



บริษัท เอบิโก้ โฮลดิ้งส์ จำกัด (มหาชน)

401/1 หมู่ 8 อาคารเอบิโก้ ชั้น 5 ถ.พหลโยธิน ต.จตุรต อ.ลำลูกกา จ.ปทุมธานี 12130

โทร 02-080-7899 โทรสาร 02-080-7805

ABICO 002/KV/2021

February 25, 2021

Subject: Schedule of the 2021 Annual General Meeting of Shareholders, Dividend Payment and Increase of registered capital of the Company.

To: President
The Stock Exchange of Thailand

The Meeting of the Board of Directors of Abico Holdings Public Co., Ltd., ("the Company") No.1/2021 held on February 25, 2021 has resolved as follows:

1. Approved the convening of the Annual General Meeting of Shareholders of the Year 2021 on 22 April 2021 at 13:30 pm. at Cafeteria Room, 1st Floor of Abico Bldg. which is located at No.401/1 Moo.8 Phaholyothin Road, Lumlukka, Prathumthani, 12130.

Just in case, if the Covid-19 situation is severe, there is a need to change the way of holding shareholder's meeting. The Board of Directors will be authorized the Chairman of the Board, who has the authorized to approve to change the method of organizing meeting as electronic meeting (E-AGM).

2. Approved the Record Date on which the shareholders have the right to attend and vote at the Annual General Meeting of Shareholders of the Year 2021 to be 12 March 2021.

3. Approved the convening of the Annual General Meeting of Shareholders of the Year 2021 to consider the following agendas;

Agenda 1 To certify the Minutes of the 2020 Annual General Meeting of Shareholders.

Opinion of the Board of Directors: The Board of Directors deems it is appropriate to certify the Minutes of the 2020 Annual General Meeting of Shareholders.

- Agenda 2** To acknowledge the report on the Company's operating result for the Year 2020.
- Opinion of the Board of Directors:** The Board of Directors considered and deemed it appropriate to report the performance results of the Company for the year 2020 to the meeting of shareholders for acknowledgement.
- Agenda 3** To approve the audited financial statements for the year end 31 December 2020 of the Company.
- Opinion of the Board of Directors:** The Board of Directors deems it is appropriate to approve the audited financial statements for the year end 31 December 2020 of the Company.
- Agenda 4** To consider and approve the profit apportionment and dividend payment derived from operating results for the year ended 31 December 2020.
- Opinion of the Board of Directors:** The Board of Directors deems it is appropriate for the Company to pay the dividend for the Year 2020 from the Company's financial performance.
- Agenda 5** To consider and approve the increase of registered capital of the Company from a stock dividend payment .
- Opinion of the Board of Directors:** The Board of Directors deems it is appropriate to approve the increase of registered capital of the Company to support the stock dividend payment of the company for the performance of the year 2020.
- Agenda 6** To consider and approve the amendment to Clause 4 of the Memorandum of Association in accordance with the increase of registered capital.
- Opinion of the Board of Directors:** The Board of Directors deems it is appropriate to approve The amendment to Clause 4 of the Memorandum of Association in accordance with the increase of registered capital of the Company's.

Article 4. Registered Capital	244,400,000.00 Baht
Amount of Shares	244,400,000 Shares
Par Value	1.00 Baht

The authorized share capital is divided into

Ordinary Share	244,400,000 Shares
Preferred Share	- Shares

Agenda 7 To consider approval of the re-appointment of the Company's directors replacing those retired by rotation.

Opinion of the Board of Directors: The Board of Directors deems it is appropriate to reappoint two directors who are retired by rotation, namely Mr. Chaichat Boonyarat, and Mr.Karn Punyacharoensin, who will retire by relation to director and Independent directors and whom considered qualified with knowledge and experience in business relating to the Company's operation, as proposed by the Nomination and Remuneration committee, according to the Public Company Act. B.E.2535.

Agenda 8 To consider and approve the determination of director's remuneration for the year 2021.

Opinion of the Board of Directors: The Board of Directors deems it is appropriate to approve the remuneration of directors for the year 2021 in the amount of not more than 2,000,000 Baht.

Agenda 9 To consider and the appointment of auditors and to determine their remuneration for the year 2021.

Opinion of the Board of Directors:

9.1 The Board of Directors deems it is appropriate to appoint EY Office Limited to be Company's auditors for the year 2021 , as follows:

- | | | |
|-------|------------------------------|--|
| 9.1.1 | Mr. Supachai Phanyawattano | Certified Public Accountant No. 3930 and/or |
| 9.1.2 | Mr.Chatchai Kasemsrithanawat | Certified Public Accountant No. 5813 and/or |
| 9.1.3 | Mr.Preecha Arunnara | Certified Public Accountant No. 5800 and/or |
| 9.1.4 | Miss Sutthirak Fakon | Certified Public Accountant No. 7712 (auditing in subsidiary companies only) |

9.2 Fix the audit fee to be in the amount of Baht 1,700,000 which is composed of Baht 550,000 for the company and Baht 1,150,000 for its subsidiary. however, exclude other expenses such as traveling expenses, operating in other provinces, etc. as proposed by the Audit Committee.

In the event those auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the company's financial statements in their place.

Agenda 10 To consider any other business (if any)

4. Detail dividend payment as follows:

4.1 Distribute common stock dividend from the Company's operating results for the fiscal year ended 2020 from the performance of the year 2020 to the existing shareholders of the Company at the rate of 25 existing shares per 1 ordinary share, with the total number of shares not exceeding 9,400,000 shares at a per value of 1 Baht representing stock dividend at the rate of Baht 0.04 per share, totaling not exceeding Baht 9,400,000.

Where the shareholder has share fraction derived from allocation of such stock dividend, the Company will pay such shareholder for the fraction in cash at the rate of Baht 0.04 per share; and

4.2 Payment in the form of cash in the amount of approximately Baht 0.0044 per share, or Baht 1.034 million. The Company shall deduct withholding tax on stock dividend income and cash dividend income at the rate prescribed by law. The withholding tax is deducted from cash dividend and submitted to Revenue Department subsequently.

4.3 The total of dividend payment 4.1 and 4.2 is the rate of Baht 0.0444 per share or equaling to approximately Baht 10.434 Million or 40% of net profit of separated financial statements after deducting tax and legal reserve which is in compliance with the dividend policy of the Company. The Company has set the date of 30 April 2021 as the date for determining the shareholders' right to receive the common stock and cash dividend (Record Date) and 21 May 2021 as the dividend payment date.

However, the right to receive dividend is subject to the approval by the 2021 Annual General Meeting of Shareholder.

Please be informed accordingly.

Yours sincerely,
Abico Holdings Public Co., Ltd.

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(Mr. Kitti Vilaivarangkul)
Managing Director

(F53-4)

Report Form for Capital Increase

Abico Holdings Public Company Limited 25 February 2021

We, Abico Holding Public Company Limited, hereby report the resolution of the Board of Directors' meeting No 1/2021 dated 25 February 2021, relating to the capital increase and allotment of capital increase shares as follows:

1. Capital increase:

The Board of Directors' meeting passed a resolution with approval of the company's registered capital increase from THB 235,000,000 to THB 244,400,000 by issuing 9,400,000 ordinary shares with a par value of THB 1 each, totaling THB 9,400,000. Details of each type of capital increase as follows:

Type of capital increase	Type of securities	Number of shares	Par value (THB/share)	Total (THB)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing the capital	Ordinary shares Preferred shares	9,400,000	1.00	9,400,000
<input type="checkbox"/> General Mandate	Ordinary shares Preferred shares	..........	..........	..........

- Specifying the purpose of utilizing the capital: please fill in all of the following items except item No. 2.2
- General Mandate: please fill in only items No.2.2, No.3 and No.4

2. Allotment of capital increase shares:

2.1 Specifying the purpose of utilizing the capital

Allotted to	Number of shares	Ratio (old : new)	Selling price (THB/share)	Subscription and payment period	Remark
Rights Offering	Up to 9,400,000 newly issued ordinary shares	25 : 1	-	-	-
Preferential Public Offering
Public Offering
Private Placement (specify)
To support the conversion or exercise rights of a financial instrument (specify)

- In the case of shares allotment to Rights Offering or Preferential Public Offering, specify the closing date for registration to shares transfer or the record date for shareholders to subscribe the new capital increase shares, including the last ratio and the last selling price.
- In the case of shares allotment to Private Placement, specify particulars of such person, his relationship with the Company and criteria to set selling price per share. If such person is a juristic entity, state the type of its business, the manner of its business operation, major shareholders, directors and management.
- In the case of shares allotment to support the conversion or exercise of subscription rights of a given instruments, such as convertible debentures, share-purchase warrants, transferable capital increase subscription rights, etc.,

specify particulars of such instruments, by stating its characteristics, amount, value, conditions and material contents (if any).

- The Company's procedure in case there is remaining fractional shares:

In the event that there is any fraction derived from the distribution of stock dividend, the Company will pay for the fraction in cash at the rate of THB 0.04 per share.

2.2 General Mandate

Allotted to	Type of securities	Number of shares	Percentage of paid-up capital ^{1/}	Remark
Rights Offering To support the exercise of the warrants to purchase the transferable capital increase shares allocated to the existing shareholders.	Ordinary shares	.....	.....	.....
	Preferred shares	.....	.....	.....
Preferential Public Offering To support the exercise of the warrants to purchase the transferable capital increase shares allocated to the existing shareholders and non-allocation to shareholders in such a manner that would cause the company to have any duty under foreign law	Ordinary shares	.....	.....	.....
	Preferred shares	.....	.....	.....
Public Offering	Ordinary shares	.....	.....	.....
	Preferred shares	.....	.....	.....
Private Placement	Ordinary shares	.....	.....	.....
	Preferred shares	.....	.....	.....

^{1/} Percentage of paid-up capital on the date that the Board of Directors resolved with the approval to increase capital under General Mandate

3. Schedule for a shareholders' meeting to approve the capital increase / allotment of capital increase shares

The 2021 Annual General Meeting of shareholder is scheduled to be held on 22 April 2021 at 1.30 p.m. at Cafeteria Room, Abico Bldg. 401/1 Moo8 Phaholyothin Rd., Kukot, Lumlookka, Pathumthani, 12130

Specifying the list of shareholders with the rights to attend this meeting (Record date) on 12 March 2021

Specifying the book-closing date to share transfers in order to determine the rights to attend this meeting from (date) until the meeting has been duly convened.

4. Seeking approval of the capital increase / share allotment from related government agency, and approval conditions (if any)

4.1 Approve by the 2021 Annual General Meeting of Shareholders.

4.2 Registration of the registered capital increase and paid-up capital increase with the Ministry of Commerce and amend Company's Memorandum of Association in accordance with the aforementioned capital increase.

4.3 Approve from the Stock Exchange of Thailand to list new ordinary shares on the Stock Exchange of Thailand.

5. Objectives of the capital increase and plans for utilizing the increased capital

- To reserve for the stock dividend payment, serving the purpose of being the investment return of the shareholders. The dividend is paid of stock dividend instead of cash dividend.

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

- 6.1 To increase liquidity of the company's shares
- 6.2 To maintain the level of working capital's liquidity
- 6.3 To be investment return for shareholders in form stock dividend

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

7.1 Dividend policy

The Company's dividend policy at a rate not less than 30% of the profit after tax from operations according to the separate financial statements, and reserves of all types, as required by law. However, such payment must be in accordance with the cash flow, investment plans of the Company and subsidiaries, as well as necessities and circumstances in the future.

7.2 Shareholder will be allocated more shares in the form of stock dividends. This will allow the shareholders to be entitled to receive dividends. The company will announce in the future.

8. Other details necessary for shareholders' decision making in the approval of the capital increase / share allotment:

- None

9. Time schedule of action in case the Board of Directors passes a resolution with the approval of the capital increase or allotment of new shares:

No.	Procedures of the capital increase	Date/Month/Year
1.	Board of Directors Meeting No.1/2564	25 February 2021
2.	Record Date of shareholders list entitled to attend 2021 Annual General Meeting of Shareholders	12 March 2021
3.	2021 Annual General Meeting of Shareholder	22 April 2021
4.	Registration of capital increase and amendment to the Memorandum of Association, with Department of Business Development, Ministry of Commerce	Within 14 days after Annual General Meeting of shareholder
5	Record date of shareholders list entitled to receive cash dividend and stock dividend	30 April 2021
6	Cash dividend and stock dividend payment	21 May 2021

We hereby certify that the information contained in this report form is correct and complete in all respects.

Signed
(Mr. Chaichat Boonyarat)

Signed
(Mr. Kitti Vilaivarangkul)