



Invitation to the Annual General Meeting of Shareholders

Syntec Construction Public Company Limited
Yearly (2024)

Held on Tuesday 30 April 2024

Start to the registration at 9.00 am., Start to the meeting at 10.00 a.m (E-AGM only)



Download Annual Report Yearly 2023
(One Report)

To avoid the assembly of a large number of people in the meeting that can lead the risk of the spread of coronavirus (Covid-19). the shareholders meeting will be conducted in the form of electronic meeting. The Company still encourages shareholders to appoint proxies to independent directors instead of attending the E-AGM meeting.

No souvenirs and snacks.

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1. Annual Report 2023 (56-1 One Report)	
Form of QR code (Can be downloaded from the attachment or cover page of this book)	

For more information and request to Annual Report 2023 (Electronic File)

Please contact: Investor Relation Section, Tel. +66-2026-2288 Ext. 1831-1832

Email: companysecretary@synteccon.com or ir@synteccon.com



Invitation to the Annual General Meeting of Shareholders of the Year 2023

No. SYNTEC/EX/005/2023

วันที่ 5 มีนาคม 2567

To: Shareholders of Syntec Construction Public Company Limited.

The Board of Directors of Syntec Construction Public Company Limited ("Company") has **resolved to hold the 2024 Annual General Meeting of Shareholders on Tuesday 30th April 2024 at 10:00 a.m., which is Hold meetings via electronic media in only one format (E-AGM)** in accordance with the Emergency Decree on Meetings via Electronic Media B.E. 2020 including other related regulations.

Designated Tuesday 26th March 2024, as a day for shareholders' rights (Record Date) to attend the 2024 Annual General Meeting of Shareholders and have the right to receive dividends. And dividend payment is scheduled for Friday 17th May 2024 by paying when approval has been received from annual general meeting of shareholders 2024.

Agenda 1: Consider certifying the minutes of the Company's Annual General Meeting of Shareholders for the year 2023.

Facts and Reasons : The company has provided the General Meeting of Shareholders No.1/2021 on 28 April 2023 and forward a copy of the minutes of meeting to the Stock Exchange of Thailand and the Ministry of Commerce with the periods prescribed by law. (The details as appear in the copy the minutes of meeting as attachment 1)

Board's Opinion : Suitable for approved to adopt the Annual General Meeting of Shareholders yearly 2023 of the company held on 28 April 2023.

Vote : Must be approved by a majority vote of the shareholders present at the meeting entitled to vote.

Agenda 2 : To acknowledge the Board of Directors' report of operations for the year and Annual Report year 2023 (56-1 One Report).

Facts and Reasons: Results of operations of the Company for the year were presented in the 2023 Annual Report (56-1 One Report). (The details as according to the 2023 Annual Report which has been made into a QR code system as appears on the front of the Notice of this Invitation to the Annual General Meeting of Shareholders)

Board's Opinion: Suitable for the shareholders should be acknowledged about performance of the Board of Directors for the past year and Annual Report of the year 2023.

Vote: This agenda for acknowledge, there's no vote.

Agenda 3: To consider approving the statements of financial position and comprehensive income for the year ended 31 December 2023.

Facts and Reasons: The statements of financial position and comprehensive income for the year ended 31 December 2023 presented in the Annual Report have been verified and certified by the Auditor of the company. (The details as according to the 2023 Annual Report (56-1 One Report) which has been made

into a QR code system as appears on the front of the Notice of this Invitation to the Annual General Meeting of Shareholders.) The summarizes the following key points:

Item	2566	2565
Total Assets (MB.)	10,802	9,756
Total Liabilities (MB.)	4,967	3,938
Total Shareholders' Equity (MB.)	5,835	5,818
Total Revenues (MB.)	7,499	5,156
Total Expenses (MB.)	7,323	5,566
Net Profit (MB.)	179	(408)

*Remarks: 1From the original, the company has registered capital. 1,600,000,000 baht divided into 1,600,000,000 shares, later on 17 December 2018 - 16 June 2019. The company has a program to repurchase 9,042,700 shares, therefore leaving the company with a total number of shares to pay dividends. 1,590,957,300 shares. Ratio of dividend per Net profit (proposed year) is in accordance with the policy on dividend allocation.

Board's Opinion : Suitable for approval to the statements of financial position and comprehensive income for the year ended 31 December 2023, has been verified and certified by the Auditor of the company.

Vote : Must be approved by a majority vote of the shareholders present at the meeting entitled to vote.

Agenda 4: To consider approving the dividend payment for the performance of the year 2023.

Facts and Reasons : Under Section 116 of the Company Act 2535 and the regulations of Article 47 requires company to allocate part of its annual profit for reserve not less than 5% of annual earnings, less any accumulated losses brought forward (if any) until the reserve is not less than 10% of the share capital. The company has reserved legal capital of 160,000,000 baht from the registered capital 1,600,000,000 baht already.

The company has a policy to pay an annual dividend to shareholders at a rate not exceeding 40% of the net profit (Separate financial statements) after tax and legal reserve allocation. When a company has no accumulated losses and a reasonable profit for dividend payment should not affect investment and expansion plans of the company and the situation in the future, under the best interests of the shareholders. This form must be approved by the Board of Directors and the shareholders and pursuant to Section 115 of the Company Act 1992, prohibit the payment of dividends from fund other than profit and prohibit the payment of dividends if the Company has accumulated losses. The dividend as pay divided by the volume of shares to equal and must be approved by the Meeting of Shareholders.

The company has net profits for the fiscal year ending December 31, 2023 according to the separate financial statements in the amount of 248,788,626 baht and has accumulated profits according to the separate financial statements that have not been allocated. 3,891,684,331 baht. Therefore, the Board of Directors has resolved to present it to the general meeting of shareholders. To consider and approve the payment of dividends For the company's operating results for the 12-month period from 1 January 2023 - 31 December 2023 to shareholders. 1,590,957,300 shares¹ (one thousand five hundred ninety million nine hundred fifty

seven thousand three hundred shares) at the rate of 0.06 baht (six satang) per share, totaling 95,441,982 baht.

The Board of Directors has resolved to pay interim dividends for the period 1 January 2023 - 30 September 2023 at the rate of 0.03 baht (three satang) per share, representing a total amount 47,720,991.09 baht on December 8, 2023 and will pay dividends for the period 1 October 2023 - 31 December 2023 at the rate of 0.03 baht (three satang) per share, totaling 47,720,991 baht. The date for determining the names of shareholders with rights is set. receive Dividends will be paid on March 26, 2024 (Record Date) and dividends will be paid to shareholders on that date.17 May 2024

Incidentally, the payment of dividends for the period 1 October 2023 - 31 December 2023 of the Company will be made once it has been approved by the shareholder meeting.

Statistics on paying/not paying dividends for the past 3 years

Dividend payment details	2566	2565	2564	2563
1 Net profit according to Consolidated financial statements (million baht)	249	(274)	247	353
2. Total of shares (million Share)	1,590,957,300 ¹	1,590,957,300 ¹	1,590,957,300 ¹	1,590,957,300 ¹
3. Annual Dividends (Baht/Share)	0.06		0.06	0.08
3.1 First half dividend(Baht/Share)	0.03		0.03	0.03
3.2 Second half dividend (Baht/Share)	0.03		0.03	0.05
4. Total dividends paid (Million)	96		96	127
5. Dividend Payout Ratio (%)	39		39	36

Board's opinion : Agreed that the shareholders' meeting should consider and approve the payment of dividends. For the company's operating results for the year 2023, because the company has operating results and is profitable.

Vote : Must be approved by a majority vote of the shareholders attending the meeting and have the right to vote

Agenda 5: To consider the election of directors to replace those retiring by rotation.

Facts and Reasons : According to Article 17 of the Articles of Association, one in third of the Directors had to discharge from office term in the ordinary meeting, for this session is namely, (1) Mr. Somchai Sirilertpanich (2) Ms. Angsana Mankoncharoen (3) Dr. Arichai Rakdham has resigned from his office during the year. The Board has considered and agreed with recommendation made by the Nominated and Remuneration Committee to propose to the General Shareholders' Meeting as follows: (1) Mr. Somchai Sirilertpanich (2) Ms. Angsana Mankoncharoen (3) Dr. Arichai Rakdham to continue their offices. The 4

nominated people have passed the screening process of the Board of Directors and has the qualifications appropriate for the Company's business.

The company has proposed shareholders the opportunity to nominate persons to be elected as Directors for the year 2023 between 1 September 2023 to 30 November 2023. There were no shareholders nominating the appropriate people to be elected as Directors. (the details of Directors who retire by rotation and offered to shareholders appointed to serve as a director again presented in attachment 2 , policy and criteria for nomination to allowance and welfare of directors presented in attachment 5 and the definition of independent director presented in attachment 7).

Board's opinion: Suitable according to the proposal recommendation by the Nomination and Remuneration Committee ask the shareholders' meeting to approve the appointment of: (1) Mr. Somchai Sirilertpanich (2) Ms. Angsana Mankoncharoen (3) Dr. Arichai Rakdham, to be a new director of the company for another term. The Board of Directors has considered the qualification that he is knowledgeable and have experience that will benefit the company's operations of the Stock Exchange of Thailand can give opinions independently and in accordance with relevant guidelines.

Vote: Must be approved by a majority vote of the shareholders present at the meeting entitled to vote.

Agenda 6: To consider the remuneration for the Board of Director and Sub-Committee for the year 2024.

Facts and Reasons: According to the regulations of Article 15 stipulates that "The remuneration and compensation contingent on the meeting to fixed" and the Public Company Act 1992 section 90 requires that the compensation paid to directors to be the resolution of the shareholders.

The Nomination and Remuneration Committee is to consider the appropriateness of the compensation that is consistent with the obligations that have been assigned, included to compare with other businesses in the same industry and the expansion of its business during the period of the past. The Nomination and Remuneration Committee has resolved the Remuneration Committee of the Board of Director, Audit Committee, The Nomination and Remuneration Committee and the Risk Management Committee is monetary for the year 2024, there are as follows:

1. Meeting allowance for the director

To pay meeting allowance for director to the Director of the Board who is attendant in the meeting amount of 18,000bath/people/meeting, this meeting allowance does not change from the meeting allowance of 2023.

2. Rewards for director

To pay rewards for director to the Audit Committee in the amount of 300,000 baht/person/year, this rewards for director as same as yearly of 2023.

And to determine monetary compensation, the Board of Directors agreed with the proposal of the Nomination and Remuneration Committee. that proposes to determine remuneration for the Board of Directors Audit Committee Nomination and Remuneration Committee and the Risk Management Committee for the year 2024 as detailed above. (For information comparing director compensation in 2023 and 2024, appear in Attachment 3)

Opinion of the Board: Agreed according to the proposal of the Nomination and Remuneration Committee. The shareholder meeting will consider determining the remuneration of the company's board of directors. Audit Committee Nomination and Remuneration Committee and the Risk Management Committee which is in monetary form for the year 2024, divided as follows

1. Director meeting allowance

To pay meeting allowances for directors to the Board of Directors attending the meeting amount 18,000 baht/person/time. The said meeting allowance is unchanged from the meeting allowance for the year 2023.

2. Director's bonus

To pay directors' bonuses to the audit committee The amount is 300,000 baht/person/year. The said directors' bonuses are the same as the director's bonuses for the year 2023.

Vote: Must be approved by a vote of not less than two thirds of the total number of votes of the shareholders attending the meeting and entitled to vote.

Agenda 7: To consider the appointment and fixing of remuneration of the Audits for the fiscal year 2024.

Facts and reasons : The Audit Committee has a process to consider selecting auditors for the fiscal year 2022 and proposes to the Board of Directors to consider presenting to the shareholder meeting to consider appointing 9 auditors, including Mr. Komin. Lin Prachaya, Certified Public Accountant No. 3675 and/or Mr. Jesada Hangsapruerk, Certified Public Accountant No. 3759 and/or Mr. Wichian Prungpanich, Certified Public Accountant No. 5851 and/or Ms. Kochamon Sun Huan, certified public accountant with registration number 11536 and/or other certified public accountants assigned by Karin Audit Co., Ltd., is also the auditor of the company and its subsidiaries.

As for the subsidiary company, please nominate additional auditors as follows: Ms. Kanita Sawangwong, Certified Public Accountant No. 14943 and/or Ms. Arunrat. Saenprasertsuk Certified Public Accountant No. 14348 Ms. Panita Wijitsarat, Certified Public Accountant No. 14937 and/or Mr. Kittipat Saelo, Certified Public Accountant No. 14659 and/or Mr. Phat Chanon Chuset, Certified Public Accountant No. 14660 Because I saw that Karin Audit Company Limited has been certified by the Securities and Exchange Commission. Experienced in auditing companies listed on the Stock Exchange of Thailand. and has experience in auditing companies for 6 years, which will be useful in continually adjusting new accounting standards. Have good working standards Has professional expertise and is independent This will allow you to perform your duties very well. Effective

These 9 auditors as well as Karin Audit Co., Ltd. do not have any relationship that may cause a conflict of interest with the company. and has determined the remuneration for the auditors At a price in accordance with the market price of 4,233,250 baht, with the said compensation increasing from the annual compensation for 2023 (for auditor information And a comparison of auditor compensation in 2023 and 2024 appears in Attachment 4).

Opinion of the Board : Agreed according to the Audit Committee. The shareholder meeting will consider appointing 18 auditors, including Mr. Komin Linprachaya, Certified Public Accountant No. 3675 and/or Mr. Jesada Hangsapruerk, Certified Public Accountant No. 3759 and/or Mr. Wichian Prungpanich, Certified Public Accountant No. 5851 and/or Ms. Kochamon Soonhuan, Certified Public Accountant No. 11536 and/or other certified public accountants assigned by Karin Audit Company Limited as Auditor of the company and subsidiaries as well

As for the subsidiary company, please nominate additional auditors as follows: Ms. Kanita Sawangwong, Certified Public Accountant No. 14943 and/or Ms. Arunrat. Saenprasertsuk Certified Public Accountant No. 14348 Ms. Panita Wijitsarat, Certified Public Accountant No. 14937 and/or Mr. Kittipat Saelo, Certified Public Accountant No. 14659 and/or Mr. Phat Chanon Chuset, certified public accountant with registration number 14660 and/or other certified public accountants assigned by Karin Audit Co., Ltd., are also the auditors of the company and its subsidiaries.

Voting : Must be approved by a majority vote of the shareholders attending the meeting and have the right to vote

Agenda 8: Other considering (If any)

Facts and Reasons: This agenda is designated so that shareholders can raise queries and/or express comments to the Board of directors and/or request the Board of directors to provide an explanation. There will be neither proposal for the Meeting to consider and approve, nor be any voting on this agenda. SYNTEC had given shareholders an opportunity to propose the meeting agenda, nominate the candidates to be elected as the company's directors and send questions for the AGM of shareholders for the year 2024 through SYNTEC's website (www.synteccon.com) and the SET's website (www.set.or.th) from 1 September 2023 to 30 November 2023.

The company would like to inform that "No shareholders wish to propose matters to be included in the meeting agenda and/or

Nomination of persons suitable to be considered for election as company directors Including sending questions in advance for the 2024 Annual General Meeting of Shareholders," and the company has already notified the results to the Stock Exchange and the Company's website on 1 December, 2023.

In additional, SYNTEC will invite a legal consultancy firm to monitor the meeting and ensure that the meeting will be conducted with transparency and in accordance with laws, SYNTEC Articles of Association and good corporate governance principles, thereby following the criteria of arranging a shareholders' meeting as prescribed by the Office of the Securities and Exchange Commission in the following issues: 1) Inspection of documents of shareholders or proxies who have right to attend the meeting 2) Determination of quorum 3) Supervision of the persons having special conflict of interest in any matter to be prohibited from voting on such matter 4) Voting procedure and vote counting from system to be in accordance.

The Company has determined the names of shareholders who have the right to attend the 2024 Annual General Meeting of Shareholders of the Company. On 26 March 2024 (Record Date), they will have the right to attend the 2024 Annual General Meeting of Shareholders. The Company has published this invitation

to the 2024 Annual General Meeting of Shareholders along with supporting documents for the meeting agenda and forms. The proxy form is posted on the company's website at www.synteccon.com Main topics of investor news Shareholder meeting subtopics Or if it is not convenient, you can contact via E-mail: Companysecretary@synteccon.com

We would like to invite shareholders to attend the Annual General Meeting of Shareholders via electronic media (E-AGM) on the date and time as specified on the first page of this meeting invitation letter. The company will open the system to prepare for the meeting starting at 9:00 a.m.

For preservation of the shareholder's rights and benefits, including the shareholder whose shares are administered by financial institution, mutual fund or custodian, the shareholder may appoint the Company's independent director whose name and brief description are shown in the Guidelines for registration, practice for attending the Annual General Meeting of Shareholders via electronic meeting (E-AGM), proxy appointment and submitting question (attachment 9). 7

In this regard, please complete and duly execute a proxy instrument, and express your voting intention in advance. The completed and executed proxy instrument shall be submitted together with required documents to the Company via weblink or QR code for shareholder registration.

If shareholders could not attend the E-AGM, you may appoint any of the Company's independent directors (attachment 8) or another person to be present and to vote on your behalf at the E-AGM.

As the Annual General Meeting of Shareholders 2024 will be held via electronic meeting (E-AGM) only, the Company hereby invites you, as a shareholder to attend the E-AGM in compliance with the Guidelines for registration, practice for attending the Annual General Meeting of Shareholders via electronic meeting (E-AGM), proxy appointment and submitting question (attachment 9). Shareholders must submit the registration via weblink form QR code for shareholder to attend the E-AGM and identification documents to the Company by 26 April 2024.

Yours Sincerely,

(Mr. Somchai Sirilertpanich)

Chief Executive Officer

Syntec Construction Public Company Limited

Syntec Construction Public Company Limited
Minutes of the Annual General Meeting of the Shareholders of the year 2023

Time and Venue

The meeting was held at 10.00 h. on 28 April 2023 at "Syntec Construction PCL., Head Office, Meeting room, that meeting will be only held via Electronic Meeting (E-AGM) and conducted the meeting at Head Office on 7th floor, SSP Tower, No. 555/7-11 Soi Sukhumvit 63 (Ekamai), Sukhumvit Rd., Klongton Nue, Wattana, Bangkok 10110.

Attendants:

Attending Directors

- | | |
|---------------------------------|---|
| 1. Mr. Somchai Sirilertpanich | Acting Chairman of the Board, Vice Chairman of the Board, member of the Nomination and Remuneration Committee, and Chief Executive Officer |
| 2. Mr. Chaiwat Atsawintarangkun | Independent director, Chairman of the Audit Committee, and Chairman of the Nomination and Remuneration Committee |
| 3. Miss Benjawan Sinkunakorn | Independent director, member of the Audit Committee and The Nomination and Remuneration Committee |
| 4. Dr. Arichai Ractham | Independent director, Chairman of the Risk Management Committee, member of the Audit Committee and of the Nomination and Remuneration Committee |
| 5. Mr. Tavee Kullertprasert | Independent director |
| 6. Mr. Paisarn Tangyuenyong | Independent director |
| 7. Mr. Jiramote Phahusutr | Director and Managing Director |
| 8. Mrs. Angsana Mankongcharoen | Director, Assistant Managing Director, and member of the Nomination and Remuneration Committee |

There appear to be 8 directors, representing 100.00% of the total number of directors's company.

Executives

- | | | |
|------------------|----------------|--|
| 1. Mr. Somchai | Sirilertpanich | Chief Executive Officer |
| 2. Mr. Jiramote | Phahusutr | Managing Director |
| 3. Mrs. Angsana | Mankongcharoen | Assistant Managing Director |
| 4. Ms. Sangduen | Sornbalee | Chief Financial Officer |
| 5. Ms. Natidal | Lertprachaya | Accounting Division Manager |
| 6. Mr. Sittiporn | Aramvit | People and Digital Solutions Director |
| 7. Ms. Vaethanee | Sukkul | Supervisor Investor Relation&Company Secretary |
| 8. Ms. Thitiphap | Reuangpabhasap | Investor Relations Senior Officer |

Auditors

Karins Audit Co., Ltd.

1. Mr. Komin Linphrachaya CPA Licence No. 3675 and teams

Meeting Secretary

1. Mr. Sakchai Wirunchiwa Meeting Secretary and Vote-Counting

Legal Advisor

1. Bunchong and Vidya Law Office Limited

Thai Investor Association

1. Ms. Ladda Thitikiatpong Observer

Start the Meeting

(The Company's authorized capital amounts to 1,590,957,300 baht, already paid-up 1,590,957,300 divided into ordinary share for 1,590,957,300 shares, par value 1 baht without any other share having different kind of right or condition from that of the ordinary share)

The Meeting Secretary further informed the Meeting that before proceeding with the agendas, the shareholders should be notified with the details of the provisions relating the statutory and by-law meeting quorum as follows:

1. The provisions of quorum as required by law and the Company's Articles of Association

According to the Public Company Limited Act B.E.2535 Section 103, it provides that in any shareholders' meeting, there should be not less than 25 shareholders and proxies (if any) or not less than a half of the whole shareholders and the calculated shares should be not less than one third of the total amount of sold shares to form quorum of the meeting.

The Company's Articles of Association also stipulates the quorum of the shareholders' meeting as required by laws in Article 34 stating that in any meeting of shareholders, there shall be totally not less than 25 shareholders and proxies (if any) or not less than a half of the whole number of the shareholders and the calculated shares shall not be less than one third of the total sold shares.

In this Annual General Meeting of Shareholders of the year 2023, via electronic method in accordance with the Royal Decree on Electronic Meetings B.E. 2563 in order to prevent the spread of COVID-19, the company has used the meeting management service from Quidlab Company Limited, which is a system that complies with the announcement of the Ministry of Digital Economy and Society on the security standards of meetings via electronic method B.E. Meeting control system from the Electronic Transactions Development Agency (ETDA)

2. Provision relating to voting in the shareholders' meeting pursuant to the Company's Articles of Association

The Company's Articles of Association Article 36 states that in any shareholders' meeting, each shareholder shall have one vote per share. The voting of any decision or any approval in the shareholders' meeting shall require majority vote of the shareholders attending the meeting and having right to vote.

With respect to the election of the Board, Article 14 provides that the director shall be elected by majority vote of the shareholders attending the meeting and having right to vote whereby each shareholder shall have one vote per share.

And for the Annual General Meeting 2023, it contains the agenda in which remuneration for the director 2023 shall be determined by the shareholders and approved by not less than two third of the shareholders attending the meeting and having right to vote.

3. Voting process and vote counting at the shareholders' meeting via electronic method

The method of voting for each agenda of the Annual General Meeting of Shareholders today is as follows:

Voting on each agenda shall be openly voted by the shareholders. The secretary of the meeting asked in the meeting whether any shareholder who approves, disapproves, or abstains from voting, the box be ticked to agree, disagree, or abstain through the screen of the shareholder and then press the send button. Once the voting has been submitted, shareholders will receive a notification message for "Vote sent successfully". If any shareholder does not take any action, it will be considered as agreeing. Also, if there is no shareholder who disagrees or abstains, will be considered that the meeting has unanimously approved or agreed with the proposal of the Board of Directors. The shareholder who made the proxy form allows others to attend the meeting via meeting in electronic method and in a voting form according to the wishes of that proxy, the company will bring votes of approval, disapproval or abstention. According to the wishes of the proxy grantor that has specified the voting in each agenda in the proxy form come to count the votes according to the wishes of the proxy grantor.

When the vote collection for each agenda is completed, the secretary of the meeting will report the voting results to the meeting before starting the next agenda. The number of shareholders or proxies in each agenda may not be equal as there may be some shareholders or proxies attending the meeting additionally and Shareholders can check the quorum and voting results by clicking on the voting results menu.

The methods for submitting questions in each agenda of today's general meeting of shareholders are as follows:

Before voting in each agenda, Chairman will give the shareholders an opportunity to submit appropriate questions in each agenda by typing your question in the chat window, by clicking on the question menu and type a message to ask a question into text box then press the Enter key on your keyboard to send the question. When your message has been sent to the company's staff, the message will appear in the top window which other shareholders could not see your message except company officers. The Board of Directors will answer your questions using this electronic conferencing system. Other shareholders can hear the answer to that question as well.

However, meeting attendance via virtual, all questions and answer, voting and all procedures were explained to shareholders in accordance with the E-AGM Access Manual which was sent to shareholder register email. There will be notified if any shareholder encountered a technical problem. Also, can contact the staff of Quilab Co., Ltd. at 02-013-4322 or 080-008-7616 or E-mail: info@quidlab.com

4. Transparency in Vote Counting

As the meeting via electronic and voting are done through the system, the company did not arrange for the shareholders' representative to act as an independent intermediary (Inspector) to check the vote counting at this meeting.

5. Conclusion of inviting to propose meeting agenda in advance

To promote the principles of good corporate governance and according to the criteria to assess the quality of the AGM is excellent level. The Company had invited the shareholders to propose in advance a topic to be included in the meeting agenda and/or to recommend the name of those who should be elected as the director and send questions for the AGM 2023 via SET website and the Company's website since 1 September 2022 until scheduled to close by 30 November 2022. The Company had already informed the result to SET website and the Company's website since 1 December 2022. "There was neither proposal the meeting agenda nor qualified person for election of directors and send questions for the AGM 2023 in this time."

6. Agendas of the Annual General Meeting of the year 2023

There were 9 agendas for the AGM 2023 as per the details given in the meeting invitation sent to the shareholders. The Company had also publicized the said document in the Company's website both in Thai and English version on 23 March 2023 to allow the shareholders to study the information prior to attending the meeting. The details of the Invitation to the Annual General Meeting of Shareholders page 1-8, have been sent to the shareholders in advance.

The Company designated 1 April 2023 to be a Record Date to conclude the list of the shareholders having the right to attend the AGM in 2022. It appeared that the Company has 7,440 shareholders totaling 1,590,957,300 shares. In the past, the Company had registered capital 1,600,000,000 baht divided into 1,600,000,000 shares. Later on, 28 December, 2018 to June 16, 2019, the company has a project to repurchase 9,042,700 shares, which the repurchased shares are not considered a quorum and unable to vote. Therefore, in this meeting including the quorum counting and vote calculation of each agenda will be calculated from the base of shareholders who attend the meeting and have the right to vote 1,590,957,300 shares.

Furthermore, the Secretary of the meeting notified the number of attendees on the information screen, with the number of shareholders attending the meeting both in person and by proxy. With details as follows:

Type	Amount	No. of Share	Percentage
Attending Shareholders	5	126,539,960	0.0848
Proxies	51	676,666,097	45.7269

Total Shareholders	56	803,206,057	50.4857
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All of which could form quorum of the meeting pursuant to the Company’s Articles of Association. However, as the Chairman of the Board was still being vacant. Therefore, the meeting was chaired by Mr. Somchai Sirilertpanich, Vice Chairman of the Board, according to the Company’s Articles of Association and the applicable laws.

After that, Mr. Somchai Sirilertpanich, Chairman of the meeting addressed his welcome to the shareholders, gave opening remark, and proceeded with the following agendas:

Agenda 1: Consider and approve the minutes of the the Annual General Meeting of Shareholders of the year 2022

The Chairman asked the meeting to consider the minutes of the AGM of the year 2022 held on 29 April 2022 the copy of which had been sent to the shareholders along with the invitation letter for AGM.

(The details of Invitation to the Annual General Meeting of Shareholders page 10-27, have been sent to the shareholders in advance.)

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the Meeting Secretary to help proceed with voting procedure.

After having considered this agenda, the meeting reached a resolution to approve the minutes of the the Annual General Meeting of Shareholders of the year 2022 correctly with following vote counts:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	803,195,657	0	0	0	55 Attend	803,195,657
%	100.0000	0.0000	0.0000	0.0000		100.0000

Agenda 2: Consider and approve the operation of the Board of Directors and the Annual Report of the year 2022 (Form 56-1 One Report)

The Chairman as a representative of the Board of Directors summarized the operation of the Board of Directors for the last 2022 as per the Company’s financial statements as follows:

Revenue structure separated by Company and Subsidiary according to the consolidated financial statements ended 31 December 2022.

(Unit: million baht)

Company	Shareholding of the Company (%)	Year 2021	
		Value	%
1. Syntec Construction PCL.		4,797.46	93.05
2. Subsidiary			
- SCR Asset Management Co.,Ltd.	68.00	94.52	1.83
- Natural Ville Service Apartment and Management Co., Ltd.	99.97	1.62	0.03
- CSM Capital Partner Co.,Ltd.	60.00	260.50	5.05

Company	Shareholding of the Company (%)	Year 2021	
		Value	%
- JT10 Co.,Ltd.	84.98	0.08	-
- AN 8 Co.,Ltd.	79.90	0.02	0.00
- SHG Management Co., Ltd.	70.00	2.10	0.04
Total		5,156.30	100.00

Revenue structure by Business group according to the consolidated financial statements ended 31 December 2022.

(Unit: million baht)

Business Group	Year 2025	
	Value	%
1. Revenue from Construction	4,708.72	91.43
2. Revenue from Room Service	397.06	7.70
3. Gain from selling and disposing of assets	4.70	0.09
4. Other		
- Interest Income	0.95	0.02
- Provision for litigation (reversal)	4.76	0.09
- Other Income	74.36	1.40
Total	5,156.30	100.00

Revenue struction from construction ended 31 December 2021

(Unit: million baht)

Type of Construction	Year 2022	
	Value	%
Residential	2,099.56	40.72
Leisure	1,745.03	33.84
Retail	341.29	6.62
Hospital	327.46	6.35
Industrial	5.76	0.11
Total	4,708.72	100.00

List of projects signed construction contract as of 31 December 2022

(Unit: million baht)

No.	Project Name	Project Owner	Value *
1	SSUP Park Pattaya	SSUP Infinite Co., Ltd.	205
2	Development of the expansion area for the Government Center in honor of His Majesty the King's 80th Birthday Anniversary on December 5, 2007, Zone C, South Building Construction	Thanarak Asset Development Co., Ltd.	3,954
3	Central Ayutthaya Hotel (Soil)		12
4	Scope Langsuan (Floor 26 - 33)	Central World Co., Ltd.	28
5	Medical Complex Hospital Ramintra	Scope Co., Ltd.	843
6	Data Warehouse Building (Osprey)	Synphaet Plc.	478
7	Escent Ville Suphanburi (Piling work)	One Asia Data Center (Thailand) Co., Ltd.	14
8	Chonburi hotels	Co., Ltd. . Central Pattana Residence	62
9	Centara One Hotel Rayong	Central World Co., Ltd.	198
10	Escent Hat Yai	Central World Co., Ltd.	32
11	Aspire Sukhumvit-Rama 4	Central Pattana Residence Co., Ltd.	1,121
12	Escent Ville Suphanburi	AP ME 15 Co., Ltd.	189
13	Plum Condo Rama 2 Phase 2.2	Central Pattana Residence Co., Ltd.	244
Total 13 Projects			7,380

*Price exclude vat

Current work in progress As of December 31, 2022, the company has a construction project that has signed a contract and is currently in the process of construction. The total number of short 24 projects, the contract value of 13,830 million baht, with revenue recognized at 6,637 million baht and the remaining work value of 7,193 million baht.

(The details as of Annual Report 2022 (Form 56-1 One Report) by QR-Code enclosed with Invitation to the Annual General Meeting of Shareholder sent to the shareholders in advance.)

The company's consolidated financial statements for the year showed a loss of 409 million baht, while at the same time in 2021, the company had a profit of 64 million baht, resulting in a decrease in operating results of 473 million baht or 739.58 percent, due to the main cause of Changes in operating results as follows:

(Unit: million baht)

The main reason for the change of operating results	Value
<ul style="list-style-type: none"> The revenue from the room service business increased from 270 million baht to 397 million baht. (558) <p>And the gross profit margin increased from (17.32) percent to (15.66) percent, resulting in an increase in profit of 109 million baht.</p>	
<ul style="list-style-type: none"> Revenue from service apartment bussiness decrease from 270 million baht to 397 million baht (109) <p>And Gross profit margin decrease from (17.32%) to (15.66%) to, resulting in a decrease in gross profit</p>	
<ul style="list-style-type: none"> Reversal of allowance for expected credit losses Increased 	5

● Other Income decrease	34
● Selling and administrative expenses increase	(23)
● Other expenses increase	(32)
● Finance Cost decrease	4
● Income Tax decrease	56

To promote the principles of good corporate governance to maintain an effective, transparent and verifiable management system. In addition, in order to increase the confidence of shareholders, investors and all stakeholders, the Company has been operating in 2022 as the following:

1. Acknowledged the results of the assessment of the quality of the Annual General Meeting of shareholders for the year 2022 from the Thai Investors Association for the sixth consecutive year. The Company received a full score of 100, reflecting that the Company considered the equitable rights of shareholders both before during and after the meeting. This is an important element of good corporate governance.

2. Received a plaque in 170 listed companies, listed on the THSI 2022 Listed Companies or Sustainability Investment List for the sixth consecutive year. This reflects the company's recognition and importance in the business along with the good economic returns for sustainable growth.

3. Receiving the Outstanding Investor Relations Award 2021 from the Stock Exchange of Thailand This reflects that the company takes good care of investors. By adhering to the principles of correct, complete, timely information dissemination and the important thing is to provide information equally and thoroughly. even as a retail investor

4. Acknowledged the result of the corporate governance assessment of the Thai listed company for the year 2022 (CGR 2022) from the Thai Institute of Directors was Excellent level or 5 stars for the sixth consecutive year. This reflects the Company's emphasis on shareholder rights, equitable treatment of Shareholders, considering the role of stakeholders, disclosure and Transparency include the responsibilities of the Board of Directors.

5. Received Outstanding Investor Relations Award 2022 from the Stock Exchange of Thailand This reflects that the company takes good care of investors by adhering to the principles of accurate, complete, timely information dissemination, and the most important thing is to provide information equally and thoroughly. Even if it is a small investor.

Important events that may affect the company in 2021, due to the outbreak of the virus COVID-19, all businesses all over the world are all affected including the construction industry where many projects are inevitably stopped with many risks, the health of the staffs, delays in import of materials and equipment, nervousness of the project owner and the owners of various loan sources. In this regard, the overall industry is likely that the project is completed but cannot be sold, new projects delay the launch. The projects under construction may halt construction.

As of 31 December 2021, the company has 30 projects under construction, with a total construction cost of Baht 12,724 million has already recognized income of 8,330 million baht and the remaining value of condo projects is

4,3 94 million baht. The Company plans to respond appropriately by communicating with partners regularly about situations and solving problems together, efforts to find alternative materials to compensate for crises, study and apply new technology into use in every work process both management and construction in order for us to pass through this event to the best of our ability.

The company has guidelines for preventing the spread of COVID-19 that taking care of employees and other stakeholders as follows:

- Set up Syntec's Field Hospital to care for patients infected COVID-19 in Green level at Plant Bang Sai.
- Providing vaccines against COVID-19 to full-time employee and workers of subcontractors.
- Coordinate with social security fund organization by establishing a vaccination center for those insured under section 33 at the Thai-Japanese Institute of Technology
- Shut down worker's dormitory in the cluster event is found to reduce the epidemic rate as much as possible

As for the anti-corruption policy the Company has updated the 3rd time, on 21 September 2016, and adheres to it as a practice. As the general private sector has jointly established "Thailand's Private Sector Collective Action Coalition against Corruption (CAC)" project to unite the "giver" by recognizing that corruption is a major obstacle to national development. The company has set various policies, related charitable donation policies and financial support, policy of receiving, giving gifts, presents, hospitality gifts and other benefits, political support policies and whistleblowing policy. By specifying the definition practice guidelines, tracking process with the contact channels already on the company website.

Conclusion, the order of development from the past few year, the company received a certificate of renewal as a member of the Thai Private Sector Collective Action Coalition Againsts Corruption from the Thai Institute of Directors Association for the second time on 30 June 2020. The certificate will be valid for 3 years and have to be renewed for the 3rd time in 2023. The company is in the process of reviewing rules and policies to be consistent with the present situation. The Internal Audit Department has made an audit plan to review of the policy on corporate governance, business ethics approval authority and anti-corruption guidelines annually.

In 2018 continue to 2021, the Company has campaigned for a concrete and continuous policy of "No Gift Policy" and also to promote the values in the organization by not giving and do not receive any compensation including publicizing the whistleblowing policy by specifying the definition practice guidelines follow-up steps with the contact channel on the company website.

Under this agenda, the chairman answered questions from shareholders named Ms. Ladda Titikiatpong (Thai Investors Association representative) with the following questions and answers:

1. Is the decrease in income from the reduction of fund deposits and investments in bonds?

- The chairman explained that amount in investment in fund deposits is remained. However, the biggest reduction and impact will be on interest rates. It can be seen that the deposit interest rate even if money invested in bonds has declined dramatically over the past few years. In 2020 and 2021, interest rates have dropped on average from 0.6 percent to only 0.3 percent, thus affecting the amount of income from deposits is reduced accordingly.

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman concluded that the meeting acknowledged the performance of the Board of Directors for the previous year and the Annual Report 2021 (Form 56-1 One Report).

Agenda 3: Consider and approved statement of financial position and consolidated profit and loss statement for the year ended on 31 December 2021

The Chairman summarized the main items of the statement of financial position and consolidated profits and loss statement for the year ended on 31 December 2021 as shown in the Annual Report and officially audited by the Karin Audit Co., Ltd. including the audit committee and the board of directors have approved.

The comparison of the operations by the types of financial statements in the previous year are as follows:

(Unit: million baht)

Transactions in the consolidated financial statements	Year 2021	Year 2020
Total assets	9,865	10,604
Total liabilities	3,715	4,437
Total shareholders' equity	6,150	6,167
Value of paid up shares	1,600	1,600
Total revenue	5,314	7,988
Total expense and Taxes	5,250	7,804
Net Profit	64	184
Transactions in the seperated financial statements	Year 2021	Year 2020
Total assets	7,709	8,305
Total liabilities	1,641	2,363
Total shareholders' equity	6,068	5,942
Value of paid up shares	1,600	1,600
Total revenue	5,066	7,706
Total expense and Taxes	4,819	7,353
Net Profit	247	353
Transactions in the financial statements (Comparing the same year)	Condolitated	Separate
Total assets	9,865	7,709
Total liabilities	3,715	1,641
Total shareholders' equity	6,150	6,068
Value of paid up shares	1,600	1,600
Total revenue	5,314	5,066
Total expense and Taxes	5,250	4,819
Net Profit	64	247

(The details as of Annual Report (Form 56-1 One Report) by QR-Code enclosed with Invitation to the Annual General Meeting of Shareholders sent to the shareholders in advance.)

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the Meeting Secretary to help proceed with voting procedure.

After having considered this agenda, the meeting reached a resolution to approve the statement of financial position and consolidated profits and loss statement for the year ended on 31 December 2021 correctly with following vote counts:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	732,172,181	0	815,300	0	47 Attend	732,987,481
%	99.8888	0.0000	0.1112	0.0000		100.0000

(This agenda had no more shareholders attending the meeting.)

Agenda 4: Approve dividends for the operation result of 2021

The Chairman stated that Under Section 116 of the Company Act B.E.2535 and the regulations of Article 47 requires company to allocate part of its annual profit for reserve not less than 5% of annual earnings, less any accumulated losses brought forward (if any) until the reserve is not less than 10% of the share capital. The company has reserved legal capital of 160,000,000 baht from the registered capital 1,600,000,000 baht already.

The Company has a policy to pay an annual dividend to shareholders at a rate not exceeding 40% of the net profit (Separate financial statements) after tax and legal reserve allocation. When a company has no accumulated losses and a reasonable profit for dividend payment should not affect investment, expansion plans of the company and the situation in the future under the best interests of the shareholders. This form must be approved by the Board of Directors and the meeting of shareholders and pursuant to Section 115 of the Company Act B.E.2535, prohibit the payment of dividends from funds other than profit and prohibit the payment of dividends in the event that the Company has accumulated losses. The dividend as pay divided by the volume of shares to equal and must be approved by the Meeting of Shareholders.

In this regard, the Company's performance for the year 2022 ended only on December 31, 2022 as shown in Separate financial statements of the company for the 12-month period ending the fiscal year from 1 January - 31 December 2022, in which year , the company had a total loss of 273,388,348 baht.

(The details of Invitation to the Annual General Meeting of Shareholders page 2-3, have been sent to the shareholders in advance.)

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the Meeting Secretary to help proceed with voting procedure.

After having considered this agenda, the meeting reached a resolution to approve dividend allocation for the operation result of 2021 with following vote counts:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	803,195,657	10,400	0	0	56 Attend	803,206,057
%	99.9987	0.0013	0.0000	0.0000		100.0000

(This agenda had no more shareholders attending the meeting.)

Agenda 5: Consider the election of directors to replace those retiring by rotation

The Chairman asked Mr. Chaiwat Atsawintarakun, Chairman of the Nomination and Remuneration Committee is the clarifier details for the meeting to consider

Mr. Chaiwat Atsawintarakun explained to the meeting that this agenda must be considered in order to comply with the laws and the Articles of Association Article17, one third of the member of the Board of Directors shall resign by rotation in the AGM meeting. Such directors being in position for the longest period are to resign due to the termination of the term of office. Consequently, the following 3 directors had to resign from their office: (1) Mr. Tawee Kullertprasert (2) Mr. Paisarn Tangyuenyong and (3) Ms. Benjawan Sinkunakorn

The Company had invited the shareholders to propose in the AGM 2023 the issue reasonably considered to be included in the agenda and/or to nominate person(s) qualified for being elected as a director in advance via the Stock Exchange of Thailand's and the Company's website starting from 1 September 2022 to until 30 November 2022. However, it seemed that there was no suggestion from the shareholders.

The Nomination and Remuneration Committee had considered and deemed that it was appropriate to nominate the resigning 3 directors, namely, (1) Mr. Tawee Kullertprasert (2) Mr. Paisarn Tangyuenyong and (3) Ms. Benjawan Sinkunakorn to be reinstated to their office for another term. Therefore, it was proposed to the Board of Directors to propose to the shareholders' meeting for further consideration.

As voting for the election of directors by the shareholders is a voting via electronic method which is all the shareholders are independent. Therefore, the nominated directors are allowed without leaving the system.

The Board of Directors agreed with the proposal of the Nomination and Remuneration Committee to ask the shareholders' meeting to appoint (1) Mr. Tawee Kullertprasert (2) Mr. Paisarn Tangyuenyong and (3) Ms. Benjawan Sinkunakorn, the resigning directors under this agenda, to resume to their respective position for another term. However, it proposed the meeting to consider and vote on the resolution proposed by the Board of Directors.

The profile and experiences of 3 directors proposed for shareholders to consider.

(The details of Invitation to the Annual General Meeting of Shareholders page 28-32, have been sent to the shareholders in advance.)

However, director (1) Mr. Tawee Kullertprasert (2) Mr. Paisarn Tangyuenyong and (3) Ms. Benjawan Sinkunakorn were passed for the criteria of qualified person nomination to be independent director in accordance with the policy and criteria for nomination and determination of remuneration and welfare of the Company's director and executive. The appointment of the independent director is to nominate their name lists to the Board of Directors' Meeting for consideration and pass for consideration of Nomination and Remuneration Committee. The independent directors are independent from the Company's business operation. In selection of independent directors and remuneration process, qualification, knowledge, competency, skill, experience, variety of specializations, leadership, as well as vision and good attitude toward the organization shall be considered and they are useful for the Company's business operation. Moreover, the appropriate size, number and element of the Board of Directors shall be considered to promote good corporate governance for effective management to be consistent with the changing environment and situation. Nevertheless, the qualifications shall be in line with the criteria prescribed by the Capital Market Supervisory Board.

(The details of the Invitation to the Annual General Meeting of Shareholders page 35-36 and 38, have been sent to the shareholders in advance.)

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised.

The Meeting Secretary proposed the meeting to cast vote for each candidate separately.

After having considered, the meeting reached a resolution to approve the appointment of (1) Mr. Tawee Kullertprasert (2) Mr. Paisarn Tangyuenyong and (3) Ms. Benjawan Sinkunakorn to resume director position for another term

(1) Mr. Tawee Kullertprasert

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	803,205,957	100	0	0	56 Attend	803,206,057
%	100.0000	0.0000	0.0000	0.0000		100.0000

(2) Mr. Paisarn Tangyuenyong

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	803,205,057	100	0	0	56 Attend	803,206,057
%	100.0000	0.0001	0.0000	0.0000		100.0000

(3) Ms. Benjawan Sinkunakorn

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	803,205,057	100	0	0	56 Attend	803,206,057
%	100.0000	0.0000	0.0000	0.0000		100.0000

(This agenda had no more shareholders attending the meeting.)

Agenda 6: Consider remuneration for the Board of Director Committee and Sub-Committees for 2023

The Chairman asked Mr. Chaiwat Atsawintarakun, Chairman of the Nomination and Remuneration Committee to explain details to the meeting.

Mr. Chaiwat Atsawintarakun informed that meeting that “pursuant to the Company’s Articles of Association Article 15, it provides that “compensation and remuneration for director shall be fixed by the shareholders’ meeting” and pursuant to the Public Company Limited Act B.E. 2535 Section 90, it requires that remuneration to be paid to the director shall be fixed the shareholders’ meeting by not less than two third vote counts of the shareholders’ attending the meeting. The Nomination and Remuneration Committee shall consider appropriate amount of such remuneration based on duty and responsibility and by comparing with the same industry of the same size and business expansion of the Company over time that shall be follow as policy and recruitment criteria and fixed the remuneration and welfare of committee and executive. The Nomination and Remuneration Company therefore resolved to fixed remuneration for the Board of Directors and Sub-Committee for the year 20223 as follows:

1. Monetary Remuneration

1.1 Meeting allowance for the Board of Directors

To be paid to each director of the Board attending the Board of Directors’ meeting for the sum of 18,000 baht for each meeting in consideration of the attendance to discuss the matters for the benefit of the company. This meeting allowance does not change from the meeting allowance of 2022.

1.2 Compensation for member of the committee

To be paid to each member of the Audit Committee for the sum of 300,000 baht a year. This compensation does not change from the meeting allowance of 2022. the compensation for member of the committee of 2021. The Audit Committee has played a vital role in many perspectives on providing valuable opinion on business, legal, accounting, financial audit, internal control system and corporate governance.

2. Non-Monetary Remuneration: - None

The table comparing for the remuneration for Board of Director Committee and Sub-Committees

2017– Present as follows:

Remuneration	2023	2022	Increasing (Decreasing)	%
1. Board of Director				
- Attendance Fee (Baht/Person/Time)	18,000	18,000	-	-
2. Audit Committee				
- Director’ Compensation (Baht/Person/Year)	300,000	310,000	-	-
3. Nomination and Remuneration Committee	-	-	-	-
4. Risk Management Committee	-	-	-	-

Remuneration	2021	2020	2019	2018	2017
1. Board of Director					
- Attendance Fee (Baht/Person/Time)	18,000	18,000	18,000	18,000	16,000
2. Audit Committee					
- Director's Compensation (Baht/Person/Year)	310,000	310,000	330,000	350,000	300,000
3. Nomination and Remuneration Committee	-	-	-		-
4. Risk Management Committee	-	-	-		-

The Board of Directors approved the proposal of the Nomination and Remuneration Committee to propose the remuneration to the Board of Directors and Sub-Committees for 2023 as detailed above. Due to Mr. Jiramote Phahusutr, the director and the shareholder holding 207,419,160 shares or 13.04% of the paid-up capital, he shall be deemed an interested person in this agenda, Mr. Jiramote Phahusutr was therefore not entitled to cast vote on this issue and his share amount shall be excluded for vote count.

(The details of Invitation to the Annual General Meeting of Shareholders page 33, have been sent to the shareholders in advance.)

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the meeting to cast vote and the Meeting Secretary to help proceed with voting procedure.

After having considered, the meeting reached a resolution to approve compensation for the Board of Director and Sub-Committee for the year 2023 as proposed by the Board of Directors as detailed above with vote count exceeding two third of all shareholders attending the meeting as follows:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	595,786,897	0	0	0	55 Attend	595,786,897
%	100.0000	0.0001	0.0000	0.0000		100.0000

(This agenda Mr. Jiramote Phahusutr, the director and the shareholder holding 207,419,160 shares, he shall be deemed an interested person in this agenda, therefore not entitled 595,786,897shares from 803,206,057 shares.)

Agenda 7: Consider the appointment of the auditor and fix their remuneration for the year 2023

The Chairman asked Mr. Chaiwat Atsawintarangkun, Chairman of the Nomination and Remuneration Committee to give details to the meeting.

Mr. Chaiwat Atsawintarangknl informed that this agenda would be considered according to the law requiring that the auditors have to discharge from their office every year. The Audit Committee has applied certain mechanism for the selection of the auditor for year 2022. As a result, the Audit Committee recommended the Board to propose to the shareholders' meeting for approval on the appointment of the auditors at 10 persons, namely:

1. Mr. Komin Linprachaya CPANo. 3675 and/or

2. Mr. Jesada	Hangsapruerk,	CPANo. 3759 and/or
3. Mr. Supoj	Mahantachaisakul,	CPANo. 12794 and/or
4. Ms. Kanwarat	Saksriborworn,	CPANo. 13273 and/or
5. Ms. Kannika	Wipanurat,	CPANo. 7305 and/or
6. Mr. Jirote	Sirirorote,	CPANo. 5113 and/or
7. Ms. Nongluk	Pattanabandit,	CPANo. 4713 and/or
8. Mrs. Sumana	Senivong Na Ayudhya,	CPANo. 5897 and/or
9. Mr. Vorapol	Wiriyakulpong	CPANo. 11181 and/or
10. Mr. Pote	Asawasantichai,	CPANo. 4891 and/or
11. Mr. Wichian	Prungpanich	CPANo. 5851 and/or
12. Ms. Kochamon	Shunhuan	CPANo. 11536 and/or
13. Ms. Bongkocharat	Sruamsiri,	CPANo. 13512 and/or
14. Mr. Thanathip	Raksathien	CPANo. 13646 and/or
15. Mr. Somchai	Lertyongyuth	CPA No. 13314 and/or
16. Miss Arunrat	Saenprasertsuk	CPA No. 14348 and/or
17. Mr. Kittiphath	Saelo,	CPA No. 14659 and/or
18. Mr. Phatchanon	Chuset	CPA License No. 14660

As to be the Company's auditor for the year 2023. Because of the view that Karin Audit Company Limited is certified by the Securities and Exchange Commission, experienced in auditing companies listed on the Stock Exchange of Thailand and has experience in auditing the Company for the past 5 years due to its good working standard, proficiency in the profession and independency. These will enable them to perform their duties very well and efficiently.

In addition, all of 18 auditors, as well as Karin Audit Company Limited, do not have any relationship that may create a conflict of interest with the Company and able to prepare audit reports for the Company, its subsidiaries, affiliates, joint ventures on time.

The opinion of the Audit Committee on the appointment of the auditor is that the auditor and Karin Audit Company Limited have been approved by the Office of the Securities and Exchange Commission. The auditor has experience in auditing for the company since 2019, which will lead to continuation of the new accounting standards including performing duties well throughout. If comparing with the amount of work and the audit fee of other listed companies in the same level agreed that there was an appropriate audit fee. The remuneration will be paid to the auditor within an amount not exceeding 4,031,250 baht. The remuneration decreases from the year 2022.

(The details of the Invitation to the Annual General Meeting of Shareholders page 34-35, have been sent to the shareholders in advance.)

The table of comparing for the auditor's remuneration in 2023 and 2022 is shown below.

(Unit: baht)

Audit Fee	(Proposed year)	2022	Increase (Decrease)	%
	2023			
1. Audit Fee of Company	2,950,000	3,000,000	(50,000)	1.67
2. Audit Fee of Subsidiary Companies				
- CSM Capital Partners Co., Ltd.	415,000	394,250	20,750	5.26
- SCR Asset Management Co., Ltd.	350,000	332,500	17,500	5.26
- Natural Ville Service Apartment and Management Co., Ltd.	52,250	52,250	-	-
- PT Three Land Co., Ltd.	52,250	52,250	-	-
- JT Ten Co., Ltd.	52,250	52,250	-	-
- AN 8 Co., Ltd.	52,250	52,250	-	-
- SHG Management Co., Ltd.	52,250	52,250	-	-
- Delta Infra One Co., Ltd.	55,000	52,250	2,750	5.26
3. Other Service Fee	-	-	-	-
Total	4,031,250	4,040,250	(9,000)	0.22

The Chairman asked the meeting if any shareholder wished to make any another inquiry but no more question on this agenda was raised. The Chairman then asked the meeting to cast vote and the Meeting Secretary to help proceed with voting procedure.

After having considered, the meeting reached a resolution to approve the appointment:

1) Ms. Kannika	Wipanurat	CPA License No.7305 and/or
2) Mr. Jirote	Sirirorote	CPA License No.5113 and/or
3) Ms. Nongluk	Pattanabundit	CPA License No.4713 and/or
4) Ms. Soomana	Saneewong Na-Ayutthaya	CPA License No.5897 and/or
5) Mr. Komin	Linphrachaya	CPA License No.3675 and/or
6) Mr. Worapol	Wiriyakulapong	CPA License No.11181 and/or
7) Mr. Poj	Asavasantichai	CPA License No.4891 and/or
8) Mr. Wichien	Proongpanish	CPA License No.5851 and/or
9) Ms. Kojchamon	Soonhuad	CPA License No.11536 and/or
10) Mr. Kraisaeng	Thriranulak	CPA License No.5428

As to be the Company's auditor for the year 2023 as it is of the view that Karin Audit Company Limited and to fix remuneration for the sum not exceeding 4,031,250 baht with vote counts as follows:

Item	Approved	Disapproved	Abstained	Void	Shareholders	Total
Votes	803,206,057	0	0	0	56 Attend	803,206,057
%	100.0000	0.0000	0.0000	0.0000		100.0000

(This agenda had no more shareholders attending the meeting.)

Agenda 8: To consider and approve the amendment to Syntec Construction Public Company Limited's Articles of Association.

As the Public Limited Companies Act (No. 4) B.E. 2465 has been announced in the Royal Gazette and has been effective since May 24, 2022, with the amendments to the law relating to Sending meeting invitations and supporting documents for holding meetings via electronic media can be done in accordance with the methods. However, it must be delivered in a timely manner and advertised in newspapers as required by the laws or regulations. For this reason, In order to ensuring that the Company's Articles of Association are in line with the Public Company Limited Act. with such amendments in the year 2022, it is deemed appropriate 6 to propose to the shareholders' meeting of the Company to consider approving the amendment to the Article of Association of Syntec Construction Public Company Limited. Clause 22, Clause 27, Clause 29, Clause 31 and Clause35 in the amount of 5 items are as follows:

Amendment of Articles of Association of Syntec Construction Public Company Limited	
Existing wordings	New wording proposed to be amended
<p>Article 22. In calling a meeting of the Board of Directors The chairman of the board or a person assigned by him shall call the meeting by sending the meeting notice to the directors. not less than seven days prior to the meeting date except in case of urgent necessity to maintain rights or the benefit of the company The meeting may be notified by other means and the meeting date may be set earlier.</p>	<p>Article 22. The chairman of the board shall call the meeting of the board of directors.</p> <p>When there is a reasonable cause or to protect the rights or benefits of the company Two or more directors may jointly request the chairman to call a board meeting. The subject and reason to be proposed to the meeting must also be specified. In such case, the Chairman shall call and schedule the meeting within fourteen days from the date of receipt of the request.</p> <p>In the event that the Chairman fails to comply with the second paragraph The requested members may jointly call and schedule a meeting of the Board of Directors to consider the requested matter within fourteen days from the expiration of the period under paragraph two.</p> <p>In the event that the chairman is absent for any reason The Vice-Chairman shall be the person to call the meeting of the Board of Directors. In the absence of the Vice Chairman for any reason Two or</p>

	<p>more directors may jointly call a meeting of the Board of Directors.</p> <p>in convening a meeting of the Board of Directors The notice calling for the meeting shall be sent to the directors at least 3 days before the meeting date. Unless it is necessary or urgent to protect the rights or benefits of the company. The meeting may be notified by electronic means or by any other means and the date of the meeting may be set earlier.</p> <p>In sending the notice of the meeting of the Board of Directors If any director has notified his wish or consented to send a meeting invitation by electronic means the company may send the meeting invitation by electronic means in accordance with the rules prescribed by the Registrar.</p>
<p>Article 27. The Board of Directors of the Company must hold a meeting at least once every 3 months.</p>	<p>Article 27. The Board of Directors of the Company must meet at least once every three months.</p>
<p>Article 29. The meeting of the Board of Directors of the Company shall be held at the locality where the Company's head office is located. or nearby provinces or at any other places as determined by the Board of Directors</p>	<p>Article 29. The meeting of the Board of Directors of the Company shall be held at the locality where the Company's head office is located. or nearby provinces or at any other places as determined by the Board of Directors</p> <p><u>The meeting of the Board of Directors under paragraph one may be conducted via electronic means as provided in the law on electronic conferencing. In such a case It shall be deemed that the head office of the company is the place of the meeting.</u></p>
<p>Article 31. The general meeting of the company shall be held at the locality where the company's head office is located, or nearby provinces, or any other place as determined by the board of directors.</p>	<p>Article 31. The general meeting of the company shall be held at the locality where the company's head office is located. or nearby provinces or at any other places as determined by the Board.</p> <p>A meeting of shareholders may be conducted via electronic media as provided in the law governing electronic conferencing.</p> <p>In the event that a meeting is held via electronic means under paragraph two, it shall be deemed that the head office of the company is the place of meeting.</p>

<p>Article 35. In the shareholders' meeting Shareholders may authorize others to attend the meeting and vote on their behalf. The proxy must be made in writing with the signature of the grantor, and be in accordance with the form prescribed by the Public Companies Registrar, and shall at least contain the following particulars:</p> <p>The number of shares held by the grantor.</p> <p>b) Name of the proxy</p> <p>c) The time of the meeting where proxies are granted to attend and vote at the meeting.</p>	<p>Article 35. In the shareholders' meeting Shareholders may authorize any person as their proxy to attend and vote at the meeting of shareholders on their behalf. The proxy must be made in writing with the signature of the grantor, and be in the form prescribed by the Registrar and contain at least the following particulars:</p> <p>a) The number of shares held by the grantor</p> <p>b) Proxy's name</p> <p>c) The time of the meeting in which proxies are allowed to attend and vote at the meeting.</p> <p><u>The proxy under the first paragraph may be performed by electronic means instead It must use a method that is safe and reliable that the proxy is made by the shareholder, in accordance with the rules prescribed by the Registrar.</u></p>
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Agenda 9: Other matters

The Chairman inform to the meeting that at this time, the Board of Directors have not more agenda to propose to the meeting if any shareholder wished to make any another inquiry or have any other issues to propose to the meeting for consideration or not then there is shareholder expressing their opinions and making inquiries In summary, the essence is as follows.

Ms. Suchanya Wittayakul – A shareholder who attends the meeting in person.

- Revenue proportion of hotel business has a steadily improving trend due to the recent COVID situation Tourists are starting to return. What is the direction of the company to expand this business?

Mr. Jiramote Phahusutra, Managing Director, informed us that last year, the Company's revenue from the hotel business was about 350 million baht, and it was expected that this year there would be a growth of 15-20 percent from the estimate. Hotel Business Revenue Plan The investment plan for 2 additional hotels is expected to be completed within 2 years with an estimated revenue of 400 million baht.

- **In addition to the business that operates today. The company looks for opportunities to expand new business into other businesses or not and how.**

Mr. Jiramote Phahusutra, Managing Director, informed that the company has a policy to expand into the energy management business, divided into 2 parts as follows.

- EPC (Engineering-Procurement-Construction) business is a core construction business, focusing on design and installation of solar panels. Machine and equipment to facilitate the construction of the building or the Owner.

- PPA (Power Purchase Agreement) business is an agreement to purchase renewable energy power between the public and private sectors. Has set up a team to study the market. At this time, we are studying of any details about selling electricity back to Owner and Developer

- Other investments in investing in stocks, for example, BEM's stocks, the company still holds securities, and the company is still open for consideration of joint investments with listed companies.

• The company likely to pay dividends to shareholders twice a year again?

Mr. Jiramote Phahusutra Managing Director Informed that if this year the trend of the construction business returns as good as before the company has great intentions And the company also has a policy to continuously pay dividends to shareholders. And the company will consider it together with the board of directors again.

The Chairman inform to the meeting that at this time, If no more question on this agenda was raised. The Chairman then asked the Meeting Secretary to explain the details of the preparation of the minutes of the meeting.

The secretary of the meeting informed to the meeting that after the meeting, the Company will notify the resolutions of the general meeting of shareholders through the news system of the Stock Exchange of Thailand by 9.00 hrs. of the next working day. The Company will prepare minutes of the meeting must be completed within 14 days from the date of the meeting under Section 96 of the Public Company Act B.E.2535 and forward to the Stock Exchange of Thailand through the information disclosure system of the Stock Exchange of Thailand and published on the company website at www.synteccon.com. Shareholders can access the minutes of the meeting and can check the accuracy.

As no more questions was raised by the shareholder, the Chairman thanked all participants and shareholders giving their valuable time to attend the meeting and have always in cooperative for the Company's business and gave the closing remark.

The meeting was closed at 11.51 hr.

Signature _____ Chairman of the Meeting
(Mr. Somchai Sirilertpanich)

Signature _____ Meeting Secretary
(Mr. Sakchai Wirunchiwa)

Profile of the retiring directors proposed for re-election



Name – Surname	:	Mr. Somchai Sirilertpanich
Age	:	62 years
Nationality	:	Thai
Position	:	Acting Chairman, Vice Chairman, Director of Nomination and Remuneration Committee, Chairman of the Managing Committee, Chief Executive Officer And the Authorized Signatory
Re-election to	:	Acting Chairman, Vice Chairman, Director of Nomination and Remuneration Committee, Chairman of the Managing Committee, Chief Executive Officer And the Authorized Signatory
Education	:	MBA Operation Management University of Scranton Pennsylvania, USA
Training Course	:	IOD DAP No. 1/2003
5- Years Backtracked	:	2020-Present Delta Infra One Co., Ltd.
Job Experience	:	2019-Present AN8 Co., Ltd. 2018-Present PT Three Co., Ltd. 2018-Present JT Ten Co., Ltd. 2015-Present CSM Capital Partners Co., Ltd. 2013-Present Natural Ville Service Apartment and Management Co., Ltd. 2012-Present SCR Asset Management Co., Ltd. 2004-Present Syntec Construction PCL. 2000-Present Siamsyntech Planner Co., Ltd.
Positions in other listed companies:	:	None
Positions in other non-listed companies	:	9 Organizations Director, Delta Infra One Co., Ltd. Director, SHG Management Co., Ltd.

Profile of the retiring directors proposed for re-election

Director, AN8 Co., Ltd.

Director, PT Three Land Co., Ltd.

Director, JT Ten Co., Ltd.

Director, CSM Capital Partners Co., Ltd.

Director, Natural Ville Service Apartment and Management Co., Ltd.

Directors, SCR Asset Management Co., Ltd.

Director, Siamyntech Planner Co., Ltd.

The Position of Competition Business/ : There is no director/executive position in such business

Related to the Business of the Company/

Conflict of Interest with the Company

The Number of SYNTEC shares : None

Legal disputes : None

Tenure : 7 agenda / 20 years (Started on December 2004)

Total duration of position (include this term): 20 + 3 = 24 years

Meeting Attendance 2023: The number of AGM of Shareholders Attending is 1/1 Times (100%)

The number of Board Meeting Attending is 12/12 Times (100%)

The number of Nomination and Remuneration Committee Attending is 3/3 Times (100%)

Qualification of Directors : Having qualifications required by the applicable laws and regulations*

Reason for nomination

1. Contributed to the formulation of SYNTEC Policy, Vision, Mission and Strategic plan for company sustainable growth.

2. Monitored and ensured company's performance achievements.

3. Presented useful guidance to the management to enhance SYNTEC's business.

4. As a member of the Nomination and Remuneration Committee, propose name of qualified candidate for the director and remuneration committee to propose to the board of directors before proposing to the shareholders' meeting for approval.

5. Performs duties as Chairman of the Management Committee and Chief Executive Officer, responsible for internal management to achieve the goals set and maintain the maximum benefit to all stakeholders.

* The relevant laws / regulations are as follows:

- Public Limited Companies Act, B.E.2535 and amended Section 68

- The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange No. KorJor.8/2553 and KorJor.3/2559 regarding the Lack of Trustworthiness of Directors and Managing Director

Profile of the retiring directors proposed for re-election



Name – Surname	:	Dr. Arichai Ractham
Age	:	56 years
Nationality	:	Thai
Position	:	Independent Director, Director of the Audit Committee, Director of the Nomination and Remuneration Committee, Chairman of Risk Management Committee
Re-election to	:	Independent Director, Director of the Audit Committee, Director of the Nomination and Remuneration Committee, Chairman of Risk Management Committee
Education	:	PH.D in Financial Economics - Peter Drucker Graduate School of Management, Claremont Graduate School, CA - USA. Master of finance and Economics, Claremont Graduate School, CA-USA. Master of Science in International Finance, University of Idaho, USA
Training Course	:	DAP No. 35/2004, DCP No. 61/2005 และ ACP No.15/2006 The Audit Committee's Role in Compliance and Ethical Culture Oversight: IOD
5- Years Backtracked	:	2015-Present Advance Connection Corporation PCL.
Job Experience	:	2007-Present Syntec Construction PCL
Positions in other listed companies:	:	1 Organizations Independent Director and Chairman of Audit Committee, Advanced Connection Corporation PCL.
Positions in other non-listed companies	:	None
The Position of Competition Business/ Related to the Business of the Company/ Conflict of Interest with the Company	:	There is no director/executive position in such business
The Number of SYNTEC shares	:	None
Legal disputes	:	None

Profile of the retiring directors proposed for re-election

Tenure : 6 agenda / 16 years (Started on April 2007)

Total duration of position (include this term): 16 + 3 = 19 years

Meeting Attendance 2023 :

The number of AGM of Shareholders Attending is	1/1 Times (100%)
The number of Board Meeting Attending is	12/12 Times (100%)
The number of Audit Committee Attending is	7/7 Times (100%)
The number of Nomination and Remuneration Committee Attending is	3/3 Times (100%)
The number of Risk Management Committee Attending is	4/4 Times (100%)

Qualification of Directors : Having qualifications required by the applicable laws and regulations*

Reason for nomination as an independent director (For more than 9 consecutive years)

- Contributed to the formulation of SYNTEC Policy, Vision, Mission and Strategic plan for company sustainable growth.
- Monitored and ensured company's performance achievements.
- As a member of the Audit Committee acting in considering and selecting the auditor's remuneration to propose to the Board of Directors 'meeting before proposing to the shareholders' meeting for consideration, including commenting on various items which must be approved by the Audit Committee, such as financial statements, connected transactions acquiring or selling, etc.
- As a member of Nomination and Remuneration Committee, acting to propose name of qualified candidate for the director and remuneration committee to propose to the board of directors before proposing to the shareholders' meeting for approval.
- As a chairman of the Risk Management Committee, acting to consider and scrutinize the overall risk management policy and guidelines of the company which covers important risks such as financial risks, investment risk and risks that affect the reputation of the business, etc. to present to the Board of Directors give approval.

Relationship Characteristics of Independent Director

Profile of the retiring directors proposed for re-election

- ✓ Not having relationship in any of these characteristics to company, parent company, affiliated company or any juristic entity which may cause conflict of interest to the Company during the past 2 years.
- ✓ Not taking part in the management and/or being an employee, staff member, advisor who receives a regular salary.
- ✓ Not being professional services provider, e.g., auditor, legal advisor.
- ✓ Not having kin relationship among management, Major Shareholders of company and its subsidiaries.
- ✓ Not having business relationship (such as 1) buys/sell goods, raw materials, or 2) giving financial support such as borrowing or lending etc.)

The relevant laws / regulations are as follows:

- Public Limited Companies Act, B.E.2535 and amended Section 68
- The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange No. KorJor.8/2553 and KorJor.3/2559 regarding the Lack of Trustworthiness of Directors and Managing Director

Profile of the retiring directors proposed for re-election



Name – Surname	:	Mrs. Angsana Mankongcharoen
Age	:	73 years
Nationality	:	Thai
Position	:	Director, Director of the Nomination and Remuneration Committee, the Authorized Signatory
Re-election to	:	Director, Director of the Nomination and Remuneration Committee, the Authorized Signatory
Education	:	- The Oxford and County Secretarial College
Training Course	:	- Directors Accreditation Program (DAP) No. 2/2003
5- Years Backtracked	:	2013-Present Natural Ville Service Apartment and Management Co., Ltd.
Job experience	:	2005-Present Natural Hotel Sukhumvit Co., Ltd. 2004-Present Syntec Construction PCL.
Positions in other listed companies	:	None
Positions in other non- listed companies	:	2 organizations Director, Natural Ville Service Apartment and Management Co., Ltd.. Director, Natural Hotel Sukhumvit Co., Ltd.
The Position of Competition Business/ Related to the Business of the Company/ Conflict of Interest with the Company	:	There is no director/executive position in such business
The Number of SYNTEC shares	:	None
Legal disputes	:	None
Tenure	:	7 Agendas / 19 years (Started on April, 2004)
Total duration of position (include this term):		19 + 3 = 22 years
Meeting Attendance 2021: The number of AGM of Shareholders Attending is		1/1 Times (100%)
The number of Board Meeting Attending is		12/12 Times (100%)
The number of Management Committee Attending is		40/44 Times (91%)
The number of Nomination and Remuneration Committee Attending is		5/5 Times (100%)
Qualification of Director	:	✓ Having qualifications required by the applicable laws and regulations*

Profile of the retiring directors proposed for re-election

Reason for nomination

1. Contributed to the formulation of SYNTEC Policy, Vision, Mission and Strategic plan for company sustainable growth.
2. Monitored and ensured company's performance achievements.
3. As a member of Nomination and Remuneration Committee, acting to propose name of qualified candidate for the director and remuneration committee to propose to the board of directors before proposing to the shareholders' meeting for approval.
4. Performed as Assistant Managing Director, acting to assist Managing Direct in administration. Provided the advice and opinion for board of directors involved in various problems about work in duties and responsibilities or assigned.

* The relevant laws / regulations are as follows:

- Public Limited Companies Act, B.E.2535 and amended Section 68
- The Securities and Exchange Act B.E.2535, section 89/3 and the Notification of the Securities and Exchange No.KorJor.8/2553 and KorJor.3/2559 regarding the Lack of Trustworthiness of Directors and Managing Director

Annual Remuneration's Directors for 2024

The Board of Committee's has agreed with the Nomination and Remuneration Committee's proposition to propose to the shareholders to consider for the appropriate remuneration for the role and responsibility of the director, company overview and payment of dividends to shareholders already.

And remuneration of the year 2024 for the Board of Director, the Audit Committee, the Nomination and Remuneration Committee and the Risk Management Committee by the following details as below:

Monetary remuneration

1. Board' Attendance Fee

To pay for director of the Board who is attendant in the amount of 18,000 baht/per person/per time

2. Director' Reward

To pay for director of the Audit Committee in the amount of 300,000 baht per/person/per year.

Remuneration	2024 (Proposed year)	2023	Increasing (Decreasing)	%
1. Board of Director				
- Attendance Fee (baht/Person/Time)	18,000	18,000	-	-
2. Audit Committee				
- Director' Reward (baht/Person/Year)	300,000	300,000	-	-
3. Nomination and Remuneration Committee	-	-	-	-
4. Risk Management Committee	-	-	-	-

Remuneration	2022	2021	2020	2019	2018
1. Board of Director					
- Attendance Fee (baht/Person/Time)	18,000	18,000	18,000	18,000	18,000
2. Audit Committee					
- Director' Compensation (baht/Person/Year)	300,000	310,000	310,000	330,000	350,000
3. Nomination and Remuneration Committee	-	-	-	-	-
4. Risk Management Committee	-	-	-	-	-

Non-Monetary Remuneration: -None- (Not including benefits provided to general employees) -

Policy and criteria for considering remuneration for the director and executive as well as scope of the Board of Directors, the Audit Committee, the Nomination and Remuneration Committee and the Risk Management Committee are described in the Annual Report 2023 (56-1 One Report), Section Corporate Governance and important information of committee, sub-committee, executive, employees and etc.

Information and Remuneration of Auditor for 2024

Name-Surname:	Mr. Komin Linprachaya, Certified Public Accountant No. 3675 and/or Mr. Kesada Hangsapruet, Certified Public Accountant No. 3759 and/or Mr. Wichian Prungpanich, Certified Public Accountant No. 5851 and/or Ms. Kochamon Soonhuan, Certified Public Accountant No. 11536 and/or Ms. Kanita Sawangwong, Certified Public Accountant No. 14943 and/or Ms. Arunrat Saenprasertsuk Certified Public Accountant No. 14348 and/or Ms. Panita Wijitsarat, Certified Public Accountant No. 14937 and/or Mr. Kittipat Saelo, Certified Public Accountant No. 14659 and/or Mr. Phatchanon Chuset, Certified Public Accountant No. 14660 and/or Other certified public accountants assigned by Karin Audit Co., Ltd. are the auditors of the company and its subsidiaries.
Office:	Karin Audit Co., Ltd.
Year of auditing for the company:	the sixth consecutive year that has been proposed to be the company's auditor (Year 2019 - 2024)
The reason for proposing to change the auditor:	Because of Karin Audit Company Limited has been certified by the Securities and Exchange Commission, experience in Audit of listed companies in the Stock Exchange of Thailand. There is a good standard of work proficient in the profession and be independent, this will enable them to perform their duties very well and efficient.
Relationship or interest with the Company/Subsidiaries / Executives/ Major shareholders / Persons related to such persons	- None -
Auditing for subsidiary/ Associated / Joint ventures	- Yes, be the Company's auditor and the auditor of the Subsidiary / Associated Company / Joint Venture under the same audit office as can be prepared the financial statements on time.

Unit: Baht

Audit Fee	(Proposed year) 2024	2023	Increase (Decrease)	%
1. Audit Fee of Company	3,060,000	2,950,000	110,000	4%
2 Audit Fee of Subsidiary Companies				
- CSM Capital Partners Co., Ltd.	440,000	415,000	25,000	6%
- SCR Asset Management Co., Ltd	375,000	350,000	25,000	7%
- Natural Ville Service Apartment and Management Co., Ltd.	52,250	52,250	-	0%
- PT Three Land Co., Ltd.	52,250	52,520	-	0%
- JT Ten Co., Ltd.	94,250	52,250	42,000	80%
- AN 8 Co., Ltd.	52,250	52,250	-	0%
- SHG Management Co., Ltd.	52,250	52,250	-	0%
- Delta Infra One Co., Ltd.	55,000	55,000	-	0%
3. Other Service Fee				
Total	4,233,250	4,031,250	202,000	5.0%

**Audit Committee's recommendation
to the appointment of an Auditor**

- The auditors have been certified by the Securities commission and the Stock Exchange of Thailand that has experience in auditing companies listed on the Stock Exchange of Thailand. The auditors have experience working together with the company which will lead to a continuation of the new accounting standards adjustment. If comparing the workload with the audit fees of other listed companies at the same level deems that the audit fees are appropriate.

Policy for Nomination and Determination of Remuneration and Welfare of Director and Executive

The Board of Directors appoints the Nomination and Remuneration Committee to function the consideration and nomination of the person with knowledge and competency to hold the director, sub-committee, top executive positions (from the Department Director and over), and consideration and screening the remuneration of the committee member and managing director, and annual bonus.

1. Policy and Criteria for Director Nomination and Appointment (including New Director) and Executive

The Company has consideration guideline for the person with knowledge, competency, proper qualification, managerial experience, and the principle of good governance to acquire the competent person in development of the Company towards the setting goal. The selection of the person who will hold the position as the director, independent director (including new director) and executive, shall consider on the necessary lacked skill in the current set of the Board under two guidelines of nomination criteria and method as follows.

1. Selection Process shall start from selection of the qualified person according to the Company's criteria and in line with the determined guideline. The Nomination and Remuneration Committee shall consider and nominate the name list to the Board of Directors for considering and screening the said person prior to proposing the Shareholders' Meeting for consideration and election. The criterial-based qualifications are as follows.

- 1) Possess knowledge and competency, and understand role and duty of the director according to the criteria of governing official agencies such as the Office of the Securities and Exchange Commission, Stock Exchange of Thailand, etc.
- 2) Experienced in the Company's business operation and other related experiences.
- 3) Posses' knowledge and understanding in work system and accounting, financial and managerial standard.
- 4) Possess decision making skill under adequate and proper information and reason.
- 5) Mature, secure, and independent in decision making.
- 6) Professional, fair, and responsible.
- 7) Apart from other necessary skills, the skill of the current Board which has still been deficient such as expertise in the Company's business or knowledge of the relevant laws, etc., shall be considered.

In appointment of executive, the Nomination and Remuneration Committee shall also select and nominate the qualified person for consideration of the Board of Directors. In nomination of the Company's executive for management in various areas such as engineering work and internal management work, the Company considers the qualified person for the position, knowledge, competency and managerial experience to acquire the person that can utilize for the Company with all one's ability and can manage to be line with the policy determined by the Company. The procedure of remuneration from job recruitment posting in different media shall be considered from the direct experienced person and the said person is invited for interview by the department of the original affiliated work. The data is proposed to the top executive of the Company to interview prior to consideration on approval for work entry with the Company accordingly.

2. For promotion and good corporate governance, and consideration on the shareholder's significance, the Company's policy is that the shareholder shall nominate the person for nomination and election as the director in advance prior to the Annual General Meeting of Shareholders every year according to the criteria determined by the Company. The Company has disseminated the said news via the channel of the Stock Exchange of Thailand and the Company's website and use of Director Pool in nomination of the new director. For the nomination of new directors for the persons whom the Company nominated the shareholders to appointed has undergone through the screening process careful consideration by the nomination and remuneration committee and the board of directors, the qualification in good suitable. There is no position of director or executive in other business that my cause conflict of interest or that is a business competition with the company. (Profile of the retired directors and proposed to the shareholders to re-appoint the directors (as per Attachment 2) However, in the past 2023, there was no nominee for the nomination and election of directors' form shareholder's Company.

Selection of independent director and seeking procedure

Appointment of independent director shall be done by nominating person (s) to the Board after consulting with Nominating and Remuneration Committee. An independent director shall act independently of the Company's business.

To select Independent Directors and nomination process, we will consider the qualification, knowledge, competency, skill, experience, various abilities, and leadership as well as vision and good attitude for the organization, this will be useful for the company performance. We also effective appropriate size, quantity, and constituent of the Committee to enhance the good governance and provide the effective management as well as follow the requirements of the government and various environments. The qualifications shall be in line with the criteria of the Securities and Exchange Commission.

2. Policy and Criteria for Director and Executive Remuneration and Welfare Determination

For the Company's operation according to the Principle of Good Corporate Governance for the Listed Company for 2006 of the Stock Exchange of Thailand the determination and disclosure of the director's remuneration shall be suggested as follows. "In determination of director remuneration in direct benefit of the director, the director should not approve his or her remuneration. The Board should arrange the transparent remuneration determination process and request the consent of the shareholders. The level and element of director remuneration should be proper and adequate for motivation and retention of the quality director as required. However, the excessive payment should be avoided."

1. Remuneration and Welfare Determination Process

1) The Board of Directors considers the appointment of the Nomination and Remuneration Committee to perform the suggestion duty on remuneration of the director and top executive and considers the general policy of the Company's remuneration.

2) Determine the appropriate structure of Nomination and Remuneration Committee that should consider of at least two-third of total number of independent directors for the whole committee and independent director as the Chairman of the said Committee.

3) Review and propose transparent remuneration and welfare with appropriate supporting data under consideration on three major factors such as 1. practical guidelines in the same industry, 2. Turnover and size of business, and 3. knowledge, competency, skill and experience of the director required by the Company at that time.

4) Clearly disclose remuneration and welfare (both in monetary forms and others) of the individual director and executive.

2. Practice Guideline for Element, and Level of Remuneration and Welfare.

1) Remuneration shall be considered from obligation, duty, scope, role, responsibility, devotion, performance, as well as benefit which is expected to be gained from the director both in short-term and long-term shall be consistent with operating result, financial position, business size, market situation, competitive condition, and overview of other companies in the same industry.

2) Clearly determine type and payment method and specify amount of remuneration and welfare.

3) Request procedural approval whereas Nomination and Remuneration Committee shall be proposed in part of top management to the Board of Directors for approval but the Shareholders' Meeting shall be proposed in part of the directors for approval.

3. Type and Method of Remuneration and Welfare Payment

1) Monetary Remuneration

For directors such as meeting allowance, the payment is determined for payment in number of time for all directors who attend the meeting and pension for the Audit Committee Member is determined for payment once a year.

In part of the Executive, the Company pays in form of salary, bonus, and cost of living, professional fee for engineer, social security money and welfare to be proper for position.

2) Other remuneration

It is unavailable for the director.

In part of the Executive, the Company arranges based on the right of the regular staff that should be gained and arranges provident fund whereas the Company contributes to the rate of 3-5% of salary. (Under division based on work life of each executive.)

4. Criteria of Remuneration and Welfare Consideration

1) Attendance of the Board of Directors' Meeting for each set of directors and executives, and participation in opinion expression.

2) Knowledge and understanding in the responsible duty as required by law such as Securities and Exchange Law and Act and other laws related to the business operation of the Company.

3) Consideration on business plan and strategic plan on behalf of director and executive

4) Follow-up and proposal of responsible dutiful improvement and development guideline

5) Function of director, executive and other duties as entrusted.

Note: Executive means a director, manager or the first four executive positions after the manager, every person holding a position equivalent to a person holding a fourth executive level position and shall include a person holding an executive position in the accounting or finance line who is a department manager level or higher or equivalent.

The Company Specific Regulations as Related to the Shareholders Meeting

Article 31. The general meeting of the company shall be held in the area where the company's head office is located. or nearby provinces or at any other place as the committee may determine.

Shareholder meetings may be conducted via electronic media as provided in the law on electronic meetings.

In the case where a meeting is held via electronic media in accordance with paragraph two, it should be considered that the company's head office is the place where the meeting is held.

Article 32. There shall be at least one general meeting of shareholders. Such a meeting is called "General Meeting" Such general meeting shall be held within four months after the end of the company's fiscal year. Other shareholder meetings are called "extraordinary meetings".

The Board of Directors may call an extraordinary meeting at any time it deems appropriate. One or more shareholders with shares totaling not less than ten percent of the total number of shares sold will sign a letter requesting the Board to convene an extraordinary meeting at any time it deems appropriate. The directors can call a shareholder meeting to be an extraordinary meeting at any time. However, the matter and reasons for requesting to convene a meeting must be clearly specified in the said letter as well. In such a case The board of directors must arrange a shareholder meeting within forty-five days from the date of receipt of the letter from the shareholders.

In the case where the committee does not organize a meeting within the period specified in the preceding paragraph, all shareholders who have signed their names together or other shareholders If the combined number of shares is as required, the meeting may be called within forty-five days from the date of completion.

Set the period according to the preceding paragraph. In such case, it shall be considered a shareholder meeting called by the board of directors. The company must be responsible for the necessary expenses incurred from arranging the meeting and providing appropriate facilitation.

In the case where it appears that the shareholder meeting was called because of the shareholders according to the preceding paragraph, The number of shareholders present at the meeting was not sufficient to form a quorum as specified in Section 103. The shareholders according to the preceding paragraph must be jointly responsible for reimbursement to the company for the expenses incurred from holding the meeting at that time."

Article 33. In notifying the meeting of shareholders The committee shall prepare a meeting invitation specifying the location, date, time, and agenda. and matters to be presented to the meeting along with reasonable details, clearly indicating that it is a matter proposed for information, approval, or consideration. and sent to shareholders and the registrar not less than seven (7) days before the meeting date.

Incidentally, notice of calling a shareholder meeting must be advertised in newspapers for 3 consecutive days, not less than 3 days before the meeting date.

Article 34. Shareholder meeting There must be a total of not less than 25 shareholders and shareholders' proxies (if any) attending the meeting, or not less than half of the total number of shareholders. and there must be shares totaling not less than one-third of the total number of shares sold. Therefore, there will be a quorum in the case where it appears that any shareholder meeting When one hour has passed since the appointed time The number of shareholders who attended the meeting was not sufficient to form a quorum as specified. If the shareholder meeting was called because the shareholders requested, it The meeting is suspended if the shareholder meeting was not called because the shareholders requested that the meeting be rescheduled. And the meeting invitation letter must be sent to shareholders not less than seven days before the meeting date. In the latter meeting, a quorum is not required.

Article 35. In the shareholder meeting Shareholders may appoint a proxy to any person to attend and vote at the shareholder meeting on their behalf. The authorization must be made in writing and signed by the grantor, and be in the form specified by the registrar and must at least contain the following items.

- a) The number of shares that the proxy holds.
- b) Name of the proxy holder
- c) The time of the meeting where the proxy is given to attend the meeting and vote.

Granting a proxy according to the first paragraph This may be done by electronic means instead. The method must be used that is safe and reliable to ensure that the proxy is carried out by the shareholder in accordance with the criteria set by the registrar.

Article 36. In the shareholder meeting Every shareholder has one vote per share. Do you have a special interest in any matter? Shareholders will vote on that matter. Not except voting to elect directors.

Voting on any resolution or approving any business at the general meeting. Must receive an approval vote from most of the shareholders who attend the meeting and have the right to vote. Except in the following cases, must receive votes of not less than three-quarters of the total number of votes of shareholders present at the meeting, and have the right to vote.

- a) Selling or transferring all or important parts of the company's business to another person.
- b) Buying or accepting transfer of business of another public company or private company to the Company.
- c) Making, amending or terminating a contract regarding the rental of all or part of the company's business.

Important: Assigning another person to manage the company's business or merging the business with another person. The objective is to share profits and losses.

Article 37. The matters that the annual general meeting should carry out are as follows:

(1) Consider the report of the committee presented to the meeting on the activities that the company has carried out during the past year.

- (2) Consider and approve financial statements.
- (3) Consider allocation of profits.
- (4) Election of directors to replace those whose terms have expired.
- (5) Appoint an auditor.
- (6) Other businesses

Definition of Independent Committee

Independent member of the Committee shall not have any relationship to or any business with the Company which may affect his/her independent decision and his independency according to criteria prescribed by the SEC and/or the SET as follows:

1. Holding no more than 1% of the total voting shares of the Company, major company, subsidiary, joint-stock-company, major shareholder or the person who has the authority to control the company. This shall include the shareholding of related persons of that independent director.

2. Not being or used to be a director involved in the management, worker, employee. Consultants who receive a regular salary or controlling person of the company. Main company, subsidiary, same rank company, major shareholder or of the Company's controlling person. unless the foregoing nature has been vacated for not less than two years prior to the date of submission of an application to the supervisory authority. However, such prohibited characteristics do not include the case where the independent director used to be a government official or an advisor of a government agency who is the major shareholder or controlling person of the company.

3. Not being a person that has a blood relationship or by legal registration as a father, mother, spouse, sibling and children including the spouse of the child, of executive, major shareholder, controlling person of the company or the person who will be nominated as an executive, or the person having the power to control the company or its subsidiary.

4. Has not or has ever had a business relationship with a company, parent company, subsidiary, associated company, major shareholder, or authorized person with authority to control the company that may impede the exercise of one's independent judgment, including not being or having been an implicit shareholder or authorized person with authority to control the company who has a business relationship with the company, parents company, subsidiary, associate company, major shareholders, or authorized person with authority to control the company unless free from the said manner for not less than two years prior to the date of appointment as an independent director.

Business relations under paragraph one, including transactions made in the ordinary course of business, renting or real estate renting, transactions relating to assets or services or giving or accepting for financial assistance by accepting or lending, collateralization, assets as collateral for debts, and other similar circumstances resulting in the company or its counterparties who have debt obligations that need to pay to another party starting from 3% of the company. However, the calculation of such debt obligations shall be in accordance with the method of calculating the value of connected transactions in accordance with the capital market supervisory board's notification related to the criteria for making relevant transactions, mutatis mutandis, but in terms of debt consideration, such debts shall include debts incurred one year prior to the date of the business relationship with the same person.

5. Never or use to be an auditor of the company, main company, subsidiary, associated company, major shareholding, or controlling person of the company. and is not a significant shareholder, controlling person of the company, or a partner of the audit office. Which has the auditor of the company, main company, subsidiary, associated company, major shareholding, or controlling person of the company, or a partner of that professional

service provider. Unless the aforementioned status has been lapsed for not less than two years. Before the submission date of the application to the regulatory authorities.

6 . Never or use to be a professional provider of any kind This includes providing legal advisory services, or a financial advisor. which received a service fee of more than 2 million baht from main company, subsidiary, associated company, major shareholding, or controlling person of the company, and is not a significant shareholder, controller, or a partner of that professional service provider. Unless the aforementioned status has been lapsed for not less than two years. Before the submission date of the application to the regulatory authorities.

7. Do not be a director designated to represent the Company's directors, major shareholders, or stockholders associated with major shareholders.

8. Not operate a business that is not in the same condition and has implications for competition with the business of the Company or its subsidiaries, or is not an implicit partner in a partnership, or is a director who participates in management staff, employees, and consultants who receive regular salaries or hold more than 1% of the total number of voting shares of other companies that operate in the same condition and are in significant competition with the Company.

9. There are no additional features that would preclude it from providing an independent opinion on the Company's activities.

After being appointed as an independent director with the characteristics listed in paragraphs 1–9, independent directors may be assigned by the Board of Directors to make decisions on the operation of the company, parent company, subsidiaries, associated companies, subsidiaries with the same level, major shareholders, or authorized person with authority to control the company in the form of a collective decision.

In the event that the person appointed by the company as an independent director is a person who has or has had a business relationship or professional service in excess of the value specified in paragraph one (4) or (5), therefore, the person appointed by the company shall be granted a waiver of the prohibition of having or having had a business relationship or providing professional services in excess of such value upon when the company has prepared an opinion of the board of director presenting that it complies with the principles in section 89/7 stated that the appointment of such persons does not affect the performance of duties and the provision of independent opinions, and the following information shall be disclosed in the notice of the shareholders' meeting on the agenda for the appointment of independent directors:

(1) Nature of the business relationship or the provision of professional services that makes such a person not meet the specified criteria.

(2) Reasons and necessity for maintaining or appointing such a person as an independent director.

(3) Opinion of the Board of Directors on the proposal to appoint such person as an independent director.

(The qualifications of independent directors of the company are equal to the minimum requirements of the SEC & SET)

Information of Directors from the Company propose for proxy shareholders



Name – Surname: Mr. Chaiwat Atsawintarakun

Age : 71 years old

Nationality : Thai

Position : Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee

Address : 427/76 Sathu Pradit rd. Chongmnonsi, Yannawa, Bangkok, 10120

Education : - Master of Education (Curriculum and Teaching Methodology), Beijing Languages and Cultural University
 - Master's Degree, Master of Business Administration Thammasat University
 - Barrister at Law Training Institute of the Thai Bar Association
 - Bachelor of Laws Ramkhamhaeng University
 - Bachelor of Business Administration (Accounting), Ramkhamhaeng University

5- Years Backtracked : 2016-Present More Return PCL.

Job Experience : 2022-Present Master Ad Plc
 (5 years in the past) 2013-Present Eastern Polymer Group Plc.
 2005-present Rabbit Holdings Plc.
 2005-Present Eastern Power Group Plc.
 2005-present Boathouse Hua Hin Co., Ltd.
 2004-Present Krungthai Car Rent and Lease Plc.
 2003-present Syntec Construction Plc.
 1997-present Prospect Consulting Co., Ltd.

Training : - Directors Accreditation Program (Class 24/2004)
 - Directors Certification Program (Class 81/2006)
 - Audit Committee Program (version 12/2006)

Information of Directors from the Company propose for proxy shareholders

		- The Audit Committee's Role in Compliance and Ethical Culture Oversight
Position in other listed companies	:	5 organizations
		- Chairman and Chairman of the Audit Committee, Nation International Plc. Edutainment
		- Chairman of the Board of Directors, Master Ad Plc.
		- Chairman of the Audit Committee, Eastern Polymer Group Public Company Limited
		- Member of the Audit Committee, Rabbit Holdings Plc.
		- Chairman of the Audit Committee, Eastern Power Group Plc.
		- Chairman of the Audit Committee, Krungthai Car Rent and Lease Plc.
Position in non-listed	:	2 companies
		- Director, Boathouse Hua Hin Co., Ltd.
		- Director, Prospect Consulting Co., Ltd.
The Position of Competition Business/ Related to the Business of the Company/ Conflict of Interest with the Company	:	None
The Number of SYNTEC shares	:	None
Legal disputes	:	None
Special Stakeholder	:	There is no special stakeholder that is different from other directors of every agenda proposed for this Annual General meeting, apart meeting, apart from Board of Director's attendance fee and director's reward for the Audit Committee as approved from the shareholders.
Conflicts in agenda in this meeting	:	Agenda No.6: To be consider the determination of remuneration for directors and sub-committee.

Information of Directors from the Company propose for proxy shareholders



Name – Surname	:	Benjawan Sinkhunakorn
Age	:	
Nationality	:	Thai
Position	:	3-present Syntec Construction Plc. 1997-present Prospect Consulting Co., Ltd.
Training	:	- Directors Accreditation Program (Class 24/2004) - Directors Certification Program (Class 81/2006) - Audit Committee Program (version 12/2006) - The Audit Committee's Role in Compliance and Ethical Culture Oversight
Position in other listed companies	:	5 organizations - Chairman and Chairman of the Audit Committee, Nation International Plc. Edutainment - Chairman of the Board of Directors, Master Ad Plc. - Chairman of the Audit Committee, Eastern Polymer Group Public Company Limited - Member of the Audit Committee, Rabbit Holdings Plc. - Chairman of the Audit Committee, Eastern Power Group Plc. - Chairman of the Audit Committee, Krungthai Car Rent and Lease Plc.
Position in non-listed	:	2 companies - Director, Boathouse Hua Hin Co., Ltd. - Director, Prospect Consulting Co., Ltd.
The Position of Competition Business/ Related to the Business of the Company/ Conflict of Interest with the Company	:	None

Information of Directors from the Company propose for proxy shareholders

The Number of SYNTEC shares	:	None
Legal disputes	:	None
Special Stakeholder	:	There is no special stakeholder that is different from other directors of every agenda proposed for this Annual General meeting, apart meeting, apart from Board of Director's attendance fee and director's reward for the Audit Committee as approved from the shareholders.
Conflicts in agenda in this meeting	:	Agenda No.6: To be consider the determination of remuneration for directors and sub-committee.

หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B.)

เลขทะเบียนผู้ถือหุ้น
Shareholder's Registration No.

เขียนที่ _____
Written at

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

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

(2) เป็นผู้ถือหุ้นของ บริษัท ซินเท็ค คอนสตรัคชั่น จำกัด (มหาชน) (“บริษัท”)
being a shareholder of Syntec Construction Public Company Limited (“The Company”)

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total amount of shares with the voting rights or votes as follows:
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share shares with the voting rights or votes
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preferred share shares with the voting rights or votes

(3) ขอมอบฉันทะให้
Hereby appoint

1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province Postal Code or

2. นายชัยวัฒน์ อัครวินทรางกูร อายุ 72 ปี อยู่บ้านเลขที่ 427/76
Mr. Chaiwat Atsawintarangkun age 72 years, residing at 427/76
ซอย - ถนน สาทรประดิษฐ์ ตำบล/แขวง ชองนonthรี
Soi - Road Sathu Pradit Tambol/Khwaeng Chong Nonthรี
อำเภอ/เขต ยานนาวา จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10120 หรือ
Amphur/Khet Yannawa Province Bangkok Postal Code 10120 or

3. นางสาวเบญจวรรณ สิ้นคุณากร อายุ 66 ปี อยู่บ้านเลขที่ 7/95
Miss Benjawan Sinkunakorn age 66 years, residing at 7/95
ซอย เพชรเกษม 60/2 ถนน - ตำบล/แขวง บางด้วน
Soi Phet Kasem 60/2 Road - Tambol/Khwaeng Bangduan
อำเภอ/เขต ภาษีเจริญ จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10160 หรือ
Amphur/Khet Phasi Charoen Province Bangkok Postal Code 10160 or

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2567 ในวันอังคารที่ 30 เมษายน 2567 เวลา 10.00 น.

as my sole proxy to attend and vote on my behalf at the Annual General Meeting of Shareholders for the Year 2023 on Tuesday, April 30, 2024 at 10.00 a.m., that meeting will be held via Electronic Meeting (E-AGM)

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I authorize my Proxy to cast the votes according to my intentions as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566 เมื่อวันที่ 28 เมษายน 2566

Agenda No. 1 To consider approving the minutes of the AGM of Shareholders 2022 held on 28 April 2023.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ 2 พิจารณารับทราบผลการดำเนินงานของคณะกรรมการในรอบปีที่ผ่านมา และรายงานประจำปี 2566

Agenda No. 2 To acknowledge the Board of Directors' report of year 2023 operations and Annual Report.

วาระที่ 3 พิจารณานุมัติงบแสดงฐานะการเงินและงบกำไรขาดทุนเบ็ดเสร็จของบริษัทประจำปี สิ้นสุดวันที่ 31 ธันวาคม 2566

Agenda No. 3 To consider approving the Statements of financial position and the Statements of comprehensive income for the year ended 31 December 2023

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ 4 พิจารณานุมัติการจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี 2566

Agenda No. 4 To consider approving the dividend payment for the performance of the Year 2023.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ 5 พิจารณาแต่งตั้งกรรมการใหม่แทนกรรมการที่ต้องออกจากตำแหน่งตามกำหนดวาระ

Agenda No. 5 To consider the election of directors to replace those retiring by rotation.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

การแต่งตั้งกรรมการทั้งชุด/ To elect directors as a whole

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล/ To elect each director individually

1. นายสมชาย ศิริเลิศพานิช

Mr. Somchai Sirilertpanich

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

2. นางอังสนา มั่นคงเจริญ

Mrs. Angsana Mankongcharoen

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

3. ดร. อริชัย รักธรรม

Dr. Arichai Rakdham

เห็นด้วย/ Approve

ไม่เห็นด้วย /Disapprove

งดออกเสียง/Abstain

วาระที่ 6 พิจารณากำหนดค่าตอบแทนกรรมการ ประจำปี 2567

Agenda No. 6 To consider fixing of remuneration of the Directors for the year 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve

ไม่เห็นด้วย /Disapprove

งดออกเสียง/Abstain

วาระที่ 7 พิจารณาแต่งตั้ง และกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2567

Agenda No. 7 To consider the appointment and fixing of remuneration of the Audits for the fiscal year 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve

ไม่เห็นด้วย /Disapprove

งดออกเสียง/Abstain

วาระที่ 8 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda No. 8 Other considering (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve

ไม่เห็นด้วย /Disapprove

งดออกเสียง/Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization, or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Shareholder
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
In the agenda relating the election of Directors, it is applicable to elect either directors as a whole or elect each director individually.
3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
In case there are agendas other than those specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form B as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะ (แบบ ข.)

REGULAR CONTINUED PROXY FORM B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ซินเท็ค คอนสตรัคชั่น จำกัด (มหาชน)
Authorization on behalf of the Shareholder of Syntec Construction Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันอังคารที่ 30 เมษายน 2567 เวลา 10.00 น. ซึ่งเป็นการจัดประชุมผ่านสื่ออิเล็กทรอนิกส์เพียงรูปแบบเดียวเท่านั้น (E-AGM)

For the Annual General Meeting of Shareholders for the Year 2024 on Tuesday, April 30, 2024 at 10.00 a.m., that meeting will be only held via Electronic Meeting (E-AGM)

วาระที่ _____ เรื่อง _____
Agenda Re :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____
Agenda Re :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____
Agenda Re :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ)
Agenda Re : Election of Directors (continued)

ชื่อกรรมการ _____
Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

ชื่อกรรมการ _____
Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

ชื่อกรรมการ _____
Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

Proxy (Form C.)

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)
(Specifically for a foreign shareholder for which a custodian in Thailand is appointed)

เลขทะเบียนผู้ถือหุ้น

Shareholders' Registration No.

เขียนที่ _____

Written at

วันที่ _____ เดือน _____ พ.ศ. _____

Date Month Year

(1) ข้าพเจ้า _____

I/We

สำนักงานตั้งอยู่เลขที่ _____ ถนน _____ ตำบล/แขวง _____
Office located at No. Road Tambol/Khwaengอำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
Amphur/Khet Province Postal Codeในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ _____
As the custodian for

ซึ่งเป็นผู้ถือหุ้นของ บริษัท ซินเทค คอนสตรัคชั่น จำกัด (มหาชน) ("บริษัท")
being a shareholder of Syntec Construction Public Company Limited ("The Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
holding the total amount of shares with the voting rights or votes as follows:

หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
ordinary share shares with the voting rights or votes

หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preferred share shares with the voting rights or votes

(2) ขอมอบฉันทะให้
Hereby appoint

1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing at
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____ หรือ
Province Postal Code or

2. นายชัยวัฒน์ อัครวินทรางกูร อายุ 72 ปี อยู่บ้านเลขที่ 427/76
Mr. Chaiwat Atsawintarangkun age 72 years, residing at 427/76
ซอย - ถนน สาทรประดิษฐ์ ตำบล/แขวง ชองนนทบุรี
Soi - Road Sathu Pradit Tambol/Khwaeng Chong Nonsri
อำเภอ/เขต ยานนาวา จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10120 หรือ
Amphur/Khet Yannawa Province Bangkok Postal Code 10120 or

3. นางสาวเบญจวรรณ สิ้นคุณากร อายุ 66 ปี อยู่บ้านเลขที่ 7/95
Miss Benjawan Sinkunakorn age 66 years, residing at 7/95
ซอย เพชรเกษม 60/2 ถนน - ตำบล/แขวง บางด้วน
Soi Phet Kasem 60/2 Road - Tambol/Khwaeng Bangduan
อำเภอ/เขต ภาษีเจริญ จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10160 หรือ
Amphur/Khet Phasi Charoen Province Bangkok Postal Code 10160 or

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567
ในวันอังคารที่ 30 เมษายน 2567 เวลา 10.00 น. ซึ่งเป็นการจัดประชุมผ่านสื่ออิเล็กทรอนิกส์เพียงรูปแบบเดียวเท่านั้น (E-AGM)

as my sole proxy to attend and vote on my behalf at the Annual General Meeting of Shareholders for the Year 2024 on Tuesday, April
30, 2024 at 10.00 a.m., that meeting will be only held via Electronic Meeting (E-AGM)

(3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี ดังนี้
I/We hereby authorize the proxy holder to vote on my/our behalf in this meeting as follows:

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้
To grant to the proxy holder the total number of shares held by me/us and have the right to vote.
- มอบฉันทะบางส่วนคือ
To grant to the proxy holder a part of :
- | | | |
|--|---|-------|
| <input type="checkbox"/> หุ้นสามัญ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้เท่ากับ _____ เสียง | | |
| ordinary share | shares, and having the right to vote equal to | votes |
| <input type="checkbox"/> หุ้นบุริมสิทธิ _____ หุ้น และมีสิทธิออกเสียงลงคะแนนได้เท่ากับ _____ เสียง | | |
| preferred share | shares, and having the right to vote equal to | votes |
| รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด _____ เสียง | | |
| Total number of right to vote | | votes |

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I/We hereby authorize the proxy holder to vote on my/our behalf in this meeting as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2566 เมื่อวันที่ 28 เมษายน 2566

Agenda No. 1 To consider approving the minutes of the AGM of Shareholders 2023 held on 28 April 2023.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ 2 พิจารณารับทราบผลการดำเนินงานของคณะกรรมการในรอบปีที่ผ่านมา และรายงานประจำปี 2566

Agenda No. 2 To acknowledge the Board of Directors' report of year 2023 operations and Annual Report.

วาระที่ 3 พิจารณานุมัติงบแสดงฐานะการเงินและงบกำไรขาดทุนเบ็ดเสร็จของบริษัทประจำปี สิ้นสุด
วันที่ 31 ธันวาคม 2566

Agenda No. 3 To consider approving the Statements of financial position and the Statements of comprehensive income for the year ended 31 December 2023

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ 4 พิจารณานุมัติการจ่ายเงินปันผลสำหรับผลการดำเนินงานประจำปี 2566

Agenda No. 4 To consider approving the dividend payment for the performance of the Year 2023.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ 5 พิจารณาแต่งตั้งกรรมการใหม่แทนกรรมการที่ต้องออกจากตำแหน่งตามกำหนดวาระ

Agenda No. 5 To consider the election of directors to replace those retiring by rotation.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

การแต่งตั้งกรรมการทั้งชุด/ To elect directors as a whole

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

การแต่งตั้งกรรมการเป็นรายบุคคล/ To elect each director individually

1. นายสมชาย ศิริเลิศพานิช

Mr. Somchai Sirilertpanich

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

2. นางอังสนา มั่นคงเจริญ

Mrs. Angsana Mankongcharoen

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

3. ดร. อริชัย รักธรรม

Dr. Arichai Rakdham

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ 6 พิจารณากำหนดค่าตอบแทนกรรมการ ประจำปี 2567

Agenda No. 6 To consider fixing of remuneration of the Directors for the year 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ 7 พิจารณาแต่งตั้ง และกำหนดค่าตอบแทนผู้สอบบัญชี ประจำปี 2567

Agenda No. 7 To consider the appointment and fixing of remuneration of the Audits for the fiscal year 2024.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ 8 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda No. 8 Other considering (if any)

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization, or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the meeting, it shall be deemed as such acts had been done by me in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Shareholder ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ / Remark

- หนังสือมอบฉันทะแบบ ค. นี้ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
Proxy Form C. shall be used only in case of shareholders whose names are shown in the register as foreign investors and appoint a custodian in Thailand.
- หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
 - หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
 - หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)Evidence required to be attached to the Proxy includes:
 - Power of Attorney by the shareholder authorizing the custodian to sign the Proxy on his/her behalf.
 - Confirmation letter indicating that the person signing the Proxy on his/her behalf is permitted to operate the business of custodian.
- ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.
- วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล
In the agenda relating to the election of Directors, it is applicable to elect either directors as a whole or elect each director individually.
- ในกรณีที่มิใช่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ
In case there are agendas other than those specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form C as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะ (แบบ ค.)

REGULAR CONTINUED PROXY FORM C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ซินเท็ค คอนสตรัคชั่น จำกัด (มหาชน)
Authorization on behalf of the Shareholder of Syntec Construction Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันอังคารที่ 30 เมษายน 2567 เวลา 10.00 น. ซึ่งเป็นการจัดประชุมผ่านสื่ออิเล็กทรอนิกส์เพียงรูปแบบเดียวเท่านั้น (E-AGM)

For the Annual General Meeting of Shareholders for the Year 2024 on Tueaday, April 30, 2024 at 10.00 a.m., that meeting will be only held via Electronic Meeting (E-AGM)

วาระที่ _____ เรื่อง _____

Agenda

Re :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The Proxy is entitled to cast the votes on my behalf at its own discretion
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy must cast the votes in accordance with my following instructions:

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

วาระที่ _____ เรื่อง _____

Agenda

Re :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่ _____ เรื่อง _____

Agenda

Re :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่ _____ เรื่อง _____

Agenda

Re :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่ _____ เรื่อง _____

Agenda

Re :

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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วาระที่ _____ เรื่อง เลือกตั้งกรรมการ (ต่อ)

Agenda **Re :** Election of Directors (continued)

ชื่อกรรมการ.....
Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain

ชื่อกรรมการ.....
Name of Director

เห็นด้วย/ Approve ไม่เห็นด้วย /Disapprove งดออกเสียง/Abstain



Address of Head Office

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Email: ir@synteccon.com

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