



No. OP.SL.012/2563

Date: 14th May 2020

Subject: The resolution of the Board of Directors meeting Stock dividend payment and the allocation of shares in the form of general mandate and the date of the Annual General Meeting of Shareholders 2020

To: Managing Director
The Stock Exchange of Thailand

According that the Board of Directors' Meeting No. 4/2020 of Selic Corp Public Company Limited, which was held on Thursday 14th May 2020, has unanimously passed resolution to approve to propose the Annual General Shareholders' Meeting Year 2020 in following significant matters:

1. Considered the Company's financial statement for the fiscal year ended 31st December 2019 which was audited by the auditors of the Company;

2. Considered the appointment of auditors from KMPG Phoomchai Ltd. as the Company's auditors for the fiscal year ended 31st December 2020. The list of auditors as follows:

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

Any of the above auditors can conduct an audit and express an opinion on the Company's financial statements. In 2020, the proposed Audit fee is 1,800,000 Baht (excluding other actual payable non-audit fees);

3. Considered the re-election the directors to replace those who will retire by rotation for the year 2020, The list of directors who will retire by rotation as follows:

- 1) Mr. Ek Suwatthanaphim For the position: Director, Chairman of Executive Committee, Member of Nomination & Remuneration Committee, Member of Corporate Governance Committee and Chief Executive Officer
- 2) Mr. Pornpat Kijareon For the position: Independent Director, Member of Audit Committee, Member of Nomination & Remuneration Committee, and Chairman of Risk Management Committee
- 3) Mrs. Angeli Suwatthanaphim For the position : Director, Member of Risk Management Committee

4. Considered the remuneration of directors and sub-committees of the company for the year 2020 with details as follows

- 4.1 Monthly compensation, meeting allowances and EJP project not exceeding 3,000,000 million baht (Three million baht only)
- 4.2 The bonus payment criteria will pay 1.5 percent of the net profit each year within the limit not exceeding 1,000,000 baht (one million baht only), starting from 2020 onwards

In this regard, the remuneration policy for directors has been adjusted to be in line with the Company's operating results. Including duties, responsibilities, and the performance of each director Which the said



remuneration will be at an appropriate level comparable to that of the same industry Including enough to motivate and maintain quality directors with the company.

5. Resolved to propose to the Annual General Meeting of Shareholders to consider allocating profit from the retained earnings of the company to pay dividends in the form of stock dividends and cash dividend payment as follows:

5.1 Dividend payment as ordinary shares of the Company from the unappropriated retained earnings at the end of 2019 in the amount of not more than 40,000,000 shares with a par value of Baht 0.50 per share to the shareholders at the rate of 7.249986 existing shares per 1 stock dividend. Total amount not exceeding 20 millions baht or equivalent to the dividend payment rate of 0.0689656 baht per share. In the case that any shareholder has a fraction of the existing shares after the stock dividend allocation, the dividend will be paid in cash. Instead of paying a dividend at the rate of Baht 0.0689656 per share.

5.2 Pay cash dividend at the rate of 0.0076628 baht per share, or a total amount of not more than 22,222,222.22 baht, including 1 and 2, which is a dividend payment of 0.0766284 baht per share, or a total amount of not more than 22,222,222.22 baht. All dividends are subject to withholding tax at the rate as required by law

5.3 The Record date to determine the shareholders' rights to receive the dividend on July 14, 2020 and determine the dividend payment date on July 23, 2020

However, the said right of the Company is still uncertain. Due to have to wait for approval from the Annual General Meeting of shareholders

6. To consider and approve the reduction of the registered capital of the company by reducing the registered capital of the company by 14,000,272.50 baht from the original registered capital of 159,000,000 baht to a new registered capital of 144,999,727.50 baht by cutting the ordinary shares that have not been issued. Which remained from the allocation of 28,000,000 ordinary shares under general mandate and the remaining dividend payment of 545 shares to 289,999,455 shares.

The details of the allocation of decrease ordinary shares appear in accordance with Enclosed with Capital increase report form (F53-4)

7. Consider amendment of Memorandum of Association Clause 4 in accordance with the decrease of the registered capital

Article 4 Registered capital 144,999,727.50 baht (One hundred and forty four million, nine hundred and ninety nine thousand, seven hundred and twenty seven point fifty satang)

Divided into 289,999,455 shares (Two hundred and eighty nine million, nine hundred and ninety nine thousand, four hundred and fifty five shares)

Par value of 0.50 baht (fifty satang)

Divided into 289,999,455 ordinary shares (Two hundred and eighty nine million, nine hundred and ninety nine thousand, four hundred and fifty five shares)



8. The Board of Directors resolved to propose to the Annual General Meeting of Shareholders to consider and approve the increase of the Company's registered capital by allocating the newly issued ordinary shares of the Company in the form of general mandate by issuing 28,000,000 new ordinary shares at a par value of Baht 0.5 per share

In this regard, the Board of Directors has the authority to consider and determine the objectives of issuance and offering. Selling additional ordinary shares, details and other conditions Related to the issuance and offering of newly issued ordinary shares Including signing documents and contracts associated Including various actions Necessary and appropriate in relation to the issuance and offering of the newly issued ordinary shares at this time Including the listing of new ordinary shares to be listed as Listed securities in the Stock Exchange of Thailand Which the purpose of the capital increase for approval from this shareholders' meeting is business expansion Which includes expansion Increase production capacity of existing products or acquire new business / new products Repay the loan And to maintain the liquidity of the company's working capital

And resolved to propose to the Annual General Meeting of Shareholders to consider and approve the allocation of the newly issued ordinary shares of The company does not exceed 28,000,000 shares with a par value of 0.5 baht per share, general mandate for sale to specific persons.

The price to be offered to the general public and limited persons must not be considered as a low price According to the price criteria of the SEC and the Stock Exchange of Thailand The market price used to determine the offering price is the weighted average price of shares in the Stock Exchange of Thailand. Dating back no less than seven consecutive working days but not more than fifteen consecutive working days before the first day that the company will offer to investors Including issuing and Allocation of capital increase shares to be in accordance with the criteria stipulated by the SEC.

By assigning the Board of Directors to have the power to consider the offering of the newly issued ordinary shares of the Company at one time or several times and may offer to sell to any person first or to all groups of persons together at the same time including the determination Offer price Date and time of sale And details and conditions associated With the allocation of such newly issued ordinary shares By allocating such capital increase shares to be completed within the date The company arranges the next annual general meeting or within the date that the law requires the meeting to be held. Annual General Meeting of Shareholders for the next time whichever date is earlier

9. Consider increasing the registered capital of the company. To support the stock dividend payment And the allocation of the newly issued ordinary shares of the Company in the form of general mandate from the original registered capital of 144,999,727.5 baht to 178,999,727.50 baht by issuing 68,000,000 new ordinary shares at a par value of 0.50 baht per share as follows:

9.1 Resolved to propose to the Annual General Meeting of Shareholders for the year 2020 to consider and approve the allocation of the newly issued ordinary shares in the amount not exceeding 28,000,000 shares at the par value of 0.50 baht per share in the form of a general capital increase (General Mandate) to sell shares to private placement (Private Placement)

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

9.2 Resolved to propose to the Annual General Meeting of Shareholders for the year 2020 to consider and approve the increase of the registered capital of 20,000,000 baht by issuing ordinary shares of



no more than 40,000,000 shares with a par value of 0.50 baht per share to support the stock dividend payment.

The details of the allocation of newly issued ordinary shares appear in accordance with Enclosed with Capital increase report form (F53-4)

10. Consider amendment of Memorandum of Association Clause 4 in accordance with the increase of the registered capital

Article 4 Registered capital	178,999,727.50	baht (One hundred and seventy eight million, nine hundred and ninety nine thousand, seven hundred and twenty seven point fifty satang)
Divided into	357,999,455.00	shares (Three hundred and fifty seven million, nine hundred and ninety nine thousand, four hundred fifty five shares)
Par value of	0.50	baht (fifty satang)
Divided into	357,999,455.00	ordinary shares (Three hundred and fifty seven million, nine hundred and ninety nine thousand, four hundred fifty five shares)

11.To consider and approve the allocation of 40,000,000 new ordinary shares with a par value of 0.50 baht to support the stock dividend payment.

12. Resolved to schedule the 2020 Annual General Meeting of Shareholders on Thursday 2 July 2020 at 14.00 hrs. At the main meeting room of PMC Label Materials Co.,Ltd, No.30/28 Moo 2 T.Khokkham A.Muang, Samutsakorn, 74000. The record date is on May 29, 2020, with the following agenda.

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders 2019

Agenda 2 Acknowledging the operational results for the year 2019 and the plan for the year 2020

Agenda 3 To consider and approve the statements of financial position and income statements for the fiscal year 2019 ending on December 31, 2019 and the auditor's report

Agenda 4 To consider and approve the appointment of the auditor and the determination of the audit fee for the year 2020

Agenda 5 To consider and approve the appointment of directors in place of those retiring by rotation for the year 2020

Agenda 6 To consider and approve the remuneration of directors for the year 2020

Agenda 7 To consider and approve the allocation of profit from the retained earnings of the Company for the year 2019 to pay stock dividends

Agenda 8 To consider and approve the decrease of the Company's registered capital

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

Agenda 10 To consider and approve the increase of the registered capital by allocating the newly issued ordinary shares of the Company in the form of general mandate

Agenda 11 To consider and approve the increase of the Company's registered capital

Agenda 12 To consider and approve the amendment of Clause 4 of the Memorandum of Association in accordance with the increase of the registered capital



Agenda 13 To consider and approve the allocation of newly issued ordinary shares to support the stock dividend payment

Agenda 14 To consider other matters (if any)

Please be informed accordingly.

Yours sincerely

A handwritten signature in blue ink, appearing to read "Ek Suwatthanaphim".

(Mr. Ek Suwatthanaphim)
Chief Executive Officer



(From F53-4)

Capital increase report form
Selic Corp Public Company Limited
May 14,2020

We, Selic Corp Public Company Limited, would like to report the resolution of the Board of Directors' Meeting No. 4/2020 on May 14, 2020 between 13.00 – 17.00 hrs. about the capital increase and the allotment of new shares as follows

1. Capital Decrease and Increase:

1.1 The Meeting of The Board of Directors passed a resolution approving the decrease of the Company's registered capital from Baht 159,000,000 to Baht 144,999,727.50 by reducing ordinary shares reserved for the increase of registered capital under a General Mandate which have been not allocated in the whole amount of 28,000,000 shares and the remaining from stock dividends last year for 545 shares, totaling 28,000,545 shares at a par value of Baht 0.50per share

1.2 The Board of Directors resolved to increase the registered capital of the Company from 144,999,727.50 million baht to 178,999,727.50 million baht by issuing 68,000,000 ordinary shares / preferred shares at a par value of 0.50 baht per share, totaling 34,000,000 million baht, as follows:

Type of Capital Increase	Type of Share	Number of Shares (shares)	Par Value (THB/Share)	Total (THB)
√ Specifying the purpose of utilizing proceeds	Ordinary	40,000,000	0.50	20,000,000
√ General Mandate	Ordinary	28,000,000	0.50	14,000,000
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2. Allotment of New Shares:

2.1 Specifying the purpose of utilizing proceeds

Allotted to	Number of Shares (Shares)	Ratio (Old:New)	Sales Price (THB/Share)	Subscription and Payment Period	Note
Existing shareholders to support the stock dividend payment	40,000,000	7.249986:1	-	-	Record date 14 July 2020 Payment 23 July 2020



In the case of share allocation to existing shareholders specify the closing date of the share registration book or the date for determining the names of shareholders for the right to subscribe for new shares

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

In the case that any shareholder has a fraction of the existing shares after the stock dividend allocation, the dividend will be paid in cash instead of stock dividend at the rate of 0.0689656 baht per share.

2.2 General Mandate

Allotted to	Type of Share	Number of Shares	Percentage per Paid-up Capital	Note
Existing Shareholder	Ordinary Stock	-	-	-
	Preferred Stock	-	-	-
Supporting of Conversion/The Exercise of the right to purchase the newly issued shares				
General Public	Ordinary Stock	-	-	-
	Preferred Stock	-	-	-
Private Placement	Ordinary Stock	28,000,000	10	-
	Preferred Stock	-	-	-

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

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

The Annual General Shareholders' Meeting for the year 2020 is schedule on July 2, 2020 at 14.00 hrs., at the main meeting room of PMC Label Materials Co.,Ltd, No.30/28 Moo 2 T.Khokkham A.Muang, Samutsakorn 74000 agenda as follows:-

√ The Record date is on May 29, 2020

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



- 4.1 To obtain approval from the Annual General Meeting of Shareholders 2020
- 4.2 To register the increase in registered capital and the paid-up capital with the Department of Business Development, Ministry of Commerce.
- 4.3 To obtain approval of the Stock Exchange of Thailand for listing the newly-issued shares offered to the Private Placement and offering for sale of the newly-issued shares both by specifying the purpose of proceeds utilization and General Mandate
5. Objectives of the Capital Increase and Plans for Utilizing Proceeds received from the Capital Increase: To achieve sufficient revolving capital for the business operation and business expansion, enhance liquidity and structure of the investment capital of the Company.
6. Benefits which the Company will receive from the Capital Increase/Share Allotment The Company shall be to raise the fund in the shorter period of time and has sufficient revolving capital for its business operation, business expansion, and enhancement of liquidity.
7. Benefits which Shareholders will receive from the Capital Increase/share Allotment:
- 7.1 Dividend policy The company has a policy to pay dividends at a rate of not less than 40% of net profit after deducting all types of reserves as specified in the company regulations and laws. By considering from the separate financial statements If there is no other necessity and the dividend payment has no significant impact on the normal operation of the company
- 7.2 Shareholders who have been allocated the stock dividend will have the same rights as the shareholders of the company. Such as having the right to receive dividends Right to attend the shareholders' meeting And voting in the meeting etc.
8. Other necessary details for shareholders to approve the capital increase/share allotment
-None –
9. Schedule of action of the Board of Directors passed a resolution approving the capital increase or allotment of newly-issued shares:

No	Procedures of the Capital Increase	Date/Month/Year
1	The Board of Directors' Meeting No. 4/2020	14 May 2020
2	Record Date for the right to attend AGM 2020	29 May 2020
3	The AGM 2020	2 July 2020
4	Proceed with the registration of the capital increase with the Department of Business Development, Ministry of Commerce	Within 14 days from the date on which approval is granted by the Shareholders' Meeting
6	Record date	14 July 2020
7	Dividend payment schedule	23 July 2020



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

(Mr. Ek Suwatthanaphim)
Chief Executive Officer