

27 February 2023

SUBJECT : Omission of the annual dividend payment, the issuance and offering of debentures and announces agenda for Annual General Meeting of Shareholders for the year 2023 (AGM no. 61)

ATTN. : The President
Stock Exchange of Thailand

The Board of Directors of Asia Hotel Public Company Limited at the meeting no.2/2023 (no.2/2566) held on 24 February 2023 has passed the significant resolutions for the 2023 Annual General Meeting of Shareholder as follows :

1. Approved to propose at the shareholders' meeting no legal reserve allocation and approve the omission of annual dividend for the performance of the company from 1 January 2022 to 31 December 2022.
2. Approved to propose the shareholders' meeting to re-elect directors who are retired by rotation to be directors for another term as follows :
 - 1) Mr. Piyawudh Senapoopitaksa Independent Director and Audit Committee Member
 - 2) Dr. Chotima Puasiri Independent Director and Audit Committee Member
 - 3) Mrs. Pornpun Tanariyakul Executive Director
 - 4) Miss Kesarin Pupiphathirunkul Independent Director
3. Approved to propose the shareholders' meeting to approve the remuneration and meeting allowance for directors for the year 2023 as follows:
 - 3.1 Remuneration for the Board of Directors 13 persons as follows:
 - Chairman should be Baht 224,000.-
 - Vice Chairman should be Baht 168,000.-
 - Director should be Baht 112,000.-
 - Total remuneration for the board of directors amount Baht 1,400,000.-
 - (Last year - Non-paying Remuneration (Bonus) for the Board of Directors)
 - 3.2 The meeting allowances (If present the meeting) for a meeting should be as follows:
 - Chairman should be Baht 20,000.- per meeting (the same rate as last year)
 - Vice Chairman should be Baht 15,000.- per meeting (the same rate as last year)
 - Director should be Baht 10,000.- per meeting (the same rate as last year)
4. Approved to propose to the shareholder's meeting to appoint Mr. Sathien Vongsnan CPA no. 3495 or Miss Panita Chotesaengmaneekul CPA. no. 9575 of ANS Audit Co., Ltd. as the auditor of the Company for the Year 2023 with the audit fee Baht 1,640,000.-
5. Approved to propose to shareholder's meeting to approve the issuance and offering of debentures in the amount not exceeding Baht 3,200 million. The details of the issuance and offering of debentures are as follows:

Objectives:	For general business use and/or loan repayment and/or investment and/or working capital of the Company and subsidiaries or for other purposes as the Board of Directors deems appropriate.
Type of Debenture	All type of debentures including, but not limited to: with or without name registered debentures, with or without collateral, with or without debentures holders representative and subordinated or non-subordinated debentures depending on the suitability of the conditions market and other factors. At the time of each issuance and offering of debentures.
Amount	Not exceeding 3,200 million baht at the time of offering (Revolving Basis)
Currency	Thai Baht or equivalent foreign currency
Interest Rate	Depending on market conditions at the time of each bond issuance and offering.
Maturity Period	Depending on market conditions at the time of each bond issuance and offering. Except in the case of issuance of perpetual debentures. Debentures issued by the Company must not exceed 20 years from the date of issuance of the relevant debentures. In case of issuance of redemption debentures upon dissolution of the Company. The maturity and maturity date of the debentures shall be in accordance with the relevant rules of the Capital Market Supervisory Board and/or the Securities and Exchange Commission (SEC) and/or any other relevant government agency.
Early Redemption of Debentures	Debenture holders and/or the Company may or may not have the right to redeem the debentures before maturity, depending on the terms and conditions of the debentures at each issuance.
Allocation Method	The offering of the debentures can be at one time or several times, whether offered domestically and/or internationally and may be offered to general public and/or specific investors and/or high- net- worth individual and/or institutional investors and/or any other investors.
Authority to determine other details	<p>Authorize the Board of Directors and/or Executive Directors to assign persons designated to have authority in matters relating to and/or continuing with the issuance of debentures, including (but not limited to) the following:</p> <p>(1) Determine conditions and details necessary and related to the issuance and offering of the debentures, including (but not limited to) such as name, type, collateral (if any), currency, amount, maturity, par value, offer price per unit, interest rate, right of redemption, method of offering, issuance and offering period, repayment methods, allocation methods, and terms and conditions, etc., as the circumstances will permit and for a period of time as deemed appropriate. The issuance and offering of the debentures can be in various forms at one time or several times.</p> <p>(2) Proceed with any action necessary and appropriate for the issuance of such debentures and has the authority to appoint representatives of debentures holders and/or registrars of the debentures and/or distributor and/or underwriters and/or financial advisors and/or other advisors and/or any other persons involved in the issuance and offering of the debentures and/or credit rating agencies and/or property appraisers, etc., as well as to register debentures with Thai Bond Market Association or any other secondary markets as well as to have the authority to apply for permission to disclose information and proceed with other actions with relevant authorities.</p> <p>(3) Contact, provide information, negotiate, enter into, sign, certify and amend documents and contracts relating to the issuance and offering of the debentures, including (but not limited to) application, prospectus, registration statements and documents evidence to be filed with the Securities and Exchange Commission, Thai Bond Market Association and/or any other entity involved in the issuance and offering of such debentures, as well as liaise and file the aforementioned documents with the Securities and Exchange Commission, Thai Bond Market Association or any other agency or person concerned.</p> <p>(4) Proceed with any other action necessary and appropriate for the issuance of the Company's debentures to be achieved and in accordance with its objectives.</p>

5. That Annual General Meeting of shareholders no.61 shall be held on 19 April 2023 at 2.00 p.m. at King Petch Room, Asia Hotel, 296 Phayathai Road, Ratchatevi, Bangkok. The agenda for the meeting will be as follows:

1. Certify the minutes of the AGM no. 60 held on 8 April 2022.
2. Acknowledge the Company's annual report and the board of directors' report for the year 2022
3. Approve audited financial statements for the year ended December 31, 2022
4. Consider and approve no legal reserve and omission dividend distribution for the operating results of the year 2022
5. Appoint directors to succeed those completing their terms
6. Approve directors' remuneration and meeting allowance fees
7. Appoint an auditor and fix the audit fee for the year 2023.
8. Approve the issuance and offering of debentures in the amount not exceeding 3,200 million baht.
9. Others (if any)

6. That the record date to attend the meeting of AGM no.61 is on 14 March 2023

This information is provided for notification to the SET and for disclosure to investors.

Signature

(Mrs.Pornpun Tanariyakul)
Deputy Managing Director