



Invitation to the Extraordinary General Meeting of Shareholders
Year 2018

Selic Corp Public Company Limited

Friday 14 December 2018, 14.00 hrs. (GMT+7)
The Grand Ballroom 7th Floor, Tongtara River View Hotel
9/99 Charoen Krung Road, Bangkoklaem, Bangkok 10120



No.OP.SL. 026/2018

November 9, 2018

Subject: Invitation to the Extraordinary General Meeting of Shareholders No. 1/2018
To: Shareholders, Selic Corp Public Company Limited

Attachments to the invitation Letter:

1. Copy of the minutes of the Annual General Meeting of Shareholders 2018 (*For Agenda 1*)
2. Information Memorandum regarding the Acquisition of the ordinary shares in PMC Label Materials Company Limited ("PMCT") in Thailand and ordinary shares in PMC Label Materials PTE Limited ("PMCS") in Singapore. (*For Agenda 2*)
3. The opinion of the Independent Financial Advisor (*For Agenda 2*)
4. Details of the revision of IPO Proceeds Utilization Objectives (*For Agenda 3*)
5. Proxy Form B (which particulars of delegations are clearly determined)
Proxy Form A (General) and Proxy Form C (for foreign investors who appoint a custodian in Thailand) can be downloaded from the Company website <http://seliccorp.com/investors/information-shareholder/>.
6. Definition and Information of Independent Directors to present as Proxy.
7. The Company's Articles of Association in relation with the shareholder meeting.
8. Clarifications concerning documents and evidence identifying shareholders and proxies eligible to register, attend, and vote at the Meeting
9. Procedures for attending the Extraordinary General meeting of shareholders No. 1/2018
10. Procedure for sending any query in advance
11. Map of the Meeting Venue: Tongtara Riverview Hotel

The Board of Directors' Meeting of Selic Corp Public Company Limited ("the Company") No. 8/2018, which was held on 19 October 2018, has unanimously passed the resolution to call for the Extraordinary General Meeting of Shareholders No. 1/2018 on Friday, December 14, 2018 at 14.00 hrs. (Registration opens at 12.00 hrs.), at the Grand Ballroom, 7th Floor, Tongtara River View Hotel, 9/99 Charoen Krung Road, Bangkoklaem, Bangkok 10120. The agendas as follows:

Agenda 1 To Consider and Certify the minutes of the Annual General Shareholders' Meeting 2018

Objectives and Rationale: The Annual General Meeting of Shareholders for the year 2018 was held on April 5, 2018. The minutes were prepared and filed with the Stock Exchange of Thailand within 14 days of the Meeting. The details were publicly disclosed on the Company website (<http://seliccorp.com/investors/information-shareholder/>) and submitted to the Ministry of Commerce within the period required by law.

The Board's Opinion: The Board has recommended that the Minutes of the Annual General Meeting of Shareholders for the year 2018 be adopted because they were accurately recorded as shown in Attachment 1 and should be proposed to shareholders for certification.

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

Agenda 2 To consider and approve the transaction to purchase ordinary shares in PMCT in Thailand and to purchase ordinary shares of PMCS in Singapore.

Objectives and Rationale: According to the Company's proposal to enter into the transaction to acquire ordinary shares in PMC Label Materials Co., Ltd. ("PMCT"), a limited company registered in Thailand, in the amount of 1,000,000 shares or representing 100% of the ordinary shares in PMCT, from Mr. Tan Yong Heng and the other two existing shareholders (the "PMCT Sellers"), in the amount of not exceeding Baht 945,000,000, and all of the ordinary shares in PMC Label Materials Pte. Ltd., a limited company registered in Singapore ("PMCS") in the amount of 2 shares or representing 100% of the ordinary shares in PMCS from Mr. Tan Yong Heng and Ms. Tan Soo Lang (the "PMCS Sellers"), in the amount of not exceeding 105,000,000. The total purchase price of the ordinary shares from PMCT Sellers and PMCS Sellers ("The Sellers") equals to the total amount of not exceeding Baht 1,050,000,000 ("the Transaction"). The source of fund for the company to enter into the Transaction

consisted of 1) Cash or Cash Equivalent on hand of not less than Baht 150,000,000 and 2) Long Term Loan from the Financial Institution in the amount of not exceeding Baht 900,000,000 which has already been approved by the Financial Institution.

The PMCT Sellers and The PMCS Sellers have no connection to the Company and such transaction is not considered as a connected transaction according to the Notification of the Board of Directors of Capital Market Commission and the Directors of Stock Exchange regarding the related connected transactions.

The Board's Opinion: The Board of Directors approved to propose the Transaction for the shareholders' approval to purchase all of the ordinary shares in PMC Label Materials Company Limited ("PMCT"), registered in Thailand totaling 1,000,000 shares or 100% of the total ordinary shares of PMCT and all ordinary shares of PMC Label Materials PTE Limited ("PMCS") registered in Singapore totaling 2 shares or 100% of the total number of ordinary shares of PMCS. The transaction is reasonable and will generate the maximum benefit to the Company in terms of its ability to increase revenue in the future and expansion of the customer base in the adhesive and sticker products and long-term shareholders.

Voting: Approved by obtaining votes for not less than three-fourths of the total votes of the shareholders attending the meeting and entitled to vote. The vote was not counted by the shareholders with conflict of interest.

Agenda 3 Resolved to approve the amendment to the Company's objectives for utilization of the IPO Proceeds from the sale of ordinary shares of the SELIC Corp Company Limited ("the Company") from four existing objectives, which are (1) Investment in Research and Development's Equipment (2) Building and production process improvement (3) Investment in ERP system (4) For the company working capital and future project expansion to only objectives number (4) is to use as the company's working capital and support the future expansion because the first 3 objectives were completed.

Objectives and Rationale: Due to the Company has offered to sell to public the first initial public offering (IPO) of 80,000,000 ordinary shares (IPO) at 2.90 per shares between October 10-12, 2016, which after deduction of underwriting fee and other relevant expenses, resulting in the net IPO proceeds of Baht 216.12 million. As of July 25, 2018, the Company reported the balance amount of Baht 53.53 Million from the IPO Proceeds Utilization to the Stock Exchange of Thailand for the period ended June 30, 2018 which consisted of 4 objectives as follows:

Purpose	Spending plan	Remaining amount as of June 30, 2018
1. Used as Capital for purchase of tools for research and development	40.00	29.47
2. Used as capital for renovation and improvement of production system	40.00	2.26
3. Used as Capital for the ERP system (SAP) for business efficiency	8.00	0.99
4. Use as working capital and business expansion for the future	128.12	20.82
Total	<u>216.12</u>	<u>53.53</u>

As the previous stated objectives number 1, 2, and 3 have been completed with the balance amount of Baht 32.71 million in total. The Board of Directors wishes to consolidate the remaining IPO proceeds for the purpose of improving the Company's cash flow and future investment, in order to support future business expansions of the Company from the original balance amount of Baht 20.82 million to the amount of Baht 53.53 million. As a result, the Company's Board of Directors wishes to announce the resolution to propose to the shareholders' meeting for approval of the said revision by

having a resolution of not less than three-fourth of total shareholders attending the meeting and entitled to vote, including the Objection votes shall not exceed 10% of total votes from participating shareholders.

The Board's Opinion: The Board of Directors recommends the shareholders to approve the revision of the plan for the revision of Capital increase from the offering initial public offering objectives amounted to Baht 53.53 million from the former four objectives, which are (1) Investment in Research and Development's Equipment had balance of Baht 29.47 Million (2) Building and Production Process Improvement with the balance of Baht 2.25 million (3) Investment in ERP systems (SAP) with the balance of Baht 0.99 million and (4) The company's working capital of Baht 20.82 million. As the previous stated objectives number 1, 2, and 3 have been completed with the balance amount of Baht 32.71 million in total. The Board of Directors wishes to consolidate the remaining IPO proceeds for the purpose of improving the Company's cash flow and future investment, in order to support future business expansions of the Company from the original balance amount of Baht 20.82 million to the amount of Baht 53.53 million.

Voting: The resolution of this agenda item shall be approved by not less than three-fourths of the total votes of the shareholders attending the meeting and entitled to vote. There were no objections from 10% of the total votes of the shareholders attending the meeting and having the right to vote.

Agenda 4 Other considerations (if any).

Objectives and Rationale: This agenda is for the shareholders to ask questions and / or give opinions. To the Board of Directors (if any) and / or the Board of Directors to clarify and answer shareholders' questions. There will be no other issues for the meeting to consider and there will be no voting on this agenda.

The Company has determined the list of shareholders entitled to attend the Extraordinary General Meeting of Shareholders No. 1/2018 (Record Date) on November 5, 2018.

In case you cannot attend the meeting yourself. Please appoint another person to attend the meeting and vote for this meeting by choosing any Proxy form. Company has attached the Proxy Form B (Form providing custom list for clarify Proxy) (*Attachment 5*) or download the Proxy Form A (General) or C (Only for foreign investors who appoint a custodian in Thailand) from the Company's website.

<http://seliccorp.com/investors/information-shareholder/> Only one form of proxy can be used.

The shareholders can appoint the proxy to the Company's independent directors, namely M.L. Thirachet Sonakul to attend and vote on behalf of the shareholders with the information and definition of independent directors (*appear in Attachment 6*) attached to this document. Please send the proxy form back to the Company by December 7, 2018, to the following address:

SELIC Corp Co., Ltd. "Company Secretary"

270 Liap Khlong Phasi Charoen Fangtai Road, Nongkhaem, Nongkhaem, Bangkok 10160

We would like to invite all shareholders to attend the meeting on the date, time and place. Thank you for your constantly and well cooperation.

Yours sincerely
Selic Corp Public Company Limited



(Mr. Athavudhi Hirunburana)
Chairman of the Board

Note: 1. Shareholders can search for the notice of the extraordinary general Meeting of shareholders No. 1/2018 and other attachments from the Company website from November, 26 2018 at <http://seliccorp.com/investors/information-shareholder/> title "Investor Information/Shareholder information meeting" and send questions regarding the agenda of the extraordinary general Meeting of shareholders No. 1/2018 in advance by the details of the steps to send questions about the shareholders' meeting (*Appear in Attachment 10*)

Minutes of the Annual General Shareholders' Meeting 2018
Selic Corp Public Company Limited
On Thursday 5th April 2018 at 14.00 hrs.
At the Grand Ballroom, Tongtara Riverview Hotel

The Annual General Shareholders' Meeting 2018 was held on Thursday 5th April 2018, at 14.00 hrs at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, No. 9/99, Charoen Krung Road, Bangkok.

This Shareholders' Meeting was in accordance with the resolution of the Board of Directors' Meeting No. 1/2018, which was held on 28th February 2018, in order to propose the significant and other relevant matters, specified in the invitation letter, to shareholders for consideration. The Record Date on which shareholders have rights to attend and vote in the Annual General Shareholders' Meeting was on 14th March 2018. There were altogether 39 shareholders present in person and by proxy, representing 188,931,900 shares or 67.48%, which exceeded one of the third of the Company's paid up shares 280,000,000 shares; therefore, constituting a quorum pursuant to 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.

Board of Directors in Attendance

- | | | |
|-------------------|----------------|---|
| 1. Mr. Athavudhi | Hirunburan | Chairman, Independent Director, and Chairman of the Meeting |
| 2. Mr. Narong | Suwatthanaphim | Vice Chairman |
| 3. Mr. Anothai | Adulbhan | Director |
| 4. Mr. Pornpat | Kijaroen | Independent Director, Member of Audit Committee, Member of Nomination & Remuneration Committee, and Member of Risk Management Committee |
| 5. M.L. Thirachet | Sonakul | Independent Director, Member of Audit Committee, and Chairman of Nomination & Remuneration Committee |
| 6. Dr. Pattanant | Petchchedchoo | Independent Director, Chairman of Audit Committee, and Member of Risk Management Committee |
| 7. Ms. Palawi | Bunnag | Independent Director |
| 8. Mr. Ek | Suwatthanaphim | Director, Chairman of Executive Committee, Member of Nomination & Remuneration Committee, and Chief Executive Officer |
| 9. Mr. Kiattisak | Suwatthanaphim | Director, Member of Executive Committee, Chairman of Risk Management Committee, and Chief Operation Officer |
| 10. Ms. Nida | Thiengtham | Director, Member of Executive Committee, and Chief Sales Officer |

Managements in Attendance

- | | | |
|-------------------|----------------|--|
| 1. Ms. Yuwadee | Aiamsontisup | Member of Executive Committee and Chief Business Development Officer |
| 2. Mrs. Sethaporn | Sundaravibhata | Chief Financial Officer |
| 3. Mr. Evan | Chu | Chief Research and Development Officer |
| 4. Mrs. Peerawan | Matngammuang | Company Secretary |

Auditor

- | | | |
|------------|------------|---------------------------------|
| Mr. Akadet | Pliensakul | M.R. Associates Company Limited |
|------------|------------|---------------------------------|

Internal Auditor

- | | | |
|-------------|---------|--|
| Ms. Pawinee | Siriket | Dharmniti Internal Audit Company Limited |
|-------------|---------|--|

Independent Legal Advisors

- | | | |
|--------------|---------------|---|
| Mr. Supachai | Arunthamsakul | Legal Advisor from International Legal Counsellors Thailand Limited |
|--------------|---------------|---|

Representative from Thai Investors Association

- | | |
|----------------|---------------------|
| Mr. Thirachart | Kitrungruengpaisarn |
|----------------|---------------------|

Mrs. Peerawan Matngammuang, Company Secretary, has appointed to be secretary of the meeting. Ms. Supavadee Maneewannakul has appointed to be mic controller of the meeting including explained of procedure for casting votes and report the voting results on each agenda.

Firstly, Ms. Supavadee Maneewannakul described security procedures and methods in case of emergency to the meeting that the shareholder should calm down and moved out of the meeting room to the fire exit. There are 2 fire exit, the first point at the back of meeting room, that lead to basement of the hotel, and the second point is in front of the passenger elevator that will lead to the lobby and basement of the hotel. The fire exit sign has shown in front of each door. During emergency, please refrain from using elevators. After go to the basement of the hotel, should be gather together at the hotel gathering point near Thai pavilion, in front of the hotel.

Prior to the Meeting, Ms. Supavadee Maneewannakul explained of procedure for casting votes as follows:

1. One share shall equal to one vote
2. Shareholder who wishes to cast the vote approve, disapprove, or abstain shall affix a mark on a ballot card that represents a single opinion only, otherwise such ballot shall be considered void and shall sign on that ballot. Also, shareholder have to sign onto the ballot;
3. 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, except agenda 6;
4. Where there is no votes disapprove or abstain in any agenda, Chairman of the Meeting shall consider such agenda carries a unanimous vote;

5. A resolution in agenda 1, 3, 4, 5, and 6 shall require a majority vote of shareholders attending the Meeting and casting their votes. In case of a tie vote, Chairman of the Meeting shall have a casting vote;
6. In agenda 6 To consider and approve the appointment of directors to replace those who will retire by rotation:
 - Shareholders shall casted the vote to director individually on the ballot card,
 - All ballot cards shall be collected regardless whether approves, disapproves, or abstains the vote.
7. In agenda 7 and 9, a resolution shall require a majority vote of not less than two-thirds of total votes of shareholders attending the meeting and having right to vote;
8. In agenda 8, a resolution shall require a majority vote of not less than three-fourths of total votes of shareholders attending the meeting and having right to vote.
9. All Approved ballot cards shall be concurrently collected after meeting.

After explanation of casting votes details and procedure to shareholders, the Chairman was invited to convene the Annual General Shareholders' Meeting 2018.

The Chairman requested a volunteer from shareholders to be witness for voting count process in each agenda. There is Mr. Ubon Ketchim present to be representative of shareholders in this meeting.

The Chairman opened and conducted the meeting in accordance with the agendas as follows:

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

Chairman requested the Meeting to consider and certify the minutes of the Annual General Shareholders' Meeting 2017 which was held on 5th April 2017, as per details in a copy, which had already been distributed to shareholders together with the meeting invitation letter to shareholders.

Since there was no shareholder raising any amendment thereto, Chairman then proposed the Meeting to cast their votes. This agenda required a majority vote of shareholders attending and cast their votes.

Resolution The Meeting passed the resolution to certify the Minutes of the Annual General Shareholders' Meeting 2017 as follows:

Approved	188,931,900	votes	100	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	0	votes	0	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

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

Chairman requested Mr. Ek Suwatthanaphim, Chief Executive Officer, to report to the Meeting on summary of the Company's performance in the fiscal year 2017 as follows:

Mr. Ek Suwatthanaphim appointed Ms. Yuwadee Aiamsontisup, Chief Business Development Officer, to report overview of the Company's performance.

Ms. Yuwadee Aiamsontisup reported summary of the Company's Business that the Company is Thai company that engaged over 38 years with experience and expertise in adhesives industry. Currently, there are 23 technician and R&D team with 4 operation and analyst labs. In addition, the Company plans to strictly support in innovation investment under budget 3-5% of revenue. In 2017, the total operation capacity is 9,120 tons for 4 types of products divided from production technologies and distributed to 27 countries over the world.

There are 4 categories of products divided from production technologies as follows:

1. **Solvent Base Adhesive** is liquid adhesive using solvent in type of oil or thinner. Its applications are such as for using for leather, shoes, and furniture like wood working, etc.
2. **Water Base Adhesive** is synthetic adhesive using water as part of composition. This adhesive is easy to use. It applications are usually for glass labelling, can labelling, consumer products such as tissue paper, package, etc.
3. **Hot Melt Adhesive** is solid adhesive which apply over heat to dissolve into liquid. When the adhesive is cold, it will attach two materials together. It is using for boxes such as corrugated paper or glossy coated paper, attach straws on UHT boxes, etc.
4. **Hot Melt PUR Adhesive** is another product in Hot Melt group but with stronger qualification. Once it is attached to materials, it will not be melt again. It is appropriate to use for automotive accessories or parts, book cover binding, etc.

The Company 2017 Operation Highlights

- **Customer Relation and Experience Management.** It is a Company's' direction to manage and deliver good experience to customers throughout their journey at every touch points they have made contact with the Company. A research study conducted by third party research agency suggests that key factors that are important to customer in selecting suppliers are based on product quality, price, delivery time, after sales service and product availability. Therefore, we have set up a protocol to ensure we the experiences along all touch points are exceptional and appreciated by customers.
- **Research and Development.** Drive innovation to make and design Thai products to be equivalent to international or global products. Our key focus in R&D is to drive innovation and drive products and capability of Thai brand to match and to be accepted in global market. Below are the highlights in the 2017.
 - Investment in analysis instrument and application for product testing in the past year,

- Drive and support innovation thinking and thought process throughout the company and not just limited to research & development department.

In 2017, there are new product development for 44 items with sales volume over 238 tons.

- **Operation.** Continue develop in production for quality products with excellent features to satisfy the market needs. Demand for global market in 2020 for Hot Melt Adhesive and Water Base Adhesive is increasing, then the Company invest in order to support the Company's business expansion as follows:
 - Improve the Company' productions by adopting suitable machine to produce higher quality adhesive.
 - Installation of new machined was done 100% in quarter 4 year 2017.
 - Testing new machine in quarter 1/2018 and now in processing of monitoring and feed-backing.
 - It is expected to complete the installation and all necessary trial and ready for operation by the end of April.
 - Increased ability and capacity of Hot Melt and Water Based Adhesive products.
- **Organization Development.** To be in line with the business operation, the Company has adjusted working process to promote cross functional team. Research study shows that customers usually prefer servicing team as full team that salesperson, technical service and R&D when meeting the team as it demonstrate expertise of the company.
The development to create the overall knowledge and personnel development are:
 - Change the Company's core value to be accordance to the Company's policy and direction i.e. Innovation, Integration, and Positive Thinking.
 - Supports creative thinking and give opportunity to the employees both research teams and other teams to push them create benefit ideas, practice, and thinking outside the box.
 - Received the Total Innovation Management Award in the innovation capacity project from the National Innovation Agency (NIA) joining with the Stock Exchange of Thailand and Market for Alternative Investment (mai).
- **Marketing and Branding.** Raising brand awareness and build visibility by participated more than 5 significant exhibitions over last year. Those significant exhibitions such as Interpack a global event, Propack Asia a regional event and Pack Print international a national event, etc. From those exhibition participation resulting in 74 more new customers. Moreover, the Company also promote brand through digital channels such as Google AdWords, Alibaba.com, Facebook, etc.
- **Financial** The Company has total revenue at the amount 595 Million Baht which increase from the previous year 34.21 Million Baht (6.10%), Net Profit at the amount 18.85 Million Baht which decrease from last year 20.19 Million Baht, and Liquidity ratio at 3.0137.

Moreover, Mr. Ek Suwatthanaphim reported on summary of the Company's performance year 2017 regarding business direction and target for 2017;

- **Focus on adhesive products and cut off other products.** In 2017, there was higher sales revenue throughout the year and highest in the 4th quarter at 13.6% which reflected to 6.44% growth of total sale revenue. The revenue from adhesive sales growth by 10% from the past year as expectation. adhesive sales was 576.90 Million Baht, increased 50.25 Million Baht (10%) from the previous year.
- **Support Hot Melt Adhesive products to meet market demand.** Hot Melt Adhesive products are growing as the Company's direction and market demand. While Solvent Base Adhesive products face challenge because of high competition and domestic market usage trend, but revenue was maintain. The Water Base Adhesive products were continue growing to 10.72 Million Baht (35%) and Hot Melt Adhesive products 39.52 Million Baht (26%) compared with previous year.
- **Support Hot Melt adhesive products to meet market demand.** Hot Melt adhesive products are growing as the Company's direction and market demand. While Solvent Base Adhesive products face challenge because of high competition and domestic market usage trend, but revenue was maintain. The Water Base adhesive products were continue growing to 10.72 Million Baht(35%) and Hot Melt Adhesive products 39.52 Million Baht (26%) compared with previous year.
- **Increase overseas market by focusing on CMV and Australia.** There is strong growth in oversea market which can significantly expand business into Australia and Asia. Revenue from overseas sales from 2015-2017 is continued growing with revenue of 120.25 Million Baht, 229.58 Million Baht, and 260.57 Million Baht respectively; and growth rate in Asia is 45% and Australia is 112% from the past year.

In term of profitability the factors caused decreasing net profit are raw material price, currency exchange fluctuation, and raw material cost management. Gross profit decreased 11.98 Million Baht (7.26%) and net profit decreased 20.19 Million Baht (51.72%).

In 2017, crude oil price rose by 23.8% , especially in the 4th quarter which affected material price to be higher. However, the Company has managed the raw materials price as follows:

- Short-term;
 - 1) Negotiated with suppliers to lock long-term contracts and volumes to achieve the Economy of Scale.
 - 2) Material grouping for potential of negotiation.
 - 3) Reduce SKUs to manage better raw materials cost.
- Middle- and Long-term;
 - 1) Adjusted product price to be in line with raw materials price,

- 2) Considered production base in other countries which have lower production costs than Thailand such as countries in South Asia or CMV.

The currency exchange fluctuation, in 2017, Thai Baht was strengthen and contrinue stronger over the year. The Company has strong value in US Dollars and has growth of 22.19% versus 13.50% after converting to Thai Baht.

However, the Company has currency exchange fluctuate management guideline as follows:

- Natural Hedge is a method to reduce currency exchange fluctuate risk by balancing between revenues and expenses of foreign currency.
- Forward Contract Agreement which is purchase of forward exchange contracts from financial institutions.
- **Reorganized by building marketing and sales team** The Company has invested in human resources as follows:
 - Separate of domestic and oversea sales teams,
 - Breakdown domestic sales by industry,
 - Customer Centric Dimension,
 - Building business development team for new marketing and manage sell strategic plan,
 - Building communication team for the organization branding and image
 - Continue support research & development teams to build strong personnel in this career.

Business Strategies for the Year 2018

- Reorganize the sales team dividing by the customer industries in order to provide customers with good experience and to be able to guide and solve problems the customers' problem correctly.
- Separate the research & development teams into commercial Support and Research Team, which is responsible for researching new products, including new innovations to deliver to the customers.
- Upgrade the Company' productions to be suitable for customers use and improve line production to meet market needs.
- Expand domestic and oversea markets with the same industries together with searching new industries such as construction, furniture, electrical appliances, etc.
- Looking for new opportunities for diversify various businesses by Merger & Acquisition.

Award in 2017

- The Prime Minister's Export Award 2017 in Best Exporter and Best Thai Brand
- The Total Innovation Management Award from the National Innovation Agency (NIA) joining with the Stock Exchange of Thailand and Market for Alternative Investment (mai)
- The Thailand Trust Mark.

Social Responsibilities Previous year, the Company always support and give any assistant to encourage social and quality of life of society. The main continually project as follows:

- Srinakarin House, the Foundation for Slum Child Care, which located near the office of the Company. The Company has provided clothes dryer, children cloth, and some lunch for the children in the foundation.
- Thailand Associate of the Blind was supported adhesive from the Company in order to promoting career for the blind people. They can earn income from making and sell wood furniture.

There was no shareholder expressing any opinion or raise any query in this agenda. No voting procedure for this agenda required as it is merely an agenda to inform the shareholders.

Resolution The meeting considered and acknowledged the Company's performance result and Board of Directors' Report year 2017 as described in the Annual Report

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

Chairman requested Mrs. Sethaporn Sundaravibhata, Chief Financial Officer, to report to the Meeting on summary the Company's Financial Statement Year 2017 as of 31st December 2018 as follows:

Mrs. Sethaporn Sundaravibhata described the Financial Statement, Income Statement Year 2017 as of 31st December 2018, and the Auditor Report which was already considered by the Company's Audit Committee and Directors. Details as attached copy of the financial statement and the auditor report which had already been distributed to shareholders together with the meeting invitation letter to shareholders.

Financial Statement	31 Dec 2017		31 Dec 2016		Difference	
	MB	%	MB	%	MB	%
Total Current Assets	386.21	79	377.77	75	(8.44)	(2)
Total Non-Current Assets	103.07	21	124.65	25	21.57	21
Total Assets	489.29	100	502.41	100	13.13	3
Total Current Liabilities	114.01	23	125.35	25	11.34	10
Total Non-Current Liabilities	13.80	3	11.72	2	(2.09)	(15)
Total Liabilities	127.82	26	137.07	27	9.25	7
Total Shareholders' Equity	361.47	74	365.35	73	3.88	1
Total Liabilities and Shareholders' Equity	489.29	100	502.41	100	13.13	3

Income Statement	31 Dec 2017		31 Dec 2016		Difference	
	MB	%	MB	%	MB	%
Revenue from Sales - Net	592.03	99.50	556.20	99.18	35.83	6
Other Income	2.96	0.50	4.59	0.82	(1.63)	(35)
Total Revenue	595.00	100.00	560.79	100.00	34.21	6
Cost of Sales	439.03	74.16	391.21	70.34	47.82	12
Gross Profit (Excluding Other Revenue)	153.01	25.84	164.99	29.66	(11.98)	(7)
Selling Expenses	15.73	2.64	14.27	2.54	1.46	10
Administration Expenses	93.22	15.67	84.31	15.03	8.90	11
Profit before Interests, VAT, Depreciation, and Amortization	47.03	7.90	71.00	12.66	(23.97)	(34)
Depreciation and Amortization	23.26	3.91	21.93	3.91	1.33	6
Profit(Loss) before Finance Cost and Income Tax Expenses	23.77	4.00	49.07	8.75	(25.30)	(52)
Finance Cost	0.39	0.07	3.93	0.70	(3.54)	(90)
Income Tax	4.54	0.76	6.10	1.09	(1.56)	(26)
Net Profit for the Year	18.85	3.17	39.04	6.96	(20.19)	(52)
Other Comprehensive Income for the Year	(0.13)	(0.02)	2.05	0.37	(2.18)	(106)
Total Comprehensive Income for the Year	18.72	3.15	41.09	7.33	(22.37)	(54)

Since there was no shareholder raising any question, Chairman then proposed the Meeting to cast their votes. This agenda required a majority vote of shareholders attending and cast their votes.

Resolution: The Meeting passed the resolution to approve the Financial Statements for the year ended 31st of December 2017 and acknowledge the Auditor Report as follows:

Approved	188,956,900	votes	100	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	0	votes	0	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

Remark: There were some shareholders presented during this agenda.

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

Chairman requested Mrs. Sethaporn Sundaravibhata, Chief Financial Officer, to report to the Meeting on summary of the allocation net profit for the year 2017 as dividend as follows:

Mrs. Sethaporn Sundaravibhata proposed 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.

In 2017, the Company has net profit at the amount of 19.18 Million Baht. Therefore, the Company considered appropriate to declare a dividend payment at the rate of 0.027 Baht per share. The total dividend payment is approximately 7.56 Million Baht. The share registration book closing date to determine the right to receive dividend will be on 19th April 2018, and the dividend payment will be made on 26th April 2018.

Since there was no shareholder raising any question, Chairman then proposed the Meeting to cast their votes. This agenda required a majority vote of shareholders attending and cast their votes.

Resolution The Meeting passed the resolution to approve the allocation of 2017 net profit as dividend at the amount of 0.027 Baht per share. The book closing date for the right to receive dividend on 19th of April 2018, and dividend will be paid on 26th of April 2018 as follows:

Approved	188,956,900	votes	100	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	0	votes	0	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

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

Chairman requested Dr. Pattanant Petchchedchoo, Chairman of the Audit Committee, to report to the Meeting. Dr. Pattanant Petchchedchoo proposed to the Meeting that in accordance to Section 120 of the Public Limited Companies Act B.E. 2535, the appointment of the Company's external auditors and the audit fees must be approved at the Annual General Shareholders' Meeting. The Audit Committee and the Board of Directors recommended to appoint M.R. Associates Company Limited as the Company's external audit firm for the fiscal year 2018. The auditors' list to be the Company's external auditor as follows:

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

Any of the above auditors can conduct an audit and express an opinion on the Company's financial statements. In 2018, the proposed Audit Fee is 1,200,000 Baht (increased from last year 50,000 Baht) excluding other actual payable non-audit fees. In addition, The Board has agreed to notify the Annual General Shareholders' Meeting that M.R. Associates Company Limited should be appointed as an external audit firm for the Company's subsidiaries for fiscal year 2018.

Since there was no shareholder raising any question, Chairman then proposed the Meeting to cast their votes. This agenda required a majority vote of shareholders attending and cast their votes.

Resolution The Meeting passed the resolution to appoint Mr. Akadet Pliensakul, or Mr. Pisit Chiwaruangroch, or Miss Kornthip Wanichwisedkul the auditors from M.R. Associates Company Limited to be the Company's auditors for the year 2018 by paying the total audit fee not exceed than 1,200,000 Baht as follows:

Approved	188,956,900	votes	100	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	0	votes	0	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

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

Chairman requested Mr. Pornpat Kijaroen, Member of the Nomination & Remuneration Committee, to report to the Meeting due to M.L. Thirachet Sonakul, Chairman of the Nomination & Remuneration Committee, has interest in this agenda.

Mr. Pornpat Kijaroen proposed that according to the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association, one-third of all directors must retire by rotation on the date of each Annual General Shareholders' Meeting. If the number of directors cannot be divided exactly into three parts, directors in a number closest to one-third shall retire. There are 3 directors as listed below are retire by rotation in this meeting:

- | | |
|--------------------------------|----------------------|
| 1. Mr. Narong Suwatthanaphim | Director |
| 2. M.L. Thirachet Sonakul | Independent Director |
| 3. Dr. Pattanant Petchchedchoo | Independent Director |

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

During October - December 2017, the Company invited shareholders through the Company and the Stock Exchange of Thailand's website in order to nominate qualified persons to be elected as the Company's director in advance. There was not any shareholder proposed qualified persons to this meeting.

The Board of Directors, except the directors who are related persons in this agenda, has agreed with the Nomination and Remuneration Committee regarding qualifications, knowledge, competency, experience, and morality with the performance of each director; then consent to propose the Meeting to approve the reappointment of all 3 directors for another term of office.

Due to there is related transaction in this agenda, the Chairman then requested the related directors to walk out the meeting and come back after finished voting in this agenda. Details of the retired directors being proposed for re-election had already been distributed to shareholders together with the meeting invitation letter to shareholders.

The proposed directors for reappointment meet all the requirements stipulated in the Public Limited Companies Act B.E. 2535 and relevant regulations of the Capital Market Supervisory Board.

Since there was no shareholder raising any question, Chairman then proposed the Meeting to cast their votes. This agenda required a majority vote of shareholders attending and cast their votes.

Resolution The Meeting passed the resolution to re-election the directors who retired by the rotation to continue as directors which included 1) Mr. Narong Suwatthanaphim, 2) M.L. Thirachet Sonakul, and 3) Dr. Pattanant Petchchedchoo as follows:

1) Mr. Narong Suwatthanaphim

Approved	188,856,900	votes	99.9471	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	100,000	votes	0.0529	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

2) M.L. Thirachet Sonakul

Approved	188,856,900	votes	99.9471	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	100,000	votes	0.0529	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

3) Dr. Pattanant Petchchedchoo

Approved	188,856,900	votes	99.9471	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	100,000	votes	0.0529	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

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

Chairman requested Mr. Pornpat Kijaroen, Member of the Nomination & Remuneration Committee, to report to the Meeting.

Mr. Pornpat Kijaroen proposed that the Nomination and Remuneration Committee has considered the directors' remuneration for the year 2018 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 in 2018 is not exceeding 3,000,000 Baht. The details of director remuneration had already been distributed to shareholders together with the meeting invitation letter to shareholders, as follows:

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

Since there was no shareholder raising any question, Chairman then proposed the Meeting to cast their votes. This agenda required not less than two-thirds votes of the shareholders who attend the Meeting.

Resolution The Meeting passed the resolution to approve the remuneration payment of the directors and sub-committees for the year 2018 in the budget not exceed than 3,000,000.00 Baht as following:

Approved	188,956,900	votes	100	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	0	votes	0	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

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

Chairman proposed to the Meeting that according the Head of National Remedies No. 21/2560 (2017) Re: Amendments to the Laws to Facilitate Business Operations, the Public Limited Company Act, B.E. 2535 (1992) has been amended; resulting to the Company's regulation in Chapter 6 "Shareholders' Meeting" Article 36, regarding the right of shareholder to call extraordinary shareholder meeting, is not comply to the latest version

of Public Limited Companies Act. Therefore, the Company requires to amend the Company's regulation to be accurate and consistent with the amended law.

Therefore, the Board has agreed to propose the Meeting to approve the amendment of the Company's Regulation to comply with latest version of Public Limited Companies Act, B.E. 2535 (1992) as amended by the Head of National Remedies. Details of the amendment of the Company's Regulation, which had already been distributed to shareholders together with the meeting invitation letter to shareholders, as follows:

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

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

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

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

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

Since there was no shareholder raising any question, Chairman then proposed the Meeting to cast their votes. This agenda required not less than three-fourth votes of the shareholders who attend the Meeting.

Resolution The Meeting passed the resolution to approve the amendment of the Company Regulation as following:

Approved	188,956,900	votes	100	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	0	votes	0	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

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

Chairman proposed to the Meeting that this project is a program for directors and volunteer employees to join and accumulate shares in the company by gradually investing in the company's shares, by jointly investing with the company on a regular basis within a specified period of time. It serves as compensation to the Company's directors, managements, and employees with the objectives that to support the employees to be an Company owner by purchasing the Company's shares under this program terms and conditions and to promote a sense of ownership for the employees.

Therefore, the Board has agreed to propose the Meeting to approve the Employee Joint Investment Program (EJIP) for directors and employees of the Company in order to motivate the Company's employees enhancing the feeling of engagement in participation in the organization, leading to continued better performance result under this project. Details of the Employee Joint Investment Program (EJIP) for directors and employees of the Company had already been distributed to shareholders together with the meeting invitation letter to shareholders.

Since there was no shareholder raising any question, Chairman then proposed the Meeting to cast their votes. This agenda required not less than two-thirds votes of the shareholders who attend the Meeting.

Resolution The Meeting passed the resolution to approve the Employee Joint Investment Program (EJIP) as following:

Approved	188,956,900	votes	100	of voting rights exercised by shareholders present and vote
Disapproved	0	votes	0	of voting rights exercised by shareholders present and vote
Abstained	0	votes	0	of voting rights exercised by shareholders present and vote
Voided Ballot	0	votes	0	of voting rights exercised by shareholders present and vote

Agenda 10 Other Matters

(There was no shareholder raising any matter)

Since there was no shareholder raising further question, Chairman, thanked all shareholders and declared the Meeting adjourned.

The Meeting was adjourned at 15.30 Hrs.

After the opening of the Meeting, there were additional shareholders registering for the Meeting, Consequently, the total amount of shareholders attending the Meeting was 41 persons holding 188,956,900 shares equivalent to 67.48% of the total number of shares sold of the Company.

Selic Corp Public Company Limited



(Mr. Athavudhi Hirunburana)
Chairman of the Board of Directors
Chairman of Annual General Shareholders' Meeting 2018



(Mrs. Peerawan Matngammuang)
Company Secretary and Secretary to the Meeting

Information Memorandum regarding the Acquisition of Assets of Selic Corp Public Company Limited (2)

The Board of Directors' meeting No. 8/2018 of Selic Corp Public Company Limited (the "SELIC", or the "Company"), held on 19 October 2018, resolved to grant the approval for the "Company" to enter into an agreement for acquisition of shares between Mr. Tan Yong Heng and the other two existing shareholders ("PMCT Sellers") for all of the ordinary shares of PMC Label Materials Limited ("PMCT") in Thailand totaling 1,000,000 shares or 100% of all the ordinary shares of PMCT amount to not exceeding 945,000,000 Baht and all of the ordinary shares of PMC Label Materials Pte. Limited ("PMCS") in Singapore from Mr. Tan Yong Heng and Ms. Tan Soo Lang ("PMCS Sellers"), totaling 2 shares or 100% of all the ordinary shares of PMCS amount to not exceeding 105,000,000 Baht. The total purchase price from purchasing the ordinary shares from PMCT Sellers and PMCS Sellers ("The Sellers") is in the total amount not exceeding 1,050,000 Baht ("The Transaction"). The Sellers has no relationship with the Company and is not considered as connected person with the Company under the Notification of the Capital Market Supervisory Board and not identified as connected transaction.

The Board of Directors' meeting has approved to propose the Transaction for the shareholders' approval at the Extraordinary General Meeting and the consummation and effectiveness of the Transaction is subject to the Conditions Precedents as identified in the Share Sale and Purchase Agreement.

The entering into the Transaction is considered as the disposition of assets according to the Notification of the Capital Market Supervisory Board No. Tor Chor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposition of Assets 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 BE 2547 (2004) (Notification on Acquisition or Disposition of Assets). The highest transaction size is 886.55 percent of net profit of the company and its subsidiary, which was calculated from the latest audited consolidated financial statement of the Company as at June 30, 2018 and the latest audited financial statement of the Target Companies as at December 31, 2017. The Transaction shall be regarded as transaction under category 4 according to the rules on entering into Material Transaction deemed as Acquisition or Disposal of Assets. However, the Transaction is not required to obtain the approval of the SET for filing of new securities (detailed in 3.2).

Therefore, the Company is required to only disclose an information memorandum on the assets disposition transaction to the Stock Exchange of Thailand ("SET"), and hold the shareholders' meeting to approve the Transaction with at least three-fourth of the total voting rights of shareholders who attend the meeting and are eligible to vote excluding shareholders with the conflict of interest as well as to appoint an independent financial advisor to render an independent opinion on the assets disposition transaction to the Company's shareholders, SET and The Securities and Exchange Commission ("SEC"). The Company has appointed Advisory Plus Company Limited as an independent financial in this regard with the details of the Transaction as follows.

1. Information Memorandum (1)

1.1 Date of the Transaction

The Company shall enter into the Transaction after obtaining approval from the Extraordinary General Meeting of shareholders no. 1/2018 of the Company which will be held on 14 December 2018, as well as after all of the conditions precedent set out in the share sale purchase agreement, have been completed or waived in writing by the Company. The material conditions are as below:

- The Sellers, PMCT/PMCS must have received all approvals, consents or waivers from creditors, suppliers, any other third party necessary to permit the entry into and the consummation of the transactions
- Approval of the shareholders to enter into the Transaction
- A written consent/waiver must be obtained from official lender by PMCT for the change of control in PMCT.
- An employment agreement between PMCT/PMCS and Mr. Tan Yong Heng and Mr. Tan Leng Tong Darick whose are the current management of the Sellers must be signed prior to the Completion Date.
- Purchaser's notification to the Sellers of satisfactory review and verification of accounts, assets and inventories.

The conditions precedent set forth above are expected to be completed by December of 2018.

Between the date of entering into the Share Sale Purchase agreement and the Completion date,

- PMCT and PMCS shall not declare or make payment of any dividends or other distributions.
- PMCT and PMCS shall not perform or take any action not in the ordinary course of business, in particular; incur any debts, create any Encumbrance over all or any part of PMCT/PMCS's assets or rights and/or dispose of any major assets or rights.
- The Sellers shall not take any action that is inconsistent with the provisions of the share sale purchase agreement.
- The Sellers shall not amend and/or remove any director, authorized director, shareholder or the existing shareholding structure and top management of PMCT/PMCS without prior written approval from the Purchaser.

Other important condition;

- The Sellers agree not to carry on business, directly or indirectly, as/with the competitors of PMCT and PMCS, for a period of 8 years from the date of completion unless approved in writing by the Purchaser.

The Company expects the completion date of this transaction will be completed by January 2019.

1.2 Related parties and relationship with the Company

Purchaser:	The Company
Seller:	All shareholders of PMCT and PMCS with Mr. Tan Yong Heng shall cause PMCT Existing Shareholders to transfer their shares to the Purchaser in accordance with the share sale purchase agreement. The company already entered into the agreement with Mr. Tan Yong Heng and other existing shareholders and there will be no other negative effects to the transaction.
Relationship:	The Sellers has no relationship with the Company and is not considered as connected person with the Company under the Notification of the Capital Market Supervisory Board no. TorJor 21/2551. Re: rules on entering into connected transaction dated 31 August 2008 and the Notification of the Board of Governors of the Stock Exchange of Thailand re: disclosure of information and other acts of listed company in respect of connected transaction B.E. 2546 dated 19 November 2003.

1.3 General Characteristics of the Transaction, and Type and Size of the Transaction

1.3.1 General Characteristics of the Transaction

- 1.3.1.1** The Company will enter into the purchasing of 1,000,000 ordinary shares of PMCT which accounted to 100 percent of total ordinary shares from all shareholders of PMCT in the amount not exceeding 945,000,000 Baht.
- 1.3.1.2** The Company will enter into purchasing of 2 ordinary shares of PMCS which accounted to 100 percent of total ordinary shares from all shareholders of PMCS in the amount not exceeding 105,000,000 Baht.

The value of the above 2 transactions combined not exceeding total value of 1,050,000 Baht. After the transaction is completed PMCT and PMCS will become subsidiary companies of the Company as the Company will hold 100 percent of shares of PMCT and PMCS.

1.3.2 Size of the Transaction and transaction size calculation

The calculation of size of transaction defined by the 4 basis of transaction size calculation under the Notification on Acquisition or Disposition of Assets and was calculated from the latest audited consolidated financial statement of the Company as at June 30, 2018 and the latest audited financial statement of the Target Companies (PMCT and PMCS) as at December 31, 2017 per details below:

Basis of transaction size calculation	Calculation	Size of transaction (percent)		
		Purchase of PMCT shares	Purchase of PMCS shares	Total
Net tangible assets	$\frac{\text{NTA of investment in the company} \times \text{Proportion of assets acquired}}{\text{NTA of the listed company}}$	99.32	9.32	108.64
Net operating profits	$\frac{\text{Net operating profits of the investment} \times \text{Buying or selling ratio}}{\text{Net operating profits of the listed company}}$	799.96	86.59	886.55
Total value of consideration paid	$\frac{\text{Value of transaction paid or received}}{\text{Total assets of listed company}}$	196.69	21.85	218.54
Valuation of securities issued for the payment of assets	Not applicable as the Company is not issuing new security	N/A	N/A	N/A

From the basis of transaction size calculation, the highest transaction size is 886.55 percent of net operating profits of the Company. Therefore, the Company is required to disclose an information memorandum on the assets disposition transaction to the Stock Exchange of Thailand ("SET"), and hold the shareholders' meeting to approve the transaction.

The transaction shall be regarded as transaction under category 4 according to the rules on entering into Material Transaction deemed as Acquisition or Disposal of Assets according to 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 BE 2547 item 24.

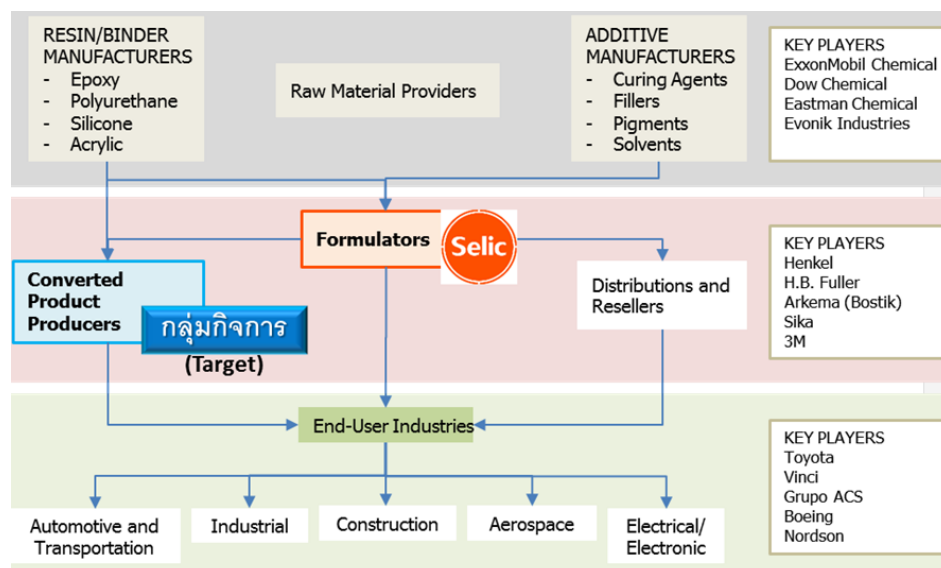
However, this Transaction is considered as an exemption of re-listing application as all 4 criteria below are met.

1). The acquired business is similar or support exiting business

Within the industrial adhesive value chain, the Company is playing role as formulators and sourcing of raw materials, develop and create customized adhesive formula to support and offer to customers in various industries which include the converting industry such as sticker and label makers which is part of the package labelling market.

Currently, the Company produces and distribute adhesive for labelling for the glue applied label market to major manufacturers whereas the Target companies produce and distribute various stickers to printing houses as makers of package label in the sticker format which adhesive is one of the raw materials in their production. Therefore, the business of the Target Companies will support the Company business which will create benefits for the Company as follow

- Increase utilization rate of production of water-based and hotmelt adhesive as adhesive is the key raw materials for sticker production of the Target Companies. Currently, the production capacity of the Company can support the incremental of production that will incurred in the future after the acquisition.
- Support market expansion of the Company in penetrating to larger coverage of market through labelling sector as well as expansion of distribution channel for the Target Companies in distributing stickers and label products. The Company's existing target markets include shoes & leather, food & beverage in which require adhesive as part of the packaging system such as display box sealing, carton sealing for transportation including glue-applied labelling. Therefore, this transaction can support the Company to expand the existing label market from 'glue-applied label' to 'self-adhesive label' that implies the expansion of market and customer base in both domestic and international markets as per diagram below.



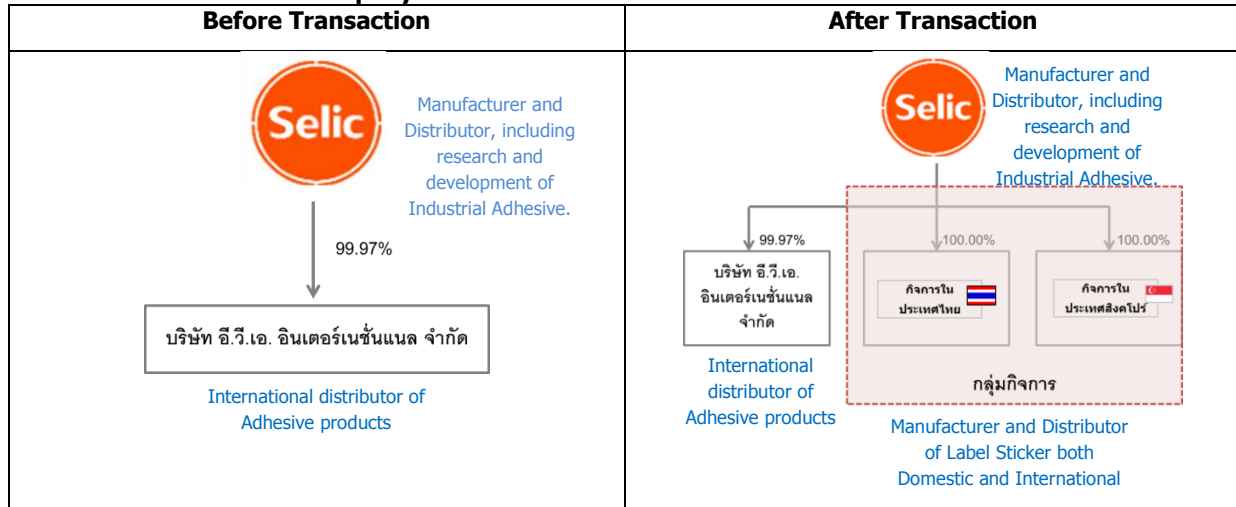
Source: MarketsandMarkets: Adhesives & Sealants Market – Global Forecast to 2020

Sticker label or self-adhesive label is estimated of 70% of total labelling market hence this can increase the Company's capability to penetrate and offer to solve the new markets and opportunity to revenue growth.

- One of the existing distribution channels of the Company is to offer its products and services directly to the end customers which are those manufacturers in various sectors. Hence, the Company can support the Target companies in order to expand their distribution channel to penetrate directly to end customers as well as to build relationship and get requirement directly from the potential customers. Moreover, with the office in Singapore which is consider a strategic location for many multi-national companies, can benefit the distribution channel that can offer services to those multi-national companies in order to expand the Company international market.
- Opportunity in developing new products both adhesive products and sticker products.

The company's personnel and human capital are highly experienced and expert in research and development. The transaction will create synergies in terms of knowledge and expertise sharing between the Company and the Target companies. This can be expected to development of adhesive for new type of sticker and label that can be offered as new products to serve the customers' needs including increase the efficiency of raw materials sourcing.

The Company's structure before and after the transaction can be shown below:



- 2) The Company does not have any policy to make a significant change in its major business After the transaction, the Company does not have any policy to make a significant change in its major business. The Company main business maintains to produce and distribute industrial adhesives for both domestic and international markets. The transaction create opportunity for the Company to penetrate wider range of customer bases and to offer wider service ranges that can better meet customer's needs resulting in gaining good profit to the Company's shareholders
- 3) The group of companies gained from acquisition of assets is qualified for listing on SET

Criteria	The Company (After the transaction is completed)
1. The par value of the ordinary share must not less than 0.50 Baht per share	Current value of the Company's ordinary share is 0.50 Baht. The Company do not plan to change or decrease the value of its ordinary share from this transaction.
2. Directors, Management and Controlling parties are a) possess qualifications in accordance with the relevant laws of the Securities and Exchange Commission and SET's regulations and b) not be a person who violates any rules, regulations, notifications, orders, board resolutions, listing agreements with the SET, as well as the required SET circulars, where such violation may have a material adverse effect on the rights, benefits, or decision-making of any shareholders, investors, or change in securities prices	Directors, Management and Controlling parties of the Company possess qualifications in accordance with the relevant laws. The company does not plan to change its directors, management after the transaction is completed.
3. Having a person taking the highest responsibility in finance and accounting who possess the specification and qualification as required by the SEC	The Company has a CFO who is taking the highest responsibility in finance and accounting with qualification as specified by the SEC. The Company has not plan to change its CFO from the result of the transaction.
4. One third of Directors are independent directors, at least 3 persons in total and at least 3 directors in Audit Committee	As of October 19 th 2018, the board of directors of the Company consist of 9 persons in which there are 5 independent directors and 3 members of audit committee as the criteria. The company does not plan to change its directors, management after the transaction is completed.

Criteria	The Company (After the transaction is completed)
5. The listed company's auditor must be approved by SEC.	Currently, the target Companies has EY as their auditor. After the transaction is completed, the Company will employ M.R. and Associates Company Limited which is approved by SEC to be auditor of both the company and the target Companies.
6. An internal control is in place as required by the announcement of Capital Market Advisory Board.	The Company has internal control system in accordance to the announcement of Capital Market Advisory Board. From the results of assessment of internal control of PMCT has sufficient control system and there are few areas that need improvement. The Company has consider and foresee that there is no significant impact to operating its business. The Internal Auditor, Dharmniti company limited will monitor and follow up on the corrective action in November to December 2018 and will conclude in report. As for PMCS, the proportion of the revenue to total revenue of the Target Companies is less than 10%, hence no internal control assessment in the past. However, after the transaction is completed, the Company will deploy its existing corporate governance policy and internal control policy to the Target Companies Therefore, the Company is confident that internal control system of the Target Companies will be sufficient and efficient per standard of the Company after the transaction is completed.
7. Listed company and its subsidiary must not have conflicts of interests (including conflict of interests toward directors, management or major shareholders) as specified in the announcement of Capital Market Advisory Board.	There is no conflict of interest between the Company or subsidiary and directors, management or major shareholders. After completion of the transaction, related parties transaction between the Company and the Target Companies as subsidiary and/or persons or corporate that might create conflicts of interests such as selling of between the Company and the Target Companies as subsidiary will be under terms and conditions that are reasonable in doing business including pricing as reference to the condition and pricing in the same business. The Company will also submit the price to Audit Committee to consider including compensation and the appropriate of related party transaction to align with the SEC, SET and other related regulation.
8. Listed company is qualified in terms of free float distribution, with no less than 150 retail shareholders who collectively hold no less than 15% of the company's paid-up capital.	As of March 14, 2018, there are 1,385 retail shareholders or 23.58% of the company's paid-up capital. □The Company will not issue new shares to increase capital resulting in proportion of retail shareholders of the Company is still maintained accordance with SET requirements.
9. Listed company must provide provident fund in line with the Provident Fund Law.	The Company currently provide a provident fund for its employees in accordance with the Provident Fund Act B.E. 2530 (1987) (as amended)

- 4). There is no significant change to the board of directors and the controlling power of the company, or the controlling shareholders.
- After the transaction, the Company does not have plan to any significant change to the board of directors or the management team. The board of directors and management team of the Company remain the same and will have no change in major shareholders and controlling power which is under the Suwatthanaphim group due to no issuing of new shares to increase the capital.

1.4 Details of acquired assets

Acquired assets	1,000,000 ordinary shares of PMCT or 100 percent of total shares of PMCT and 2 ordinary shares of PMCS or 100 percent of total shares of PMCS
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1.4.1 Details of the Target Companies

General information of the Target Companies

Name of the companies	PMC Label Materials Co., Ltd.	PMC Label Materials Pte. Ltd.
Registration date	20 April 2004	1 March 2014
Location	30/28 Moo 2 TambolKokkham AmphurMuang, Samutsakorn Province 74000 (Factory and Head Office)	30 LOYANG WAY #02-20 Singapore (Office)
Registered capital	100,000,000 Baht , 1,000,000 ordinary shares, 100 Baht per share	2 Singapore dollar, 2 ordinary shares
Paid-up capital	100,000,000Baht	2 Singapore dollar

Business overview of the Target Companies

	PMCT	PMCS
Nature of Business	A producer and distributor of sticker label in Thailand and overseas. PMCT utilizes adhesive, paper and film as their main raw materials.	A producer and distributor of sticker label in Singapore and overseas. PMCS orders pre-assembled or semi-assembled sticker labels from PMCT, and finishes them according to the customer's requirement.
Location	30/28 Moo 2, Khokkham, AmphurMueng, SamutSakhon, Thailand, 74000	30 Loyang Way #02-20, Singapore
Product Offering	Portfolio: - Paper Type Sticker - Film Type Sticker - Special Type Sticker, e.g. Embossed Type (7-11 Stamp), Hologram Type (3D pictogram)	Portfolio: - Paper Type Sticker - Film Type Sticker - Special Type Sticker
Target Customer/Market	Printing houses that receive orders for sticker label from producers in various industries, especially in consumer and packaging segments.	Printing houses in Singapore.

Summary of Financial Position and Performance of PMCT and PMCS

Profit & Loss Statement

	PMCT			PMCS					
	Million in Baht			Million in Singapore Dollar			Million in Baht		
	2016	2017	Quarter1 of 2018	2016	2017	Quarter 1 of 2018	2016	2017	Quarter 1 of 2018
Total Income	724.50	778.79	197.03	3.53	2.98	0.80	87.43	72.47	19.01
Cost of Goods Sold	550.85	579.89	151.43	2.39	1.98	0.54	59.19	48.15	12.83
Gross Profit	173.65	198.9	45.60	1.14	1.00	0.26	28.23	24.32	6.18
Cost of Sales	12.57	13.99	6.71	0.20	0.18	0.05	4.95	4.38	1.19
Management Cost	67.89	65.12	12.39	0.48	0.40	0.10	11.89	9.73	2.38
Earnings Before Interest and Taxes	93.19	119.79	26.50	0.46	0.42	0.11	11.39	10.21	2.61
EBITDA	100.07	127.30	29.23	0.50	0.45	0.12	12.38	10.94	2.85
Finance Cost	7.38	6.38	0.75	-	-	-	-	-	-

	PMCT			PMCS					
	Million in Baht			Million in Singapore Dollar			Million in Baht		
	2016	2017	Quarter1 of 2018	2016	2017	Quarter 1 of 2018	2016	2017	Quarter 1 of 2018
Income Tax	18.31	23.81	5.15	0.02	0.02	-	0.49	0.48	-
Profit for the Year	67.50	89.60	20.60	0.44	0.40	0.11	10.90	9.73	2.61

Source: Profit & Loss Statement of PMCS – Converted to Thai Baht using exchange rate at the end of the accounting period

Statement of Financial Position

	PMCT			PMCS					
	Million in Baht			Million in Singapore Dollar			Million in Baht		
	2016	2017	Quarter 1 of 2018	2016	2017	Quarter 1 of 2018	2016	2017	Quarter 1 of 2018
Cash Flow	67.73	32.64	40.89	0.35	0.48	0.50	8.67	11.67	11.88
Account Receivable	145.43	153.94	169.34	0.77	0.76	0.83	19.07	18.48	19.73
Inventory	183.69	168.77	144.54	0.48	0.42	0.35	11.89	10.21	8.32
Property, Plant and Equipment	142.34	132.08	128.56	0.16	0.13	0.12	3.96	3.16	2.85
Total Asset	548.66	492.96	486.34	1.76	1.79	1.80	43.59	43.53	42.78
Short-Term Loan	49.30	48.62	45.67	-	-	-	-	-	-
Account Payable	47.34	40.79	52.13	0.75	0.39	0.29	18.58	9.48	6.89
Long-Term Loan	50.40	20.20	7.60	-	-	-	-	-	-
Total Liabilities	192.88	137.59	161.10	0.82	0.44	0.34	20.31	10.70	8.08
Registered Capital	100.00	100.00	100.00	0.00	0.00	0.00	0.00	0.00	0.00
Retained Earning	255.78	255.37	225.24	0.94	1.35	1.46	23.28	32.83	34.70
Total Shareholders' Equity	355.78	355.37	325.24	0.94	1.35	1.46	23.28	32.83	34.70

Note: Off Balance Sheet Commitments as of the December 31, 2017 are (1) Operating Leases at the value of Baht 15.81 million (2) Long-Term Service Commitment at the value of Baht 17 million and (3) Bank Guarantee valued of Baht 2 million; which number (1) and (2) were caused from the normal course of business which has no material effects to the Financial Statement. As for number (3) the sellers will cancel the obligation prior to the completion date.

Source: Balance Sheet of PMCS -Converted to Thai Baht using exchange rate at the end of the accounting period

Shareholders of PMCT and PMCS Before the Transaction

Order	Name	PMCT		PMCS	
		Number of Shares	Percentage	Number of Shares	Percentage
1	Mr. Tan Yong Heng	999,998	99.9998	1	50.00
2	Ms. Tan Soo Lang	-	-	1	50.00
3	Other Shareholders	2	0.000002	-	-
Total		1,000,000	100.00	2	100.00

After the Transaction

Order	Name	PMCT		PMCS	
		Number of Shares	Percentage	Number of Shares	Percentage
1	The Company	1,000,000	100.00	2	100.00

List of Directors of PMCT and PMCS**Before The Transaction**

Order	Name	Position in PMCT	Position in PMCS
1	Mr. Tan Yong Heng	Director	Director
2	Mr. Suraphon Hiranjinda	Director	-
3	Ms. Tan Soo Lang	-	Director

After The Transaction

The Company will appoint two new Directors to replace the current posts in PMCT and PMCS. Mr. Tan Yong Heng, the current director of PMCT and PMCS, will remain in position for the next two years from the date of completion of the Transaction and fulfilment of the conditions stated in the contract.

In order to allow the Target Companies to operate normally in addition to maintain their current customer base after the Transaction, both Mr. Tan Yong Heng and Mr. Tan Leng Tong Derik, who are current directors of the Target Companies, will enter into an employment contract and will remain as directors at PMCT and PMCS in order to oblige to the conditions precedent in the contract.

1.5 Total Value of Consideration**1.5.1 Value of Consideration**

The values of consideration for acquisition of ordinary shares of PMCT and PMCS are not exceeding Baht 945,000,000 and Baht 105,000,000, respectively; totally amounting to not exceeding Baht 1,050,000,000. The stated amount shall not change as of the day of signing of the contract to complete the Transaction.

1.5.2 Method of Payment

The Company shall pay the value of consideration in cash to the Sellers in installments in accordance with the terms and conditions of the share purchase agreement. This can be summarized as follows.

1st Installment: Payment not exceeding of Baht 840,000,000 or 80 percent of the total value of consideration to the Sellers, as of the date of completion of the Transaction.

2nd Installment: Payment not exceeding of Baht 105,000,000 or 10 percent of the total value of consideration to the Sellers, one year after the date of Transaction and upon receipt of the audited financial statements.

3rd Installment: Payment not exceeding of Baht 105,000,000 or 10 percent of the total value of consideration to the Sellers, two years after the date of Transaction and upon receipt of the audited financial statements.

However, in order for the 2nd and 3rd installments to be made, the combined EBITDA of PMCT and PMCS in 2019 and 2020 must not be lower than Baht 165 million which is in accordance to the conditions precedent in the sale and purchase agreement.

In the case of the combined EBITDA is lower than Baht 165 million, the payment will be postponed to the following year and the payment will be made only if the combined EBITDA of the following year is not lower than Baht 165 million. This payment condition has no negative effects to the assets acquisition of the company.

1.6 Value of Assets to be Acquired

1.6.1 All ordinary shares of PMCT, totaling 1,000,000 shares, valued at Baht 100 per share. The book value of shareholders' equity as of December 31, 2017 was Baht 355.37 million.

1.6.2 All ordinary shares of PMCS, totaling 2 shares. The book value of shareholders' equity as of December 31, 2017 was Singapore Dollars 1.35 million or Baht 32.83 million.

1.7 Criteria used to Determine the Value of Consideration

The Negotiation between buyers and sellers based on EV/EBITDA of listed companies which is similar to the packaging business. The average EV/EBITDA in the packaging business was 10.03 - 11.53 times and

the EV/EBITDA of the listed companies which are similar of the two companies (1 company in packaging business and the other company in Media & Publishing business) was 14.70-16.74 times. The Valuation also considered the Target Companies' past and present financial, as well as business performance and potential business growth in the future. The EV/EBITDA ratio of the transaction was valued at 6.27 times, which was less than the average pricing value of reference companies. An opinion of the valuation will also be given by an appointed independent financial advisor (IFA).

1.8 Expected benefits to the Company

The Company realizes that the Transaction will bring forth benefits to the Company and its shareholders in the following ways:

- The Company will gain increased sales and profits from Target Companies.
- Increase in customer base of various industrial segments such as: consumer goods, especially food and beverage; shoe and leather; furniture; automotive, etc. Both domestically and internationally wide.
- Increased development of new products in the adhesives and adhesive-related products, such as UV-curable adhesives, PU based adhesives, and heat-resistant stickers. Removable stickers will also increase the productivity and competitiveness of the Company.
- Increased opportunities for product offerings, as well as better customer service.

1.9 Sources of Fund

The Company will use cash on hand and operating cash flow of Baht 150 million, and a long term loan from a financial institution amounting to not exceeding Baht 900 million (this loan has already been approved by the financial institution), as approved by the Board of Directors. The Company will use the assets of the Company or its subsidiaries as collateral.

1.10 Opinion of the Board of Directors about the Transaction.

The Board of Directors Meeting No. 8/2016 held on 19 October 2018 consisted of 8 out of 9 persons of Board of Directors in which there are 5 independent directors and 3 members of audit committee. The 8 members of Board of Directors considered and agreed that the entering into the transaction is reasonable and will bring the highest benefit to the Company in terms of capability in revenue growth. In addition, the Company will expand its customer base in the adhesive and sticker products. These will be beneficial to shareholders in the long term. The Board of Directors approved the transaction by considering the valuation report of the Financial Advisor and has the opinion that the purchase price of the transaction is appropriate since the valuation method by mean of EV/EBITDA is fair and is chosen by not considering the financial structure of the company; therefore, the valuation is fairly presented the true value of the company, and is better than the P/E ratio valuation, or even the Discounted Cash Flow valuation method. This valuation method was computed by comparing the valuation of the Target Companies to similar businesses in the Packaging industry listed on SET/MAI under Printing and Media Segments which the average EV/EBITDA of the business in the Packaging industry are at 10.03-11.53 times and the average value of EV/EBITDA of the 2 similar business in the Packaging industry and in the Printing and Media Segments are at 14.70-16.74 times. The EV/EBITDA ratio of the transaction was valued at 6.27 times, which was less than the average pricing value of the reference companies stated above. The transaction of the company has also been approved by the company's risk committees. The committee considered 4 Risk in related to the transaction which are the Strategic Risk in which the companies has mitigated this risk by putting the non-compete clause in sale and purchase agreement, the Financial risk was mitigated by considering various 8 year financial model from the computation of Financial Advisor and the computation resulted in the company's capability in repaying debt, the company also limited this risk by setting out the 3 periods of payment conditions with the conditions set forth on the target company's profits capabilities. As well as the compliance risk, the companies has set forth the condition precedents on the sale and purchase agreement to be completed prior to the completion date. The operational risk was also mitigated by entering into the employment agreement with the sellers for at least the minimum of 2 years period.

1.11 The Opinions of the Audit Committee and / or the Directors of the Company which is different from the opinion of the Board of Directors under Clause 10

The Audit Committee has no differences opinion to of the Board of Directors under Article 10.

2. Responsibilities of the Board of Directors to the information submitted to the shareholders.

The Company Board of Directors has carefully verified the information in this report and hereby certifies that the information contained in this Memorandum is true, complete, and contains no information that may mislead other persons and there is no concealment of material information which should be informed.

3. Features of the independent financial advisor to provide an opinion on the transaction

Advisory Plus Co., Ltd. has been appointed as the Independent Financial Advisor to provide an opinion on the Acquisition of shares from PMC Group. The Independent Financial Advisor is not a shareholder and not connected with the Company. The consent of the Independent Financial Advisor to disseminate their opinion appear in the report of the Independent Financial Advisor dated 12 November 2018 according to the Attachment No.3

4. Liabilities of the Company

4.1. Total Issued Bond or Debentures and Outstanding bond offered to the public as approved by the shareholders' meeting resolution or an authorized directors.

- none -

4.2. The total amount of The Company's Term Loan and its subsidiaries' as of June 30, 2018, and the obligation of Company's assets.

Unit: Million Baht

Liabilities	Ended on December 31, 2017	Ended on June 30, 2018	Guarantee
Short-term loan from financial institutions	2.18	1.88	As of December 31, 2017, guarantee amount of money of certain directors including lands and buildings on such land of certain directors of the Company and the buildings and improvements on such buildings as of June 30, 2018, there were no such guarantee
Liabilities under hire purchase and financial lease agreements due within one year	0.96	0.97	None
Liabilities under hire purchase and financial lease agreements	1.36	0.87	None

4.3. Total value of other liabilities, including bank overdrafts of the Company and its subsidiaries as of June 30, 2018, and the obligation of Company's assets.

Unit: Million Baht

Liabilities	Ended on December 31, 2017	Ended on June 30, 2018	Guarantee
Trade creditors and other creditors	116.99	102.03	None
Tax liabilities	2.15	0.09	None
Payable for purchase of equipment	1.89	0.57	None
Other current liabilities	1.18	1.14	None
Liability for employee Post-employment benefit	10.36	10.37	None

4.4. Contingent liabilities

The Company has contingent liabilities from long-term loans from financial institutions as a source of funds for the acquisition of PMC shares. However, the company will only enter into such transaction upon receiving the approval from the shareholders' meeting and all the conditions precedent set forth in the share purchase agreement has been fulfilled or with the written consent from the Company.

5. Company Information

5.1 Information about the nature of the business and the business trend of the registered company, subsidiaries and associated companies

5.1.1 Nature of business

SELIC Corp PCL was originated from a merger between SELIC Chemical Co., Ltd., which is the tannery solvent manufacturer and distributor of solvent adhesives or rubber adhesives and Eva Manufacturing Co., Ltd., which was an automotive polishing products manufacturer. Both companies had strong experience in the adhesives and chemicals industry for over 30 years.

The company has registered the merger on June 29, 2012 to engage in business as a manufacturer and distributor, including research development of industrial adhesives (Specialty and High-Performance Adhesive) for distribution to its customers both domestically and overseas covering more than 27 countries worldwide. It has a customer base in ASEAN, South Asia, Africa, Europe, South America as well as Australia - New Zealand

5.1.2 Main products of the company

They are divided into 4 groups according to the technology of the product:

- Solvent Based Adhesive under the World, KOAT and Zicco brands used widely in many industries such as leatherwork, shoes, car accessory, furniture and woodwork
- Water Based Adhesive under the Ictech TM brand used widely in the glass bottle beverage industries for labeling energy drinks and alcoholic beverages.
- Hot Melt Adhesive products used in many industries especially the industries using labeling system with machinery or automated packaging systems on the production belt such as the food and beverage industry, frozen food industry, furniture and woodworking industry.
- Other products such as surface cleaning agents, glue and dirt wipes, and wax coatings.

5.1.3 Business trend of the Company.

Based on the demand study for industrial adhesives in the global market, the market is in high demand especially in the Asia Pacific region. For the year 2018, the Company will continue to focus on increasing its market share in the packaging industry, food and beverage, footwear and leather goods continuously. In addition, it will focus on penetrating into other industries, especially electronics group, furniture group, construction group with the growth that will result in demand for adhesives in the industry soared.

5.2. Financial summary, discussion and analysis of financial position and results of operations and Risk Factors, which could have an impact on the profit of the Company

5.2.1 Financial Summary.

Statement of comprehensive income

Unit: Million Baht

	Consolidated Financial Statements				
	For the years ended on 31 December			For the six-month periods ended on 30 June	
	2015	2016	2017	2017	2018
Revenues					
From sales - net	589.09	556.20	592.03	281.03	295.42
Other income	4.19	4.59	2.96	2.33	3.53
Total Revenues	593.28	560.79	595.00	283.35	298.96

	Consolidated Financial Statements				
	For the years ended on 31 December			For the six-month periods ended on 30 June	
	2015	2016	2017	2017	2018
Expenses					
Selling cost	437.76	391.21	439.03	203.70	224.17
Sales expenses	11.74	14.27	15.73	8.07	7.52
Administrating cost	86.48	106.24	116.47	56.36	62.27
Total expenses	535.99	511.72	571.23	268.13	293.96
Profit before Financial expenses and income tax	57.30	49.07	23.77	15.23	4.99
Financial expenses	7.83	3.93	0.39	0.27	0.11
Profit before income tax expenses	49.47	45.14	23.38	14.96	4.89
Income tax expenses	10.07	6.10	4.54	2.55	0.13
Profit for the year	39.39	39.04	18.85	12.41	4.76
Net income attributable to the Company	39.39	39.04	18.85	12.41	4.76
Net income attributable to non-controlling	0.00	0.00	0.00	0.00	0.00

Source: Consolidated financial statement of the SELIC Corp Co., Ltd.

Statements of financial position

Unit: Million Baht

	Consolidated Financial Statements				
	For the years ended on 31 December			For the six-month periods ended 30 on June	
	2015	2016	2017	2017	2018
Assets					
Current assets					
Cash and cash equivalents	13.76	14.88	121.53	136.62	122.46
Temporary investment	0.00	142.13	0.00	0.00	0.00
Account receivable and other receivables	152.67	124.16	138.41	128.64	129.23
Inventories	77.11	97.66	103.59	90.95	97.96
Other current assets	7.06	7.39	14.24	8.58	13.45
Total Current Assets	250.61.	386.21	377.77	364.79	363.09
Non-current assets					
properties, plants and equipment	92.99	90.99	115.12	88.42	108.91
other non-current assets	7.23	12.08	9.53	26.04	8.46
Total non-current assets	100.23	103.07	124.65	114.46	117.37
Total	350.83	489.29	502.41	479.25	480.46

	Consolidated Financial Statements				
	For the years ended 31 on December			For the six-month periods ended on 30 June	
	2015	2016	2017	2017	2018
Liabilities					
Current Liabilities.					
Bank overdrafts and short-term loans from financial institutions	137.36	5.14	2.18	1.63	1.88
Liabilities under hire purchase and financial lease agreements to maturity	2.44	4.50	0.96	3.33	0.97
Trade and other payables	82.10	101.00	116.99	101.10	102.03
Other current liabilities	9.66.	3.37	5.21	2.90	1.80
Total current liabilities	231.56	114.01	125.35	108.97	106.68
Non-current liabilities.					
Liabilities under hire-purchase and finance lease agreements - net	3.50	1.80	1.36	1.83	0.87
Deferred gain on sales and lease back	1.32	0.44	0.00	0.00	0.00
Post-employment benefits obligation	11.91	11.57	10.36	9.53	10.37
Total liabilities	16.73	13.81	11.72	11.36	11.24
Turnover					
Total liabilities	248.29	127.82	137.07	120.34	117.91
Shareholders' equity					
Issued and fully paid share capital	100.00	140.00	140.00	140.00	140.00
Premium on ordinary shares	0.00	177.84	177.84	177.84	177.84
Retained earnings	2.54	43.51	47.51	41.07	44.71
Other components of shareholders' equity	0.00	0.13	0.00	0.00	0.00
Shareholders' equity of the parent Company	102.54	361.47	365.35	358.91	362.55
Equity of stakeholders that have no control of subsidiaries	0.00	0.00	0.00	0.00	0.00
Total shareholders' equity	102.54	361.47	365.35	358.91	362.55
Total liabilities and shareholders' equity	350.83	489.29	502.41	479.25	480.46

Source: Consolidated financial statement of the SELIC Corp Co., Ltd.

Statement of Cash Flow

Unit: Million Baht

	Consolidated Financial Statements				
	For the years ended on 31 December			For the six-month periods ended on 30 June	
	2015	2016	2017	2017	2018
Cash flow from the operation activities	77.94	80.96	31.48	10.12	14.20
Cash flow from investing activities	-15.33	-159.09	95.51	131.99	-4.71
Cash flow from financing activities	-49.39	79.25	-20.35	-20.36	-8.56
Cash and cash equivalents Net increase	13.22	1.12	106.65.	121.74	0.93
Cash and cash equivalents at the beginning of the period	0.54	13.76	14.88	14.88	121.53
Cash and cash equivalents at the end of the period	13.76	14.88	121.53	136.62	122.46

Source: Consolidated financial statement of the SELIC Corp Co., Ltd.

5.2.2 Explanation and analysis of finance and performance

Performance analysis

Revenue from Sales

The Company's revenue from sales of the first six months of the year 2018 and 2017 are 295.42 million baht and 281.03 million baht, respectively, increasing by 5.12 percent. When analyzing sales revenue by product group and region, it found that the company has an increase in sales revenue from domestic sales by 15.83 million baht or 9.70 percent due to an increase in revenue from the thermal adhesive and liquid adhesive product group, and its effort to expand the market to new industries and the ability to maintain the customer base of the company. In the second quarter of the year 2018, the company can expand the market to the new industry groups, such as furniture industry and automotive industry

Unit: Million Baht

Sales revenue by region	For the six-month periods ended on 30 June		%YoY
	2017	2018	
Revenue from domestic sales	163.15	178.98	9.70%
Revenues from international sales	117.88	116.44	-1.22%
Total	281.03	295.42	5.12%

Sales revenue by product group	For the six-month periods ended on 30 June		%YoY
	2017	2018	
Solvent adhesive product	170.56	162.33	-4.83%
Thermal adhesive product	84.77	104.10	22.80%
Liquid adhesive product	18.75	22.16	18.19%
Other products	6.95	6.83	-1.73%
Total	281.03	295.42	5.12%

For year 2017, the company had a sales revenue of 592.03 million baht increased by 35.83 million baht or 6.44 percent compared to 2016. When analyzing sales by product group and region, the company has gained sales revenue from the international sales of 260.58 million baht increased by 31.00 million baht or 13.50 percent compared to 2016. The sales revenue increased at the group of thermal adhesives and water adhesives according to the industrial demand.

Unit: Million Baht

Sales revenue by region	For the years ended on 31 December		%YoY
	2016	2017	
Revenue from domestic sales	326.62	331.46	1.48%
Revenues from international sales	229.58	260.57	13.50%
Total	556.20	592.03	6.44%

Sales revenue by product group	For the years ended on 31 December		%YoY
	2016	2017	
Solvent adhesive product	341.81	341.87	0.00%
Thermal adhesive product	154.37	193.61	25.60%
Liquid adhesive product	30.47	41.19	35.18%
Other products	29.55	15.37	-48.76%
Total	556.20	592.03	6.44%

Cost of Sales

The company's cost of sales of the first six months of the year 2018 and 2017 are 224.17 million baht and 203.70 million baht, respectively increased by 10.05 percent. The proportion of cost of sales per sales revenue is at 75.88 percent, higher than the same period of the previous year, 72.48 percent, due to the increase in commodity prices resulting in higher material and packaging costs.

As for the year 2017, the company had a cost of sale of 439.03 million baht increased by 47.82 million baht or 12.22 percent comparing to the same period of the previous year due to the increasing in raw material price. The proportion of cost of sales per sales revenue is at 74.16 percent, higher than the same period of the previous year of 70.34 percent.

Selling and administrative expenses

The company's selling and administrative expenses of the first six months of the year 2018 and 2017 are 69.79 million baht and 64.43 million baht, respectively increased by 8.32 percent. The proportion of cost of sales per sales revenue is at 23.34 percent, a bit higher than the same period of the previous year, 22.74 percent, due to the increase in exportation costs, commission and shipping charges, which correspond to the increase in sales revenue.

As for the year 2017, the company has the selling and administrative expenses of baht 132.20 million increased by 11.69 million baht or 9.70 percent compared to the same period of last year due to an increase in salary, commissions of sales, marketing expenses, consulting fee for the analysis and study of new businesses and investments and costs associated with the export of goods. The proportion of cost of sales per sales revenue is 22.22 percent, higher than the same period of the previous year of 21.49 percent.

Net profit

The company's net profit of the first six months of the year 2018 and 2017 is 4.76 million baht decreased by 7.65 million baht or 61.64 percent from the same period of the previous year, mainly due to an increase in cost of sales and administrative expenses. The net profit rate is at 1.59 percent and 4.38 percent, respectively.

As for the year 2017, the company had net profit of 18.85 million baht decreased by 20.19 million baht or 51.72 percent compared to the same period of the previous year. The net profit margin is at 3.17percent and 6.96percent respectively.

Financial Analysis

Total assets

The total assets of the company, on 30 June 2018, is 480.46 million baht, decreased from 31 December 2017 by 21.95 million baht. The principal change details are as follows:

- Accounts receivable and other receivables is 129.23 million baht or 26.90 percent of the total assets, decreased by 9.18 million from 2017. The average collection period is 77.60 days, decreased from 2017 years at 80.94 days.
- Inventories of 97.96 million baht or 20.39 percent of total assets decreased by 5.63 million baht from the year 2017. The average selling period is 75.03 days decreased from the end of 2017 at 83.66 days.
- Premises and equipment equal to 108.81 million baht or 22.67 percent of total assets, decreased by 6.21 million baht from 2017

Total assets of the company on 31 December 2017, is 502.41 million baht, increased by 13.21 million baht compared to the end of the previous year. The principal change details are as follows:

- Account receivable and other receivables amount is 138.41 million baht or 27.55 percent of the total assets, increased by 14.25 million baht from 2016. The average debt collection period is 80.94 days, decreased from 2016 which is 90.83 days.
- Inventories is 103.59 million baht or 20.62% of total assets, increased by 5.93 million from 2016. The average selling period is 83.66 days increased from 2016 which is 81.53 days.
- Premises and equipment amount is 115.12 million baht or 22.91 percent of the total assets, increased by 24.13 million baht from 2016.

Total liabilities

Total liabilities of the company, on 30 June 2018, is 117.91 million decreased from 31 December 2017 by 19.16 million. The total liabilities of the company is classified as current liabilities 90.48 percent, and non-current liabilities 9.52 percent of the total liabilities with the principal change details as follows:

- Account payable and other payables is 102.03 million baht, or 86.53% of total liabilities decreased by 14.96 million baht from 2017. The average payable period is 80.68 days, decreased from 2017 at 90.62 days

Total liabilities of the company on 31 December 2017 is 137.07 million baht increased from the end of the previous year by 9.25 million baht. Most of the company's liabilities is a current liability, 91.45 percent, and the non-current liabilities 8.55 percent with the principal change details as follows:

- Bank overdrafts and short-term loans, 2.18 million baht or 1.59 percent of total liabilities decreased by 2.96 million baht from 2016
- Liabilities under purchase and lease agreements, 2.32 million baht or 1.70% of total liabilities, decreased from 2016 by 3.98 million baht
- Trade and other payables amounting to Baht 116.99 million, calculated as 85.35 percent of total liabilities, increased by 15.99 million baht from 2016. The average payable days is 90.62 days increased from 2016 at 86.95 days.

Shareholders ' equity

On 30 June 2018, the shareholders ' equity is 362.55 million baht, decrease from that of 31 December 2017 by 2.80 million baht due to the dividend payment of baht 7.56 million and the decreased net profit from operating. The debt to equity ratio is 0.33 times.

On 31 December 2017, the shareholders ' equity is baht 365.35 million decreased from the end of the previous year by the amount of 3.88 million baht due to the dividend payment of baht 14.84 million and decrease in the net profit from operating. The liabilities to equity ratio is 0.27 times

Cash flow

The company has cash and cash equivalents, as at 30 June 2018, at the amount of 122.46 million baht increased from that on 31 December 2017 by 0.93 million baht due to

- The net cash from operating activities is 14.20 million baht from the reduction of trade accounts receivable and other receivables.
- The net cash used in investing activities is 4.71 million baht and additional investment in buildings and equipment 6.12 million baht.
- The net cash used in financing activities is 8.56 million baht.

5.2.3 Risk Factors

5.2.3.1 Risk related to operations

- **The risk of reliance on personnel and research teams specializes in the research and development of industrial adhesives.**

The company is relying on research teams consisting of scientists who specialize in research and development of adhesives which is an insufficient-labor profession and may have labor shortage. However, the company has provided appropriate and incentive welfare to employees, as well as maintaining the growth of the company for the employees to realize the company's stability and have a confidence in the company, which can result in a low turnover rate. For the risk of reliance on the research team, the company evaluates that the risk is low. In addition, the company has plans to develop research and development technologies, as well as providing the knowledge arsenal of the knowledge invented by the scientists to reduce the personnel risk.

- **Risks relating to the economic situation, regulations, and laws of the country that are customers of the company.**

The company has distributed more than 27 countries in the world which help reducing the risk of economic situation occurred in any country. In addition, the company has also been monitoring and determining the measures regarding trade barriers that are constantly affecting the environment, such as contraindications in the importation of chemical substances such as solvent because these are aromatic substances and may be poisonous. The company issued a measure to counter this restriction by the development of solvent replacement product such as

thermal adhesive or liquid adhesives products, as well as develop the adhesive formulas that have no environmental impact in order to be distributed to such countries.

5.2.3.2 Marketing risk

- **Risks from industrial competition**

The industrial adhesive products are an essential component of food and beverage industry, leatherware and shoes industries and building material industries, where these industries are a large market, so there are many competitors including domestic and international adhesives manufacturers. However, the company has a long-term trade partnership with a research and development team who are expertise in improvement of the adhesive properties to meet customer's requirement. It reflects both in domestic and international products. For domestic competitions, the company is confidence to expand the customer base and productivity to meet the customer's requirement along with quality improvement. For overseas markets, in order to increase the proportion of distribution of goods to overseas, the company has established a subsidiary, E.V.A. International Co., Ltd, to increase domestic and international distribution channels. Currently, the company is the first and only manufacturer that can produce Polyurethane reactive Hot Melt (Hmpur), which has high strength in Thailand

- **Risk from competition with substitute products**

Other products that can be used for the same purposes and the same properties with the company's products in the market are available in various types, such as masking tape, fabric tape, for packaging or silicone which can substitute adhesive in glass welding. However, such changes may result in the customer's requirement to invest in changing machine and have to pause the production. It is difficult for our customers to switch to other substitute products. In addition, the company's products have been researched, developed and improved to meet the requirement of the customers who want to adhere the materials with different characteristics and applications, safe, and available in many industries, so the substitute product is difficult to find.

5.2.3.3 Financial risk

- **Risk from fluctuations in material prices**

Major raw materials in industrial adhesive manufacturing are Resin and Chloroprene. Such raw materials are produced from crude oil refinement. The cost of raw material of the year 2017 is estimated to be 60-70 percent of the total raw material cost, and the price of the raw materials will vary according to the demand and supply of the world's crude oil prices.

However, the company is able to keep track of the information and trends of the main raw materials at all times. Furthermore, the company manage the raw material orders effectively. In addition, the company also manages the raw material demand of production sufficiently and enough to handle the changing situation in order to control the proportion of the cost of sales not to affect the company's operations significantly.

- **Risk of exchange rate fluctuations**

In addition to the import of raw materials from overseas production, the company has also exported its products overseas. In addition, the company has a policy to manage risk from fluctuations in foreign exchange by making a forward contract with financial institutions to provide foreign currency accounts and emphasize exchange situation tracking.

5.3 List of the first 9 Directors, Executives and Shareholders

5.3.1 The company's board of directors as of 1 September 2018

No.	Name	Position
1	Mr. Athavudhi Hirunburana	Chairman /Independent Director
2	Mr. Narong Suwatthanaphim	Vice Chairman
3	Mr. Ek Suwatthanaphim	Chief Executive Officer/Director
4	Mr. Anotai Adulbhan	Director
5	Mrs. Angeli Suwatthanaphim	Director
6	Mr. Pornpat Kijaroen	Independent Director / Audit committee
7	M.L. Thirachet Sonakul	Independent Director / Audit committee
8	Ms. Pattanant Petchchedchoo	Independent Director / Chairman of the Audit Committee
9	Ms. Palawi Bunnag	Independent Director

5.3.2 The company's Managements as of 30 June 2018

No.	Name	Position
1	Mr. Ek Suwatthanaphim	Chairman of the Executive Committee and Chief Executive Officer
2	Mr. Kiattisak Suwatthanaphim	Chief Operating Officer
3	Ms. Nida Thiengtham	Chief Sales Officer
4	Ms. Yuwadee Aiamsontisup	Chief Business Development Officer
5	Mr. Evan Chu	Chief Research and Development officer
6	Mrs. Sethaporn Sundaravibhata	Chief Financial Officer

Note: The executives of the company based on the related announcement of the Securities and Exchange Commission.

5.3.3 List of the first 10 shareholders at the closing date of the register on 19 April 2018

No.	Name	Shares	Percent compared to the total number of sold shares.
1	Mr. Narong Suwatthanaphim	83,000,000	29.64
2	Mr. Ek Suwatthanaphim	74,006,600	26.43
3	Mr. Kiattisak Suwatthanaphim	10,000,000	3.57
4	Mr. Sittha Suwatthanaphim	8,050,300	2.88
5	Mr. Ken Suwatthanaphim	7,500,000	2.68
6	Mr. Prattana Suwatthanaphim	7,500,000	2.68
7	Mr. Kiat Srijomkwan	5,800,000	2.07
8	Mr. Somchai Vijitsangrat	5,720,300	2.04
9	Ms. Kannika Vongkusolkrit	5,200,000	1.86
10	Mr. Borpit Pattararungrong	4,630,000	1.65
	Total shares from the first major 10 shareholders	211,407,200	75.50

5.4 Other information that may have significant impact on the investor's decision (if any).

-None-

6 Opinion of the Board of Directors concerning the adequacy of working capital

The Company will use cash on hand from operation, working capital, and approved long term loan from a financial institution amounting to not exceeding Baht 900 million which was approved by the Board of Directors dated October 19th, 2018 as sources of fund for the shares acquisition of PMC Group. The Board of Directors also approved the sources of fund on the basis that the entering into such transaction will not materially affect the company's working capital for the normal course of business.

7 A significant offence or claim in process.

-None-

8 Interests or related transactions between the company and the company's executives and shareholders holding either direct or indirect shares of at least 10 percent

Transactions between the company with potential conflict of interest are as follows:

Unit: Million Baht

Related persons	Transaction characteristics	Transaction value		Necessity/Reasonable
		For the year ended on 31 December 2017	For the six-month periods ended on 30 June 2018	
E.V.A. International Co., Ltd. ("EVAI") <u>Relation</u> Subsidiaries; holding shares of 99.97%	Revenue from sale of goods to EVAI	40.69	21.26	The sales price is based on general trade price and conditions. <u>Opinion of the Audit committee</u> Consider that the transaction is subjected to credit terms and policies with normal payment and increase revenue to the company.
S. O. M. International Co., Ltd. ("SOMI") <u>Relation</u> Its directors and shareholders are close relatives of the directors	Buy cars from SOMI	0.00	0.00	The company buys cars from SOMI to be used in normal business operations. <u>Opinion of the Audit committee</u> Consider that such transactions are appropriate and is a normal trading business.
Big jet Travel co.,ltd. <u>relation</u> The same director with the company	Cost of flight tickets to for trading negotiation and participating in good exhibition event	0.00	0.00	Rates and terms of trade are the same as a general partner and the price is compared before the purchase of the airline ticket <u>Opinion of the Audit committee</u> Consider that such transactions are appropriate and is a normal trading business.
Mr. Narong Suwatthanaphim <u>relation</u> Major shareholder and vice chairman of the company	Land rental fee for the factory and office location at the lease period of 15 years, which will expire on	3.07	1.54	The company is required to rent such premises as a factory location and used as a business place since the start of the business and have full business permits. <u>Opinion of the Audit committee</u>

Related persons	Transaction characteristics	Transaction value		Necessity/Reasonable
		For the year ended on 31 December 2017	For the six-month periods ended on 30 June 2018	
	June 2032. The rental fee 0.24 million baht per month, the title belongs to Mr. Narong Suwatthanaphim			Consider that The transaction is based on the price estimation of Siam Appraisal co.,ltd, who is an independent appraiser
Mrs. Sumanee Suwatthanaphim <u>relation</u> A spouse of the company's director and major shareholders	Rental fee to be an employee accommodation	0.10	0.00	The company is required to rent a building to be an accommodation to the foreigner's staff. <u>Opinion of the Audit committee</u> Consider that such transactions are appropriate and is a normal trading business.
	Advisory fee of the company's management	0.71	0.86	

9 Summary of a significant agreement over the last 2 years

Long-term Land lease agreement

The company has had a land lease agreement which cannot be terminated with the major shareholders and the vice chairman of the company for utilizing in current business operation. The lease is 15 years term, which will be expired in June 2032. The company has a commitment on the remaining agreement, as of 30 June 2018, equal to 38,114,150 baht.

10 Proxy form for shareholders to cast a vote and nominate at least one independent director as a proxy from the shareholders.

The details are shown in the documents of the extraordinary general meeting of Shareholders No. 1/2018 (Attachment 5).

Details of the revision of IPO Proceeds Utilization Objectives

Due to the first offering of newly issued ordinary shares to the public of the Selic Corp Public Company Limited on 10-12 October 2016 at the amount of 80 million shares at 2.90 baht per share, which subsequently deducted the cost of the securities at the amount of 216.12 million baht. The company reported the use of the funds received from such offering of newly issued ordinary shares ended on 30 June 2018 at the amount of 53.53 million baht as follows:

Objectives	Spending plan	Remaining sum on 31 December 2017	Spent sum during the period of 1 Jan- 30 June 2018	Remaining sum on 30 June 2017
1. Used as a budget for purchasing research and development equipment.	40.00	29.47	0	29.47
2. Used as a budget for buildings and production system improvement	40.00	5.57	3.32	2.26
3.Used as a budget for ERP (SAP) system installation for improving business operation performance	8.00	0.99	0	0.99
4. Used as a working capital to operate business and to extend the future business	128.12	20.82	0	20.82
Total	<u>216.12</u>	<u>56.85</u>	<u>3.32</u>	<u>53.53</u>

From the four original objectives including: (1) Purchasing equipment for research and development, remaining sum is 29.47 million baht. (2) Building improvements and production system improvement remaining sum is 2.26 million baht. (3) The additional ERP (SAP) system implementation, increase in business performance, remaining sum is 0.99 million baht, and (4) the working capital of business operations and the expansion of the business in the future, remaining sum is 20.82 million. The project according to objective (1) (2) and (3) above has a total remaining balance of 32.71 million baht and has ended. Only the objective (4) which is to use as a working capital to operate the business and the business expansion of the company in the future, with the latest balance of 20.82 million baht, and its balance will be increased to 53.53 million baht.

(ปิดอากรแสตมป์ 20 บาท)
(Duty Stamp 20 Baht)หนังสือมอบฉันทะ (แบบ ข.)
Proxy (Form B)เลขทะเบียนผู้ถือหุ้น _____
Shareholders' Registration No.เขียนที่ _____
Issued at
วันที่ _____ เดือน _____ พ.ศ. ____
Date Month Year(1) ข้าพเจ้า _____ สัญชาติ _____
I/We nationality
อยู่บ้านเลขที่ _____
Address(2) เป็นผู้ถือหุ้นของ บริษัท เซลิก คอร์ป จำกัด (มหาชน) (บริษัทฯ)
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/กรรมการตรวจสอบของบริษัทฯ ก็ได้ โปรดใช้ข้อมูลตามหมายเหตุข้อ 6)
Hereby appoint (The shareholder may appoint the Independent Director/Audit Committee of the Company to be the proxy, please refer to details in Remark No.6)☐ 1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing atถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Code

หรือ or

☐ 2. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
Name age years, residing atถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road Tambol/Khwaeng Amphur/Khet
จังหวัด _____ รหัสไปรษณีย์ _____
Province Postal Codeคนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุม
วิสามัญผู้ถือหุ้น ครั้งที่ 1/2561 ในวันศุกร์ที่ 14 ธันวาคม 2561 เวลา 14.00 น. ณ ห้องแกรนด์บอลรูม ชั้น 7 โรงแรมทองธารา
ริเวอร์วิว เลขที่ 9/99 ถนนเจริญกรุง แขวงบางค้อแหลม เขตบางค้อแหลม กรุงเทพมหานคร 10120 หรือที่จะพึงเลื่อนไปใน
วัน เวลา และสถานที่อื่นด้วยOnly one of them as my/our proxy to attend and vote on my/our behalf at the Extraordinary General
Shareholders Meeting No.1/2018 (the Meeting) on Friday 14 December 2018 at 14.00 hours at the Grand
Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkok 10120 or
such other date, time and place as the Meeting may be adjourned.(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

- วาระที่ 1**
Agenda 1
- รับรองรายงานการประชุมสามัญผู้ถือหุ้น ประจำปี 2561 ซึ่งประชุมเมื่อวันที่ 5 เมษายน 2561**
To Consider and Certify the Minutes of the Annual General Shareholders' Meeting 2018, held on 5 April 2018
- ☐ (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**
Agenda 2
- พิจารณาอนุมัติการเข้าซื้อหุ้นสามัญใน บริษัท พีเอ็มซี เลเบล แมททีเรียลส์ จำกัด ("PMCT") ในประเทศไทย และหุ้นสามัญใน บริษัท พีเอ็มซี เลเบล แมททีเรียลส์ พรีทีอี ลิมิเตด ("PMCS") ในประเทศสิงคโปร์**
To Consider and Approve the Company to enter into the transaction of 100% shares acquisition of the PMC Label Materials Co., Ltd. ("PMCT"), a limited company registered in Thailand, in the amount of 1,000,000 shares or representing 100% of the ordinary shares in PMCT, from Mr. Tan Yong Heng and the other two existing shareholders (the "PMCT Sellers"), in the amount of not exceeding Baht 945,000,000, and all of the ordinary shares in PMC Label Materials Pte. Ltd., a limited company registered in Singapore ("PMCS") in the amount of 2 shares or representing 100% of the ordinary shares in PMCS from Mr. Tan Yong Heng and Ms. Tan Soo Lang (the "PMCS Sellers")
- ☐ (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**
Agenda 3
- พิจารณาอนุมัติการเปลี่ยนแปลงวัตถุประสงค์การใช้เงินเพิ่มทุนที่ได้รับจากการเสนอขายหุ้นสามัญเพิ่มทุน**
To Consider and Approve the amendment to the Company's objectives for utilization of the IPO Proceeds as a result of the initial public offering of 80,000,000 ordinary shares (IPO) at 2.90 per shares between October 10-12, 2016, which after deduction of underwriting fee and other relevant expenses, resulting in the net IPO proceeds of Baht 216.12 million. As of July 25, 2018, the Company reported the balance amount of Baht 53.53 Million from the IPO Proceeds Utilization to the Stock Exchange of Thailand for the period ended June 30, 2018 which consisted of 4 objectives, which are (1) Investment in Research and Development's Equipment had balance of Baht 29.47 Million (2) Building and Production Process Improvement with the balance of Baht 2.25 million (3) Investment in ERP systems (SAP) with the balance of Baht 0.99 million and (4) The company's working capital of Baht 20.82 million. As the previous stated objectives number 1, 2, and 3 have been completed with the balance amount of Baht 32.71 million in total. The company wishes to consolidate the remaining IPO proceeds for the purpose of improving the Company's cash flow and future investment, in order to support future business expansions of the Company from the original balance amount of Baht 20.82 million to the amount of Baht 53.53 million.
- ☐ (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 พิจารณาเรื่องอื่นๆ (ถ้ามี)
Agenda 4 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 หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น 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

- 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.
- ผู้ถือหุ้นจะมอบฉันทะเท่ากับจำนวนหุ้นที่ระบุไว้ในข้อ (2) โดยไม่สามารถจะมอบฉันทะเพียงบางส่วนน้อยกว่าจำนวนที่ระบุไว้ในข้อ (2) ได้ เว้นแต่กรณีที่ผู้รับมอบฉันทะตามแบบ 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.
- ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำตอบแบบหนังสือมอบฉันทะ
In this regard, if the content is too long, it can be specified in the attached supplemental proxy form.
- 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).
- ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัท ได้แก่ หม่อมหลวงธีรเชษฐ์ โสณกุล เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น (รายละเอียดประวัติกรรมการปรากฏตามเอกสารแนบ 6)
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 6*)

ใบประจำต่อแบบหนังสือมอบฉันทะ
Supplemental Proxy Form

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท เซลิค คอร์ป จำกัด (มหาชน)

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

ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2561 ในวันศุกร์ที่ 14 ธันวาคม 2561 เวลา 14.00 น. ณ ห้องแกรนด์บอลรูม ชั้น 7 โรงแรมทองธารา ริเวอร์วิว เลขที่ 9/99 ถนนเจริญกรุง แขวงบางค้อแหลม เขตบางค้อแหลม กรุงเทพมหานคร 10120 หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the Extraordinary General Shareholders' Meeting No. 1/2018 shall be held on Friday 14 December 2018 at 14.00 hours at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkok 10120 or such other date, time and place as the meeting may be adjourned.

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 _____

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.

The Information of Independent Director to present as proxy	
M.L. Thirachet Sonakul (41 years)	
Address	5/10 Soi Phaholyothin19 chatuchak Bangkok 10900
Position	Independent Director/ member of Audit Committee/ Chairman of the Nomination and Compensation Committee
Director training	Directors Accreditation Program (DAP) 118/2015 Advanced Audit Committee Program (AACP) 23/2016 Board Nomination & Compensation Program (BNCP) 1/2017
Education	Post Graduate Diploma Marketing, Surrey European Management School
Working Experiences within 5 years	Managing Director of Big jet travel Co.,Ltd.
Illegal Record in past 10 years	- None -
Relationship with Management	- None -
Conflict of Interest	- None -
Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have conflicts, at present or in the past 2 years	
Being a director that take part in managing day-to-day operation, employee, or Advisor who receive a regular salary	- None -
Being a professional service provider (i.e. auditor, lawyer)	- None -
Having the significant business relations that may affect the ability to perform independently	- None -

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

Article 36 The Board of Directors shall call a Shareholders' Meeting which is Annual General Shareholders' Meeting within 4 (four) months from the end of the Company's fiscal year.

Shareholders' Meetings other than the one referred to in the first paragraph shall be called Extraordinary General Shareholders' Meeting. The Board of Directors shall call an Extraordinary General Shareholders' Meeting at any time it deems appropriate.

Shareholders holding shares of no less than one-fifth (1/5) of the total amount of shares sold or no less than twenty five (25) shareholders holding shares no less than one-tenth (1/10) of the total amount of shares sold, have the right to collectively send a letter asking the Board of Directors to convene an Extraordinary General Shareholders' Meeting at any time, provided that the letter shall state the clear reason for convening such a meeting. In this case, the Board of Directors must arrange for Shareholders' Meeting to be held within one (1) month from the date of receipt of the letter from the aforementioned Shareholders.

Article 37 In regard to calling the Shareholders' Meeting, the Board of Directors shall prepare a notice containing information regarding the venue, date, time, agenda, and matters to be presented to the meeting together with adequate details. The matters to be presented at the Shareholders' Meeting must be clearly identified, whether they are presented for the purpose of acknowledgement, or for approval, or for consideration, as the case may be. The meeting notice shall include the comments of the Board of Directors on such matters. The meeting notice shall be sent to the Shareholders and the registrar at least seven (7) days prior to the meeting date. In addition, the notice of a Shareholders' Meeting shall be published in a newspaper no less than three (3) consecutive days and the publication shall be made no less than three (3) days prior to the meeting date.

The venue for convening the Shareholders' Meeting may be located in the province in which the head office is located or other places as prescribed by the Board of Directors.

Article 38 At any Shareholders' Meeting, a quorum shall consist of the presence of the Shareholders or representatives of Shareholders (if any) at least twenty five (25) persons or at least half of the total number of Shareholders and holding shares in a total amount of at least one-third (1/3) of the total number of the shares sold.

At any Shareholders' Meeting, if the quorum is not constituted by one (1) hour after the time for which the meeting is scheduled under paragraph one and such Shareholders' Meeting is called at the request of the Shareholders, such Shareholders' Meeting shall be adjourned. If the Shareholders' Meeting is not called at the request of the Shareholders, the Shareholders' Meeting shall be adjourned and rearrangement. In this regard, a notice shall be sent to the Shareholders at least seven (7) days prior to the meeting date. A quorum for this rescheduled Shareholders' Meeting is not required.

Article 39 Chairman of the Board of Directors shall be Chairman of the Shareholders' Meeting. In case that Chairman of the Board of Directors is not present or is unable to perform his/her duty, Vice Chairman shall act as Chairman of the Shareholders' Meeting. If Vice Chairman is not present or is unable to perform his/her duty, a Shareholder shall be elected to be Chairman of the Shareholders' Meeting.

Article 40 Regarding to the voting at the Shareholders' Meeting, each Shareholder shall have one vote for each share he/she holds. If any Shareholder has any specific interest in any matter, such Shareholder shall be prohibited from casting his/her vote on that matter except in the voting for the election of directors. The resolution of the Shareholders' Meeting shall be made as follows:

- (1) In normal cases, a majority of the Shareholders who are present and casting their votes shall prevail. In the event of a tied vote, the Chairman shall have a deciding vote.
- (2) Each of the following matters requires at least three-fourths (3/4) of total votes of the Shareholders who are present and entitled to vote:
 - 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).

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

The Company shall convene the Extraordinary General Meeting of Shareholders No. 1/2018 on 14th of December 2018 at 14.00 hrs at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkok 10120. In this connection, the Company shall proceed with Barcode system for transparency, fairness, and benefits to shareholders. The Company considers appropriate to impose procedures on review of evidence documents identifying shareholders or proxies as follows:

1. Proxy Form

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

1.1 The Company attaches a Proxy Form B to this Notice, which prescribes certain particulars.

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

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

2. Documents to be produced prior to the Meeting

Person

1) In case shareholder attend the Meeting by his/herself, please show valid government issued document e.g. ID Card or Driving License, also supported documents in case of name-surname changed thereto; please produce the Registration Form as well.

2) Proxy:

- Any Proxy Form duly filled in and signed by shareholder and proxy;
- Copy of valid government issued document duly certified by shareholder and proxy;
- Copy of valid government issued document duly certified by proxy at point of registration.

In case that shareholder would like to apply Proxy Form A, please also produce the Registration Form or Proxy Form B, on which a Barcode is affixed, on the date of Meeting.

Juristic Entity

1) Personal attendance by authorized director(s):

- Any Proxy Form duly filled in and signed by shareholder and proxy;
- Copy of valid company certificate not exceeding 3 months duly certified by authorized director(s) containing particulars that director(s) attending the Meeting is(are) duly authorized;
- Copy(ies) of valid government issued document duly certified by such director(s).

In case that shareholder would like to apply Proxy Form A, please also produce the Registration Form or Proxy Form B, on which a Barcode is affixed, on the date of Meeting.

2) Proxy:

- Any Proxy Form duly filled in and signed by authorized director(s) of shareholder and proxy;
- Copy of valid company certificate not exceeding 3 months duly certified by authorized director(s) containing particulars that director(s) affixing signature(s) on the Proxy Form is(are) duly authorized;
- Copy(ies) of valid government issued document to director(s) who is(are) director(s) duly certified by him/her/them;
- Copies of valid government issued document to proxy duly certified together with originals thereof at point of registration.

In case that shareholder would like to apply Proxy Form A, please also produce the Registration Form or Proxy Form B, on which a Barcode is affixed, on the date of Meeting.

3) Appointed custodian as depositary by foreign investors:

3.1) documents as under juristic entity 1 and 2 shall be prepared;

3.2) in the case that custodian has been authorized to sign on proxy, the following documents shall be produced:

- A power of attorney appointing such custodian to sign on proxy;
- A confirmation letter that signatory has been licensed to engage in custodian business.

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

3. Registration

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

4. Casting Votes Criteria

General Agenda

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

Director Agenda

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

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

5. Procedures on Casting Votes

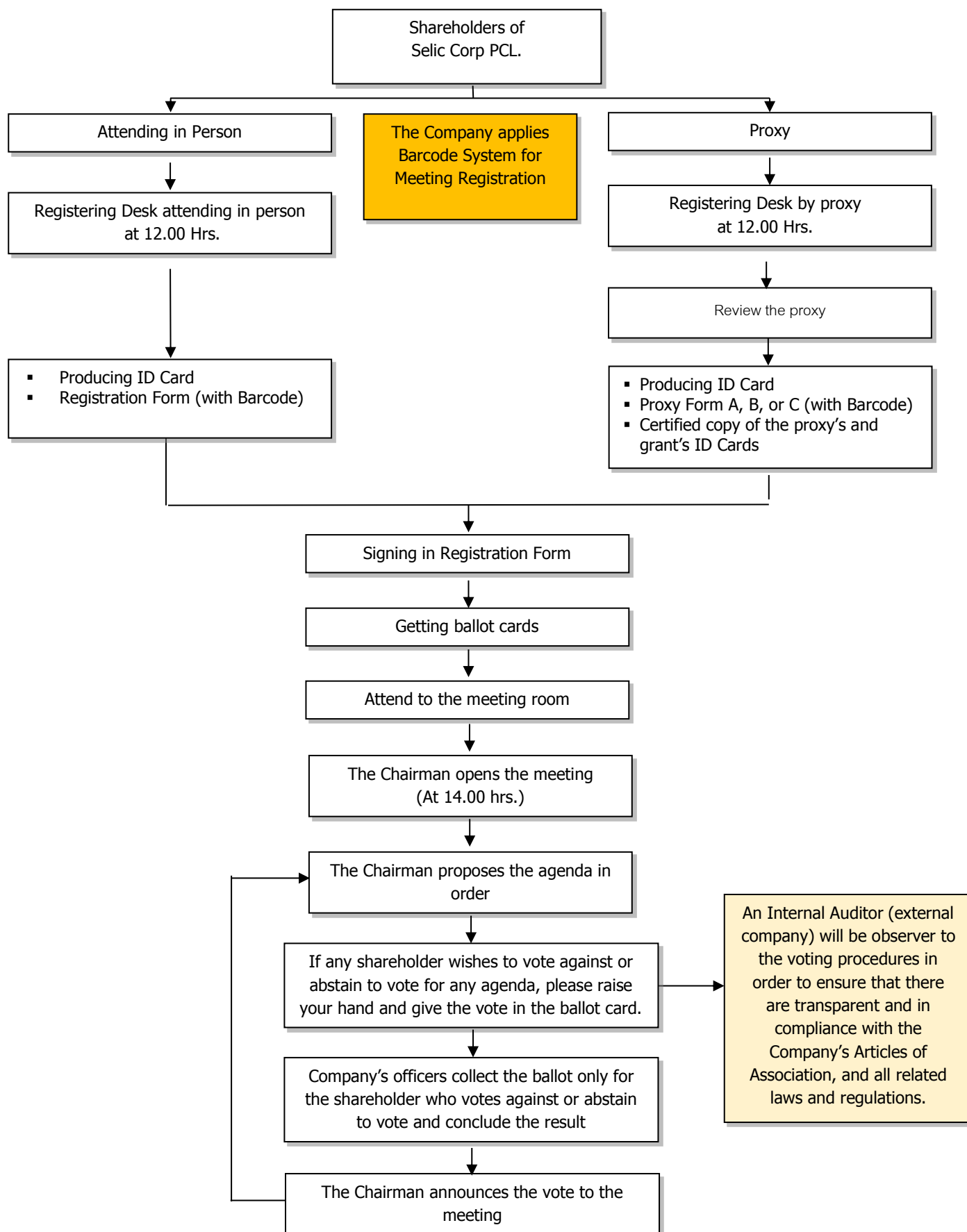
Chairman of the Meeting or assigned officer shall explain casting vote, one share per one vote under the following procedures:

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

6. Counting and Announcing the Votes

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

Procedures for attending of the Extraordinary General Meeting of Shareholders 2018
Selic Corp Public Company Limited
On 14th of December 2018



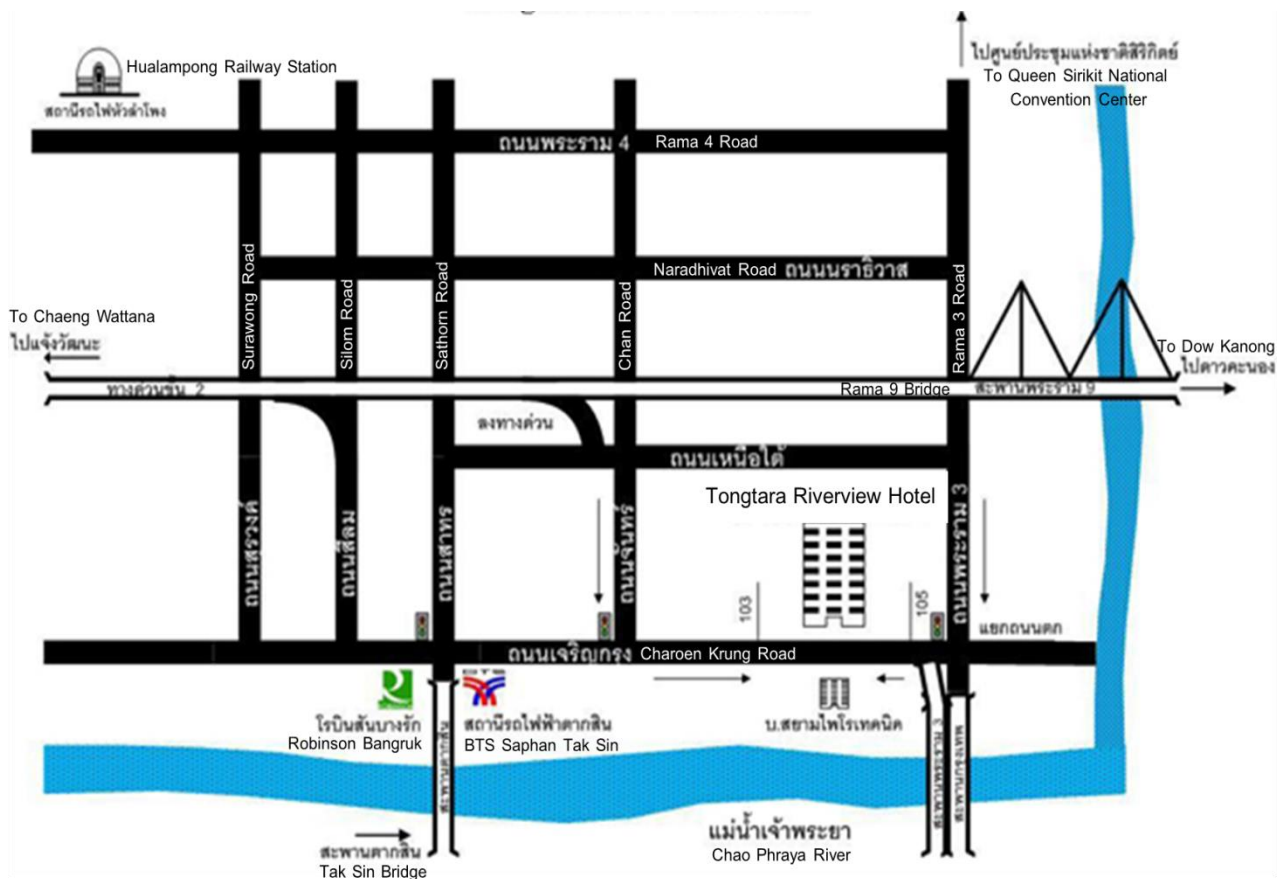
** Please return to the Company's officers the ballot for every agenda when the meeting is adjourned.*

Procedures for sending any query in advance

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

1. Shareholder(s) who would like to raise any query or comment should provide his/her information as follows:
 - Name, address, telephone, and facsimile or e-mail which the Company can contact;
 - Query or comment to be proposed with documents or accompanying information (if any).
2. Channels:
 - Facsimile No. (66) 2445 5245
 - E-mail: InvestorRelation@seliccorp.com
 - Website: <http://seliccorp.com/th/investors/information-shareholder/>
3. Period to send query:
 - The Company requests that any query and/comment may be sent now until 7th December 2018.
4. Company Secretary shall gather all query/comment and propose to Chairman, Managing Director/Chief Executive Officer, and related Executives in order to answer the query/comment to shareholders.

Map to Tongtara Riverview Hotel



The Grand Ballroom, 7th Floor, Tongtara Riverview Hotel

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

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



Selic Corp Public Company Limited

270 Liap Khlong Pasicharoen Fangtai Road, Nongkhaem, Bangkok 10160 Thailand

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