

No. AUR-SET 2567/003

5 April 2024

Subject: Invitation to the 2024 Annual General Meeting of Shareholders

To: The Shareholders

Aurora Design Public Company Limited

Enclosure

1. Annual Report 2023 or Form 56-1 One Report in QR Code
2. Information of the person nominated to hold the position of director in place of the director whose term expires. (For consideration of Agenda 4)
3. Criteria for selecting directors and definition of independent directors of the company (For consideration of Agenda 4)
4. Information of the company auditor for the year 2024 (For consideration of Agenda 6)
5. Explanation of methods for appointing a proxy and evidence showing the right to attend the shareholder meeting via electronic meeting.
6. Advice, methods, and procedures for attending the general meeting of shareholders via electronic meeting.
7. List of independent directors that the company proposes to act as proxies.
8. The Company's Articles of Association relating to Shareholder Meeting.
9. Proxy Form A., Form B., and Form C.
10. Using QR Codes
11. Notice of Personal Data Protection for Shareholder Meetings

The Board of Directors' Meeting No. 2/2024 of Aurora Design Public Company Limited (the "Company") on 28 February 2024 resolved to the 2024 Annual General Meeting of Shareholders on Thursday, 25 April 2024 in time 2.00 P.M. via electronic meeting according to the conditions and criteria specified in the law governing electronic meetings as well as other related laws and regulations to consider in the following.

Agenda 1 To acknowledge the performance for the year 2023.

Facts and Reasons:

Pursuant to Section 43 of the Company's Articles of Association, the Annual General Meeting of Shareholders is required to consider and acknowledge the report of the Board of Directors showing the Company's operations during the past year. The company has therefore prepared a report on the company's operating results for the year 2023 and important changes that occurred during the year appears in the topic "Important Company Events in the Past 3 Years" and "Management's Discussion and Analysis for Total Operating Results for Year 2023" of the 2023 Annual Report (Form 56-1 One Report), which can be downloaded via QR Code which appears in Enclosure 1

The Board of Directors' Opinion:

The Board of Directors deems it appropriate to present a report on the Company's operating results for the year 2023 to the 2024 Annual General Meeting of Shareholders for acknowledgment.

Voting:

This agenda is for acknowledgment and No casting of votes in this agenda.

Agenda 2 To consider the approval of the Financial Statement for the year ended December 31, 2023.**Facts and Reasons:**

Pursuant to Section 112 of the Public Limited Companies Act B.E. 2535 (including amendments) ("Public Limited Companies Act") and Section 46 of the Company's Regulations, the board of directors is required to prepare a balance sheet and accounts. Profit and loss ending the company's fiscal year, it is presented to the shareholders' meeting at the annual general meeting for consideration and approval and the board of directors. The Board must arrange for an auditor to complete the audit of the balance sheet and income statement before presenting it to the shareholder meeting.

The Audit Committees' Opinion:

The Audit Committee has considered the company's financial statements ending December 31, 2023, which has been audited by a certified public accountant and given the opinion that it was accurate, reliable, and complete, including adequate disclosure of information.

The Board of Directors' Opinion:

The Company's Board of Directors has considered the financial statements and has no different opinions from the Audit Committee. Therefore, The Board is considered appropriate to propose the 2024 Annual General Meeting of Shareholders approve the company's financial statements for the period ending December 31, 2023, which was audited by the company's certified public accountant who expressed an unqualified opinion and passed consideration by the company's audit committee. The details appearing in the 2023 Annual Report (Form 56-1 One Report) in the topics "Certified Auditor's Report," "Financial Statements" and "Notes to the Financial Statements," which can be downloaded via QR code. (QR Code) which appears in Enclosure 1

Voting:

This agenda must be approved by the majority votes of the shareholders who attend the meeting and vote. Without counting those who vote abstained from voting as the base for counting votes.

Agenda 3* To consider the approval of allocating net profits as legal reserves and dividend payment for the year 2023.**Facts and Reasons:**

Pursuant to Section 116 of the Public Company Limited Act and Article 53 of the Company's Articles of Association, the company must set aside a portion of its annual net profits as a reserve fund of not less than five (5) percent of the annual net profits minus the number of losses. Accumulated (if any) until this reserve fund is not less than ten (10) percent of the registered capital.

The company's financial statements for ending December 31, 2023, the company had a profit for the year according to the company's consolidated financial statements in the amount of 850,025,042 baht, a profit according to the financial statements for the separate year in the amount of 850,671,065 baht, and no accumulated losses. Therefore, the Board of Directors' meeting No. 2/2024 on 20 February 2024, it was resolved to approve the allocation of net profits from the operating results for the year 2023 as a legal reserve in the amount of 42,700,000 baht, equivalent to 5 percent of the net profits from the operating results for the year 2023.

After allocating net profits as legal reserves the company has a net profit remaining from the operating results for the year 2023 in the amount of 807,971,065 baht and has no accumulated losses. In addition, the company has sufficient cash flow to pay dividends. The company has set a policy to pay dividends to shareholders at a rate of not less than 50 percent of net profits from the company's separate financial statements. After deducting corporate income tax and allocating various types of reserve funds as specified in the law and the Company's regulations, it is therefore deemed appropriate to propose that the 2024 Annual General Meeting of Shareholders consider approving the payment of dividends for the annual operating results. 2023 at the rate of 0.31 baht per share (thirty-one satang per share), totaling an amount not exceeding 413,540,000 baht, representing 51 percent of the net profit according to the company's consolidated financial statements which is the company's payment policy by comparing the dividend payment information for the annual operating results for 2023 with the dividend payments during the past year. The details are as follows.

Details	Financial Statement ending 31 December	
	2023	2022
Number of shares		
- Interim dividends (shares)	None	1,000,000,000
- Annual dividends (shares)	1,334,000,000	1,334,000,000
Net profit according to separate financial statements (million baht)	850.67	705.56
Allocated to legal reserve (million baht)	42.70	35.28
Profit that can be paid as dividends (million baht)	413.54	1,280.90
Dividend per share		
Interim dividend (baht per share)	None	1.74576
Annual dividend (baht per share)	0.31	0.08
Total dividends paid (million baht)	413.54	1,852.48
Dividend payout ratio to net profit according to the company's consolidated financial statements	51	398.68

However, the right to receive this dividend is still uncertain until it is approved by the 2024 Annual General Meeting of Shareholders, shareholders who are not qualified to receive dividends according to law will not receive the results this time.

The Board of Directors' Opinion:

The Board of Directors has considered the operating results. Business expansion plan, liquidity, other necessity, and appropriateness, together with the company's cash flow Therefore, it is deemed appropriate to present important matters regarding the allocation of the Company's net profits from the operating results for the year 2023 to the 2024 Annual General Meeting of Shareholders as follows:

1. Acknowledge the allocation of net profits from the operating results for the year 2023 as a legal reserve in the amount of 42,700,000 baht, equivalent to 5 percent of the net profits from the operating results for the year 2023, after the allocation of net profits as a legal reserve as follows. The company will have a legal reserve of 105,154,000 baht, accounting for 7.88 percent of the company's registered capital.

2. Approve the payment of dividends from the operating results for the year 2023 to the company's shareholders at the rate of 0.31 baht per share (thirty-one satang per share), totaling an amount not exceeding 413,540,000 baht. In this regard, the company has set a date to determine the dividends. Name of shareholders who have the right to receive dividends (Record Date) on 3 May 2024 and dividend payment date set for 21 May 2024. However, the right to receive this dividend is still uncertain until it is approved by the 2024 Annual General Meeting of Shareholders, shareholders who are not qualified to receive dividends according to law will not receive the results this time.

Voting:

This agenda must be approved by the majority votes of the shareholders who attend the meeting and vote. Without counting those who vote abstained from voting.

***Remark:** The company has amended the agenda name without changing the content, the Board of Directors' opinions and/or any significance that affects the shareholders' decision for the agenda has a clearer message.

Agenda 4 To consider the approval of the re-election of the retiring Directors by rotation to be the directors for the year 2024.

Facts and Reasons:

Pursuant to Section 71 of the Public Company Limited Act and Section 21 of the Company's Articles of Association. It is specified that at every annual general meeting of shareholders, one-third (1/3) of the directors shall retire from their position. If the number of directors cannot be divided exactly into three parts. The number closest to one-third (1/3) of the directors who must retire from their position in the first and second years after the company's registration is to be retired. If the directors do not agree on another method among themselves, the method of drawing lots will be used to determine who will leave. In subsequent years, the director who has been in position the longest will be the person who will leave the position and directors who have resigned from their positions may be chosen to return to the position again.

Currently, the company has a total of 7 directors. For the directors who must retire from the company rotation at the 2024 Annual General Meeting of Shareholders, there are 3 persons as follows:

No.	Name-Surname	Position	The term of the directors until their retirement currently.
1	Mr. Prasit Srirungthum	Chairman of The Board of Director / Chairman of the Executive Committee	33 Years 8 Months
2	Mr. Subhasiddhi Rakkasikorn	Director / Executive Director / Risk Management Committee / Corporate Governance and Sustainable Development Committee	2 Years 7 Months
3	Mr. Boonchai Pritivichakant	Independent Director / Audit Committee / Risk Management Committee	2 Years 6 Months

Mr. Boonchai Pritivichakant has expressed his intention not to continue serving as a director. The Nomination and Remuneration Committee proceeded with the selection of directors. and presented to the Board of Directors to approve the appointment of Mr. Suwinai Wattanakorn as a director of the Company to replace the vacant director position.

Information on those nominated to serve as directors in place of directors who retire by rotation appears in Enclosure 2

The Nomination and Remuneration Committees' Opinion:

The Nomination and Remuneration Committee has considered and screened the suitability of individuals who should be elected as directors individually, carefully, carefully, and carefully by considering diversity in structure of the Board of Directors Qualifications that are appropriate and consistent with the company's business strategy and direction along with the skills of directors that are necessary and lacking in the company's board of directors. The Nomination and Remuneration Committee has considered the qualifications of the two directors who have retired from office by rotation and the persons proposed to serve as new directors in place of the directors who have retired from office by rotation and do not wish to renew their term. According to the process that the company has specified. It is seen that all such persons with appropriate knowledge, ability, experience, expertise and beneficial to the operations of the company. In addition, they have the qualifications and do not have prohibited characteristics according to the Public Company Limited Act, the Securities and Exchange Act and related announcements including the company's regulations and the company's director selection criteria. In addition, independent directors have the qualifications according to the company's definition of independent directors which is equivalent to various requirements as announced by the Capital Market Supervisory Board. with details of the criteria Selection of directors and definition of independent directors of the company appears in Enclosure 3

Therefore, the Nomination and Remuneration Committee Therefore, it was proposed to elect three persons, namely (1) Mr. Prasit Srirungthum and (2) Mr. Subhasiddhi Rakkasikorn, to return to serve as directors of the Company for another term and propose the election of (3) Mr. Suwinai Wattanakorn to serve as a new director in place of directors whose terms have expired and who do not wish to renew their term. Positions according to term appear in Enclosure 2.

The Board of Directors' Opinion:

The Board of Directors (by directors who have no conflict of interest) have carefully considered and scrutinized and found that the persons proposed by the Nomination and Remuneration Committee have all the qualifications and qualifications in accordance with the Public Limited Companies Act, the Securities and Exchange Act. Company regulations and the company's criteria for selecting directors. Directors are also person with knowledge, abilities, and expertise. and experience to dedicate time and abilities for the maximum benefit of the company, shareholders, and all stakeholders. Therefore, They are suitable for the position of director of the company by the person nominated for the position independent directors can express their opinions independently and have full qualifications according to relevant criteria.

The Board has resolved to approve the Nomination and Remuneration Committee to propose to the 2024 Annual General Meeting of Shareholders to consider re-electing (1) Mr. Prasit Srirungthum and (2) Mr. Subhasiddhi Rakkasikorn to return to their positions. Director of the Company for another term and propose the election of (3) Mr. Suwinai Wattanakorn to serve as a new director in place of directors whose terms have expired (Mr. Boonchai Pritivichakant) and who do not wish to renew their term. The directors must retire by rotation and a profile has been

sent to shareholders. Details of the Profile of the directors who have been nominated to replace the directors whose terms have expired. Details appear in Enclosure 2.

Voting:

This agenda must be approved by a majority vote of the total number of votes of shareholders who attend the meeting and cast their votes. without accepting those who abstained from voting as the basis for counting votes by voting to elect directors The Company will arrange to vote individually.

Agenda 5 To consider the approval for the Remuneration of Directors for the year 2024.

Facts and Reasons:

Pursuant to Section 90 of the Public Company Limited Act. It is determined that the payment of remuneration to directors is in accordance with the resolution of the shareholder meeting and Article 26 of the Company's Articles of Association stipulates that directors have the right to receive remuneration from the company in the form of prize money, meeting allowances, gratuities, bonuses, or other types of benefits. as the shareholder meeting will consider and vote.

The Nomination and Remuneration Committees' Opinion:

The Nomination and Remuneration Committee has considered and determined the remuneration of directors by considering the appropriateness of the directors' duties and responsibilities. Performance of the Board of Directors and link compensation to the overall performance of the company, including comparing with companies listed on the Stock Exchange of Thailand with a market capitalization similar in size to that of the Company and other companies in the same business and are similar in size Therefore, it is considered appropriate for the Board of Directors to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the determination of directors' remuneration for the year 2024 by proposing to maintain the remuneration rates of the Board of Directors and sub-committees at the original rates of remuneration. Remuneration for directors for the year 2023 with the following details:

	Remuneration Rate	
	2024 (No Change)	2023
The Board of Directors		
Monthly Remuneration	Baht / Person / Month	Baht / Person / Month
Chairman	120,000	120,000
Director	30,000	30,000
Meeting Allowance	Baht / Person / Meeting	Baht / Person / Meeting
Chairman	20,000	20,000
Director	12,000	12,000
Sub-Committee		
Meeting Allowance	Baht / Person / Meeting	Baht / Person / Meeting
The Audit Committee		
Chairman	20,000	20,000Sudit

Director	12,000	12,000
The Nomination and Remuneration Committee		
Chairman	20,000	20,000
Non-Executive Director	12,000	12,000
Executive Director	Not Receive	Not Receive
The Risk Management Committee		
Chairman	20,000	20,000
Non-Executive Director	12,000	12,000
Executive Director	Not Receive	Not Receive
The Corporate Governance and Sustainable Development Committee		
Chairman	20,000	20,000
Non-Executive Director	12,000	12,000
Executive Director	Not Receive	Not Receive
The Executive Committee		
Chairman	Not Receive	Not Receive
Executive Director	Not Receive	Not Receive

Note: The Chairman of the Board of Directors who is an executive will not receive remuneration.

The Board of Directors' Opinion:

The Board of Directors considers the matter through the Nomination and Remuneration Committee. Therefore, The Board is considered appropriate to propose that the 2024 Annual General Meeting of Shareholders approves the determination of directors' remuneration for the year 2024 as the following is details presented above.

Voting:

This agenda must be approved by not less than two-thirds of the total number of votes of the shareholders attending the meeting by counting who abstained from voting as the base for counting votes.

Agenda 6 To consider the approval for the appointment of the Auditors and determine the auditing fee for the year 2024.

Facts and Reasons:

Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 and Section 43 of the Company's Articles of Association, the general meeting of shareholders appoints an auditor and determines the company's audit fee every year.

The Audit Committees' Opinion:

The Audit Committee has considered and selected the company's auditors according to the criteria of the Public Company Limited Act and related announcements from the Capital Market Committee. The Audit Committee has considered the performance in the past year of the auditors from Siam Truth Audit Co., Ltd. ("Siam Truth") and is of the opinion that the auditors from Siam Truth have performed their duties with responsibility, independence, knowledge and experience in auditing and a good understanding of the company's business. Therefore, it is considered appropriate to propose to the Board of Directors to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the appointment of auditors from Siam Truth to be the company's auditor for the year 2024, by designating

any one of the auditors whose names is the audit person audits and expresses opinions on the company's financial statements ending 31 December 2024 are as follows:

- | | |
|------------------------------------|----------------------------|
| 1. Mr. Bunjong Pichayaprasat | CPA Registration No. 7147 |
| 2. Mr. Kraisit Silapamongkonkul | CPA Registration No. 9429 |
| 3. Ms. Khaymanundt Chaichuen | CPA Registration No. 8260 |
| 4. Ms. Sirada Jarutakanont | CPA Registration No. 6995 |
| 5. Ms. Kornpreeya Soonphiphatsakul | CPA Registration No. 10001 |

If the auditor is unable to perform his duties The company can appoint another certified public accountant from Siam Truth. to perform duties instead

The auditors who have been nominated have no relationship with and have no interest in the company, subsidiaries, executives, major shareholders or anyone related to the person in any way. Therefore, they are independent in auditing and expressing opinions on the company's financial statements and an auditor who has been approved by the Securities and Exchange Commission. In addition, there is no auditor who has performed the duties of an auditor for the company for 7 fiscal years. Therefore, the auditors on the proposed list have all the qualifications according to the relevant announcements of the Capital Market Committee which contains information about the history of auditors from Siam Truth appears in Enclosure 4.

In addition, the Audit Committee has considered the audit fees for the accounting period ending 31 December 2024 and given the opinion that the audit fee is appropriate to the quality and scope of the audit. Therefore, it is considered appropriate to propose to the Board of Directors to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the determination of the Company's audit fees for the accounting period ending 31 December 2024, the total amount does not exceed 3,200,000 baht, excluding other expenses. that are disbursed, such as document fees and travel expenses and other service fees, such as internal control system inspection fees, its amount does not exceed 600,000 baht and not include other expenses that are collected as necessary. This is the same rate as the company's audit fee for the accounting period ending 31 December 2023.

The Board of Directors' Opinion:

The Board of Directors has considered it. and agreed with the Audit Committee's proposal. It was deemed appropriate to propose that the 2024 Annual General Meeting of Shareholders approve the appointment of auditors from Siam Truth, namely Mr. Bunjong Pichayaprasat, Certified Public Accountant No. 7147 and/or Mr. Kraisit Silapamongkonkul, Certified Public Accountant No. 9429 and/or Ms. Khaymanundt Chaichuen, Certified Public Accountant No. 8260 and/or Ms. Sirada Jarutakanont, Certified Public Accountant No. 6995 and/or Ms. Kornpreeya Soonphiphatsakul, Certified Public Accountant No. 10001 is the company's auditor. and set the audit fee for the year 2024 to be a total amount not exceeding 3,200,000 baht, excluding other expenses that are disbursed, such as document fees and travel expenses and other service fees, such as internal control system inspection fees, in an amount not exceeding 600,000 baht, excluding other expenses that are collected as necessary. In addition, it is considered appropriate to propose that the 2024 Annual General Meeting of Shareholders acknowledge the appointment of Audit the accounts and determine the audit fees of the Company's subsidiaries who is an auditor from the same auditing firm as the company According to the opinion of the Audit Committee.

Voting:

This agenda must be approved by the majority votes of the shareholders who attend the meeting and vote. Without counting those who vote abstained from voting.

Agenda 7 Other Matters (If any)

According to Section 105 of the Public Company Limited Act. When the shareholder meeting has considered the agenda in full following in the agenda specified in the meeting invitation letter. Shareholders whose shares total not less than one-third of the total number of shares issued You can request the meeting to consider matters other than those specified in the meeting invitation letter.

The company would like to invite shareholders to attend the 2024 Annual General Meeting of Shareholders on Thursday 25 April 2024 at 2:00 p.m. in the form of a meeting via electronic meeting (Electronic Meeting) (only one format) and the room and location will not be arranged for the meeting). The company will use the registration to attend the meeting, voting, submitting questions, and counting votes via the electronic system and the company will invite representatives from the company's auditor company to participate in this meeting in accordance with the company's regulations including representatives from Legal Consulting Company to monitor voting and ensure the meeting is transparent that legal as well as principles of good corporate governance to comply with the rules related to shareholder meetings and meetings via electronic meeting.

The company will open for submission of petitions and various related documents through the e-Request system for shareholders/proxies. Receive your username, password and link for joining the meeting from 10 April 2024 onwards until the meeting is completed. After the shareholder or proxy receives the username and password, they will be able to register via the link to attend the company's 2024 annual shareholder meeting on the meeting day. (Thursday 25 April 2024) from 12.00 p.m. (noon) onwards.

For shareholders who wish to appoint another person as a proxy to attend the meeting on their behalf. Please fill in the details and sign the Proxy Form A or Proxy Form B in Enclosure 9 (Proxy Form A, Form B and Form C can be downloaded from the company's website) and please submit Requests and related documents through the e-Request system and sending the proxy form and supporting documents as specified to the company's address in advance by post or email so that the company Received by Wednesday 24 April 2024. The company will prepare stamp duty to affix in the proxy form for the convenience of shareholders. In addition, shareholders may consider appointing a proxy to the company's independent directors to attend the meeting and vote on their behalf. You can study the information of the independent directors in making a proxy in Enclosure 7 and use the Proxy Form B. in Enclosure 9. Please send the original proxy form and accompanying documents as specified to the company's address in advance by mail or email. There is no need to submit a request through the e-Request system.

For documents that will be sent to the company, please address the envelope as follows:

Aurora Design Public Company Limited (For the 2024 Annual General Meeting of Shareholders)

No. 67/28-29 Soi Udomsuk 23, Sukhumvit 103 Road

Bangna Nuea Subdistrict, Bangna District, Bangkok 10260

In this regard, shareholders or proxies can study details about how to appoint a proxy and evidence showing their rights to attend the shareholder meeting via electronic meeting (e-Meeting) in Enclosure 5, including details about the instructions. Introducing methods and procedures for attending the Annual General Meeting of Shareholders via electronic meeting. You can get it from Enclosure 6. If you want to ask for more information or encounter problems with registering to attend the meeting or attending the meeting You can contact us at telephone 02-749-4949 ext. 1407 between 10 April 2024 from 9:00 a.m. to 6:00 p.m. (only on business days).

If shareholders have questions that require the Company to clarify issues related to the agenda presented at this time. Please submit questions to the Company Secretary's Office in advance for the company to receive by Wednesday, 24 April 2024, with name, address, telephone number and email (if any) that can be contacted via the channels shown below. The company will collect questions and answer them at the meeting only on matters directly related to the agenda. For questions and suggestions on other matters, the Company will summarize the clarification points attached to the report of the 2024 Annual General Meeting of Shareholders, which will be published through the information dissemination system of the Stock Exchange of Thailand and the company's website within 14 days from the meeting date.

1. Send it to the company along with the proxy letter by post.
2. Email info@aurora.co.th

Please be informed accordingly.

Sincerely yours,



(Mr. Prasit Srirungthum)

The Chairman