



Invitation to the Annual General Shareholders'
Meeting Year 2019
Selic Corp Public Company Limited

Thursday 4 April 2019, 14.00 hrs. (GMT+7)

The Grand Ball Room 7th Floor, Tongtara Riverview Hotel

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



No. OP.SL. 005/2019

Date: 1st of March 2019

Subject: Invitation to the Annual General Shareholders' Meeting Year 2019

To: Shareholders, Selic Corp Public Company Limited

Attachments to the Invitation Letter:

1. A copy of the minutes of the Extraordinary General Shareholders' Meeting no.1/2018 (*For Agenda 1*)
2. Annual Report in which the Financial Statement (Balance Sheet) and Income Statements Year 2018
3. Capital increase report form (Form F53-4) (*For Agenda 7,8,9,11*)
4. Information on Auditors' Profile (*For Agenda 4*)
5. Details of the retired directors being proposed for re-election (*For Agenda 5*)
6. Proxy Form B (which particulars of delegations are clearly determined)
For Proxy Form A (general) and Form C (for foreign investors that appointed custodians in Thailand) can be downloaded from the Company's website <http://seliccorp.com/investors/information-shareholder/>
7. Definition and information of the independent directors to present as proxy
8. The Company's Article of Association in relation to the General Shareholders' Meeting
9. Clarifications concerning documents and evidence identifying shareholders and proxies eligible to register, attend, and vote at the Meeting
10. Procedures for attending the Annual General Shareholders' Meeting 2019 with registration form for attendance which attached the barcode of the shareholder (Please show on the meeting date)
11. Procedures for sending any query in advance
12. Map of the Meeting Venue: Tongtara Riverview Hotel

According that the Board of Directors' Meeting of Selic Corp Public Company Limited ("the Company") No. 1/2019, which was held on 27th of February 2019, has animously passed the resolution to call an Annual General Shareholders' Meeting 2019 on Thursday 5th of April 2019 at 14.00 hrs (registration opens at 12.00 hours) at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkok, Bangkok 10120, Thailand. The agendas are as follows:

Agenda 1 To Consider and Certify the Minutes of the Extraordinary General Shareholders' Meeting no.1/2018 was held on 14th of December 2018

Objectives and Rationale: the Extraordinary General Shareholders' Meeting no.1/2018 was held on 14th of December 2018 and 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 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 Extraordinary General Shareholders' Meeting no.1/2018 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 Acknowledge the Company's Performance Result and the Board of Directors' Report Year 2018

Objectives and Rationale: The Company has summarized the performance results year 2018 along with the significant changes that occurred during the year in the Annual Report 2018.

The Board's Opinion: The Board has recommended to report the Meeting on the Company's performance results year 2018 along with the significant changes that occurred during the year, as shown in *Attachment 2, Annual Report 2018 section: Management Discussion & Analysis Year 2018*.

Voting: As this agenda is reported the Company's information to shareholders; therefore, a vote is not required.

Agenda 3 To Consider and Approve the Financial Statement and Acknowledge the Auditor Report Year 2018

Objectives and Rationale: According to the Public Limited Companies Act B.E 2535 Section 112, the Company must prepare financial statement and income statements at the end of fiscal year, which have been audited by external auditor, and propose to Meeting for approval.

The Audit Committee's Opinion: The Audit Committee has reviewed the Company's financial statements for the year ended 31st of December 2018, which have been audited and signed by Mr. Akadet Pliensakul, Certified Public Accountant No.5389, of M.R. & Associates Company Limited, and recommended the Board to propose the Company's financial statements year 2017 to the Meeting for approval. Details of the Company's financial statement as refer to *Attachment 2, Annual Report 2018 in section: Financial Statements*.

The Board's Opinion: The Board has recommended to propose the Company's audited financial statements for the year ended 31st of December 2018, which have been reviewed and accepted by the Audit Committee, to the Meeting for approval.

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

Agenda 4 To Consider and Approve the Appointment and Remuneration of the External Auditors Year 2019

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

The Audit Committee's Opinion: The Audit Committee recommended the appointment of KPMG Phoomchai Audit Ltd.as the Company's external audit firm for the fiscal year 2019 due to their independency, knowledge, and expertise in auditing many listed companies with the reasonable

service fee and their credibility. The Audit Committee recommended the following auditors to be the Company's external auditor:

- | | |
|-----------------------------------|---------------|
| 1. Mr. Natthaphong Tantichattanon | CPA no. 8829 |
| 2. Miss Sophit Prompol | CPA no. 10042 |
| 3. Miss Dussanee Yimsuwan | CPA no. 10235 |

Any of the above auditors can conduct an audit and express an opinion on the Company's financial statements. The proposed auditors' profile is shown in Attachment 4.

In 2019, the proposed Audit fee is 1,650,000 Baht excluding other actual payable non-audit fees. The Audit Committee then recommended the Board to propose the Meeting to approve the appointment of KPMG Phoomchai Audit Ltd. to be the Company's external auditor firm in 2019. In addition, KPMG Phoomchai Audit Ltd. and the proposed auditors are independent and do not have any conflicts of interest with the Company, the management, the major shareholders or any related person.

The Board's Opinion: The Board has agreed with the Audit Committee and proposed the Meeting to approve the appointment of the auditors from KPMG Phoomchai Audit Ltd. as the Company's external auditors for fiscal year 2019 with the following detail of audit fee:

Audit Fee and Non-audit Fee	Year 2019 (Proposed Year)	Year 2018	Year 2017	Year 2016
Annual Audit Fee	1,650,000	1,200,000	1,180,000	1,180,000
Non-audit Fee	-	56,100	45,630	48,840
Total	1,650,000	1,256,100	1,225,630	1,228,840

In addition, The Board has agreed to notify the Annual General Shareholders' Meeting that KPMG Phoomchai Audit Ltd. should be appointed as an external audit firm for the Company's subsidiaries for fiscal year 2019. Details of the audit fees of the Company and its subsidiaries for the fiscal year 2018 as refer to Attachment 2 Annual Report.

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

Agenda 5 To Consider and Approve the Appointment of Directors to Replace those Who will Retire by Rotation in Year 2019

Objectives and Rationale: According to the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association, one-third of all directors must retire by rotation on the date of each Annual General Shareholders' Meeting. There are 3 directors as listed below are due to retire by rotation in 2019:

Name-Surname	Position
1. Mr. Athavudhi Hirunburana	Chairman
2. Mr. Anotai Adulbhan	Director
3. Ms. Palawi Bunnag	Independent Director/

For the Annual General Shareholders' Meeting 2019, the Company invited shareholders to nominate qualified persons to be elected as the Company's director in advance during December - February 2019. However, there is no any shareholder had nominated a qualified person to be elected as the Company's director.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee, excepted the directors with special interests on this agenda, has considered the qualifications, knowledge, competency, experience, and performance of each director who retire by rotation and recommended to re-election all 3 directors to be reappointed for another term of office for directorship. *(The criteria for selection and nomination process, please refer to Attachment 2 Annual Report in section: Management Structure)*. Details of the retired directors being proposed for re-election including their age, percentage of shareholdings, educational background, work experience, and board-meeting attendance are provided in Attachments 5.

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

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

Agenda 6 To Consider and Approve the Remuneration of the Board of Directors for Year 2019

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

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee has considered the directors' remuneration to be accordance to the Company's performance result, each director's responsibility and performance, and concluded that it is in line with the same industry standards. The Committee recommended that the remuneration budget for the Board and sub-committees in 2019 is not exceed than 3,000,000.00 Baht comprising of monthly retainer fee, meeting allowance, Employment Joint Investment Program ("EJIP"). In this year, the Board of Directors does not accept bonuses. The other policy on director remuneration remains the same as approved by the Annual General Shareholders' Meeting Year 2018 as follows:

Monthly Directors' Remuneration Year 2019

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	-

Position	Monthly Remuneration (Baht per Month)	Meeting Allowance (Baht per Time)
Chairman of the Audit Committee	-	13,000
Member of the Audit Committee	-	10,000
Chairman of the Risk Management Committee	-	10,000
Member of the Risk Management Committee	-	8,000
Chairman of the Remuneration and Nomination Committee	-	10,000
Member of the Remuneration and Nomination Committee	-	5,000
Chairman of the Corporate Governance Committee	-	10,000
Member of the Corporate Governance Committee	-	5,000

The Board's Opinion: The Board has agreed with the Nomination and Remuneration Committee's recommendation and proposed the Meeting to approve the Board of Directors' remuneration for 2019 according to the proposal. During 2018, the total directors' remuneration was 1,854,000.00 Baht; the Details are shown in *Attachment 2 Annual Report 2018 in section: Management Structure*.

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

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

Agenda 7 To consider and approve the allocation of profit from the retained earnings of the Company for the year 2018 to pay stock dividends

Objectives and Rationale: The Company has adopted a policy to pay dividend to shareholders not less than 40% of net profit after any type of legal reserve as specify in the Company's Articles of Association and legal. The dividend payment was considered by the Company's Financial Statement, if there is no any other necessity and will not significantly affect to the Company's regular operation.

The Book Closing and Dividend Payment Dates: The share registration book closing date to determine the right to receive dividend will be on 19th of April 2019, and the dividend payment will be made on 26th of April 2019.

Details of Dividend Payment: According to the Public Companies Act B.E. 2535 and the Company's Article of Association, the Company shall allocate no less than five percent of its annual net profit less the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten percent of the registered capital. Details of dividend payment and policy as refer to *Attachment 2 Annual Report 2018 in section: Dividend Policy*.

Details of Dividend Payment	Year 2017		Year 2016	
Net Profit (Loss)	19,179,425	Baht	38,929,129	Baht
Profit (Loss) per share	0.07	Baht	0.18	Baht

Lega Reserved Funds	958,971	Baht	1,949,870	Baht
Ordinary Dividend _per share	0.027	Baht	0.053	Baht
Total Dividend Amount	7,560,000	Baht	14,840,000	Baht
Total amount of shares	280,000,000	Shares	280,000,000	Shares

The Board's Opinion: The Board of Directors considered and agreed that the shareholders' meeting should approve the dividend payment. With data comparing dividends paid in the previous year. This year, proposed to allocate retained earnings to consider paying dividends for the year 2018 performance as a stock dividend and in cash to shareholders. The details are as follows

1. Dividend payment as a registered capital increase of the Company according to Section 117 of the Public Limited Companies Act BE 2535 from the unappropriated retained earnings at the end of 2018 in the amount is not exceed than 10,000,000 shares with a par value of Baht 0.50 per share to the shareholders at the rate of 28 existing shares per 1 stock dividend. Total amount not exceeding 5 million baht or equivalent to the dividend payment rate of 0.0178569 baht per share. In the case that any shareholder has a fraction of the existing shares after the stock dividend allocation, the dividend will be paid in cash instead of paying a dividend at the rate of Baht 0.0178569 per share.

2. Pay cash dividend at the rate of 0.0019841 baht per share, or a total amount of not more than 5,555,556 baht, including 1 and 2, which is a dividend payment of 0.019841 baht per share, or a total amount of not more than 5,555,556 baht. All dividends are subject to withholding tax at the rate as required by law

The date for closing the share registration book to determine the shareholders' rights to receive the dividend on April 19, 2019 and determine the dividend payment date on April 26, 2019

The dividend payment does not comply with the company policy. With the company operating loss in 2018, but since the board has considered paying from the retained earnings of the company Therefore, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the allocation of profit from retained earnings to pay dividends to the shareholders of the Company.

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

Objectives and Rationale: As the company's business is likely to continue to grow and to be raise funds for future business expansion. The Company intends to increase its registered capital by allocating the newly issued ordinary shares of the Company in the form of General Mandate by issuing 28,000,000 new ordinary shares with a par value of Baht 0.5 per share to be offered for sale to the Private Placement. To allow the company to have working capital to meet the needs and conditions

and returns for shareholders including the ability to estimate the Dilution Effect that may occur within 1 year Details appear in the Capital Increase Report Form (F53-4) as shown in Attachment 3

The Board's Opinion: The Board of Directors resolved to propose to the Annual General Meeting of Shareholders to consider approving the capital increase. Company registration by allocating the newly issued ordinary shares of the company in the form of general mandate by issuing 28,000,000 new ordinary shares at a par value of baht 0.5 per share.

Voting: To approve this matter, a resolution must be approved by a vote of not less than three-fourths (3/4) of the votes of the shareholders attending the meeting and have voting rights

Agenda 9 To consider and approve the increase of the Company's registered capital

Objectives and Rationale: To support the stock dividend payment And the allocation of the newly issued ordinary shares of the Company in the form of general mandate from the original registered capital of 140,000,000 baht to 159,000,000 baht by issuing shares 38,000,000 ordinary shares with a par value of 0.50 baht per share

The Board's Opinion: The Board of Directors agreed to propose to the shareholders' meeting to consider and approve the increase of registered capital. Company registration as follows

1 To consider and approve the allocation of the newly issued ordinary shares in the amount not exceeding 28,000,000 shares, par value of 0.50 baht per share in the form of a capital increase, general mandate to offer for sale to private placement (Private Placement)

In this regard, the Company will allocate the newly issued ordinary shares in the form of general mandate. Of the company must not exceed 14,000,000 baht, which is not more than 10 percent of the paid-up capital on the date that the Board of Directors resolves to increase the general mandate, which is equal to 28,000,000 shares

2 To consider and approve the increase of the registered capital of 5,000,000 baht by issuing ordinary shares in the amount of not more than 10,000,000 shares with a par value of 0.50 baht per share to support the stock dividend payment.

The details appear in the Capital Increase Report Form (F53-4) as shown in Attachment 3.

Voting: To approve this matter, a resolution must be approved by a vote of not less than three-fourths (3/4) of the votes of the shareholders attending the meeting and have voting rights

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

Objectives and Rationale: To be consistent with the increase of the registered capital of the company Therefore, it is deemed appropriate to amend Clause 4 of the Memorandum of Association as follows:

Old

Article 4 Registered capital	140,000,000 baht (One hundred and forty million baht only)
Divided into	280,000,000 shares (two hundred and eighty million shares)
Par value of	0.50 baht (fifty satang)
Divided into	
Ordinary share	280,000,000 shares (two hundred and eighty million shares)

New

Article 4 Registered capital	159,000,000 baht (One hundred fifty nine million baht only)
Divided into	318,000,000 shares (three hundred and eighteen million shares)
Par value of	0.50 baht (fifty satang)
Divided into	
Ordinary shares	318,000,000 shares (three hundred and eighteen million shares)

Details appear in the Capital Increase Report Form (F53-4) as shown in *Attachment 3*

The Board's Opinion: The Board of Directors has considered and agreed to propose to the Annual General Meeting of Shareholders for the year 2019 to consider and approve the amendment of Clause 4 of the Memorandum of Association in accordance with the increase of the registered capital. The Department of Business Development, Ministry of Commerce has the power to amend and add words to comply with the Registrar's order.

Voting: To approve this matter, a resolution must be approved by a vote of not less than three-fourths (3/4) of the votes of the shareholders attending the meeting and have voting rights

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

Objectives and Rationale: To support the stock dividend payment by allocating 10,000,000 ordinary shares, par value of 0.50 baht

The Board's Opinion: The Board of Directors has considered and agreed to propose to the Annual General Meeting of Shareholders for the year 2019 to consider and approve the allocation of 10,000,000 new ordinary shares with a par value of Baht 0.50 to support the stock dividend payment.

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 12Other Matters (if any)

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

The Record Date will be on 14th of March 2019.

Any shareholder who would like to appoint a proxy to attend the Meeting and vote on his/her behalf must complete only one proxy (Proxy Form B can be found in *Attachment 6*); or can download either

Proxy Form A (general) or Proxy Form C (only foreign investors who have custodian in Thailand) from the Company's website: <http://seliccorp.com/investors/information-shareholder/>

Any shareholder who is unable to attend the Meeting can authorize one of the Company's independent directors namely; Dr. Pattanant Petchchedchoo to attend and vote on his/her behalf. Definition and details of independent directors can be found in *Attachment 7*. The Company requests the shareholders' proxy should be mailed to the Company as address below within 28th of March 2019:

Selic Corp Public Company Limited "Company Secretary"

270 Liapkhlongphasicharoen Fangtai Road, Nongkhaem, Bangkok 10160

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

Sincerely Yours,

Selic Corp Public Company Limited



(Mr. Athavudhi Hirunburana)

Chairman of the Board of Directors

Notes: 1. All shareholders can access the invitation of the Annual General Shareholders' Meeting for 2019 and all related documents at the Company's website <http://seliccorp.com/investors/information-shareholder/> in topic "Information for Shareholders/Shareholders' Meeting" from 1st of March 2019. If any shareholders have a query about the agenda, he/she can contact the Company through the procedures for sending any query in advance as *Attachment 11*

Minutes of the Extraordinary General Shareholders' Meeting 1/2018

Selic Corp Public Company Limited

On Friday 14th December 2018 at 14.00 hrs.

At the Grand Ballroom, Tongtara Riverview Hotel

The Extraordinary General Shareholders' Meeting 1/2018 was held on Friday 14th December 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. 8/2018, which was held on 19th October 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 Extraordinary General Shareholders' Meeting was on 5th November 2018. There were altogether 75 shareholders present in person and by proxy, representing 199,572,683 shares or 71.2760 %, 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 Chairman 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, Chairman of the Corporate Governance Committee |
| 8. Mr. Ek | Suwatthanaphim | Director, Chairman of Executive Committee, Member of Nomination & Remuneration Committee, Member of the Corporate Governance Committee and Chief Executive Officer |
| 9. Mrs. Angeli | Suwatthanaphim | Director, Member of Risk Management Committee |

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. Kiattisak | Suwatthanaphim | Member of Executive Committee, Chief Operation Officer |
| 4. Ms. Nida | Thiengtham | Member of Executive Committee, Chief Sales Officer |
| 5. Mr. Evan | Chu | Chief Research and Development Officer |
| 6. Mrs. Prangmanee | Atchariyabanjoed | Company Secretary |

Financial Advisor

1. Mr. Sopon Chiewchanpanich Bangkok Bank
2. Mr. Voraphat Srichanachaichok Bangkok Bank

Independent Financial Advisor

1. Mr. Thawatchai Vorawandthanachai Advisory Plus Company Limited
2. Mr. Thanasak Boulowpetch Advisory Plus Company Limited
3. Mr. Sira Lohsawat Advisory Plus Company Limited

Independent Legal Advisors

Mrs. Pawadee Suranaowarat International Legal Counsellors Thailand Limited

Representative from Thai Investors Association

Mrs. Namthip Phuprasert

Before the meeting was convened in accordance with the agenda, the Company has clarified the guidelines pursuant to the Good Corporate Governance Policy of the Company in regard to the protection of Shareholders' rights and equally. As such, this extraordinary General Meeting has the following practice guideline:

1. One share is 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. In agenda 1, the resolution of the meeting shall be passed by the majority votes of the shareholders attending the meeting and casting their votes. If there are equal votes. The Chairman of the meeting shall have one more vote as a casting vote. Agenda 2 The resolution of the meeting shall be adopted by not less than three-fourths of the total number of votes. Agenda 3 The resolution of the meeting shall be passed by not less than three-fourths of the shareholders attending the meeting and having the right to vote and no objections from 10% of the total votes of shareholders attending the meeting and having the right to vote.
6. 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 Extraordinary General Shareholders' Meeting 1/2018.

The Chairman requested a volunteer from shareholders to be witness for voting count process in each agenda. There is Ms. Arreerat Klomthuksing 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 2018

Chairman requested the Meeting to consider and certify the minutes of the Annual General Shareholders' Meeting 2018 which was held on 5th April 2018, 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 2018 as follows:

Approved	199,572,483 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 consider and approve the transaction to purchase ordinary shares in PMCT in Thailand and to purchase ordinary shares of PMCS in Singapore.

The Chairman requested Mr. Ek Suwatthanaphim, Chief Executive Officer to report the transaction to the meeting. Mr. Ek Suwatthanaphim reported the information of entering into the transaction as follows.

Transaction Overview

- Acquisition of 1,000,000 ordinary shares of PMC Label Materials Co., Ltd. ("PMCT"), representing 100% of PMCT's ordinary shares from PMCT's shareholders. Total not exceeding 945,000,000 baht and
- Acquisition of all ordinary shares of PMC Label Materials Pte. Ltd ("PMCS"), representing 100% of all PMCS's ordinary shares from PMCS's Shareholders. Total value not exceeding 105,000,000 Baht
- Total transaction value not exceeding Baht 1,050,000

PMC and PMCS (PMC Group)

PMCT	
• Is a listed company in Thailand • Producing and distributing stickers in Thailand and abroad. • One factory is located at Sinsakhon Printing and Packaging Industrial Estate. Samut Sakhon • It is Thailand's fourth largest sticker manufacturer with a market share of approximately 10 percent	2017 • Total revenues of Baht 779 million • EBITDA of Baht 127 million • Net profit of Baht 90 million • Total assets of Baht 493 million

PMCS	
- Listed in Singapore - Manufacturing and distributing stickers in Singapore and overseas By Imported finished or semi-finished stickers from PMCT and made to order of customers	2017 - Total revenue of 72 million baht - EBITDA of Baht 11 million - Net profit of Baht 10 million - Total assets of Baht 44 million

Payment

The Company will pay for the acquired shares wholly in cash, divided into three installments according to the terms and conditions in the Share Sale and Purchase Agreement, as follows:

1st Installment: 80% of the total value of consideration, or equal to Baht 840.00 million, payable as of the Completion Date (expected to be no later than Q1/2019)

2nd Installment: 10% of the total value of consideration, or equal to Baht 105.00 million, payable upon a lapse of one year after the Completion Date and upon receipt of the audited financial statements of PMCT and PMCS (expected to be no later than Q1/2020).

3rd Installment: 10% of the total value of consideration, or equal to Baht 105.00 million, payable upon a lapse of two years after the Completion Date and upon receipt of the audited financial statements of PMCT and PMCS (expected to be no later than Q1/2021).

However, this is subject to an additional condition that the combined EBITDA shown on the audited financial statements of PMCT and PMCS for 2019 must not be lower than the combined EBITDA of Baht 165.00 million as mutually agreed upon and specified in the Share Sale and Purchase Agreement.

Source of funds

Source of funds	จำนวน
Cash flow from operations	The amount is not exceeding 150 million baht.
Long-term loans from financial institutions *	The amount is not exceeding 900 million baht
Total	The amount is not exceeding 1,050 million baht

* Bangkok Bank Public Company Limited has approved the long-term loan

Expected benefits to the company.

- An increase in overall revenue and profit.
- Increase customer base to different industries. It has expanded in both domestic and international.
- Increase the chances of developing products in the adhesive and sticker groups.
- Increase the competitiveness of the company.
- Increased product opportunities. Including services that cover the needs of customers.

Summary of Transaction

- The acquisition of PMC shares totaling not exceeding 1,050 million baht
- Total transaction size is 886.55% based on the net profit.
- The Company is required to:
 - Report and disclose the asset acquisition to the Stock Exchange of Thailand
 - Submit the application to the Stock Exchange of Thailand for approval.
(Exemptions from the Stock Exchange of Thailand on October 4, 2018)
 - Appoint an independent financial advisor to comment on such transaction.
 - Approved by the shareholders' meeting.

The important process

Date	process
October 4, 2018	The Company received a letter from the Stock Exchange of Thailand regarding the exemption of the application for new securities.
October 19, 2018	The Board of Directors Meeting No. 8/2561 passed a resolution approving the purchase of 100%
October 19, 2018	The Company entered into a share purchase agreement with major shareholders (Mr. Tan Yong Heng and Mrs. Tan Soo leng).
December 14, 2016	The Extraordinary General Meeting of Shareholders to approve the acquisition of PMC
By December 2018	The conditions precedent under the share purchase agreement were fulfilled.
By January, 2019	The transaction was completed.

Opinion of the Independent Financial Advisor

Summarize the reasonableness and advantage to the company.

- It is the purpose of the Company to expand the scope of its business to other related businesses and to promote the adhesives business which is the core business of the Company.
- It distributes the Company's revenue structure to hot melt adhesive products and water-based adhesives.

Advantages, disadvantages and risks of entering into the transaction.

Advantages	Disadvantages and Risks.
• To expand the market to the downstream industry • Expansion of customer base • Increase the utilization rate of hot melt adhesive and water base adhesive • Reduced revenue from Solvent adhesive sales. • Increased potential for product research and development	• A high value investment compared to the company's financial position • The Company has a higher debt to equity ratio. • The PMC Group's operating performance was not in line with expectations • Risk from impairment of goodwill

Advantages and disadvantages of not entering into the transaction.

Advantages

- The company does not have to take a loan and no more debt.

Disadvantage

- Lack of opportunity to expand into other industries.
- Lack of opportunity to increase the capacity of hot melt adhesive and water base adhesive.
- Still need to rely on income from Solvent base adhesives.
- Lack of opportunity to exchange knowledge in research and development.

Conclusion of the fairness of price and terms of the transaction.

- Total value of shareholders' equity of PMCT is between Baht 1,154.23 - 1,368.55 million, higher than the purchase price of PMCT's shares at Baht 945 million or 20.22-42.15%.
- Total value of shareholders' equity of PMCS is between Baht 108.13 - 124.04 million, higher than the purchase price of PMCS at Baht 105 million or equivalent to 2.98-18.13%.
- The total value of shareholders' equity of PMC is between Baht 1,262.36 - 1,492.59 million, higher than the purchase price of PMC's shares at Baht 1,050 million or 20.22-42.15%.
- The purchase price of all PMC shares is reasonable. The condition of payment gradually. It is beneficial for the company to help reduce the company's capital requirement for one transaction.

Opinion of the Board of Directors on the Transaction

The transaction is reasonable and maximizes the benefits to the Company and its shareholders in terms of their ability to increase revenue in the future. Including expansion of customer base in adhesive and sticker products.

Resolution: The Meeting passed the resolution to the transaction to purchase ordinary shares in PMCT in Thailand and to purchase ordinary shares of PMCS in Singapore as follows:

Approved	199,572,683 votes	equivalent to	100 of voting rights exercised by the shareholders present
Disapproved	0 votes	equivalent to	0 of voting rights exercised by the shareholders present
Abstention	0 votes	equivalent to	0 of voting rights exercised by the shareholders present
Voided Ballot	0 votes	equivalent to	0 of voting rights exercised by the shareholders present

Remark: There were some shareholders presented during this agenda.

Agenda 3 To consider and 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

Chairman requested Mrs. Sethaporn Sundaravibhata, Chief Financial Officer, to report the amendment to the Company's objectives for utilization of the IPO Proceeds from the sale of ordinary shares of the company as follows:

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.

Resolution: The Meeting passed the resolution 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 as follows:

Approved	199,572,683 votes	equivalent to	100 of voting rights exercised by the shareholders present
Disapproved	0 votes	equivalent to	0 of voting rights exercised by the shareholders present
Abstention	0 votes	equivalent to	0 of voting rights exercised by the shareholders present
Voided Ballot	0 votes	equivalent to	0 of voting rights exercised by the shareholders present

Agenda 4 Other Matters

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

After discussing other matters, details of which appeared in the attachment of this minutes of the meeting, the Chairman thanked all shareholders for attending this meeting and their continuous support.

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 75 persons holding 199,572,683 shares equivalent to 71.2760% of the total number of shares sold of the Company.

Selic Corp Public Company Limited

-Mr. Athavudhi Hirunburana-

(Mr. Athavudhi Hirunburana)

Chairman of the Board of Directors

Chairman of Annual General Shareholders' Meeting 2018

-Mrs. Prangmanee Atcharyabanjoed-

(Mrs. Prangmanee Atcharyabanjoed)

Company Secretary and Secretary to the Meeting

Attachment
Selic Corp Public Company Limited
Question - Answer each agenda of
The Extraordinary General Meeting of Shareholders No. 1/2018

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.

- Mrs. Namthip Phuprasert Volunteer Shareholder From the Thai Investors Association asked as follows.

Question 1. In this acquisition. How does it affect the rights of shareholders? Include non-objective effects or impairment. What is the perception?

Answer Mr. Ek Suwatthanaphim, Chief Executive Officer, explained that, while doing the transaction, there will be no direct impact to the shareholder because there is no capital increase. Therefore, the rights of shareholders will remain the same. After the transaction has completed, the Company plans to do the impairment plan. Before the transaction. During the study period, we have reviewed the results for the past 5 years. For the payment, the offer has been paid in three installments. The first installment is 80% and the second installment is 10% in the second year and 10% in the third year. There are additional conditions that will require good operating results. The EBITDA should not be less than Baht 165 million, which would reduce the risk of impairment. In addition, the management of PMC group is still the same. They will continue and manage for at least 2 years more.

- Mr. Sathaporn Kotheeranurak Shareholders attending the meeting by themselves asked as follows.

Question 1: For the first payment of 80% and 20% afterward. Therefore, how to transfer shares and how to do in account? Also for the remaining 20%, if the PMC group cannot meet the conditions. How could it return to the account?

Answer Mr. Ek Suwatthanaphim, Chief Executive Officer, explained that on the transaction date, 100% of the Company's shares will be transferred to the Company by agreeing with the Seller about the share payment. If the seller does not meet the target. The company will postpone the payment. They will have to start over to achieve the goals next year.

Question2: What is the Book Value of PMCS? Will there be Goodwill?

Answer Mr.Thanasak Boulowpetch, an independent financial advisor from Advisory Plus Company Limited, explained that the Payment in installments are advantage to the company. Also the condition is that the management will remain for 2 years and the results must be in accordance with the agreed. The actual amount to be paid is 840 million baht and the remaining 210 million baht will still with the Company. For the book value, according to the opinion of the independent financial advisor, PMCT is 355.37 million baht. PMCS is 32.94 million baht. The total value of the acquisition is Baht 1,050 million, so the difference is Baht 661.69 million. After the transaction has completed, the Company will have to find consultants to take care of Goodwill.

Question 3: What about the IRR?

Answer Mr. Sopon Chiewchanpanich, financial advisor from Bangkok Bank has clarified that the payment by installment is a good deal for the company. In the next installment, EBITDA will not be less than 165 million baht. Return on investment will be around 12-15%

Question 4 Please describes the present market situation for stickers.

Answer Miss Yuwadee Aiamsontisup, Chief Business Development Officer clarified that before the company enter the transaction. The forecasted for overall markets are growing in 2018. The value is Thirty thousand million dollars. The average annual growth rate is 5.5%, especially in Asia Pacific with an average growth of 8%.

Mr. Ek Suwatthanaphim added that PMCT is a manufacturer of upstream stickers. They sold as rolls to the printing industry, distributed to various product labeling groups also the stickers used in the airport. In addition, the growth of the E-commerce industry has also resulted in the growth of the industry. Especially in Thailand and Vietnam in various industries are continued to grow and consumer goods are still high in demand. As well as being the production base that sends products go out to the world.

Question 5: How does the payment of shares by way of a share payment show in Bor-or-jor 5? And related to any law?

Answer Mrs. Sethaporn Sundaravibhat, Chief Financial Officer, explained that the accounting would be counted on the control and when the controlling power was transferred to the company. The Company owns 100% of the shares and has the power to supervise.

Miss Palawi Bunnag, Independent Director, further clarified that the Company's shares are fully paid up and sold to the Company. When the transaction has completed. The company will take full possession. For the payment will be pay according to the agreement. For Bor-or-jor 5 is fully paid up.

Question 6 What are the conditions for the loan from Bangkok Bank?

Answer Mr. Ek Suwatthanaphim, Chief Executive Officer, explained that the loan is for 8 years with an interest rate of MLR-0.5 and a grace period of 6 months.

Question 7 How does company find the PMC group?

Answer Mr. Ek Suwatthanaphim, Chief Executive Officer, explained that PMC would like to sell and hire Ernst & Young as consultant and introduced to the company. The company has started to study and found that It is a good deal in terms of investment and return.

Agenda 4: Other matters

- Khun Thara Chonpranee, shareholder attending the meeting asked as follows.

Question 1 The capacity is nearly full. What is going to happens when an emergency occurs?

Answer Mr. Ek Suwatthanaphim, Chief Executive Officer, explained that the company has produced a small proportion of water base adhesives. Beverage and the alcoholic beverage group are the core business of water base adhesives. Overall, water-based adhesives are the most widely used in the world. In many industries, PMC uses approximately 85-95% of water base adhesives. This is a good opportunity for the company to expand its adhesive market. Also in production can be produce water base adhesives in full capacity. The company has always developed the machine. In the past year, the company did the expansion of water base adhesives pot. All of this will be reflected in the company's performance.

Question 2 How does the company provide the payment method?

Answer Mr. Ek Suwatthanaphim, Chief Executive Officer, explained that before entering into such transaction. While the study is based on the Company's ability to repay the debt and the PMC and found that the Company is able to repay the debt by using the existing cash flow of the Company and PMC. Interest will be paid from the principal amount of 700 million baht and then comes in the second and third year, which was then paid for the first year, so the burden was not at the beginning. The Company has the ability to pay debts although the situation is worse than today, still has the potential to settle.

Question 3: Hot melt adhesive and water base adhesive have higher margins than Solvent base adhesive?
In the future will there be more competitors? And how to maintain the market or expand the market?

Answer Mr. Ek Suwatthanaphim, Chief Executive Officer, explained that in the adhesive group, It's a separate market. Every market has products with high grades and lower grades. Depending on the product and

the work to be used. Therefore, the average value of all three types of adhesives is not very wide. Solvent adhesive may be lower than other groups. Domestic Solvent adhesive has been sold to the shoe industry and leather without the growth and shrinkage of the margins, therefore, the proportion of sales of hot melt adhesive and water base adhesive are getting more. The expansion of the adhesive market is likely to be higher. In addition, having the PMC as a subsidiary company will help expand the market to the sticker industry easier in both Thailand and neighboring countries.

To maintain the market, the company has a diverse customer base. There is a technological dispersion in the adhesive group produced and has a variety of products. Customers are in the industry of Food and drink, Shoes and leather, Automotive Parts, Construction industry, The packaging industry. As a result of the in-depth study, PMC has sold the same product to its customers, but sold it as a sticker. In the future may be introduced to customers to help sell both in the adhesive and stickers. This will benefit both the company and PMC. For the sticker industry which continued growth especially in the E-commerce group, PMC has a diverse customer base in Thailand and abroad. According to all above, the integration of the company with PMC will lead to better growth in the future.

Question 4 What is the value of the sticker market in Thailand and what's the rank of PMC in the domestic market?

Answer Mr. Ek Suwatthanaphim, Chief Executive Officer, explained that there is no market value in Thailand but expected about billions of baht and PMC is ranked 4th in the market in Thailand.

(From F53-4)

Capital increase report form
Selic Corp Public Company Limited
February 27, 2019

We, Selic Corp Public Company Limited, would like to report the resolution of the Board of Directors' Meeting No. 1/2019 on February 27, 2019 between 13.00 – 17.00 hrs. about the capital increase and the allotment of new shares as follows

1. Capital increase

The Board of Directors resolved to increase the registered capital of the Company from 140,000,000 million baht to 159,000,000 million baht by issuing 38,000,000 ordinary shares / preferred shares at a par value of 0.50 baht per share, totaling 19,000,000 million baht, as follows:

Type of Capital Increase	Type of Share	Number of Shares (shares)	Par Value (THB/Share)	Total (THB)
√ Specifying the purpose of utilizing proceeds	Ordinary	10,000,000	0.50	5,000,000
√ General Mandate	Ordinary	28,000,000	0.50	14,000,000
		-		

2. Allotment of New Shares:

2.1 Specifying the purpose of utilizing proceeds

Allotted to	Number of Shares (Shares)	Ratio (Old:New)	Sales Price (THB/Share)	Subscription and Payment Period	Note
Existing shareholders to support the stock dividend payment	10,000,000	28:1	-	-	Book closing 19 April 2019 Payment 26 April 2019

2.1.1 Company operations In the event that there is a fraction of shares

In the case that any shareholder has a fraction of the existing shares after the stock dividend allocation, the dividend will be paid in cash instead of stock dividend at the rate of 0.0178569 baht per share.

2.2 General Mandate

Allotted to	Type of Share	Number of Shares	Percentage per Paid-up Capital	Note
Private Placement	Ordinary Stock	28,000,000	10	-
	Preferred Stock	-	-	-

1 / Percentage of paid-up capital on the date that the Board of Directors of the Company approves the capital increase in the form of General Mandate

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

The Annual General Shareholders' Meeting for the year 2019 is schedule on April 4, 2019 at 14.00 hrs., at the Grand Ballroom, 7th Floor, Thong Tara Riverview Hotel, 9/99 Charoen Krung Road, Bang Kho Laem, Bangkok 10120 agenda as follows:-

/ The Record date is on March 14, 2019

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

4.1 To obtain approval from the Annual General Meeting of Shareholders 2019

4.2 To register the increase in registered capital and the paid-up capital with the Department of Business Development, Ministry of Commerce.

4.3 To obtain approval of the Stock Exchange of Thailand for listing the newly-issued shares offered to the Private Placement and offering for sale of the newly-issued shares both by specifying the purpose of proceeds utilization and General Mandate

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

To achieve sufficient revolving capital for the business operation and business expansion, enhance liquidity and structure of the investment capital of the Company.

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

The Company shall be raise the fund in the shorter period of time and has sufficient revolving capital for its business operation, business expansion, and enhancement of liquidity.

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

7.1 Dividend policy the company has a policy to pay dividends at a rate of not less than 40% of net profit after deducting all types of reserves as specified in the company regulations and laws. By considering from the separate financial statements If there is no other necessity and the dividend payment has no significant impact on the normal operation of the company

7.2 Shareholders who have been allocated the stock dividend will have the same rights as the shareholders of the company. Such as having the right to receive dividends Right to attend the shareholders' meeting and voting in the meeting etc.

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

-None –

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

No	Procedures of the Capital Increase	Date/Month/Year
1	The Board of Directors' Meeting No. 1/2019	27 February 2019
2	Record Date for the right to attend AGM 2019	14 March 2019
3	The AGM 2019	4 April 2019
4	Proceed with the registration of the capital increase with the Department of Business Development, Ministry of Commerce	Within 14 days from the date on which approval is granted by the Shareholders' Meeting
6	Book closing for the right to receive dividends	19 April 2019
7	Dividend payment schedule	26 April 2019

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

-Mr. Ek Suwatthanaphim-

(Mr. Ek Suwatthanaphim)

Chief Executive Officer

Auditor's Profile who has been nominated for appointment as the auditor

1. Mr. Natthaphong Tantichattanon	
Age	39 years
Certificate Public Accountant No.	8829
Auditor of	KPMG Phoomchai Audit Ltd.
Education	- Bachelor's Degree in Business Administration, Thammasat University - Master's Degree in Executive Business Administration, Graduate Institute of Business Administration of Chulalongkorn University
Position	Partner, Audit
Experiences	- Experienced in auditing for several kinds of industries i.e. Energy and Natural Resources, Petrochemicals, Manufacturing and Trading industries both with domestic and international clients - Professional experience since 2003
Have any relationship or any interest with the Company, the Company's subsidiaries, the executives, the major shareholders or any person related thereto in a way that may impact or conflict with the performance?	None
Contact information	KPMG Phoomchai Audit Ltd. 50th Floor, Empire Tower, 1 South Sathorn Road Bangkok 10120, Thailand Tel. + 66 2677 2000 Fax + 66 2677 2222 Website kpmg.com/th

2. Miss Pophit Prompol	
Age	37 years
Certificate Public Accountant No.	10042
Auditor of	KPMG Phoomchai Audit Ltd.
Education	- Bachelor Degree in Accounting, Chulalongkorn University
Position	Director, Audit
Experiences	- Experienced in auditing for several kinds of industries i.e. Energy and Natural Resources, Petrochemicals, Manufacturing and Trading industries both with domestic and international clients - Professional experience since 2004
Have any relationship or any interest with the Company, the Company's subsidiaries, the executives, the major shareholders or any person related thereto in a way that may impact or conflict with the performance?	None
Contact information	KPMG Phoomchai Audit Ltd. 50 th Floor, Empire Tower, 1 South Sathorn Road Bangkok 10120, Thailand Tel. + 66 2677 2000 Fax + 66 2677 2222 Website kpmg.com/th

3. Miss Dussanee Yimsuwan	
Age	38 years
Certificate Public Accountant No.	10235
Auditor of	KPMG Phoomchai Audit Ltd.
Education	- Bachelor Degree in Accounting, Chulalongkorn University
Position	Director, Audit
Experiences	- Experienced in auditing for several kinds of industries i.e. Energy and Natural Resources, Petrochemicals, Manufacturing and Trading industries both with domestic and international clients - Professional experience since 2003
Have any relationship or any interest with the Company, the Company's subsidiaries, the executives, the major shareholders or any person related thereto in a way that may impact or conflict with the performance?	None
Contact information	KPMG Phoomchai Audit Ltd. 50th Floor, Empire Tower, 1 South Sathorn Road Bangkok 10120, Thailand Tel. + 66 2677 2000 Fax + 66 2677 2222 Website kpmg.com/th

Details of the Retired Directors being Proposed for Re-election

1. Mr. Athvudhi Hirunburana (63 Years)

Position	Chairman		
Starting Date of Directorship	9 June 2016	Tenure	2 years 9 months
% Shareholding	0.07		
Highest Education	Master of Mechanical Engineering Manhattan College, New York, USA		
Governance Training of IOD	Directors Certification Program (DCP) 79/2006		
Working Experiences	● Listed Company 2016 – Present Chairman of the Board of Directors, Selic Corp PCL. 2016 – Present Director, Nomination and Remuneration Committee and Corporate Governance and Sustainable Development Committee, Global Green Chemicals Public Company Limited 2015 – Present Consultant, PTT Global Chemical Public Company Limited 2015 -2013 Chief Operating Officer Downstream petrochemical, PTT Global Chemical Public Company Limited 2013 – 2011 Vice President, Polymer Business Division, PTT Global Chemical Public Company Limited 2011 – 2005 Senior Executive Vice President Corporate Potential Development Division, PTT Chemical Public company Limited ● Non-listed Company 2016 - 2015 Director, Thai Oleochemicals Co., Ltd. 2015 - 2014 Chairman, Thai Oleochemicals Co., Ltd and Thai Fatty Alcohols Company Limited 2013 - 2015 Chairman, Thai Styrenics Co., Ltd. And TOC Glycol Co., Ltd. 2015 – 2012 Director, PTT Polymer marketing Company Limited 2014 – 2013 Chairman, PTTGC International (USA) Inc.		
Other Company that Compete with/relate to the Company	- None -		
Attend of Meeting in 2018	■ The Board of Directors' Meeting 10 / 1 times ■ Annual General Shareholders' Meeting 1 / 1 time ■ Extraordinary General Shareholders' Meeting 1 / 1 time		
Illegal Record in Past 10 years	- None -		
Type of the Directors to be Appointed	Independent Director		
Relationship with Management	- None -		

2. Mr. Anotai Adulbhan (45 Years)

Position	Director		
Starting Date of Directorship	9 June 2016	Tenure	2 years 9 months
% Shareholding	0.17		

Highest Education	Master of Business Administration Northwestern University (Kellogg)
Governance Training of IOD	Director Accreditation Program (DAP) 122/2015
Working Experiences	● Listed Company 2016 - Present Director, Selic Corp PCL. ● Non-listed Company 2016 – Present Director, ReadyPlanet Co., Ltd. 2015 – Present Director, KT restaurant Co.,Ltd. 2014 – Present Director, Humainica Co., Ltd. 2009 – Present Director, Lake Shore Capital Partners Co., Ltd. 2000 – Present Director, Business Commercial Network Co., Ltd.

Other Company that Compete with/relate to the Company - None -

Attend of Meeting in 2018	■ The Board of Directors' Meeting 9 / 10 times ■ Annual General Shareholders' Meeting 1 / 1 time ■ Extraordinary General Shareholders' Meeting 1 / 1 time
Illegal Record in Past 10 years	- None -
Type of the Directors to be Appointed	Director
Relationship with Management	- None -

3. Ms. Palawi Bunnag (41 Years)

Position	Independent Director		
Starting Date of Directorship	9 June 2016	Tenure	2 years 9 months
% Shareholding	0.04		
Highest Education	Bachelor of Laws, Queen Mary, University of London		
Governance Training of IOD	Director Accreditation Program (DAP) 132/2016		
Working Experiences	● Listed Company 2016 - Present Independent Director, Selic Corp PCL. ● Non-listed Company 2002 – Present Lawyer, International Legal Counsellors Thailand Ltd.		

Other Company that Compete with/relate to the Company - None -

Attend of Meeting in 2018	■ The Board of Directors' Meeting 6 / 10 times ■ Annual General Shareholders' Meeting 1 / 1 time ■ Extraordinary General Shareholders' Meeting 1 / 1 time ■ The Corporate Governance Committee 2 / 2 times
Illegal Record in Past 10 years	- None -
Type of the Directors to be Appointed	Independent Director/ Chairman of the Corporate Governance Committee
Relationship with Management	- None -

(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 ซีลิก 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 at _____
ถนน _____ 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 at _____
ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____
Road _____ Tambol/Khwaeng _____ Amphur/Khet _____
จังหวัด _____ รหัสไปรษณีย์ _____
Province _____ Postal Code _____

คนใดคนหนึ่งเพียงคนเดียวเป็นผู้แทนของข้าพเจ้า เพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้า ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2562 ในวันพฤหัสบดีที่ 4 เมษายน 2562 เวลา 14.00 น. ณ ห้องแกรนด์บอลรูม ชั้น 7 โรงแรมทองธารา ริเวอร์วิว เลขที่ 9/99 ถนนเจริญกรุง แขวงบางค้อแหลม เขตบางค้อแหลม กรุงเทพมหานคร 10120 หรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Only one of them as my/our proxy to attend and vote on my/our behalf at the Annual General Shareholders Meeting 2019 (the Meeting) on Thursday 4 April 2019 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 รับรองรายงานการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/ 2561 ซึ่งประชุมเมื่อวันที่ 14
 ธันวาคม 2561

Agenda 1	To Consider and Certify the Minutes of the Extraordinary General Shareholders' Meeting 2018, held on 14 december 2018
----------	---

☐ (n) 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 รับทราบผลการดำเนินงานในรอบปี 2561 และแผนการดำเนินงานปี 2562

Agenda 2 Acknowledging the operational results for the year 2018 and the plan for the year 2019

☐ (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 พิจารณารูปแบบจัดบแสดงฐานะการเงินและงบกำไรขาดทุนสำหรับรอบระยะเวลาบัญชี ประจำปี 2561
 สด ณ วันที่ 31 ธันวาคม 2561 และรายงานของผู้สอบบัญชี

Agenda 3 To consider and approve the statements of financial position and income statements for the fiscal year 2018 ending on December 31, 2018 and the auditor's report

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (๗) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐งดออกเสียง

Approve Disapprove Abstain

วาระที่ 4 พิจารณานมัติแต่งตั้งผู้สอบบัญชีและการกำหนดค่าสอบบัญชี ประจำปี 2562

Agenda 4 To Consider and Approve the Appointment and Remuneration of External Auditors Year 2019

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบคืนทะลอกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

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

☐ เห็นด้วย Approve ☐ ไม่เห็นด้วย Disapprove ☐ งดออกเสียง Abstain

วาระที่ 5

Agenda 5

พิจารณาอนุมัติแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ ประจำปี 2562

To Consider and Approve the Appointment of Directors to Replace those who will Retire by Rotation in 2019

- ☐ (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:
- ☐ เห็นด้วยกับการแต่งตั้งกรรมการทั้งชุด
Approve the appointment of all directors
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| ☐ เห็นด้วย | ☐ ไม่เห็นด้วย | ☐ จดออกเสียง |
| Approve | Disapprove | Abstain |
- ☐ เห็นด้วยกับการแต่งตั้งกรรมการเป็นรายบุคคล
Approve the appointment of certain directors as follows:
- 1 **นายอัททวุฒิ หิรัญบุรณะ**
Mr. Athavudhi Hirunburana
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| ☐ เห็นด้วย | ☐ ไม่เห็นด้วย | ☐ จดออกเสียง |
| Approve | Disapprove | Abstain |
- 2 **นายอโนทัย อุดุลพันธ์**
Mr. Anotai Adulbhan
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| ☐ เห็นด้วย | ☐ ไม่เห็นด้วย | ☐ จดออกเสียง |
| Approve | Disapprove | Abstain |
- 3 **นางสาว ปาลาวี บุนนาค**
Ms. Palawi Bunnag
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| ☐ เห็นด้วย | ☐ ไม่เห็นด้วย | ☐ จดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 6

Agenda 6

พิจารณาอนุมัติกำหนดค่าตอบแทนกรรมการ ประจำปี 2562

To Consider and Approve the Remuneration of the Board of Directors for Year 2019

- ☐ (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 | ☐ จดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 7

Agenda 7

พิจารณาอนุมัติจัดสรรเงินกำไรจากกำไรสะสมของบริษัท ประจำปี 2561 เพื่อจ่ายหุ้นปันผล

To consider and approve the allocation of profit from the retained earnings of the Company for the year 2018 to pay stock dividends

- ☐ (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 | ☐ จดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 8 พิจารณานุมัติการเพิ่มทุนจดทะเบียนโดยการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทแบบมอบอำนาจทั่วไป (General Mandate)
- Agenda 8 To consider and approve the increase of the registered capital by allocating the newly issued ordinary shares of the Company in the form of general mandate
- ☐ (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 9 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัท
- Agenda 9 To consider and approve the increase of the Company's registered capital
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| ☐ เห็นด้วย | ☐ ไม่เห็นด้วย | ☐ งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 10 พิจารณานุมัติแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิข้อ 4 ให้สอดคล้องกับการเพิ่มทุนจดทะเบียน
- Agenda 10 To consider and approve the amendment of Clause 4 of the Memorandum of Association in accordance with the increase of the registered capital
- ☐ (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 11

พิจารณาอนุมัติการจัดสรรหุ้นสามัญเพิ่มทุนเพื่อรองรับการจ่ายหุ้นปันผล

Agenda 11

To consider and approve the allocation of newly issued ordinary shares to support the stock dividend payment

- ☐ (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 12**พิจารณาเรื่องอื่นๆ (ถ้ามี)****Agenda 12****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
Approve | ☐ ไม่เห็นด้วย
Disapprove | ☐ งดออกเสียง
Abstain |
|--|--|--|

- (5) คำแถลงหรือเอกสารหลักฐานอื่น ๆ (ถ้ามี) ของผู้รับมอบฉันทะ _____
Other statements or evidences (if any) of the proxy
- (6) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
If voting in any agenda of my/our proxy hasn't followed this proxy, it shall be deemed such voting is incorrect and isn't my/our voting.
- (7) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In case I/we have not specified my/our voting intention in any item or not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- 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 เว้นแต่กรณีผู้รับมอบฉันทะตามแบบ ค.
The shareholder may grant the power to the proxy for all of the shares specified in Clause (2) and may not grant only a portion of the shares less than those specified in Clause (2) to the proxy except the proxy as form C.

3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะ
In this regard, if the content is too long, it can be specified in the attached supplemental proxy form.
4. กรณีหากมีข้อกำหนดหรือข้อบังคับใดกำหนดให้ผู้รับมอบฉันทะต้องแถลงหรือแสดงเอกสารหลักฐานอื่นใด เช่น กรณีผู้รับมอบฉันทะเป็นผู้มีส่วนได้เสียในกิจการเรื่องใดที่ได้เข้าร่วมประชุมและออกเสียงลงคะแนน ก็สามารถแถลงหรือแสดงเอกสารหลักฐานโดยระบุไว้ในข้อ (5)
If there is any rule or regulation requiring the proxy to make any statement or provide any evidence, such as the case that the proxy has interest in any matter which he/she attends and votes at the Meeting, he/she may mark the statement or provide evidence by specifying in Clause (5).
5. ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระ/กรรมการตรวจสอบของบริษัท ได้แก่ ดร.พัทธนันท์ เพชรเชิดชู เป็นผู้รับมอบฉันทะแทนผู้ถือหุ้น (รายละเอียดประวัติกรรมการปรากฏตามเอกสารแนบ 7)
The shareholder may appoint Independent Director/Audit Committee of the Company, Pattanant Petchchedchoo PhD. to be the proxy as follows: (details of directors as shown in *the Attachment 7*)

ใบประจำต่อแบบหนังสือมอบฉันทะ
Supplemental Proxy Form

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

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

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2562 ในวันพฤหัสบดีที่ 4 เมษายน 2562 เวลา 14.00 น. ณ ห้องแกรนด์บอลรูม ชั้น 7 โรงแรมทองธารา ริเวอร์วิว เลขที่ 9/99 ถนนเจริญกรุง แขวงบางค้อแหลม เขตบางค้อแหลม กรุงเทพมหานคร 10120 หรือที่
จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the Annual General Shareholders' Meeting 2019 shall be held on Thursday 4 April 2019 at 14.00 hours at the Grand Ballroom, 7th Floor, Tongtara Riverview Hotel, no. 9/99, Charoen Krung Road, Bangkok, Bangkok 10120 or such other date, time and place as the meeting may be adjourned.

วาระที่ _____ เรื่อง _____
Agenda Re :

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

วาระที่ _____ เรื่อง _____
Agenda Re :

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

วาระที่ _____ เรื่อง _____
Agenda Re :

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

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. Thus, the Company must disclose the following information in the items regarding the appointment of independent directors on the agenda of the shareholders' meeting:

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

The Information of Independent Director to present as proxy	
1. Dr. Pattanant Petchchedchoo	
Address	No. 1292/29 Soi Charansanitwong 13, Wat Tha Phra, Bangkok Yai, Bangkok 10600
Position	Independent Director, Chairman of the Audit Committee, and Member of Risk Management Committee
Director Training	● Directors Certification Program (DCP) 2014 ● Advanced Audit Committee Program (AACP) 2015
Education	● Ph.D. Accounting, University of Manchester, UK ● Bachelor of Accounting, Thammasart University
Working Experiences within 5 years	2016 - Present Independent Director, Chairman of the Audit Committee, and Member of Risk Management Committee, Selic Corp PCL. 2016 - Present Dean, College of Innovative Business & Accountancy, Dhurakij Pundit University 2015 - Present Member of Audit Testing Subcommittee, Federation of Accounting Professions 2014 - 2017 Consultant for the Board of Directors, Federation of Accounting Professions 2011 - 2016 Dean, Accounting Faculty, Dhurakij Pundit University

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 Annual General Shareholders' Meeting 2019 on 4th of April 2019 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 4th of April 2019 at the venue with a map attached to the Notice.

4. Casting Votes Criteria

General Agenda

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

there would be any amendment to or change in facts, then proxy shall have discretion to consider and vote as appropriate.

Director Agenda

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

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

5. Procedures on Casting Votes

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

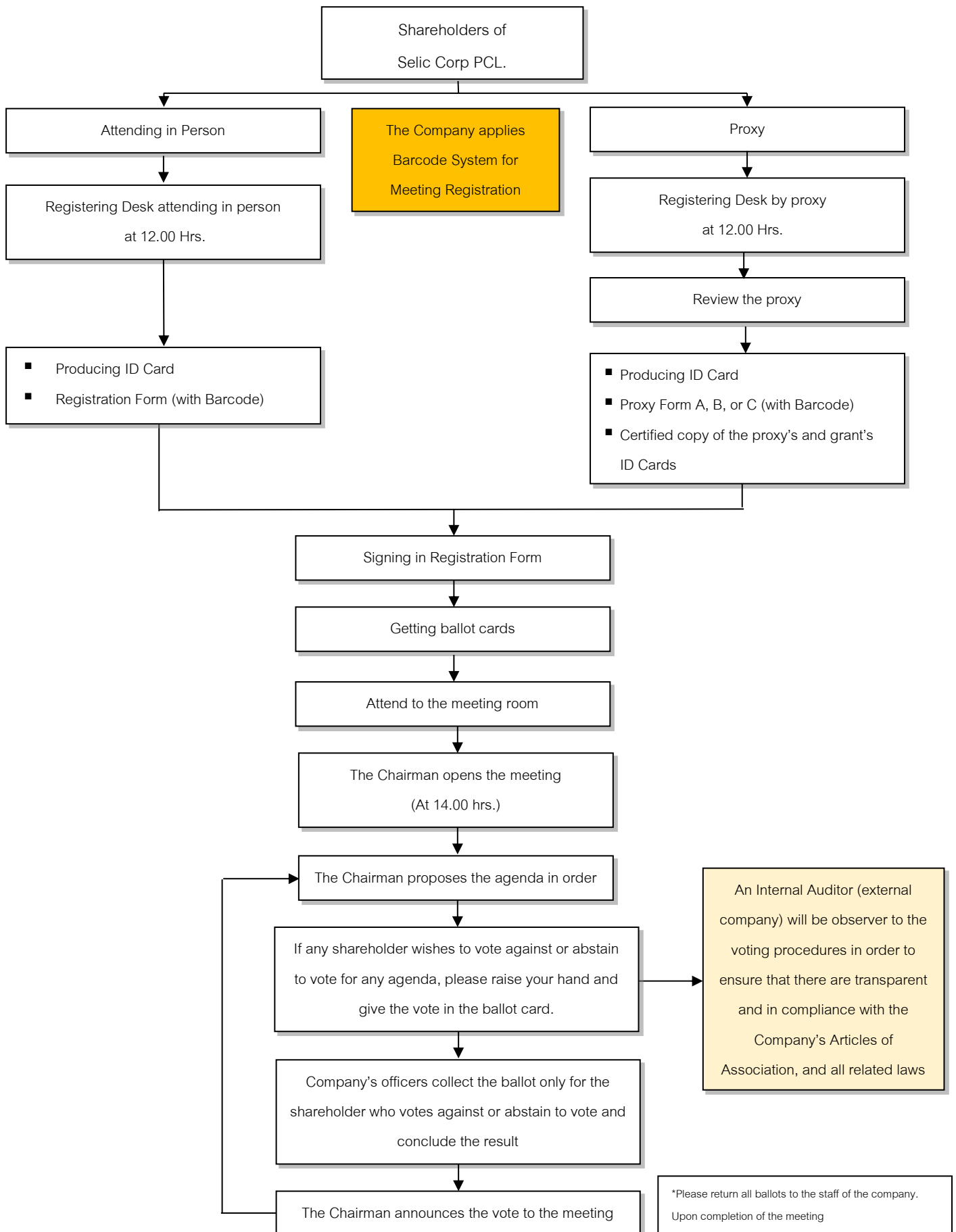
- 1) Chairman of the Meeting shall ask the Meeting to cast vote on each agenda as to approve, disapprove, or abstain. A vote shall be cast by shareholder or proxy on one opinion only.
- 2) Votes shall be counted only by shareholders who disapprove or abstain from votes as specified in the ballots distributed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

6. Counting and Announcing the Votes

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

Procedures for attending of the Annual General Meeting of Shareholders 2019

Selic Corp Public Company Limited

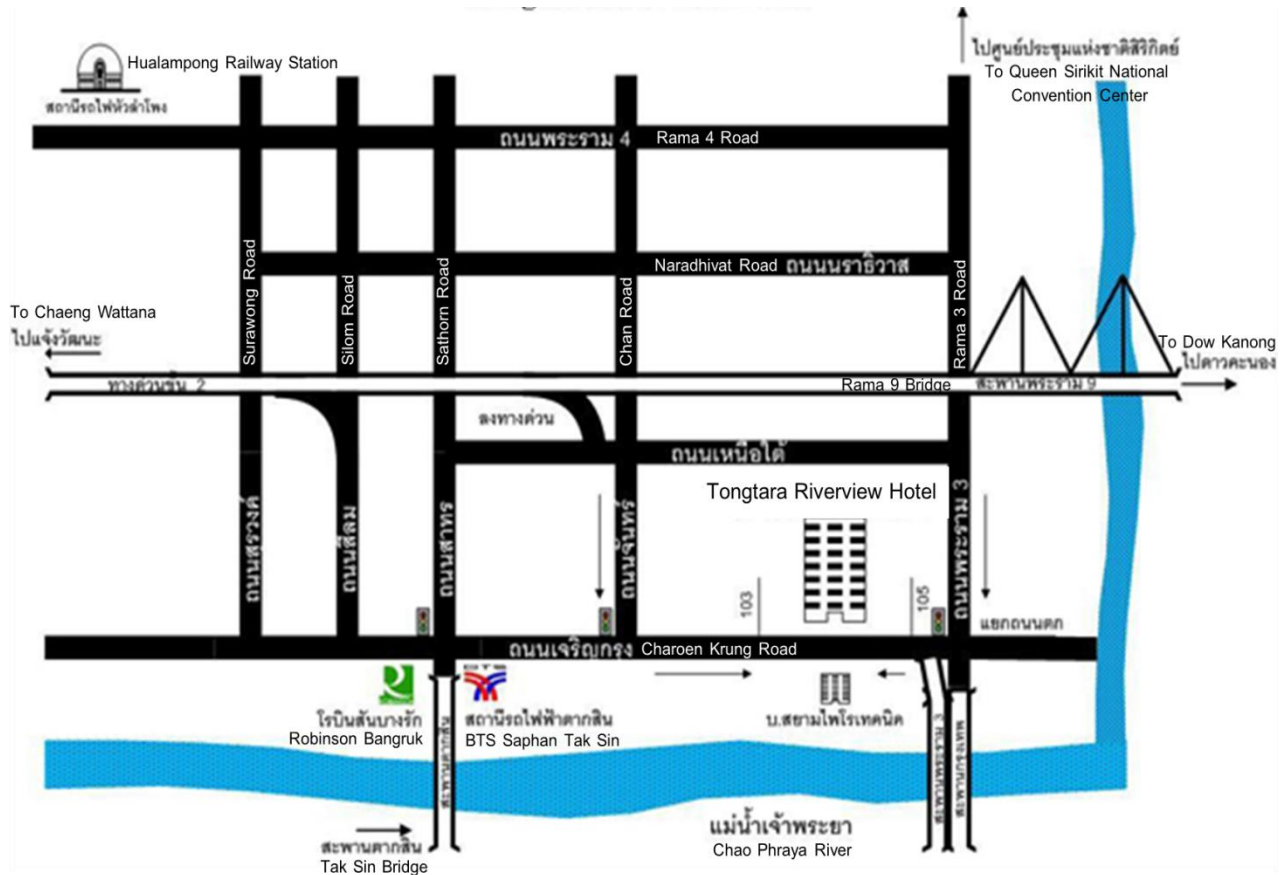
On 4th of April 2019

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 28th March 2019.
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, Bangkoleam, 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