



Invitation to the Annual General Shareholders'
Meeting Year 2018

Selic Corp Public Company Limited

Thursday 5 April 2018, 14.00 hrs. (GMT+7)

The Grand Ball Room 7th Floor, Tongtara Riverview Hotel

No. 9/99, Charoen Krung Road, Bangkoleam, Bangkok 10120



No. OP.SL. 003/2018

Date: 10th of March 2018

Subject: Invitation to the Annual General Shareholders' Meeting Year 2018

To: Shareholders, Selic Corp Public Company Limited

Attachments to the Invitation Letter:

1. A copy of the minutes of the Annual General Shareholders' Meeting Year 2017 (For Agenda 1)
2. Annual Report in which the Financial Statement (Balance Sheet) and Income Statements Year 2017 as well as dividend payment policy and details of dividend payment (For Agenda 2-7)
3. Information on Auditors' Profile (For Agenda 5)
4. Details of the retired directors being proposed for re-election (For Agenda 6)
5. Details of the amendment of the Company's regulation Chapter 6 Article 36 (For Agenda 8)
6. Details of the Employee Joint Investment Program (EJIP) (For Agenda 9)
7. Proxy Form B (which particulars of delegations are clearly determined). For Proxy Form A (general) and Form C (for foreign investors that appointed custodians in Thailand) can be downloaded from the Company's website <http://seliccorp.com/investors/information-shareholder/>
8. Definition and information of the independent directors to present as proxy
9. The Company's Article of Association in relation to the General Shareholders' Meeting
10. Clarifications concerning documents and evidence identifying shareholders and proxies eligible to register, attend, and vote at the Meeting
11. Procedures for attending the Annual General Shareholders' Meeting 2018
12. Procedures for sending any query in advance
13. Map of the Meeting Venue: Tongtara Riverview Hotel

According that the Board of Directors' Meeting of Selic Corp Public Company Limited ("the Company") No. 1/2018, which was held on 26th of February 2018, has animously passed the resolution to call an Annual General Shareholders' Meeting 2018 on Thursday 5th of April 2018 at 14.00 hrs. (registration opens at 12.00 hours) at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkokkoleam, Bangkok 10120, Thailand. The agendas are as follows:

Agenda 1 To Consider and Certify the Minutes of the Annual General Shareholders' Meeting 2017

Objectives and Rationale:	the Annual General Shareholders' Meeting 2017 was held on 5th of April 2017 and the minutes were prepared and filed with the Stock Exchange of Thailand within 14 days of the Meeting. The details were disclosed on website (http://seliccorp.com/investors/information-shareholder/) and submitted to the Ministry of Commerce within the period required by law.
The Board's Opinion:	The Board has recommended that the minutes of the Annual General Shareholders' Meeting 2017 be adopted because they were accurately recorded as shown in Attachment 1 and should be proposed to shareholders for certification.
Voting:	To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda 2 To Acknowledge the Company's Performance Result and the Board of Directors' Report Year 2017

Objectives and Rationale:	The Company has summarized the performance results year 2017 along with the significant changes that occurred during the year in the Annual Report 2017.
The Board's Opinion:	The Board has recommended to report the Meeting on the Company's performance results year 2017 along with the significant changes that occurred during the year, as shown in Attachment 2, Annual Report 2017 section: Management Discussion & Analysis 2017.
Voting:	As this agenda is reported the Company's information to shareholders; therefore, a vote is not required.

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Agenda 3 To Consider and Approve the Financial Statement and Acknowledge the Auditor Report Year 2017

Objectives and Rationale:	According to the Public Limited Companies Act B.E 2535 Section 112, the Company must prepare financial statement and income statements at the end of fiscal year, which have been audited by external auditor, and propose to Meeting for approval.
The Audit Committee's Opinion:	The Audit Committee has reviewed the Company's financial statements for the year ended 31st of December 2017, which have been audited and signed by Mr. Akadet Pliensakul, Certified Public Accountant No.5389, of M.R. & Associates Company Limited, and recommended the Board to propose the Company's financial statements year 2017 to the Meeting for approval. Details of the Company's financial statement as refer to Attachment 2, Annual Report 2017 in section: Financial Statements.
The Board's Opinion:	The Board has recommended to propose the Company's audited financial statements for the year ended 31st of December 2017, which have been reviewed and accepted by the Audit Committee, to the Meeting for approval.
Voting:	To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda 4 To Consider and Approve the Allocation of 2017 Net Profit as Dividend

Objectives and Rationale:	The Company has adopted a policy to pay dividend to shareholders not less than 40% of net profit after any type of legal reserve as specify in the Company's Articles of Association and legal. The dividend payment was considered by the Company's Financial Statement, if there is no any other necessity and will not significantly affect to the Company's regular operation. In 2017, the Company has net profit at the amount of 19.18 million Baht. Therefore, the Company considered appropriate to declare a dividend payment at the rate of 0.027 Baht per share. The total dividend payment is approximately 7.56 million Baht. This dividend payment is in accordance with the Company's policy. In compliance with the Public Companies Act B.E. 2535, the dividend payment is subject to be approved by shareholders.
The Book Closing and Dividend Payment Dates:	The share registration book closing date to determine the right to receive dividend will be on 19th of April 2018, and the dividend payment will be made on 26th of April 2018.
Details of Dividend Payment:	According to the Public Companies Act B.E. 2535 and the Company's Article of Association, the Company shall allocate no less than five percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten percent of the registered capital. Details of dividend payment and policy as refer to Attachment 2 Annual Report 2017 in section: Dividend Policy.

Details of Dividend Payment	Year 2017 (Proposed Year)		Year 2016	
Net Profit (Loss)	19,179,425	Baht	41,090,081	Baht
Profit (Loss) per share	0.07	Baht	0.18	Baht
Legal Reserved Funds	958,971	Baht	1,949,870	Baht
Ordinary Dividend per share	0.027	Baht	0.053	Baht
Total Dividend Amount	7,560,000	Baht	14,840,000	Baht
Total amount of shares	280,000,000	Shares	280,000,000	Shares

The Board's Opinion:	The Board has recommended the Meeting to approve the appropriation of the net profit for the dividend payment for the fiscal year 2017 at the rate of 0.027 Baht per share, according to the Company's dividend policy.
Voting:	To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.



Agenda 5 To Consider and Approve the Appointment and Remuneration of the External Auditors Year 2018

Objectives and Rationale: According to Section 120 of the Public Limited Companies Act B.E. 2535, the appointment of the Company's external auditors and the audit fees must be approved at the Annual General Shareholders' Meeting.

The Audit Committee's Opinion: The Audit Committee recommended the appointment of M.R. Associates Company Limited as the Company's external audit firm for the fiscal year 2018 due to their independency, knowledge, and expertise in auditing many listed companies with the reasonable service fee and their credibility. The Audit Committee recommended the following auditors to be the Company's external auditor:

- | | | |
|------------------|----------------|--------------|
| 1. Mr. Akadet | Pliensakul | CPA No. 5389 |
| 2. Mr. Pisit | Chiwaruangroch | CPA No. 2803 |
| 3. Miss Kornthip | Wanichwisedkul | CPA No. 6947 |

Any of the above auditors can conduct an audit and express an opinion on the Company's financial statements. The proposed auditors' profile is shown in Attachment 3.

In 2018, the proposed Audit fee is 1,200,000 Baht excluding other actual payable non-audit fees. The Audit Committee then recommended the Board to propose the Meeting to approve the appointment of M.R. Associates Company Limited to be the Company's external auditor firm in 2018. In addition, M.R. Associates Company Limited and the proposed auditors are independent and do not have any conflicts of interest with the Company, the management, the major shareholders or any related person.

The Board's Opinion: The Board has agreed with the Audit Committee and proposed the Meeting to approve the appointment of the auditors from M.R. Associates Company Limited as the Company's external auditors for fiscal year 2018 with the following detail of audit fee:

Audit Fee and Non-audit Fee	Year 2018 (Proposed Year)	Year 2017	Year 2016
1. Separate Financial Statement			
Annual Audit Fee	1,200,000	1,150,000	1,150,000
Non-audit Fee	-	45,630	48,840
2. Consolidated Financial Statement			
Audit Fee	30,000	30,000	-
Total	1,230,000	1,225,630	1,198,840

In addition, The Board has agreed to notify the Annual General Shareholders' Meeting that M.R. Associates Company Limited should be appointed as an external audit firm for the Company's subsidiaries for fiscal year 2018. Details of the audit fees of the Company and its subsidiaries for the fiscal year 2017 as refer to Attachment 2 Annual Report.

Voting: To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.



Agenda 6 To Consider and Approve the Appointment of Directors to Replace those Who will Retire by Rotation in Year 2018

Objectives and Rationale:

According to the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association, one-third of all directors must retire by rotation on the date of each Annual General Shareholders' Meeting. There are 3 directors as listed below are due to retire by rotation in 2018:

Name	Position
1. Mr. Narong Suwatthanaphim	Vice Chairman
2. M.L. Thirachet Sonakul	Independent Director, Member of Audit Committee, and Chairman of Nomination & Remuneration Committee
3. Dr. Pattanant Petchchedchoo	Independent Director, Chairman of Audit Committee, and Member of Nomination & Remuneration Committee

For the Annual General Shareholders' Meeting 2018, the Company invited shareholders to nominate qualified persons to be elected as the Company's director in advance during October - December 2017. However, there is no any shareholder had nominated a qualified person to be elected as the Company's director.

The Nomination and

Remuneration Committee's Opinion:

The Nomination and Remuneration Committee, excepted the directors with special interests on this agenda, has considered the qualifications, knowledge, competency, experience, and performance of each director who retire by rotation and recommended to re-election all 3 directors to be reappointed for another term of office for directorship. (The criteria for selection and nomination process, please refer to Attachment 2 Annual Report in section: Management Structure). Details of the retired directors being proposed for re-election including their age, percentage of shareholdings, educational background, work experience, and board-meeting attendance are provided in Attachments 4.

The Board's Opinion:

The Board, except the directors with special interests on this agenda, has agreed with the Nomination and Remuneration Committee to propose the Meeting to approve the reappointment of all 3 directors for another term of office. The proposed directors for reappointment meet all the requirements stipulated in the Public Limited Companies Act B.E. 2535 and relevant regulations of the Capital Market Supervisory Board.

Voting:

To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.



Agenda 7 To Consider and Approve the Remuneration of the Board of Directors for Year 2018

Objectives and Rationale: According to article 25 of the Company's Articles of Association, the Company's directors are eligible to receive remuneration in the form of a monthly retainer fee, meeting allowance, bonus, or other benefits.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee has considered the directors' remuneration to be accordance to the Company's performance result, each director's responsibility and performance, and concluded that it is in line with the same industry standards. The Committee recommended that the remuneration budget for the Board and sub-committees in 2018 is not exceed than 3,000,000.00 Baht comprising of monthly retainer fee, meeting allowance, and bonus. The other policy on director remuneration remains the same as approved by the Annual General Shareholders' Meeting 2017 as follows:

Monthly Directors' Remuneration Year 2018

Position	Monthly Remuneration (Baht per Month)	Meeting Allowance (Baht per Time)
Chairman of the Board of Directors	22,000	-
Vice Chairman of the Board of Directors	18,000	-
Director	10,000	-
Chairman of the Audit Committee	-	13,000
Member of the Audit Committee	-	10,000
Chairman of the Risk Management Committee	-	10,000
Member of the Risk Management Committee	-	8,000
Chairman of the Remuneration and Nomination Committee	-	10,000
Member of the Remuneration and Nomination Committee	-	5,000

The Board's Opinion: The Board has agreed with the Nomination and Remuneration Committee's recommendation and proposed the Meeting to approve the Board of Directors' remuneration for 2018 according to the proposal. During 2017, the total directors' remuneration was 1,587,000.00 Baht; the Details are shown in Attachment 2 Annual Report 2017 section: Management Structure.

Voting: To approve this matter, a resolution must be passed by not less than two-thirds of the shareholders who attend the Meeting.



Agenda 8 To Consider and Approve the Amendment of the Company's Regulation

Objectives and Rationale:	According that the Head of National Remedies No. 21/2560 (2017) Re: Amendments to the Laws to Facilitate Business Operations, the Public Limited Company Act, B.E. 2535 (1992) has been amended; resulting to the Company's regulation in Chapter 6 "Shareholders' Meeting" Article 36, regarding the right of shareholder to call extraordinary shareholder meeting, is not comply to the latest version of Public Limited Companies Act. Therefore, the Company requires to amend the Company's regulation to be accurate and consistent with the amended law. Details of the amendment of the Company's Regulation as refer to Attachment 66.
The Board's Opinion:	The Board has agreed to propose the Meeting to approve the amendment of the Company's Regulation to comply with latest version of Public Limited Companies Act, B.E. 2535 (1992) as amended by the Head of National Remedies.
Voting:	To approve this matter, a resolution must be passed by not less than three-fourth of the shareholders who attend the Meeting.

Agenda 9 To Consider and Approve the Employee Joint Investment Program (EJIP)

Objectives and Rationale:	This project is a program for directors and volunteer employees to join and accumulate shares in the company by gradually investing in the company's shares, by jointly investing with the company on a regular basis within a specified period of time.
The Board's Opinion:	The Board has agreed to propose the Meeting to approve the Employee Joint Investment Program (EJIP) for directors and employees of the Company in order to motivate the Company's employees enhancing the feeling of engagement in participation in the organization, leading to continued better performance result under this project. Details of the Employee Joint Investment Program (EJIP) for directors and employees of the Company refer to Attachment 6.
Voting:	To approve this matter, a resolution must be passed by a majority of the shareholders who attend the Meeting and cast their votes.

Agenda 10 Other Matters (if any)

Objectives and Rationale:	This agenda is designated that shareholders can raise query and/or express comments to the Board and/or request the Board to provide explanation. There will be neither proposal for the Meeting to consider and approve, nor be any voting on this agenda.
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The Record Date will be on 14th of March 2018.

Any shareholder who would like to appoint a proxy to attend the Meeting and vote on his/her behalf must complete only one proxy (Proxy Form B can be found in Attachment 7); or can download either Proxy Form A (general) or Proxy Form C (only foreign investors who have custodian in Thailand) from the Company's website: <http://seliccorp.com/investors/information-shareholder/>

Any shareholder who is unable to attend the Meeting can authorize the Company's independent director, Mr. Pornpat Kijaroen, to attend and vote on his/her behalf. Definition and details of independent directors can be found in Attachment 8. The Company requests the shareholders' proxy should be mailed to the Company as address below within 29th of March 2018:

Selic Corp Public Company Limited "Company Secretary"

270 Liapkhlongphasicharoen Fangtai Road, Nongkhaem, Bangkok 10160

Please be hereby informed and kindly attend the meeting at the date, time, and place as specified above. Your attention would be very much appreciated.

Yours truly,

Selic Corp Public Company Limited

Chairman of the Meeting

(Mr. Athavudhi Hiranburana)

Notes:

1. All shareholders can access the invitation of the Annual General Shareholders' Meeting for 2018 and all related documents at the Company's website <http://seliccorp.com/investors/information-shareholder/> in topic "Information for Shareholders/Shareholders' Meeting" from 5th of March 2018. If any shareholders have a query about the agenda, he/she can contact the Company through the procedures for sending any query in advance as **Attachment 12**

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Minutes of Annual General Meeting 2017 of Selic Corp Public Company Limited

Time and Venue:

The meeting was held on 5 April 2017 at 1.15 p.m. at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkoleam, Bangkok.

Directors present:

1.	Mr. Athavudhi	Hiranburana	Chairman and Independent Director
2.	Mr. Narong	Suwatthanaphim	Vice Chairman
3.	Mr. Ek	Suwatthanaphim	Chief Executive Officer and Director
4.	Mr. Kiattisak	Suwatthanaphim	Director
5.	Mr. Anotai	Adulbhan	Director
6.	Ms. Nida	Thiengtham	Director
7.	Mr. Pornpat	Kijaroen	Independent Director and Audit Committee
8.	M.L. Thirachet	Sonakul	Independent Director and Audit Committee
9.	Ms. Pattanant	Petchchedchoo	Independent Director and Chairperson of the Audit Committee
10.	Ms. Palawi	Bunnag	Independent Director

Executives in attendance:

1.	Ms. Patnaree	Sirilerdworakarn	Chief Financial Officer
2.	Ms. Yuwadee	Aiamsontisup	Chief Business Development Officer
3.	Ms. Prangmanee	Atchariyabanjoed	Company Secretary

Others present:

1.	Mr. Supachai	Arunthamsakul	Legal Advisor from International Legal Counsellors Thailand Ltd.
2.	Mr. Methee	Ratanasrimetha	Auditor from M.R. and Associates Co., Ltd.
3.	Mr. Akadet	Pliensakul	Auditor from M.R. and Associates Co., Ltd.
4.	Ms. Nuttiya	Phatharakitchanurak	Financial Advisor from Asset Pro Management Co., Ltd.
5.	Ms. Vilai	Siripoonkiatikul	Representative from Thai Investors Association

Before the meeting was convened in accordance with the agenda, the Company informed about the practice guideline pursuant to the Company's Good Corporate Governance Policy in regard to the protection of the shareholders' rights so that they are being treated fairly and equally. As such, this Annual General Meeting has the following practice guideline:

1. The shareholders who were not able to attend the meeting had a chance to appoint an independent director to act as their proxy. The independent directors who had been designated by the Company as a proxy holder of the shareholders at this meeting are Mr. Pornpat Kijaroen or M.L. Thirachet Sonakul or Ms. Palawi Bunnag (independent directors). Details of their summary background appeared on the attachment of the Notice of the meeting.
2. The voting methods in the Company's shareholders' meeting in each agenda are as follows:
 - (1) Each of the shareholders or proxy holders has the number of votes equivalent to the number of shares held and can cast votes equal to the number of shares held or received by proxy to agree, not to agree or to abstain from voting in each agenda by using the ballots at the registration desk.
 - (2) In attending the meeting, the officers will distribute the ballots at the registration desk to only i) shareholders present at the meeting and ii) proxy holders pursuant to the Proxy Forms B and C in the event that the principal shareholder has indicated in the Proxy Form that the proxy holder has the right to consider and vote on his/her behalf in all matters as he/she deems fit.
 - (3) In the event that the shareholder has given a Proxy Form B to another person to attend the meeting or to a director or independent director and indicate that such proxy holder must vote in accordance with the shareholder's or proxy holder's wish, the Company



shall cast a vote in accordance with what the shareholder or proxy holder desires. In the case of foreign shareholders who have appointed a custodian in Thailand to hold and safe keep the stocks can divide the votes into agree, disagree and abstention at the same time in each agenda by dividing such votes equivalent to the shares held. In order to expedite the process for each agenda, in casting votes for each agenda, except Agenda 5 (Appointment of the directors retired by rotation), the Company's Secretary shall ask whether there is any one disagreeing or abstaining to vote and ask the shareholders to mark in the indicated boxes disagree or abstaining to vote in the voting card or ballot and raise hands so that the officers will come over to collect the ballots for counting. In counting the votes for such agenda, the Company shall deduct the disagreeing votes and abstaining votes from all the votes, leaving the rest to be the agreeing votes. Those who cast disagreeing votes in such agenda shall keep the ballots with them and handover to the officer at the end of the meeting. The casting of the votes in this meeting shall be disclosed in public as opposed to being in secret. All voting cards of the shareholders present at the meeting will be kept for the purpose of transparency. As to Agenda 5 which is the appointment of directors retired by rotation, in order for the Company to act in accordance with the Shareholders' Meeting Good Quality Assessment Policy, the Company shall collect all ballots from the shareholders and proxy holders for both agreeing, disagreeing and abstaining votes. In casting votes, the votes will be casted for each director and for good order; the Company will collect the ballots after the casting of the votes for the last director. The officers will collect the ballots from you for counting in order to see how many have agreed, disagreed and abstained to vote.

- (4) Voting card which has been marked more than one box or in conflict with one another or crossed with no signature affixed or voted more than the number of votes available shall be deemed as voided ballot. In that case, should you wish to amend your vote, please cross with your signature affixed. Any voting in contrary to the above shall be void.
- (5) In voting for each agenda, the shareholders present at the meeting shall have a chance to appropriately ask question regarding any relevant matter in each agenda. Should any shareholder wish to ask for more details, please raise your hands and announce your name and surname. Those shareholders who wish to ask any question or have any comment other than what is related in that agenda, please keep your questions or comments in Other Matters Agenda which is the last agenda of the meeting.

Preliminary Proceedings

Mr. Athavudhi Hiranburana, the Chairman, acted as the chairman of the meeting, announced to the meeting that there were 31 shareholders attending the meeting in person holding 190,072,410 shares or 67.88% and 10 shareholders attending the meeting by proxy holding 5,479,600 shares or 1.95%. Therefore, there were 41 shareholders attending the meeting in person and by proxy, holding a total of 195,552,010 shares or 69.84% of the total 280,000,000 shares which was more than 1/3 of the total shares, thus forming a quorum as required by the Articles of Association. He then declared that the Annual General Meeting 2017 be proceeded.

Agenda 1 To consider and adopt the minutes of the Annual General Meeting No. 2/2016 held on 9 June 2016

The Chairman requested the meeting to consider and adopt the minutes of the Annual General Meeting No. 2/2016 held on 9 June 2016 as per the copy of the minutes of the meeting sent to all shareholders which was attached to the Notice of this Annual General Meeting.

As there were no questions or comments from the shareholders, the Chairman then proposed to the meeting to adopt the said minutes. This agenda must obtain a resolution with majority votes of the shareholders attending the meeting and having the right to vote.

Resolution

Having considered the matter, the shareholders present at the meeting and having the right to vote passed a resolution unanimously as follows:

Adopted: 196,694,110 Votes	or 100.0000%
Not adopted: 0 Votes	or 0.0000%
Abstained: 0 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 196,694,110 Votes	or 100.0000%



Agenda 2 To consider and adopt the Board of Directors' reports and the operating results of the Company for the year 2016

The Chairman announced to the meeting that this agenda was held to consider and adopt the Board of Directors' report and the operating results for the year 2016. He then asked Mr. Ek Suwatthanaphim, the Chief Executive Officer, to proceed with this agenda.

The Chief Executive Officer reported to the meeting about the operating results of the Company in 2016 as per the details appeared in the Annual Report 2016 which was sent to the shareholders with the Notice of this Annual General Meeting.

The Chairman requested the questions and comments from the shareholders.

After responding to the shareholders' questions, details of which appeared in the attachment of this minutes of the meeting, the Chairman proposed to the meeting to adopt the Board of Directors' report and the operating results of the Company in the year 2016. This agenda must obtain a resolution with majority votes of the shareholders attending the meeting and having the right to vote.

Resolution

Having considered the matter, the shareholders present at the meeting and having the right to vote passed a resolution unanimously as follows:

Adopted: 196,829,110 Votes	or 100.0000%
Not adopted: 0 Votes	or 0.0000%
Abstained: 0 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 196,829,110 Votes	or 100.0000%

Agenda 3 To consider and approve the Balance Sheet and Profit and Loss Statements of the Company for the fiscal year ended 31 December 2016 which have been audited by the Certified Public Auditor.

The Chairman proposed that the meeting consider the Company's Balance Sheet and Profit and Loss Statements for the fiscal year ended 31 December 2016 which had been audited by the Certified Public Auditor, as per the details in the Annual Report 2016 sent to the shareholders with the Notice of this Annual General Meeting and approve such Balance Sheet and Profit and Loss Statements.

Mr. Ek Suwatthanaphim, the Chief Executive Officer, summarized the important information in the Balance Sheets as at 31 December 2016 compared to that in the year 2015 and asked for questions and comments from the shareholders.

After responding to the shareholders' questions, details of which appeared in the attachment of this minutes of the meeting, the Chairman proposed to the meeting to approve the said Balance Sheet and Profit and Loss Statements. This agenda must obtain a resolution with majority votes of the shareholders attending the meeting and having the right to vote.

Resolution

Having considered the matter, the shareholders present at the meeting and having the right to vote passed a resolution unanimously as follows:

Adopted: 196,829,110 Votes	or 100.0000%
Not adopted: 0 Votes	or 0.0000%
Abstained: 0 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 196,829,110 Votes	or 100.0000%



Agenda 4 To consider and approve the distribution of dividends and appropriation of profits from the business operation for the year 2016

The Chairman asked Mr. Ek Suwatthanaphim, the Chief Executive Officer, to proceed with this agenda.

Mr. Ek Suwatthanaphim, the Chief Executive Officer, announced that in accordance with the Dividend Payment Policy of the Company, should there be no necessary circumstances, the Board of Directors of the Company shall propose to the shareholders to consider for the distribution of dividends of not less than 40% of the net profit after tax.

As for the operating results for the year 2016 from 1 January 2016 – 31 December 2016, the Company has a net profit after tax in the amount of Baht 38,929,129 (Thirty Eight Million Nine Hundred and Twenty Nine Thousand One Hundred and Twenty Nine Baht), the Company, therefore proposed for appropriation of profits and distribution of dividends to the shareholders as follows:

1. Appropriate profits into legal reserve in the amount of Baht 1,949,870 (One Million Nine Hundred and Forty Nine Thousand Eight Hundred and Seventy Baht).
2. Distribute dividends at the rate of Baht 0.053 per share in the amount of 280,000,000 shares, totaling Baht 14,840,000 (Fourteen Million Eight Hundred and Forty Thousand) equal to 40% of the net profit after tax. All dividends will be subject to withholding tax at the rate required by law. The Record Date shall be 19 April 2017, the book closing and suspending share transfer date to determine shareholders who are entitled to receive dividends (XD) shall be set on 20 April 2017 and the dividend payment date shall be on 27 April 2017.

The Chairman requested the questions and comments from the shareholders.

As there were no questions and comments from the shareholders, the Chairman then requested the meeting to consider and approve the distribution of dividends and appropriation of profits for the year 2016. This agenda must obtain a resolution with majority votes of the shareholders attending the meeting and having the right to vote.

Resolution

Having considered the matter, the shareholders present at the meeting and having the right to vote passed a resolution unanimously as follows:

Adopted: 196,829,110 Votes	or 100.0000%
Not adopted: 0 Votes	or 0.0000%
Abstained: 0 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 196,829,110 Votes	or 100.0000%

Agenda 5 To consider and approve the appointment of new directors to replace those retired by rotation

The Chairman asked M.L. Thirachet Sonakul, the Chairman of the Nomination and Remuneration Committee, to proceed with this agenda.

M.L. Thirachet Sonakul, the Chairman of the Nomination and Remuneration Committee announced to the meeting that there were 4 directors who were to be retired by rotation and requested the meeting to allow the said following 4 directors to be out of the conference room:

- | | | |
|------------------|----------------|--|
| 1. Mr. Ek | Suwatthanaphim | Position: Director / Chief Executive Officer |
| 2. Mr. Kiattisak | Suwatthanaphim | Position: Director |
| 3. Ms. Nida | Thiengtham | Position: Director |
| 4. Mr. Pornpat | Kijaroen | Position: Independent Director |

Since the 4 retiring directors possessed qualifications and were experienced and beneficial to the Company in many ways causing the Company to continue being developed with quality and such 4 retiring directors had never been involved in any legal dispute, punished or fired for fraudulent act nor received imprisonment sentence for wrongful act in relation to fraud.

In that case, the Board of Directors, excluding those with conflict of interest, wished to propose for the retiring directors to be re-appointed as directors of the Company for another term. The shareholders were able to check the details of the 4 directors e.g. working experience, education, number of times/ratio for meeting attendance/sub-committees in the Annual Report for the year 2016.



The Chairman requested the questions and comments from the shareholders.

After responding to the shareholders' questions, details of which appeared in the attachment of this minutes of the meeting, the Chairman proposed to the meeting to approve the appointment of the retiring 4 directors to be the directors of the Company for another term. This agenda must obtain a resolution with majority votes of the shareholders attending the meeting and having the right to vote.

Resolution

Having considered the matter, the shareholders present at the meeting and having the right to vote passed a resolution unanimously to re-appoint the 4 retiring directors as directors of the Company for another term as follows:

1. Mr. Ek Suwatthanaphim Chief Executive Officer

Approved: 124,324,110 Votes	or 100.0000%
Disapproved: 0 Votes	or 0.0000%
Abstained: 72,505,000 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 196,829,110 Votes	or 100.0000%

2. Mr. Kiattisak Suwatthanaphim Director

Approved: 186,824,110 Votes	or 100.0000%
Disapproved: 0 Votes	or 0.0000%
Abstained: 10,005,000 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 196,829,110 Votes	or 100.0000%

3. Ms. Nida Thiengtham Director

Approved: 196,824,110 Votes	or 100.0000%
Disapproved: 0 Votes	or 0.0000%
Abstained: 5,000 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 196,829,110 Votes	or 100.0000%

4. Mr. Pornpat Kijaroen Independent Director

Approved: 196,824,110 Votes	or 100.0000%
Disapproved: 0 Votes	or 0.0000%
Abstained: 5,000 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 196,829,110 Votes	or 100.0000%



Agenda 6 To consider fixing of the directors' remuneration for the year 2017

The Chairman asked M.L. Thirachet Sonakul, the Chairman of the Nomination and Remuneration Committee, to proceed with this agenda.

M.L. Thirachet Sonakul, the Chairman of the Nomination and Remuneration Committee, proposed to the meeting to consider and approve the remuneration of the directors and members of the Committees consisting of the Audit committee, the Nomination and Remuneration Committee and the Risk Management Committee for the year 2017 as follows:

Position	Remuneration
Chairman	22,000 Baht per month
Chairman of the Audit Committee	13,000 Baht per meeting
Chairman of the Nomination and Remuneration Committee	10,000 Baht per meeting
Chairman of the Risk Management Committee	10,000 Baht per meeting
Vice Chairman	18,000 Baht per month
Director	10,000 Baht per month
Member of the Audit Committee	10,000 Baht per meeting
Member of the Nomination and Remuneration Committee	5,000 Baht per meeting
Member of the Risk Management Committee	8,000 Baht per meeting

The Chairman requested the questions and comments from the shareholders.

After responding to the shareholders' questions, details of which appeared in the attachment of this minutes of the meeting, the Chairman proposed to the meeting to approve the said directors' remuneration. This agenda must obtain not less than 2/3 of the total votes of the shareholders attending the meeting and having the right to vote.

Resolution

Having considered the matter, the shareholders present at the meeting and having the right to vote passed a resolution with not less than 2/3 of the total votes to approve the directors' remuneration for the year 2017 as follows:

Approved: 22,826,110 Votes	or 100.0000%
Disapproved: 0 Votes	or 0.0000%
Abstained: 5,000 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 22,831,110 Votes	or 100.0000%

Agenda 7 To consider and approve the appointment of an auditor and fixing of the auditor's remuneration for the year 2017

The Chairman asked Ms. Pattanant Petchchedchoo, the Chairperson of the Audit Committee, to proceed with this agenda.

Ms. Pattanant Petchchedchoo, the Chairperson of the Audit Committee, announced that the Audit Committee had considered appointing an auditor of the Company and fixing the auditor's remuneration for the year 2017 and wished to propose the Board of Directors' opinion to the shareholders to consider and appoint an auditor from M.R. S Associates Co., Ltd. as the Company's auditor for the year 2017 since such company was a trustworthy company and their work had been satisfactory, as well as, fixing the remuneration for the year 2017 to be Baht 1,150,000.



The Board of Directors having the same opinion as the Audit Committee wished to propose the meeting to consider appointing an auditor from M.R. & Associates Co., Ltd. as the Company's auditor for the year 2017 consisting of:

- | | | |
|------------------|----------------|-----------------------------------|
| 1. Mr. Pisit | Chiwaruangroch | Certified Public Auditor No. 2803 |
| 2. Mr. Akadet | Pliensakul | Certified Public Auditor No. 5389 |
| 3. Mr. Korramann | Jaturapornprom | Certified Public Auditor No. 6210 |

The Chairperson of the Audit Committee further informed that each auditor had no relation or interest or was not a related person to the Company nor she/he was an executive or a majority shareholder of the Company. The remuneration for the year 2017 would be fixed at Baht 1,150,000.

The Chairman requested the questions and comments from the shareholders.

After responding to the shareholders' questions, details of which appeared in the attachment of this minutes of the meeting, the Chairman proposed to the meeting to approve the appointment of an auditor and fixing of the auditor's remuneration for the year 2017. This agenda must obtain a resolution with majority votes of the shareholders attending the meeting and having the right to vote.

Resolution

Having considered the matter, the shareholders present at the meeting and having the right to vote passed a resolution unanimously as follows:

Approved: 196,826,110 Votes	or 100.0000%
Disapproved: 0 Votes	or 0.0000%
Abstained: 5,000 Votes	or -
Voided Ballot: 0 Votes	or -
Total: 196,831,110 Votes	or 100.0000%

Agenda 8 Other matters

The Chairman announced to the meeting that, since there were no other matters for consideration, the Chairman would like to give the shareholders a chance to ask any question or make any comment.

After discussing other matters, details of which appeared in the attachment of this minutes of the meeting, the Chairman thanked all shareholders for attending this meeting and their continuous support and announced the meeting to be adjourned at 3.00 p.m.

Yours truly,

Selic Corp Public Company Limited
Chairman of the Meeting

(Mr. Athavudhi Hiranburana)

Company's Secretary

(Ms. Prangmanee Atcharyabanjoed)

Remarks:

During the meeting, there were additional shareholders attending the meeting. To summarize, there were 48 shareholders attending the meeting in person and by proxy, holding total 196,831,110 shares, or 70.2968% of total 280,000,000 shares. The Chairman had informed the aforesaid to the shareholders during the meeting.

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Attachment

Selic Corp Public Company Limited

questions and answers for each agenda

of the annual general meeting for the year 2017

Agenda 1 To consider and adopt the minutes of the Annual General Meeting No. 2/2016 held on 9 June 2016

Mr. Anu Wongsarakit a shareholder and a proxy-holder gave the suggestion below:

Suggestion 1 This agenda should be an informed agenda. Instead of asking approval from the meeting.

Answer Mr. Athavudhi Hiranburana, the Chairman, said thank you for the advice and it will be a guideline for the next meeting.

Agenda 2 To consider and adopt the Board of Director's report and the operation results of the Company in the year 2016

Mr. Anu Wongsarakit a shareholder and a proxy-holder asked the questions below:

Question 1 How had the proceeds from Initial Public Offering ("IPO") been allocated?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, explained that the proceeds from IPO had been allocated in 3 parts for the following purposes:

1. To develop and modernize manufacturing systems by adding Enterprise Resource Planning ("ERP") system. This process had been started and is expected to be done within 2017;
2. To enhance potentiality of laboratory room by investing in various machinery and equipment for the accurate results from product analysis; and
3. To be used as working capital as planned.

Question 2 Could the Board of Directors clarify about the current world market environment of industrial adhesive products and the impact in which the Company affected by foreign exchange rate?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, explained that based on the annual report of 2016, the global demands of adhesive products, especially, Hot Melt adhesives and Reactive Hot Melt adhesives, would be increased in the future. This was because the aforementioned products had played a vital role to enhance the efficiency of machinery in various industries. However, the usage trends of adhesive products in textile, leather and footwear industries gradually decreased. In term of foreign exchange rate, the Company had continuously undertaken forward contracts because the price of fuels had fluctuated, and the Company had to import raw materials and export Company's products. Nevertheless, the Company would seek preventive measures to handle with this further situation.

Question 3 Based on the information provided by the Company, the Company planned to reduce or abolish the manufacturing capacity of non-profit products. As such, what was the Company's business plan, and whether the Company would replace the non-profit products with the new products in order to gain double-digit net profits?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, explained that the Company intended to gradually decrease non-profit and non-main products while, simultaneously, increasing Hot Melt and Reactive Hot Melt products. This was because those products had a high turnover rate, and the Company also had a high capacity to manufacture and compete with other manufacturers in a global market. In the future, the Company expected to achieve this plan and gained double-digit net profits.



Question 4 As the Company had exported its products worldwide, what was the Company's perspective towards Cambodia, Myanmar, Vietnam ("CMV")?

Answer Mr. Ek Suwatthanaphim, Chief Executive Officer, opined that the market in CMV countries had quite high potential growth rate, particularly, Vietnam. The Company had consistently promoted its products in CMV countries, for example, Myanmar, Vietnam, Cambodian and Laos, which had traded with the Company for a decade. In the past 2-3 years, the Company also attended fair exhibition, sought the Company's distributor, and tested more products.

Additionally, Mr. Athavudhi Hirunburana, the Chairman, also informed that the Company had the risk management committee to take care of risks from foreign exchange rate, therefore the shareholder could trust the Company.

Mr. Chanon Chaloenrat, a shareholder asked the questions below:

Question 1 How many local competitors in the same industry that the Company had, what rank in the industry that the Company stayed and the Company's market shares?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, explained that the competitors' types were based on technology. For example, the competitors of Hot Melt products were multinational entities in the United States of America and European countries. In this case, the Company were ranked in the second or the third places (the first place was the multinational entities). For the market shares, the Company stayed in the third place.

Question 2 Would the Company's innovations be patented? How did the Company prevent risks from not registering patent for its innovations?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, explained that the Company's innovations could be classified into 2 groups, which were (1) General innovations that were currently sold in the market. This type of products had not yet been patented. (2) The innovations in which the Company gathered information for registering patent. This group of products were expected to increase sale volume to the Company. Moreover, the Company made an agreement with all researchers to not complete with the Company for 2 years after their resignation.

Question 3 Was the Company's performance in the first quarter of 2017 in accordance with the Company's plan?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, informed that he, at this moment, could not comment the Company's performance in the first quarter of 2017.

Agenda 3 To consider and approve the Balance Sheets and Profit and Loss Statements of the Company for the fiscal year ended December 31, 2016

Mr. Anu Wongsarakit a shareholder and a proxy-holder asked the questions below:

Question 1 How could the Company increase its liquidity, decrease liabilities and receivables while its income and profits remained stable?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, explained that the Company's liabilities were lower because the Company had used the investment received from the IPO as working capital. The remaining investment from the IPO would be paid for various projects in the future as planned.

Ms. Patnaree Sirilerdworakarn, the Chief Financial Officer, also informed that in term of creditors and debtors, it appeared that the amount of Company's receivables were decreased because the Company can collect more money from its debtors. While the amount of Company's payables were increased because of increase in purchase orders of raw materials for manufacturing at the end of last year.

Question 2 How about bad debts of the Company which was based on the Company's financial statement of 2016?

Answer Ms. Patnaree Sirilerdworakarn, the Chief Financial Officer, explained that this item was only a forecast of due debts which were accrued under the general accounting standard.



Agenda 5 To consider and approve the appointment of new director(s) to replace those retired by rotation

Mr. Anu Wongsarakit a shareholder and a proxy-holder asked the questions below:

Question 1 How many directors were in the current Company's board of directors? Was the appointment of additional directors still allowed?

Answer Mr. Supachai Arunthamsakul, the Legal Advisor from International Legal Counsellors Thailand Ltd., explained that the number of Company's directors was complied with the Articles of Associations of the Company which prescribed the Company's directors to consist of at least 5 persons and, currently, there were 10 directors. The appointment of additional directors was allowed under the Company's Articles of Association.

Question 2 Would the return on investment be worthwhile since there are quite high investments in the Enterprise Resource Planning program ("ERP")?

Answer Mr. Athavudhi Hiranburana, the Chairman, explained that the ERP system was very significant at the present, however, the return on investment of such system was quite difficult to be assessed. Nevertheless, the aforesaid system would assist the Company in improving the work performance and also the efficiency of machinery and other equipment concurrently in order to compete with other competitors in the future.

Agenda 6 To consider fixing of the director's remuneration for the year 2016

Mr. Anu Wongsarakit a shareholder and a proxy-holder asked the questions below:

Question 1 Was the current remuneration of directors increased from last year? What were the rules for considering the amount of directors' remuneration since each position had different rates? Would there be any additional remuneration based on the Company's turnover allocating to directors?

Answer M.L. Thirachet Sonakul, the Chairman of the Nomination and Remuneration Committee, explained that since the Company had just entered the stock market, it was necessary to frequently hold the meeting for considering the business plan in the future. Accordingly, such amounts of remunerations were offered to both Chairman and directors who have different positions and duties. There were two types of remuneration's payment, per meeting and per month. The Company's directors would be monthly paid. For the Committee members, they would be paid per meeting.

Mr. Ek Suwatthanaphim, the Chief Executive Officer, further explained that the the Nomination and Compensation Committee had convened the meeting and determined the rate of remuneration to be at the same level with other similar industries with the Company which was deemed to be suitable. Each director had different roles and duties. The remuneration will be paid to each director. If any director took position in more than one board, he/she would be paid in accordance with the remuneration's rate of each board. For the executive who also was responsible for the director's duty, the Company had decided this year to pay the director's remuneration to him/her as well. The reason was that there were different duties between executive and director. Director had to take a risk and applied different knowledge. Therefore, director's remuneration was suitable. There would be no premium, pension or any bonus after considering the turnover of last year.

Agenda 7 To consider and approve the appointment of the Company's auditor and fixing the auditor's remuneration of Year 2017

Mr. Anu Wongsarakit a shareholder and a proxy-holder asked the questions below:

Question 1 How much the Company had to pay the auditor's remuneration for the Subsidiary Companies? Did this cost include all the necessary expenses?

Answer Ms. Pattanun Petchcherdchoo, the Chairperson of the Audit Committee, explained that the auditor's remuneration had already included the necessary expenses and the cost for Subsidiary Companies of approximately THB 130,000.-



Agenda 8 Other businesses (if any)

Pol. Capt. Pramook Karnchanapan, a shareholder and a proxy-holder asked the question below:

Question 1 Where did the materials used for the manufacturing process come from?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, further explained that there were 4 groups of adhesive products which the Company produced. The raw materials used for each product came from different sources. For example, the materials for solvent products were produced in Thailand. For the resin and polymer products, they came from Japan, China, Taiwan and Korea, depending on the type and quality of adhesive products. For the water base products, they had water as the main ingredient. The polymer would be mixed together with water and also resin which were produced in Thailand, Asian and European countries, i.e., Germany, United Kingdom and United States. For Hot Melt products, the raw materials had polymer, wax resin and other components. Further to the wax, there were various classes produced in Thailand, Asia and Europe. For Reactive Hot Melt products, the raw material for activating the chemical reaction was quite particular which had to be mainly imported from Europe and United States.

Mr. Anu Wongsarakit a shareholder and a proxy-holder asked the questions below:

Question 1 Could the Company achieve the 2 digits net profits' growth as per the Company's intention from the Hot Melt and Reactive Hot Melt products?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, further explained that nowadays, the change of technology had vital impact to the life's routine. The operators of consumer goods, which were sold to various industries, and the machineries had to use the adhesive products as part of their businesses. The Company had potential to manufacture products that met consumers' needs. Moreover, the Company would also be the solution provider. Thus, the shareholders could be assured that the Company could achieve the growth in the future.

Question 2 Had the Company have the fire insurance or any insurance for emergency case?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, explained that the Company paid greatly attention to this issue. For the internal of the Company, employees had Personal Protective Equipment ("PPE") to wear and also the regulations that had to be strictly complied with. Furthermore, the Company had fully set appropriate alert systems. The Company became aware of the responsibility to the employees, shareholders and other people in the nearby area. For the insurance, the Company had done the insurance for all risks besides the fire insurance as well. The reason was that the Company realized the impacts from the unexpected situations which could be occurred to Company.

Question 3 Could the Company hold the visiting program in order for the shareholders to have more understanding in the operation of the Company's business?

Answer Mr. Ek Suwatthanaphim, the Chief Executive Officer, informed the meeting that the Company was pleased to welcome all shareholders and would coordinate with the Public Relations Department regarding this issue.



Information on Auditors' Profile (M.R. & ASSOCIATES CO., LTD.)

1. Mr. Akadet Pliensakul

CPA (Thailand) No.	5389
Age	44 Years Old
Education	Bachelor in Accounting, Thammasat University
Current Position	Executive Director / Audit Partner
Professional Experience	Over 22 years in auditing the financial statements of both non-listed and listed companies in the stock exchange markets
Conflict of interest with the Company, the management, the major shareholders or any related person	None
Number of Year Services to the Company	1 year (2017)
Contact Information	M.R. & ASSOCIATES CO., LTD. Rooms 705-706, Chaophya Tower 89 Soi Wat Suan Plu, New Road, Bangrak, Bangkok 10500 Tel.: 02-630-7500, Fax.: 02-630-7506, E-mail: akadet@mrassociates.co.th



Information on Auditors' Profile (M.R. & ASSOCIATES CO., LTD.)

2. Mr. Pisit Chiwaruangroch

CPA (Thailand) No.	2803
Age	70 Years Old
Education	Bachelor in Accounting, Thammasat University
Current Position	Executive Director / Audit Partner
Professional Experience	Over 46 years in auditing the financial statements of both non-listed and listed companies in the stock exchange markets
Conflict of interest with the Company, the management, the major shareholders or any related person	None
Number of Year Services to the Company	Never certified for the Company's financial statements
Contact Information	M.R. & ASSOCIATES CO., LTD. Rooms 705-706, Chaophya Tower 89 Soi Wat Suan Plu, New Road, Bangrak, Bangkok 10500 Tel.: 02-630-7500, Fax.: 02-630-7506, E-mail: pisit@mrassociates.co.th



Information on Auditors' Profile (M.R. & ASSOCIATES CO., LTD.)

3. Miss Kornthip Wanichwisedkul

CPA (Thailand) No.	6947
Age	39 Years Old
Education	Master degree in business economics, Thammasat University; and Bachelor degree in accounting, University of the Thai Chamber of Commerce
Current Position	Executive Director / Audit Partner
Professional Experience	Over 18 years in auditing the financial statements of both non-listed and listed companies in the stock exchange markets
Conflict of interest with the Company, the management, the major shareholders or any related person	None
Number of Year Services to the Company	Never certified the Company's financial statements
Contact Information	M.R. & ASSOCIATES CO., LTD. Rooms 705-706, Chaophya Tower 89 Soi Wat Suan Plu, New Road, Bangrak, Bangkok 10500 Tel.: 02-630-7500, Fax.: 02-630-7506, E-mail: kornthip@mrassociates.co.th



Details of the Retired Directors being Proposed for Re-election

1. Mr. Narong Suwatthanaphim (68 Years)

Position	Vice Chairman
Appointment Date	9 June 2016
Tenure	1 year 9 months
% Shareholding	32.32%
Highest Education	Accounting, Thepprasart Commercial College
Governance Training	Directors Certification Program (DCP) 2015
Working Experiences	Listed Company 2012 - Present Vice Chairman of the Board of Directors, Selic Corp PCL. Non-listed Company 2014 - Present Director, Glow Care (Thailand) Co., Ltd. 2013 - Present Managing Director, Glow Clinic Co., Ltd. 2013 - Present Director, Enercel Glow Co., Ltd. 2013 - Present Director, Sweet Obsession Co., Ltd. 1992 - 2012 Director, Selic Chemical Co., Ltd.
Other Company that Compete with/ relate to the Company	None
Attend of Meeting in 2017	- The Board of Directors' Meeting 4 / 5 times - Annual General Shareholders' Meeting 1 / 1 time
Illegal Record in Past 10 years	None
Type of the Directors to be Appointed	Director
Relationship with Management	Father of Mr. Ek Suwatthanaphim and Mr. Kiattisak Suwatthanaphim



Details of the Retired Directors being Proposed for Re-election

2. M.L. Thirachet Sonakul (40 Years)

Position	Independent Director, Member of Audit Committee, and Chairman of Nomination & Remuneration Committee	
Appointment Date	9 June 2016	
Tenure	1 year 9 months	
% Shareholding	None	
Highest Education	Bachelor of Art in Marketing, University of Richmond Post Graduate Diploma Marketing, Surrey European Management School	
Governance Training	- Director Accreditation Program (DAP) 118/2015 - Advanced Audit Committee (AAP) 23/2016 - Board Nomination & Compensation Program (BNCP) 1/2017 Thai Institute of Directors (IOD)	
Working Experiences	Listed Company	
	2015 - Present	Independent Director, Member of Audit Committee, and Chairman of Nomination & Remuneration Committee, Selic Corp PCL.
	Non-listed Company	
	2012 - Present	Managing Director, Big Jet Travel Co., Ltd.
Other Company that Compete with/ relate to the Company	None	
Attend of Meeting in 2017	- The Board of Directors' Meeting 5 / 5 times - Audit Committee's Meeting 6 / 6 times - Nomination and Remuneration Committee's Meeting 4 / 4 times - Annual General Shareholders' Meeting 1 / 1 time	
Illegal Record in Past 10 years	None	
Type of the Directors to be Appointed	Independent Director	
Relationship with Management	None	



Details of the Retired Directors being Proposed for Re-election

3. Dr. Pattanant Petchchedchoo (46 Years)

Position	Independent Director, Chairman of Audit Committee, and Member of Risk Management Committee	
Appointment Date	9 June 2016	
Tenure	1 year 9 months	
% Shareholding	None	
Highest Education	- Ph.D. Accounting, University of Manchester, UK - Master of Business Administration, Assumption University - Master of Science, Chulalongkorn University - Master of Accounting, State University of Ohio, USA	
Governance Training	Director Certification Program (DCP) 191/2014 by Thai Institute of Directors (IOD)	
Working Experiences	Listed Company 2016 - Present Independent Director, Chairman of the Audit Committee, and Member of Risk Management Committee, Selic Corp PCL. Non-listed Company 2017 - Present Board of Directors in Auditing, Federation of Accounting Professions 2017 - Present Vice Chancellor, Partner Relation, Dhurakij Pundit University 2016 - Present Chief Executive Officer, Federation of Accounting Professions 2015 - Present Member of Audit Testing Subcommittee, Federation of Accounting Professions 2011 - Present Member of Audit Committee, Deposit Protection Agency 2015 - 2016 Dean, College of Innovative Business & Accountancy, Dhurakij Pundit University 2014 - 2017 Consultant for the Board of Directors, Federation of Accounting Professions 2011 - 2016 Dean, Accounting Faculty, Dhurakij Pundit University	
Other Company that Compete with/ relate to the Company	None	
Attend of Meeting in 2017	- The Board of Directors' Meeting 5 / 5 times - The Audit Committees' Meeting 6 / 6 times - The Risk Management Committees' Meeting 5 / 5 times - Annual General Shareholders' Meeting 1 / 1 time	
Illegal Record in Past 10 years	None	
Type of the Directors to be Appointed	Independent Director	
Relationship with Management	None	

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Details of the Amendment of the Company's Regulation

Chapter "Shareholders' Meeting" Article 36 "Regarding the right of shareholder to call extraordinary shareholder meeting"

According to the Head of National Remedies No. 21/2560 (2017) Re: Amendments to the Laws to Facilitate Business Operations, the Public Limited Company Act, B.E. 2535 (1992) has been amended in Section 100; resulting to the Company's regulation in Chapter 6 "Shareholders' Meeting" Article 36, regarding the right of shareholder to call extraordinary shareholder meeting, is not comply to the latest version of Public Limited Companies Act. Therefore, the Board of Directors' Meeting No.1/2018, which was held on 28th February 2018, has considered to amend the Company's regulation in Chapter 6, replace text in paragraph 3 and insert text in paragraph 4 and 5 as follows:

Existing

The board of directors shall call a meeting of shareholders which is an annual ordinary meeting of shareholders within four (4) months of the last day of the accounting year of the Company.

The meeting of shareholders other than the one referred to in paragraph one shall be called extraordinary meetings. The board of directors may call an extraordinary meeting of shareholders any time the board considers it expedient to do so.

Shareholders holding shares amounting not less than one-fifth (1/5) of the total number of shares sold or shareholders amounting not less than twenty-five (25) persons holding shares amounting not less than one-tenth (1/10) of the total number of shares sold may, by subscribing their names, request the board of directors to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within one (1) month as from the date the request is received from the shareholders.

Amendment

The board of directors shall call a meeting of shareholders which is an annual ordinary meeting of shareholders within four (4) months of the last day of the accounting year of the Company.

The meeting of shareholders other than the one referred to in paragraph one shall be called extraordinary meetings. The board of directors may call an extraordinary meeting of shareholders any time the board considers it expedient to do so.

One or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total number of shares sold may, by subscribing their names, request the board of directors in writing to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date the request in writing is received from the shareholders.

In case the board of directors fails to arrange for the meeting within such period under paragraph one, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under paragraph one. In such case, the meeting is deemed to be shareholders' meeting called by the board of directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under paragraph two, the number of the shareholders presented does not constitute quorum as prescribed by Article 38, the shareholders under paragraph two shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.



Summary Significant Information

The Employee Joint Investment Program (EJIP)

Selic Corp Public Company Limited "SELIC"

The Board of Directors' Meeting No. 1/2018 of Selic Corp Public Company Limited, which was held on 28th February 2018, has unanimously passed resolution to approve the Employee Joint Investment Program (EJIP) for the Company's directors and employees, the significant details as follows:

Objective to the Program:	- Serve as compensation to the Company's directors, managements, and employees, - Support the employees to be an Company owner by purchasing the Company's shares under this program terms and conditions, - To promote a sense of ownership for the employees.
Participating Company	Selic Corp Public Company Limited
Program Period	7 years for employees and 3 years for directors (including Silent Period)
Qualification of the EJIP Member	This program is eligible for the Company's directors, managements, and employee which divided into 4 groups as follows: Group 1 Department Manager Level up Group 2 Employees with excellent performance and employees in Research & Development Department under the EJIP terms and conditions Group 3 Chief Executive Level Group 4 Directors *** The participants in Group 1-3 have to be permanent employee with over 1 year of service. Moreover, the participant should never withdraw from the EJIP before, or withdraw from EJIP more than 2 years, or should be considered and approved by the EJIP Company.
Participant Contribution	The Company will deduct money of directors, managements, and employees at the same date of salary payment under the following conditions: Group 1 Up to 5% of basic salary Group 2 Up to 10% of basic salary Group 3 Up to 15% of basic salary Group 4 Starting from 10,000 Baht but not exceeding to 40,000 Baht *** For the director contribution, if the total amount of money over than monthly remuneration, directors should transfer remaining money to the Company in the same day or within 1 day after the date of salary payment.
Securities Company and Buying Date	The Company assigned Capital Nomura Securities Public Company Limited as a manager of the EJIP, and being the broker for buying/selling the shares under the EJIP (Selic Corp Public Company Limited "SELIC") in the Stock Exchange Market, within the specified date each month (Money Transfer Date) and buy the share on the next day (Share Purchasing Date), under the criterions, procedures, and conditions as stipulated in the terms and conditions of EJIP to be approved by the SEC, and including the allocation of shares purchased each month to each employee's account.
Conditions for Security Holding	The participants have to strictly comply with the terms and conditions of the Silent Period throughout the duration of program. Also, the participants will have right to sell the holding shares during EJIP under the conditions as follows:



Member in Group 1-3 The participants should maintain the membership of the program from the beginning until the end of program period. The ownership rights of the shares contributed by the Company will be transferred to the participant of this program as follow;

- At the end of 4th year, 25% of shares contributed by the Company will be transferred,
- At the end of 5th year, 50% of shares contributed by the Company will be transferred,
- At the end of 6th year, 75% of shares contributed by the Company will be transferred,
- At the end of 7th year, 100% of shares contributed by the Company will be transferred.

Member in Group 4 (Silent Period)

- At the end of 1st year, be able to sell 50% holding shares under EJIP,
- At the end of 2nd years, be able to sell 75% holding shares under EJIP,
- At the end of 3rd year, be able to sell entire holding shares under EJIP,

During EJIP period, in case of corporate actions such as dividend payment, share offering for increasing capital, or attend the shareholders' meeting, EJIP member shall have a right to receive benefit as proportion including the shares contributed by the Company that time. Although, the shares will not be allocated to the members due to the terms and conditions stated above.

Withdrawing Condition

- (1) EJIP member can withdraw from this program at his/her own discretion by submitting to the EJIP Chairman a request for withdrawal not less than 30 days before withdraw. However, if an EJIP member withdraws, he/she cannot rejoin unless after 2 years and get an approval from the Chairman of EJIP Committee;
- (2) If the EJIP member loses his / her membership qualification, he/she shall automatically be withdrawn from this program and the EJIP membership;
- (3) The following conditions will automatically dismember from the membership:
 - (3.1) The EJIP member resigns from the employment,
 - (3.2) The EJIP member submits written intention to withdraw from the program,
 - (3.3) In case of death or by the court order declares as disappear person, and
 - (3.4) In case of disable or incompetent or by the court order declares as disable/incompetent person.
- (4) The Company has right to withdraw membership of participant, including indemnify, if the members does not comply to the EJIP terms and conditions, or the implementation of the EJIP project is not accurate or complete as prescribed.

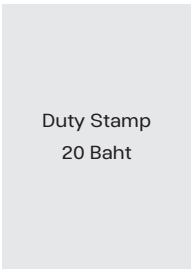
However, the Company may set the time of amendment, if the members has corrected as specified period, he/she will not be withdraw from membership.

The Board of Directors delegated the authority to the EJIP Committee in setting the terms and conditions of the Agreement between the Company, participants, and the Securities Company, in order to achieve the objectives of EJIP, while comply with the laws, the Securities' regulations, as well as the SEC's notifications.

However, the Company will propose the terms and conditions of EJIP to the SEC for consideration and approval.

Mr. Ek Suwatthanaphim

Chief Executive Officer



Proxy (Form B)

Shareholders' Registration No. _____

Issue at _____

Date _____ Month _____ Year _____

(1) I/We _____ Nationality _____

Address _____

_____ Province _____ Postcode _____

(2) being a shareholder of **Selic Corp Public Company Limited (The Company)**

Holding the total amount of _____ shares and have the rights to vote equal to _____ votes as follows:

Ordinary share _____ shares and have the rights to vote equal to _____ votes

Preference share _____ shares and have the rights to vote equal to _____ votes

(3) Hereby appoint (The shareholder may appoint the Independent Director/Audit Committee of the Company to be the proxy, please refer to details in Remark No.6)

(1) _____ Age _____ Years

Address _____

_____ Province _____ Postcode _____

(2) _____ Age _____ Years

Address _____

_____ Province _____ Postcode _____

(3) _____ Age _____ Years

Address _____

_____ Province _____ Postcode _____

Only one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Shareholders Meeting 2018 (the Meeting) on Thursday 5 April 2018 at 14.00 hours at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkok 10120 or such other date, time and place as the Meeting may be adjourned.

(4) In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

Agenda 1 To Consider and Certify the Minutes of the Annual General Shareholders' Meeting 2017, held on 5 April 2017

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 2 To Acknowledge the Company's Operating Results and the Board of Directors' Report Year 2017

As this item is for information to shareholders, there will be no voting.

Agenda 3 To Consider and Approve the Financial Statements and Acknowledge the Auditor Report Year 2017

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 4 To Consider and Approve the Allocation of 2017 Net Profit as Dividend

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 5 To Consider and Approve the Appointment and Remuneration of External Auditors Year 2018

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6 To Consider and Approve the Appointment of Directors to Replace those who will Retire by Rotation in 2018

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve the appointment of all directors

☐ Approve ☐ Disapprove ☐ Abstain

☐ Approve the appointment of certain directors as follows:

1. Mr. Narong Suwatthanaphim

☐ Approve ☐ Disapprove ☐ Abstain

2. M.L. Thirachet Sonakul

☐ Approve ☐ Disapprove ☐ Abstain

3. Dr. Pattanant Petchchedchoo

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7 To Consider and Approve the Remuneration of the Board of Directors for Year 2018

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 8 Other Matters (if any)

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve ☐ Disapprove ☐ Abstain

Any acts performed by the proxy in this Meeting except my/our proxy hasn't voted as I/we specified shall be deemed to be the actions performed by myself/ourselves.

Signed _____ Proxy Signed _____ Proxy
 () ()

1. The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and may not split the number of shares to many proxies for splitting votes.
2. The shareholder may grant the power to the proxy for all of the shares specified in Clause (2) and may not grant only a portion of the shares less than those specified in Clause (2) to the proxy except the proxy as form C.
3. In this regard, if the content is too long, it can be specified in the attached supplemental proxy form.
4. If there is any rule or regulation requiring the proxy to make any statement or provide any evidence, such as the case that the proxy has interest in any matter which he/she attends and votes at the Meeting, he/she may mark the statement or provide evidence by specifying in Clause (5).
5. The shareholder can vote the appointment of directors either all directors or individual director in such item.
6. The shareholder may appoint Independent Director/Audit Committee of the Company, Mr. Pornpat Kijaroen, to be the proxy as follows: (details of directors as shown in the Attachment 8)

Supplemental Proxy Form

The proxy is granted by a shareholder of Selic Corp Public Company Limited.

For the Annual General Shareholders' Meeting 2018 shall be held on Thursday 5 April 2018 at 14.00 hours at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkok, Bangkok 10120 or such other date, time and place as the meeting may be adjourned.

Agenda _____ **Re:** _____

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda _____ **Re:** _____

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda _____ **Re:** _____

☐ (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.

☐ (b) To grant my/our proxy to vote at my/our desire as follows:

☐ Approve

☐ Disapprove

☐ Abstain

Agenda _____ **Re:** _____

Director _____

☐ Approve

☐ Disapprove

☐ Abstain

Director _____

☐ Approve

☐ Disapprove

☐ Abstain

Director _____

☐ Approve

☐ Disapprove

☐ Abstain

I/We certify that the statements in this Supplemental Proxy Form are correct, complete and true in all respects.

Signed _____ Grantor
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Signed _____ Proxy
()

Signed _____ Proxy
()



Definition of Independent Director

Independent Director is qualified individual and possesses an independency according to the Company's Corporate Governance Policy established by the Board, and the criteria established by the Stock Exchange of Thailand, which have been defined equally restrictively to the criteria established by the Stock Exchange of Thailand. An Independent Director must:

1. holding shares not exceeding 1 percent of the total number of voting rights of the Company, its parent company, subsidiary, affiliate, or controlling person; including the shares held by related persons of the independent director.
2. neither be nor having been an director (having management role), employee, officer, advisor (obtaining a regular salary), or controlling person of the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling person; unless the relationship as mentioned have ended not less than 2 years prior to the date of appointment.
3. not be a person related by blood or registration under laws of executives, major shareholders, controlling persons, or persons to be nominated as executive or controlling persons of the Company or its subsidiary.
4. neither be nor having been business relationship with the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling person in any manner that may interfere with his/her independent judgment; and not be nor have been a substantial shareholder or controlling person in its parent company, subsidiaries, affiliates, major shareholder, or controlling persons; unless the relationship as mentioned have ended not less than 2 years prior to the date of appointment.
5. neither be nor having been an auditor of the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling persons which may have any conflict of interest; and not having been a substantial shareholder, controlling person, or partner of an audit firm which employs auditors of the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling person of the Company; unless the relationship as mentioned have ended not less than 2 years prior to the date of appointment.
6. neither be nor having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding 2 million Baht from the Company, its parent company, subsidiaries, affiliates, major shareholder, or controlling persons; and not having been a substantial shareholder, controlling person, or partner of the professional advisor; unless the relationship as mentioned have ended not less than 2 years prior to the date of appointment.
7. not be nor have been an appointed director as representative of the Company's director, major shareholder, or any shareholder who are related to the Company's major shareholder.
8. not conduct any business as same nature nor be significant competition to the Company's or its subsidiaries; nor being substantial partner, director (having management role), employee, officer, advisor (obtaining a regular salary), or shareholder with more than 1 percent shareholding of the voting shares in any company conducting same business or be significant competition to the Company's or its subsidiaries.
9. not have any other manners, which may render him/her incapable of expressing independent opinions with regard to the Company's business.

The Company may appoint a person who has a business relation or provides a professional service described in item No. 4 or 6 above if the Board carefully considers the business relationship of service provided and concludes that the appointment will not interfere with the exercise of independent judgment in the independent director's responsibilities. Thus, the Company must disclose the following information in the items regarding the appointment of independent directors on the agenda of the shareholders' meeting:

- a) The nature of the business relationship or professional service that excludes the nominated independent director from the standard requirements;
- b) The reason or need to retain or appoint this person as an independent director;
- c) The Board's opinion on proposing the appointment of this person as an independent director.



The Information of Independent Director to present as proxy

1. Mr. Pornpat Kijaroen (41 Years)

Address	No. 1028/2 Narathiwat 17 Yak 2 Road, Thung Mahamek, Sathorn, Bangkok 10120	
Position	Independent Director, Member of the Audit Committee, Member of Nomination and Remuneration Committee, and Member of Risk Management Committee	
Director Training	– Directors Accreditation Program (DAP) 2015	
Education	Bachelor of Management Science, Royal Holloway, University of London	
Working Experiences within 5 years	2015 – Present	Independent Director, Member of the Audit Committee, Member of Nomination and Remuneration Committee, and Member of Risk Management Committee, Selic Corp PCL.
	2008 – Present	Director, Srisatian Land and House Co., Ltd.
Illegal Record in past 10 years	None	
Relationship with Management	None	
Conflict of Interest	None	
Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years		
Being a director that take part in managing day-to-day operation, employee, or Advisor who receive a regular salary	None	
Being a professional service provider (i.e. auditor, lawyer)	None	
Having the significant business relations that may affect the ability to perform independently	None	



The Company's Article of Association Concerning the Shareholders' Meeting

- Article 36 The Board of Directors shall call a Shareholders' Meeting which is Annual General Shareholders' Meeting within 4 (four) months from the end of the Company's fiscal year.
- Shareholders' Meetings other than the one referred to in the first paragraph shall be called Extraordinary General Shareholders' Meeting. The Board of Directors shall call an Extraordinary General Shareholders' Meeting at any time it deems appropriate.
- Shareholders holding shares of no less than one-fifth (1/5) of the total amount of shares sold or no less than twenty five (25) shareholders holding shares no less than one-tenth (1/10) of the total amount of shares sold, have the right to collectively send a letter asking the Board of Directors to convene an Extraordinary General Shareholders' Meeting at any time, provided that the letter shall state the clear reason for convening such a meeting. In this case, the Board of Directors must arrange for Shareholders' Meeting to be held within one (1) month from the date of receipt of the letter from the aforementioned Shareholders.
- Article 37 In regard to calling the Shareholders' Meeting, the Board of Directors shall prepare a notice containing information regarding the venue, date, time, agenda, and matters to be presented to the meeting together with adequate details. The matters to be presented at the Shareholders' Meeting must be clearly identified, whether they are presented for the purpose of acknowledgement, or for approval, or for consideration, as the case may be. The meeting notice shall include the comments of the Board of Directors on such matters. The meeting notice shall be sent to the Shareholders and the registrar at least seven (7) days prior to the meeting date. In addition, the notice of a Shareholders' Meeting shall be published in a newspaper no less than three (3) consecutive days and the publication shall be made no less than three (3) days prior to the meeting date. The venue for convening the Shareholders' Meeting may be located in the province in which the head office is located or other places as prescribed by the Board of Directors.
- Article 38 At any Shareholders' Meeting, a quorum shall consist of the presence of the Shareholders or representatives of Shareholders (if any) at least twenty five (25) persons or at least half of the total number of Shareholders and holding shares in a total amount of at least one-third (1/3) of the total number of the shares sold. At any Shareholders' Meeting, if the quorum is not constituted by one (1) hour after the time for which the meeting is scheduled under paragraph one and such Shareholders' Meeting is called at the request of the Shareholders, such Shareholders' Meeting shall be adjourned. If the Shareholders' Meeting is not called at the request of the Shareholders, the Shareholders' Meeting shall be adjourned and rearrangement. In this regard, a notice shall be sent to the Shareholders at least seven (7) days prior to the meeting date. A quorum for this rescheduled Shareholders' Meeting is not required.
- Article 39 Chairman of the Board of Directors shall be Chairman of the Shareholders' Meeting. In case that Chairman of the Board of Directors is not present or is unable to perform his/her duty, Vice Chairman shall act as Chairman of the Shareholders' Meeting. If Vice Chairman is not present or is unable to perform his/her duty, a Shareholder shall be elected to be Chairman of the Shareholders' Meeting.
- Article 40 Regarding to the voting at the Shareholders' Meeting, each Shareholder shall have one vote for each share he/she holds. If any Shareholder has any specific interest in any matter, such Shareholder shall be prohibited from casting his/her vote on that matter except in the voting for the election of directors. The resolution of the Shareholders' Meeting shall be made as follows:
1. In normal cases, a majority of the Shareholders who are present and casting their votes shall prevail. In the event of a tied vote, the Chairman shall have a deciding vote.
 2. Each of the following matters requires at least three-fourths (3/4) of total votes of the Shareholders who are present and entitled to vote:
 1. The sale or transfer of all or an essential part of the Company's business to other persons;
 2. The purchase or acceptance of the transfer of the business of other private or public companies by the Company;
 3. The execution, amendment, or termination of all or an essential part of the agreement related to the lease of business of the Company, the assignment of other person(s) to manage the Company's business, or the merging of the Company's business with other persons for the purpose of benefit sharing;
 4. Amendment of the Company's Memorandum or Articles of Association;
 5. Increase or decrease of the registered capital of the Company;
 6. Dissolution of the Company;



7. Issuance of debentures of the Company;
8. Merger of the Company with another company;

Article 41 The following matters are to be transacted at the Annual General Shareholders' Meeting:

1. To consider the report of the Board of Directors relating to the Company's performance in the previous year;
2. To consider and approve the financial statement for the previous fiscal year;
3. To consider the arrangement of profits and the distribution of dividends;
4. To consider the election of Directors to replace those retiring by rotation and determine the remuneration of the Directors;
5. To appoint the Auditor and to determine the remuneration of the Auditor; and
6. To consider any other matters (if any).



Clarifications Concerning Documents and Evidence Identifying Shareholders and Proxies Eligible to Register, Attend, and Vote at the Meeting

The Company shall convene the Annual General Shareholders' Meeting 2018 on 5th of April 2018 at 14.00 hrs at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkoleam, Bangkok 10120. In this connection, the Company shall proceed with Barcode system for transparency, fairness, and benefits to shareholders. The Company considers appropriate to impose procedures on review of evidence documents identifying shareholders or proxies as follows:

1. Proxy Form

The Company has prepared proxy forms for shareholders who cannot attend the Meeting. Shareholders can proxy to any other person or the Company's independent director.

1. The Company attaches a Proxy Form B to this Notice, which prescribes certain particulars.
2. In case that shareholders would like to apply a Proxy Form A, a simple proxy form, or Proxy Form C for foreign investors appointing custodians as depositary; it can be downloaded from the Company Website <http://seliccorp.com/investors/information-shareholder/>. In all cases, please produce the Registration Form or Proxy Form B, on which a Barcode is affixed, on the date of Meeting.

Shareholders may apply either Form A or B while foreign investors appointing custodians as depositary in Thailand can select Form A, B, or C.

2. Documents to be produced prior to the Meeting

Person

1. In case shareholder attend the Meeting by his/herself, please show valid government issued document e.g. ID Card or Driving License, also supported documents in case of name-surname changed thereto; please produce the Registration Form as well
2. Proxy:
 - Any Proxy Form duly filled in and signed by shareholder and proxy;
 - Copy of valid government issued document duly certified by shareholder and proxy;
 - Copy of valid government issued document duly certified by proxy at point of registrationIn case that shareholder would like to apply Proxy Form A, please also produce the Registration Form or Proxy Form B, on which a Barcode is affixed, on the date of Meeting.

Juristic Entity

1. Personal attendance by authorized director(s):
 - Any Proxy Form duly filled in and signed by shareholder and proxy;
 - Copy of valid company certificate not exceeding 3 months duly certified by authorized director(s) containing particulars that director(s) attending the Meeting is(are) duly authorized;
 - Copy(ies) of valid government issued document duly certified by such director(s).In case that shareholder would like to apply Proxy Form A, please also produce the Registration Form or Proxy Form B, on which a Barcode is affixed, on the date of Meeting.
2. Proxy:
 - Any Proxy Form duly filled in and signed by authorized director(s) of shareholder and proxy;
 - Copy of valid company certificate not exceeding 3 months duly certified by authorized director(s) containing particulars that director(s) affixing signature(s) on the Proxy Form is(are) duly authorized;
 - Copy(ies) of valid government issued document to director(s) who is(are) director(s) duly certified by him/her/them;
 - Copies of valid government issued document to proxy duly certified together with originals thereof at point of registration.In case that shareholder would like to apply Proxy Form A, please also produce the Registration Form or Proxy Form B, on which a Barcode is affixed, on the date of Meeting.



3. Appointed custodian as depositary by foreign investors:
 - 3.1 documents as under juristic entity 1 and 2 shall be prepared;
 - 3.2 in the case that custodian has been authorized to sign on proxy, the following documents shall be produced:
 - A power of attorney appointing such custodian to sign on proxy;
 - A confirmation letter that signatory has been licensed to engage in custodian business.

In the case that shareholder would like to apply Proxy Form A or C, please also produce the Registration Form or Proxy Form B, which a Barcode has been affixed, on the date of the Meeting. If an original document is not made in English, please attach the translation duly certified by director(s) of such juristic entity.

3. Registration

The Company shall proceed with registration not less than two hours prior to the Meeting or from 12.00 hrs, on 5th of April 2018 at the venue with a map attached to the Notice.

4. Casting Votes Criteria

General Agenda

1. A vote in each agenda shall be one share per one vote. Shareholders shall only vote for approve, disapprove, or abstain while splitting of votes is not allowed.
2. Proxy:
 - 2.1 Proxy shall cast a vote only as specified in the Proxy; non-compliance shall not constitute a valid vote by shareholders.
 - 2.2 In the case that no instruction has been specified, or instruction is not clear on the Proxy in each agenda, or the Meeting considers or votes on any issue other than those specified on the Proxy, or there would be any amendment to or change in facts, then proxy shall have discretion to consider and vote as appropriate.

Director Agenda

Shareholders shall elect directors in accordance with the rules and procedures as follows:

1. Every shareholder shall have one vote for each share he is holding;
2. Each shareholder may exercise all the votes he has under item 1) above to elect one or several director(s). In the case of electing several directors, he may not allot his votes to each unequally.
3. The persons receiving the highest votes in respective order shall be elected as directors at the number equal to the number of directors required at that time. In the case of an equality of votes among the persons elected in order of respective high numbers of votes, which number exceeds the required number of directors of the Company at that time, Chairman of the Meeting shall be entitled to a second or casting vote.

5. Procedures on Casting Votes

Chairman of the Meeting or assigned officer shall explain casting vote, one share per one vote under the following procedures:

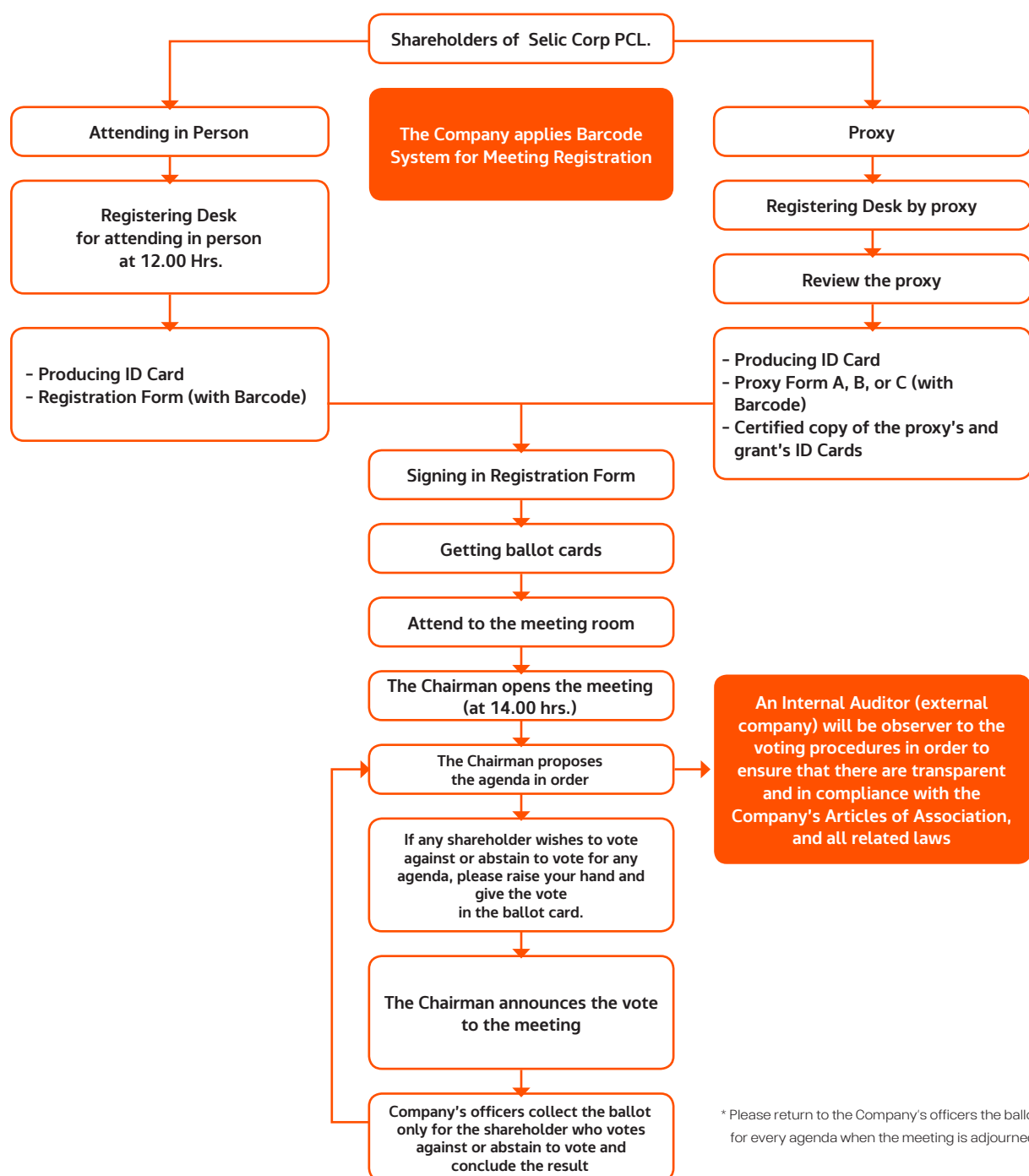
1. Chairman of the Meeting shall ask the Meeting to cast vote on each agenda as to approve, disapprove, or abstain. A vote shall be cast by shareholder or proxy on one opinion only.
2. Votes shall be counted only by shareholders who disapprove or abstain from votes as specified in the ballots distributed by the Company at time of registration so that such ballots shall be summed up and deducted from all votes by shareholders attending the Meeting, and that the remainder counted as agreement on such agenda.

6. Counting and Announcing the Votes

Assigned officers shall count and sum up votes on each agenda based on a Barcode duly affixed on the ballots received and marked with disagreement or abstention, as the case may be, then deduct same from all votes by shareholders attending the Meeting. Results shall be announced for each agenda.



Procedures for attending of the Annual General Meeting of Shareholders 2018 Selic Corp Public Company Limited On 5th of April 2018



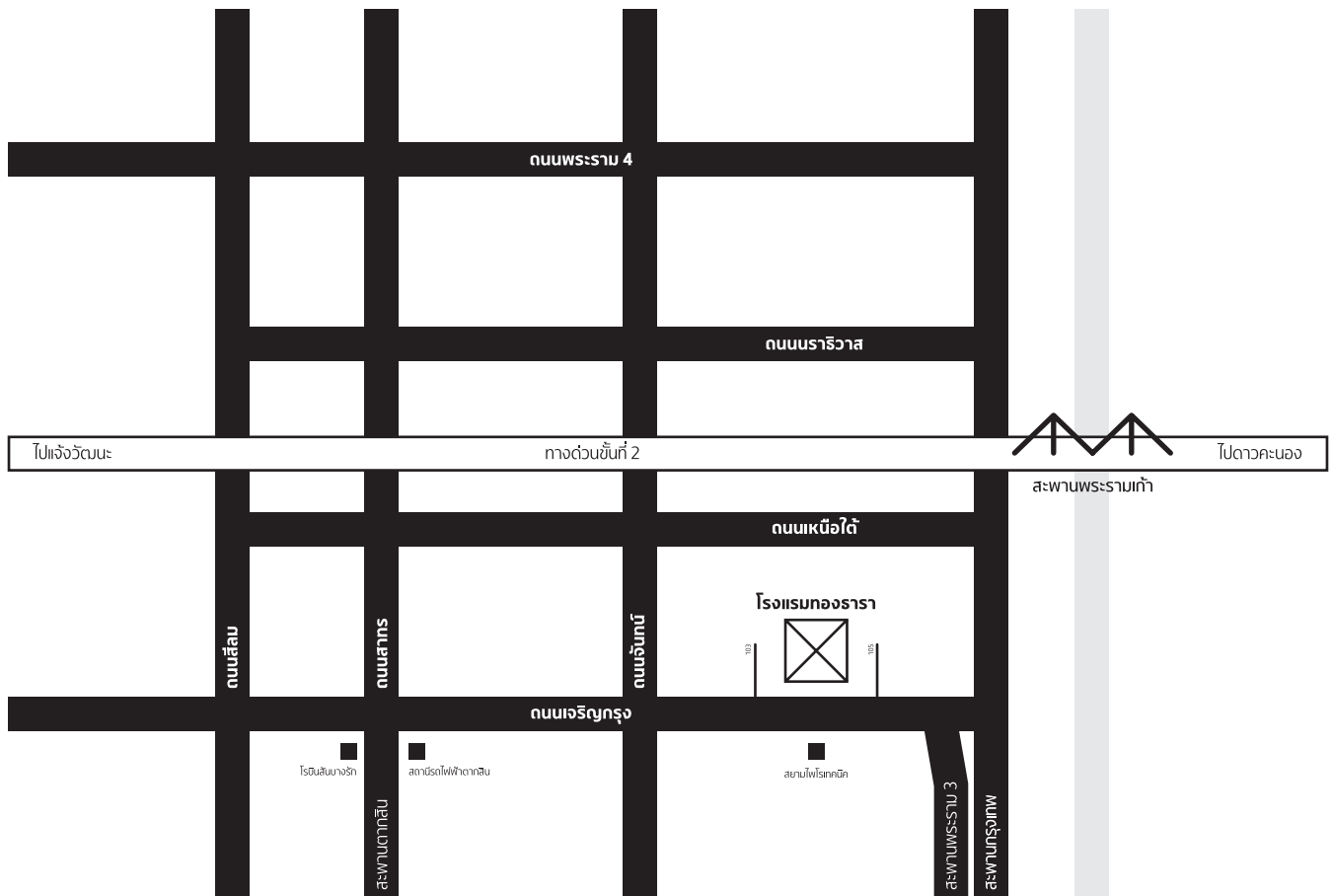


Procedures for Sending any Query in Advance

The Company has considered appropriate that any query or comment in relation to the shareholders' meeting can be sent to the Board of Directors in advance via the following channels:

1. Shareholder(s) who would like to raise any query or comment should provide his/her information as follows:
 - Name, address, telephone, and facsimile or e-mail which the Company can contact;
 - Query or comment to be proposed with documents or accompanying information (if any).
2. Channels:
 - Facsimile No. (66) 2445 5245
 - E-mail: InvestorRelation@seliccorp.com
 - Website: <http://seliccorp.com/th/investors/information-shareholder/>
3. Period to send query:

The Company requests that any query and/comment may be sent now until 30th March 2018.
4. Company Secretary shall gather all query/comment and propose to Chairman, Managing Director/Chief Executive Officer, and related Executives in order to answer the query/comment to shareholders.



The Grand Ballroom, 7th Floor, Tongtara Riverview Hotel

No. 9/99, Charoen Krung Road, Bangkok 10120

Tel: +66 (0) 2291 9800-1, +66 (0) 2688 0188 Fax: +66 (0) 2291 9791-2



Selic Corp Public Company Limited

270 Liapkhlongphasicharoenfangtai Road, Nongkhaem 10160, Bangkok, Thailand

Phone +66 2807 3347-9 **Fax** +66 2445 5245 **seliccorp.com**