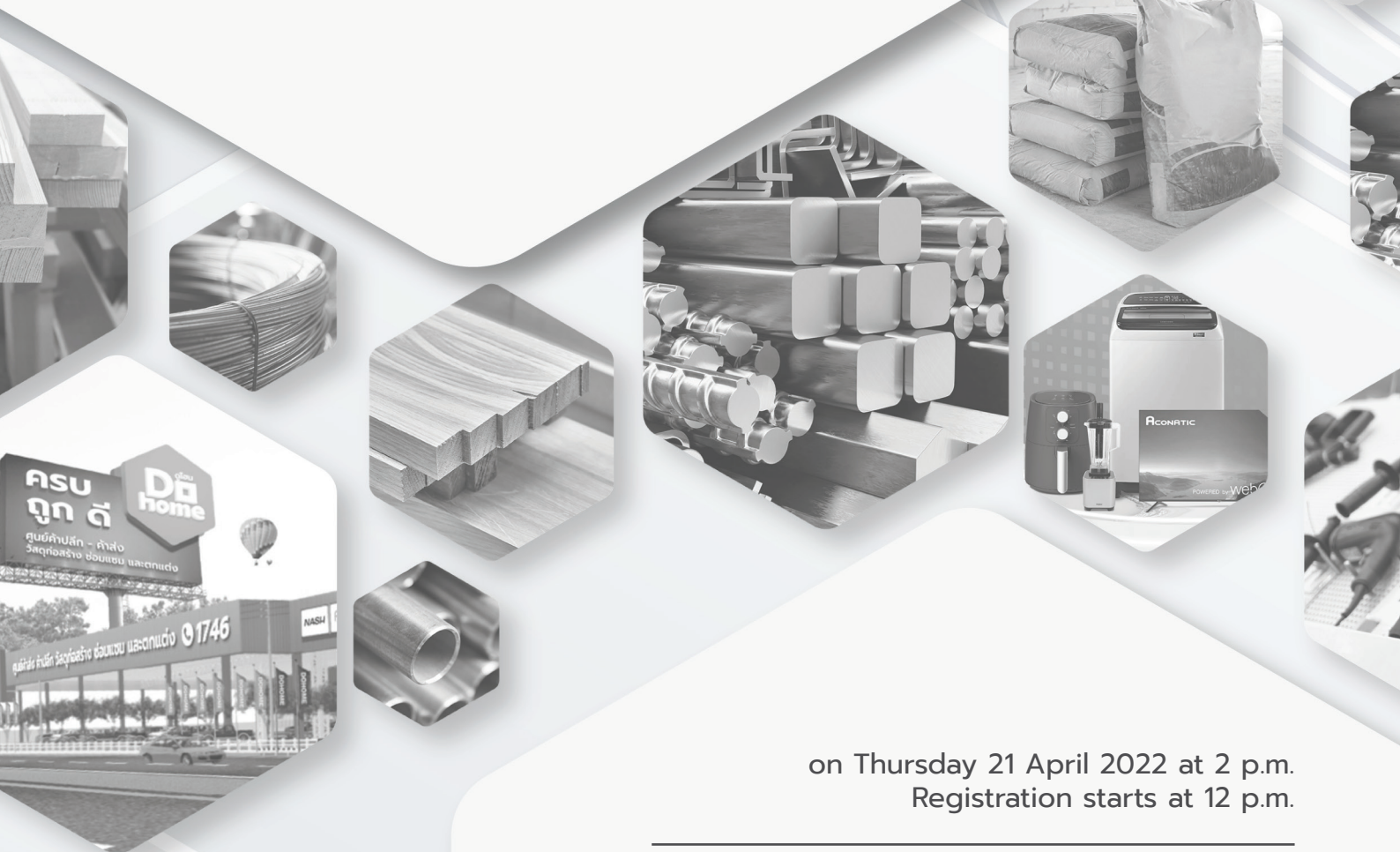




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Invitation Letter for The 2022 Annual General Meeting of Shareholders' Dohome Public Company Limited



on Thursday 21 April 2022 at 2 p.m.
Registration starts at 12 p.m.

At the Grand Ballroom Level 3 of The Emerald Hotel Bangkok
No. 99/1 Rachadapisek Road
Din Daeng, Bangkok Metropolis 10400

No souvenirs will be distributed at the meeting
although the Company will provide a snacks box to
shareholders or their proxies who attend.

**Dohome Public Company Limited**

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Samsennoi Sub-district, Phayathai District, Bangkok Metropolis, 10400
Tel. 0-2027-8787

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No. IDH-CG-CGCS-111-AGM6503/01.000

21 March 2022

Subject: Invitation to the 2022 Annual General Meeting of Shareholders

To: Shareholders of Dohome Public Company Limited

- Enclosures:
1. Notification Form of the 2022 Annual General Meeting of Shareholders;
 2. Form 56-1 (One Report) 2021 via QR Code format;
 3. Capital increase Report Form (F 53-4);
 4. Information of the retired directors and to be proposed as the Director;
 5. Articles of Association of the Company concerning a shareholder's meeting;
 6. Clarification on document and evidence required to identify shareholders or their proxies on the registration for attending and voting in the shareholders' meeting;
 7. Profiles of Independent Directors for appointment as Proxy;
 8. Proxy Form B.;
 9. Guidelines for the attendance of the annual general meeting of shareholders to prevent the pandemic situation of COVID-19;
 10. Privacy Notice for Annual General Meeting of Shareholders 2022; and
 11. Map of the Meeting Venue.

Notice is hereby given by the Board of Directors of Dohome Public Company Limited (the "Company") to convene the 2022 Annual General Meeting of Shareholders on Thursday, 21 April 2022 at 2.00 p.m. (registration will be opened at 12.00 p.m.) at the Grand Ballroom, 3rd Floor, The Emerald Hotel, no. 99/1, Ratchadaphisek Road, Dindaeng Sub-district, Dindaeng District, Bangkok 10400. The agendas are as follows:

Agenda 1 To acknowledge the operating results of the Company for the year 2021;

Purpose and Rationale: According to Clause 43 of the Company's Articles of Association require that the Company has conducted the report on the Company's operating results for the year 2021, as of 31 December 2021 to shareholders' Meeting. The details of which are as shown in the Financial Summary in the Form 56-1 (One Report) 2021 in QR Code Format (Enclosure No. 2).

The Board's Opinion: The Board of Directors has considered and deemed it appropriate to propose that the annual general meeting of shareholders to consider and approve the Company's operating result for the year 2021.

Voting: This agenda is for acknowledgement and no casting of votes is required.

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Agenda 2 To consider and approve consolidated financial statements of the Company and subsidiaries for the year ended 31 December 2021;

Purpose and Rationale: According to Section 112 of the Public Limited Companies Act, B.E 2535 (1992) (as amended) (the "PLCA") and Clause 46 of the Company's Articles of Association, the Company must prepare a balance sheet and a profit and loss account at the end of each fiscal year to propose to the annual general meeting of shareholders. In this regard, the Company has prepared the statements of financial position and the statements of profit and loss for the fiscal year ended 31 December 2021, which have been considered by the Audit Committee and the Board of Directors, the details of which are as shown in page 166-174 of the Form 56-1 (One Report) 2021 in QR Code Format (Enclosure No. 2).

The Audit Committee's Opinion: The Audit Committee has reviewed the consolidated financial statements of the Company and subsidiaries for the year ended 31 December 2021; which have been audited by the Company's auditor, therefore; it deems appropriate to propose that the Board of Directors to propose to the shareholders' meeting for their further consideration and approval.

The Board's Opinion: The Board of Directors, by the Audit Committee's opinion, has considered and deemed it appropriate to propose that the annual general meeting of shareholders consider and approve consolidated financial statements of the Company and subsidiaries for the year ended 31 December 2021.

A summary of the Company's significant financial status and operating results in 2021 is as follows:

Selected Information from the Company's Financial Statements

Unit: million Baht

Description	Consolidated Financial Statements		Separated Financial Statements	
	2021	2020	2021	2020
Total assets	27,226.51	20,765.17	28,015.49	21,623.44
Total liabilities	16,346.77	13,675.41	16,707.20	14,058.68
Total revenue	25,917.78	18,852.96	25,919.31	18,854.69
Net profit (equity holders of the Company)	1,818.06	726.68	1,771.59	681.75
Unappropriated retained earnings	3,324.98	1,797.34	3,163.90	1,682.73
Earnings per share (baht/share)	0.76	0.31	0.74	0.29

Voting: The resolution for this agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.



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Agenda 3 To consider and approve the appropriation of net profit as a legal reserve and the dividend payment;

Purpose and Rationale: According to Section 116 of the PLCA and Clause 53 of the Company's Articles of Association require that the Company must allocate not less than 5 percent of the annual net profit, less with the accumulated loss (if any) as a legal reserve, until such legal reserve reaches the amount of not less than 10 percent of the registered capital of the Company.

As at 31 December 2020, the Company has a legal reserve totaling THB 88,550,000 which is still less than ten percent of the registered capital of the Company, however; the Company sustains a net profit of THB 1,771.59 million according to the Company's separated financial statements for the fiscal year ended 31 December 2021. Therefore, the Board of Directors deems it appropriate to propose that the shareholders' meeting consider and approve the appropriation of the Company's net profit of the year 2021 in amount of THB 88,580,000 or representing approximately 5 percent of the total net profit of the year 2021 as a legal reserve. After such allocation, the total amount of legal reserve of the Company will be THB 177,130,000.

In addition, pursuant to Section 115 of the PLCA and Clause 51 of the Company's Articles of Association stipulate that no dividends shall be paid otherwise than out of profits and dividends shall be distributed in accordance with the number of shares, with each share being accorded equal distribution, and the Company may distribute the whole or part of its dividends by issuing new ordinary shares to shareholders with the approval of a meeting of shareholders as stipulated in Section 117 of the PLCA. In this respect, the Company has the policy to pay a dividend at the rate of not less than 30 percent of the net profit of its separated financial statements after deducting corporate income tax and all types of reserves.

In this regard, as at 31 December 2021, the Company has the net profit from the separated financial statements of THB 88.58 million and the unappropriated retained earnings of THB 1,683.01 million therefore; it deems appropriate to propose that the shareholders' meeting to consider and approve the dividend payment as follows:

(1) distribute common stock dividend from the Company's operating results for the fiscal year ended 2021 from retained earnings to the existing shareholders of the Company at the rate of 5 existing shares per 1 ordinary share, with the total number of shares not exceeding 484,434,005 shares at a par value of THB 1 representing stock dividend at the rate of THB 0.2000000000 per share, totaling not exceeding THB 484.43 million.

In case, where the shareholder has share fraction derived from the allocation of such stock dividend, the Company will pay such shareholder for the fraction in cash at the rate of THB 0.2000000000 per share; and

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(2) distribute cash dividend at the rate of THB 0.0222222223 per share, totaling to approximately THB 53.83 million.

The total of dividend payment of common stock and cash dividend is at the rate of THB 0.0222222223 per share or equaling to approximately THB 538.26 million or equivalent to approximately 31.98 percent 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 7 March 2022 as the date for determining the shareholders' right to receive the common stock and cash dividend (Record Date) and 18 May 2020 as the dividend payment date. In this regard, all cash dividends shall be deducted to accommodate withholding tax at the rate determined by the laws.

A comparison of the dividend payments from the Company's operating results in the previous years are detailed as follows:

Details of the annual dividend payment	2022 (Proposed year)	2021
1. Net Profit (separated financial statements) (THB) for the year 2022 and 2021 respectively	1,683,011,024	647,548,885
2. Number of paid-up shares (share)	2,422,170,022	2,165,517,966
3. Number of dividend payment (THB/share)	0.2222222223	0.0925925926
4. Total amount of dividend payment approximately (THB million)	538.26	200.51
5. Dividend pay-out ratio (percent)	31.98	30.96

The Board's Opinion: In consideration of dividend payment to shareholders, the Board of Directors takes various factors into account, namely the Company's performance, liquidity, current cash flow, and financial status or the Company's future business plan and capital investment requirement; and other factors. Therefore, the Board of Directors deems it appropriate to propose that the annual general meeting of shareholders consider and approve the appropriation of net profit as a legal reserve and the dividend payment as detailed above.

However, the right to receive dividend is subject to the approval by the 2022 Annual General Meeting of Shareholders.

Voting: The resolution for this agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base



Agenda 4 To consider and approve the reduction of the Company's registered capital of THB 820,669,460 from the registered capital of THB 3,243,684,982 to THB 2,423,015,522 by canceling 820,669,460 million unissued shares, with a par value of THB 1 per share and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital

Purpose and Rationale: As the Company desires to increase its registered capital to accommodate the distribution of stock dividend as detailed in the agenda 3, and to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) and Series 3 (ESOP-W3).

However, pursuant to Section 136 of the PLCA, a public limited company may increase its registered capital by issuing of new shares and all of the shares must have been issued and sold, and the company must have received payment for the shares in full, except for shares issued to accommodate the exercise of convertible debentures or warrants to purchase ordinary shares.

The Company currently has 821,514,960 unissued shares, with a par value of THB 1 per share which are the remaining shares from the allocation under the resolution of the 2021 Annual General Meeting of Shareholders, held on 8 April 2021 details are as following:

- (1) Canceling 3,275 unissued shares which are the remaining shares from the allocation of common stock dividend;
- (2) Canceling 29,959,000 unissued shares which are the remaining from issuance and offering of warrants to purchase the Company's newly issued ordinary shares to employees of the Company No.1 Series 1 (ESOP-W1), Series 2 (ESOP-W2) and Series 3 (ESOP-W3) by uncanceled 845,500 shares to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) and Series 3 (ESOP-W3); and
- (3) Canceling 790,707,185 unissued shares which are the remaining from issuance and offering newly issued shares through a general mandate.

Therefore, in order to comply with the applicable law, the Company is required to reduce its registered capital of THB 820,669,460 from the registered capital of THB 3,243,684,982 to THB 2,423,015,522 by cancelling 820,669,460 unissued shares, with a par value of THB 1 per share. In addition, the Company is required to amend Clause 4. of the Memorandum of Association of the Company to be in line with to be in line with the reduction of the Company's registered capital by replacing with the following

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"Clause 4	Registered capital	THB 2,423,015,522	(Two billion, four hundred and twenty-three million, fifteen thousand, five hundred and twenty-two Baht)
	Divided into	2,423,015,522 Shares	(Two billion, four hundred and twenty-three million, fifteen thousand, five hundred and twenty-two shares)
	Par value per share	THB 1	(One Baht)
	Divided into:		
	Ordinary shares	2,423,015,522 Shares	(Two billion, four hundred and twenty-three million, fifteen thousand, five hundred and twenty-two shares)
	Preferred shares	- Shares	(-)"

The Board's Opinion: The Board of Directors has considered and deemed it appropriate to propose that the annual general meeting of shareholders consider and approve the reduction of the Company's registered capital of THB 820,669,460 from the registered capital of THB 3,243,684,982 to THB 2,423,015,522 by cancelling 820,669,460 unissued shares, with a par value of THB 1 per share and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the reduction of the Company's registered capital. In this regard, it is also deemed appropriate to delegate the power to the persons designated by the Board of the Directors to register the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, to be authorized to amend or add wordings in accordance with the Registrar's instruction.

Voting: The resolution of this agenda requires a vote of not less than three-fourths of total votes of shareholders attending the meeting and having the rights to vote, including the abstention in the calculation base.

Agenda 5 To consider and approved the increase of the Company's registered capital by THB 484,603,105 from the existing registered capital of THB 2,423,015,522 to THB 2,907,618,627 by issuing 484,603,105 newly ordinary shares with a par value of THB 1 per share to accommodate the distribution of stock dividend to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) and Series 3 (ESOP-W3) and amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital

Purpose and Rationale: As the Company desires to increase its registered capital to accommodate the distribution of stock dividend as detailed in Agenda 3 and to accommodate the right adjustment of warrant to purchase the Company's

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ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) and Series 3 (ESOP-W3).

The details of the capital increase of the Company through a general mandate are as shown in the Capital Increase Report Form (F 53-4) (Enclosure No. 3).

Therefore, the Company has to increase the Company's registered capital by THB 484,603,105 from the existing registered capital of THB 2,423,015,522 to THB 2,907,618,627 by issuing 484,603,105 newly issued ordinary shares with a par value of THB 1 per share to accommodate the common stock dividend distribution and to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) and Series 3 (ESOP-W3). Also, it is deemed appropriate to propose the meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital by replacing with the following particulars:

"Clause 4	Registered capital	THB 2,907,618,627	(Two billion, nine hundred and seven million, six hundred and eighteen thousand, six hundred and twenty-seven Baht)
	Divided into	2,907,618,627 Shares	(Two billion, nine hundred and seven million, six hundred and eighteen thousand, six hundred and twenty-seven shares)
	Par value per share	THB 1	(One Baht)
	Divided into:		
	Ordinary shares	2,907,618,627 Shares	(Two billion, nine hundred and seven million, six hundred and eighteen thousand, six hundred and twenty-seven shares)
	Preferred shares	- Shares	(-)"

The Board's opinion: The Board of Directors has considered and deemed appropriate to propose that the annual general meeting of shareholders consider and approve the increase of the Company's registered capital by THB 484,603,105 from the existing registered capital of THB 2,423,015,522 to THB 2,907,618,627 by issuing 484,603,105 newly ordinary shares with a par value of THB 1 per share to accommodate the distribution of stock dividend and to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) and Series 3 (ESOP-W3) and amendment of Clause 4 of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital. this regard, it is also deemed appropriate to delegate the power to the persons designated by the Board of the Directors to register the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, to be authorized to amend or add wordings in accordance with the Registrar's instruction.



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Voting The resolution of this agenda requires a vote of not less than three-fourths of total votes of shareholders attending the meeting and having the rights to vote, including the abstention in the calculation base.

Agenda 6 To consider and approve the allocation of the newly issued ordinary shares of not exceeding 484,603,105 shares with a par value of THB 1 to accommodate the stock dividend payment and to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) and Series 3 (ESOP-W3)

Purpose and Rationale: The Company desires to allocate the newly issued ordinary shares of not exceeding 484,603,105 shares with a par value of THB 1 to accommodate the stock dividend payment and to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) and Series 3 (ESOP-W3) the details are as follows:

- 1) Allocate the newly issues ordinary shares of not exceeding 484,434,005 shares with a par value of THB 1 per share to accommodate the stock dividend payment in order to reward the shareholders of the Company;
- 2) Allocate the newly issues ordinary shares of not exceeding 30,000 shares with a par value of THB 1 per share to accommodate the right adjustment of warrants to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) to maintain the rights of the warrant holders not to be adversely affected; and
- 3) Allocate the newly issues ordinary shares of not exceeding 139,100 shares with a par value of THB 1 per share to accommodate the right adjustment of warrants to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 3 (ESOP-W3) to maintain the rights of the warrant holders not to be adversely affected.

The Board's Opinion: The Board of Directors has considered and deemed it appropriate to propose to the annual general meeting of shareholders consider and approve the allocation of the newly issued ordinary shares of not exceeding 484,603,105 shares with a par value of THB 1 to accommodate the stock dividend payment and to accommodate the right adjustment of warrant to purchase the Company's ordinary shares allocated to the Company's employees No.1 Series 2 (ESOP-W2) and Series 3 (ESOP-W3) the relevant as detailed above.

Voting The resolution of this agenda requires a simple majority vote of shareholders attending the meeting and exercising their voting rights, excluding the abstention in the calculation base.



Agenda 7 To consider and approve the amendment of the objectives of the Company No. 11 and amendment of Clause 3 of the Memorandum of Association of the Company to be in line with the amendment of the objectives of the Company

Purpose and Rationale: the Company has selling agricultural products The category of quality hazardous substances according to the type of plants and pests, which contain chemicals such as pesticides and other products, etc. related to agriculture which the dealer and possession of dangerous goods must comply with the Hazardous Substance Act B.E. 2535 including amended and agencies that set regulatory standards "Provincial Agricultural Research and Development Center" requires that the Company to operate in accordance with the rules. The conditions stipulated by the law for the issuance of a license are for the possession of hazardous substances. There must be a statement in the Company's objectives that are comprehensive and clear in relation to the business activity of the Company. Under the request to cover and be consistent with the Company's current and future business operations, the details are as follows:

Old

No. 11 To carry on the business of trading in medicines and preventing diseases in humans and animals, pharmaceutical products, chemicals, medical and pharmaceutical equipment, controlled seed, fertilizers, herbicides and pesticides, all kinds of growth agents for plants and animals, laboratory instruments.

New

No. 11 To carry on the business of trading in medicines and preventing diseases in humans and animals, pharmaceutical products, chemicals, medical and pharmaceutical equipment, controlled seed, fertilizers, herbicides and pesticides, all kinds of growth agents for plants and animals, hazardous agricultural materials and laboratory instruments.

And propose to amendment clause 3. of the Memorandum of Association to be in line with to be in line with the amendment of the objectives of the Company by replacing with the following particulars:

Clause 3. The Company has 57 objectives, details as attached in BorMorJor 002 as attached.

The Board's opinion: The Board of Directors has considered and deemed appropriate to propose that the annual general meeting of shareholders consider and approve the amendment of the objectives of the Company No. 11 and amendment of Clause 3 of the Memorandum of Association of the Company to be in line with the amendment of the objectives of the Company this regard, it is also deemed appropriate to delegate the power to the persons designated by the Board of the Directors to register the amendment of the Memorandum of Association with the Department of Business Development, Ministry of Commerce, to be authorized to amend or add wordings in accordance with the Registrar's instruction.

Agenda 8 To consider and approve the re-election of directors who are due to be retired by rotation for another term;

Purpose and Rationale: According to Section 71 of the PLCA and Clause 21 of the Company's Articles of Association which stipulate that one-third of the total number of the directors shall retire at every annual ordinary general meeting of shareholders, and if the number of directors cannot be equally divided into three parts, the number of directors closest to one-third shall retire. The directors to retire from office in the first and second years following the registration of the company shall be drawn by lots. In every subsequent year, the directors who have been longest in office shall retire office. A retiring director is eligible for re-election.

At the 2022 Annual General Meeting of Shareholders, there are 3 directors who are due to retired by rotation, namely:

Name of directors who are due to retire by rotation	Position	Meeting Attendance at the Board of Directors' Meeting in 2021 (Attendance)	Meeting Attendance at the Sub Committees in 2021 (Attendance)	Number of years at the Board of Directors' office
1. Ms. Ariya Tangmitrphra	Director and Member of the Executive Committee	$\frac{3}{4}$	-	3 years 11 months
2. Mrs. Salilip Ruangsuttipap	Director and Member of the Executive Committee	4/4	-	3 years 11 months
3. Mr. Maruay Tangmitrphracha	Director and Member of the Executive Committee	4/4	-	2 years 9 months

In compliance with the principles of good corporate governance, the Company invited the shareholders to nominate candidates to be elected as directors at the 2021 Annual General Meeting of Shareholders during the period from 28 October 2021 to 1 February 2022. Nonetheless, no shareholders nominated any candidates for election as directors at this meeting.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee (excluding director who has a conflict of interest), has considered the profiles and qualifications of the director candidates pursuant to the Company's Articles of Association, regulations of the relevant authorities, and relevant laws, as well as the nomination process that is appropriate, comprehensive, and in line with good corporate governance principles, viewed that Ms. Ariya Tangmitrphracha, Mrs. Salilip Ruangsuttipap and Mr. Maruay Tangmitrphracha have professional skills, knowledge, and experience in line with the Company's business operation and also contribute

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significant benefits to the Company. Furthermore, the 3 director candidates have performed their duties with responsibilities, due care, and honestly. As such, it is deemed appropriate to propose that the annual general meeting of shareholders consider and approve the re-election of Ms. Ariya Tangmitrphracha, Mrs. Salitip Ruangsuttipap and Mr. Maruay Tangmitrphracha to be the directors of the Company for another term of office.

The Board's Opinion: The Board of Directors, (excluding directors who have a conflict of interest), in consideration with the Nomination and Remuneration Committee's Opinion, has considered and deemed appropriate to propose to the annual general meeting of shareholders to consider and approve the re-election of Ms. Ariya Tangmitrphracha, Mrs. Salitip Ruangsuttipap and Mr. Maruay Tangmitrphracha to be the directors of the Company for another term of office. The profiles of nominated directors are as shown in information of the retired directors and to be proposed as the Director (Enclosure No. 4).

Voting The resolution of this agenda item requires a simple majority vote of shareholders attending the meeting and exercising their voting rights, excluding the abstention in the calculation base.

Agenda 9 To Consider and approve the directors' remuneration for the year 2022;

Purpose and Rationale: According to Section 90 of the PLCA and Clause 26 of the Company's Articles of Association, the Company's directors are eligible to receive remuneration in the form of meeting allowance, pension, bonus, and other benefits as stipulated in the Company's Articles of Association or shareholders' approval.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee has considered the directors' remuneration for 2022, based on each person's responsibilities, and compared with the market price and other listed companies with a similar size. The directors' remuneration rate must be sufficient to compensate and retain directors to work with the Company. Therefore, it was deemed appropriate to propose the total remuneration of directors for the year 2021 at the rate of not exceeding THB 2,200,000 per year which is the same rate comparing with the year 2021 are as follows:

	2021 (Proposed year)		2020	
	Monthly Remuneration	Meeting allowance	Monthly Remuneration	Meeting allowance
Board of Directors				
Chairman	40,000 Baht	30,000 Baht	40,000 Baht	30,000 Baht
Vice President	35,000 Baht	25,000 Baht	35,000 Baht	25,000 Baht
Independent Directors	30,000 Baht	25,000 Baht	30,000 Baht	25,000 Baht
Executives Committee				
Chairman	-	-	-	-
Director	-	-	-	-



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Audit Committee

Chairman	-	25,000 Baht	-	25,000 Baht
Independent Directors	-	20,000 Baht	-	20,000 Baht

Risk Management Committee

Chairman	-	25,000 Baht	-	25,000 Baht
Director	-	20,000 Baht	-	20,000 Baht

Nomination and Remuneration Committee

Chairman	-	25,000 Baht	-	25,000 Baht
Director	-	20,000 Baht	-	20,000 Baht

Remark: The Directors, who are the Company's executives or employees, shall not be eligible to receive monthly fee and meeting fee for their position as members of the Board of Directors and other sub-committees.

In this regard, the directors shall not be entitled to receive others benefits other than the above fees.

In 2021, the total directors' remuneration was paid in the amount of THB 1,865,000. The details are as shown under "Section 8.1.2. Board Members Attendance and Remuneration of Individual Director" on pages 142-143 of the Form 56-1 (One Report) 2021 (Enclosure No. 2)

The Board's Opinion: The Board of Directors in consideration with the Nomination and Remuneration Committee's Opinion, has considered and deemed appropriate to propose to the annual general meeting of shareholders to consider and approve the directors' remuneration for the year 2022 as detailed above.

Voting: The resolution for this agenda item requires a vote of no less than two-thirds of the total number of votes of the shareholders attending the meeting, including abstentions in the calculation base.

Agenda 10 To consider and approve the appointment the appointment of auditors and the remuneration of auditors for the year 2022

Purpose and Rationale: According to the Section 120 of the PLCA and Clause 43 of the Company's Articles of Association, the Company is required to propose to an annual general meeting of shareholders to appoint the auditor and determine the audit fee. In addition, the Company shall arrange for the rotation of auditor pursuant to the rules and regulations as determined in the Securities and Exchange laws and/or other relevant regulations.

The Audit Committee's Opinion: The Audit Committee has considered and proposed the auditors from EY Office Limited (EY) as the auditor of the Company and subsidiaries for the year 2022 since EY Office Limited is one of the leading international audit firms, having high standards and considerable expertise, as well as reasonable fees, whereby any of the following auditors can conduct the audit and express an opinion on the Company's financial statements.

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<u>Name of Auditor</u>	<u>CPA Registration No.</u>	<u>Number of years certified on the Company's financial statements</u>	
1. Ms. Manee Rattanabunnakit	5313	- year	or / and
2. Mrs. Kunlahee Piyawannasuth	6137	- year	or / and
3. Ms. Vilailak Laohasrisakul	6140	- year	

In this regard, the aforementioned auditors have no relationship or any conflict of interest with the Company, subsidiaries, executives, directors, major shareholders or any other related person. Therefore, there is an independent to audit and express opinion on the Company's financial statements.

Moreover, the Audit Committee viewed that the audit fee for the year 2022 from EY Office Limited is appropriate and suitable for the scope of audit, therefore, it was deemed appropriate to propose to the Board of Directors to consider and propose to the annual general meeting of shareholders to consider and approve the audit fee as follows:

Description	2022 (proposed year)	2021
Audit fee	3,600,000	3,350,000

The above audit fees exclude other expenses, which will be reimbursed on an actual basis.

The Board's Opinion: The Board of Directors in consideration with the Audit Committee's Opinion, has considered and deemed it appropriate to propose to the annual general meeting of shareholders to consider and approve the appointment of EY Office Limited as the Company's auditor and the determination of audit fee at the amount of not exceeding THB 3,600,000.

Voting The resolution of this agenda item requires a simple majority vote of shareholders attending the meeting and exercising their voting rights, excluding the abstention in the calculation base.

Agenda 14 Other matters (if any)

The Company will conduct the meeting in accordance with the Articles of Association of the Company Re: shareholders' meeting, details are as shown in Enclosure No. 5



Dohome Public Company Limited

Orrattanachai Building, No.60 Vibhavadi Rangsit Road,
Samsennoi Sub-district, Phayathai District, Bangkok Metropolis, 10400
Tel. 0-2027-8787

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The Company has set the date for determining the shareholders' right to attend the 2022 Annual General Meeting of Shareholders on 7 March 2022 and the Company hereby invite the shareholders of the Company to attend the 2022 Annual General Meeting of Shareholders on 21 April 2022 at 14.00 hrs. At the Grand Ballroom, 3rd Floor, The Emerald Hotel Bangkok No. 99/1 Ratchadapisek Road, Dindeang Sub-district, Dindeang District, Bangkok Metropolis 10400. The details of the meeting venue are as shown in Enclosure No. 11.

In compliance with the principles of good corporate governance for the rights of shareholders, the Company invited the shareholders to propose agenda items for the 2021 Annual General Meeting of Shareholders and to nominate candidates to be elected as directors of the Company during the period from 26 October 2020 to 1 February 2021. Nonetheless, no shareholders proposed any agenda item for this meeting.

The Company is deeply concerned for the safety and well-being of shareholders and all stakeholders participating in holding the Meeting, the seats in the meeting room will be arranged for appropriate social distancing of 1.5 meters. Therefore, the available seats for shareholders will be approximately 150 seats. The Company strongly requests for your cooperation to strictly follow the Guidelines for the attendance of the annual general meeting of shareholders to prevent the pandemic situation of COVID-19 as shown in Enclosure No. 11.

The Company ask for cooperation all attendees are required to go through the temperature checkpoint before entering the venue and wear one's own facemask at all time and apology for inconvenient there may be a delay in screening and registration for the Meeting.

The Company recommends that Shareholders appoint proxy to the Company's Independent Directors, as shown in Enclosure No. 7, to attend and vote at the Meeting on your behalf by sending a proxy form A or form B (recommend to use proxy form B), along with the evidencing documents by post office to the Company address; Company Secretary Department, Dohome Public Company Limited No. 60 Vibhavadi-Rangsit Road, Dindaeng Road, Samsen District, Phayathai District, Bangkok, 10400. The Company requests the shareholders to deliver the Proxy Form and its supporting documents to the Company by 19 April 2022 at 18.00 hrs.

The Company may require to collect personal data of the Shareholders, such as name and surname, nationality, national identification number (or passport number), the date of birth, age, address, shareholder's registration number, telephone number, email address (if any), any sound or video recordings, photography or health information for COVID-19 screening procedure. For this, the Company will follow the Privacy Notice for Annual General Meeting of Shareholders 2022 as shown in Enclosure No. 10.



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The Company would like to thank all shareholders and apologizes for any such inconvenience that may arise.

Yours faithfully,

Ms. Mayuree Seeta

Vice President, Corporate Governance

Department and Company Secretary

By the instruction of the Board of Directors of

Dohome Public Company Limited

Remark:

1. Shareholder can access the invitation and all the supporting documents for the 2022 Annual General Meeting of Shareholders at the Company's website (<https://www.dohome.co.th/>) from 21 March 2022 under "Investor / Shareholder Information / Shareholders' Meeting"; and
2. Should you require the printed Form 56-1 (One Report) 2021, please contact Company Secretary or Investors Relations telephone. 062-197-6688 or fill the name, surname and address for delivery to the E-mail address: IR@dohome.co.th.



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