



Invitation to attend
the 2021 Annual General Meeting of Shareholders

Selic Corp Public Company Limited

Thursday, April 22, 2021 at 14:00 hours (GMT+7)

The Grand Ball Room 7th Floor, Tongtara Riverview Hotel
No.9/99, Charoen Krung Road, Bangkoleam, Bangkok 10120

Registration time starts from 12:00 hours

For the convenience of shareholders or proxies attending the meeting,
please bring the Invitation to the 2021 Annual General Meeting of Shareholders
registration form with a barcode and QR Code that the company sent to
the shareholders or proxy form for registration at the meeting.



Ref. OP.SL. 004/2021

March 31, 2021

Subject: Invitation to attend the 2021 Annual General Meeting of Shareholders

To: Shareholders of Selic Corp Public Company Limited

Attachments for the Invitation Letter:

1. Copy of the Minutes of the 2020 Annual General Meeting of Shareholders (For Agenda No. 1)
2. The Company's Annual Report (Form 56-1 One Report) for 2020 and the Sustainability Report for 2020 on the QR Code format
3. The Capital Increase Report Form (Form F53-4) (For Agenda No. 5, 6, 7, 8, 9, 10, 11)
4. Information of the Auditors' Profile (For Agenda No. 4)
5. Names and profiles of directors who are retired by rotation and nominated to be re-elected as directors for another term (For Agenda No. 12)
6. 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://www.seliccorp.com/investor-stock-news.php>
7. Definition of Independent Director and Information of the Company's Independent Director for proxy granting from Shareholders
8. The Company's Articles of Association relevant to the shareholders' meeting
9. Guidelines for registration, proxy, documents or evidence required for attending the shareholders' meeting, voting and vote counting
10. Procedures for attending the 2021 Annual General Meeting of Shareholders
11. The 2021 Annual General Meeting of Shareholders registration form with a barcode and QR Code (to bring along for registration at the meeting)
12. Procedures for submitting inquiries in advance
13. The QR Code Downloading Procedure for supporting documents for the 2021 Annual General Meeting of Shareholders
14. The Company's Precautionary Measures and guidelines for holding the 2021 Annual General Meeting of Shareholders under the circumstance of Coronavirus 2019 (COVID-19)
15. Map showing venue of Shareholders meeting

The Board of Directors of Selic Corp Public Company Limited (“the Company”) has resolved in the meeting No. 1/2021 on February 25, 2021 to convene the 2021 Annual General Meeting of Shareholders on Thursday, April 22, 2021 at 14.00 hours at the Grand Ball Room 7th Floor, Tongtara Riverview Hotel No.9/99, Charoen Krung Road, Bangkoleam, Bangkok 10120 to consider the agendas as follows:

In order to define the agenda for the 2021 Annual General Meeting of Shareholders, the Company disclosed an announcement on its website to invite the shareholders to propose meeting agenda items in advance during October 29, 2020 to December 30, 2020. At the end of the period, no agenda items had been proposed, therefore, the Company would like to announce the meeting agendas approved by the Board of Directors as follows:

Agenda 1 To certify the Minutes of the 2020 Annual General Meeting of Shareholders.

Facts and Rationale

The 2020 Annual General Meeting of Shareholders was held on July 2, 2020 and the minutes of the meeting was prepared and filed with the Stock Exchange of Thailand within 14 days from the date of the Meeting. The details were publicly disclosed on the website <http://www.seliccorp.com/investor-stock-news.php> and submitted to the Ministry of Commerce within the period required by law.

The Board’s Opinion

The Board of Directors is of the opinion that the said minute is accurate and complete, and the same should be proposed to the 2021 Annual General Meeting of Shareholders to certify, with the details as appeared in the Attachment No. 1.

Voting Requirement

The resolution of this agenda requires the majority votes of shareholders who attend the meeting and cast their votes.

Agenda 2 To acknowledge the report on the Company's operating results for the year ending December 31, 2020.

Facts and Rationale

Article 41 (1) of the Company’s Articles of Association stipulates that the Annual General Meeting of Shareholders shall consider the report of the Board of Directors regarding the Company’s business in the previous year. The details have disclosed in the 2020 Annual Report (Form 56-1 One Report) as appeared in the Attachment No. 2.

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should acknowledge the Company's operating results for the year 2020 along with the significant changes that occurred during the year. The details have disclosed in the 2020 Annual Report (Form 56-1 One Report) section "Management Discussion and Analysis: MD&A" as appeared in the Attachment No. 2.

Voting Requirement

This agenda is for acknowledgement; therefore, there is no requirement for voting.

Agenda 3 To consider and approve the Company's financial statements for the fiscal period ended December 31, 2020.

Facts and Rationale

According to the Article 41 (2) of the Company's Articles of Association, the Board of Directors is obliged to propose the Company's financial statement for the fiscal period ended December 31, 2020 to the Shareholders' Meeting for approval.

The key information of the Company's financial status and operating results for the year 2020 ended December 31, 2020 are as follows:

Unit: million baht

รายการ	Year 2020	Year 2019
Total Assets	1,618.55	1,593.50
Total Liabilities	1,096.93	1,161.04
Total Shareholders' Equity	521.61	432.46
Total Income	1,260.33	1,397.79
Net Profit for the year	89.31	85.81
Basic Earnings Per Share (Baht/Share)	0.27	0.30
Cash flow from operating activities	207.91	148.40
Cash flows from investing activities	-11.51	-803.26
Cash flow from financing activities	-161.73	561.16

The Audit Committee's Opinion

The Audit Committee has considered and reviewed the Company's 2020 financial statements for the fiscal period ended on December 31, 2020, which were audited and signed by the auditor from KPMG Phoomchai Audit Ltd., and deems it appropriate to propose that the Board of Directors should submit the Company's 2020 financial statements for the fiscal period ended on December 31, 2020 to the 2021 Annual General Meeting of Shareholders for consideration and approval.

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the Company's financial statements for the year ended December 31, 2020 which was duly audited by the Company's auditor and reviewed by the Company's Audit Committee.

Voting Requirement

The resolution of this agenda requires the majority votes of shareholders who attend the meeting and cast their votes.

Agenda 4 To consider the appointment of the Company's Auditor and to fix the auditing fees for the year 2021.

Facts 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 has considered the work experiences of KPMG Phoomchai Audit Ltd. that can perform duties appropriately and has no conflict of interest with the Company, subsidiaries, the executives and major shareholders or any related persons of those persons. Therefore, KPMG Phoomchai Audit Ltd. is able to conduct the audits on the Company's schedule and can audit rapidly and efficiently due to its well understanding pertinent to the Company's business. Therefore, the Audit Committee proposed that the Board of Directors should submit to the shareholders to consider and appoint the auditors from KPMG Phoomchai Audit Ltd. as the Company's auditors for the year 2021 ended December 31, 2021 by allowing any one of them to conduct

an audit and comment on the financial statements of the Company. The details are as follows:

Name of Auditor	C.P.A. License No.	Year(s) as the Auditor of the Company
1. Miss Dussanee Yimsuwan	10235	2 years (appointed in 2019 and 2020)
2. Mr. Natthaphong Tantichattanont	8829	2 years (appointed in 2019 and 2020)
3. Miss Sophit Prompol	10042	2 years (appointed in 2019 and 2020)

The proposed auditors' profiles are shown in the Attachment No. 4.

The auditing fees for the year 2021 are as follows:

1. The Annual auditing fees is amount of Baht 1,820,000 (One million eight hundred and twenty thousand baht only).
2. Other Fee (Non-Audit Fee) - None -

The total of the annual auditing fees amounting to Baht 1,820,000 (One million eight hundred and twenty thousand baht only) which is 1.11 percent increasing from the auditing fees for the year 2020. In addition, the said auditors have no conflict of interest with the Company, subsidiaries, the executives, major shareholders or any related person of those persons. Therefore, the said auditors are able to audit and express its opinions on the Company's financial statements independently and have provided the auditing services to the Company for 2 years since 2019 to 2020.

The comparison table of auditing fees for the year 2020 and the year 2021

Auditing Fees & Other Fee	Year 2021 (Proposed Year)	Increase /)Decrease(	Year 2020
The annual auditing fees	1,820,000	1.11%	1,800,000
Other Fee	-	-	-
Total	1,820,000	1.11%	1,800,000

Moreover, the auditors of KPMG Phoomchai Audit Ltd. are also the auditor of 2 subsidiaries of the Company.

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the appointment of auditors from KPMG Phoomchai Audit Ltd. as the Company's auditors for the year 2021 ended December 31, 2021 and approve the auditing fees for the year 2021 ended December 31, 2021 by allowing any one of them to conduct an audit and comment on the financial statements of the Company according to the opinion of the Audit Committee, details are as follows:

Name of Auditor	C.P.A. License No.	Year(s) as the Auditor of the Company
1. Miss Dussanee Yimsuwan	10235	2 years (appointed in 2019 and 2020)
2. Mr. Natthaphong Tantichattanon	8829	2 years (appointed in 2019 and 2020)
3. Miss Sophit Prompol	10042	2 years (appointed in 2019 and 2020)

And to fix the auditing fees for the year 2021 ended December 31, 2021 amounting to Baht 1,820,000 (One million eight hundred and twenty thousand baht only).

Voting Requirement

The resolution of this agenda requires the majority votes of shareholders who attend the meeting and cast their votes.

Agenda 5 To consider and approve the allocation of profit from the retained earnings of the Company for the year 2020 to pay stock dividends.

Facts 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.

From the past company's performance for the period ending 31 December 2020, the company reported the total net profit of Baht 103,497,063 under the company's separate financial statements, in accordance with Section 116 of the Public Limited Companies, requires the company to allocate a portion of its annual net profit as a company legal reserve for the amount not less than 5% of its annual net profit deducted by the accumulated deficit brought forward (if any) until this legal reserve fund reaches 10% of the registered capital. The Board of Directors has considered, therefore, it is appropriate for the shareholders' meeting to approve the allocation of legal reserve fund in the amount of Baht 5,174,853.15, equivalent to 5% of the net profit for the accounting period.

The Board of Directors deemed it appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider and approve the appropriation of the legal reserve and the dividend payment for the year 2020 performance as a stock dividend and cash dividend to shareholders. The details are as follows:

1. Approve the appropriation of net profit not less than 5% as a legal reserved for the 2020 in the amount of Baht 5,174,853.15.
2. Approve the dividend payment from the net profit by issuing ordinary shares to existing shareholders of the Company at the rate of 3.299987 existing shares per 1 stock dividend. Total amount is not exceeding Baht 50,000,000 or equivalent to the dividend payment rate of Baht 0.1515157418 per share. In the case that any shareholders hold the fraction of shares, after such allocation, the dividend will be paid in cash at the rate of Baht 0.1515157418 per share.
3. Approve the cash dividend at the rate of not exceeding Baht 0.0168350824 per share, or a total amount of not more than Baht 5,555,556.
4. The totaling amount of no.2 & no. 3 will not be exceeding Baht 55,555,556, which is a dividend payment of Baht 0.1683508242 per share. All dividends are subject to withholding tax at the rate as required by law.
5. Pay dividends to shareholders from the net profit of the Company at the rate of Baht 0.0454547200 per share or equivalent to Baht 15,000,000.

Remark:

1. The rate of cash dividend payment of Baht 0.0622898024 per share is divided into the following details:
 - (1) Pay dividend at the rate of Baht 0.0168350824 per share and such dividend is subject to withholding tax at the rate as required by law.
 - (2) Pay dividends to shareholders from the net profit of the Company at the rate of Baht 0.0454547200 per share and such dividend is subject to withholding tax at the rate as required by law.
2. The total rate of dividend payment for no. 2, no. 3 and no. 5 equivalent to Baht 0.2138055442 per share.
6. The record date for the right to receive the dividend will be on April 30, 2021 and the payment of dividend will be scheduled on May 19, 2021. However, the right to receive the dividend is uncertain until receiving approval from the 2021 Annual General Meeting of Shareholders.

The comparison of dividend payment ratio for the year 2019 and 2020

Details of dividend payment	Year 2020 (Proposed Year)	Year 2019
Net Profit (Baht)	89,306,960.18	85,810,161.28
Net profit ratio per share (Baht)	0.27	0.30
Par Value of Share (Baht)	0.50	0.50
Pay in shares (share)	100,000,000.00	39,999,262.00
Pay in cash (Baht)	20,555,556.00	2,222,592.89
Total dividends after tax (Baht)	63,500,000.00	20,010,790.50
Withholding tax (Baht)	7,055,555.00	2,211,433.39
Total dividend payment (Baht)	70,555,556.00	22,222,223.89

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the allocation of profit from the retained earnings of the Company for the year 2020 to pay stock dividends and cash dividends as follows:

1. Approve the appropriation of net profit not less than 5% as a legal reserved for the 2020 in the amount of Baht 5,174,853.15.
2. Approve the dividend payment from the net profit by issuing ordinary shares to existing shareholders of the Company at the rate of 3.299987 existing shares per 1 stock dividend. Total amount is not exceeding Baht 50,000,000 or equivalent to the dividend payment rate of Baht 0.1515157418 per share. In the case that any shareholders hold the fraction of shares, after such allocation, the dividend will be paid in cash at the rate of Baht 0.1515157418 per share.
3. Approve the cash dividend at the rate of not exceeding Baht 0.0168350824 per share, or a total amount of not more than Baht 5,555,556.
4. The totaling amount of no.2 & no. 3 will not be exceeding Baht 55,555,556, which is a dividend payment of Baht 0.1683508242 per share. All dividends are subject to withholding tax at the rate as required by law.
5. Pay dividends to shareholders from the net profit of the Company at the rate of Baht 0.0454547200 per share or equivalent to Baht 15,000,000.
6. The record date for the right to receive the dividend will be on April 30, 2021 and the payment of dividend will be scheduled on May 19, 2021. However, the right to receive the dividend is uncertain until receiving approval from the 2021 Annual General Meeting of Shareholders.

Voting Requirement

The resolution of this agenda requires the majority votes of shareholders who attend the meeting and cast their votes.

Agenda 6 To consider and approve the decrease of the Company's registered capital.

Facts and Rationale

According to the 2020 Annual General Meeting of Shareholders on July 2, 2020, had resolved to increase the registered capital of the company In the manner of increasing capital by general mandate and increasing registered capital to support the stock dividend payment from the original registered capital of Baht 144,999,727.50 to Baht 178,999,727.50 by issuing 68,000,000 additional ordinary shares with a par value of Baht 0.50 per share.

The Board's Opinion:

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the decrease of the Company's registered capital as follows:

1. To consider and approve the capital reduction from the capital increase by general mandate in order to offer 28,000,000 shares to private placement with a par value of Baht 0.50 per share, which the company has not yet issued or selling the new ordinary shares. Therefore, the company still has remaining shares from the allocation of newly issued ordinary shares under general mandate according to the resolution of the 2020 Annual General Meeting of Shareholders of 28,000,000 shares and the unpaid capital in the amount of Baht 14,000,000.
2. To consider and approve the capital reduction from the capital increase in order to reserve for the stock dividend payment in the amount of Baht 20,000,000 by issuing ordinary shares in an amount not exceeding 40,000,000 shares with a par value of Baht 0.50 per share. The allocated shares are in the amount of 39,999,262 shares and the remaining 738 shares have not been allotted. The paid-up capital is Baht 164,999,358.50 and the remaining unpaid capital is Baht 369.
3. To consider and approve the reduction of the registered capital of the company by decreasing the registered capital of the company by Baht 14,000,369 from the original registered capital of Baht 178,999,727.50 to a new registered capital of Baht 164,999,358.50 by cutting the ordinary shares that have not been issued which remained from the allocation of 28,000,000 ordinary shares under general mandate and the remaining dividend payment of 738 shares to 329,998,717 shares.

The details appear in the Capital Increase Report Form (F53-4) as shown in the Attachment No. 3.

Voting Requirement

The resolution of this agenda requires the votes of not less than three-fourths (3/4) of the total votes of shareholders who attend the meeting and have the right to vote.

Agenda 7 To consider and approve the amendment of Clause No. 4 of the Memorandum of Association in accordance with the decrease of the registered capital.

Facts and Rationale

To be in line with the decrease of the registered capital of the Company, it is deemed appropriate to amend Clause No. 4 of the Memorandum of Association as follows:

Old

Article 4	Registered capital	178,999,727.50 baht	(One hundred seventy eight million, nine hundred and ninety nine thousand, seven hundred and twenty seven point fifty satang)
	Divided into	357,999,455 shares	(Three hundred and fifty seven million, nine hundred and ninety nine thousand, four hundred and fifty five shares)
	Par value of	0.50 baht	(fifty satang)
	Divided into		
	Ordinary shares	357,999,455 shares	(Three hundred and fifty seven million, nine hundred and ninety nine thousand, four hundred and fifty five shares)
	Preferred shares	- share	(Zero share)

New

Article 4	Registered capital	164,999,358.50 baht	(One hundred and sixty four million, nine hundred and ninety nine thousand, three hundred and fifty eight point fifty satang)
	Divided into	329,998,717 shares	(Three hundred and twenty nine million, nine hundred and ninety eight thousand, seven hundred and seventeen shares)
	Par value of	0.50 baht	(fifty satang)

Divided into

Ordinary shares	329,998,717 shares	(Three hundred and twenty nine million, nine hundred and ninety eight thousand, seven hundred and seventeen shares)
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Preferred shares	-	share (Zero share)
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The details appear in the Capital Increase Report Form (F53-4) as shown in the Attachment No. 3.

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the amendment of Clause No. 4 of the Memorandum of Association in accordance with the decrease of the registered capital. The person who entrusted by the Board of Directors in registering the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce has the authorize to amend and add wording in order to comply with the order of the Registrar.

Voting Requirement

The resolution of this agenda requires the votes of not less than three-fourths (3/4) of the total votes of shareholders who attend the meeting and have the right to vote.

Agenda 8 To consider and approve the increase of the registered capital by allocating the newly issued ordinary shares of the Company in the form of general mandate.

Facts and Rationale

The company's business is likely to continue to grow and to be raise funds for the future business expansion. The Company intends to increase its registered capital by allocating the newly issued ordinary shares of the Company in the form of General Mandate by issuing 28,000,000 new ordinary shares with a par value of Baht 0.50 per share to be offered for sale to the Private Placement in order to allow the company to have working capital to meet the needs and conditions and returns for shareholders including the ability to estimate the Dilution Effect that may occur within 1 year. The details appear in the Capital Increase Report Form (F53-4) as shown in the Attachment No. 3.

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the increase of the Company's registered capital by allocating the newly issued ordinary shares of the Company in the form of general mandate by issuing 28,000,000 new ordinary shares at a par value of Baht 0.50 per share.

Voting Requirement

The resolution of this agenda requires the votes of not less than three-fourths (3/4) of the total votes of shareholders who attend the meeting and have the right to vote.

Agenda 9 To consider and approve the increase of the Company's registered capital to reserve for the stock dividend payment

Facts and Rationale

To reserve for the stock dividend payment and the allocation of the newly issued ordinary shares of the Company in the form of general mandate from the original registered capital of Baht 164,999,358.50 to Baht 228,999,358.50 by issuing 128,000,000 new ordinary shares with a par value of Baht 0.50 per share.

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the increase of the Company's registered capital to reserve for the stock dividend payment as follows:

1. Resolved to propose to the Shareholders' Meeting to consider and approve the allocation of the newly issued ordinary shares in the amount not exceeding 28,000,000 shares with a par value of Baht 0.50 per share in the form of a general capital increase (General Mandate) to sell shares to private placement.

In this regard, the Company will allocate the newly issued ordinary shares in the form of general mandate. The paid-up capital of the Company shall not exceeding Baht 14,000,000 which is not more than 10 percent of the paid-up capital on the date of the Board of Directors' meeting. The Board of Directors resolved to increase the general mandate which is equal to 28,000,000 shares.

2. Resolved to propose to the Shareholders' Meeting to consider and approve the increase of the registered capital of Baht 50,000,000 by issuing ordinary shares of not exceeding 100,000,000 shares with a par value of Baht 0.50 per share to reserve for the stock dividend payment.

The details appear in the Capital Increase Report Form (F53-4) as shown in the Attachment No. 3.

Voting Requirement

The resolution of this agenda requires the votes of not less than three-fourths (3/4) of the total votes of shareholders who attend the meeting and have the right to vote.

Agenda 10 To consider and approve the amendment of Clause 4 of the Memorandum of Association in accordance with the increase of the registered capital.

Facts and Rationale

To be in line with the increase of the registered capital of the Company, it is deemed appropriate to amend Clause No. 4 of the Memorandum of Association as follows:

Old

Article 4	Registered capital	164,999,358.50 baht	(One hundred and sixty four million, nine hundred and ninety nine thousand, three hundred and fifty eight point fifty satang)
	Divided into	329,998,717 shares	(Three hundred and twenty nine million, nine hundred and ninety eight thousand, seven hundred and seventeen shares)
	Par value of	0.50 baht	(fifty satang)
	Divided into		
	Ordinary shares	329,998,717 shares	(Three hundred and twenty nine million, nine hundred and ninety eight thousand, seven hundred and seventeen shares)
	Preferred shares	- share	(Zero share)

New

Article 4 Registered capital	228,999,358.50 baht	(Two hundred and twenty eight million, nine hundred and ninety nine thousand, three hundred and fifty eight point fifty satang)
Divided into	457,998,717 shares	(Four hundred and fifty seven million, nine hundred and ninety eight thousand, seven hundred and seventeen shares)
Par value of	0.50 baht	(fifty satang)
Divided into		
Ordinary shares	457,998,717 shares	(Four hundred and fifty seven million, nine hundred and ninety eight thousand, seven hundred and seventeen shares)
Preferred shares	- share	(Zero share)

The details appear in the Capital Increase Report Form (F53-4) as shown in the Attachment No. 3.

The Board's Opinion:

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the amendment of Clause No. 4 of the Memorandum of Association in accordance with the increase of the registered capital. The person who entrusted by the Board of Directors in registering the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce has the authorize to amend and add wording in order to comply with the order of the Registrar.

Voting Requirement

The resolution of this agenda requires the votes of not less than three-fourths (3/4) of the total votes of shareholders who attend the meeting and have the right to vote.

Agenda 11 To consider and approve the allocation of newly issued ordinary shares to reserve for the stock dividend payment.

Facts and Rationale

To reserve for the stock dividend payment by allocating 100,000,000 ordinary shares with a par value of Baht 0.50.

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the allocation of 100,000,000 new ordinary shares with a par value of Baht 0.50 to reserve for the stock dividend payment.

Voting Requirement

The resolution of this agenda requires the majority votes of shareholders who attend the meeting and cast their votes.

Agenda 12 To consider and approve the election of directors in replacement of those who shall be retired by rotation for the year 2021.

Facts and Rationale

According to the Public Limited Companies Act B.E. 2535, Section 71 and the Company's Articles of Association, Article 20 state that one-third (1/3) of the Company's directors must retire by rotation at every Annual General Meeting of Shareholders. If the number of directors is not a multiple of three, the number of directors that is closest to one-third shall retire. The directors who retire from office in the first and second years after the registration of the Company shall be selected by drawing lots. In subsequent years, the director who has been in the office for the longest period shall retire and such director who retires by rotation shall be eligible to be re-elected for another term.

List of the directors who are retiring by rotation in 2021

Name of Directors	Position
1. Mr. Narong Suwatthanaphim	Vice Chairman
2. Asst.Prof. Dr. Pattanant Petchchedchoo	Independent Director Chairman of the Audit Committee Member of the Risk Management Committee
3. M.L. Thirachet Sonakul	Independent Director Chairman of the Nomination and Remuneration Committee Member of the Audit Committee

The Company has disclosed on the Company's website to invite the shareholders to propose names and personal information of persons who obtain the qualifications in accordance with relevant laws for selecting as the Company's directors from October 29, 2020 to December 30, 2020, but no minority shareholders proposed names of any person to be nominated as directors of the Company.

The Nomination and Remuneration Committee's Opinion

The nomination process of the Company's directors was considered by the Nomination and Compensation Committee, excluding the committee member who has conflict of interest. The said Committee has considered and opined that the above three directors have the suitable qualifications to be directors of the Company. They are knowledgeable and have experience which can support the business operation of the Company. They also are qualified as a director in accordance with the Good Corporate Governance Principle and the Notification of the Securities and Exchange Commission No. KorJor. 3/2560 Subject: Determination of the lack of trustworthiness of directors and executives. In addition, throughout the period of time, the three retiring directors have performed their duties, devoted themselves to the Company and provided recommendations beneficial to the Company's business operations. Therefore, it is deemed appropriate to propose the said three retiring directors to be re-elected as the directors of the Company for additional term. (The criteria and method of directors' nomination is shown in the 2020 Annual Report (Form 56-1 One Report) section "The Nomination and Appointment of Directors" as appeared in the Attachment No. 2.

Moreover, the Nomination and Remuneration Committee has considered and opined that Asst. Prof. Dr. Pattanant Petchchedchoo and M.L.Thirachet Sonakul, the independent directors, have full qualifications in accordance with the definition of independent directors of the Company as required by the Office of the Securities and Exchange Commission. The said directors are able to provide the opinions independently. In this regards, the Company has enclosed the profile of the said directors as well as their shareholdings in the Company, their acting in the position of a director or an executive in other as appeared in the Attachment No. 5.

The Board's Opinion

The Board of Directors, excluding the directors who have interest in this matter, has agreed with the suggestion of the Nomination and Remuneration Committee, which has carefully considered the qualifications beneficial to the Company's operation and the board skill matrix. The Nomination and Remuneration Committee is of the opinion that all retiring directors possess complete qualifications with no prohibited attribute as defined in the legal provisions currently applied for the Company. They have knowledge, competencies and experiences in the Company's related business operations; have performed their duties with accountability and integrity; and have contributed greatly to the operations of the Company throughout their term. The Nomination and Remuneration Committee has also considered and has not yet found any substitute. Thus, the shareholders' meeting should re-elect the retiring directors for another term.

Voting Requirement

The resolution of this agenda requires the majority votes of shareholders who attend the meeting and cast their votes.

Agenda 13 To consider and approve the remunerations of directors for the year 2021.

Facts 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 for the year 2021. The details are as follows:

1. Monthly compensation, meeting allowances, Employment Joint Investment Program Project or 'EJIP' and bonus are not exceeding Baht 5,000,000 (Five million baht only).

2. The bonus payment criteria will pay 1.5 percent of the net profit in each year within the limit not exceeding Baht 2,000,000 (Two million baht only) and start using this criterion from 2021 onwards.

The policy and the directors' remuneration for the year 2021 have been revised and the details are as follows.

The Directors' Remuneration for the year 2021

Position	Year 2020		Year 2021 (Proposed Year)	
	Monthly Remuneration (Baht per month)	Meeting Allowance (Baht per time)	Monthly Remuneration (Baht per month)	Meeting Allowance (Baht per time)
Chairman of the Board of Directors	22,000	-	22,000	10,000 (limit 6 times per year)
Vice Chairman of the Board of Directors	18,000	-	18,000	10,000 (limit 6 times per year)
Director	10,000	-	10,000	10,000 (limit 6 times per year)
Chairman of the Audit Committee	-	13,000	-	18,000 (No time limit)
Member of the Audit Committee	-	10,000	-	15,000 (No time limit)
Chairman of the Risk Management Committee	-	10,000	-	15,000 (No time limit)
Member of the Risk Management Committee	-	8,000	-	13,000 (No time limit)
Chairman of the Nomination and Remuneration Committee	-	10,000	-	15,000 (No time limit)
Member of the Nomination and Remuneration Committee	-	5,000	-	10,000 (No time limit)

Position	Year 2020		Year 2021 (Proposed Year)	
	Monthly Remuneration (Baht per month)	Meeting Allowance (Baht per time)	Monthly Remuneration (Baht per month)	Meeting Allowance (Baht per time)
Chairman of the Corporate Governance Committee	-	10,000	-	15,000 (No time limit)
Member of the Corporate Governance Committee	-	5,000	-	10,000 (No time limit)

- Remark:**
1. The meeting allowances for sub-committees will be paid according to the actual attendance.
 2. A director who performs as an executive officer of the Company will receive the above meeting allowances as well.

Annual bonus payment for the year 2020

The bonus payment criterion has been approved by the 2020 Annual General Meeting of Shareholders to pay 1.5% of the net profit each year within the limit not exceeding Baht 1,000,000. In this regards, the Board of Directors Meeting No. 1/2021 held on February 25, 2021, resolved to pay bonus for directors of Baht 1,000,000 (One million baht only) and to propose to the shareholders' meeting for acknowledgment of the said bonus payment for the directors of the Company.

In 2020, the payment of monthly remuneration for directors was Baht 1,320,000 and the meeting allowance was Baht 357,000 represented to Baht 1,677,000 in total (One million six hundred and seventy-seven thousand baht only). After having combined the bonus payment for directors of Baht 1,000,000, the total remuneration for the directors for the year 2020 will be Baht 2,677,000 and within the approved limit from the 2020 Annual General Meeting of Shareholders in totaling not exceeding Baht 4,000,000. The details have disclosed in the 2020 Annual Report (Form 56-1 One Report) section "The remuneration of Directors and Executive Officers" as appeared in the Attachment No. 2.

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve the remunerations of directors for the year 2021 as proposed by the Nomination and Remuneration Committee as follows:

1. To consider and approve the monthly compensation, meeting allowances, Employment Joint Investment Program Project or 'EJIP' and bonus in totaling not exceeding Baht 5,000,000 (Five million baht only).
2. To define the criteria of the bonus payments for directors for the year 2021 by paying 1.5% of the Company's net profit each year within the limit not exceeding Baht 2,000,000 (Two million baht only) and start using this criterion from 2021 onwards.
3. To propose to the shareholders' meeting for acknowledgment of the bonus payment for the year 2020 for the Company's directors of Baht 1,000,000.

For the monthly remuneration of the directors, some directors have chosen to receive the remuneration in the term of EJIP shares instead. The value of the shares purchased by the company for directors is included in the above limit.

Voting Requirement

The resolution of this agenda requires the votes of not less than two-thirds (2/3) of the total votes of shareholders who attend the meeting.

Agenda14 Other Matters (if any)

Facts and Rationale

This agenda is designated that shareholders can raise inquiry 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.

The Company has fixed the record date for the list of shareholders who are entitled to attend the 2021 Annual General Meeting of Shareholders on Friday, March 12, 2021. All shareholders are invited to attend the meeting on the date, time and place indicated above. For shareholders who would like to appoint anyone or the Company's independent director of which name and details shown in the attachment No. 7 to attend the meeting and vote in their place, please fill in the proxy form attached herewith (Attachment No. 6) and deliver the said proxy form and the supporting documents to the Company by the following methods:

1. Deliver the proxy form including the supporting documents to the Company via mail by specifying on the envelope "(The proxy form of the 2021 AGM)" within Friday, April 16, 2021 to the name and address as below:

Company Secretary

Selic Corp Public Company Limited

270 Liapkhlongphasicharoen Fangtai Road, Nongkhaem, Bangkok 10160

2. For proxies attending the meeting, please bring the proxy form including the supporting documents to the registration officer in front of the meeting room.

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 the Attachment No. 6); 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://www.seliccorp.com/investor-stock-news.php>.

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.

Sincerely Yours,

Selic Corp Public Company Limited



(Mr. Athavudhi Hirunburana)

Chairman of the Board of Directors

Notes:

All shareholders can access the invitation of the 2021 Annual General Meeting of Shareholders and all related documents at the Company's website <http://www.seliccorp.com/investor-stock-news.php> in the topic "Investor Relations > News and Events > News and Events" from March 31, 2021 onwards. In case of shareholders have any inquiry about the agenda; he/she can contact the Company through the procedures for submitting inquiries in advance as described in the Attachment No. 12.



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