

FAC/23-009

February 27, 2023

Subject Resolution of the Board of Director's Meeting No.3/2023, Omission of Dividend Payment, Amendment to the Articles of Association and Convening the 2023 Annual General Meeting of Shareholders.

Attention Director and Managing Director
The Stock Exchange of Thailand

Qualitech Public Company Limited (the "Company") would like to submit the resolution of the Board of Directors' Meeting No.3/2023 held on February 25, 2023 at 1 pm, the details are as follows:

1. Approved to propose to the Annual General Meeting of Shareholders (the "2023 AGM") for consideration to the Audited Financial Statements of the Company for the Year ended December 31, 2022.
2. Approved to propose to the 2023 AGM for consideration to Omission of Dividend Payment for the Company's performance of the year 2022 due to the Company necessities to reserve cash for working capital and business expansion.
3. Approved to propose to the 2023 AGM for consideration the appointment of the auditors and the determination of the audit fees for the year 2023.

Board's Opinion: For the year 2023, the appointment of auditors and the determination of the audit fees, as recommended by the Audit Committee as follows:

Miss Suphaphorn Mangjit	C.P.A. Registration No.8125 and/or
Miss Somjintana Pholhirunrat	C.P.A. Registration No.5599 and/or
Mr. Wirote Satjathamnukul	C.P.A. Registration No.5128 and/or
Mr. Nopparoek Pissanuwong	C.P.A. Registration No.7764

The auditors from D I A International Audit Co., Ltd, as the external auditor of the Company for the year 2023 with the remuneration of Baht 1,165,000 and the other service of Baht 345,000

4. Approved to propose to the 2023 AGM for consideration and approval for an amendment of the Articles of Association of the Company according to the Public Limited Company Act (No. 4) B.E. 2565

Board's Opinion: Approved for the additional amendment of the Articles of Association are as follows:

Original Regulation	Amended Regulation
<p>Section 4 Board of Directors</p> <p>Article 28. When convening a meeting, the Chairman of the Board or the person who has been assigned shall send a notice of the meeting to each Director not less than seven days before the date of the meeting, unless it is necessary to call the meeting urgently to protect the rights or interests of the Company, in which case the notice may be given by any other means and the meeting may be held earlier than the specified date.</p>	<p>Section 4 Board of Directors</p> <p>Article 28. When convening a meeting, the Chairman of the Board or the person who has been assigned shall send a notice of the meeting to each Director not less than three days in advance of the meeting, unless it is necessary to call the meeting urgently to protect the rights or interests of the Company, in which case the notice may be given by electronic media or other means and the meeting may be held earlier than the specified date which shall comply with the rules and procedures as permitted by law.</p>
<p>Section 5 Shareholders' meeting</p> <p>Article 36. In convening the meeting of shareholders, the board of directors shall prepare a notice of the meeting specifying the venue, date, time, agenda items to be discussed at the meeting, and any relevant details. The notice must clearly state whether the items are to be presented for information, approval, or consideration, as applicable, and shall include the opinions of the board of directors on the matter. The notice shall be sent</p>	<p>Section 5 Shareholders' meeting</p> <p>Article 36. In convening the meeting of shareholders, the board of directors shall prepare a notice of the meeting specifying the venue, date, time, agenda items to be discussed at the meeting, and any relevant details. The notice must clearly state whether the items are to be presented for information, approval, or consideration, as applicable, and shall include the opinions of the board of directors on the matter. The notice shall be sent</p>

Original Regulation Amended Regulation	Original Regulation Amended Regulation
to shareholders and the registrar at least seven days prior to the meeting. Furthermore, an advertisement announcing the meeting must be published in a newspaper no less than three days prior to the meeting and for a period of at least three consecutive days.	to shareholders and the registrar at least seven days prior to the meeting. Furthermore, an advertisement announcing the meeting must be published in a newspaper no less than three days prior to the meeting and for a period of at least three consecutive days or the company can send a meeting invitation letter and notices or advertise any message about the meeting about the company or any other messages via electronic media instead of a notice in a newspaper which shall comply with the rules and procedures as permitted by law.

5. The Board of Directors approved that 2023 Annual General Shareholders' Meeting to be held on April 19, 2023 at 1.30 pm at Meeting Room, Head Office of Qualitech Public Company Limited, No 21/3 Banplong Road, Maptaphut, Muang, Rayong 21150. The Company has fixed the Record Date on which shareholders have the right to attend the 2023 AGM on Tuesday March 14, 2023. The agenda for the 2023 AGM shall be as follows:

Agenda 1 To consider and certify Minutes of the Annual General Meeting of Shareholders for the year 2022.

Agenda 2 To acknowledge the 2022 business operating performance report of the Company.

Agenda 3 To consider and approve the Company's audited financial statement for the year ended 2022.

Agenda 4 To consider and approve the Omission of Dividend Payment for the Company's performance for the year 2022.

Agenda 5 To consider the election of the directors.

5.1 To consider the election of directors to replace those due to retire by rotation.

5.2 To consider the election of directors to replace those due to resignation.



Agenda 6 To consider and approve the director's remuneration for the year 2023.

Agenda 7 To consider and appoint the auditors and approve the audit fee for the year 2023.

Agenda 8 To consider and approve for additional the amendment of the Articles of Association of the Company

Agenda 9 To consider other matters (if any)

6. Approved to the change of the Company's Logo.

Previous Logo	New Logo
	

Please kindly be informed that the change of the Company Logo will not disrupt the Company's operations due to the Company's name and its abbreviation, website, address and contact information remain unchanged.

Please be informed accordingly.

Yours sincerely,

(Mr.Thitiwat Teerakulthanyaroj)

The Company's Secretary