



Invitation to attend
the Extraordinary General Meeting of Shareholders
No. 1/2022
via Electronic Meeting (E-EGM)

Selic Corp Public Company Limited

Thursday, August 11, 2022 at 14:00 hours (GMT+7)

**Pre-Registration from August 1th, 2022, at 10.00 hrs.
To August 8th, 2022 at 12.00 hrs.**

- Guidelines for attending the shareholder Meeting through Electronic Meeting (e-shareholder Meeting) (Attachment No. 7) and Registration form for attending the EGM No. 1/2022 through Electronic Meeting (Attachment No. 8)



- Manual to Login to e-Shareholder Meeting





(Translate from Thai)

Ref. OP.SL. 031/2022

July 25th, 2022

Subject: Invitation to attend the Extraordinary General Meeting of Shareholders No. 1/2022

To: Shareholders of Selic Corp Public Company Limited

Attachments for the Invitation Letter:

1. Copy of the Minutes of the 2022 Annual General Meeting of Shareholders (For Agenda No. 1)
2. The Capital Increase Report Form (Form F53-4) (For Agenda No. 3, 4)
3. Information Memorandum on Offering and Allocation of Newly Issued Shares to Private Placement (PP) and Information Memorandum on Acquisition of Assets of Selic Corp Public Company Limited (For Agenda No. 4)
4. 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>
5. Definition of Independent Director and Information of the Company's Independent Director for proxy granting from Shareholders
6. The Company's Articles of Association relevant to the shareholders' meeting
7. Guidelines for attending the EGM through Electronic Media (E-EGM) and the Appointment of Proxies
8. Registration form for attending the EGM No. 1/2022 through Electronic Meeting (E-EGM)
9. Form for the submission of questions prior to the Extraordinary General Meeting of Shareholders No. 1/2022
10. The QR Code Downloading Procedure for supporting documents for the Extraordinary General Meeting of Shareholders No. 1/2022

The Board of Directors of Selic Corp Public Company Limited ("the Company") has resolved in the meeting No. 6/2022 on June 24, 2022 to convene the Extraordinary General Meeting of Shareholders No. 1/2022 on Thursday, August 11, 2022 at 14.00 hours **via electronic meeting only** (E-EGM) to consider the agendas as follows:

Agenda 1 To certify the Minutes of the 2022 Annual General Meeting of Shareholders.

Facts and Rationale

The 2022 Annual General Meeting of Shareholders was held on April 27, 2022 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> on

May 10, 2022 and submitted to the Ministry of Commerce within the period required by law.

According to the minutes of the meeting was prepared and uploaded on the Company's website within 14 days from the date of the Meeting for shareholders to review, object and/or suggest for revision within one month from announcement date. The Company would like to inform shareholders that there would not be an agenda to consider and adopt the minutes of the Meeting of Shareholders on the next shareholders meeting and onward due to the Minutes of shareholders' meeting was disclosed to the public.

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 Extraordinary General Meeting of Shareholders No. 1/2022 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 consider and approve the reduction of the Company's registered capital of Baht 433.50 from the original registered capital of Baht 250,998,949.50 to Baht 250,998,516.00 by canceling unsold shares remaining in the amount of 867 shares with a par value of Baht 0.50 per share from the allocation to reserve for the stock dividend payment to the Company's shareholders and approve the amendment to Clause 4. Of the Memorandum of Association to be in line with the reduction of registered capital.

Facts and Rationale

Pursuant to the Company purposed to increase the capital by allocation of not exceeding 89,286,000 newly issued ordinary shares of the Company at the par value of Baht 0.50 per share to Private Placement (PP).

According to Section 136 of the Public Limited Companies Act B.E. 2535, the company may increase the amount of its registered capital by issuing new shares. The issuance of new share under paragraph one may be made after all the shares have been completely sold and paid-up in full, or, if the shares have not been completely sold, the remaining shares shall be the shares issued for the exercise of rights under convertible debentures or share warrant;

According to the 2022 Annual General Meeting of Shareholders on April 27, 2021, had resolved to increase the registered capital of the company to support the stock dividend payment from the original registered capital of Baht 228,998,949.50 to Baht 250,998,949.50 by issuing 44,000,000 additional ordinary shares with a par value of Baht 0.50 per share. The Company has allocated shares as the reserve for the stock dividend payment in the amount of 43,999,133 shares and the remaining 867 shares have not been allotted and the remaining unpaid capital is Baht 433.50.

Additional, 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	250,998,949.50 Baht	(Two hundred and fifty million, nine hundred and ninety eight thousand, nine hundred and forty nine Baht and fifty satang)
Divided into	501,997,899 shares	(Five hundred and one million, nine hundred and ninety seven thousand, eight hundred and ninety nine shares)
Par value of	0.50 Baht	(fifty satang)
Divided into		
Ordinary shares	501,997,899 shares	(Five hundred and one million, nine hundred and ninety seven thousand, eight hundred and ninety nine shares)
Preferred shares	- share	(Zero share)

New

Article 4 Registered capital	250,998,516 Baht	(Two hundred and fifty million, nine hundred and ninety eight thousand, five hundred and sixteen Baht)
Divided into	501,997,032 shares	(Five hundred and one million, nine hundred and ninety seven thousand, and thirty two shares)
Par value of	0.50 Baht	(Fifty satang)
Divided into		
Ordinary shares	501,997,032 shares	(Five hundred and one million, nine hundred and ninety seven thousand, and thirty two shares)
Preferred shares	- share	(Zero 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 reduction of the Company's registered capital of Baht 433.50 from the original registered capital of Baht 250,998,949.50 to Baht 250,998,516.00 by canceling unsold shares remaining in the amount

of 867 shares with a par value of Baht 0.50 per share from the allocation to reserve for the stock dividend payment to the Company's shareholders.

- (2) To 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 3** To consider and approve the increase of the Company's registered capital of Baht 44,643,000 from the existing registered capital of Baht 250,998,516.00 to Baht 295,641,516.00 by issuing 89,286,000 shares, with a par value of Baht 0.50 per share and approve the amendment to Clause 4. Of the Memorandum of Association to be in line with the increase of registered capital

Facts and Rationale

Pursuant to the Company purposed the allocation of not exceeding 89,286,000 newly issued ordinary shares of the Company at the par value of Baht 0.50 per share to Private Placement (PP). The Company shall reserve the stock for capital increase amounting of Baht 44,643,000 by allocation of the newly issued ordinary shares from the original registered capital of Baht 250,998,516 to Baht 295,641,516 by issuing 89,286,000 new ordinary shares with a par value of Baht 0.50 per share and approve the amendment to Clause 4. Of the Memorandum of Association to be in line with the increase of registered capital as follows:

Old

Article 4 Registered capital	250,998,516	Baht	(Two hundred and fifty million, nine hundred and ninety eight thousand, five hundred and sixteen Baht)
Divided into	501,997,032	shares	(Five hundred and one million, nine hundred and ninety seven thousand, and thirty two shares)
Par value of	0.50	Baht	(Fifty satang)
Divided into			
Ordinary shares	501,997,032	shares	(Five hundred and one million, nine hundred and ninety seven thousand, and thirty two shares)
Preferred shares	-	share	(Zero share)

New

Article 4 Registered capital	295,641,516	Baht	(Two hundred and ninety five million, six hundred and forty one thousand, five hundred and sixteen Baht)
Divided into	591,283,032	shares	(Five hundred and ninety one million, two hundred and eighty three thousand, and thirty two shares)
Par value of	0.50	Baht	(Fifty satang)
Divided into			
Ordinary shares	591,283,032	shares	(Five hundred and ninety one million, two hundred and eighty three thousand, and thirty two shares)
Preferred shares	-	share	(Zero 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 as follows:

- (1) To consider and approve the increase of the registered capital of Baht 44,643,000 from the existing registered capital of Baht 250,998,516.00 to Baht 295,641,516.00 by issuing ordinary shares of not exceeding 89,286,000 shares with a par value of Baht 0.50 per share to reserve for the Private Placement.
- (2) To 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.

The details appear in the Capital Increase Report Form (F53-4) as shown in the Attachment No. 2 and Information Memorandum on Offering and Allocation of Newly Issued Shares to Private Placement (PP) and Information Memorandum on Acquisition of Assets of Selic Corp Public Company Limited as shown in 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 4 To consider and approve the allocation newly issued ordinary shares of the Company to Private Placement (PP).

Facts and Rationale

The Company intends to raise capital to provide funding for future expansion. Moreover, the Company plans to use the proceeds from this capital increase amounting to 250 million Baht for Company's investment plan in the Health Care and Medical supplies which represents approximately 600 million Baht (not exceeding).

According to the Board of Directors' Meeting No. 6/2022 of Selic Corp Public Company Limited (the "Company") which held on June 24, 2022 resolved to propose the shareholders' meeting to consider approving the allocation of not exceeding 89,286,000 newly issued ordinary shares of the Company at the par value of Baht 0.50 per share to Private Placement (PP) which is not a connected person of the Company (the "Investor"). Allocation the newly issued shares in the amount of not exceeding 89,286,000 shares with per par value of Baht 0.50 per share at the offering price of Baht 2.80 per share, or total amount of Baht 250,000,800 to Mr. Vitoon Vongkusolkrit.

In this regards, the issuance of such newly issued ordinary shares is a share offering where the Board of Directors specify the exact offering price to propose to the shareholders' meeting to consider specifying the exact offering price at Baht 2.80 per share, which is not lower than 90 percent of the market price pursuant to the requirements the Notification of the Capital Market Supervisory Board No. TorJor. 72/2558 Re: Permission for Listed Company to offer newly issued shares to specific investors dated October 28, 2015 (as amended) (Notification No. TorJor. 72/2558). The market price for the offering of the newly issued ordinary shares to the Investor is calculated from the weighted-average price of the Company's shares traded on the SET during the period of at least 7 consecutive business days but not exceeding 15 consecutive days prior to the date on which the Board of Directors passed its resolution to propose the Shareholders' Meeting of the Company to consider approving the issuance and allocation of the Company's newly issued ordinary shares to private placement, whereby the weight average price. However, the Board of Director shall offer new ordinary shares at a discount price is not lower than 90% of the market price or not more than 10% of the weight averaged price.

In this regard, if the offering price of the newly issued ordinary shares by way of private placement is lower than 90 percent of the weighted average market price before the date of the offering new shares to investor, the Company is obliged to prohibit the Investor from selling all such newly issued ordinary shares within one year from the date on which the Company's newly issued ordinary shares start trading on the SET (Silent Period). Upon a lapse of six months after the Company's newly issued ordinary shares have started trading on the SET, the Investor may gradually sell up to 25 percent of all locked-up shares in accordance with the requirements set out in the Notification of the Stock Exchange of

Thailand Re: Rules, Conditions and Procedures for Consideration of Application for Listing of Ordinary Shares or Preferred Shares for Capital Increase as Listed Securities B.E. 2558 (2015), dated May 11, 2015 (as amended).

The said issuance of such newly issued ordinary shares shall be approved by shareholders' meeting with 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.

After the issuance and allocation of new ordinary shares of the Company for offering to the investor. The Investor will become shareholders of 15.10% of the paid-up share of the company (after the registration of the increase of the Company's paid-up capital). In this regard, the Investor does not have any related persons holding the shares of the Company, which will cause to include securities holding in order to make a tender offer for all of the Company's securities (Tender Offer), that is, no other person has a relationship or action (Concert Party) or there is no person under Section 258 of the Securities and Exchange Act B.E. 2535 (and as amended) or there is no person holding shares (Nominee) therefore, there is no duty to make a tender offer for all the securities of the Company (Tender Offer) since the acquisition of the Company's shares Less than 25 percent of the total voting rights of the company according to the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 regarding Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers dated May 13, 2011 (and which has been amended).

In addition, the Board of Directors' Meeting resolved to grant approval to propose the Shareholders' Meeting to consider authorizing the Board of Directors or the person authorized by the Board of Directors to take any arrangements in relation to the issuance, offering, allocation and subscription for such newly issued ordinary shares, including the following matters:

- (1) To determine, amend, add details relating to the issuance, offering, allocation and subscription for the newly issued ordinary shares, the offering date of the newly issued ordinary shares, and the payment method for the newly issued ordinary shares (whereby the period of allocation and subscription may be on one or several occasions), including such arrangements relating to the issuance, offering, allocation and subscription for such newly issued ordinary shares, and information filing and disclosure to the SET;
- (2) To sign, amend, change, contact or report any information in the applications and evidence necessary for and in connection with the issuance, offering, allocation, subscription and delivery of such newly issued ordinary shares, including contact and filing of the applications, documents and evidence with the Ministry of Commerce, the SEC Office, the SET, government agencies and /or other relevant authorities, and
- (3) The listing of the Company's newly issued ordinary shares on the SET, and
- (4) To have the authority to take any other actions as deemed necessary and appropriate to ensure the successful completion of the Company's issuance, offering and allocation of the newly issued ordinary shares of private placement.

Pursuant to the Notification No. TorJor. 72/2558, the Company is required to complete the share offering within the period as approved by the Shareholders' Meeting, but not exceeding 3 months from the date the Shareholders' Meeting passes its resolution to approve the offering of the newly issued shares, or complete the share offering within 12 months from the date the Shareholders' Meeting passes its resolution to approve the share offering in the event where it is clearly specified by resolution of the Shareholders' Meeting that upon a lapse of such 3 months, the Board of Directors or the person authorized by the Board of Directors shall determine the offering price based on the market price during the offering period.

Please refer to the details of the issuance, offering and allocation of the Company's newly issued ordinary shares in the Capital Increase Report Form (F 53-4) (Enclosure No. 2) and the Information Memorandum on Offering of Newly Issued Shares of Selic Corp Public Company Limited to Private Placement and Information Memorandum on Acquisition Assets (Enclosure No.3).

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve as follows:

- (1) To consider and approve the allocation of 89,286,000 new ordinary shares with a par value of Baht 0.50 for Private Placement (PP) to Mr. Vitoon Vongkusolkrit (the "Investor") which is not a connected person of the Company at the offering price of Baht 2.80 per share, or total amount of Baht 250,000,800. The said offering price of the newly issued ordinary shares by way of private placement is not lower than 90 percent of the weighted average market price under the Notification No. TorJor. 72/2558.
- (2) To consider and approve authorizing the Board of Directors or the person authorized by the Board of Directors to take any arrangements in relation to the issuance, offering, allocation and subscription for such newly issued ordinary shares, and/or to take any other actions as deemed necessary and appropriate to ensure the successful completion of the Company's issuance, offering and allocation of the newly issued ordinary shares of private placement.

In this regard, the details of the Board's Opinion is referring to Rationale and Necessity for Capital Increase, Possibility of the Plan for Use of Proceeds and Sufficiency of Source of Capital, Potential Impact of Capital Increase on the Company's Business Operations, Financial Position and Operating Results, Justifications of the Offering Price of Newly Issued Shares by Private Placement and Backgrounds for Determination of the Offering Price, Rationale and Necessity for the Offering of Newly Issued Shares by Private Placement, and Certification of the Board of Directors on Capital Increase. Details are as shown in the Information Memorandum on Offering of Newly Issued Shares of Selic Corp Public Company Limited to Private Placement (Enclosure 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 5 To Consider and approve amendment of the Company's Articles of Association item 28, 32, 36, 37, and 38

Facts and Rationale

On 23 May 2022, the amendment to the Public Limited Companies Act (No. 4) was officially published in the Government Gazette and will become effective after the date of publication in the Government Gazette, on 24 May 2022. Key amendments to the Act mainly focus on the flexibility to proceed with meetings via electronic means and cover other issues related to the summoning of board of directors' meetings and procedures to convene the meetings.

The Board of Directors has recommended the Meeting to approve the amendment of the Company's Articles of Association item 28, 32, 36, 37, and 38 according to the above mention as follows:

Existing	Proposed Amendment
Item 28. In summoning a meeting of the board of directors, the chairman of the board or the person entrusted shall send a written notice summoning a meeting to directors not less than seven days prior to the date of the meeting except that, in the case of necessity or urgency for the purpose of protecting rights or benefits of the company, a summons of a meeting may be notified by other means and an earlier date of the meeting may be fixed. At least two directors for a summons of a meeting of the board of directors, the chairman of the board shall fix the date of the meeting within fourteen days as from the date of the request.	Item 28. In summoning a meeting of the board of directors, the chairman of the board or the person entrusted shall send a written notice summoning a meeting to directors not less than <u>three days</u> prior to the date of the meeting except that, in case of an emergency to protect rights or benefits of the company, the notice period may be shortened and can be sent <u>via electronic</u> or other means and an earlier date of the meeting may be fixed. At least two directors for a summons of a meeting of the board of directors, the chairman of the board shall fix the date of the meeting within fourteen days as from the date of the request. <u>When sending letters or any documents under this Act to directors, shareholders, or company creditors, the company or the board of directors may send the same by electronic means provided that the recipient either declares an intention or gives consent to receive the letters or any documents via electronic means, according to the criteria stipulated by the registrar.</u>
Item 32. The board of directors must meet at least once every three months at the locality where the principal business office of the company is located or in a nearby province, unless the articles of association of the company require meetings to be held elsewhere.	Item 32. The board of directors must meet at least once every three months at the locality where the principal business office of the company is located or in a nearby province, as the board of director requires meetings to be held elsewhere. <u>A board of directors meeting may be held via electronic means in compliance with relevant regulations regarding e-Meetings if there are no prohibitions under its articles of association. If holding a board of</u>

Existing	Proposed Amendment
	<u>directors meeting via electronic means, the venue for the meeting is deemed to be held at the head office of the company.</u>
Item 36. The board of directors must cause an annual ordinary meeting of shareholders to be held within four months as from the date on which the accounting year of the company ends. Meetings of shareholders other than the one under paragraph one shall be called extraordinary meetings. The board of directors may summon an extraordinary meeting whenever it deems appropriate. One or more shareholders holding an aggregate number of shares not less than ten (10) percent of the total shares sold may make a request in writing to the board of directors to summon a shareholders' meeting as an extraordinary meeting by stating the reason for calling the meeting. In such a case, the board of directors must convene a shareholders' meeting within forty-five (45) days from the date of receipt of such request. In case where the board of directors does not arrange for the meeting to be held within the period specified in the third paragraph, the shareholders signing the request or any other shareholders holding an aggregate number of shares as prescribed may be called the meeting by themselves within forty-five (45) days from the end of the period specified in the third paragraph. In such case, the meeting shall be considered as duly called by the board of directors, and the company shall bear the necessary expenses incurred from the arrangement for such meeting and shall facilitating the said arrangement as appropriate. Where it appears that, at any meeting of shareholders called by the shareholders in accordance with the fourth paragraph, the number of shareholders attending the meeting is not sufficient to constitute a quorum as prescribed in Item 38, those shareholders under fourth paragraph shall jointly reimburse the company for all the expenses incurred from the arrangement for such meeting.	Item 36. The board of directors must cause an annual ordinary meeting of shareholders to be held within four months as from the date on which the accounting year of the company ends. Meetings of shareholders other than the one under paragraph one shall be called extraordinary meetings. The board of directors may summon an extraordinary meeting whenever it deems appropriate. <u>A shareholders meeting can be held electronically in compliance with the relevant laws regarding e-Meetings unless it is explicitly prohibited by the articles of association of the company. The venue for such meeting is deemed to be held at the head office of the company.</u> One or more shareholders holding an aggregate number of shares not less than ten (10) percent of the total shares sold may make a request in writing to the board of directors to summon a shareholders' meeting as an extraordinary meeting by stating the reason for calling the meeting. In such a case, the board of directors must convene a shareholders' meeting within forty-five (45) days from the date of receipt of such request. In case where the board of directors does not arrange for the meeting to be held within the period specified in the <u>fourth</u> paragraph, the shareholders signing the request or any other shareholders holding an aggregate number of shares as prescribed may be called the meeting by themselves within forty-five (45) days from the end of the period specified in the third paragraph. In such case, the meeting shall be considered as duly called by the board of directors, and the company shall bear the necessary expenses incurred from the arrangement for such meeting and shall facilitating the said arrangement as appropriate. Where it appears that, at any meeting of shareholders called by the shareholders in accordance with the <u>fifth</u> paragraph, the number of shareholders attending the meeting is not sufficient to constitute a quorum as prescribed in Item 38, those shareholders under <u>fifth</u> paragraph shall jointly reimburse the company for all the expenses incurred from the arrangement for such meeting. <u>In this case, the notice for the shareholders meeting can be sent to shareholders by electronic means, provided that the recipients of such notice either</u>

Existing	Proposed Amendment
	<u>declare his/her intention or give consent to receive such notice via electronic means to the company or board of directors in Item 37 under second paragraph.</u>
Item 37 In summoning a meeting of shareholders, the board of directors shall prepare a notice summoning the meeting, with an indication of the place, date, time and agenda of the meeting and matters to be submitted to the meeting, together with reasonable details and a clear indication as to whether such matters are to be submitted for information, approval or consideration, as the case may be, as well as opinions of the board of directors on such matters, and shall send such notice to the shareholders and the Registrar not less than seven (7) days prior to the date of the meeting, provided that the notice summoning the meeting shall also be published in a newspaper not less than three (3) consecutive days prior to the date of the meeting. The place for the meeting under paragraph one must be in the locality where the principal business office of the company is located or in a nearby province, unless otherwise provided in the articles of association.	Item 37 In summoning a meeting of shareholders, the board of directors shall prepare a notice summoning the meeting, with an indication of the place, date, time and agenda of the meeting and matters to be submitted to the meeting, together with reasonable details and a clear indication as to whether such matters are to be submitted for information, approval or consideration, as the case may be, as well as opinions of the board of directors on such matters, and shall send such notice to the shareholders and the Registrar not less than seven (7) days prior to the date of the meeting, provided that the notice summoning the meeting shall also be published in a newspaper not less than three (3) consecutive days prior to the date of the meeting. <u>When sending letters or any documents under this Act to directors, shareholders, or company creditors, the company or the board of directors may send the same by electronic means provided that the recipient either declares an intention or gives consent to receive the letters or any documents via electronic means, according to the criteria stipulated by the registrar.</u> <u>Under first paragraph, advertising of notice, warning, letters, or any statements to the public required under the Act to be published in a local newspaper may also be undertaken by electronic means according to the criteria stipulated by the registrar.</u> The place for the meeting under paragraph one must be in the locality where the principal business office of the company is located or in a nearby province, unless otherwise provided in the articles of association. <u>A shareholders meeting can be held electronically in compliance with the relevant laws regarding e-Meetings unless it is explicitly prohibited by the articles of association of the company.</u> <u>The venue for such meeting under fifth paragraph is deemed to be held at the head office of the company.</u>
Item 38 At a meeting of shareholders, the presence of not less than twenty five shareholders and their proxies (if any) or not less than one half of the total number of shareholders, with the aggregate number of shares of not less than one-third of the number of shares sold, is required to constitute a quorum.	Item 38 At a meeting of shareholders, the presence of not less than twenty five shareholders and their proxies (if any) or not less than one half of the total number of shareholders, with the aggregate number of shares of not less than one-third of the number of shares sold, is required to constitute a quorum. In the case where, at any meeting of shareholders, it appears that after an hour from the appointed time

Existing	Proposed Amendment
In the case where, at any meeting of shareholders, it appears that after an hour from the appointed time the quorum is not constituted by the presence of shareholders as prescribed under paragraph one. If the meeting of shareholders had not been summoned upon the requisition of shareholders, another meeting shall be summoned, and a written notice summoning the meeting shall be sent to the shareholders not less than seven days prior to the date of the meeting. At such subsequent meeting, no quorum is required to be constituted.	the quorum is not constituted by the presence of shareholders as prescribed under paragraph one. If the meeting of shareholders had not been summoned upon the requisition of shareholders, another meeting shall be summoned, and a written notice summoning the meeting shall be sent to the shareholders not less than seven days prior to the date of the meeting. At such subsequent meeting, no quorum is required to be constituted. <u>Shareholders may also appoint proxies under first paragraph to attend a shareholders meeting by electronic means provided that the methods are safe, traceable, the form is in fact filled out by a shareholder, and the steps are in compliance with the criteria stipulated by the registrar.</u>

The Board's Opinion

The Board of Directors proposed that the Shareholders' Meeting should consider and approve approve the amendment of the Company's Articles of Association as the above details.

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 6 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 Extraordinary General Meeting of Shareholders No. 1/2022 on Monday, July 11, 2022. All shareholders are invited to attend the meeting on the date and time via electronic meeting (E-AGM). The pre-register will be on August 1-8, 2022. The meeting system will be opened 60 minutes prior to the meeting in advance so that the shareholder can register for attending the meeting. However, the guidelines for attending the EGM through Electronic Media (E-EGM) and the registration form for attending the EGM No. 1/2022 through Electronic Media (E-EGM) are as appear in the Attachment No. 7 and 8, respectively.

For shareholders who would like to appoint anyone or the Company's independent director of which name and details shown in the Attachment No. 4 to attend the meeting and vote in their place, please fill in the proxy form attached herewith (Attachment No. 4 and 8) and deliver the said proxy form and the supporting documents to the Company by the following methods:

Deliver the following documents:

- (1) the proxy form as the Attachment No. 4 including the supporting documents
- (2) the registration form for attending the EGM 1/2022 through Electronic (E-EGM) as the Attachment No. 8

to the Company via mail by specifying on the envelope "(The proxy form of the EGM No. 1/2022)" or email within August 8, 2022 to the name and address as below:

- Via Email : AGM@seliccorp.com or
- Via Mail to
Company Secretary
Selic Corp Public Company Limited
270 Liapkhlongphasicharoen Fangtai Road, Nongkhaem, Bangkok 10160

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. 4); 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:

1. All shareholders shall study the details of agenda before appoint the proxier.
2. All shareholders can access the invitation of the Extraordinary General Meeting No. 1/2022 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". 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. 9



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Minutes of the 2022 Annual General Meeting of Shareholders
Selic Corp Public Company Limited
on Wednesday, April 27, 2022 at 14.00 hrs.
via Electronic Shareholder Meeting (E-AGM)

The 2022 Annual General Meeting of Shareholders ("the Meeting") was held on Wednesday, April 27, 2022 at 14.00 hrs., via Electronic Meeting (E-AGM) which lived from Selic Corp Public Company Limited (Head Office) at No.270 Liapkhlongphasicharoenfangtai Road, Nongkhaem Bangkok, 10160

This Shareholders' Meeting was in accordance with the resolution of the Board of Directors' Meeting No. 1/2022, which was held on February 25, 2022, in order to propose the significant and other relevant matters to shareholders for consideration as specified in the invitation letter. The Record Date which shareholders have rights to attend and vote in the 2022 Annual General Meeting of Shareholders was on March 14, 2022. There were altogether 40 shareholders attending in person and by proxy, representing 303,397,352 shares or 66.2443 percent, which exceeded one of the third of the Company's paid up shares (or 152,665,966 shares) which the Company's paid up shares were 457,997,899 shares; therefore, constituting a quorum in accordance with the Public Limited Companies Act, B.E. 2535 Section 103 and the Company's Article of Association (Clause 38). Mr. Athavudhi Hirunburana was the Chairman of the Meeting pursuant to the Company's Article of Association (Clause 39) and relevant law.

Directors attending the Meeting

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| 1. Mr. Athavudhi Hirunburana | Independent Director, Chairman of the Board and Chairman of the Meeting |
| 2. Asst. Prof. Dr. Pattanant Petchchedchoo | Independent Director, Chairman of the Audit Committee, and Member of the Risk Management Committee |
| 3. M.L. Thirachet Sonakul | Independent Director, Chairman of the Nomination and Remuneration Committee, and Member of the Corporate Governance and Sustainable Development Committee |
| 4. Mr. Ek Suwatthanaphim | Director, Chairman of the Executive Committee, Member of the Nomination and Remuneration Committee, and Member of the Corporate Governance and Sustainable Development Committee |

Directors attending via Electronic Meeting

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| 5. Mr. Narong Suwatthanaphim | Vice Chairman |
| 6. Mr. Anothai Adulbhan | Independent Director, and Member of the Audit Committee |
| 7. Mr. Pornpat Kijaroen | Independent Director, Chairman of the Risk Management Committee, Member of the Audit Committee and Member of the Nomination and Remuneration Committee |

8. Ms. Palawi Bunnag Independent Director and Chairman of the Corporate Governance and Sustainable Development Committee
9. Mrs. Angeli Suwatthanaphim Director, Member of the Risk Management Committee
(There were 9 directors presenting in the Meeting or 100% of total directors.)

Management attending the Meeting

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|------------------------------|-----------------------------------|
| 1. Ms. Yuwadee Aiamsontisup | Chief Executive Officer |
| 2. Mr. Ken Suwatthanaphim | Business Development Director |
| 3. Ms. Nida Thiengtham | Sales Director |
| 4. Ms. Munlika Thanataweerat | Finance Director |
| 5. Mr. Kwang Soo Kim | Research and Development Director |

Auditor attending the Meeting

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|----------------------------|---------------------------|
| 1. Ms. Dussanee Yimsuwan | KPMG Phoomchai Audit Ltd. |
| 2. Ms. Patumrat Rittisirin | KPMG Phoomchai Audit Ltd. |

Independent Legal Advisor attending the Meeting

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| 1. Mr. Supachai Arunthamsakul | Legal Advisor from ILCT Ltd. and acting as the voting inspector |
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Representative from Thai Investors Association

1. Mr. Chonnawat Chunhawiksit

Ms. Yuwadee Aiamsontisup, Company Secretary, has appointed to be secretary of the Meeting, Ms. Anusara Srisaithong has appointed to be a Master of Ceremonies of the Meeting including explained of procedure for casting votes and report the voting results on each agenda.

Firstly, Ms. Anusara Srisaithong described the Meeting was the electronic meeting (E-AGM) only. E-AGM system was organized by Quidlab Co., Ltd which their E-AGM system was verified by Electronic Transactions Development Agency (ETDA).

Then, Ms. Anusara Srisaithong explained Care the Bear Project (Change the Climate Change by Eco Event) is developed by the Stock Exchange of Thailand (SET). E-AGM is the one of the said Eco Event activities. Thus, the Company would be appreciated if any attendants could scan QR code and choose electronic meeting and fill in distance in kilometers.

Additional, the Company notified the Private Notice for the shareholders meeting in comply with the Personal Data Protection Act (PDPA) B.E. 2562 (2019). The Company is obliged to prepare shareholder register and has to collect, use, disclose and process Personal Data of shareholders and/or proxies of the Meeting, delivering relevant documents, vote counting process, and other actions relating to such the Meeting as following details:

1) Personal Data to be collected and retention period

- The Company shall receive Personal Data, i.e. name, surname, nationality, identification number (or passport number), date/month/year of birth, age, address, number of shares and type of shares held, securities holder's number, telephone number and email

provided by shareholder and/or proxies, or by Thailand Securities Depository Co., Ltd. (TSD) as the securities registrar. The Company shall retain such information for the necessary period as required by law and for the above proposed.

- It is necessary for the Company to disclose some information of the above Personal Data for Data Processor for the benefits of shareholders' registration, voting verification, processing, reporting and Minutes of the Shareholders' Meeting to comply with the related laws or orders issued by the relevant authorities under the Public Limited Companies Act.

2) Rights of the data subjects

- Data subjects have rights in accordance with the Personal Data Protection Act (PDPA) B.E. 2562 (2019), for instance, giving consent, withdrawing consent, accessing or obtaining or amend their Personal data, objecting the collection or use or disclose of the Personal Data, requesting to delete or to destroy or suspend the use of Personal Data etc. subject to regulations and procedures as required by law.
- In this regards, the Company shall collect use or disclose Personal Data to the extent of necessity for legitimate interests and in compliance with laws by taking into account of the right to the privacy and personal data protection.

After having explained the electronic shareholder meeting, care the bear project, and privacy notice, the Chairman was invited to convene the 2022 Annual General Meeting of Shareholders.

Mr. Athavudhi Hirunburana, the Chairman of the Board, performed as the Chairman of the Meeting ("the Chairman") welcomed the shareholders and informed that there were 19 participants attending the meeting in person representing 252,457,587 shares or 55.122 percent and 21 proxies representing 50,939,765 shares or 11.1223 percent, thereby representing a total of 40 shareholders with a total of 303,397,352 shares or 66.2443 percent of the total issued shares of the Company amount of 457,997,899 shares which exceeded one of the third of the Company's paid up shares, constituting a quorum in accordance with the Company's Articles of Association and the Meeting was held duly convened.

The Chairman introduced the directors, Auditor, Independent Legal Advisor including the representative from Thai Investors Association and assigned the Chief Executive Officer to introduce the Company's management who attend the Meeting.

The Company has a total of 9 director that 4 (four) of whom were present at the Meeting and 5 directors logged in via electronic meeting system, representing 100 percent of the Company's directors. M.L. Thirachet Sonakul, the Company's independent director, was the proxy of Shareholders in this meeting.

Prior to considering the matters in accordance with the agenda items, the Chairman assigned Mr. Kachaphob Sa-nguanwong to inform the shareholders of the voting procedures and vote counting as follows:

1. The voting shall have 3 alternatives which are "Agree", "Disagree" or "Abstain" by allowing shareholders to vote via electronic meeting system in order to count the votes respectively.
2. Proxies shall vote as specified by the shareholder in the proxy form only. If a shareholder has not specified his/her intention of voting or the specification is unclear or the meeting votes on an

agenda not specified herein, the proxy shall have the right to consider and vote on the shareholder's behalf.

3. One share is equivalent to one vote and cannot be divided into partial votes.
4. Shareholder who wishes to cast the vote disapprove, or abstain shall select disapprove or abstain via electronic meeting system.
5. Any votes disapproving or abstaining shall be extracted, from the total votes of shareholders attending the Meeting and having right to vote whereas the remaining votes shall be considered approving with such agenda.
6. Where there is no votes disapprove or abstain in any agenda, the Chairman of the Meeting shall consider such agenda carries a unanimous vote.
7. In general case, the resolution shall be passed by a simple majority vote of the shareholders present at the Meeting with the right to vote. In the event of a tie vote, the Chairman of the Meeting shall have a casting vote.
8. Agenda no. 14: To consider and approve the election of directors in replacement of those who shall be retired by rotation for the year 2022. Shareholders shall casted the vote to director individually.
9. Before casting a vote on each agenda item, the shareholders attending the Meeting will be given an opportunity to raise questions relevant to that agenda item as appropriate. The shareholders or proxies wishing to raise questions are requested to write the questions in a paper and state their names and surnames before inquiring questions on each occasion, for record keeping of the Meeting to be complete and submit to the Company's staff. The Master of Ceremonies of the Meeting will read the questions to the Company's directors and management in order to reply the questions respectively. The Company will answer the questions relating to the agenda item under discussion.
10. If the questions are unrelated to the agenda item under discussion, the Company will answer only the questions on the agenda item regarding other matters at the end of the Meeting.

After completed the explanation of the voting procedures, the Chairman then declared the meeting to consider the matters in accordance with the agenda as follows:

Agenda 1 To certify the Minutes of the 2021 Annual General Meeting of Shareholders

The Chairman requested the Meeting to consider and certify the minutes of the 2021 Annual General Meeting of Shareholders which was held on April 22, 2021 as per details in a copy, which had been distributed to shareholders together with the meeting invitation letter to shareholders.

The Chairman informed the meeting that the Board of Directors is of the opinion that the said minute is accurate and complete, and the same should be proposed to the 2022 Annual General Meeting of Shareholders to certify, with the details as appeared in the Attachment No. 1.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with the majority votes of shareholders who attend the meeting and cast their votes.

Resolution After due consideration, the Meeting certified the Minutes of the 2021 Annual General Meeting of Shareholders held on April 22, 2021 with the majority votes of shareholders attending the meeting and having the right to vote as follows:

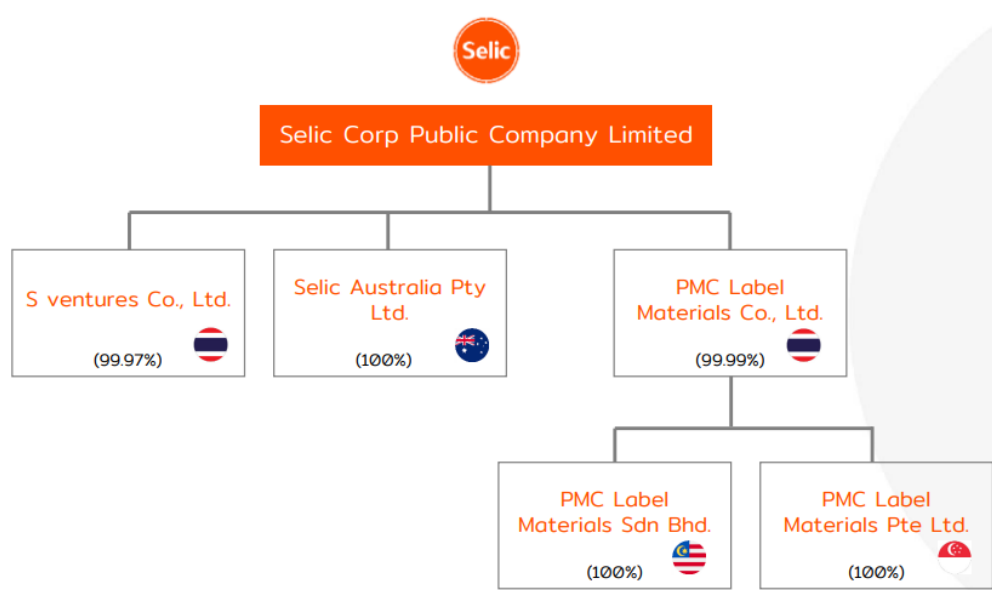
Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	0	votes	equivalent to	0.0000
Abstention	111,001	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 2 To acknowledge the report on the Company's operating results for the year ending December 31, 2021

The Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer to report the summary of the Company's operating results for the year ending December 31, 2021 to the Meeting.

Ms. Yuwadee Aiamsontisup reported the Meeting of the operating results of the Company for the year 2021, the details of which can be summarized as follows:

The Company Structure and Current Business Segment



Business Operations and Goals

- The Company's business operations and products are divided into 2 main businesses are (1) Adhesive Business, and (2) Self-Adhesive Label Business.
- Business Goals
 - **Innovation:** to drive the innovative thinking process and promote the Company to be an innovative organization.
 - **Heart of Customer:** to provide services and customer relationship management by applying the principle of "customer centric" in order to meet the business needs of customers.

Major Changes in year 2021

- May 2021 Increase the registered capital of the Company from the original registered capital of Baht 164,999,358.50 to Baht 228,999,358.50 by issuing 128,000,000 additional ordinary shares or Baht 64 million with a

par value of Baht 0.50 per share by general mandate totaling 28 million ordinary shares amounting to Baht 14 million and increasing registered capital totaling 100 million shares amounting to Baht 50 million to support the stock dividend payment.

- June 2021 Completed 3 private placement investors totaling Baht 84 million as following details:
 - 16,666,000 shares to Saha Pathana Inter-Holding Public Company Limited
 - 5,667,000 shares to BSC So In Company Limited.
 - 5,667,000 shares to BTN 1207 Company Limited.
- August 2021 Sale of investments in PMC Label Materials Pte Ltd, Singapore to PMC Label Materials Co., Ltd, Thailand
- September 2021 Invested in Meticury Co., Ltd., totaling 31,000,509 Baht. Its business were manufacture and sales medical equipment.
- October 2021 Saha Pathana Inter-Holding Public Company Limited purchased the Company's ordinary shares from Selic Corp Public Company Limited in total 46,000,000 shares, accounting for 10.0437% of the total issued and paid-up shares.
- November 2021 Approved the Employee Joint Investment Program (EJIP) No. 3 to Selic Corp Public Company Limited, PMC Label Materials Co., Ltd, Thailand, and PMC Label Materials Sdn., Bhd., Malaysia

Corporate Governance

- Obtained the assessment results from the campaign of "Corporate Governance Report of Thai Listed Companies 2021" from Thai Institute of Directors (IOD) with the average score of 93 percent or representing "Excellent" CG score (5 stars).
- A full score of 100 from the campaign "Assessment of the Quality of Arrangement of the 2021 Annual General Meeting of Shareholders" or "AGM Checklist" from Thai Investors Association.
- The Company received the 1st Renewal Certificate of Membership Thailand's Private Sector Collective Action Coalition against Corruption (CAC) from the Thai Private Sector Collective Action Coalition against Corruption in order to reflect the commitment to conducting business in a transparent manner leading to long-term sustainability.
- Safety and Labour: The Company received Award Certificates from the Department of Labour Protection and Welfare office area 7, the Ministry of Labour as follows:
 - Thailand Labour Management Excellence Award 2021, the Certificate (3rd Honor) for the occupational safety, health, and working environment.
 - Thai Labour Standard (TLS 8001-2020) for basic level on operating the organization in accordance with the Labor Practices Act under labour corporate social responsibility.

Awards and Certificates in year 2021

- Sustainability Disclosure Award : Sustainability Disclosure Recognition 2021 from Thaipat Institute

- List of ESG Emerging 2021 from Thaipat Institute
- Asia Responsible Enterprise Awards : Green Leadership 2021 from Enterprise Asia
- List of Thailand Sustainability Investment 2021 from the Stock Exchange of Thailand
- SET Awards 2021: Rising Star Sustainability Awards from the Stock Exchange of Thailand

The Significant Company Overview in 2021

- In 2021, growth on total revenue increased by 16.3% (YOY) although the covid-19 continued pandemic and strictly measures. This reflected to the demanding of Adhesive and Self-Adhesive Label Business were growth.
- Sales Revenue increased 16.6% from previous year due to sales in Adhesive and Self-Adhesive Label Business increased 17.40% and 15.40%, respectively. Sales proportion of Self-Adhesive Label and Adhesive business was 57 : 43.
- Regarding to 70% increasing of crude oil price in 2021, it was impacted to industrial and consumer widely. However, the Company managed our pricing in line with raw material cost. Gross profit margin decreased 24.2% from previous year being 25.5%.
- Net profit for the year was Baht 8153 million or net profit ratio was 6% which decreased by 8.7% from last year. This is due to the impact from continuous increase of raw material and freight cost which impacted to decrease of EBITDA.
- 2021 sales revenue totaling Baht 732.70 million increased 16.30% from previous year. The proportion of domestic and international sales was 58 : 42. And sales proportions by products were 22% of water base, 38% of hot melt, 38% of solvent and 2% of others.
- In 2021, adhesive business performance are as follows:
 - Gross profit was Baht 178.60 million which increased from previous year. Gross profit ratio was decreased due to increasing of raw material cost.
 - EBITDA and net profit were Baht 113.2 million and Baht 52.1 million and decreased 12.7% and 10.2% respectively comparing with last year.
 - Transportation and freight expenses were significant increased due to impact of conflict crisis.
- In 2021, sale from Self-Adhesive Label Business both film and paper increased 17.9% and international sales was increased 46%.

Directions and operation plan in 2022

- **Growth Driver**: Maintain sector targeting to grow, Expand market application through New Product Development (NPD) and Investment project pipelines through Merge and Acquisition (M&A), Joint Venture (JV)
- **Profitability Driver**: Leverage R&D to build gross profit, Supply chain management to get cost avoidance, and Efficiency operation.
- **Sustainability Development**: Sustainable materials for customer's supply chain, Green product NPD through innovation, Energy and waste management.

The Chairman informed the meeting that the Board of Directors is of the opinion that the Shareholders' Meeting should acknowledge the Company's operating results for the year 2021 along with the significant changes that occurred during the year.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters.

Mr. Chonnawat Chunhawiksit, Representative from Thai Investors Association, proposed the questions in advance as follows:

1. Refer to statement of income, why was distribution cost increase in year 2021? Please explain
2. Refer to financial ratio, cash cycle has continued increasing since year 2020. How does the Company reduce the said cash cycle in 2023?

Ms. Yuwadee Aiamsontisup, Chief Executive Officer, clarified the above 2 questions respectively as follows:

1. In 2021, distribution cost increase due to increasing of gasoline price and freight expenses because of lacking of containers. Major factors of increasing in cost of sales of goods were raw materials and crude oil price were increased. To maintain gross profit margin, the Company managed the transportation cost by procurement more vendor, and developing substantial raw material by our R&D.
2. As covid-19 pandemic, Cash cycle has continued increasing since 2020 because our procurement and R&D plan to allocate raw materials for prevent short of stock and price increasing. When comparing with the same industry, it was found that the Company's cash cycle was in good position. In 2023, the Company plans to leverage R&D to build gross profit, Supply chain management to get cost avoidance, and Efficiency operation.

There was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman then proposed the meeting to acknowledge the report on the Company's operating results for the year ending December 31, 2021. Since the purpose of this agenda was to report to the shareholders for acknowledgement, any voting was not required.

Resolution The Meeting acknowledged the said report on the Company's operating results for year ended December 31, 2021 as informed.

Agenda 3 **To consider and approve the Company's financial statements for the fiscal period ended December 31, 2021**

The Chairman assigned Ms. Munlika Thanataweerat to report the Company's financial statements for the fiscal period ended December 31, 2021 to the Meeting.

Ms. Munlika Thanataweerat reported the Meeting that the key information of the Company's financial statements for the fiscal period ended December 31, 2021 are as follows:

Unit: million baht

Items	Year 2021	Year 2020
Total Assets	1,756.91	1,618.55
Total Liabilities	1,088.83	1,096.93
Total Shareholders' Equity	668.08	521.61
Total Income	1,466.03	1,260.33
Net Profit for the year	81.53	89.31
Basic Earnings Per Share (Baht/Share)	0.18	0.27
Cash flow from operating activities	105.50	207.91
Cash flows from investing activities	-100.20	-11.51
Cash flow from financing activities	-58.89	-161.73

The Chairman requested Asst. Prof. Dr. Pattanant Petchchedchoo, Chairman of the Audit Committee to provide additional comments to the meeting.

Asst. Prof. Dr. Pattanant Petchchedchoo informed the Meeting that the Company's financial statements for the fiscal year 2021 ended December 31, 2021 have been audited and certified unconditionally by the auditor from KPMG Phoomchai Audit Ltd.

The Chairman informed the Meeting that the Board of Directors deemed it appropriate to propose to the Annual General Meeting of Shareholders to consider and approve the Company's financial statements for the fiscal period ended December 31, 2021 which were reviewed by the Audit Committee and agreed by the Board of Directors.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with the majority votes of shareholders who attend the meeting and cast their votes.

Resolution After due consideration, the Meeting resolved to approved the Company's financial statements for the fiscal period ended December 31, 2021, with the majority votes of shareholders attending the meeting and having the right to vote as follows:

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 4 To consider the appointment of the Company's Auditor and to fix the auditing fees for the year 2022

The Chairman requested Asst. Prof. Dr. Pattanant Petchchedchoo, Chairman of the Audit Committee to report the significant details to the Meeting.

Asst. Prof. Dr. Pattanant Petchchedchoo reported the Meeting that 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 Meeting of Shareholders. 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, 2022 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	3 years (appointed in 2019 and 2021)
2. Mr. Natthaphong Tantichattanont	8829	3 years (appointed in 2019 and 2021)
3. Miss Sophit Prompol	10042	3 years (appointed in 2019 and 2021)

The proposed auditing fee is Baht 1,720,000 (One million seven hundred and twenty thousand baht only) excluding other actual payable non-audit fees such as travel expenses, stamp duty, cost of delivering other confirmation of expenses as well as cost of formatting financial statements & etc.

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 3 years since 2019 to 2021.

The comparison table of auditing fee for the year 2021 and the year 2022

Auditing Fee & Other Fee	Year 2022 (Proposed Year)	Year 2021	Increase/ (Decrease)
The annual auditing fee (Baht)	1,720,000	1,720,000	-
Other Fee (Baht)	-	-	-

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

The Chairman informed the meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the appointment of auditors from KPMG Phoomchai Audit Ltd. according to the above proposed name lists as the Company's auditors for the year 2022 and approve the auditing fee for the year 2022 amounting to Baht 1,720,000 (One million seven hundred and twenty thousand baht only).

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the meeting to cast their votes

in this agenda. To consider approving this agenda must be adopted by a resolution with the majority votes of shareholders who attend the meeting and cast their votes.

Resolution After due consideration, the Meeting resolved to approve the appointment of Miss Dussanee Yimsuwan C.P.A. No. 10235 or Mr. Natthaphong Tantichattanon C.P.A. No. 8829, or Miss Sophit Prompol C.P.A. No. 10042, the auditor from KPMG Phoomchai Audit Ltd. to be the Company's auditors for the year 2022 by paying the total audit fee amount of Baht 1,720,000 (One million seven hundred and twenty thousand baht only) which exclude other non-audit fee.

The shareholders approved the above resolution with the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 5 To consider and approve the allocation of profit from the retained earnings of the Company for the year 2021 to pay dividends

The Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer to report the significant details to the Meeting.

Mr. Yuwadee Aiamsontisup reported the Meeting that 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 2021, the company reported the total net profit of Baht 384,698 thousand 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 (accounting to Baht 22,899,935.85). 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 18,321,022.48, equivalent to 4.76% of the net profit for the accounting period.

The Board of Directors deemed it appropriate to propose to the 2022 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 as a legal reserved for the 2021 in the amount of Baht 18,321,022.48.
2. Approve the dividend payment from the net profit by issuing ordinary shares to existing shareholders of the Company at the rate of 10.40904316 existing shares per 1 stock dividend.

Total amount is not exceeding Baht 22,000,000 or equivalent to the dividend payment rate of Baht 0.04803515 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 0.04803515 per share.

3. Approve the cash dividend at the rate of not exceeding Baht 0.00533728 per share, or a total amount of not more than Baht 2,444,464.
4. The totaling amount of no.2 & no. 3 will not be exceeding Baht 24,444,464, which is a dividend payment of Baht 0.05337243 per share. All dividends are subject to withholding tax at the rate as required by law.
5. The record date for the right to receive the dividend will be on May 6, 2022 and the payment of dividend will be scheduled on May 24, 2022.

The comparison of dividend payment ratio for the year 2020 and 2021

Details of dividend payment	Year 2021 (Proposed Year)	Year 2020
Net Profit (Thousand Baht)	81,528	89,307
Net profit ratio per share (Baht)	0.183	0.27
Par Value of Share (Baht)	0.50	0.50
Pay in shares (share)	44,000,000	99,999,182.00
Pay in cash (Baht)	2,444,464.00	20,555,996.84
Total dividends after tax (Baht)	22,000,000.00	63,523,019.86
Withholding tax (Baht)	2,444,464.00	7,032,535.63
Total dividend payment (Baht)	24,444,464.00	70,555,555.49

The Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the allocation of profit from the retained earnings of the Company for the year 2021 to pay stock dividends as proposed.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with the majority votes of shareholders who attend the meeting and cast their votes.

Resolution

After due consideration, the Meeting resolved to approve the allocation of profit from the retained earnings of the Company for the year 2021 to pay stock dividends and cash dividends. The Record Date for the right to receive the dividend will be on May 6, 2022 and the payment of dividend will be made on May 24, 2022.

The shareholders approved the above resolution with the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

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

The Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer to report the significant details to the Meeting.

Ms. Yuwadee Aiamsontisup reported the Meeting that According to the 2021 Annual General Meeting of Shareholders on April 22, 2021, 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 164,999,358.50 to Baht 228,999,358.50 by issuing 128,000,000 additional ordinary shares with a par value of Baht 0.50 per share. The Company has completely issued 28,000,000 new ordinary shares to private placement. As the reserve for the stock dividend payment in the amount of Baht 50,000,000 by issuing ordinary shares in an amount not exceeding 100,000,000 shares with a par value of Baht 0.50 per share. The allocated shares are in the amount of 99,999,182 shares and the remaining 818 shares have not been allotted and the remaining unpaid capital is Baht 409.

The Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the decrease of the Company's registered capital as proposed.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with 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.

Resolution After due consideration, the Meeting resolved to approve the decrease of the Company's registered capital with 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 as follows:

Approved	303,286,351	votes	equivalent to	99.9634
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	0.0366
Voided Ballot	0	votes	equivalent to	0.0000

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**

The Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer to report the significant details to the Meeting.

Ms. Yuwadee Aiamsontisup reported the Meeting that 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	228,999,358.50 Baht	(Two hundred and twenty eight million, nine hundred and ninety nine thousand, three hundred and fifty eight Baht and 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)

New

Article 4	Registered capital	228,998,949.50 Baht	(Two hundred and twenty eight million, nine hundred and ninety eight thousand, nine hundred and forty nine Baht and fifty satang)
	Divided into	457,997,899 shares	(Four hundred and fifty seven million, nine hundred and ninety seven thousand, eight hundred and ninety nine shares)
	Par value of	0.50 Baht	(Fifty satang)
	Divided into		
	Ordinary shares	457,997,899 shares	(Four hundred and fifty seven million, nine hundred and ninety seven thousand, eight hundred and ninety nine shares)
	Preferred shares	- share	(Zero share)

The Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to 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.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with 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.

Resolution After due consideration, the Meeting resolved to approve the amendment of Clause 4 of the Memorandum of Association in accordance with the decrease of the registered capital with 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 as follows:

Approved	303,286,351	votes	equivalent to	99.9634
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	0.0366
Voided Ballot	0	votes	equivalent to	0.0000

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

The Chairman informed the Meeting that to let shareholders to have more distinctness and comprehension, this agenda was to seek approval for the allocation of the newly issued ordinary shares of the Company in term of a general mandate.

Therefrom, the Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer to report the significant details to the Meeting.

Ms. Yuwadee Aiamsontisup reported the Meeting that to reserve for the stock dividend payment amounting of Baht 22,000,000 by allocation of the newly issued ordinary shares from the original registered capital of Baht 228,998,949.50 to Baht 250,998,949.50 by issuing 44,000,000 new ordinary shares with a par value of Baht 0.50 per share.

The Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to 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 44,000,000 new ordinary shares at a par value of Baht 0.50 per share.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with 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.

Resolution After due consideration, the Meeting resolved to approve the increase of the registered capital by allocating the newly issued ordinary shares of the Company in the form of general mandate with 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 as follows:

Approved	303,286,351	votes	equivalent to	99.9634
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	0.0366
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 9 **To consider and approve the amendment of Clause 4 of the Memorandum of Association in accordance with the increase of the registered capital**

The Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer, to report the significant details to the Meeting.

Ms. Yuwadee Aiamsontisup reported the Meeting that 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	228,998,949.50	Baht	(Two hundred and twenty eight million, nine hundred and ninety eight thousand, nine hundred and forty nine Baht and fifty satang)
	Divided into	457,997,899	shares	(Four hundred and fifty seven million, nine hundred and ninety seven thousand, eight hundred and ninety nine shares)
	Par value of Divided into Ordinary shares	0.50	Baht	(Fifty satang)
		457,997,899	shares	(Four hundred and fifty seven million, nine hundred and ninety seven thousand, eight hundred and ninety nine shares)
	Preferred shares	-	share	(Zero share)

New

Article 4	Registered capital	250,998,949.50	Baht	(Two hundred and fifty million, nine hundred and ninety eight thousand, nine hundred and forty nine Baht and fifty satang)
	Divided into	501,997,899	shares	(Five hundred and one million, nine hundred and ninety seven thousand, eight hundred and ninety nine shares)
	Par value of Divided into Ordinary shares	0.50	Baht	(Fifty satang)
		501,997,899	shares	(Five hundred and one million, nine hundred and ninety seven thousand, eight hundred and ninety nine shares)
	Preferred shares	-	share	(Zero share)

The Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to 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.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. The shareholder inquired as follows:

Mr. Prapas Songprakhon, Shareholder inquired that as the Company pays the stock dividend. Does the Company plan to raise the paid up capital to Baht 300 million in order to transfer to SET?

Ms. Yuwadee Aiamsontisup, Chief Executive Officer, clarified that pursuant to the Company performance and dividend policy, the Company would pay the dividend to shareholders and we paid stock dividend to maintain our liquidation. Additional, there is no plan to move from mai to SET.

There was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with 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.

Resolution After due consideration, the Meeting resolved to approve the increase of the Company's registered capital with 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 as follows:

Approved	303,286,351	votes	equivalent to	99.9634
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	0.0366
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 10 To consider and approve the allocation of newly issued ordinary shares to reserve for the stock dividend payment

The Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer to report the significant details to the Meeting.

Ms. Yuwadee Aiamsontisup proposed the Meeting to consider and approve the allocation of newly issued ordinary shares to reserve for the stock dividend payment by allocating 44,000,000 ordinary shares with a par value of Baht 0.50.

The Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the allocation of newly issued ordinary shares to reserve for the stock dividend payment as proposed.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with the majority votes of shareholders who attend the meeting and cast their votes.

Resolution After due consideration, the Meeting resolved to approve the allocation of newly issued ordinary shares to reserve for the stock dividend payment with the majority votes of shareholders attending the meeting and having the right to vote as follows:

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 11 **To consider and approve transform PMCT Label Material Company Limited ("PMCT") to Public Company Limited**

The Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer to report the significant details to the Meeting.

Ms. Yuwadee Aiamsontisup proposed the Meeting to consider and approve PMCT Label Material Company Limited ("PMCT"), a subsidiary company of Selic Corp Public Company Limited ("the Company" or "SELIC"), which are being held by SELIC for 99.999% of its registered capital, would like to issue and offer its newly-issued ordinary shares in the initial public offering (IPO) and proportionately to existing shareholders of PMCT ("Pre-emptive Offering"). Moreover, PMCT will list its ordinary shares in the Stock Exchange of Thailand ("SET") (Spin-off) to raise funds for expanding the business and/or using as working capital and/or repaying loan from financial institutions.

The Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve transform PMCT Label Material Company Limited ("PMCT") to Public Company Limited.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with 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.

Resolution The meeting approved to transform PMCT Label Material Company Limited ("PMCT") to Public Company Limited with the voting which was not less than three-fourths (3/4) of the total votes of shareholders who attend the meeting as follows:

Approved	303,286,351	votes	equivalent to	99.9634
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	0.0366
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 12 **To consider and approve issuance and offering its newly-issued ordinary shares in the initial public offering (IPO) and proportionately to existing shareholders of PMCT ("Pre-emptive Offering"). Moreover, PMCT will be listed its ordinary shares in the Stock Exchange of Thailand ("SET") (Spin-off)**

The Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer to report the significant details to the Meeting.

Ms. Yuwadee Aiamsontisup proposed the Meeting to consider and approve the issuance and offering its newly-issued ordinary shares in the initial public offering (IPO) and proportionately to existing

shareholders of PMCT ("Pre-emptive Offering). Moreover, PMCT will be listed its ordinary shares in the Stock Exchange of Thailand ("SET") (Spin-off).

PMCT shall issuance and offering its newly-issued ordinary shares for the initial public Offering (IPO) in 214,290,000 Shares at Baht 0.50 par value totaling Baht 107,145,000 from the original registered capital of Baht 250,000,000 to a new registered capital of Baht 357,145,000 at 0.50 Baht par value or 714,290,000 ordinary shares. The said allocation of PMCT ordinary share does 28% of IPO for pre-emptive offering to the Company's shareholder according to shareholding proportion in the Company.

The Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the issuance and offering its newly-issued ordinary shares in the initial public offering (IPO) and proportionately to existing shareholders of PMCT ("Pre-emptive Offering). Moreover, PMCT will be listed its ordinary shares in the Stock Exchange of Thailand ("SET") (Spin-off) as proposed with the details as appeared in the Attachment No. 5.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with 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.

Resolution The meeting approved the issuance and offering its newly-issued ordinary shares in the initial public offering (IPO) and proportionately to existing shareholders of PMCT ("Pre-emptive Offering). Moreover, PMCT will be listed its ordinary shares in the Stock Exchange of Thailand ("SET") (Spin-off) with the voting which was not less than three-fourths (3/4) of the total votes of shareholders who attend the meeting as follows:

Approved	303,286,351	votes	equivalent to	99.9634
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	0.0366
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 13 To acknowledge the asset disposal transaction of the issuance and offering of the newly-issued ordinary shares of PMCT in the IPO and the listing of PMCT.

The Chairman assigned Ms. Yuwadee Aiamsontisup, Chief Executive Officer to report the significant details to the Meeting.

Ms. Yuwadee Aiamsontisup reported the Meeting that the issuance and offering of the newly-issued ordinary shares of PMCT in the IPO and the listing of PMCT on the SET will result in the dilution of the Company's shareholding percentage in PMCT, and together are classified as an asset disposal transaction under the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules o Entering into Material Transactions Deemed as Acquisitions or Disposals of Assets (including any amendment thereto) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets B.E. 2547 (2004) (including any amendment thereto) (Collectively, the

“Notifications on Acquisition or Disposal”), having the highest transaction value calculated based on the net tangible assets (NTA), equivalent to 48.42%. However, there were no other asset disposal transactions which are required to be calculated based on the net tangible assets basis during the six-month period prior to the date on which Board of Directors Meeting resolved to approve the Spin-Off plan.

In the regard, the entering into of the transaction is classified as a Class 2 Asset Disposal Transaction, i.e., a transaction with the size of 15.00 percent or higher but lower than 50.00 percent. As a result, the Company is required to immediately prepare a report and disclose the information memorandum of the entering into of the transaction to the SET as well as to send a written notice to the shareholders of the Company within the period of 21 days from the date of which the information memorandum on the entering into of the transaction is disclosed to the SET, whereby the information memorandum must comprise at least the information required under Schedule (2) 1, 2, 3, 5 (3), 7 and 8 annexed to the Notification on Acquisition or Disposal. The Company distributed the said information memorandum to the shareholders on March 11th, 2022 by registered post.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to acknowledge the asset disposal transaction of the issuance and offering of the newly-issued ordinary shares of PMCT in the IPO and the listing of PMCT.

Resolution The meeting acknowledged the asset disposal transaction of the issuance and offering of the newly-issued ordinary shares of PMCT in the IPO and the listing of PMCT. (This agenda is for acknowledgement and no casting vote is required from shareholders.)

Agenda 14 To consider and approve the election of directors in replacement of those who shall be retired by rotation for the year 2021.

The Chairman requested M.L. Thirachet Sonakul, Chairman of the Nomination and Remuneration Committee to report the significant details of Agenda 14 and 15 to the Meeting.

M.L. Thirachet Sonakul reported the Meeting that 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 director who retires by rotation shall be eligible to be re-elected for another term. The list of the directors who retired by rotation in 2022 as the following:

Name of Directors	Position
1. Mr. Athavudhi Hirunburana	Chairman and Independent Director
2. Mr. Anotai Adulbhan	Independent Director Member of the Audit Committee
3. Ms. Palawi Bunnag	Independent Director Chairman of the Corporate Governance and Sustainability Development 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 1, 2021 to December 30, 2021, but no minority shareholders proposed names of any person to be nominated as directors of the Company.

Before considering this agenda, the Chairman requested the directors who retired by rotation to leave from the meeting for a while as those directors were the interested persons in this agenda so that the meeting can inquire and vote independently and return to the meeting after the consideration of this agenda was completed.

M.L. Thirachet Sonakul reported the Meeting that the nomination process of the Company's directors was considered by the Nomination and Remuneration 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.

Moreover, the Nomination and Remuneration Committee has considered and opined that Mr. Athavudhi Hirunburana, Mr. Anotai Adulbhan, and Ms. Palawi Bunnag 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 and the said directors are able to provide the opinions independently.

M.L. Thirachet Sonakul informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the re-election of three retiring directors as the Company's directors for an additional term according to the opinion of the Nomination and Remuneration Committee.

After that, M.L. Thirachet Sonakul provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with the majority votes of shareholders who attend the meeting and cast their votes by voting in the meeting system for election of directors individually. In the meeting system, the voting for each director have been separated.

Resolution

After due consideration, the Meeting resolved to approve the election of directors in replacement of those who shall be retired by rotation for the year 2022 which included 1) Mr. Athavudhi Hirunburana, 2) Mr. Anotai Adulbhan, and 3) Ms. Palawi Bunnag as proposed, with the majority votes of shareholders attending the meeting and having the right to vote as follows:

1) Mr. Athavudhi Hirunburana

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

2) Mr. Anotai Adulphan

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

3) Ms. Palawi Bunnag

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 15 **To consider and approve the appointment of a new director**

The Chairman requested M.L. Thirachet Sonakul, Chairman of the Nomination and Remuneration Committee to report the significant details to the Meeting.

M.L. Thirachet Sonakul reported the Meeting that the nomination process of the Company's directors was considered by the Nomination and Remuneration Committee, excluding the committee member who has conflict of interest. The said Committee has considered and opined that Ms. Natthakan Thanawadee has the suitable qualifications to be directors of the Company. She is knowledgeable and have experience in finance and accounting as well as merger and acquisition (M&A) which can support the business operation of the Company. She also is qualified as a director in accordance with the Good Corporate Governance Principle and the Notification of the Securities and Exchange Commission No. Kor Jor. 3/2560 Subject: Determination of the lack of trustworthiness of directors and executives. Additional, Ms. Natthakan Thanawadee is not the position of director or executives in other businesses that may cause conflicts of interest or is in a business competition with the Company.

Moreover, the Nomination and Remuneration Committee has considered and opined to add Ms. Natthakan Thanawadee as new director and Non-Executive Director of the Company, effectively April 27, 2022 and onward. Then the Board of Director will consisted of 10 members which 4 of them are ladies. Additional, directors' age range will be started from lower 40 years old which previous age range started at over 40 years old.

M.L. Thirachet Sonakul informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the appointment Ms. Natthakan Thanawadee as new director and non-executive director effectively April 27, 2022 and onward.

After that, M.L. Thirachet Sonakul provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the meeting to cast their

votes in this agenda. To consider approving this agenda must be adopted by a resolution with the majority votes of shareholders who attend the meeting and cast their votes.

Resolution The meeting approved the appointment Ms. Natthakan Thanawadee as new director and non-executive director effectively April 27, 2022 and onward with the majority votes of shareholders attending the meeting and having the right to vote as follows:

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 16 To consider and approve the remunerations of directors for the year 2021

The Chairman requested M.L. Thirachet Sonakul, Chairman of the Nomination and Remuneration Committee to report the significant details to the Meeting.

M.L. Thirachet Sonakul reported the Meeting that 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 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 2022. 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. No bonus payment.

The policy and the directors' remuneration for the year 2022 have been revised and the details are as follows.

The Directors' Remuneration for the year 2022

Position	Year 2021		Year 2022	
	Monthly Remuneration (Baht/month)	Meeting Allowance (Baht/time)	Monthly Remuneration (Baht/month)	Meeting Allowance (Baht/time)
Chairman of the Board of Directors	22,000	10,000 (limit 6 times per year)	22,000	10,000 (limit 6 times per year)
Vice Chairman of the Board of Directors	18,000	10,000 (limit 6 times per year)	18,000	10,000 (limit 6 times per year)
Director	10,000	10,000 (limit 6 times per year)	10,000	10,000 (limit 6 times per year)
Chairman of the Audit Committee	-	18,000 (No time limit)	-	18,000 (No time limit)
Member of the Audit Committee	-	15,000 (No time limit)	-	15,000 (No time limit)

Position	Year 2021		Year 2022	
	Monthly Remuneration (Baht/month)	Meeting Allowance (Baht/time)	Monthly Remuneration (Baht/month)	Meeting Allowance (Baht/time)
Chairman of the Risk Management Committee	-	15,000 (No time limit)	-	15,000 (No time limit)
Member of the Risk Management Committee	-	13,000 (No time limit)	-	13,000 (No time limit)
Chairman of the Nomination and Remuneration Committee	-	15,000 (No time limit)	-	15,000 (No time limit)
Member of the Nomination and Remuneration Committee	-	10,000 (No time limit)	-	10,000 (No time limit)
Chairman of the Corporate Governance Committee	-	15,000 (No time limit)	-	15,000 (No time limit)
Member of the Corporate Governance Committee	-	10,000 (No time limit)	-	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.

The Chairman informed the Meeting that the Board of the Directors deemed it appropriate to propose the Annual General Meeting of Shareholders to consider and approve the remunerations of directors for the year 2022 according to the opinion of the Nomination and Remuneration Committee.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with the votes of not less than two-thirds (2/3) of the total votes of shareholders who attend the meeting.

Resolution After due consideration, the Meeting resolved to approve the remunerations of the Board of Directors and the sub-committees for the year 2022 with the monthly compensation, meeting allowances, Employment Joint Investment Program Project or 'EJIP' and bonus are not exceeding Baht 5,000,000 (Five million baht only).

The shareholders approved the above resolution with the voting which was not less than two thirds (2/3) of the total votes of shareholders who attend the meeting, as follows:

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 17 To consider and approve the Employee Joint Investment Program (EJIP)

The Chairman requested M.L.Thirachet Sonakul, Chairman of the Nomination and Remuneration Committee to report the significant details to the Meeting.

M.L. Thirachet Sonakul reported the Meeting that the EJIP no. 4 (EJIP no. 2 for directors) was served as compensation to the Company's directors, managements, and employees, and support the employees to be a Company owner by purchasing the Company's shares under this program terms and conditions. The said EJIP periods are 7 years for employees and 5 years for directors (including Silent Period).

The Board of Director considered and approved EJIP for employees. Thus, M.L. Thirachet Sonakul proposed the Meeting to consider and approve the EJIP for directors with the details as appeared in the Attachment No. 8. The significant conditions are as follows:

- Qualification of the EJIP Member is Directors of Selic Corp Public Company Limited.
- Directors: contribution must starting from Baht 10,000 but not exceed than Baht 30,000.
- Directors of Selic Corp Public Company Limited
- The participants (directors) should maintain the membership of the program from the beginning until the end of program period as follows:
 - When the project is 3 years, 50% of the existing stock can be sold.
 - When the project is 4 years, 75% of the existing stock can be sold.
 - When the project is 5 years, it can sell all shares of existing stock.
- Phillip Securities (Thailand) Public Company Limited has been appointed as project manager.

After that, the Chairman provided an opportunity to shareholders to inquire questions and express their opinions on the relevant matters. However, there was no shareholder inquiring questions or expressing opinions in this agenda. Therefore, the Chairman proposed the Meeting to cast their votes in this agenda. To consider approving this agenda must be adopted by a resolution with the votes of not less than two-thirds (2/3) of the total votes of shareholders who attend the meeting.

Resolution The meeting approved the Employee Joint Investment Program (EJIP) with the voting which was not less than two thirds (2/3) of the total votes of shareholders who attend the meeting.as follows:

Approved	303,286,351	votes	equivalent to	100.0000
Disapproved	2	votes	equivalent to	0.0000
Abstention	110,999	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	0.0000

Agenda 18 Other Matters

The Chairman informed the meeting that this agenda provided an opportunity to the shareholders to raise any inquiry and/or for the Board of Directors to answer any question or clarify any matter to the shareholders. After that, the Chairman provided opportunities to shareholders to inquire questions and express their opinions

There were no shareholders who inquired additional questions or expressed opinions. The Chairman stated to the meeting that the company promises to operate its business in accordance with good corporate governance practices and the anti-corruption policy. The Company requires the directors, executives and employees of the Company to perform their duties and to strictly comply according to the guidelines of the anti-corruption policy. Moreover, there are the channels for reporting and informing

on the corruption as well as defining procedures, penalties including the monitoring and prevention system in order to ensure the effective anti-corruption policy of the Company.

In addition, the Company realizes the importance of sustainable development along with the principles of economic, social and environmental impacts throughout the supply chain by monitoring the risk assessment as well as the business continuity impact in order to lead to the sustainable business growth. Finally, the Company would be appreciated if any attendants could scan QR code and choose electronic meeting and fill in the distance in kilometers.

The Chairman expressed gratitude to all shareholders participating in the meeting and sacrificing their time to attend the meeting with useful suggestions. The Chairman then declared the 2022 Annual General Meeting of Shareholders of Selic Corp Company Limited adjourned.

The meeting was adjourned at 16.10 hrs.

After the meeting having started, there were additional shareholder and proxies registered for attendance resulting the total number of shareholders attending the meeting at the time closing in person of 19 shareholders and 21 shareholders by proxy, or representing a total of 40 shareholders with a total of 303,397,352 shares or representing 66.2443 percent of the total issued shares of the Company amount of 457,997,899 shares.

Chairman of the Meeting

-signed-

(Mr. Athavudhi Hirunburana)

Chairman of the Board

-signed-

(Ms. Yuwadee Aiamsontisup)

Chief Executive Officer

Company Secretary

-signed-

(Ms. Wattara Arun)

Minutes Taker

(F53-4)

Capital Increase Report Form
Selic Corp Public Company Limited
June 24, 2022

We, Selic Corp Public Company Limited, would like to report the resolutions of the Board of Directors' Meeting No. 6/2022 on June 24, 2022 concerning the capital decrease and capital increase and the allotment of new shares as follows:

1. Capital Decrease and Increase

1.1 The Meeting of The Board of Directors passed a resolution approving the decrease of the Company's registered capital from Baht 250,998,949.50 to Baht 250,998,516.00 by the remaining from stock dividends last year for Baht 433.50 or 867 shares at a par value of Baht 0.50 per share.

1.2 The Board of Directors resolved to increase the registered capital of the Company from Baht 250,998,516.00 to Baht 295,641,516 by issuing 89,286,000 ordinary shares at a par value of Baht 0.50 per share, totaling Baht 44,643,000 as follows:

Type of Capital Increase	Type of Share	Number of Shares (shares)	Par Value (Baht/Share)	Total (Baht)
☒ Specifying the purpose of utilizing proceeds	Ordinary	89,286,000	0.50	44,643,000

2. Allocation of new shares

2.1 Specifying the purpose of utilizing proceeds

Allocation to	No. of Shares (Shares) (not exceeding)	Ratio Old : New	Offering Price (Baht/Share)	Share Subscription and Payment Period
Mr. Vitoon Vongkusolkrit	89,286,000	15.10%	2.80	Within Quarter 3/2022

Remarks:

- (1) The Company shall issue newly issued shares not exceeding 89,286,000 shares with a par value of Baht 0.50 per share at the offering price of Baht 2.80 per share totaling Baht 250,000,800 to Mr. Vitoon Vongkusolkrit, the details are which appear in the information memorandum on the offering of newly issued ordinary shares to a specific person of the Company (Attachment No.3).

In this regard, the issuance of such newly issued ordinary shares is a share offering where the Board of Directors resolves to specify the exact offering price to propose to the Shareholders' Meeting to consider specifying the exact offering which is the requirements the Capital Market Supervisory Board No. TorJor. 72/2558 Re: Permission for Listed Companies to Offer Newly Issued Shares to Specific Investors dated October 28, 2015 (as amended) (the "Notification No. TorJor. 72/2558") where;

- 1.1 The qualifications of specific investors are as follows:
 - 1.1.1 Not a person and/or a juristic person connected to the Company.
 - 1.1.2 To be a potential person and/or a juristic person who has financial and capital stability and the ability to pay the share subscription within prescribed schedule.
 - 1.1.3 Agree and accept the offering price determined by the Company, the offering price is referred to the market price at the offering period.
 - 1.2 The offering price of ordinary shares to the specific investors (Private Placement)
 - 1.2.1 The offering price of ordinary shares to the specific investors (Private Placement) will not be lower than the weighted average historical market price, not less than 7 consecutive business days but not more than 15 consecutive business days prior to the offering price determination date.
 - 1.2.2 The Board of Directors may determine the offering price with not over than 10% discount of the offering price calculated as (1.2.1). The mentioned discount is determined by the Board of Directors with the best benefit of the Company, and also the market condition at that time.
 - 1.2.3 Should the offering price of the newly issued ordinary shares by way of private placement be lower than 90 percent of the weighted average market price before the date of the offering new shares to investor, the Company is obliged to prohibit the Investor from selling all such newly issued ordinary shares within one year from the date on which the Company's newly issued ordinary shares start trading on the SET (Silent Period). Upon a lapse of six months after the Company's newly issued ordinary shares have started trading on the SET, the Investor may gradually sell up to 25 percent of all locked-up shares in accordance with the requirements set out in the Notification of the Stock Exchange of Thailand Re: Rules, Conditions and Procedures for Consideration of Application for Listing of Ordinary Shares or Preferred Shares for Capital Increase as Listed Securities B.E. 2558 (2015), dated 11 May 2015 (as amended)
- (2) The Board of Directors or the person(s) entrusted by the Board of Directors or the Executive Committee shall be empowered
- 2.1 To consider and determine the details with regards to the issuance of newly issued ordinary shares to the specific investors (Private Placement) which including but not limited to the offering price of the shares to the specific investors including conditions necessary and relevant to the allocation and offering.
 - 2.2 To correct words or texts in any related document such as minutes of meeting, memorandum, application form and/or take any action to comply with the Registrar request for the Company's capital register to the Department of Business Development, Ministry of Commerce
 - 2.3 To execute the application and necessary supporting documents relevant to the issuance and allotment to the specific investors (Private Placement), including to contact and file such application and documents to the authorities or government agencies concerning the new share issuance and the listing of the new shares on the Stock Exchange of Thailand.
 - 2.4 To take any other action which are deemed necessary and appropriate to the issuance and allotment to the specific investors (Private Placement)
- (3) Pursuant to the Notification No. TorJor. 72/2558, the Company is required to complete the share offering within the period as approved by the Shareholders' Meeting, but not exceeding 3 months from the date the Shareholders' Meeting passes its resolution to approve the offering of the newly

issued shares, or complete the share offering within 12 months from the date the Shareholders' Meeting passes its resolution to approve the share offering in the event where it is clearly specified by the Shareholders' Meeting that upon a lapse of such 3 months, the Board of Directors or the person authorized by the Board of Directors shall determine the offering price based on the market price during the offering period.

3. Schedule for a Shareholders' Meeting to approve the Capital Increase

The Extraordinary General Meeting of Shareholders No. 1/2022 is scheduled to be held on August 11, 2022 at 14.00 hrs. via electronic meeting platform (E-EGM), whereby:

The record date to determine the list of shareholders entitled to attend the Shareholders' meeting	July 11, 2022
The Extraordinary General Meeting of Shareholders No. 1/2022	August 11, 2022

4. Approval of the capital increase/share allotment by relevant governmental agency and conditions thereto (if any):

To register the increase in registered capital and the paid-up capital with the Department of Business Development, Ministry of Commerce. The Company shall submit the request to list newly-issued shares from stock dividends payment with the Stock Exchange of Thailand.

5. Objectives of the Capital Increase and Plans for Utilizing Proceeds received from the Capital Increase:

The Company intends to raise capital to provide funding for future expansion. Moreover, the Company plans to use the proceeds from this capital increase amounting to 250 million Baht for Company's investment plan in the Health Care and Medical supplies which represents approximately 600 million Baht (not exceeding). However, if the Company requires more investments than the amount received from the capital increase, the Company will consider using other sources of financing while considering financial performance of the Company and Capital market situation in order to achieve maximum benefit to the Company and shareholders, together with the Company considering investors with capital potential and wishing to invest in its business. Therefore, the Company has entered into negotiations with investors until success.

In this regard, the investment in the said project, it is still in the process of negotiating with the counterparty. If the investment negotiation is successful, the Company will disclose the information to the Stock Exchange of Thailand and take other actions as required by relevant laws and regulations.

6. Benefits which the Company will receive from the Capital Increase/Share Allotment:

The capital increase will result in a stronger and more stable financial structure, and the Company will receive funds to be used to invest in new projects with high potential and support future business expansion of the Company, and also help reduce financial costs which will bring benefits and profits to the company, as well as create more value for shareholders in the long term.

In addition, the capital increase to a specific investor (Private Placement) will reduce the burden of capital increase for the existing shareholders of the Company. Also, it can be operated immediately after being approved by the existing shareholders of the Company.

7. Benefits which Shareholders will receive from the Capital Increase/share Allotment:

Shareholders will receive benefits in the form of an increase in share value and dividends, which the company has a policy to pay dividends to shareholders at the rate of 40 percent of the net profit according to its separate financial statements after deduction of all types of reserves stipulated in the Company's Articles of Association and by law which states that the dividend payment shall not affect operations, financial condition, liquidity, business expansion. Any other future necessities and other factors related to the Company's management.

In this regard, when comparing the benefits that shareholders will receive from the capital increase to a specific investor (Private Placement) transaction with the impact on their share of profits or their voting rights, the Company foresees that the offering of new ordinary shares will be more beneficial to the shareholders compared to the effect on share price or voting rights dilution because the Company will receive funds to be used as a source of funds to support the investment expansion and development of the Company's power plant projects. This will strengthen both the financial structure and the company's debt-to-equity ratio in the long run. As a result, the company ability to borrow more for investment in future projects.

8. Other necessary details for shareholders to approve the capital increase/share allotment

The issue, offer, and allotment of newly issued ordinary shares to specific investor may have the following effect:

8.1 Price dilution

$$\begin{aligned} & \text{Pre-offering market price}^1 - \text{Post-offering market price}^2 / \text{Pre-offering market price}^1 \\ &= 2.48 \text{ Baht} - 2.53 \text{ Baht} / 2.48 \text{ Baht} \\ &= -2.02\% \end{aligned}$$

Whereas:

¹ Pre-offering market price is calculated based on the weighted average trading price of the Company's share during the past 15 business days before the date of the board of directors' meeting on June 24, 2022. The market price, calculated from the weighted average trading price during June 2, 2022 to June 23, 2022, is equivalent to Baht 2.48 per share.

² Post-offering market price

$$\begin{aligned} &= \frac{(\text{No. of paid-up shares} \times \text{market price}) + (\text{No. of PP shares} \times \text{Offering price})}{\text{No. of paid-up shares} + \text{No. of PP shares}} \\ &= ((501,997,032 \times 2.48) + (89,286,000 \times 2.80)) / (501,997,032 + 89,286,000) \\ &= \text{Baht } 2.53 \end{aligned}$$

Therefore, after the allotment of newly issued ordinary shares to specific investor, price dilution is - 2.02 %

8.2 Control Dilution

$$\begin{aligned} & \text{No. of newly issued shares} / \text{No. of paid-up shares} + \text{No. of newly issued shares} \\ &= 89,286,000 / (501,997,032 + 89,286,000) \\ &= 15.10\% \end{aligned}$$

Therefore, after the allotment of newly issued ordinary shares to specific investor, voting right of the existing shareholders will decrease by 15.10%

8.3 Earning Per Share Dilution

$$\begin{aligned}
 &= \text{EPS before offering}^{(1)} - \text{EPS after offering}^{(2)} \times 100 / \text{EPS before offering}^{(1)} \\
 &= ((11,717,022 / 501,997,032) - (11,717,022 / 591,283,032)) / (11,717,022 / 501,997,032) \\
 &= 15.10\%
 \end{aligned}$$

Whereby;

⁽¹⁾ EPS before offering = net profit / No. of paid-up shares

⁽²⁾ EPS after offering = net profit / (No. of paid-up shares + No. of shares offered sales this time)

9. Schedule of action of the Board of Directors passed a resolution approving the capital increase or allotment of newly-issued shares:

No.	Procedures of the Capital Increase	Date/Month/Year
1	The Board of Directors' Meeting No. 6/2022	June 24, 2022
2	The record date to determine the list of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2022	July 11, 2022
3	The Extraordinary General Meeting of Shareholders No. 1/2022	August 11, 2022
4	Proceed with the registration of the capital increase with the Department of Business Development, Ministry of Commerce	Within 14 days from the date on which approval is granted by the Shareholders' Meeting
5	Private placement of the newly issued ordinary shares	Within 3 months from the date of the Shareholders' Meeting's resolution or within 12 months from the date of the Shareholders' Meeting's resolution to approve the share offering should the Shareholders' Meeting clearly resolve that upon a lapse of such 3 months, the Board of Directors or the person authorized by the Board of Directors shall determine the offering price based on the market price during the offering period
6	Registration of the change of the paid-up capital with the	Within 14 days from the date of the Company's receipt of

No.	Procedures of the Capital Increase	Date/Month/Year
	Ministry of Commerce	payments for the newly issued ordinary shares

The Company hereby certifies that the information contained in this report from is true and compete in all respects.

..... Authorized Director

(Mr. Ek Suwatthanaphim, Mr. Narong Suwatthanaphim)

(Translate from Thai)

**Information Memorandum regarding the allocation of the newly issued shares to the
Specific Investors (Private Placement: PP)
Selic Corp Public Company Limited**

According to the Board of Directors' Meeting No. 6/2022 of Selic Corp Public Company Limited (the "Company") which held on June 24, 2022 at 10.00 hrs. through electronic meeting (MS Team), resolved to approve to propose the shareholders' meeting to consider approving the allocation of Newly issued ordinary shares of the Company as following details:

Allocation the newly issued shares in the amount of not exceeding 89,286,000 shares or approximately 15.10 percent of issued shares after the capital increase with per par value of Baht 0.50 per share at the offering price of Baht 2.80 per share, or total amount of Baht 250,000,800 to Mr. Vitoon Vongkusolkrit. The details are as follows:

Specific Investor	No. of shares offering (shares)	Offering Price (Baht / share)	Total Value (Baht)	Shareholding proportion compared to the number of issued and paid-up shares of the company	
				Current	After PP
Mr. Vitoon Vongkusolkrit	89,286,000	2.80	250,000,800	-	15.10%

In this regard, the "Market Price" is considered from the market price which refers to volume weighted average price of the Company's ordinary shares traded on the SET of not less than 7 consecutive business days and not exceeding 15 consecutive business days prior to the date on which the Board of Directors passed its resolution to propose the Shareholders' Meeting of the Company to consider approving the issuance and allocation of the Company's newly issued ordinary shares by way of private placement, whereby the weighted average price of the Company's shares for the previous 15 consecutive business days.

However, if the offering price of newly issued ordinary shares to a specific person (Private Placement) is lower than 90 percent of the weighted average market price before the date of the offering new shares to investor, the Company has a duty to prohibit investors from selling all such newly issued ordinary shares within one year from the date of the Company's newly issued ordinary shares trading in the Stock Exchange of Thailand (Silent Period) after the date on which the Company's newly issued ordinary shares started trading on the stock exchange. After a period of 6 months, investors will be able to gradually sell the prohibited shares in the amount of 25% of the total shares prohibited from sale, in accordance with the rules prescribed in the Notification of the Stock Exchange of Thailand Re: Rules, Conditions and Procedures for Consideration of the Request for the Acceptance of Ordinary Shares or Preferred Shares in the Capital Increase as Listed Securities B.E. 2558 dated May 11, 2015 (and as amended).

After the issuance and allocation of the Company's newly issued ordinary shares for sale to such investors, the investor will become a shareholder of 15.10% of the total issued shares of the Company (After the registration of the increase of the paid-up capital of the Company). In this regard, the investor has no related person holding the Company's shares which does not need to include the holding of securities for making a tender offer for all securities of the Company (Tender Offer). From the reasons that, the investors have no relationship with or has acted together (Concert Party) or has no person under Section 258. under the Securities and Exchange Act B.E. 2535 (and as amended) or no person holding shares in place of (Nominee)) is not obliged to make a tender offer for all securities of the Company (Tender Offer) because it has acquired shares of the Company less than 25 percent of the total voting rights of the Company According to the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers dated May 13, 2011 (and as amended).

In addition, the Board of Directors 'Meeting resolved to grant approval to propose the Shareholders Meeting to consider authorizing the Board of Directors or the Executive Committee or the Chief Executive Officer or the person authorized by the Board of Directors or the Executive Committee or the Chief Executive Officer to take any arrangements in relation to the issuance, offering, allocation and subscription for such newly issued ordinary shares, including the following matters:

- (1) To determine, amend, add details relating to the issuance, offering, allocation and subscription for the newly issued ordinary shares, the offering date of the newly issued ordinary shares, and the payment method for the newly issued ordinary shares (whereby the period of allocation and subscription may be on one or several occasions), including such arrangements relating to the issuance, offering, allocation and subscription for such newly issued ordinary shares, and information filing and disclosure to the SET;
- (2) To sign, amend, change, contact or report any information in the applications and evidence necessary for and in connection with the issuance, offering, allocation, subscription and delivery of such newly issued ordinary shares, including contact and filing of the applications, documents and evidence with the Ministry of Commerce, the SEC Office, the SET, government agencies and /or other relevant authorities, and
- (3) The listing of the Company's newly issued ordinary shares on the SET, and
- (4) To have the authority to take any other actions as deemed necessary and appropriate to ensure the successful completion of the Company's issuance, offering and allocation of the newly issued ordinary shares of private placement.

The Company would like to inform information about the issuance and offering of newly issued ordinary shares to specific investors, together with information that is essential to the decision of the shareholders. The details are as follows.

1. Date / Month / Year of the Transaction

The Company will proceed with the PP Transactions after obtaining an approval from the Extraordinary Meeting of Shareholders of the Company No. 1/2022 which will be held on August, 11, 2022. In addition, the Company expects the proceeding under the PP Transactions to be completed within the 3rd quarter of 2022.

2. Contractual Parties and Relationship with the Company

Issuers	: Selic Corp Public Company Limited
Persons being offered with shares	: Mr. Vitoon Vongkusolkrit
Relationship with the Company	: The Investors are not a connected person of the Company under the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 entitled Rules on Connected Transactions (as amended) and the Notification of the Board of Governors of the SET entitled Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (A.D. 2003) (as amended) (the "Connected Transactions Notification").
Relationship with the Company's directors, executives or major shareholders	: The Investors is not connected persons of the Company according to the Connected Transactions Notification and have no relationship with directors, management and major shareholder of the Company.

3. Characteristics of the Transaction

3.1 Information of Specific Investors

Investor name	: Mr. Vitoon Vongkusolkrit
Nationality	: Thai
Address	: 102 Soi Phromchit (Sukhumvit 39), Khlong Tan Nuea, Watthana, Bangkok, 10250
Career and Profession/Experience	: • Shareholder and Honorary Advisor, Mitr Phol Sugar Corporation Limited • Shareholder and Co-Founder, Banpu Public Company Limited • Shareholder and Co-Founder, The Erawan Group Public Company Limited • Chairman, Thai Chemical & Engineering Co., Ltd.
Relationship with the Company	: None

3.2 Basis Used to Determine the Offering Price, Market Price and Appropriateness of the Offering Price

The determination of the offering price equivalent to 2.80 baht per share, which offering to the investors is appropriate as it refers to market price and negotiation, which is not less than 90 percent of the market price equivalent to 2.23 Baht per share. Therefore, the issuance and offering of the newly issued ordinary shares is not considered as the offering of newly shares at the low price.

In consideration of the market price, the Company uses the volume weighted average price of the Company's ordinary shares traded on the SET during the 15 consecutive business days prior to the

date on which Board of Directors' Meeting of the Company resolved to propose to the shareholders' meeting to consider and approve the said offering of newly issued ordinary shares.

4. Objectives of Capital Increase and Plans for Utilizing Proceeds Received from the Capital Increase

The Company intends to raise capital to provide funding for future expansion. Moreover, the Company plans to use the proceeds from this capital increase amounting to 250 million Baht for Company's investment plan in the Health Care and Medical supplies* which represents approximately 6 0 0 million Baht (not exceeding). However, if the Company requires more investments than the amount received from the capital increase, the Company will consider using other sources of financing while considering financial performance of the Company and Capital market situation in order to achieve maximum benefit to the Company and shareholders, together with the Company considering investors with capital potential and wishing to invest in its business. Therefore, the Company has entered into negotiations with investors until success.

In this regard, the investment in the said project may contain uncertainty because it is still in the process of negotiating with the counterparty. If the investment negotiation is successful, the Company will disclose the information to the Stock Exchange of Thailand and take other actions as required by relevant laws and regulations.

* Details of investment plan was shown in Information Memorandum on Asset Acquisition : page 56

5. Effects from Capital Increase or Share Allocation through Private Placement

5.1 Effect to the existing shareholders from share allocation

5.1.1 Price dilution

$$\begin{aligned}
 &= \text{Pre-offering market price}^1 - \text{Post-offering market price}^2 / \text{Pre-offering market price}^1 \\
 &= 2.48 \text{ Baht} - 2.53 \text{ Baht} / 2.48 \text{ Baht} \\
 &= -2.02\%
 \end{aligned}$$

Whereas:

¹ Pre-offering market price is calculated based on the weighted average trading price of the Company's share during the past 15 business days before the date of the board of directors' meeting on June 24, 2022. The market price, calculated from the weighted average trading price during June 2, 2022 to June 23, 2022, is equivalent to Baht 2.48 per share.

² Post-offering market price

$$\begin{aligned}
 &= \frac{(\text{No. of paid-up shares} \times \text{market price}) + (\text{No. of PP shares} \times \text{Offering price})}{\text{No. of paid-up shares} + \text{No. of PP shares}} \\
 &= ((501,997,032 \times 2.48) + (89,286,000 \times 2.80)) / (501,997,032 + 89,286,000) \\
 &= \text{Baht } 2.53
 \end{aligned}$$

Therefore, after the allotment of newly issued ordinary shares to specific investor, price dilution is - 2.02 %

5.1.2 Control dilution

$$\begin{aligned}
 &= \text{No. of newly issued shares} / \text{No. of paid-up shares} + \text{No. of newly issued shares} \\
 &= 89,286,000 / (501,997,032 + 89,286,000) \\
 &= 15.10\%
 \end{aligned}$$

Therefore, after the allotment of newly issued ordinary shares to specific investor, voting right of the existing shareholders will decrease by 15.10%

5.13 Earnings Per Share Dilution

$$= \text{EPS before offering}^{(1)} - \text{EPS after offering}^{(2)} \times 100 / \text{EPS before offering}^{(1)}$$

$$= ((11,717,022 / 501,997,032) - (11,717,022 / 591,283,032)) / (11,717,022 / 501,997,032)$$

$$= 15.10\%$$

Whereby;

⁽¹⁾ EPS before offering = net profit / No. of paid-up shares

⁽²⁾ EPS after offering = net profit / (No. of paid-up shares + No. of shares offered sales this time)

5.2 Worthiness to the Shareholders compared with impact to Earnings per Share Dilution or Control Dilution

Comparing the benefits that the shareholders will receive from the PP transaction with the impact on the share of profits or voting rights of the shareholders as detailed above, the Company has the opinion that the offering of the newly issued ordinary shares will benefit the shareholders. holding more than the impact on the decline in the share price or the voting rights of the shareholders because besides the company will receive funds to be used as a source of funds to support the Company's operational plans. This will strengthen both the financial structure and the company's long-term debt-to-equity ratio and increase the financial flexibility of future projects for the benefit of the shareholder.

6. Opinion of the Board of Directors

6.1 Necessity for Capital Increase

Board of Directors has the opinion that the issuance and offering of newly issued ordinary shares of the Company to the specific investors will support the Company's source of funds to finance the current business plan and expansion the business in the future. The Company has conducted a feasibility study of the project including considering the proposal and conditions for investing in the medical supplies project being reviewed and considered by investment committee, risk management committee, and audit committee. The issuance and offering of new ordinary shares will allow the Company to raise funds within a short period of time and reduce the burden of existing shareholders in the capital increase.

However, if the company does not receive money from this capital increase, the Company will miss an opportunity to further expand and expand its business according to the Company's business plan. Also, there may be uncertainty for the investment in the said medical supplies project as It still in the process of negotiating with the counterparty. As a result, the Company may consider using it as working capital of the Company in the negotiation period. If investment negotiation is successful, the Company will disclose the information to the Stock Exchange of Thailand and take other actions as required by relevant laws and regulations.

For that reason, the Board of Directors has the opinion that the Company requires additional capital to support its business operations at present and expanding the business in the future.

6.2 Possibility of the Plan for Use of Proceeds and Sufficiency of Source of Capital

The Company expects to proceed with issuing and offering new shares to investors including receiving fund from the issuance and offering of newly issued ordinary shares of the Company to the specific

investors to be completed within the period specified in the announcement No. TorJor. 72/2558 and as approved by the shareholders' meeting within the 3rd quarter of Year 2022.

6.3 Potential Impact of Capital Increase on the Company's Business Operations, Financial Position and Operating Results

The Board of Directors has the opinion that the Company's increasing the registered capital by issuing the new shares to the specific investors will strengthen both the financial structure and the long-term debt-to equity ratio. This will increase the financial flexibility of the project in the future. Therefore, the capital increase will not adversely affect the business operation, financial position and performance of the Company.

6.4 Justifications of the Offering Price of Newly Issued Shares by way of Private Placement and Backgrounds for Determination of the Offering Price

The Company determines the offering price which is negotiated between the Company and the investors by considering it from the market price of the Company's shares which is calculated from the weighted average price of the Company's shares trading on the Stock Exchange of Thailand for a period of 15 consecutive business days prior to the date of the Board of Directors' meeting, that is, between June 2, 2022 and June 23, 2022, which is equal to 248 Baht per share. As a results, the offering price of the newly issued ordinary shares The above capital is therefore not less than 90 percent of the market price (or 223 Baht per share) announced at TorJor. 72/2558. (The details of The Calculation of 15 business days weighted average price as in page 54)

6.5 Rationale and Necessity for the Offering of Newly Issued Shares by Private Placement

The specific investors have the available resources for the investment and interested in health care and medical supplies business investment model which relates to the daily life of the both domestic and international public. Additional, the investors specialize in a variety of business operations as well as having good financial status and good relationship with various business groups. This will allow the Company to receive the amount of capital it needs to use in its business operations, as well as to increase the potential and confidence in the Company's business operations to its stakeholders and financial institutions.

The Board of Directors has the opinion that the issuance and offering of the Company's newly issued ordinary shares to investors will provide the Company with funds to support its current business plans and future business expansion. The issuance and offering of new ordinary shares will help the Company to raise funds within a short period of time and reduce the burden of existing shareholders in raising capital which will result in the company better liquidity and performance.

However, the Board of Directors has considered alternative source of funds as follows:

- (1) Public offering method: The Board of Directors has the opinion that this method consumes a lot of time than the capital increase in the issuance and offering of the Company's newly issued ordinary shares to the existing shareholders in proportion to their shareholding and private placement
- (2) Issuance and offering of newly issued ordinary shares to existing shareholders in proportion to their respective shareholdings (Rights Offering): The Board of Directors considers that such fundraising has limitations on the uncertainty of the amount of funds that will be received because the company May not receive support from existing shareholders in subscribing for the Company's newly issued ordinary shares complete by number

7. Certification of the Board of Directors on Capital Increase

In the event where any director of the Company fails to perform his/her functions with integrity and due care to protect the Company's interests in this capital increase, and such failure has caused damage to the Company, the shareholders may take legal actions to claim damages from such director on behalf of the Company pursuant to Section 85 of the Public Limited Companies Act B.E. 2535 (1992) (as amended). In the event where the failure to perform such functions has caused any directors or persons concerned to gain undue benefits, the shareholders may take legal actions to recover such benefits from the directors on behalf of the Company pursuant to Section 89/18 of the Public Limited Companies Act B.E. 2535 (1992) (as amended).

8. Opinion of the Audit Committee and/or the Director Which is Different from the Board of Directors' Opinion

-None-

The Calculation of 15 business days weighted average price

According to the Board of Directors' Meeting No. 6/2022 of Selic Corp Public Company Limited (the "Company") which held on June 24, 2022 at 10.00 hrs. through electronic meeting (MS Team), resolved to approve to propose the shareholders' meeting to consider approving the allocation of not exceeding 89,286,000 newly issued ordinary shares of the Company at the par value of Baht 0.50 per share to Private Placement (PP) which is not a connected person of the Company (the "Investor"). Allocation the newly issued shares in the amount of not exceeding 89,286,000 shares with per par value of Baht 0.50 per share at the offering price of Baht 2.80 per share, or total amount of Baht 250,000,800 to Mr. Vitoon Vongkusolkrit.

Pursuant to the requirements the Notification of the Capital Market Supervisory Board No. TorJor. 72/2558 Re: Permission for Listed Company to offer newly issued shares to specific investors dated October 28, 2015 (as amended). The market price for the offering of the newly issued ordinary shares to the Investor is calculated from the weighted-average price of the Company's shares traded on the SET during the period of at least 7 consecutive business days but not exceeding 15 consecutive days prior to the date on which the Board of Directors passed its resolution to propose the Shareholders' Meeting of the Company to consider approving the issuance and allocation of the Company's newly issued ordinary shares to private placement, whereby the weight average price. However, the Board of Director shall offer new ordinary shares at a discount price is not lower than 90% of the market price or not more than 10% of the weight averaged price.

Thus, the Company will determine the period for calculated market price not exceeding 15 consecutive days prior to the date on which the Board of Directors passed its resolution to propose the Shareholders' Meeting of the Company to consider approving the issuance and allocation of the Company's newly issued ordinary shares to private placement between June 2, 2022 to June 23, 2022. Calculated details are as follows:

No	Date	Quantity of purchase and sales (shares)	Value of purchase and sales (Baht)
1	June 2, 2022	173,500	441,540
2	June 6, 2022	141,500	356,438
3	June 7, 2022	106,900	269,532
4	June 8, 2022	437,700	1,090,080
5	June 9, 2022	24,700	62,196
6	June 10, 2022	311,600	795,260
7	June 13, 2022	147,600	362,214
8	June 14, 2022	118,100	284,438
9	June 15, 2022	267,300	644,696
10	June 16, 2022	342,700	844,888
11	June 17, 2022	26,800	64,318
12	June 20, 2022	87,600	214,138
13	June 21, 2022	2,700	6,642

No	Date	Quantity of purchase and sales (shares)	Value of purchase and sales (Baht)
14	June 22, 2022	76,100	184,936
15	June 23, 2022	103,700	254,256
Total		2,368,500	5,875,572

15 business days weighted average price (Baht/share)

$$\begin{aligned}
 &= \text{Value of purchase and sales} / \text{Quantity of purchase and sales} \\
 &= 5,875,572 / 2,368,500 \\
 &= 2.48
 \end{aligned}$$

90% of weight average price = 2.23

Thus, the offering price of the newly issued ordinary shares to the Investor is at 2.80 Baht per share higher than 90% of weight average price.

Information Memorandum of Selic Corp Public Company Limited
Subjected the Acquisition of Asset under Schedule (2) – Project Ruby

According to the Board of Directors' Meeting No. 8/2022 dated June 30th, 2022 resolved the approve investment in project Ruby valuing not exceeding 550 million Baht as the acquisition of asset. The details of the said project Ruby are manufacturing and marketing the healthcare and medical supplies such as bandage, tape with rubber adhesive, Analgesic Range (pain relief), cool patch, alcohol patch etc. under trademark/brand of Neoplast™, Neobun™, Neotape, Mentopas™ that is the one of business units of 3M Thailand Limited ("Seller") including project's land and construction of Neorex Group Co., Ltd. ("Seller"). Additional it was resolved entering to execute the Sale and Purchase Agreement, other arrangements, contracts and any related documents to such Proposed Transaction.

The Company would like to inform the details of the Information Memorandum on Acquisition of Assets under Schedule (2) as follows:

1. Information according to information memorandum 1

1.1. The Transaction date

Date of sign on the Sale and Purchase Agreement.

1.2. Parties involved and their relationship with the Company

Buyer : Selic Corp Public Company Limited ("the Company") or its subsidiary
 Seller : (1) 3M Thailand Limited
 (2) Neorex Group Co., Ltd.

The two companies are not related parties according to the Notification of the Capital Market Supervisory Board No. Tor Jor. 21/2551 prescribing the rules governing the related party transaction, and the Notification of the Board of Directors of the Securities Exchange of Thailand governing the disclosure of information and the action of the listed company regarding the related transaction of 2003 (as amended).

1.3. General characteristics and the transaction size

1.3.1 General information of the transaction

The Company would like to invest in project Ruby as the acquisition assets in manufacturing and marketing of medical supplies such as bandage, tape with rubber adhesive, Analgesic Range (pain relief), cool patch, alcohol patch etc. under trademark/brand of Neoplast™, Neobun™, Neotape, Mentopas™ including project's land and constructions.

Project Ruby was high potential and able to support future business expansion of the Company with an investment budget of approximately 550 million Baht which consisted of land and construction, machine, equipment, formula, brand, trademark and related information of operation, manufacturing, and distribution.

1.3.2 Size of the transaction

The transaction is considered as an asset acquisition transaction in accordance with notification related to Acquisition or Disposal of Assets. The value of transaction size calculated based on consolidated financial statements of the Company for the period March 31st, 2022. The details are provided below:

(Unit : THB Thousand)

Details	The Company
Total Assets	1,740,554
<u>Less</u> Intangible Assets	531,168
<u>Less</u> Total Liabilities	1,058,936
<u>Less</u> Non-Controlling Interest (if any)	4
Net tangible Assets (NTA)	150,446
Net profit ended March 31 st , 2021	11,717

The calculation of transaction size according to 4 criteria are as in the table below:

Basis of transaction size calculation	Calculation		Transaction size
1. Net tangible assets (NTA)	$\frac{\text{NTA} \times \text{Proportionately Disposed}}{\text{NTA of the Company}} \times 100$	(1)	n/a
2. Net profit	$\frac{\text{Net profit} \times \text{Proportionately Disposed}}{\text{Net profit of the Company}} \times 100$	(1)	n/a
3. Total value of consideration paid	$\frac{\text{Total value of consideration paid} \times 100}{\text{Total assets of the Company}}$	$\frac{550,000 *}{1,740,554}$	31.60 %
4. Value of Securities issued by the Company	$\frac{\text{Number of shares issued for payment of assets} \times 100}{\text{Total paid-up shares of the Company}}$	(2)	n/a

Remarks:

(1) No shares were issued for the payment of assets.

(2) Not applicable as the Company does not issue its securities in exchange for the assets acquired.

Pursuant to other asset acquisition transactions which are required to be calculated based on total value of consideration paid basis during the six-month period prior to the date on which Board of Directors Meeting resolved to approve the investment in project Ruby. From the above calculation, the highest transaction size is equivalent to 31.60% calculated based on total value of consideration paid basis. In the regard, the entering into of the transaction is classified as a Class 2 Asset Acquisition Transaction, i.e., a transaction with the size of 15.00 percent or higher but lower than 50.00 percent. As a result, the Company is required to immediately prepare a report and disclose the information memorandum on the entering into of the transaction to the SET as well as to send a written notice to the

shareholders of the Company within the period of 21 days from the date of which the information memorandum on the entering into of the transaction is disclosed to the SET, whereby the information memorandum must comprise at least the information required under Schedule (2) 1, 2, 3, 5 (3), 7 and 8 annexed to the Notification on Acquisition or Disposal of Assets.

1.4. Details of the acquired asset from investment in project Ruby

1.4.1 Details of investment in machine, equipment, formula, trademark, brand, and related data for manufacturing and distribution/marketing

Natural of assets	: Purchase assets: manufacturing and marketing of medical supplies such as bandage, tape with rubber adhesive, Analgesic Range (pain relief), cool patch, alcohol patch etc. under trademark/brand of Neoplast™, Neobun™, Neotape, Mentopas™ that one of business units of 3M Thailand Limited.
Location/ Address	: No. 53, Thetsaban 2 Road, Rahaeng Sub-District, Lad Lum Kaew District, Patumthani Province 12140
Asset obligation	: none
Settlement method	: Cash transferring on the date of sale and purchase agreement

1.4.2 Details of investment in assets: Land and constructions

Natural of assets	: Purchase assets: Land and constructions (area totaling 8-1-91 rais or 3,391 sq.wah and 4 of Title Deeds) of Neorex Group Co., Ltd (“Seller”) which the project Ruby was located. The said land was no obligation, mortgage, lien, lease, rent, resident or other adversary claim.
Location	: No. 53, Thetsaban 2 Road, Rahaeng Sub-District, Lad Lum Kaew District, Patumthani Province 12140
Asset obligation	: none
Settlement method	: Cash or cashier cheque on the date of ownership transferring

1.5. Total value of consideration

The total value of the consideration for the assets acquired consisted of land and construction, machine, equipment, formula, brand, trademark and related data for operating, manufacturing, and marketing which the total investment budget of Project Ruby is 550 million Baht.

1.6. Value of the acquired assets

Value of the acquired assets equals to the value of the consideration in clause 1.5.

1.7. Basis used to determine the value of consideration

The value of consideration based on EV/EBITDA (Enterprise Value Per EBITDA) by forecasting income statement to acquire assets of project Ruby to foresee the estimated EBITDA including analysis discounted Enterprise Value (EV) from the same businesses and industry, land and construction appraisal to determine the value of assets.

1.8. Expected benefits of the project

The said acquisition asset is to expand the company's core business to new business in healthcare which is our main target with the potential growth. Besides, the Company foresees the opportunities to the growth in consumer products businesses both domestically and internationally including capable strengthen the company and groups' future growth.

1.9. Source of funds

The source of funds regarding of transaction are from newly issued ordinary shares of the Company to Private Placement (PP) totaling amount 250 million Baht and from loan of financial institute amounting to 400 million Baht (300 million Baht for project investment and 100 million Baht for working capital).

1.10. Condition of transaction

When the Company enters to sign on the sale and purchase agreement with 3M Thailand Limited and Neorex Group Co., Ltd ("Seller"), Sellers will transfer ownership of all assets to the Company within Q4/2022. And the Company would start our operation, manufacturing, and marketing/distribution within Q2/2023.

1.11. Opinions of the Board of Directors on the entering into of the transaction

The Board of Directors has considered the project Ruby, reviewed by the Investment Committee, Risk Management Committee and Audit Committee, and is of the view that it is an appropriated investment and good performance. Besides, it is an opportunity to the Company to growth in medical supplies and extension customer to consumer product.

1.12. Opinion of the Audit Committee and/or the directors of the Company which are different from those of the Board of Directors

- None -

2. Responsibilities of the Board of Directors for Information in Documents Delivered to Shareholders:

The Board of Directors is responsible for the information contained in this information memorandum and in other documents submitted to the shareholders. Therefore, the Board of Directors has carefully examined the information presented to the shareholders and hereby certify that the information in this information memorandum and in other documents sent to shareholders are correct, complete, without any false statements, no omission of important facts that are required

or must be specified as well as not having any messages that make other people misunderstand in any material respect.

3. Qualifications of an independent financial advisor to give an opinion on the transaction:

- None -

4. Financial estimates for the current year (if any), identifying commercial, economic, and industrial assumptions which have been reviewed by the licensed auditor and the opinion of the independent financial advisor that the operating results estimated are prepared with due diligence:

- None -

5. Legal lawsuits or claims pending

- None -

6. Interests or related transactions between listed companies and directors, executives and shareholders who directly or indirectly hold shares of 10 percent or more, specify the nature of the transaction or benefits:

Related transaction as at March 31th, 2022 are as follows:

Name	Relationship	Related transaction	Amount (million Baht)
PMC Label Material Company Limited ("PMCT")	A subsidiary of the Company which holds 99.99% of total shares.	Revenue from sale of goods / Other incomes/ Cost of sales of goods/ Cost of finance	38.86
S Ventures Company Limited	A subsidiary of the Company which holds 99.97% of total shares.	Revenue from sale of goods / Other incomes	0.50
ILCT LTD. ("ILCT")	Having a family member of director as major shareholder	Legal consult service	0.02
Humanica Public Company Limited	Having a common director	Software service	0.40

หนังสือมอบฉันทะ (แบบ ก.)
Proxy (Form A)เลขทะเบียนผู้ถือหุ้น _____
Shareholders' Registration No.เขียนที่ _____
Written atวันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year(1) ข้าพเจ้า _____ สัญชาติ _____
I/We nationality
อยู่บ้านเลขที่ _____
Address(2) เป็นผู้ถือหุ้นของ บริษัท ซีลิก คอร์ป จำกัด (มหาชน) ("บริษัท")
Being a shareholder of Selic Corp Public Company Limited ("the Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น	และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total amount of _____ shares	and have the rights to vote equal to _____ votes as follows:
☐ หุ้นสามัญ _____ หุ้น	ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share _____ shares	and have the right to vote equal to _____ votes
☐ หุ้นบุริมสิทธิ _____ หุ้น	ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares	and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัทก็ได้ โปรดใช้ข้อมูลตามหมายเหตุข้อ 2)
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.2)

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

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2565 ในวันพฤหัสบดีที่ 11 สิงหาคม 2565 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders (the Meeting) on Wednesday, April 27, 2022 at 14.00 hours via Electronic Meeting (E-AGM) or such other date, time and place as the Meeting may be adjourned.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting. It shall be deemed to be the actions performed by myself/ourselves.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ / Remark

1. **ผู้ถือหุ้นควรศึกษารายละเอียดของวาระการประชุมก่อนตัดสินใจมอบฉันทะ**
The shareholder shall study in details of agendas before appointing the proxy.
2. **ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้**
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.
3. **ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัท ได้แก่ หม่อมหลวง ชีรเชษฐ โสณกุล เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น (รายละเอียดประวัติกรรมการปรากฏตามสิ่งที่ส่งมาด้วยลำดับที่ 5)**
The shareholder may appoint Independent Director/Audit Committee of the Company, M.L. Thirachet Sonakul, to be the proxy; (details of directors as shown in the Attachment No. 5)
4. **ผู้รับมอบฉันทะจะดำเนินการตามที่ผู้ถือหุ้นมอบฉันทะให้ และหากผู้รับมอบฉันทะไม่ดำเนินการตามที่ได้รับมอบฉันทะ ผู้ถือหุ้นที่ได้รับความเสียหายสามารถใช้สิทธิดำเนินคดีตามกฎหมายกับผู้ชักชวนและผู้รับมอบฉันทะได้**
The Proxy will proceed according to the shareholder. If the Proxy will not proceed according to the shareholder and the shareholder gets any damage, the shareholder has the rights to take legal action to persuader and proxy.

หนังสือมอบฉันทะ (แบบ ข.)
Proxy (Form B)

เลขทะเบียนผู้ถือหุ้น _____
Shareholders' Registration No.

เขียนที่ _____
Issued at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

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

(2) เป็นผู้ถือหุ้นของ บริษัท ซีล็ค คอร์ป จำกัด (มหาชน) (บริษัท)
Being a shareholder of Selic Corp Public Company Limited ("the Company")
โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding the total amount of _____ shares and have the rights to vote equal to _____ votes as follows:
☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share _____ shares and have the right to vote equal to _____ votes
☐ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
preference share _____ shares and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัทได้โดยเลือกข้อ 1)
Hereby appoint (The shareholder may appoint the Independent Director/Audit Committee of the Company to be the proxy,
please select ☐ 1)

☐ 1. ชื่อ _____ M.L. Thirachet Sonakul อายุ 45 ปี อยู่บ้านเลขที่ 5/10
Name age years, residing at
ถนน Soi Phahonyothin 19 ตำบล/แขวง Chatuchak อำเภอ/เขต Chatuchak
Road Tambol/Khwaeng Amphur/Khet
จังหวัด Bangkok รหัสไปรษณีย์ 10900
Province Postal Code

หรือ or

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

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมวิสามัญ
ผู้ถือหุ้น ครั้งที่ 1/2565 ในวันพฤหัสบดีที่ 11 สิงหาคม 2565 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวัน
เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of
Shareholders (the Meeting) on Wednesday, April 27, 2022 at 14.00 hours via Electronic Meeting (E-AGM) or such other
date, time and place as the Meeting may be adjourned.

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

วาระที่ 1 รับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2565

Agenda 1 To certify the Minutes of the 2022 Annual General Meeting of Shareholders.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

วาระที่ 2 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัท จากทุนจดทะเบียนเดิมจำนวน 250,998,949.50 บาท เป็น
Agenda 2 จำนวน 250,998,516.00 บาท โดยการลดหุ้นสามัญจดทะเบียนจำนวน 867 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.50
บาท และอนุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4 เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

To consider and approve the reduction of the Company's registered capital of Baht 433.50 from the original registered capital of Baht 250,998,949.50 to Baht 250,998,516.00 by canceling unsold shares remaining in the amount of 867 shares with a par value of Baht 0.50 per share from the allocation to reserve for the stock dividend payment to the Company's shareholders and approve the amendment to Clause 4. Of the Memorandum of Association to be in line with the reduction of registered capital

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

วาระที่ 3 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทจำนวน 44,643,000 บาท จากทุนจดทะเบียนเดิมจำนวน
Agenda 3 250,998,516.00 บาท เป็นทุนจดทะเบียนจำนวน 295,641,516.00 บาท โดยออกหุ้นสามัญเพิ่มทุนจำนวน
89,286,000 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.50 บาท และอนุมัติแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4. ของ
บริษัทฯ เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ

To consider and approve the increase of the Company's registered capital of Baht 44,643,000 from the existing registered capital of Baht 250,998,516.00 to Baht 295,641,516.00 by issuing 89,286,000 shares, with a par value of Baht 0.50 per share and approve the amendment to Clause 4. Of the Memorandum of Association to be in line with the increase of registered capital.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

วาระที่ 4 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทแบบเฉพาะเจาะจงให้บุคคลในวงจำกัด (Private
Agenda 4 Placement)

To consider and approve the allocation newly issued ordinary shares of the Company to Private Placement (PP).

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
- Approve Disapprove Abstain

วาระที่ 5 พิจารณานุมัติการเปลี่ยนแปลงข้อบังคับของบริษัท ข้อที่ 28, 32, 36, 37, และ 38
 Agenda 5 To consider and approve amendment of the Company's Articles of Association item 28, 32, 36, 37, and 38

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
- Approve Disapprove Abstain

วาระที่ 6 พิจารณาเรื่องอื่นๆ (ถ้ามี)
 Agenda 6 Other Matters (if any)

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
- Approve Disapprove Abstain

- (5) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ _____
 Other statements or evidences (if any) of the proxy
- (6) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
 If voting in any agenda of my/our proxy hasn't followed this proxy, it shall be deemed such voting is incorrect and isn't my/our voting.
- (7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 In case I/we have not specified my/our voting intention in any item or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
 กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุมนี้ เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
 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.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
 ()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
 ()

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
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. ผู้ถือหุ้นจะมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้ เว้นแต่กรณีผู้รับมอบฉันทะตามแบบ ค.
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. ในกรณีที่มียวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะ
In this regard, if the content is too long, it can be specified in the attached supplemental proxy form.
4. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้เสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนน ก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (5)
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. ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัท ได้แก่ หม่อมหลวง ธีรเชษฐ โสณกุล เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น (รายละเอียดประวัติกรรมการปรากฏตามสิ่งที่ส่งมาด้วยลำดับที่ 5)
The shareholder may appoint Independent Director/Audit Committee of the Company, M.L. Thirachet Sonakul to be the proxy as follows: (details of directors as shown in the Attachment No. 5)
6. ผู้ถือหุ้นควรศึกษารายละเอียดของวาระการประชุมก่อนตัดสินใจมอบฉันทะ
The shareholder shall study in details of agendas before appointing the proxy.
7. ผู้รับมอบฉันทะจะดำเนินการตามที่ผู้ถือหุ้นมอบฉันทะให้ และหากผู้รับมอบฉันทะไม่ดำเนินการตามที่ผู้รับมอบฉันทะ ผู้ถือหุ้นที่ได้รับความเสียหายสามารถใช้สิทธิดำเนินคดีตามกฎหมายกับผู้ชักชวนและผู้รับมอบฉันทะได้
The Proxy will proceed according to the shareholder. If the Proxy will not proceed according to the shareholder and the shareholder gets any damage, the shareholder has the rights to take legal action to persuader and proxy.

ใบประจำต่อแบบหนังสือมอบฉันทะ
Supplemental Proxy Form

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ **บริษัท ซีลิก คอร์ป จำกัด (มหาชน)**

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

ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2565 ในวันพฤหัสบดีที่ 11 สิงหาคม 2565 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the Extraordinary General Meeting of Shareholders No. 1/2022 (the Meeting) shall be held on Thursday, August 11, 2022 at 14.00 hours via Electronic Meeting (E-EGM) or such other date, time and place as the Meeting may be adjourned.

วาระที่ _____ เรื่อง _____
Agenda Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|--|--|--|
| ☐ เห็นด้วย
Approve | ☐ ไม่เห็นด้วย
Disapprove | ☐ งดออกเสียง
Abstain |
|--|--|--|

วาระที่ _____ เรื่อง _____
Agenda Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|--|--|--|
| ☐ เห็นด้วย
Approve | ☐ ไม่เห็นด้วย
Disapprove | ☐ งดออกเสียง
Abstain |
|--|--|--|

วาระที่ _____ เรื่อง _____
Agenda Re :

- | | | |
|--------------------------|--|--|
| ☐ | ชื่อกรรมการ _____ | |
| | ☐ เห็นด้วย
Approve | ☐ ไม่เห็นด้วย
Disapprove |
| | | ☐ งดออกเสียง
Abstain |
| ☐ | ชื่อกรรมการ _____ | |
| | ☐ เห็นด้วย
Approve | ☐ ไม่เห็นด้วย
Disapprove |
| | | ☐ งดออกเสียง
Abstain |
| ☐ | ชื่อกรรมการ _____ | |
| | ☐ เห็นด้วย
Approve | ☐ ไม่เห็นด้วย
Disapprove |
| | | ☐ งดออกเสียง
Abstain |

ข้าพเจ้าขอรับรองว่ารายการในใบประจำต่อหนังสือมอบฉันทะถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

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

ลงชื่อ/ Signed _____ ผู้มอบฉันทะ/ Grantor
()

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
()

วันที่/ Date _____

หนังสือมอบฉันทะ (แบบ ค.)

Proxy (Form C)

เลขทะเบียนผู้ถือหุ้น
Shareholders' Registration No.เขียนที่ _____
Issued at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year(1) ข้าพเจ้า _____ สัญชาติ _____
I/We
อยู่บ้านเลขที่ _____ nationality
Address(2) เป็นผู้ถือหุ้นของ บริษัท ซีล็ค คอร์ป จำกัด (มหาชน) (บริษัท)
Being a shareholder of Selic Corp Public Company Limited ("the Company")

โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
 Holding the total amount of _____ shares and have the rights to vote equal to _____ votes as follows:
☐ หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 Ordinary share _____ shares and have the right to vote equal to _____ votes
☐ หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 preference share _____ shares and have the right to vote equal to _____ votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัทได้โดยเลือกข้อ 1)
Hereby appoint (The shareholder may appoint the Independent Director/Audit Committee of the Company to be the proxy, please select ☐ 1)

☐ 1. ชื่อ _____ M.L. Thirachet Sonakul อายุ 45 ปี อยู่บ้านเลขที่ 5/10
 Name age years, residing at
 ถนน Soi Phahonyothin 19 ตำบล/แขวง Chatuchak อำเภอ/เขต Chatuchak
 Road Tambol/Khwaeng Amphur/Khet
 จังหวัด Bangkok รหัสไปรษณีย์ 10900 หรือ
 Province Postal Code or

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

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

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2565 ในวันพฤหัสบดีที่ 11 สิงหาคม 2565 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the 2022 Annual General Meeting of Shareholders (the Meeting) on Wednesday, April 27, 2022 at 14.00 hours via Electronic Meeting (E-AGM) or such other date, time and place as the Meeting may be adjourned.

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

☐ (ก) มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้
(a) To grant equally all of the number of shares held by me/our and have the rights to vote.

☐ (ข) ขอมอบฉันทะบางส่วน คือ
(b) To grant a part of

☐ หุ้นสามัญ	หุ้น	และมีสิทธิออกเสียงลงคะแนนได้.....
ordinary share	shares	and have the rights to vote equal to
☐ หุ้นบุริมสิทธิ	หุ้น	และมีสิทธิออกเสียงลงคะแนนได้.....
preference share	shares	and have the rights to vote equal to
รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด..... เสียง		
Total rights to vote equal to.....votes		

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

วาระที่ 1 รับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2565

Agenda 1 To certify the Minutes of the 2022 Annual General Meeting of Shareholders.

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

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

☐ เห็นด้วย	☐ ไม่เห็นด้วย	☐ งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 2 พิจารณานุมัติการลดทุนจดทะเบียนของบริษัท จากทุนจดทะเบียนเดิมจำนวน 250,998,949.50 บาท เป็น
Agenda 2 จำนวน 250,998,516.00 บาท โดยการลดหุ้นสามัญจดทะเบียนจำนวน 867 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.50
บาท และอนุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4 เพื่อให้สอดคล้องกับการลดทุนจดทะเบียน

To consider and approve the reduction of the Company's registered capital of Baht 433.50 from the original registered capital of Baht 250,998,949.50 to Baht 250,998,516.00 by canceling unsold shares remaining in the amount of 867 shares with a par value of Baht 0.50 per share from the allocation to reserve for the stock dividend payment to the Company's shareholders and approve the amendment to Clause 4. Of the Memorandum of Association to be in line with the reduction of registered capital

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

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

☐ เห็นด้วย	☐ ไม่เห็นด้วย	☐ งดออกเสียง
Approve	Disapprove	Abstain

วาระที่ 3 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทจำนวน 44,643,000 บาท จากทุนจดทะเบียนเดิมจำนวน
Agenda 3 250,998,516.00 บาท เป็นทุนจดทะเบียนจำนวน 295,641,516.00 บาท โดยออกหุ้นสามัญเพิ่มทุนจำนวน
89,286,000 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.50 บาท และอนุมัติแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4. ของ
บริษัทฯ เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ

To consider and approve the increase of the Company's registered capital of Baht 44,643,000 from the existing registered capital of Baht 250,998,516.00 to Baht 295,641,516.00 by issuing 89,286,000 shares, with a par value of Baht 0.50 per share and approve the amendment to Clause 4. Of the Memorandum of Association to be in line with the increase of registered capital.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

วาระที่ 4 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทแบบเฉพาะเจาะจงให้บุคคลในวงจำกัด (Private Placement)

Agenda 4

To consider and approve the allocation newly issued ordinary shares of the Company to Private Placement (PP).

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

วาระที่ 5 พิจารณานุมัติการเปลี่ยนแปลงข้อบังคับของบริษัท ข้อที่ 28, 32, 36, 37, และ 38

Agenda 5

To consider and approve amendment of the Company's Articles of Association item 28, 32, 36, 37, and 38

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

วาระที่ 6 พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 6

Other Matters (if any)

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

- (6) คำแถลงหรือเอกสารหลักฐานอื่นๆ (ถ้ามี) ของผู้รับมอบฉันทะ _____
Other statements or evidences (if any) of the proxy
- (7) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
If voting in any agenda of my/our proxy hasn't followed this proxy, it shall be deemed such voting is incorrect and isn't my/our voting.
- (8) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/we have not specified my/our voting intention in any item or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
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.

ลงนาม/Signed _____ ผู้มอบฉันทะ/Grantor
()

ลงนาม/Signed _____ ผู้รับมอบฉันทะ/Proxy
()

หมายเหตุ / Remark

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น
This Proxy Form is only used by foreign shareholder who has appointed Thai Custodian to be his/her/its trustee.
2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ
Evidences showing with Proxy Form are
 - (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
Letter of Attorney from shareholder empowering custodian to sign in Proxy Form.
 - (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)
Confirmation Letter that person signing in the proxy is granted permission to operate the custodian business.
3. ผู้ถือหุ้นที่มอบฉันทะจะต้องให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
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.
4. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะตามแบบ
In this regard, if the content is too long, it can be specified in the attached supplemental proxy form.
5. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้เสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนนก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (6)
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 (6).
6. ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัท ได้แก่ หม่อมหลวง อีร์เชษฐ์ โสณกุล เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น (รายละเอียดประวัติกรรมการปรากฏตามสิ่งที่ส่งมาด้วยลำดับที่ 5)
The shareholder may appoint Independent Director/Audit Committee of the Company, M.L. Thirachet Sonakul, to be the proxy; (details of directors as shown in the Attachment No. 5)
7. ผู้ถือหุ้นควรศึกษารายละเอียดของวาระการประชุมก่อนตัดสินใจมอบฉันทะ
The shareholder shall study in details of agendas before appointing the proxy.
8. ผู้รับมอบฉันทะจะดำเนินการตาม que ผู้ถือหุ้นมอบฉันทะให้ และหากผู้รับมอบฉันทะไม่ดำเนินการตามที่ได้รับมอบฉันทะ ผู้ถือหุ้นที่ได้รับความเสียหายสามารถใช้สิทธิดำเนินคดีตามกฎหมายกับผู้ชักชวนและผู้รับมอบฉันทะได้
The Proxy will proceed according to the shareholder. If the Proxy will not proceed according to the shareholder and the shareholder gets any damage, the shareholder has the rights to take legal action to persuader and proxy.

ใบประจำต่อแบบหนังสือมอบฉันทะ
Supplemental Proxy Form

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ซีลิก คอร์ป จำกัด (มหาชน)

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

ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2565 ในวันพฤหัสบดีที่ 11 สิงหาคม 2565 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the Extraordinary General Meeting of Shareholders No. 1/2022 (the Meeting) shall be held on Thursday, August 11, 2022 at 14.00 hours via Electronic Meeting (E-EGM) or such other date, time and place as the Meeting may be adjourned.

วาระที่ _____ เรื่อง _____
Agenda Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|--|--|--|
| ☐ เห็นด้วย
Approve | ☐ ไม่เห็นด้วย
Disapprove | ☐ งดออกเสียง
Abstain |
|--|--|--|

วาระที่ _____ เรื่อง _____
Agenda Re :

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|--|--|--|
| ☐ เห็นด้วย
Approve | ☐ ไม่เห็นด้วย
Disapprove | ☐ งดออกเสียง
Abstain |
|--|--|--|

วาระที่ _____ เรื่อง _____
Agenda Re :

- ☐ ชื่อกรรมการ _____
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ ชื่อกรรมการ _____
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ ชื่อกรรมการ _____
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

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

ลงชื่อ/ Signed _____ ผู้มอบฉันทะ/ Grantor
(_____)

วันที่/ Date _____

ลงชื่อ/ Signed _____ ผู้รับมอบฉันทะ/ Proxy
(_____)

วันที่/ Date _____

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.

Information of the Company's Independent Director for proxy granting from Shareholders	
M.L. Thirachet Sonakul	
Address	No. 5/10 Soi Phahonyothin 19, Chatuchak, Bangkok 10900
Position	Independent Director Chairman of the Nomination & Remuneration Committee Member of the Corporate Governance and Sustainability Development Committee Member of the Risk Management Committee
Age	45 Year
Director Training	- Directors Accreditation Program (DAP) 118/2015 - Advanced Audit Committee (AACP) 23/2016 - Board Nomination & Compensation Program (BNCP) 1/2017 - Subsidiary Governance Program (SGP) 1/2022
Education	Bachelor of Art in Marketing, University of Richmond
Appointment date as director	June 9, 2016
Years as the Company Director	6 years 0 months (as at June 30, 2022)
Working Experiences within 5 years	2022- Present Member of the Risk Management Committee 2021- Present Member of the Corporate Governance and Sustainability Development Committee 2015- Present Independent Director, and Chairman of Nomination & Remuneration Committee, 2015- 2021 Member of Audit Committee, Selic Corp PCL. 2012- Present Managing Director, Big Jet Travel Co.,Ltd.
Illegal Record in past 10 years	- None -
Relationship with Management	- None -
Conflict of interest in this meeting:	No conflict of interest in this meeting
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:
 - A. The sale or transfer of all or an essential part of the Company's business to other persons;
 - B. The purchase or acceptance of the transfer of the business of other private or public companies by the Company;
 - C. 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;
 - D. Amendment of the Company's Memorandum or Articles of Association;
 - E. Increase or decrease of the registered capital of the Company;
 - F. Dissolution of the Company;
 - G. Issuance of debentures of the Company;
 - H. Merger of the Company with another company;

Article 42 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).

Guidelines for attending the EGM through Electronic Media (E-EGM) and the Appointment of Proxies

1. In case the shareholders attending the E-EGM by themselves

1.1 Please fill the registration form for attending the EGM through Electronic Media (E-EGM) Attachment No. 8 to this guideline. Kindly fill email and your cell phone number clearly in order to be used for the meeting registration and attach identification document to confirm the attendance of E-EGM as follows:

- In the event that the **shareholder is an ordinary person** –a valid certified true copy of ID card, passport, or other official documents issued by government authority.
- In the event that **the shareholder is a juristic person** –an executed version of the power of attorney or a proxy and supporting documents as per the detail in item “supporting documents for the appointment of proxy” below.

Please submit the registration form for the meeting through electronic media (E-EGM) and such identification documents to the Company within **August 11, 2022 before 12.00 hrs. ONLY** via the following channels:

- Via Email address: EGM@seliccorp.com
- Via Registered Mail

To: Company Secretary
Selic Corp Public Company Limited
270 Liapkhlongphasicharoen Fangtai Road, Nongkhaem, Bangkok 10160

- 1.2 When the Company receives document as per item 1.1 from you, the Company will proceed with inspecting document for confirming the meeting attendance. Once the inspection is completed, the Company will send username and password, together with Weblink for attending the E-EGM. Kindly refrain from giving your username and password provided for the shareholder to another person. In the case that your username and password are lost or you have not received it within August 11, 2022, please immediately contact the Company.
- 1.3 The Company will send details such as username and password to you and also send a manual for using the E-EGM system at the same time. Please read the manual thoroughly from the email that the Company send to you. The system will be opened 60 minutes prior to the meeting in advance so that the shareholder can register for attending the meeting. However, the live broadcast will only begin at 14.00 hrs.
- 1.4 For casting the vote during the E-EGM, a shareholder may cast his or her vote in each agenda to either approve, disapprove, or abstain from voting. For the shareholders who do not vote in any agenda, the system will automatically count your vote as “approve”.
- 1.5 If you have encounter with any technical problem in using the E-EGM system before or during the meeting, please contact Quidlab Company Limited who will be the Company’s service provider for the Company’s E-EGM’s meeting. The Company will specify a contact channel to Quidlab Company Limited in the email sending username and password to you.

2. In case the shareholders appointing proxy to attend the E-EGM

In case that a shareholder is unable to attend the meeting, he/she may authorize another person or the Company's independent director, to attend and vote on his/her behalf. The name of independent directors are as follows:

- **M.L. Thirachet Sonakul** (Independent director). Age 45 year
Address: No. 5/10 Soi Phahonyothin 19, Chatuchak, Bangkok 10900

(The above independent directors have no special interests that are different from other directors. in every agenda proposed in the Extraordinary General Meeting of Shareholders No. 1/2565)

In this regard, the Company would like to request shareholders to fill statement and sign in the proxy, details of which appear in Attachment No. 4 of the invitation letter and send the proxy together with supporting documents for the appointment of proxy (as specified below) to the Company within **August 8, 2022 before 12.00 hrs. ONLY** via the following channels:

- Via Email address: EGM@seliccorp.com
- Via Registered Mail

To: Company Secretary
Selic Corp Public Company Limited
270 Liapkhlongphasicharoen Fangtai Road, Nongkhaem, Bangkok 10160

Supporting documents for the appointment of proxy

Shareholder appoints a proxy:

1. Proxy Form A or Proxy Form B, correctly and completely filled in, and signed by the shareholder and the proxy
2. A copy of an identification document of the grantor, certified a true copy by the grantor; and
3. A copy of an identification document of the proxy, certified a true copy by the proxy:

Juristic person:

1. Proxy Form A or Proxy Form B, correctly and completely filled in, and signed by the representative of the juristic person and the proxy:
2. A copy of the affidavit of the juristic person, issued by the Department of Business Development, Ministry of Commerce, which shows that the representative of the juristic person (authorized director) attending the meeting in person, is authorized to act on behalf of the juristic person, which is a shareholder, issued no earlier than six months prior to the meeting, and certified a true copy by the representative of the juristic person (authorized director), with the company seal affixed (if any).
3. A certified true copy of an identification document of the representative of the juristic person (authorized director); and
4. A copy of an identification document of the proxy, certified a true copy by the proxy.

A juristic person registered outside the country:

1. Proxy Form C, correctly and completely filled in, and signed by the representative of the juristic person (authorized director) and the proxy, with the Company seal affixed (if any).
2. Documents from the shareholder

- A copy of the affidavit of the juristic person which is a shareholder, which is issued by a government agency of such country (which shows that the representative of the juristic person (authorized director), who signs as the grantor, is authorized to act on behalf of the juristic person which is a shareholder), issued no earlier than six months prior to the meeting, and certified a true copy by the representative of the juristic person (authorized director), with the company seal affixed (if any).
- A certified true copy of an identification document of the representative of the juristic person (authorized director).
- A copy of the power of attorney from the shareholder, which is a foreign investor, appointing the custodian to attend the meeting and cast a vote, certified a true copy by the representative of the juristic person (authorized director), with the company seal affixed (if any).

3. Documents from the custodian

- A copy of the power of attorney in which the custodian authorizes its director or executive or employee to appoint any other employee or person to attend the meeting on behalf of the shareholder, certified a true copy by the director or the management or the employee of the custodian, who is the grantor.
- A document or a copy of a permit confirming the custodian's authority, certified a true copy by the grantor.
- A certified true copy of an identification document of the grantor.
- A certified true copy of an identification document of the proxy.

4. In the case of appointing multi-level of attorney-in-fact prior to granting proxy to custodian:

- The power of attorney for every level of attorney-in-fact must be complete. The power of attorney must contain the provision that permits the appointment of sub-attorney.
- Copies of identification documents for all levels of attorney-in-fact, certified as true by affixing the signature of the grantor of attorney (in the case of juristic person, please affix the signature of the authorized directors of the grantor of attorney).

In this regard, in the case that the document is produced outside Thailand, such document shall be notarized by a notary public. In the case that the original document is not in English, the English translation shall be required and certified the correct translation by the shareholder or the authorized director.

3. Channel for shareholder to send comment or questions related to business, industry and business operation of the Company or any relevant agenda to be considered in this E-EGM are as follows:

3.1 During the E-EGM meeting, the shareholder attending the meeting can submit comment or questions during E-EGM system.

3.2 The shareholder can submit comments or question in advance to the Company prior to the meeting date via following channels:

- Via Email address: EGM@seliccorp.com
- Via Registered Mail

To: Company Secretary

Selic Corp Public Company Limited

270 Liapkhlongphasicharoen Fangtai Road, Nongkhaem, Bangkok 10160

Registration form for attending the EGM No. 1/2022 through Electronic Media (E-EGM)

Written at _____

Date _____ Month _____ Year _____

I/We _____ Nationality _____

Address _____ Road _____ Sub-district _____

District _____ Province _____ Postal code _____

Email

Address _____ Mobile _____

as a shareholder of Selic Corp Public Company Limited (the "Company")

holding to total number of shares _____ shares

I hereby confirm to attend the meeting and cast the votes in the EGM No. 1/2022 on Thursday August 11, 2022 at 14.00 hrs. through Electronic Media (E-EGM) and would like to request the Company to send a weblink for attending the E-AGM, Username, and Password my/our email as follows.

Email address _____

Sign _____ Shareholder

(.....)

Sign _____ Proxy

(.....)

Remark: Kindly send this registration form for attending the EGM No. 1/2022 through Electronic Media (E-AGM) which has been completely filled out, and attached identification document for inspection in relation to attending the E-EGM to the Company within **August 8, 2022** via the following channels:

- Via Email : AGM@seliccorp.com or
- Via Mail to
Company Secretary
Selic Corp Public Company Limited
270 Liapkhlongphasicharoen Fangtai Road, Nongkhaem, Bangkok 10160

**Form for the submission of questions prior to
the Extraordinary General Meeting of Shareholders No. 1/2022**

1. I, (Mr./Mrs./Ms) _____ a shareholder
of Selic Corp Public Company Limited (the "Company"), holding _____ shares
residing
at _____
Tel./mobile _____ E-mail address _____

2. I wish to submit the following questions prior to the EGM No. 1/2022:

Question No.1

Supporting documents ☐ Yes ☐ No

Question No.2

Supporting documents ☐ Yes ☐ No

Question No.3

Supporting documents ☐ Yes ☐ No

Remark: The Shareholder who is entitled to attend the EGM No. 1/2022, may submit the "Form for the submission of questions prior to the shareholders meeting", with the supporting documents (if any) to the Company Secretary via the following channels:

- Via Email : AGM@seliccorp.com or
- Via Mail to
Company Secretary
Selic Corp Public Company Limited
270 Liapkhlongphasicharoen Fangtai Road, Nongkhaem, Bangkok 10160

QR Code Downloading Procedures for the Extraordinary General Meeting of Shareholders No. 1/2022

The Thailand Securities Depository Co., Ltd., as a securities registrar under the Stock Exchange of Thailand, has developed a system which allow the Listed Companies in SET to send the Notice of General Meeting of Shareholders in the electronic format accessible through QR Code to shareholders in order to serve the shareholders to conveniently and quickly access the information.

The aforementioned documents could be downloaded from the QR Code by following the steps below.

For iOS System (iOS 11 and above)

1. Turn on the mobile camera.
2. Turn the mobile camera to the QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents of the meeting.

Remark: In case of the notification does not appear on the mobile phone, the QR Code can be scanned with other applications such as QR CODE READER, Facebook or Line.

For Android System

1. Open applications such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

- Open Line application and click on "Add Friend"
- Choose "QR Code"
- Scan the QR Code

2. Scan the QR Code to access documents of the meeting

The Private Notice for the shareholders meeting

In comply with the Personal Data Protection Act (PDPA) B.E. 2562 (2019). The Company is obliged to prepare shareholder register and has to collect, use, disclose and process Personal Data of shareholders and/or proxies of the Meeting, delivering relevant documents, vote counting process, and other actions relating to such the Meeting as following details:

1) Personal Data to be collected and retention period

- The Company shall receive Personal Data, i.e. name, surname, nationality, identification number (or passport number), date/month/year of birth, age, address, number of shares and type of shares held, securities holder's number, telephone number and email provided by shareholder and/or proxies, or by Thailand Securities Depository Co., Ltd. (TSD) as the securities registrar. The Company shall retain such information for the necessary period as required by law and for the above proposed.
- It is necessary for the Company to disclose some information of the above Personal Data for Data Processor for the benefits of shareholders' registration, voting verification, processing, reporting and Minutes of the Shareholders' Meeting to comply with the related laws or orders issued by the relevant authorities under the Public Limited Companies Act.

2) Rights of the data subjects

- Data subjects have rights in accordance with the Personal Data Protection Act (PDPA) B.E. 2562 (2019), for instance, giving consent, withdrawing consent, accessing or obtaining or amend their Personal data, objecting the collection or use or disclose of the Personal Data, requesting to delete or to destroy or suspend the use of Personal Data etc. subject to regulations and procedures as required by law.
- In this regards, the Company shall collect use or disclose Personal Data to the extent of necessity for legitimate interests and in compliance with laws by taking into account of the right to the privacy and personal data protection.