

April 8, 2021

Subject: Invitation to attend the 2021 Annual General Meeting of Shareholders

To: Shareholders

- Enclosures**
1. The 2020 Annual Report of the Board of Directors comprising a copy of the audited financial statements of the Company for the fiscal year ended December 31, 2020, which were audited by a certified public accountant in QR Code format
 2. Information of the candidates for the election of Directors to replace the Directors who will retire by rotation
 3. Profiles of the Independent Directors for the appointment of proxy of the Shareholders and the definition of Independent Directors
 4. Excerpt of the Articles of Association of Raimon Land Public Company Limited relating to the shareholders' meeting
 5. List of documents or evidences identifying the shareholder or proxy status eligible to attend the shareholders' meeting which shall be presented on the date of the shareholders' meeting
 6. Map of the venue of the meeting
 7. Proxy forms
 8. Precautionary Measures and Guidelines for the Attendees for the 2021 Annual General Meeting of Raimon Land Public Company Limited Due to the COVID-19 outbreak Situation

Raimon Land Public Company Limited (the “**Company**”) has schedule to conduct the 2021 Annual General Meeting of Shareholders on Friday, April 30, 2021, at 2.00 p.m., at Meeting Room No. 5-7, 8th Floor, No. 3 Rajanakarn Building, South Sathorn Road, Yannawa Sub-District, Sathorn District, Bangkok to consider the matters in the following agendas:



Agenda 1

To acknowledge the report on the Company's operating result for the fiscal year ended December 31, 2020, the 2020 Annual Report and business plan and strategy of the Company

Facts and rationale

The Company has summarized the Company's operating results and the key changes of the Company occurred during the fiscal year ended December 31, 2020 in the 2020 Annual Report of the Board of Directors of the Company. In addition, the Company has prepared its business plan and strategy, the details of which are as set out in **Enclosure 1** (*the 2020 Annual Report of the Board of Directors of the Company comprising a copy of the audited financial statements of the Company for the fiscal year ended December 31, 2020, which were audited by a certified public accountant in QR Code format*) which has been delivered to all shareholders together with this invitation.

Opinion of the Board of Directors

The Board of Directors has considered it appropriate to propose to the 2021 Annual General Meeting of Shareholders to acknowledge the report on the Company's operating results for the fiscal year ended December 31, 2020, the 2020 Annual Report and the Company's business plan and strategy, as per the above details.

Voting

This agenda is for acknowledgement, therefore, voting is not required.

Agenda 2

To consider and approve the financial statements of the Company for the fiscal year ended December 31, 2020

Facts and rationale

Pursuant to Section 112 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the "PCL Act") and Article 43 of the Company's Articles of Association require that the Company shall prepare the statements of financial position and the statements of comprehensive income at the end of every fiscal year which shall be proposed to the annual general meeting of shareholders of each year for consideration and approval.

The Company has prepared the statements of financial position and the statements of comprehensive income of the Company for the fiscal year ended December 31, 2020, which were audited by a certified public accountant, reviewed by the Audit Committee, and approved by the Board of Directors, the



details of which are as set out in section 4: comprises of “Report of The Independent Certified Public Accountants”, “the Financial Statements of the year 2020” and “Notes to the Financial Statements” of the 2020 Annual Report as per the detail in the **Enclosure 1** (*the 2020 Annual Report of the Board of Directors of the Company comprising a copy of the audited financial statements of the Company for the fiscal year ended December 31, 2020, which were audited by a certified public accountant in QR Code format*) and has been delivered to all shareholders together with this invitation.

Opinion of the Board of Directors

The Board of Directors has considered it appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider and approve the statements of financial position and the statements of comprehensive income of the Company for the fiscal year ended December 31, 2020 which were audited by a certified public accountant, reviewed by the Audit Committee, and approved by the Board of Directors, as per the above details.

Voting

The resolution of this agenda requires a simple majority vote of the total votes of shareholders attending the meeting and casting their votes, excluding the abstention in the vote calculation base.

Agenda 3

To consider and approve the matter regarding the non-appropriation of legal reserve and the omission of the dividend payment from the Company’s business operating results for the fiscal year ended December 31, 2020

Facts and rationale

Pursuant to Section 116 of the PCL Act and Article 46 of the Company’s Articles of Association, the Company must allocate part of the annual net profit as a reserve fund in an amount of not less than 5 percent of the annual net profit less the sum of retained losses brought forward (if any) until the reserve fund amounts to not less than 10 percent of the registered capital of the Company, unless the Articles of Association of the Company or other law requires for a greater amount of the reserve fund.

The registered capital of the Company is currently Baht 4,172,484,127 and the legal reserve before the appropriation in amounts of Baht 134,000,000, or equivalent to 3.21 percent of the Company’s registered capital which is still less than 10 percent of the registered capital. However, the Company sustains a net loss of Baht 849,818,872 in the fiscal year ended December 31, 2020 as shown in the



Company's separate financial statements. Therefore, the Company has considered the non-appropriation of legal reserve for the year 2020.

In addition pursuant to Section 115 of the PCL Act and Article 45 of the Company's Articles of Association, no dividend shall be paid out of funds other than profits and in the case where the Company still sustains retained losses, no dividend shall be paid. In addition, the Company has a policy to pay dividend not more than 50 percent of net profit shown in the separate financial statements after the deduction of income tax and all appropriation to legal reserves when the Company has profit and no retained losses.

In this regard, the Company has the net losses according to the Company's separate financial statements for the fiscal year ended December 31, 2020 in the amount of Baht 849,818,872. Therefore, the Company should reserve cash flow for its operation, investment and various situations that may arise from the 2019 novel coronavirus (COVID-19) outbreak and it is deemed appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider and approve not to pay the dividend from the Company's operating result for the fiscal year ended December 31, 2020 to the shareholders as previously approved by the meeting of the Board of Directors No. 3/2021, held on Friday, March 12, 2021

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

Details of dividend payment	Year 2021 (as proposed)	Year 2020	Year 2019
1. Net profit (loss) shown in the Company's separate financial statements (Baht)	(849,818,872)	(219,407,507)	492,018,512
2. Number of the Company's paid-up shares (Shares)	4,172,484,127	4,172,484,127	4,172,484,127
3. Amount of dividend paid per share (Baht)	-	-	0.015
4. Total amount of dividends paid (Baht)	-	-	62,587,261.91
5. Dividend rate per the net profit (Percent)	-	-	N/A*

Remark: *The dividends of the years 2019 was paid from the retained earnings which differ from the dividend policy of the Company.



Opinion of the Board of Directors

The Board of Directors has considered it appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider the following matters:

- (1) to approve the non-appropriation of legal reserve as the Company sustains a net loss for the fiscal year ended December 31, 2020 in the amount of Baht 849,818,872; and
- (2) to approve not to pay dividend the shareholders as the Company should reserve cash flow for its operation, investment and various situations that may arise from the 2019 novel coronavirus (COVID-19) outbreak.

Voting

The resolution of this agenda requires a simple majority vote of the total votes of shareholders attending the meeting and casting their votes, excluding the abstention in the vote calculation base.

Agenda 4

To consider and approve the re-election of Directors to replace those who will retire by rotation

Facts and rationale

Pursuant to Section 71, paragraph two of the PCL Act and Article 16 of the Company's Articles of Association, at every annual general shareholder meeting, one-third (1/3) of the Directors, or if it is not a multiple of three, then the number nearest to one-third (1/3) shall retire from the office and such retired Directors may be re-elected to return to the position. At the 2021 Annual General Meeting of Shareholders, there are 3 Directors who shall retire by rotation as follows:

Names of Directors who retire by rotation	Position	Number of Board of Directors' meeting attendance in the year 2020	Number of Subcommittee meeting attendance in the year 2020	Term of directorship in the Company
1. Mr. Kris Narongdej	Chairman of the Board of Directors	7/8	-	1 years 5 months
2. Mr. Korn Narongdej	Director	7/8	-	1 years 5 months
	Chairman of the Executive Committee	-	5/5	
	Chairman of the Enterprise Risk Management Committee	-	0/0	
3. Mr. Stephane Michel	Director	1/1	-	7.5 months
	Member of the Executive Committee	-	2/2	
	Member of Enterprise Risk Management Committee	-	0/0	



In this regard, the Company has provided opportunity and methods for the shareholders to nominate candidates for election of the Directors of the Company through the Company website during December 2, 2020 to January 15, 2021, however; none of the shareholders nominated any person to be elected as the Board of Directors. As 2 member of the Nomination and Remuneration Committee have resigned from the position, therefore the number of the Nomination and Remuneration Committee is not enough to constitute a quorum to hold a meeting to consider and screen the qualifications of the appropriate persons in substitution for the 3 directors who will retire by rotation at the 2021 Annual General Meeting of Shareholders, therefore, the Board of Directors instead have considered and screened the qualifications of the appropriate persons in substitution for the directors who will retire by rotation at the 2021 Annual General Meeting of Shareholders with the prudent and careful consideration and view that such 3 persons have knowledge, capability, experience and expertise that will benefit the Company's operation. The 3 Directors are qualified and do not possess any prohibited characteristics under the PCL Act and the Securities and Exchange Act B.E. 2535 (1992) (as amended) and other relevant regulations. The details of which are as set out in **Enclosure 2** (*Information of the candidates for the election of Directors to replace the Directors who will retire by rotation*) which has been delivered to all shareholders together with this invitation.

Opinion of the Board of Directors

The Board of Directors (excluding the Directors having no conflict of interest) has considered it appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider and approve the re-elections of (1) Mr. Kris Narongdej (2) Mr. Korn Narongdej and (3) Mr. Stephane Michel for another term of the directorship.

Voting

The resolution of this agenda requires a simple majority vote of the total votes of shareholders attending the meeting and casting their votes, excluding the abstention in the vote calculation base.



Agenda 5

To consider and approve the directors' remuneration for the year 2021

Facts and rationale

Pursuant to Section 90 of the PCL Act and Article 14 of the Articles of Association of the Company, the Directors of the Company are eligible to receive remuneration from the Company in the forms of reward, meeting allowance, per diem, bonus or other forms of benefit as prescribed by the regulations or as approved by a shareholders' meeting which may be specified in a fixed amount, or in criteria, and to be prescribed from time to time or to be effective until the shareholders' meeting resolves to change. Moreover, the Directors shall be entitled to receive any other allowance and welfare according to the Company's rule.

The Directors' remuneration for the year 2021 is determined in the amount of not exceeding Baht 6,000,000 (Six Million Baht), whereby the Board of Directors shall be authorized to allocate the monetary remuneration to the Directors for the year 2021 as deemed appropriate. In this regard, as 2 of the Nomination and Remuneration Committee have resigned from the position, therefore the number of the Nomination and Remuneration Committee is not enough to constitute a quorum to hold a meeting to consider the Directors' remuneration. Therefore, the Board of Directors instead have considered the Directors' and the Subcommittee's remuneration for the year 2021 by considering the Company' operating result of the previous year together with the comparison with the business in the same industry and the average amount of the Directors' remuneration of other businesses with the similar size of the Company including the growth of business and profit of the Company. Therefore, it was deemed appropriated to propose to the 2021 Annual General Meeting of Shareholders to consider and approve the Directors' and the Subcommittee's remuneration for the year 2021 in the amount of not exceeding Baht 6,000,000 (Six Million Baht) which is Baht 3,000,000 (Three Million Baht) less than the remuneration of the Directors in the previous year as the 2019 novel coronavirus (COVID-19) outbreak. The details of the Directors' and the Subcommittee's remuneration are as follow:



Names of Directors	Monthly Remuneration in 2020 (Baht)	Proposed Remuneration for the Year 2021		
		Positions	Monthly Remuneration per Position held (Baht)	Total Monthly Remuneration (Baht)
1. Mr. Kris Narongdej	100,000	Chairman of the Board of Directors	100,000	100,000
2. Mrs. Oranuch Apisaksirikul ¹	85,000	Vice Chairperson of the Board of Directors (Independent Director)	50,000	100,000
		Chairperson of the Audit Committee	35,000	
		Member of the Nomination and Remuneration Committee	15,000	
3. Mr. Franck Charles-Antoine Cancelloni ²	74,000	Director (Independent Director)	29,000	74,000
		Chairman of the Nomination and Remuneration Committee	20,000	
		Member of the Audit Committee	25,000	
4. Mr. Vichet Kasemthongsri	54,000	Director (Independent Director)	29,000	54,000
		Member of the Audit Committee	25,000	
5. Mr. Tan Swee Beng Kelvin	29,000	Director	29,000	29,000
6. Mr. Tay Kian Seng John	29,000	Director	29,000	29,000
7. Mr. Korn Narongdej ³	29,000	Director	-	-
		Member of the Nomination and Remuneration Committee	-	
8. Mr. Stephane Michel ⁴	29,000	Director	-	-
9. Mr. Sataporn Amornvorapak	-	Director	-	-
Total	429,000		371,000	371,000

Remark

¹ Mrs. Oranuch Apisaksirikul was appointed as the Vice Chairperson of the Board, Chairperson of the Audit Committee, Independent Director, and the Member of the Nomination and Remuneration Committee on March 13, 2021.

² Mr. Franck Charles- Antoine Cancelloni was appointed as the Independent Director, the Chairman of the Nomination and Remuneration Committee, and the Member of the Audit Committee on March 13, 2021.

³ Mr. Korn Narongdej was appointed as the Chief Executive Officer on January 22, 2021.

⁴ Mr. Stephane Michel was appointed as the Chief Operating Officer on January 22, 2021.

In addition, the Board of Directors of the Company shall not be eligible to any bonus, additional remuneration, and benefits both in monetary and non-monetary forms other than health insurance, the same as in 2020.



However, in the case that the director is in the position of the executive officer of the Company, such director is not eligible to receive the remuneration as a Company's director but shall eligible to receive allowance and welfare as remuneration and benefit for the Company's employees pursuant to the Company's regulations.

Opinion of Board of Directors

The Board of Directors has considered it appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider and approve the remuneration of the Directors for the year 2021 as per the above details.

Voting

The resolution of this agenda requires a vote of not less than two-thirds of the total votes of shareholders attending the meeting, including the abstention in the vote calculation base.

Agenda 6

To consider and approve the appointment of auditors and determination of the auditors' remuneration for the year 2021

Facts and rationale

Pursuant to Section 120 of the PCL Act and Article 40 of the Articles of Association of the Company, the annual general meeting of shareholders shall appoint the auditor and determine the auditor's remuneration every year and the existing auditor is eligible to be reappointed.

In addition, according to the Notification of the Capital Market Supervisory Board No. Tor Jor. 44/2556 regarding the Rules, Criteria and Procedures for Disclosures of Financial Status and the Operating Results of the Company Issuing Securities, the Company shall arrange for the rotation of the auditor(s) if such auditor(s) have performed the duties for 7 fiscal years, whether for 7 consecutive years or not. The Company may appoint that auditors as a Company's auditor only after 5 consecutive years have passed.

The Audit Committee has considered and recommended the Board of Directors to appoint auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditors for the fiscal year ended December 31, 2021 by prescribing any of the following auditors to review and give opinion on the Company's financial statements for the year 2021:



	Name of the auditors	Certified Public Accountant	No. of years certified financial statements of the Company
1.	Mr. Chavala Tienpasertkij	Certified Public Accountant No. 4301;	The auditor who has been signed the financial statement of the Company for 2019 and 2020
2.	Mr. Nantawat Sumraunhant	Certified public accountant No. 7731;	The auditor who has never been signed the financial statement of the Company
3.	Mr. Yongyuth Lertsurapibul	Certified Public Accountant No. 6770;	The auditor who has never been signed the financial statement of the Company
4.	Ms. Kornthong Luangvilai	Certified Public Accountant No. 7210	The auditor who has never been signed the financial statement of the Company

In the event that the auditors listed above cannot perform their duties, Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. shall have an authority to appoint other Certified Public Accountant(s) of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to perform the duties instead.

In this regard, the Audit Committee views that none of the proposed auditors having relationship or conflict of interest with the Company and the subsidiaries, executives, major shareholders or any related person thereof. Therefore, the auditors are independent to audit and give opinion on the financial statements of the Company. Moreover, the auditors have satisfactory working results and have a good understanding of the Company's business with the qualifications that are not contrary to the regulations of the Stock Exchange of Thailand.

In addition, the Audit Committee considered it appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider and approve the auditors' remuneration in the amount of not exceed Baht 2,000,000 excluding the Non-Audit Fee). The comparison of the auditors' remunerations of the Years 2021 and 2020 are as set out below.

Table of Comparison of the Auditors' Remunerations for the Years 2021 and 2020

Auditors' Remunerations	Fiscal Year 2021	Fiscal Year 2020
1. Audit fee	Not exceeding Baht 2,000,000	Not exceeding Baht 2,000,000
2. Other service fee	None	None
Remark: Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. is the auditor of the Company and the Company's subsidiary for the year 2020 and 2021.		



Opinion of Board of Directors

The Board of Directors considered and agreed with the Audit Committee, and it is appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider and approve the appointment of the auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. and the determination of auditors' remuneration in the amount of not exceed Baht 2,000,000.

Voting

The resolution of this agenda requires a simple majority vote of the total votes of the shareholders attending the meeting and casting their votes, excluding the abstention in the vote calculation base.

Agenda 7 To consider and approve the amendment of the Articles of Association

Facts and rationale

Pursuant to the amendment of the laws concerning the electronics meeting and the change of the Company's seal, the Company deemed it appropriate to amend Article 23, 30, 33, 35, and 50 of the Articles of Association to be in line with the changes. The details are as follows:

Article No.	Current Articles of Association	New Articles of Association
23	At a meeting of the Board of Directors, no less than one half of the total number of directors present shall form a quorum. If the chairperson of the Board is not present at the meeting or cannot perform his or her duty, then a vice-chairperson, if any, shall act as the chairperson. If there are several vice-chairpersons, the directors present at the meeting shall elect one vice-chairperson to be the chairperson of the meeting. If there is no vice-chairperson, or, if there is a vice-chairperson who, however, cannot perform his or her duty, then the directors present at the meeting shall elect one director among them to be the chairperson of the meeting.	At a meeting of the Board of Directors, <i>regardless of whether the meeting is conducted in physical or by means via electronic media</i> , no less than one half of the total number of directors present shall form a quorum. If the chairperson of the Board is not present at the meeting or cannot perform his or her duty, then a vice-chairperson, if any, shall act as the chairperson. If there are several vice-chairpersons, the directors present at the meeting shall elect one vice-chairperson to be the chairperson of the meeting. If there is no vice-chairperson, or, if there is a vice-chairperson who, however, cannot perform his or her duty, then the directors present at the meeting shall elect one director among them to be the chairperson of the meeting.



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Article No.	Current Articles of Association	New Articles of Association
	<p>The decisions at the meeting shall be by a majority of votes.</p> <p>Each director is entitled to one vote, but a director who has an interest in any matter shall not be entitled to vote on this matter. In the event of a tie of votes, the chairperson of the meeting shall have one additional decisive vote.</p>	<p>The decisions at the meeting shall be by a majority of votes.</p> <p>Each director is entitled to one vote, but a director who has an interest in any matter shall not be entitled to vote on this matter. In the event of a tie of votes, the chairperson of the meeting shall have one additional decisive vote.</p>
30	<p>The Board of Directors must convene the meeting at least once within the period of every three (3) months.</p> <p>In the case of a meeting of the Board of Directors is held through electronic media, all participating directors must be in the Kingdom of Thailand and at least one third (1/3) of the directors must attend the meeting in the same place. An electronic conferencing must be conducted through a convention control system with secure information technology processes and must be a record of both audio and video (as the case may be) of all the directors attending the meeting throughout the meeting, including the computer traffic generated by the record, and the control system of the meeting must have the basic elements as prescribed by Notification of the Ministry of Information and Communication Technology Re: Standards for Electronic Conferencing Security B.E. 2557 (2014) (as amended).</p>	<p>The Board of Directors must convene the meeting at least once within the period of every three (3) months.</p> <p><u>For each meeting of the Board of Directors, the chairman of the Board or the director entrusted by the chairperson may determine that a meeting be held and conducted through an electronic media, provided that such meeting shall be convened in accordance with applicable laws or regulations at the time. Such meetings of the Board of Directors conducted by means via electronic media bear the same effects as any meeting which the Board of Directors attend the meeting at the same venue in accordance with the methods prescribed under the laws and these Articles of Association.</u></p>



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Article No.	Current Articles of Association	New Articles of Association
33	<p>The Board of Directors shall hold a general meeting of shareholders within four months from the last date of the fiscal period of the Company.</p> <p>Other meetings of shareholders in addition to the said meeting shall be called as an extraordinary meeting. The Board of Directors may convene an extraordinary meeting of shareholders any time as it deemed appropriate or one or more of shareholders aggregately hold shares of not less than 10 percent of the total number of issued shares may subscribe their names for the preparation of letter requesting the Board of Director to convene an extraordinary meeting of shareholder at any time but shall also specify the reasons for such request on the letter. In such case, the Board of Directors must convene the meeting of shareholders within 45 days from the date of receipt of the letter.</p> <p>In case the Board of Directors does not convene the meeting within the period as prescribed under paragraph two, the shareholders who subscribe their names or other shareholders aggregately hold the number of shares as required may convene such meeting within 45 days from the maturity date of the period specified in paragraph two. In this case, the meeting shall be deemed as the shareholders' meeting that called by the Board of Directors and the company shall be responsible for any necessary expenses arising from such meeting and facilitate the meeting as it is reasonable.</p>	<p>The Board of Directors shall hold a general meeting of shareholders within four months from the last date of the fiscal period of the Company.</p> <p>Other meetings of shareholders in addition to the said meeting shall be called as an extraordinary meeting. The Board of Directors may convene an extraordinary meeting of shareholders any time as it deemed appropriate or one or more of shareholders aggregately hold shares of not less than 10 percent of the total number of issued shares may subscribe their names for the preparation of letter requesting the Board of Director to convene an extraordinary meeting of shareholder at any time but shall also specify the reasons for such request on the letter. In such case, the Board of Directors must convene the meeting of shareholders within 45 days from the date of receipt of the letter.</p> <p>In case the Board of Directors does not convene the meeting within the period as prescribed under paragraph two, the shareholders who subscribe their names or other shareholders aggregately hold the number of shares as required may convene such meeting within 45 days from the maturity date of the period specified in paragraph two. In this case, the meeting shall be deemed as the shareholders' meeting that called by the Board of Directors and the company shall be responsible for any necessary expenses arising from such meeting and facilitate the meeting as it is reasonable.</p>





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Article No.	Current Articles of Association	New Articles of Association
	<p>In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph three is not formed according to Article 36, the shareholders as prescribed under paragraph three shall collectively be responsible for the expenses arising from such meeting to the company.</p>	<p>In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph three is not formed according to Article 36, the shareholders as prescribed under paragraph three shall collectively be responsible for the expenses arising from such meeting to the company</p> <p><u>In this regard, the meeting of shareholders can be conducted by means via electronic media, provided that such meeting shall be convened in accordance with the method prescribed under applicable laws and regulations at the time, or the relevant laws and regulations applied mutatis mutandis. Such meeting of shareholders conducted by means via electronic media bear the same effects as any meeting which the shareholders attend the meeting at the same venue in accordance with the methods prescribed under the law and the Articles of Association.</u></p>
35	<p>To convene a meeting of shareholders, the Board of Directors shall issue a notice of the meeting specified the place, date, time, agendas, and business to be proposed to the meeting together with appropriate details, and clearly specified that the proposed business is for acknowledgement, approval, or consideration, as the case may be, including opinion of the Board of Directors on the said business, and deliver the same to the shareholders and the registrar for the acknowledgment not less than 7 days before the meeting date. And, the notice of the meeting shall also be announced on a newspaper for 3 consecutive days and not less than 3 days prior to the meeting date.</p>	<p>To convene a meeting of shareholders, the Board of Directors shall issue a notice of the meeting specified the place, date, time, agendas, and business to be proposed to the meeting together with appropriate details, and clearly specified that the proposed business is for acknowledgement, approval, or consideration, as the case may be, including opinion of the Board of Directors on the said business, and deliver the same to the shareholders and the registrar for the acknowledgment not less than 7 days before the meeting date. And, the notice of the meeting shall also be announced on a newspaper for 3 consecutive days and not less than 3 days prior to the meeting date. <i>If shareholders' meeting is conducted by means</i></p>



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Article No.	Current Articles of Association	New Articles of Association
		<p><i>via electronic media, a notice of the meeting and supporting documents can be sent by e-mail, provided that such notice and supporting documents shall be sent within the period and the notice of the meeting shall be published in the newspaper for the period prescribed in this paragraph. The Company shall keep the copy of the notice and supporting documents as evidenced, which may be kept in the form of electronic data.</i></p>
50	<p>The characteristics of the seal of the Company shall be as follows:</p> 	<p>The characteristics of the seal of the Company shall be as follows:</p> 

Opinion of Board of Directors

The Board of Directors considered and it is deemed appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider and approve the amendment of the Articles of Association to be in line with the change of Company's seal and electronic meeting law as per the above details and it is deemed appropriate to propose to the 2021 Annual General Meeting of Shareholders to consider authorizing the Board of Directors or the Executive Committee or the Chief Executive Officer or the Authorized Directors or the person assigned by the Board of Directors or the Executive Committee or the Chief Executive Officer or the Authorized Directors to have power to register the amendment to the Company's Articles of Association the Department of Business Development, Ministry of Commerce and shall have power to take all necessary actions as instructed by the Registrar and to make the registration completed.

Voting

The resolution of this agenda requires at least three-fourth vote of the total votes of the shareholders attending the meeting and having the right to vote, including the abstention in the vote calculation base.



Agenda 8 **To consider other business (if any)**

The Company has published the invitation of shareholders' meeting together with the enclosures on the Company's website at www.raimonland.com since April 8, 2021. The Company hereby invites all shareholders to attend the 2021 Annual General Meeting of Shareholders on Friday April 30, 2021, at 2.00 p.m., at Meeting Room No. 5-7, 8th Floor, No. 3 Rajanakarn Building, South Sathorn Road, Yannawa Sub-District, Sathorn District, Bangkok. The map of the venue of the meeting is as set out in **Enclosure 6** (*Map of the venue of the meeting*).

To protect the rights and benefit of shareholders who are unable to attend the meeting, the shareholders may appoint proxies and cast the votes on the shareholder's behalf by using either Proxy Form A or Proxy Form B. In case of foreign shareholders who appoint custodians to be a share depository and keeper, please use Proxy Form C, as set out in **Enclosure 7** (*Proxy forms*).

In this regard, this Annual General Meeting of Shareholders is held under the 2019 novel coronavirus (COVID-19) outbreak, the Company has a deeply concern and care of the hygiene of the shareholders attending the meeting. To protect and lower the risk of the spread of the 2019 novel coronavirus (COVID-19), the Company, therefore, set out the measure to prevent the 2019 novel coronavirus (COVID-19) for the 2021 Annual General Meeting of Shareholders, as set out in **Enclosure 8** (*Precautionary Measures and Guidelines for the Attendees for the 2021 Annual General Meeting of Raimon Land Public Company Limited Due to the COVID-19 Outbreak Situation*) This measure is to emphasize the social distancing in all points to be in line with the COVID-19 Outbreak prevention measure pursuant to the relevant government agencies regulations, therefore, **the number of seats in the meeting room is limited to 50 shareholders.**

Shareholders may consider appointing Mrs. Oranuch Apisaksirikul or Mr. Vichet Kasemthongsri who are the Independent Director of the Company, as the proxy to attend the meeting and cast the votes on the shareholder's behalf. The details of the said Independent Director are set out in **Enclosure 3** (*Profiles of the Independent Director for the appointment of proxy of the Shareholders and the definition of Independent Directors*).

In this regard, it is recommended that the shareholders study the list of documents and evidences identifying the shareholder or proxy which shall be presented on the date of the shareholders' meeting as set out in **Enclosure 5** (*List of documents or evidences identifying the shareholder or proxy status eligible to attend the shareholders' meeting which shall be presented on the date of the shareholders' meeting*). The shareholders can deliver the proxy forms together with the supporting documents, as detailed in **Enclosure 5** (*List of documents or evidences identifying the shareholder or proxy status eligible to attend the shareholders' meeting which shall be presented on the*



date of the shareholders' meeting), to the Investor Relations Department, **Raimon Land Public Company Limited at No.3 Rajanakarn Building 19th floor, South Sathorn Road, Yannawa Sub-district, Sathorn District, Bangkok 10120** at Telephone Number: +66 (0) 2 029 1889 Furthermore, in order for the Company to facilitate the verification of the documents, please submit all document to the Company within April 23, 2021. The Company will conduct the meeting in accordance with the Articles of Association of the Company regarding shareholders' meeting, as detailed in **Enclosure 4** (*Excerpt of the Articles of Association of Raimon Land Public Company Limited relating to the shareholders' meeting*).

Remark *Any shareholder who wishes to receive a hard copy of the 2020 Annual Report may contact **Khun Tisakorn Youngmod** at Telephone Number 02 029 1889.*

Yours faithfully,

Raimon Land Public Company Limited

(Mr. Sataporn Amornvorapak)

Director and Company Secretary



RAIMON LAND