

INVITATION LETTER

ANNUAL GENERAL MEETING OF SHAREHOLDERS (AGM)

2022



Friday 8 April 2022 at 1.30 p.m.

At Meeting Room 5th floor, Siam Global House Public Company Limited
Head Office

232 Moo 19, Tambon Robmuang, Amphur Muang, Roi-Et 45000

 **Call Center**
1160

 callcenter@globalhouse.co.th
 www.globalhouse.co.th

24 years
ANNIVERSARY

1 March 2022

Subject : Invitation letter to the 2022 Annual General meeting of shareholders (AGM)

To : Shareholders of Siam Global House Public Company Limited

Attachments :

1. A copy of the Minutes of the Annual General Meeting of Shareholders for the year 2021
2. Annual Report 2021 in the form of QR Code
3. Report of the increase in stock capital of company (Form F 53-4)
4. Personal profile of the nominated directorial candidates
5. The Company's Articles of Association Concerning the Shareholders' Meeting
6. Definition of Independent Directors
7. Condition and procedure for registration and proxy granting
8. Information of independent directors for considering granting as proxy of shareholders
9. Proxy form A, form B and form C
10. The guidelines for attending the Annual General Meeting of Shareholders 2022 under the situation of Coronavirus 2019 (COVID-19) outbreak
11. Map of the venue of the meeting

The Board of Directors' meeting of Siam Global House Public Company Limited (the "Company") has resolved to determine the date of the Annual General Meeting of Shareholders for the year 2022 which will be held on Friday, 8 April 2022, 1.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Muang, Muang, Roi Et to consider matters under the following agenda items:

Note : The Company invites shareholders to propose meeting agenda in advance to be submitted the shareholder's proposal as an agenda in the meeting from 15 October 2021 to 15 January 2022, but there was no agenda proposed by the shareholders.

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

Detail : The Company arranged the Annual General Meeting of Shareholders for the year 2021 on 7 April 2021 at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Muang, Muang, Roi Et. The Copy of minutes of the meeting was disclosed on this letter as required by laws. (Please see Attachment No.1 for details.)

Board of Directors' Opinion : After due consideration, it was deemed appropriate to propose to the Annual General Meeting of Shareholders to certify the minutes of the Annual General Meeting of Shareholders for the year 2021, held on 7 April 2021.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 2 To acknowledge the Company's 2021 Operating Results and to approve the Audited Financial Statements for the year ended 31 December 2021.

Detail: The audited financial statements for the year ended 31 December 2021 is shown in the "Financial Statements" of the Annual Report 2020, which have been audited and certified by the Certified Public Accountant and reviewed by the Audit Committee and the Board of directors that it was accurate. The shown the financial status and the Company's performance of the year 2021 are summarized as follows :

Unit : Million Baht

Transaction	As at 31 December 2021	
	Consolidated Financial Statements	Separate Financial Statements
Total Assets	39,274.60	38,090.50
Total Liabilities	19,438.55	18,745.76
Total Equity	19,836.05	19,344.74
Total Revenue	34,116.11	33,620.82
Net Profit for the year	3,358.97	3,245.11
Profit (loss) attributable to : Equity holders of the parent	3,343.58	3,245.11
Profit (loss) attributable to : non - controlling interests	15.40	-
Total comprehensive income attributable to : Equity holders of the parent	3,394.16	3,255.71
Total comprehensive income attributable to : Non-controlling interests	42.54	-
Earnings per share attributable to equity holders of the parent (Baht / Share)	0.7266	0.7052

The details are shown in the “Financial Statements” of the Annual Report 2021 of the Company which were delivered to the shareholders with Invitation letter to the 2021 AGM. (Please see Attachment No.2 for details.)

Board of Directors’ Opinion : After due consideration, the Board found it appropriate to propose to the Annual General Meeting of Shareholders to acknowledge the 2021 operating results and to approve the Audited Financial Statements for the year ended 31 December 2020 which have been audited and certified by the Certified Public Accountant and reviewed by the Audit Committee and the board of directors respectively.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 3 To consider and approve regarding the allocation of net profit for the year 2021 as legal reserves and the dividend payment

Detail : As required by law, the Company must allocate the net profit as legal reserves not less than 5 percentages of the net profit until it reach 10 percentages of registered capital. Since the legal reserves of the Company as at 31 December 2021 were Baht 484,182,751.00 which accounted to 10.52% of registered capital which has reached as stipulated by law, therefore, there will be no further allocation of the net profit for the year 2020 as legal reserves. In addition, according to the Company’s dividend policy, dividends must be paid out to shareholders at least 30 percentages of the net profit for the year after deduction of all types of reserves stipulated by law and the Company’s Articles of Association. After due consideration by the Board of directors, it was deemed appropriate to propose the Company to pay the dividends to the shareholders for the year 2021 in forms of :

Paying in common stock dividend in an amount which not exceeding 200,072,658 shares at the par value of Baht 1 per share to the Company's shareholders at the rate of 23 (Twenty - three) existing shares per 1 (One) stock dividend with the total amount of shares not exceeding Baht 200,072,658 or shall be converted for dividend payment at Baht 0.0434782607 per share. In case that any shareholder holds the indivisible share remaining after such allocation, the dividend shall be paid by cash instead of stock dividend at the rate of Baht 0.0434782607 per share.

Paying in cash dividend at the rate of Baht 0.2548309179 (10 decimal), or not exceeding in total of Baht 1,172,648,082.58

The total of the stock dividend and the cash dividend payment in a whole year shall be equivalent to the rate of Baht 0.2983091786 (10decimal) per share which can be calculated as in the total amount of approximately Baht 1,372,720,740.58 or 42.30 percentages of net profit in 2021 (after paid off by legal reserves). All dividends shall be deducted for the withholding tax at the rate stipulated by law.

By specifying the list of shareholders who are entitled to receive the dividends in forms of stock and cash dividends on Monday 28 February 2022 which the date of dividend payment is on Friday 6 May 2022. However, the granting of such rights of the Company is not yet definite, because an approval by the Annual General Meeting of Shareholders is still required.

Details of dividend payment for the year 2018 - 2020.

Year	2018	2019	2020
Earnings per share (Baht / Share)	0.5008	0.4853	0.4336
Dividend per share (Baht / Share)	0.2556	0.2053	0.2305
Proportion of dividends payment of net profit (%)	53.71	52.12	53.16

Note : The earning per share above is basic earnings per share which based on the financial statements of each year, that did not adjust the number of shares of previous years due to the increase of capital for stocks dividend payment.

Board of Directors' Opinion : After due consideration, the Board found it appropriate to propose to the Annual General Meeting of Shareholders to approve the dividend payment by share and cash from the net profit for the year 2021 and acknowledged the matter of no allocation of legal reserves as proposed by the Board.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 4 To approve the reduction of the Company's registered capital by cancelling unissued registered shares remaining from the stock dividend allocation according to the resolution of the Annual General Meeting of shareholders for the year 2021 in total of 11,998 shares with the par value of Baht 1, and to amend Clause 4 of the Company's Memorandum of Association and relevant document to be in line with the decrease of the registered capital

Detail : The Meeting is proposed to consider and approve the reduction of the Company's registered capital from Baht 4,601,683,147.00 to Baht 4,601,671,149.00 by canceling 11,998 unissued registered ordinary shares with the par value of Bath 1 each, totaling Baht 11,998.00, which is the registered ordinary shares to support dividend payment according to the resolution of the Annual General Meeting of shareholders for the year 2021 held on 7 April 2021 which remained

unissued in the total amount of 11,998 shares, including amend Clause 4 of the Company's Memorandum of Association inclusive of related documents to be in line with the decrease of the registered capital as follow;

Clause 4	Registered Capital amount	4,601,671,149.00	Baht
	Divided to	4,601,671,149	Shares
	Par Value	1.00	Baht
	By separating to		
	Ordinary Shares	4,601,671,149	Shares
	Preference Shares	-	Share

Board of Directors' Opinion : The Annual General Meeting of Shareholders shall approve the reduction of the Company's registered capital from Baht 4,601,683,147.00 to Baht 4,601,671,149.00 by canceling 11,998 unissued ordinary shares with the par value of Baht 1, totaling Baht 11,998.00 and to amend Clause 4 of the Company's Memorandum of Association inclusive of related documents to be in line with the decrease of the registered capital.

Voting : This agenda must be approved majority of not less than three-fourth of the total votes of shareholders attending the meeting and eligible to cast the votes.

Agenda 5 To approve the increase of the Company's registered capital of 200,072,658 shares with the par value of Baht 1 to support the dividend payment, and to amend Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital.

Detail: To support the stock dividend payment total 200,072,658 shares, hereby to approve the increase of the registered capital in the ordinary share, a total of 200,072,658 shares with the par value of Baht 1 each Baht 4,601,671,149.00 to be Baht 4,801,743,807.00 and to amend Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital as follow ;

Clause 4	Registered Capital amount	4,601,671,149.00	Baht
	Divided to	4,601,671,149	Shares
	Par Value	1.00	Baht
	By separating to		
	Ordinary Shares	4,801,743,807	Shares
	Preference Shares	-	Share

Board of Directors' Opinion : The Annual General Meeting of Shareholders should approve the increase the registered capital from Baht 4,601,671,149.00 to be Baht 4,801,743,807.00 by issuing 200,072,658 new shares with the par value of Baht 1 each and to amend Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital.

Voting : This agenda must be approved majority of not less than three-fourth of the total votes of shareholders attending the meeting and eligible to cast the votes.

Agenda 6 To approve the allocation of additional ordinary shares 200,072,658 shares to support the stock dividend payment.

Detail : As the Company adopted a resolution regarding the dividend payment as described in Agenda 3, the Company shall allocate ordinary shares to support the stock dividend payment for 200,072,658 shares with the par value of Baht 1 each to the company's shareholders in 23 existing shares per 1 stock dividend. The Company also enclosed The Capital Increase Report Form (F 53-4) in this document. (Please see Attachment No.3 for details)

Board of Directors' Opinion : The Annual General Meeting of Shareholders should approve the allocation of additional ordinary share 200,072,658 shares with the par value of Baht 1 each to support the stock dividend payment as proposed.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 7 To consider and approve the appointment of auditors and determination of the audit fee for the year 2022.

Detail : According to the Public Limited Companies Act, B.E.2535, and Clause 40 (5) of the Memorandum of association, has determined that the business where the Annual General Meeting of shareholders shall convene the meeting with follow; (5) consider to appoint the Auditors and Audit Fee.

The Audit & Risk Management Committee's opinions : The Audit & Risk Management Committee has considered auditors for auditing the financial statements for the year 2022 by considering independence of the auditor, qualifications, skills and knowledges, experience in business and the financial statement auditing in the past year including the performance result of auditors from M.R. & ASSOCIATES CO., LTD. The Audit & Risk Management Committee has opinions for the Board of Directors to propose to the Annual General Meeting of Shareholders to approve and appoint the auditors and determine the audit fee of the year 2022; with details as the following :

(1) Names and Audit firm proposed to appoint the auditors from M.R. & ASSOCIATES CO., LTD. To be the Auditors of the year 2022 by determining anyone of auditors to conduct the audit and express an opinion on the Company's financial statements as follow ;

- | | | | |
|----|--------------------------------|-------------|--|
| 1. | Mr. Methee Ratanasrimetha | CPA No.3425 | (has signed the Company's financial statements for the fiscal year ended December 31, 2018 - December 31, 2021) and / or |
| 2. | Miss. Varaporn Vareesawedsuvan | CPA No.5087 | (has never signed the Company's financial statements) and / or |
| 3. | Mr. Akadet Pliensakul | CPA No.5389 | (has never signed the Company's financial statements) and / or |
| 4. | Miss. Kornthip Wanichwisedkul | CPA No.6947 | (has never signed the Company's financial statements) |

(2) The Audit Fee of the year 2022 proposed to determine the Audit Fee of the year 2022 in amount of Baht 3,900,000.00 which is appropriate rate compared to the quantity of work and audit fees of other listed companies in the same level.

Audit Fee (Excluded others expenses)	2022 (Proposed)	2021	2020
Annual audit fee and quarterly review fee (Baht)*	3,900,000.00	3,400,000.00	3,400,000.00
Non Audit Fee	None	None	None

Remark * The Audit fee as mentioned above is excluded others expenses such as copy expenses, traveling expenses, office supplies expenses, etc. which the auditors shall charge with the company as much as actually paid.

Board of Directors' Opinion : After having considered the matter, the Board of Directors agree with the proposal of the Audit and Risk Management Committee, therefore, proposed to the Annual General Meeting of Shareholders to consider the approval for the appointment of auditors and determination of the audit fee for the year 2022 in amount of Baht 3,900,000.00, according to the Audit and Risk Management Committee recommended. The Auditors 'names as below;

Mr. Methee Ratanasrimetha	Certified Public Accountant No. 3425 and / or
Miss. Varaporn Vareesawedsuvan	Certified Public Accountant No. 5087 and / or
Mr. Akadet Pliensakul	Certified Public Accountant No. 5389 and / or
Miss. Kornthip Wanichwisedkul	Certified Public Accountant No. 6947

By the auditors who has signed in the financial statement shall continue to perform their duties not exceeding 7 years. Presently, the auditor who has signed in the financial statement is Mr. Methee Ratanasrimetha, who perform his duty for 4 years since the end of the accounting period as at 31 December, 2018 – 31 December, 2020. Anyhow, the auditors have been proposed above that no relationship and /or no conflict of interest in the company, subsidiary, executives, major-shareholders or any related to such persons, therefore, they have independence in auditing and expressing opinions to the financial statement of the company. The auditors of the Company and the auditors of subsidiary company that established in Cambodia, they are not in the same audit firm. However, the Board of Directors shall ensure that the financial statements be prepared within the time frame and ensure that the auditors verify the information before preparing the consolidated financial statements.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 8 To consider and appoint directors replacing those who would retire by rotation.

Detail : According to the Public Limited Companies Act, B.E.2535 and Article 19 of Company's Articles of Associations, determined that one-third of total number of directors, or the number nearest to one-third must retire by rotation at the Annual General Meeting of Shareholders. The directors retired in the first and second year after registration of a public company limited shall be decided by drawing lots. In subsequent years, the directors who have been in office longest shall retire first but may also be re-elected.

In the Annual General Meeting of Shareholders 2022, there are 3 directors must retire by rotation as follow;

1. Mr.Pairoj Juarprathoom Position The Company Director / Independents Director / Chairman of Audit and Risk Management committee.
2. Dr.Boonchai Pitugdamrongkija Position The Company Director / Independents Director / Audit and Risk Management Director.
3. Pol.Gen. Kawee Supanun Position The Company Director / Independents Director / Chairman of nomination and remuneration committee.

The company gives shareholders an opportunity to propose name of qualified candidates for director position in advance to be submitted the shareholder's proposal as an agenda of the appointment of director at the meeting from October 15, 2021 to January 15, 2022 by publicizing through reporting news system of the Stock Exchange of Thailand and on the company's website. Anyway, when it's due as aforesaid, there were none of the proposals for candidates to be elected as the company's directors.

Opinions of the Nomination and Remuneration Committee : The Nomination and Remuneration Committee exclude stakeholder directors has considered under the Nomination criteria by considering from qualifications and found that all 3 directors who must be retired by rotation in this year, have complete qualifications specified in the Public Limited Companies Act B.E 2535 with their knowledges, capabilities and experiences that would be useful for the development of the company as well as congruity regarding generally board diversity and during the period of 2 preceding years, all 3 directors are not used to be employees or partners of an auditor. For this year, the directors who must retire by rotation, that is; Mr. Pairoj Juarprathoom 2. Dr. Boonchai Pitugdamrongkija 3. Pol.Gen.Kawee Supanun, which all 3 directors has taken a post of independent directors for 3 years and able give an independent opinions according to the related criteria. Thus, the Nomination and Remuneration Committee has considered to propose the appointment of all 3 directors to take a post of directors for another tenure. The profiles of directors are enclosed in the attachment no.4, on page 26 to 31 of invitation letter.

Board of Directors' Opinion : After proper consideration, the Board of Directors with exclusion of stakeholder directors, has considered and agreed with the proposal of the proposal of the nomination and remuneration committee, because those 3 directors that is 1. Mr. Pairoj Juarprathoom 2. Dr. Boonchai Pitugdamrongkija 3. Pol.Gen.Kawee Supanun, have complete qualifications specified in the Public Limited Companies Act B.E 2535 with their knowledges, capabilities and experiences beneficial to the company's business operation, able to give an independent opinions and being in accordance with the related criteria. The nominated directors in this time have passed screening process and prudently consideration by the Board of directors that they have appropriate qualifications for the company's business operation. Also, there are no other names of directors proposed by the shareholders. Therefore, the Board of Directors has approved to propose to the Annual General Meeting of Shareholders for consideration of the approval to re-appoint 3 directors who retired by rotation to be company's directors for another tenure.

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 9 To consider and approve remuneration and bonus of the directors for the year 2022

Detail : According to Clause 24 of the Company's Articles of Association specifies that "the Directors are entitled to receive the remuneration from the Company by consideration of the Shareholders' Meeting. The remuneration may be specified in the certain amount of money or criterions for consideration from time to time, or in effective all time until such has been changed. In addition, the directors will be entitled to receive allowance and welfares according to the Company's rules".

The contents in the first paragraph will not be affected to the right of staff or employee of the Company who is elected to be the director to receive the remuneration and benefits as the staff or employee of the Company.

The Nomination and Remuneration Committee's Opinions : The Company's remuneration process through the consideration of the Nomination and Remuneration Committee before submit to the Board of Directors for approval to propose to the shareholders' meeting. The Nomination and Remuneration Committee has considered the directors' remuneration with prudence by considering to the appropriateness in line with the good corporate governance that is the company's performance, the directors' obligations, compared with the same business and generally business situation. The Nomination and Remuneration Committee commented that the remuneration of directors for the year 2022 should be proposed by not exceeding Baht 15,000,000.00 that is at the same rate as the previous year. In return to the directors that participated in the administration and development of the Company to be progressive and had good performance throughout the past period as well as the increase of branched every year. By the end of 2021, there are a total of 75 stores.

The directors' remuneration consists of the monthly remuneration only for directors who are not employees of the Company, remuneration per meeting attendance (include group of sub-committees) and bonus at the rate not exceeding of 0.70% of dividend paid to shareholders which the Chairman will consider and appropriately allocate to each director accordingly.

The Comparison of detail of the remuneration for the Company's Directors in the previous years

Year	Approval amount (Baht)	Actual amount paid (Baht)		
		Monthly remuneration & Meeting remuneration	Bonus	Total
2019	15,000,000.00	5,666,666.65	5,112,900.00	10,779,566.65
2020	15,000,000.00	5,723,833.32	7,438,280.40	13,162,113.72
2021	15,000,000.00	6,650,000.00	7,000,000.00	13,650,000.00

Board of Directors' Opinion : The Board of Directors has considered and agreed with the proposal of the Nomination and Remuneration Committee; therefore, it was deemed appropriate to propose to the Annual General Meeting of Shareholders for consideration on the approval the directors' remuneration for the year 2022 not exceeding of Baht 15,000,000.00 as the Nomination and Remuneration Committee proposed. The details of remuneration as follows:

Details of Remuneration	Chairman	Director
1. Monthly remuneration	70,000 Baht / Person / Month	35,000 Baht / Person / Month
2. Attendance fee of the Board of director	40,000 Baht / Person / Time	35,000 Baht / Person / Time
3. Attendance fee of Sub-Committee (Audit & Risk Management Committee, Nomination & Remuneration Committee)	30,000 Baht / Person / Time	25,000 Baht / Person / Time
4. Bonus	Not exceeding of 0.70% of dividend paid to shareholders which the Chairman will consider and appropriately allocate to each director accordingly.	
5. Other Benefit	-None-	

Voting : This agenda must be approved by a majority vote of the shareholders who attended the meeting and cast their votes.

Agenda 10 Others (if any)

Therefore, the Board of Directors' meeting of Siam Global House Public Company Limited ("the Company") has resolved to determine the date of the Annual General Meeting of Shareholders for the year 2022 which will be held on Friday, 8 April 2022, 1.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Muang, Muang, Roi Et. By specifying the list of shareholders who are entitled to attend at the Meeting shall be recorded within Monday 28 February 2022.

We hereby invite all shareholders of the Company to attend the Annual General Meeting of Shareholders on the date, and at the time and place mentioned above. The meeting will proceed according to the company's Articles of Association, Appointment of Proxy, Counting and Announcement on the Meeting which could be seen in the Attachment below.

Yours Sincerely



Mr. Apisit Rujikeatkamjorn

Chairman

Siam Global House Public Company Limited

Notice :

- In the event that the shareholder desires to make inquiry, please contact the Investor Relation Department, Tel 1160 or 082-7355914
- The Company has published the Invitation letter and Annual Report 2020 in Thai and English version on the Company's website which the shareholders can be downloaded on (www.globalhouse.co.th)
- The shareholders who wish to receive the Annual Report 2020 in printed form, please send the reply form attached in this invitation letter to the Investor Relation Department, Siam Global House Public Company Limited. 232 Moo 19, Tumbon Rob Muang, Amphur Muang Roi-Et, Roi-Et 45000 or email: ir@globalhouse.co.th

(Translation)

Siam Global House Public Company Limited
Minutes of the Annual General Meeting of Shareholders 2021

Date, Time and Place :

The meeting was held on Wednesday, 7 April 2021, 13:30 p.m. hours at Meeting Room 5th Floor, Siam Global House Public Company Limited Head Office, 232 Moo 19 T.Robmuang, A.Muang Roi Et, Roi Et.

Directors attend the meeting.

- | | | | |
|-----|-----------------|------------------|---|
| 1. | Mr. Apisit | Rujikeatkamjorn | Chairman |
| 2. | Mr. Pairoj | Juarprathoom | Director / Chairman of Audit & Risk Management Committee / Independent Director |
| 3. | Dr. Boonchai | Pitugdamrongkija | Director / Audit & Risk Management Committee / Independent Director |
| 4. | Dr. Vongsak | Swasdipanich | Director/ Audit & Risk Management Committee / Nomination & Remuneration Committee / Independent Director |
| 5. | Mr. Witoon | Suriyawanakul | Director / Chairman of Management Committee / Nomination & Remuneration Committee / Chief Executive Officer |
| 6. | Mrs. Warunee | Suriyawanakul | Director / Management Director / Vice CEO -Human Resource |
| 7. | Pol. Gen. Kawee | Supanun | Director / Chairman of Nomination & Remuneration Committee / Independent Director |
| 8. | Mr. Nithi | Patarachoke | Director / Management Director (Attended the meeting via electronic media) |
| 9. | Mr. Paramate | Nisagornsen | Director (Attended the meeting via electronic media) |
| 10. | Mr. Bunn | Kasemsup | Director (Attended the meeting via electronic media) |

List of the director being absent

There are 10 directors, all directors attended the meeting with the proportion of 100%, and none is absent.

Executives attend the Meeting

- | | | | |
|-----|---------------|------------------|--|
| 1. | Mr. Anawat | Suriyawanakul | Vice CEO - Inventory Management & Marketing /
Management Director |
| 2. | Mr. Yuthana | Suriyawanakul | Vice CEO - Imported Products |
| 3. | Miss Chutikan | Srisaengchan | Vice CEO - Accounting & Financial |
| 4. | Mr. Piphop | Vasanaarchasakul | Vice CEO - Business Development |
| 5. | Mr. Kriangkai | Suriyawanakul | Vice CEO |
| 6. | Mr. Isara | Rujikeatkamjorn | Vice CEO |
| 7. | Mr. Khemchat | Sungkakam | Vice CEO - Innovation & System Development |
| 8. | Mr. Thapanat | Asawachulamanee | Assistant CEO - Innovation & System Development |
| 9. | Miss Wiphawee | Hongsamsipjed | Assistant Vice CEO |
| 10. | Mrs. Supat | Sutti | Director - Accounting & Financial |

Independent Auditor from MR & Associates Co., Ltd

- | | | | |
|----|--------------|----------------|--------------------------------------|
| 1. | Mr. Methee | Ratanasrimetha | Certified Public Accountant No. 3425 |
| 2. | Miss Muntana | Supanuruk | Certified Public Accountant No. 4151 |

The Company invited the shareholders to propose meeting agenda for the Annual General Meeting of Shareholders 2021 in advance via the website of the Stock Exchange of Thailand and the Company's website from 21 October 2020 to 31 January 2021. After the due date, there was no agenda proposed by the shareholders.

The number of shareholders attend the Meeting.

Mr. Apisit Rujikeatkamjorn, the Chairman of the meeting ("Chairman"), assigned Miss Chutiya Apinantasri as the spokesman, welcomed the shareholders and proxies for their attendance to the meeting and informed that during the pandemic situation of Coronavirus 2019, the Company has realized on the safety of all attendees. Therefore, the Company has set the protective measures regarding the Protective Measure by the Department of Disease Control, Ministry of Public Health by setting the screening point to monitor the attendees' temperatures before entering the meeting room, together with arranging the social distancing seats, providing hand sanitizers in various points with face masks, and requiring the attendees to wear their face masks during the meeting.

After that, the spokesman informed to the meeting that there were 27 shareholders presented in person and 1,381 shareholders presented by proxies, resulting in total of 1,408 persons attending the meeting, representing 3,815,980,789 shares which accounted for 86.70 of the total shares issued and paid-up shares. Then, the meeting constituted a quorum as there were at least twenty-five (25) shareholders or at least one-half of total number of shareholders attending the meeting, holding voting shares of no less than one-third (1/3) of total issued shares of the Company as stipulated under Article 37 of the Company's Article of Association.

The Meeting Proceed

- 1) The voting shall be made on a basis of one share per one vote. The Company had prepared voting cards of each agenda item for the shareholders. A total of 12 voting cards for 10 agenda items shall be distributed to each shareholder.

- 2) After the presentation of each agenda item had completed, the meeting would be asked to vote, whereby for sake of convenience and promptness, shareholders who wish to abstain from voting or vote against the item will be asked to show hands so that the staff would pick up their voting cards. Any shareholder not showing their hand shall be considered to vote in favor of the item. Votes shall be counted by barcode scanning. After the votes had been processed, the result shall be announced comprising a number of votes ‘approved’, ‘disapproved’ and ‘abstained’. And for “approve” voting card that not collected during the meeting, please return all after the meeting.
- 3) In each agenda item, the shareholders may ask questions or make comments by raising their hand. After being permitted by the chairman of the meeting, the shareholder shall give his name to the meeting before making queries or comments directly related to the relevant agenda item. Any queries or comments not related to the agenda items should be made at the end of all agenda items.
- 4) Any queries or comments made should be concise and direct to the point to ensure the meeting proceed smoothly and promptly. In this regard, the Company reserves the right to proceed as it deems appropriate.

For transparency in vote counting, the Company had invited a shareholder or proxy to send a representative to verify the vote counting. Subsequently, Miss Arporn Sornsakda as a shareholder, has been invited to witness the vote counting. Then, the meeting was proceeded according to the agenda as set out in the invitation letters to the shareholders as follows:

Agenda 1 : To Certify the Minutes of the Annual General Meeting of Shareholders for the year 2020

The Chairman informed the meeting that the Company had prepared minutes of the Annual General Meeting of Shareholders for the year 2020 and already sent copies thereof to the shareholders, a copy of which had been enclosed as Enclosure No.1 to the invitation letter for the Annual General Meeting of Shareholders 2021. The Board of Directors of the Company had reviewed the minutes and viewed that it is appropriate to propose the Minutes of the Annual General Meeting of Shareholders for the year 2020 to the meeting for adoption.

Then the shareholders were invited for questions or recommendations regarding this agenda. As there were no questions or recommendations, shareholders were asked to vote for this agenda, resulting in the following resolution.

Resolution : Approved the minutes of the Annual General Meeting of Shareholders for the year 2020 held on 24 April 2020, with the majority vote of the shareholders who attend the meeting and cast their votes as follows :

Vote for	Number of Votes	Percentage
Approve	3,811,722,752	99.77
Disapprove	-	-
Abstain	8,764,088	0.23
Invalid Voting Cards	-	-

Agenda 2 : To Acknowledge the Company’s 2020 Operating Results and to Approve the Audited Financial Statements for the year ended 31 December 2020

The Chairman had assigned Ms. Chutikan Srisaengchan, Vice-CEO in Accounting and Financial informed the meeting to acknowledge the Company’s operating of last year and Management Discussion and Analysis of financial statements for the year ended 31 December 2020 as below :

The last year, all over the world and Thailand has encountered the epidemic of coronavirus 2019(COVID-19). The Company has temporarily closed stores to comply with the lockdown measures of government between 22-31 March 2020, 40 stores, 1-30 April 2020, 31 stores and 1-16 May 2020, 19 stores. Bueng Kan branch was closed for the longest 56 days and 40 stores were closed the most. The recurrence of the epidemic in December, the Company had to close more stores in the area of Samut Sakhon, Samut Songkhram and Rayong between 21-31 December 2020.

The operating results for the year 2020, the Company has expanded 5 stores at Sai Noi (Phra Nakhon Si-Ayutthaya), Det Udom (Ubon Ratchathani), Phayao, Kuchinarai (Kalasin), Wiang Pa Pao (Chiang rai) and operates in the total of 71 stores by the end of year 2020, and 1 store by a subsidiary named Global House (Cambodia) Co., Ltd. in Phnom Penh, Cambodia. The operating results by consolidated financial statements and separate financial statements as at 31 December 2020. The details are as follows :

Consolidated Financial Statements

- Total revenues of the Company were Baht 27,295.65 million (exclude gain or loss on exchange rate) that decreased from 2019 by Baht 1,301.93 million or 4.55% which comprise of the following details;
 - Net sales revenue was Baht 26,802.96 million, a decrease from 2019 of Baht 1,278.48 million or 4.55%. It was affected by epidemic of coronavirus 2019 (COVID-19)
 - Other revenues were Baht 492.69 million (exclude gain or loss on exchange rate), a decrease from 2019 of Baht 23.45 million or 4.54%.
- Gross profit equal 23.89 % of sales revenue, an increase of 1.31% from 2019, due to the adjustment of proportion of house brand products.
- Distribution costs & Administrative expenses was Baht 4,300.98 million, an increase from 2019 of Baht 262.52 million or 6.50 %. It was due to the increase of expense of 5 new stores expansion and renovation of the same stores. Of these, there were expense do not from normal operations such as expense from renovation of the same stores to new model stores. Which been the expense of asset amortization before maturity useful life in number of Baht 67.86 million, if eliminated this transaction, the actual operation expenses be only Baht 4,233.12 million that increase from the year 2019 by Baht 195.00 million or 4.80%
- Net profit was Baht 1,975.52 million, a decrease from 2019 of Baht 138.56 million or 6.55%. The net profit per sales of 7.37% and earnings per share equals to 0.4444 Baht /share, or a decrease from 2019 of 0.0312 Baht/share.
- EBITDA was Baht 3,781.61 million which increase from the year 2019 by Baht 2.86 million which compare with sales revenue equal 14.11%, an increase from 2019 of 0.65%. Although the net profit is less than the previous year but EBITDA more than, due to the increasing of gross profit margin.

Consolidated financial position of the Company at the end of 2020 are as follows;

- Total assets were Baht 36,020.30 million, increasing by Baht 33.92 million or 0.09%. It was from the 5 new stores and renovation of the same stores. Including an increase of right-of-use in assets following the adopting of Financial Reporting Standards No.16: Leases from 1 January 2020.
- Total liabilities were Baht 18,806.46 million, decreasing by Baht 1,049.01 million or 5.28%, the Company has made repayment for short-term loans and due debt to financial institutions, despite some of the increased liabilities from the accounting record in accordance with Financial Reporting Standards No.16: Leases.
- Total shareholders' equity were Baht 17,213.84 million, increasing by Baht 1,082.92 million or 6.71%. It was mainly due to increase of retained earnings past 12 months and the stock dividend payment.

Separate Financial Statements

- Total revenues of the company were Baht 26,673.44 million (exclude gain or loss on exchange rate and derivatives) that decreased by Baht 1,319.92 million or 4.72% from 2019 which is comprised of the following details:
 - Net sales revenue was Baht 26,207.95 million, a decrease of Baht 1,274.21 million or 4.64% from 2019.
 - Other revenues were Baht 465.49 million (exclude gain or loss on exchange rate and derivatives), a decrease of Baht 45.71 million or 8.94% from 2019 due to the decrease of revenue from service.
- Gross profit equal 23.77 % of sales revenue, an increase of 1.29 from 2019, mainly due to the adjustment of proportion of house brand products.
- Distribution costs & Administrative expenses was Baht 4,190.57 million, increased from 2019 by Baht 259.20 million or 6.59%. These expenses represented 15.99% of the sales revenue, an increase of 1.68% from 2019. It was due to the increase of expense of 5 new stores expansion and renovation of the same stores. It was the expense of asset amortization before maturity useful life in number of Baht 67.86 million, if eliminated other expenses the Distribution costs & Administrative expenses was Baht 4,122.71 million that increase from the year 2019 by Baht 191.34 million or 15.73% of sales revenue.
- Net profit was Baht 1,908.71 million, a decrease from 2019 of Baht 130.22 million or 6.39%. It was due to the decrease of sales amount by epidemic situation of coronavirus 2019(COVID-19)
- EBITDA was 3,682.63 million, a decrease of Baht 32.74 million or 0.88% from 2019. EBITDA on sales was 14.10% which increased from the previous year by 0.60% due to the increase of gross profit margin.
- The Company's separate financial position as at the end of the year 2019 are as follows; total assets were Baht 35,058.52 million, decreasing by Baht 534.36 million or 1.50%; total liabilities were Baht 18,154.99 million, decreasing by Baht 1,563.08 million or 7.93% and; total shareholders' equity were Baht 16,903.53 million, increasing by Baht 1,028.73 million or 6.48%.

The Summary of the Financial Statements as at 31 December 2020

Unit : Million Baht

Transaction	As at 31 December 2020	
	Consolidated Financial Statements	Separate Financial Statements
Total Assets	36,020.30	35,058.52
Total Liabilities	18,806.46	18,154.99
Total Equity	17,213.84	16,903.53
Total Revenues	27,353.89	26,752.64
Net Profit for the year	1,975.52	1,908.71
Profit (Loss) attributable to: Equity holders of the parent	1,955.96	1,908.71
Profit (Loss) attributable to: non-controlling interests	19.56	-
Total comprehensive income attributable to: Equity holders of the parent	1,949.13	1,903.93
Total comprehensive income(loss) attributable to: non-controlling interests	17.87	-
Earnings per share attributable to equity holders of the parent (Baht / Share)	0.4444	0.4336

Then Miss Chutikan Srisaengchan informed to the meeting about the operation under the good corporate governance and Anti-Corruption of the Company for the year 2020. The Company got 100 scoring of 2020 Annual General Shareholders' Meeting Assessment organized by Thai Investors Association for the third year. Including review the code of conduct in order to comply with the CG Code. For the Anti-Corruption, the Company continued to promote understanding among employees continuously. And the last year, the Company not found any acts of corruption or reported of corruption related to the Company.

After that Mr. Witoon Suriyawanakul has declared to the meeting on operational strategy and the growth of the Company in the previous year as follows :

- Branch expansion ; The Company has now operated 73 stores; 17 stores in the northern, 29 stores in the northeastern, 5 stores in the eastern, 13 stores in the central, 4 stores in the western, and 5 stores in the southern, which could represent to a sale area of 1,491,419 square meters on the total of 3,210 Rai of land. In 2021, the Company plans to expand more 5 stores, Phayakkhaphum Phisai(Maha Sarakham) , Kabin Buri (Prachin Buri), Nong Han (Udon Thani), Phan (Chiang rai) and Samui (Surat Thani) and open about 7-8 stores in the next years.
- Stores development and renovation; The Company has a policy to renovate branches to be new model, and last year every store has already replaced the air conditioning system to be air conditioner as well as installing a solar roof to generate electricity for internal use in order to save electricity cost from operated of air conditioners.
- Products and services improvement; Besides the store renovation to be new model, the Company has added a life style products line to meet the needs of other customers (not a group of building materials customers) and expanded more services such as La Mayon coffee shop, USUPSO shop, SANOOK shop as well as improving the atmosphere inside the stores. In addition, the Company has installed an Automated storage and retrieval system (ASRS) for every new store and presently has been installed 37 stores.

- Information System development; All information systems used in business operations; the Company has developed on its own. Which able to connect to the system of financial service providers. Last year, the Company began to represent Banking Agent of Kasikorn Bank (KBank), where customers can pay their bills through the Company's counter service. And the year 2021, the Company will be an additional Banking Agent of Bank of Ayudhya. In addition, the last year Global House was the first entrepreneur to participate with the project e-Withholding Tax is a collaboration between the Company, Krung Thai Bank and the revenue Department. By participating this project leads to more efficiency of the Company's internal operations due to reducing the storage and submit of large number of documents to the Revenue Department.

The Chairman invited shareholders to ask questions and recommendations regarding this agenda. As there were no questions or recommendations, then proposed the meeting to consider this resolution.

Resolution : The meeting acknowledged the Company's operating result report of the year 2019 and approved the financial statements for the year ended 31 December 2019 with the majority vote of the shareholders who attended the meeting and cast their votes as follows;

Vote for	Number of Votes	Percentage
Approve	3,811,722,752	99.77
Disapprove	-	-
Abstain	8,764,088	0.23
Invalid Voting Cards	-	-

Agenda 3 : To Consider and Approve regarding the Allocation of Net Profit for the year 2020 as Legal Reserve and the Dividend Payment

The Chairman delegated Miss Chutikan Srisaengchan, Vice-CEO in Accounting and Financial, to inform the details of this agenda to the meeting as follows: As required by the law, the Company shall allocate the net profit as legal reserves not less than 5 percentages of net profit until it reaches 10 percentages of registered capital. Since legal reserve of the Company as at 31 December 2020 of Baht 484,182,751.00 or accounting for 11% of the registered capital, has reached the amount stipulated by law, therefore, there will be no further allocation of the net profit as legal reserve for the year 2020. In addition, according to the Company's dividend policy, dividends must be paid out to shareholders at least 30 percentages of the net profit for the year after deduction of all types of reserves stipulated by law and the Company's Articles of Association. After due consideration by the Board of directors, it was deemed appropriate to propose the Company to pay the dividends to the shareholders for the year 2020 in forms of :

- Paying in common stock dividend in an amount which not exceeding 200,073,180 shares at the par value of Baht 1 per share to the Company's shareholders at the rate of 22 (Twenty-two) existing shares per 1 (One) stock dividend with the total amount of shares not exceeding Baht 200,073,180.00 or shall be converted for dividend payment at Baht 0.0454545454 per share. In case that any shareholder holds the indivisible share remaining after such allocation, the dividend shall be paid by cash instead of stock dividend at the rate of Baht 0.0454545454 per share.
- Paying in cash dividend at the rate of Baht 0.1850505050 (10decimal), or not exceeding in total of Baht 814,520,147.39. The total of the stock dividend and the cash dividend payment in a whole year shall be equivalent to the rate of Baht 0.2305050504 (10decimal) per share which can be calculated as in the total amount of approximately Baht 1,014,593,327.39 or 53.16 % of net profit in 2020 (after paid off by legal reserves). The dividend payment rate is in accordance with the dividend payment policy of the Company and all dividends shall be deducted for the withholding tax at the rate stipulated by law.

The list of shareholders who are entitled to receive the dividends in forms of stock and cash dividends were specified on Thursday 25 February 2021 and fixing the date of dividend payment is on 7 May 2021.

The Chairman invited shareholders to ask questions and recommendations regarding this agenda. As there were no questions or recommendations, then proposed the meeting to consider this resolution.

Resolution : The meeting approved the dividend payment from net profit for the year 2020 and acknowledged no allocation of net profit for the year 2020 to legal reserve as proposed by the Board of Directors with the majority vote of the shareholders who attended the meeting and cast their votes as follows :

Vote for	Number of Votes	Percentage
Approve	3,811,722,752	99.77
Disapprove	-	-
Abstain	8,764,088	0.23
Invalid Voting Cards	-	-

Agenda 4 : To Approve the Reduction of the Company's Registered Capital by Cancelling Unissued Registered Shares Remaining from the Stock Dividend Allocation according to the Resolution of the Annual General Meeting of Shareholders for the year 2020 in total of 3,993 Shares with the Par Value of Baht 1, and to Amend Clause 4 of the Company's Memorandum of Association to be in line with the Decrease of the Registered Capital.

The Chairman informed the meeting to consider and approve the reduction of the Company's registered capital from Baht 4,401,613,960.00 to be Baht 4,401,609,967.00 by cancelling 3,993 unissued ordinary shares with the par value of Baht 1 each, totaling Baht 3,993.00. Also, to amend Clause 4 of the Company's Memorandum of Association to be in line with the decrease of the registered capital as the Board of Directors proposed and this is to allow the Company to be able to increase the registered capital for the dividend payment's support.

Then the shareholders were invited for questions or recommendations regarding this agenda. As there were no questions or recommendations, shareholders were asked to vote for this agenda, resulting in the following resolution.

Resolution : The meeting approved the reduction of the Company's registered capital from Baht 4,401,613,960.00 to be Baht 4,401,609,967.00 by cancelling 3,993 unissued ordinary shares with the par value of Baht 1 each totaling Baht 3,993.00 and to amend Clause 4 of the Company's Memorandum of Association from original registered capital Baht 4,401,613,960.00 to be the new registered capital Baht 4,401,609,967.00 by cancelling 3,993 unissued ordinary shares with the par value of Baht 1 each, to be in line with the reduction of the registered capital of the Company by majority of not less than three-fourth of the total votes of shareholders attending the meeting and eligible to cast the votes as follows:

Vote for	Number of Votes	Percentage
Approve	3,811,722,752	99.77
Disapprove	-	-
Abstain	8,764,088	0.23
Invalid Voting Cards	-	-

Agenda 5 : To Approve the Increase of the Company’s Registered Capital of 200,073,180 Shares with the Par Value of Baht 1 to Support the Dividend Payment and to Amend Clause 4 of the Company’s Memorandum of Association to be in line with the Increase of the Registered Capital

The Chairman requested the shareholders to consider the approve of the increase the Company’s registered capital from Baht 4,401,609,967.00 to be Baht 4,601,683,147.00 by issuing 200,073,180 new shares with the par value of Baht 1 each, in order to provide for the stock dividend payment and to amend Clause 4 of the Company’s Memorandum of Association to be in line with the increase of the registered capital.

Then the shareholders were invited for questions or recommendations regarding this agenda. As there were no questions or recommendations, shareholders were asked to vote for this agenda, resulting in the following resolution.

Resolution : The meeting approved the increase of the Company’s registered capital from Baht 4,401,609,967.00 to be Baht 4,601,683,147.00 by issuing 200,073,180 ordinary shares with the par value of Baht 1 each and to amend Clause 4 of the Company’s Memorandum of Association from original registered capital Baht 4,401,609,967.00 to be the new registered capital Baht 4,601,683,147.00 by issuing 200,073,180 ordinary shares with the par value of Baht 1 each, to be in line with the increase of the registered capital of the Company with majority of not less than three-fourth of the total votes of shareholders attending the meeting and eligible to cast their votes as follows :

Vote for	Number of Votes	Percentage
Approve	3,811,722,752	99.77
Disapprove	-	-
Abstain	8,764,088	0.23
Invalid Voting Cards	-	-

Agenda 6 : To Approve the Allocation of Additional Ordinary Shares 200,073,180 Shares to Support the Stock Dividend Payment

The Chairman requested the shareholders to approve the allocation of additional ordinary shares amount of 200,073,180 shares with par value Baht 1 each, to provide for the stock dividend payment.

Then the shareholders were invited for questions or recommendations regarding this agenda. As there were no questions or recommendations, shareholders were asked to vote for this agenda, resulting in the following resolution.

Resolution : The meeting approved the allocation of additional ordinary share 200,073,180 shares with par value Baht 1 each to support the stock dividend payment with the majority vote of the shareholders who attended the meeting and cast their votes as follow :

Vote for	Number of Votes	Percentage
Approve	3,811,722,752	99.77
Disapprove	-	-
Abstain	8,764,088	0.23
Invalid Voting Cards	-	-

Agenda 7 : To Consider and Approve the Appointment of Auditors and Determination the Audit Fee for the year 2021

The Chairman delegated Miss Chutikan Srisaengchan, Vice-CEO in Accounting and Financial, to inform the meeting on this agenda. The auditors who have been proposed to the meeting to consider and appoint were approved from the Audit Committee and the Board of Directors due to their good standard in performance and they are specialized in audit. Therefore, she proposed to the meeting to approve and appoint the auditors from M.R.& Associates Co., Ltd. as the auditors of the company for the financial year 2021 with the audit fee is amount of Baht 3,400,000.00 (not include other expenses). The auditors are as the following names:

- | | | |
|----|--------------------------------|----------------------|
| 1. | Mr. Methee Ratanasrimetha | CPA No.3425 and / or |
| 2. | Miss. Varaporn Vareesawedsuvan | CPA No.5087 and / or |
| 3. | Mr. Akadet Pliensakul | CPA No.5389 and / or |
| 4. | Miss. Kornthip Wanichwisedkul | CPA No.6947 |

Then, the Chairman invited the shareholders to questions or recommendations regarding this agenda. As there were no questions or recommendations, shareholders were called for the voting of this agenda, resulting in the following resolution.

Resolution : The meeting approved the appointment of auditors and the audit fee of the year 2021 with the majority vote of the shareholders who attended the meeting and cast their votes as follows:

Vote for	Number of Votes	Percentage
Approve	3,811,722,752	99.77
Disapprove	-	-
Abstain	8,764,088	0.23
Invalid Voting Cards	-	-

Agenda 8 : To Consider and Appoint Directors Replacing those who would Retire by Rotation.

The Chairman assigned Mr. Witoon Suriyawanakul, Director and Chief Executive Officer, to conduct the meeting instead as he was being an interested person in this agenda. Mr. Witoon Suriyawanakul informed the meeting that according to the Public Limited Companies Act B.E 2535 and Article 19 of Company's Articles of Associations, "one-third of the total number of the directors shall retire by rotation at the annual general meeting of shareholders. If the number of the directors cannot be equally divided into one-third, the number of directors closest to one-third shall retire. The director who retired may also be re-elected."

In this Annual General Meeting of Shareholders, there were 3 longest directors in the Board to retire as follows :

- | | | | |
|----|----------------------------|----------|--------------------------------|
| 1. | Mr. Apisit Rujikeatkamjorn | Position | Chairman |
| 2. | Mr. Nithi Patarachoke | Position | Director / Management Director |
| 3. | Mr. Bunn Kasemsup | Position | Director |

In this regard, the Company invited the shareholders to nominate any qualified persons for election as the Company's directors at the 2021 Annual General Meeting of Shareholders in advance via the website of the Stock Exchange of Thailand and the Company's website from 21 October 2020 to 31 January 2021. However, there were no shareholders nominated any persons for election as the Company's directors at the meeting.

The Nomination and Remuneration Committee has considered according to the criteria and opined that those 3 directors are fully met with qualification as specified in the Public Company Act B.E. 2535, and have knowledge, capability, experience that would be useful for business relating to the Company's operation. The Board of Director has considered and agreed to the proposal by the Nomination and Remuneration Committee, therefore, the Board deemed it appropriate to propose to the Annual General Meeting of Shareholders to approve the reappointment of 3 directors who shall retire as the Company's directors for another term.

For the meeting to proceed and vote independently in accordance with the good governance principles, those 3 interested directors were requested to temporarily leave the meeting. After that, the shareholders were invited for any questions or recommendations regarding this agenda. As there were no questions or recommendations, shareholders were called for the voting of this agenda, resulting in the following resolution.

Resolution : The meeting approved and re-appointed 3 directors for another term with the majority vote of the shareholders who attended the meeting and cast their votes as follows:

Mr. Apisit Rujikeatkamjorn Position : Chairman

Vote for	Number of Votes	Percentage
Approve	3,802,215,043	99.52
Disapprove	9,507,357	0.25
Abstain	8,764,440	0.23
Invalid Voting Cards	-	-

Mr. Nithi Patarachoke Position : Director / Management Director

Vote for	Number of Votes	Percentage
Approve	3,802,363,743	99.53
Disapprove	9,358,657	0.24
Abstain	8,764,440	0.23
Invalid Voting Cards	-	-

Mr. Bunn Kasemsup Position : Director

Vote for	Number of Votes	Percentage
Approve	3,802,516,227	99.53
Disapprove	9,206,525	0.24
Abstain	8,764,088	0.23
Invalid Voting Cards	-	-

Agenda 9 : To Consider and Approve the Remuneration and Bonus of Directors for the year 2021

The Chairman informed to the meeting that the director's remuneration means the remuneration that paid to non-employee directors, including the meeting remuneration for every committee and bonus at the rate not exceeding of 0.70% of dividend paid out to shareholders. In recent years, the remuneration that were actually paid did not exceed the limit of approval, the details are shown as follows :

Year	Approval amount (Baht)	Actual amount paid (Baht)		
		Monthly remuneration & Meeting remuneration	Bonus	Total
2018	15,000,000	5,260,000.00	3,943,044.00	9,203,044.00
2019	15,000,000	5,666,666.65	5,112,900.00	10,779,566.65
2020	15,000,000	5,723,833.32	-	5,723,833.32

Note : The Company has recorded bonus payments for the directors in amount of Baht 7,438,280 as accrued expense for the year 2020 already.

The Nomination and Remuneration Committee has opined that the remuneration of directors for the year 2021 shall not exceed 15,000,000 Baht, which equal to the previous year. In return to the directors that participated in the administration and development of the Company that maintained in good performance consistently. Including the increase in branches every year with the total of 71 stores by the end of the year 2020, the Board of directors has considered and agreed with the Nomination and Remuneration Committee to propose to the Annual General Meeting of Shareholders for consideration to approve the remuneration and bonus of directors for the year 2021 in the amount not exceeding 15,000,000 Baht, the details are as follow :

Details of Remuneration	Chairman	Directors
1. Monthly remuneration	70,000 Baht / Person / Month	35,000 Baht / Person / Month
2. Attendance fee for the Board of Directors' Meeting	40,000 Baht / Person / Time	35,000 Baht / Person / Time
3. Attendance fee of Sub-committee (Audit & Risk Management Committee, Nomination & Remuneration Committee)	30,000 Baht / Person / Time	25,000 Baht / Person / Time
4. Bonus	Not exceeding of 0.70% of dividend paid to shareholders which the Chairman will consider and appropriately allocate to each director accordingly	
5. Other Benefit	- None -	

After that, the shareholders were invited for any questions or recommendations regarding this agenda. As there were no questions or recommendations, shareholders were called for the voting of this agenda, resulting in the following resolution.

Resolution : The meeting approved the director's remuneration for the year 201 in the amount not exceeded 15,000,000 Baht, which consist of monthly remuneration, meeting allowances and bonus. The resolution was passed with the majority vote of shareholders attending the meeting and were eligible to cast the votes as follows :

Vote for	Number of Votes	Percentage
Approve	3,807,085,390	99.65
Disapprove	4,637,362	0.12
Abstain	8,764,088	0.23
Invalid Voting Cards	-	-

Agenda 10 : Others

- None -

Then the meeting has been completed for all agendas, the Company invited the questions and suggestions regarding the Company from shareholders and proxies. However, there were no questions or recommendations from the attendees. The Chairman, therefore, thanked all shareholders and proxies for attending the 2021 Annual General Meeting of Shareholders and declared the meeting adjourned.

Before closing meeting, there were shareholders attending the meeting in person 28 persons and 1,383 persons by proxies, totaling 1,411 shareholders, representing an aggregate of 3,820,486,840 shares or equal to 86.80% of issued and paid-up shares of the Company.

The Chairman declared the meeting adjourned at 3.05 p.m.

Yours Sincerely



Mr. Apisit Rujikeatkamjorn

Chairman

Siam Global House Public Company Limited

(F 53-4)

Capital Increase Report Form
Siam Global House Public Company Limited
10 February 2021

Siam Global House Public Company Limited (“the Company”) would like to report of the resolution of the Board of Directors no.1 / 2022 held on 11 February 2022 consequently in respect of a capital increase/share allotment as follows:

1. Capital decrease / increase :

The Board of Directors Meeting had the resolution to approve the decrease and increase of a registered capital of the Company as follows :

- To decrease of a registered capital of the Company from Baht 4,601,683,147.00 to Baht 4,601,671,149.00 by cancelling the 11,998 unissued registered shares with the par value of Baht 1, which remains from the allocation of stock dividend according to the Annual General Meeting of shareholders for the year 2021 and
- To increase of a registered capital of the Company from Baht 4,601,671,149.00 to Baht 4,801,743,807.00 by means of the issuance of 200,072,658 ordinary shares with a par value of Baht 1 each, totaling Baht 200,072,658.00

2. Allotment of new shares :

The Board of Directors Meeting had the resolution to approve of the 200,072,658 new ordinary shares, with a par value of Baht 1 each, totaling Baht 200,072,658.00 the details of which are as follows :

2.1 The detail of the share allotment :

Allotted to	Number (shares)	Ratio (old : new)	Sale price per share (Baht)	Subscription and payment period	Note
Existing Shareholders	200,072,658	23 : 1	-	The Company pay stock dividend by 23 existing ordinary shares per 1 new ordinary share.	To reserve for stock dividend payment

Remark : By specifying the list of shareholders who are entitled to receive the dividend on 28 February 2022, and fix the date of dividend payment on 6 May 2022. However, the granting of such rights of the Company is not yet definite, because an approval by the Annual General Meeting of Shareholders is still required.

2.2 The Company’s plan in case where there is a fraction of shares remaining
 In case that any shareholders hold the indivisible share remaining after such allocation, the dividend shall be paid by cash instead of stock dividend at the rate of Baht 0.0434782607 per share.

2.3 The number of shares remaining from the allotment

- None -

3. Schedule for shareholders meeting to approve the capital increase / allotment

The Annual General Shareholders’ Meeting of the year 2022 will be held on 8 April 2022 at 1.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Muang, Muang, Roi Et. The name of the shareholders entitling to attend at the Meeting shall be recorded on Monday 28 February 2022.

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

4.1 The approval by the Annual General Shareholders' Meeting of the year 2022

4.2 The registration of the capital increase with the Ministry of Commerce and update all important documents which according to capital increasing.

4.3 The approval from the Stock Exchange of Thailand to list the new ordinary shares in the Stock Exchange of Thailand.

5. Objectives of the capital increase and plans for utilizing proceeds received from the capital increase

5.1 To provide shareholders return in form of share dividend by issuing stock dividend instead of paying cash dividend.

6. Benefits which the Company will receive from the capital increase / share allotment :

6.1 To increase the Company's stock liquidity.

6.2 To retain the working capital for company's operation.

7. Benefits which the shareholders will receive from the capital increase/share allotment:

7.1 The company has a policy to pay dividend not less than 30 percent of the net profit after allocated of the legal reserve and other reserves each year, if there is no compelling reason otherwise and no impact on its operations significantly, the dividends are paid.

7.2 The shareholders who will be allocated the stock dividend are entitled to receive dividends in the future.

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

- None -

9. Schedule of action where the board of directors of the Company passes a resolution approving the capital increase or allotment of new shares :

1. The Board of Directors' Meeting No. 1 / 2022	11 February 2022
2. Specifying the name list of shareholders who are eligible to attend the shareholders' meeting.	28 February 2022
3. Specifying the date for the Shareholders Annual General Meeting of the year 2022	8 April 2022
4. Specifying the name list of Shareholders who are eligible to receive dividend.	28 February 2022
5. The date of dividend payment	6 May 2022

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



(Mr. Witoon Suriyawanakul)

Chief Executive Officer

Siam Global House Public Company Limited

Personal profile of nominated directorial candidates in replacement of those to be retired by rotation
Profile of Director

Mr. Pairoj Juarprathoom Age : 65 Years Nationality : Thai

Nominated Position :

- Director (appointed on 23 April, 2019)
- Chairman of Audit & Risk Management Committee (appointed on 23 April, 2019)
- Independent Director (appointed on 23 April, 2019)

Education :

- Master Degree, Graduate School of Public Administration, National Institute of Development Administration (NIDA)
- Bachelor Degree, Faculty of Commerce and Accountancy, Chulalongkorn University
- Bachelor Degree, School of Law, Sukhothai Thammathirat University

Training / Seminar : Thai Institute of Directors (IOD)

- Director Accreditation Program 161/2019 Thai Institute of Directors (IOD)
- Advance Executive Program 6, Office of the Civil Service Commission (OCSC)
- Advanced Certificate Course of Good Governance for Medical Executives 6, The Medical Council of Thailand and King Prajadhipok's Institute

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Brief Experience in 5 years :

Period	Position	Company
2019 - Present	Chairman of Audit & Risk Management Committee / Independent Director / Director	Siam Global House PCL.
2019 - Present	Director / Independent Director / Chairman of Audit Committee	KTB General Services and security Co., Ltd
Feb - Sep 2018	Principal Advisor on Tax Base Management (Plan and Policy Analyst, Advisory Level)	The Revenue Department
2017	Deputy Director-General	The Revenue Department
2016 - 2017	Director Regional Revenue Office 5	The Revenue Department
2015 - 2016	Director Regional Revenue Office 9	The Revenue Department

Other Business Position of director which may cause a conflict of interest against the Company : -None-

Director position in other listed company : -None-

Director position in other non-listed company : 1 Company; KTB General Services and security Co., Ltd



Conflict of interest in agendas proposed to the general meeting of shareholders as follow ;

- Agenda 1-7 No conflict of interest
- Agenda 8 Have conflict of interest (To Consider and Appoint Directors Replacing those who would Retire by Rotation)
- Agenda 9 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2022)
- Agenda 10 No conflict of interest

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 as follows:

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affect the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship: 1 Terms or 3 years

1st Term From 23 April 2019 to 8 April 2022

Anyhow, in case of director has been appointed for another term, a director shall have total 6 years of independent directorship period.

Meeting Attendance in 2020 :

- | | |
|--|-------------|
| 1) Board of Directors Meeting : | 6 / 6 Times |
| 2) Audit & Risk Management Committee Meeting : | 5 / 5 Times |
| 3) Non-Executive Directors Meeting : | 1 / 1 Times |

Personal profile of nominated directorial candidates in replacement of those to be retired by rotation
Profile of Director

Dr.Boonchai Pitugdamrongkija Age : 68 Years Nationality : Thai

Nominated Position :

- Director (appointed on 23 April, 2019)
- Independent Director (appointed on 23 April, 2019)
- Audit and Risk Management Committee (appointed on 23 April, 2019)

Education :

- Doctor of Management Degree Graduate School (Business Management), Suan Dusit Rajabhat University.
- Master Degree Faculty of Economics, Thammasat University
- Bachelor Degree Faculty of Economics and Business Administration, Kasetsart University


Training / Seminar : Thai Institute of Directors (IOD)

- Director Certification Program 155 / 2012 of IOD
- Capital Market Academy (CMA.16), Stock Exchange of Thailand
- Towards High Potential Leaders Project, Office of the Civil Service Commission
- Leading Change for Executive of Excise Department 2nd Generation, NIDA
- GSB Middle management Leadership Program 2007, Nanyang Technological University
- Advance Executive Program 45, Office of the Civil Service Commission (OCSC)
- Strategy for Improving Directors Effectiveness, Kellogg School of Management
- Middle Management Professional Development, Revenue Canada
- Program Tax Analysis and Revenue Forecasting, Harvard University

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Brief Experience in 5 years :

Period	Position	Company
Apr 2019 - Present	Director / Independent Director / Audit & Risk Management Committee	Siam Global House, PCL.
Apr 2019 - Present	Independent Director / Audit Committee	Precise Corporation Co., Ltd. (Public.)
2011 – 2014	Principal Advisor of Excise Tax Strategic Plan (Advisory Level)	The Excise Department Ministry of Finance
2009 – 2010	Deputy Director General of the Excise Department (Director Higher Level)	The Excise Department Ministry of Finance

Other Business Position of director which may cause a conflict of interest against the Company : -None-

Director position in other listed company : -None-

Director position in other non-listed company : 1 Company; Precise Corporation Co., Ltd. (Public.)

Conflict of interest in agendas proposed to the general meeting of shareholders as follow;

- Agenda 1-7 No conflict of interest
- Agenda 8 Have conflict of interest (To Consider and Appoint Directors Replacing those who would Retire by Rotation)
- Agenda 9 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2022)
- Agenda 10 No conflict of interest

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 as follows:

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affect the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship: 1 Terms or 3 years

1st Term From 23 April 2019 to 8 April 2022

Anyhow, in case of director has been appointed for another term, a director shall have total 6 years of independent directorship period.

Meeting Attendance in 2020 :

- | | |
|--|-------------|
| 1) Board of Directors Meeting : | 6 / 6 Times |
| 2) Audit & Risk Management Committee Meeting : | 5 / 5 Times |
| 3) Non-Executive Directors Meeting : | 1 / 1 Times |

Personal profile of nominated directorial candidates in replacement of those to be retired by rotation
Profile of Director

Pol. Gen. Kawee Supanun Age : 63 Years Nationality : Thai

Nominated Position:

- Director (appointed on 23 April, 2019)
- Independent Director (appointed on 23 April, 2019)
- Chairman of the Nomination and Remuneration Committee (appointed on 23 April, 2019)

Education :

- Master Degree Faculty of Social Sciences and Humanities, Mahidol University
- Bachelor Degree Royal Police Cadet Academy

Training / Seminar : Thai Institute of Directors (IOD)

- Superintendent Course 25
- Air Command and Staff College Course 37
- Critical Incident Management, USA
- Advanced Police Management Course 18
- Thailand National Defence College Course 51

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Brief Experience in 5 years :

Period	Position	Company
Apr 2019 - Present	Chairman of the Nomination and Remuneration Committee / Independent Director / Director	Siam Global House, PCL.
2016 - 2018	Advisor (Level 10) Royal Thai Police	Royal Thai Police
2014 - 2016	Assistant Commission-General	Royal Thai Police
2013 - 2014	Commissioner of Provincial Police Region 2	Royal Thai Police
2012 - 2013	Commissioner of Provincial Police Region 4	Royal Thai Police
2006 - 2012	Deputy Commissioner of Provincial Police Region 4	Royal Thai Police

Other Business Position of director which may cause a conflict of interest against the Company : -None-

Director position in other listed company : -None-

Director position in other non-listed company : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follow;

- Agenda 1 - 7 No conflict of interest
- Agenda 8 Have conflict of interest (To Consider and Appoint Directors Replacing those who would Retire by Rotation)
- Agenda 9 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2022)
- Agenda 10 No conflict of interest



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 as follows :

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affect the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship : 1 Terms or 3 years

1st Term From 23 April 2019 to 8 April 2022

Anyhow, in case of director has been appointed for another term, a director shall have total 6 years of independent directorship period.

Meeting Attendance in 2021 :

- | | |
|--|-------------|
| 1) Board of Directors Meeting : | 6 / 6 Times |
| 2) The Nomination and Remuneration Meeting : | 2 / 2 Times |
| 3) Non-Executive Directors Meeting : | 1 / 1 Times |

Company's Articles of Association Regarding the Shareholders Meeting and Voting Casting

The Shareholders Meeting

Article 35

The Board of Directors shall arrange for an Annual General Meeting of Shareholders within 4 months from the last day of the fiscal year of the Company.

The Meeting of Shareholders other than that in the first paragraph shall be called the Extraordinary Meetings. The Board of Directors may summon an Extraordinary Meeting of Shareholders whenever the Board thinks appropriate.

One or more shareholders holding shares altogether at not less than ten (10) percent of the total number of shares sold may submit their names in a letter requesting the Board of Directors to summon an Extraordinary Meeting of Shareholders but they shall give express subjects and reasons for such request in the said letter. In such case, the Board of Directors shall arrange for the Meeting of Shareholders to be held within forty-five (45) days from the date of receipt of such request from the shareholders.

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

In the case where, at the meeting called by the shareholders under fourth paragraph, the number of the shareholders presented does not constitute quorum as prescribed by Article 37, the shareholders under fourth paragraph shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

Article 36

In calling a shareholders' meeting, the board of directors shall proceed to prepare a notice stating the place, date, time, agenda of the meeting and matters to be proposed to the meeting together with reasonable details by indicating clearly whether it is the matter proposed for acknowledgement, for approval or for consideration, including the opinions of the board of directors for such matters. The board of directors shall deliver the above notice to the shareholders at least seven (7) days prior to the date of the meeting and publish the above notice in a newspaper for three (3) consecutive days and at least three (3) days prior to the date of the meeting.

The place of the meeting shall be in the province in which the head office of the Company is situated or at any other place where the board of directors prescribed.

Article 37

At a shareholders' meeting there shall be not less than twenty-five (25) shareholders and proxies (if any) attending the meeting or not less than one-half (1/2) of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third (1/3) of the total number of shares sold of the Company, whereby a quorum would then be constituted.

At any shareholders' meeting, if one (1) hour has passed from the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum as prescribed in the first paragraph, and if such shareholders' meeting was called as a result of a request of the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request of the shareholders, a new meeting shall be called for and the notice calling for such meeting shall be dispatched to shareholders not less than seven (7) days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Article 38

The chairman of the board shall be the chairman of shareholders' meetings. If the chairman of the board is not present at a meeting or cannot perform his duty, and if there is a vice-chairman, the vice-chairman present at the meeting shall be chairman of the meeting. If there is no vice-chairman or there is a vice-chairman but he cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

Article 39

A resolution of a shareholders' meeting, the shareholders shall be entitled to one (1) vote per one (1) share. Any shareholder who has a special interest in any matters shall not be entitled to vote, except for voting on the election of directors. A resolution of the Shareholders' Meeting shall require:

- (1) In an ordinary event, the majority votes of the shareholders who attend the meeting and cast their votes. In case of a tie vote, the chairman of the meeting shall have a casting vote.
- (2) In the following events, a vote of not less than three-fourths (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote:
 - (a) The sale or transfer of the whole or the substantial part of the Company's business to any other person;
 - (b) The purchase or acceptance of transfer of the business of private companies or public companies by the Company;
 - (c) The making, amending or terminating of any agreement with respect to the granting of a lease of the whole or substantial parts of the Company's business, the assignment of the management of the Company's business to any person, or the amalgamation of the business with other persons for the purpose of profit and loss sharing;
 - (d) The amendment of the Memorandum of Associations or Articles of Association of the Company;
 - (e) The increasing or reducing the Company's capital;
 - (f) The dissolution of the Company;
 - (g) The issuance and offering of debentures of the Company;
 - (h) The amalgamation of business of the Company with other companies;

Article 40

The matters which should be conducted by the annual general meeting of shareholders are as follows:

- (1) To consider the report of the board of directors concerning the Company's business in the past year period
- (2) To consider and approve the balance sheet, the statement of profit and loss for the past year period.
- (3) To consider and approve of profit allocation and dividend payment.
- (4) To consider and elect new directors in place of those who retire by rotation and fix the remuneration of directors.
- (5) To consider and appoint auditor and fix the remuneration of the auditor.
- (6) Other business.

Definition of Independent Directors

In according to the corporate governance of the Company's policy and comply with the rules of the Stock Exchange of Thailand. The Company has defined of independent director as follow:

Independent Director means the director who is independent in expressing his opinion to the operation of the Company, must be a person who has no involvement or interest to the result of operation either directly or indirectly.

The Company has determined the qualification of Independent Director as follow;

- (1) holds no more than 1% of all shares with voting rights of the Company, its affiliates, its associated companies, or its juristic persons. This is inclusive of shares held by anyone who is affiliated with them.
- (2) Does not have management participation in the Company, employees, staff, consultant with monthly salary, or Entities with Controlling Authority over the Company within 2 years prior to be appointed as an Independent Director, unless in case of termination of government official or an advisor to a government agency which is a Major Shareholder or an Entity with Controlling Authority less than 2 years.
- (3) Not a person having blood relationship or legal registration of directors or executive directors.
- (4) Has no business relationship with the Company or being significant shareholders, controlling persons of juristic persons who has a trading transaction with the company with the amount over or equal to 20 million Baht or 3% of net tangible assets (NTA) of the Company, whichever is lower during previous 2 years.
- (5) Not a person who is an auditor of the Company, the Parent Company, a Subsidiary, a Joint/Associate d Company, a Major Shareholder or an Entity with Controlling Authority, and, not a Significant Shareholder within 2 years prior to be appointed as an Independent Director.
- (6) not a person rendering any professional service or a Significant Shareholder, an Entity with Controlling Authority over the Company or a partner to such professional service provider who is paid more than Two Million Baht in service fee within two years prior to his/her appointment as an Independent Director.
*However, a person being unqualified from No.4 and No. 6, can be an independent director if only the board of directors shows that the board has considered the issue in accordance with the Section 89/7 under Securities & Exchange Act B.E. 2535 regulation and found that there is no interference in the independent opinion, and the following information shall be disclosed in the notice of shareholders meeting under the agenda considering the appointment of independent director.
- (7) Not a person who is nominated to be the representative of directors, major shareholders, or any other related person to major shareholders.
- (8) Do not operate the same and competitive business with the company's business, or its subsidiaries, or holds shares for more than 1% of the total shares, or is not an executive director, employee, staff, advisor who receives salary, an Entity with Controlling Authority over the mentioned business.
- (9) Is not any otherwise which is unable to have the independent opinion regarding the business operation of the company.
- (10) An independent director can be an independent director for affiliates of the company but the audit director has been prohibited to be a director for the parent company, a Subsidiary, or a subsidiary listed company.

(11) After being appointed as the independent director, such independent director may be assigned by the Board of Directors to make decision in respect of collective decisions involving the business of the Company, the Parent Company, a Subsidiary, a Joint venture / Associated Company, a Subsidiary of Equal Level, a Major Shareholder or an Entity with Controlling Authority, where it will not be deemed that such Independent Directors are Directors involved with the administration.

All the definition about has complied with the rules and regulations stipulated by Securities and Exchange Commission and the Stock Exchange of Thailand.

Procedures for Registration & Appointment of Proxy

1. Registration

The Shareholders or proxies can register their attendance and submit documents or evidence for inspection at the place of the Meeting before the time of the Meeting, starting from 11:30 a.m. on Friday 8 April 2022.

2. Attendance of Meeting in Person

Please present the original identification card, government official identification card or passport (in case of foreign shareholders) for registration. In the event of change of name – last name, evidence certifying such change must also be presented.

3. Appointment of Proxy

A Shareholder must appoint only one proxy to attend and vote at the Meeting in accordance with the form of proxy attached hereto.

In the event of desire to grant the proxy to Independent Director, please indicate the name one of three Independent Directors as below. The profile of three Independent Directors appears in the Attachment7;

- Mr. Pairoj Juarprathoom or
- Dr. Boonchai Pitugdamrongkija or
- Dr. Vongsak Swasdipanich

For convenience, please deliver the form of proxy with documents or evidence to the Company no later than 1 day prior to the meeting date. Form of proxy must be completely filled in and signed. All corrections or deletions, if any, made to material contents therein must be duly initialed by the grantor. A form of proxy must be affixed with stamp duty of Baht 20.

Supporting Documents for the Appointment of Proxy

(1) In case of individual grantor, the grantor must submit and the proxy must present the following documents:

- Form of proxy signed by the grantor.
- Copy of grantor identification card, government official identification card or passport (in case of foreign appointer) which must be certified true and correct by the grantor.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.

(2) In case of juristic person grantor, the grantor must submit and the proxy must present the following documents:

- Form of proxy signed by a person authorized to sign to bind the juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).
- The copy of ID card (as defined in no.2) of the authority to sign the proxy form and certified true copy.
- In case that the grantor is a juristic person registered in Thailand, please submit a copy of Affidavit certified true and correct by a person authorized to sign to bind such juristic person with the seal of the juristic person affixed (if any).
- In case the grantor is a juristic person registered abroad, please submit a copy of the constitutional document issued by competent authority in the country where the juristic person is located, and certified by a notary public or other competent authority for no longer than 3 months.
- For a foreign juristic person, if an original of any document is not in the English language, the English translation thereof must be prepared and attached. Such translation must also be certified true and correct by a person authorized to sign to bind the juristic person.

- The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.

(3) In case grantor is custodian that the Company's shares are deposited with and such custodian is taking care of the Company's shares for the foreign investor whose name appears in the register book, and custodian appoints the proxy to attend the meeting with Proxy Form C.

The grantor must submit and the proxy must present the following documents:

- Power of Attorney from the shareholder who is a foreign investor authorizes the custodian to execute the proxy on his/her behalf.
- Confirmation letter showing that signatory of the Proxy is authorized to operate custodian business.
- If any of the aforementioned documents is not in the English language, the English translation thereof must be prepared and attached. The translation must also be certified true and correct by a person referring to such document or a person authorized to act on behalf of such person.
- The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.

4. Counting and Announcement on the Meeting

4.1 Counting and Announcement of the Vote

Prior to the Meeting, the Chairman shall inform that the counting of vote for each agenda shall be made from the voting card which marked by the Shareholder or Proxy, as the case may be. The vote result of all Agenda shall be informed to the Meeting before the Meeting is adjourned.

4.2 Voting Procedures

- (1) The Chairman shall inform the Meeting details of the voting procedures. The Chairman will propose the Meeting to have the vote in each Agenda by asking time by time whether there is any shareholder approve, disapprove or abstain. When the Chairman asks as above, a voting by show of hand will be made and the shareholder or proxy shall confirm such intention by filling the vote either for approval, disapproval or abstention for counting by the officers in a voting card provided to the Shareholder or the Proxy when registration. The Shareholder shall indicate its intention by checking in in the voting card.
- (2) For the vote of Custodian which the allocation of the vote is allowed as specified in the Proxy Form to have the vote in each Agenda. This vote is the authority to act on behalf of the Shareholder.

Profile of Independent Directors for proxy granting of the Company

Profile of Director

1. Mr.Pairoj Juarprathoom Age : 65 Years Nationality : Thai
Address : 855 / 3 Moo 1 Ban Ko, Muang, Nakhon Ratchasima 30000 .

Position :

- Director (has been appointed on 23 April, 2019)
- Chairman of Audit & Risk Management Committee
 (has been appointed on 23 April, 2019)
- Independent Director(has been appointed on 23 April, 2019)



Education :

- Master Degree, Graduate School of Public Administration, National Institute of Development Administration (NIDA)
- Bachelor Degree, Faculty of Commerce and Accountancy, Chulalongkorn University
- Bachelor Degree, School of Law, Sukhothai Thammathirat University

Training / Seminar :

- Director Accreditation Program 161/2019 Thai Institute of Directors (IOD)
- Advance Executive Program6, Office of the Civil Service Commission (OCSC)
- Advanced Certificate Course of Good Governance for Medical Executives 6, The Medical Council of Thailand and King Prajadhipok's Institute

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Brief Experience in 5 years :

Period	Position	Company
2019 - Present	Chairman of Audit & Risk Management Committee / Independent Director / Director	Siam Global House PCL.
2019 - Present	Director/Independent Director / Chairman of Audit Committee	KTB General Services and security Co., Ltd
Feb - Sep 2018	Principal Advisor on Tax Base Management (Plan and Policy Analyst, Advisory Level)	The Revenue Department
2017	Deputy Director-General	The Revenue Department
2016 - 2017	Director Regional Revenue Office 5	The Revenue Department
2015 - 2016	Director Regional Revenue Office 9	The Revenue Department

Director position in other listed company : -None-

Director position in other non-listed company : 1 Company; KTB General Services and security Co., Ltd

Other Business Position of director which may cause a conflict of interest against the Company : -None-

The special interests that different from any others in the Committee proposed to the general meeting of shareholders this time : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follow;

- Agenda 1-7 No conflict of interest
- Agenda 8 Have conflict of interest (To Consider and Appoint Directors Replacing those who would Retire by Rotation)
- Agenda 9 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2022)
- Agenda 10 No conflict of interest

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 as follows:

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affects the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship: 1 Term as follows;

1st Term From 23 April 2019 to 8 April 2022

Meeting Attendance in 2021 :

- | | |
|--|-------------|
| 1) Board of Directors Meeting : | 6 / 6 Times |
| 2) The Nomination and Remuneration Meeting : | 2 / 2 Times |
| 3) Non-Executive Directors Meeting : | 1 / 1 Times |

Profile of Independent Directors for proxy granting of the Company
Profile of Director

2. Dr.Boonchai Pitugdamrongkija Age : 68 Years Nationality : Thai

Address : 35 / 114 Parinyda (Samakkee) Village Soi Samakkee 58 / 10,
Samakkee Road, Tha-Sai, Muang, Nonthaburi 11000

Position :

- Director (has been appointed on 23 April, 2019)
- Independent Director (has been appointed on 23 April, 2019)
- Audit and Risk Management Committee (has been appointed on 23 April, 2019)

Education :

- Doctor of Management Degree Graduate School (Business Management), Suan Dusit Rajabhat University.
- Master Degree Faculty of Economics, Thammasat University
- Bachelor Degree Faculty of Economics and Business Administration, Kasetsart University

Training / Seminar:

- Director Certification Program 155 / 2012 of Thai Institute of Directors (IOD)
- Capital Market Academy (CMA.16), Stock Exchange of Thailand
- Towards High Potential Leaders Project, Office of the Civil Service Commission
- Leading Change for Executive of Excise Department 2nd Generation, NIDA
- GSB Middle management Leadership Program 2007, Nanyang Technological University
- Advance Executive Program 45, Office of the Civil Service Commission (OCSC)
- Strategy for Improving Directors Effectiveness, Kellogg School of Management
- Middle Management Professional Development, Revenue Canada
- Program Tax Analysis and Revenue Forecasting, Harvard University

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Brief Experience in 5 years :

Period	Position	Company
Apr2020 - Present	Independent Director / Member of Audit Committee	Precise Corporation PCL.
Apr2019 - Present	Director / Independent Director / Member of Audit & Risk Management Committee	Siam Global House, PCL.
2011 – 2014	Principal Advisor of Excise Tax Strategic Plan (Advisory Level)	The Excise Department Ministry of Finance
2009 – 2010	Deputy Director General of the Excise Department (Director Higher Level)	The Excise Department Ministry of Finance

Director position in other listed company : -None-

Director position in other non-listed company : 1 Company; Precise Corporation PCL.

Other Business Position of director which may cause a conflict of interest against the Company : -None-



The special interests that different from any others in the Committee proposed to the general meeting of shareholders this time : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follow ;

- Agenda 1 - 7 No conflict of interest
- Agenda 8 Have conflict of interest (To Consider and Appoint Directors Replacing those who would Retire by Rotation)
- Agenda 9 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2022)
- Agenda 10 No conflict of interest

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 as follows :

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affect the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship: 1 Term as follows;

1st Term From 23 April 2019 to 8 April 2022

Meeting Attendance in 2021 :

- | | |
|--|-------------|
| 1) Board of Directors Meeting : | 6 / 6 Times |
| 2) The Nomination and Remuneration Meeting : | 2 / 2 Times |
| 3) Non-Executive Directors Meeting : | 1 / 1 Times |

Profile of Independent Directors for proxy granting of the Company

Profile of Director

3. Dr. Vongsak Swasdipanich Age : 71 Years Nationality : Thai

Address : 20/372 Moo 9 Bang Talad, Pak Kret, Nonthaburi 11120

Position :

- Director (has been appointed on 11 May, 2016)
- Independent Director (has been appointed on 11 May, 2016)
- Member of Audit & Risk Management Committee
(has been appointed on 11 May, 2016)
- Member of Nomination & Remuneration Committee
(has been appointed on 11 May, 2016)



Education :

- D.Litt.PA, St. Clements University, UK
- MPA. Public Affairs, Kentucky State University, USA
- Bachelor of Art (Political Science), Chiang Mai University.

Training / Seminar:

- Certificate of Director Accreditation Program (DAP 134/2017), Thai Institute of Directors (IOD)
- Thailand National Defence College (NDC44)
- Executives Planned High Level of NIDA
- Executives of Interior level 8, Dumrongrachanupharp Institute, Ministry of the Interior.
- Executives of Interior level 9, Dumrongrachanupharp Institute, Ministry of the Interior

No. of shareholding at : -None-

Shareholding by spouse and minor child : -None-

Family relationship with directors, executives and major shareholders : -None-

Brief Experience in 5 years :

Period	Position	Company
2016 - Present	Director /Independent Director / Audit & Risk Management Committee/ Nomination & Remuneration Committee	Siam Global House, PCL.
2011 - 2013	Principal Advisor of Excise Tax Strategic Plan (Advisory Level)	The Excise Department Ministry of Finance
2008 - 2011	Deputy Director General of the Excise Department (Director Higher Level)	The Excise Department Ministry of Finance

Director position in other listed company : -None-

Director position in other non-listed company : -None-

Other Business Position of director which may cause a conflict of interest against the Company : -None-

The special interests that different from any others in the Committee proposed to the general meeting of shareholders this time : -None-

Conflict of interest in agendas proposed to the general meeting of shareholders as follow;

- Agenda 1 - 8 No conflict of interest
- Agenda 9 Have conflict of interest (Consider and approve remuneration and bonus of the directors for the year 2021)
- Agenda 10 No conflict of interest

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 as follows :

- Not participated in management, not the employee, staff or consultant who receive regular salary in the Company.
- Not provided any professional service (as Auditor or Legal Counsel).
- Not has business relationship with the Company that affects the duty performing independently in giving an opinion.

Number of Terms and Service Year as Directorship: 3 Terms from total 5 years 11 months as follow;

1 st Term	From	11 May 2016	to	23 April 2017
2 nd Term	From	23 April 2017	to	24 April 2020
3 rd Term	From	24 April 2020	to	Present

Meeting Attendance in 2021 :

- 1) Board of Directors Meeting : 6 / 6 Times
- 2) The Nomination and Remuneration Meeting : 2 / 2 Times
- 3) Audit & Risk Management Committee Meeting : 5 / 5 Times
- 4) Non-Executive Directors Meeting : 1 / 1 Times



Proxy Form (Form A)



Written at

Date Month Year

1. I / We Nationality
Address Road Sub-District
District Province Postal Code

2. Being a shareholder of **Siam Global House Public Company Limited**, holding the total amount of common shares with the voting rights of votes

3. Hereby appoint

(1) Age Years
Address..... Road Sub-District
District Province Postal Code or

(2) Age Years
Address..... Road Sub-District
District Province Postal Code or

(3) Age Years
Address..... Road Sub-District
District Province Postal Code

Only one of them as my/our proxy to attend and vote in the Annual General Meeting 2022 on Friday, 8 April 2022 at 1.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Muang, Muang, Roi Et or at any adjournment thereof to any other date, time, and venue.

For any act performed by the Proxy at the Meeting, it shall be deemed as such act had been done by me/us in all respects.

Signature Shareholder
(.....)

Signature Proxy
(.....)

Remark : A shareholder shall appoint only one proxy to attend and vote at the meeting. The number of shares held by a shareholder cannot divide into several portions to more than one proxy in order to divide the votes.



PROXY Form B.

Duty Stamp
฿20

Written at

Date Month Year

1. I / We Nationality

Address Road Sub-District

District Province Postal Code

2. Being a shareholder of **Siam Global House Public Company Limited**, holding a total number of

..... Shares and having the right to vote equal to

..... votes as follows :

- Ordinary share shares / having the right to vote equal to.....votes
- Preferred share shares / having the right to vote equal to.....votes

3. Hereby appoint

(1) Age Years

Address..... Road Sub-District

District Province Postal Code or

(2) Age Years

Address..... Road Sub-District

District Province Postal Code or

(3) Age Years

Address..... Road Sub-District

District Province Postal Code

Only one of them as my/our proxy to attend and vote in the Annual General Meeting 2022 on Friday, 8 April 2022 at 1.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Muang, Muang, Roi Et or at any adjournment thereof to any other date, time, and venue.

4. I / We authorize the Proxy to vote on my / our behalf at the Meeting as follows :

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

(a) A proxy has the right to consider and vote on my / our behalf

(b) A proxy votes on my/our following purposes:

Approve

Disapprove

Abstain

Agenda 2 To acknowledge the Company's 2021 Operating Results Report and to approve the Audited Financial

Statements for the Year ended 31 December 2021

(a) A proxy has the right to consider and vote on my / our behalf

(b) A proxy votes on my / our following purposes:

Approve

Disapprove

Abstain



Agenda 3 To consider and approve regarding the allocation of net profit for the year 2021 as legal reserve and the dividend payment

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
- Approve Disapprove Abstain

Agenda 4 To approve the reduction of the Company's registered capital by cancelling unissued registered shares remaining from the stock dividend allocation according to the resolution of the Annual General Meeting of shareholders for the year 2021 in total of 11,998 shares with the par value of Baht 1, and to amend Clause 4 of the Company's Memorandum of Association to be in line with the decrease of the registered capital

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
- Approve Disapprove Abstain

Agenda 5 To approve the increasing of the Company's registered capital of 200,072,658 shares with the par value of Baht 1 each, to support the dividend payment and to amend Clause 4 of the Company's Memorandum of Association to be in line with the increase of the registered capital.

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
- Approve Disapprove Abstain

Agenda 6 To approve the allocation of additional ordinary shares 200,072,658 shares to support the stock dividend payment.

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
- Approve Disapprove Abstain

Agenda 7 To consider and approve the appointment of auditors and determination the auditing fee for the year 2022.

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
- Approve Disapprove Abstain



Agenda 8 To consider and appoint directors replacing those who would retire by rotation.

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Appointment of the entire board of directors
 - Approve Disapprove Abstain
 - Appointment of an individual director
 - 1) Name of Director : Mr. Pairoj Juarprathoom
 - Approve Disapprove Abstain
 - 2) Name of Director : Dr. Boonchai Pitugdamrongkija
 - Approve Disapprove Abstain
 - 3) Name of Director : Pol. Gen. Kawee Supanun
 - Approve Disapprove Abstain

Agenda 9 To consider and approve remuneration and bonus of the directors for the year 2022

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve Disapprove Abstain

Agenda 10 Other matters (if any)

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve Disapprove Abstain

5. Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

6. If I / We do not specify my / our purpose to vote for any agenda or specify unclearly or in case the meeting considers or approves any other than agenda set off, including correcting or adding any fact, a proxy can consider and vote on my/our behalf as he/she may deem appropriate in all respects.

For any act performed by the Proxy at the Meeting except the Proxy did not vote as I / We had specified in the proxy form, it shall be deemed as such act had been done by me/us in all respects.

Signature Shareholder
(.....)

Signature Proxy
(.....)

Remark

- 1. A shareholder shall appoint only one proxy to attend and vote at the meeting. The number of shares held by a shareholder cannot divide into several portions to more than one proxy in order to divide the votes.
- 2. In agenda of directors' election, a proxy can vote all directors or each director.
- 3. In case there are any other than agenda set off, it is applicable to add in the Attachment to Proxy Form B.

**Attachment to Proxy Form B.**

Authorization on behalf of a shareholder of Siam Global House Public Company Limited

At the Annual General Meeting 2022 on Friday, 8 April 2022 at 1.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Muang, Muang, Roi Et or at any adjournment thereof to any other date, time and venue.

Agenda Subject

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve Disapprove Abstain

Agenda Subject

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve Disapprove Abstain

Agenda Subject

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve Disapprove Abstain

Agenda SubjectTo appoint the directors

- Name of Director :
 - Approve Disapprove Abstain
- Name of Director :
 - Approve Disapprove Abstain
- Name of Director :
 - Approve Disapprove Abstain

I / We certify that the details in this Attachment to Proxy Form B. are completely correct and totally true

Signature Shareholder
(.....)

Signature Proxy
(.....)



PROXY Form C.
(For foreign shareholders who have custodians in Thailand only)

Duty Stamp
฿20

Written at

Date Month Year

1. I / We Nationality
Address Road Sub-District
District Province Postal Code
As a custodian of
who is a shareholder of **Siam Global House Public Company Limited**, holding the total amount of
..... common shares with the voting rights of
..... votes.

2. Hereby appoint
(1) Age Years
Address Road Sub-District
District Province Postal Code or
(2) Age Years
Address Road Sub-District
District Province Postal Code or
(3) Age Years
Address Road Sub-District
District Province Postal Code

Only one of them as my / our proxy to attend and vote in the Annual General Meeting 2022
On Friday, 8 April 2022 at 1.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head
Office, 232 Moo 19 Rob Muang, Muang, Roi Et or at any adjournment thereof to any other date, time and venue.

3. I / We authorize the Proxy to vote on my/our behalf at the Meeting as follows :
 Grant proxy the total amount of shares holding and entitled to vote
 Grant only common shares
with the voting rights of votes

4. I / We authorize the Proxy to vote on my/our behalf at the Meeting as follows:

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

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 2 To acknowledge the Company's 2021 Operating Results Report and to approve the Audited Financial Statements for the Year ended 31 December 2021

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 Approve..... Share Disapprove..... Share Abstain..... Share



Agenda 3 To consider and approve regarding the allocation of net profit for the year 2021 as legal reserve and the dividend payment

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 4 To approve the reduction of the Company’s registered capital by canceling unissued registered shares remaining from the stock dividend allocation according to the resolution of the Annual General Meeting of shareholders for the year 2021 in total of 11,998 shares with the par value of Baht 1, and to amend Clause 4 of the Company’s Memorandum of Association to be in line with the decrease of the registered capital

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 5 To approve the increasing of the Company’s registered capital 200,072,658 shares with the par value of Baht 1 each, to support the dividend payment and to amend Clause 4 of the Company’s Memorandum of Association to be in line with the increase of the registered capital

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 6 To approve the allocation of additional ordinary shares 200,072,658 shares to support the stock dividend payment

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 7 To consider and approve the appointment of auditors and determination the auditing fee for the year 2022

- (a) A proxy has the right to consider and vote on my / our behalf
- (b) A proxy votes on my / our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 8 To consider and appoint directors replacing those who would retire by rotation

- (a) A proxy has the right to consider and vote on my/our behalf
- (b) A proxy votes on my/our following purposes:
 - Appointment of the entire board of directors
 - Approve..... Share Disapprove..... Share Abstain..... Share
 - Appointment of an individual director
 - 1) Name of Director : Mr. Pairoj Juarprathoom
 - Approve..... Share Disapprove..... Share Abstain..... Share
 - 2) Name of Director : Dr. Boonchai Pitugdamrongkija
 - Approve..... Share Disapprove..... Share Abstain..... Share
 - 3) Name of Director : Pol. Gen. Kawee Supanun
 - Approve..... Share Disapprove..... Share Abstain..... Share



Agenda 9 To consider and approve remuneration and bonus of the directors for the year 2022

- (a) A proxy has the right to consider and vote on my/our behalf
- (b) A proxy votes on my/our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda 10 Other matters (if any)

- (a) A proxy has the right to consider and vote on my/our behalf
- (b) A proxy votes on my/our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

- 5. Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.
- 6. If I / We do not specify my/our purpose to vote for any agenda or specify unclearly or in case the meeting considers or approves any other than agenda set off, including correcting or adding any fact, a proxy can consider and vote on my/our behalf as he/she may deem appropriate in all respects.

For any act performed by the Proxy at the Meeting except the Proxy did not vote as I / We had specified in the proxy form, it shall be deemed as such act had been done by me/us in all respects.

Signature Shareholder
(.....)

Signature Proxy
(.....)

Remark :

- 1) Only foreign shareholders as registered in the registration book who have custodian in Thailand can use the Proxy Form C.
- 2) Evidences to be enclosed with the Proxy Form are :
 - 1. Power of Attorney from shareholder authorizes a custodian to sign the Proxy Form on behalf of the shareholder.
 - 2. Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.
- 3) A shareholder appointing a proxy must authorize only to attend the meeting and cast the votes on his / her behalf. All shares shall not be split into more than one proxy to separately vote.
- 4) In agenda of directors' election, a proxy can vote all directors or each director.
- 5) In case there are any other than agenda set off, it is applicable to add in the Attachment to Proxy Form C.



Attachment to Proxy Form C.

Authorization on behalf of a shareholder of Siam Global House Public Company Limited

At the Annual General Meeting 2022 on Friday, 8 April 2022 at 1.30 p.m. at Meeting Room 5th floor, Siam Global House Public Company Limited, Head Office, 232 Moo 19 Rob Muang, Muang, Roi Et or at any adjournment thereof to any other date, time and venue.

Agenda.....Subject.....

- (a) A proxy has the right to consider and vote on my/our behalf
- (b) A proxy votes on my/our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda.....Subject.....

- (a) A proxy has the right to consider and vote on my/our behalf
- (b) A proxy votes on my/our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda.....Subject.....

- (a) A proxy has the right to consider and vote on my/our behalf
- (b) A proxy votes on my/our following purposes:
 - Approve..... Share Disapprove..... Share Abstain..... Share

Agenda.....Subject.....To appoint the directors

- 1) Name of Director :
 - Approve..... Share Disapprove..... Share Abstain..... Share
- 2) Name of Director :
 - Approve..... Share Disapprove..... Share Abstain..... Share
- 3) Name of Director :
 - Approve..... Share Disapprove..... Share Abstain..... Share

I / We certify that the details in this Attachment to Proxy Form C. are completely correct and totally true.

Signature Shareholder
(.....)

Signature Proxy
(.....)



**Guideline for the Annual General Meeting of Shareholders 2022
Regarding the Situation of Coronavirus 2019 (COVID-19) Outbreak**

Siam Global House Public Company Limited (“the Company”) concerns over of the shareholders’ and attendees’ health, therefore, require shareholders to be informed of the guideline for attending the meeting as follows :

1. Shareholders can exercise the right to the Annual General meeting of Shareholders by appointing any of the Company’s independent directors as a proxy instead of attending in person and submit the proxy form and other documents to the Company with in 5 April 2022 as follow.
To Secretary Department
Siam Global House Public Company Limited Head Office,
No. 232 Moo 19, Tumbon Robmuang, Amphur Muang, Roi-Et 45000
2. The Company asks that the shareholders or proxies who are exposed to the following risks please kindly consider authorizing other person who are not exposed to such risk or one of the Company’s Independent Directors as proxy to attend the meeting on their behalf
 - Shareholders or proxies returning from a foreign country, or came into physical contact or be in close proximity of those returning from a foreign country less than fourteen (14) days before the meeting date, especially at-risk countries in accordance with the announcement of the Ministry of Public Health;
 - Shareholders or proxies who resides in the at-risk area of Thailand, or came into physical contact or be in close proximity of those who resides in the at-risk area of Thailand;
 - Shareholders or proxies who exhibit any symptoms of respiratory diseases; such as having a fever (having body temperature of 37.5 degrees Celsius or above), coughing, having sore throat, sneezing or having runny nose.
3. Shareholders or proxy who intend to attend the meeting themselves, The Company asks of the attendees the cooperation with and the understanding of the guideline on how the shareholders meeting is to be conducted in order to minimize the risk of the Coronavirus 2019 (COVID-19) spreading. Detail of the guideline is as follows :
 - 3.1 Guidelines for screening and registering for meetings
 - Requesting shareholders and proxies to check-in and check-out via the “Thai Chana” application provided by the Company.
 - The Company shall set up a screening point in front of the meeting room and will check the temperature of all shareholders and proxies before meeting attendance registration. In the case that any shareholders or proxies are found to have any symptoms of respiratory diseases; such as having a fever (having body temperature of 37.5 degrees Celsius or above), coughing, having sore throat, sneezing or having runny nose, the Company reserves the right to ask such shareholders to authorize others who do not exhibit such symptoms or one of the Company’s Independent Directors as proxy to attend the meeting on their behalf instead.
 - Shareholders and proxies who pass the screening process and have registered to attend the meeting shall receive an indicating sticker. The Company requests all shareholders and proxies to wear face mask at all time while at the meeting venue as well as to clean their hands regularly with alcohol solution provided by the Company.

3.2 Guidelines for meeting room practice

- The Company prepares the seats in the meeting room each with a distance of not less than 1 meter.
- The Company requests shareholders and proxies to wear face mask at all times while in the meeting room and to refrain from talking in the meeting room.
- The Company kindly asks for the cooperation of the attendees to not eat any food or snacks at all the time while at the meeting venue.
- The meeting will be conducted in a concise manner, keeping time and in accordance with the agenda.

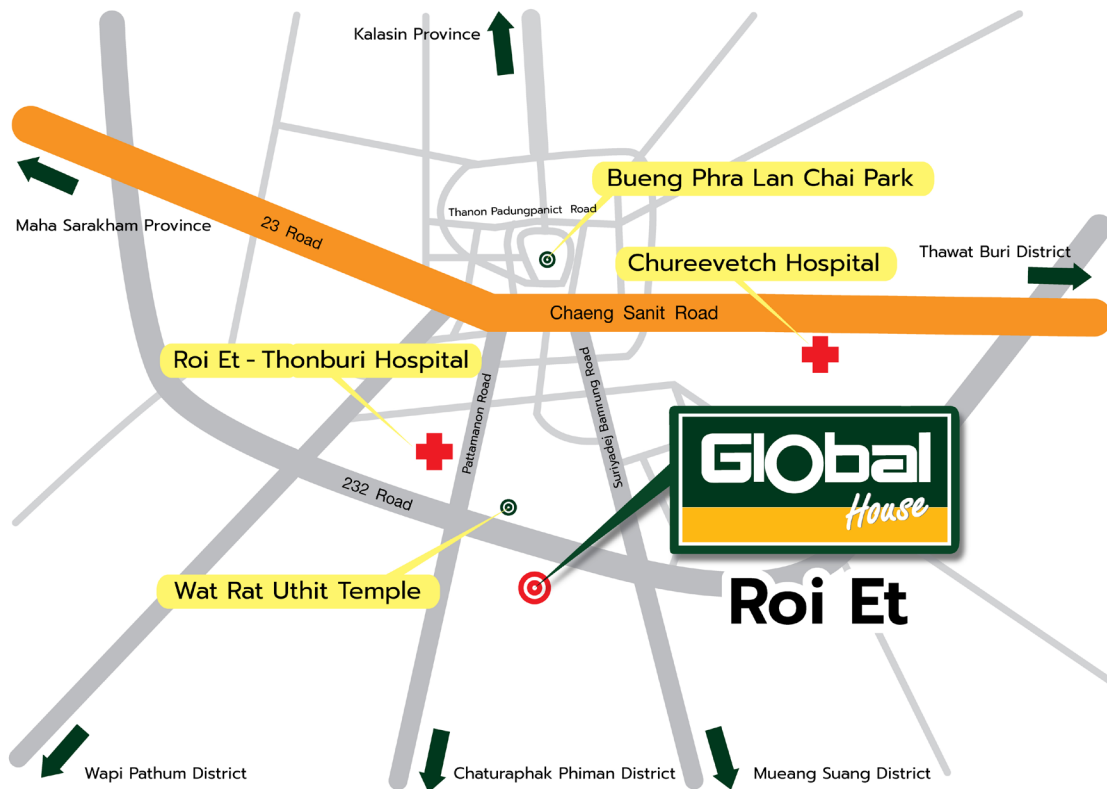
The implementation of the abovementioned measures and guidelines may result in inconvenience to shareholders or proxies due to procedures and processes being stricter and stringent than in normal situations. In addition, the Company must complete the meeting in a short time to reduce the amount of time where many people are gathered in the same place and must arrange for there to be sufficient spacing between each person in accordance with the law in effect at that time. Such restriction may results in the Company not being able to support the attendees as usual. The Company therefore would like to take this opportunity to apologizes for the inconvenience in advance.

In addition, if the situation has changed or additional shareholders meeting arrangement-related measures or regulations have been issued from the relevant agencies, the Company may change may change its practice to comply with said measures. The Company shall inform the shareholders of such a change via the information disclosure channel of the Stock Exchange of Thailand and the Company's website.

Map of the venue of the meeting

The Annual General Meeting of the year 2022 on 8 April 2022 Siam Global House Public Company Limited , Head Office 232 Moo 19 Rob Muang, Muang, Roi Et 45000

Siam Global House Public Company Limited Head Office map



Shuttle service 2 places on the meeting day
from 8.00 a.m. - 12.00 p.m.

1. Roi Et Province Bus Terminal
2. Roi Et Airport





Request form for the printed Annual Report
Siam Global House Public Company Limited

I / We.....

Shareholder's Registration No.....

Being a shareholder of **Siam Global House Public Company Limited** ("The Company")

Holding the total amount of shares on the date of closing the registration book for the Annual General Meeting of Shareholders for the Year 2020 Totalshares wish to receive the Annual Report 2020 by.

Receive Annual Report 2021 at the Annual General Meeting of Shareholders 2022 on 8 April 2022

Request the Company to deliver Annual Report 2020 according to address specified as follow.

Drop Up



Signed.....Shareholder
(.....)

Name.....
Reside at Street..... Sub-District
District..... Province..... Country.....
Postal Code.....

Note : Please reply the Request form for the Annual Report 2020 within 31 March 2021

Drop Down



Postage Stamp

Investor Relations Department
Siam Global House Public Company Limited , Head Office
232 Moo 19 Rob Muang, Muang, Roi Et 45000