Voided Ballo ts	0	votes		

9. Approved the amendment of the Company's Articles of Association, Article 18 to comply by repealing the existing wordings and replacing with the new wordings as per the below details

Clause 18. In addition to retirement by rotation, a director shall vacate office upon

- (1) death;
- (2) resignation;
- (3) lack qualifications or possess characteristics that are prohibited under the Public Limited Company Or the law governing securities and stock exchange;
- (4) removal by resolution of the shareholders' meeting;
- (5) removal by order of the court;
- (6) being 80 years old, but vacating office from the end of the calendar year.

including any amendment and/or addition, change that may be recommended or required by the Ministry of Commerce without affecting the substance of the amendment of the Company's Articles of Association as proposed

The meeting has passed the resolution to approve by the vote not less than three-fourths (3/4) of the shareholders who attend the meeting and having the right to vote the shareholders attending in this agenda of the total 415,035,913 shares as follows:

Approval	415,035,913	votes	equivalent to	100.0000%
Disapproval	0	votes	equivalent to	0.0000%
Abstention	0	votes	equivalent to	0.0000%
Voided Ballo ts	0	votes		

10. Other matters

- None -

Please be informed accordingly.

Sincerely yours,

(Mr. Wirat Sukha i)

Chief Executive Officer

Authorized Signatory of Information Memorandum

Company Secretary

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