

Ref:BIZ 004/2022

March 17, 2022

Subject: Invitation to the 2022 Annual General Meeting of Shareholders

Attention: Shareholder of Business Alignment Public Company Limited

Enclosures:

1. Copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021 held on October 18, 2021;
2. The Annual Registration Statement / Annual Report (Form 56 – 1 One Report) (in the form of QR CODE);
3. Capital Increase Report Form (F 53-4);
4. Information of the Directors Nominated for replacing those retired by rotation;
5. The Articles of Association regarding the Shareholder’s Meeting and Voting Procedures;
6. List of Independent Directors proposed by the Company to act as Proxy Holders;
7. Guidelines and Documents or evidences required for attending the Shareholders’ Meeting;
8. Map of the Meeting Venue; and
9. Proxy form B

Business Alignment Public Company Limited (the “Company”) will convene the 2022 Annual General Meeting of Shareholders on Friday 8 April, 2022 at 2.00 p.m. at the Conference Hall 1-2 Glowfish room, Sathorn Thani Building 2, 2nd Floor, Silom Sub-district, Bang Rak District, Bangkok 10500 to consider the following agenda items:

Since the matters proposed to the 2022 Annual General Meeting of Shareholders in Agenda 5 – Agenda 8 are related matters, and conditional upon each other. Therefore, in considering and approving any matter on Agenda 5 – Agenda 8, if any agenda item is not approved by the Annual General Meeting of Shareholders, there will be no further consideration of other subsequent agenda items and the agenda previously approved by the shareholders’ meeting shall be deemed cancelled.

Agenda 1 To consider and adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021

Opinion of the Board: The Board of Directors deemed it appropriate to propose the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2021 to the shareholders for adoption, as detailed in Enclosure 1.

Resolution: The resolution of this agenda must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 2 To acknowledge the results of operations of the Company during the past year

Facts and rationales: The results of the Company’s operation for the fiscal year ended December 31, 2021 are summarized as follows;

The Company’s operating results (Separated Statement)	Year 2020	Year 2021	Increase (Decrease) %
Total revenue (million Baht)	736.33	2,858.90	288.26%
Net profit (million Baht)	71.75	423.67	490.45%

Detailed information of the Company’s operating results is provided in the Annual Registration Statement / Annual Report (Form 56 – 1 One Report) (Page 15-18), submitted with this notice, as detailed in Enclosure 2 (in the form of QR CODE)

Opinion of the Board: The Board of Directors deemed it appropriate to propose to the shareholders to acknowledge the results of operations of the Company for the year 2021, as detailed in Enclosure 2 (in the form of QR CODE).

Resolution: This agenda is for acknowledgment and not required the shareholders to cast their votes.

Agenda 3 To consider and approve the audited Financial Statement for the year ended December 31, 2021

Facts and rationales: The Board of Directors has prepared the Company’s audited financial statement for the fiscal year ended December 31, 2021, which the Board of Directors and the Audit Committee have considered and deemed accurate, complete and adequate in accordance with accounting principles generally accepted in Thailand, and propose for the approval of the shareholders in the Annual General Shareholders’ Meeting as required by the section 112 of the Public Limited Company Act B.E. 2535 (1992).

Opinion of the Board: The Board of Directors deemed it appropriate to propose to the shareholders’ meeting to consider and approve the Company’s audited financial statement for the fiscal year ended December 31, 2021 as detailed in the Annual Registration Statement / Annual Report (Form 56 – 1 One Report) (page 125-186) (in the form of QR CODE) (Enclosure 2)

Resolution: The resolution of this agenda must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 4 To consider and approve the allocation of net profit as legal reserve

Facts and rationales: Section 116 of the Public Limited Company Act B.E. 2535 (1992) and Section 47 of the Company’s Articles of Association require that the company must set aside at least five (5) percent of its net annual profit as a legal reserve until such reserve amount reaches ten (10) percent of the company’s registered capital. The Company currently has a registered capital in the amount of THB 220,000,000 and a legal reserve in the amount of THB 20,000,000, which is equal to 9.09 percent of the registered capital.

Opinion of the Board: The Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider and approve the allocation of net profit for the year 2021 as an additional reserve in the amount of THB 2,000,000, representing 0.47 percent of the net profits of the Company's separate financial statements for the fiscal year ended 31 December, 2021 in amount of THB 423,667,374.00. After such allocation, legal reserve of the Company shall be the amount of THB 22,000,000 representing 10 percent of the Company's registered capital.

Resolution: The resolution of this agenda must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 5 To consider and approve the dividend payment to the shareholders from the operating results for the year ended 31 December, 2021 in the form of common stock and cash, and set the date to determine the shareholders' right to receive the dividend, and to acknowledge the interim dividend payment

Facts and rationales: Section 115 of the Public Limited Company Act B.E. 2535 (1992) and Section 46 of the Company's Articles of Association require that the company pay dividends only from its profit and the Company has set a dividend policy annually at a rate of not less than 40 percent of net profit after deduction of all reserves as defined in the Articles of Association and prescribed by laws, unless otherwise necessary and the dividend payment will not affect the normal operation of the Company significantly.

However, dividend payment is can be arranged otherwise, depending on the results of operations, financial positions, financial liquidity, investment plans, as well as other the factors in relation to the management, necessity and appropriateness in the future, depending on consideration of the Board of Directors. The Board of Directors' approval of the dividend payment must be proposed to the shareholders' meeting for consideration, except for the payment of interim dividend which the Board of Directors can approve and inform the shareholders' meeting in the next meeting.

Opinion of the Board: In the year 2021, the Company has net profits of the Company's separate financial after deduction of taxes and legal reserves in amount of THB 421,667,374. Therefore, the Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider and approve the dividend payment to the shareholders from the operating results of January 1, 2021 to December 31, 2021 in the form of common stock and cash as follows:

- (1) distribute dividend in the form of common stock to the shareholders at the rate of 2 existing shares per 1 ordinary share, in the amount of not exceeding 200,000,000 shares at a par value of THB 0.50, totaling the dividend payment of not exceeding THB 100,000,000, or equivalent to the dividend payment at the rate of THB 0.25 per share. In case where any shareholder has share fraction from the stock dividend distribution, the Company will pay such shareholder for the fraction in cash at the rate of THB 0.25 per share in lieu of stock dividend payment;
- (2) distribute dividend in the form of cash at the rate of THB 0.42777777750 per share, or equivalent to not exceeding THB 171,111,111. In this regard, after the calculation of dividends in the form of cash which the shareholders will be entitled to receive in Thai baht with 2 decimal places in Satang unit. In calculating 2 decimal places, if any fraction is more than or equivalent to THB 0.005, such fraction will be rounded up. If any fraction is less than THB 0.005, such fraction will be rounded down.

The total amount of dividend payment both in the form of common stock in (1) and cash in (2) is at the rate of THB 0.6777777775 per share, or equivalent to THB 271,111,111. The dividend payments shall be subject to withholding tax at the rate prescribed by applicable laws.

The Company has already paid the interim dividend to the shareholders in cash from the operating results from 1 January 2021 to 30 September 2021 according to the resolution of the Board of Directors' Meeting No. 9/2021, held on 24 November, 2021 at the rate of THB 0.25 per share, totaling to THB 100,000,000. Upon calculation of the combined amount of dividend payment to be proposed to the Annual General Meeting of Shareholders for approval in this occasion, and the dividend already paid to the shareholders according to the resolution of the Board of Directors' Meeting No. 9/2021, the total amount of dividend payment at the rate of THB 0.9277777775 per share or equivalent to THB 371,111,111 at the rate of 88.01 percent of the net profits of the year 2021 after deduction of legal reserve, which is in compliance with the Company's dividend payment policy (not less than 40 percent of the net profits after deduction of taxes and legal reserve).

Table of comparison of the dividend payments for operating results in the past 3 years

Details of dividend payment	Operating results year 2019	Operating results year 2020	Operating results year 2021
1. Net Profit (million THB)	120,670,672.00	71,753,303.00	423,667,374.00
2. Allocation of net profit as legal reserve (THB)	-	-	2,000,000
3. Net Profit after deduction of legal reserves (million THB)	120,670,672.00	71,753,303.00	421,667,374.00
4. Number of share (Shares)	400,000,000	400,000,000	440,000,000
5. Rate of dividend payment per share (THB)			
5.1 Stock dividend: (Ratio 2 existing shares per 1 stock dividend)	-	-	0.25
5.2 Cash (THB)			
5.2.1 Interim dividend	-	-	0.25
5.2.2 Annual dividend	0.25	0.15	0.4277777775
6. Total amount of dividend payment (million THB)	100,000,000	60,000,000.00	371,111,111.00
7. Ratio of dividend Payment (%) ¹	82.87%	83.62%	88.01%

Remark:

¹ Ratio of dividend Payment = Dividend Payment/ Net Profit after deduction of legal reserves

In this regard, the Company has set the date to determine the shareholders' right to receive the dividends (Record Date) on 22 April, 2022 and the dividend payment date is on 5 May, 2022. However, the right to receive dividend is uncertain until the approval of the shareholders' meeting is granted.

The Shareholders who are individuals can submit for tax credit refund, according to Section 47 bis of the Revenue Code. The dividend in amount of THB 0.9277777775 per share shall be paid out of the Company's net profits after corporate income tax at the rate of 20 percent. The shareholders who are entitled to receive the dividend are entitled to tax credit at a rate of 20/80 of the amount of dividend received.

Resolution: The resolution of this agenda must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 6 To consider and approve the increase of the Company’s registered capital of THB 110,000,000 from the current registered capital of THB 220,000,000 to the registered capital of THB 330,000,000 by issuance of 220,000,000 newly-issued ordinary shares at the par value of THB 0.50 per share

Facts and rationales: In order to accommodate the stock dividend payment regarding Agenda 5 mentioned above and the adjustment of rights of the warrants to purchase the newly-issued ordinary shares of Business Alignment Public Company Limited No. 1 (BIZ-W1) (“BIZ-W1”) The Company is required to adjust the rights of BIZ-W1 in the event that all or parts of the dividend will be paid in the form of newly-issued ordinary shares to the shareholders as stipulated in the Terms and Conditions Governing the Rights and Obligations of the Issuer and the Holders of the Warrants to Purchase the Newly-Issued Ordinary Shares of Business Alignment Public Company Limited No.1 (BIZ-W1) (“Terms and Conditions Governing the Rights and Obligations”). Therefore, The Company deemed it appropriate to propose to the shareholders’ meeting to consider and approve the increase of the Company’s registered capital of THB 110,000,000 from the current registered capital of THB 220,000,000 to the registered capital of THB 330,000,000 by issuance of 220,000,000 newly-issued ordinary shares at the par value of THB 0.50 per share in order to accommodate the stock dividend payment and the adjustment of rights of BIZ-W1. The details of the adjustment of rights are appeared on the Capital Increase Report Form (F 53-4) (Enclosure 3).

Opinion of the Board: The Board of Directors deemed it appropriate to propose to the shareholders’ meeting to consider and approve the increase of the Company’s registered capital of THB 110,000,000 from the current registered capital of THB 220,000,000 to the registered capital of THB 330,000,000 by issuance of 220,000,000 newly-issued ordinary shares at the par value of THB 0.50 per share as stated above.

Resolution: The resolution for this agenda item must be approved by vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

Agenda 7 To consider and approve the amendment to Clause 4 of the Company’s Memorandum of Association regarding the registered capital in order to be in line with the increase of the Company’s registered capital

Facts and rationales: Regarding the consideration of the approval of the increase of the Company’s registered capital of THB 110,000,000 from the current registered capital of THB 220,000,000 to the registered capital of THB 330,000,000 as stated in Agenda 6 above, the Company deemed it appropriate to propose to the shareholders’ meeting to consider and approve the amendment to Clause 4 of the Company’s Memorandum of Association regarding the registered capital in order to be in line with the increase of the Company’s registered capital by replacing the previous clause with the following clause:

“Clause 4.	Registered Capital	:	THB 330,000,000 (three hundred thirty million Baht)
	Divided into	:	660,000,000 shares (six hundred sixty million shares)
	Par Value per Share	:	THB 0.50 (Fifty Satang)
	Classified into		
	Ordinary Shares	:	660,000,000 shares (six hundred sixty million shares)
	Preferred Shares	:	- share- (- share-)

In registering of the amendment to the Memorandum of Association with the Department of Business Development, the process may require the amendment to the content of such Memorandum of Association, including any documents for the registration of the Company, in order to comply with the order or recommendation of the Public Companies Registrar. The Company, therefore, deemed it appropriate to propose to the shareholders' meeting to consider and approve the appointment of the Company's authorized directors and/or the person(s) appointed by the Company's authorized directors to have the power to revise or amend the content to be in line with the order or recommendation of the Public Companies Registrar in order to ensure the successful completion of the registration of the amendment to the Memorandum of Association with the Department of Business Development.

Opinion of the Board: The Board of Directors deemed it appropriate to propose to the shareholders' meeting to the amendment to Clause 4 of the Company's Memorandum of Association regarding the registered capital in order to be in line with the increase of the Company's registered capital and the appointment as stated above.

Resolution: The resolution for this agenda item must be approved by vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and having the right to vote.

Agenda 8 To consider and approve the allocation of the newly-issued shares of the Company in the amount of not exceeding 220,000,000 shares at the par value of THB 0.50 per share in order to accommodate the stock dividend payment in the amount of not exceeding 200,000,000 shares and to accommodate the adjustment of rights of BIZ-W1 in the amount of not exceeding 20,000,000 shares

Facts and rationales: Regarding the Company intends to increase of the Company's registered capital of THB 110,000,000 from the current registered capital of THB 220,000,000 to the registered capital of THB 330,000,000 in order to accommodate the stock dividend payment and the adjustment of rights of BIZ-W1 as stated in Agenda 6 above, the Company deemed it appropriate to propose to the shareholders' meeting to consider and approve the allocation of the newly-issued shares of the Company in the amount of not exceeding 220,000,000 shares at the par value of THB 0.50 per share in order to accommodate the stock dividend payment and the adjustment of rights of BIZ-W1. The details are as follows:

- (1) Allocating the newly-issued ordinary shares of not exceeding 200,000,000 shares at the par value of THB 0.50 per share to accommodate the common stock dividend payment;
- (2) Allocating the newly-issued ordinary shares of not exceeding 20,000,000 shares at the par value of THB 0.50 per share to accommodate the adjustment of rights of BIZ-W1. The Company is required to adjust the rights of BIZ-W1 regarding Terms and Conditions Governing the Rights and Obligations in the event that all or parts of the dividend will be paid in the form of newly-issued ordinary shares.

In this regard, the adjustment of the rights and the exercise ratio of BIZ-W1 in accordance with Terms and Conditions Governing the Rights and Obligations shall be as follows:

	<u>Prior to Adjustment</u>	<u>After Adjustment</u>
Exercise Price	THB 7.00 per share	THB 4.66667 per share
Exercise Ratio	1 warrant unit to 1 ordinary share	1 warrant unit to 1.50 ordinary share

In this connection, the adjustment to the exercise price and the exercise ratio of BIZ-W1 above shall be effective immediately on the date which the shareholders will not be entitled to receive the dividend payment (the first date on which the Stock Exchange of Thailand (the “SET”) will post the XD sign).

In addition, the Company deemed it appropriate to propose to the shareholders’ meeting to consider and approve the delegation of power to the Company’s Board of Directors and/or the Executive Committee and/or any person delegated by the Company’s Board of Directors and/or the Executive Committee to undertake the following actions with regard to the allocation of the newly-issued ordinary shares:

- (1) determining the details and conditions relating to the allocation of the newly-issued ordinary shares;
- (2) entering into negotiations and agreements, and signing any documents, including relating to the allocation of the newly-issued ordinary shares;
- (3) signing applications, waivers, as well as other evidence which are necessary for and relevant to the allocation of the newly-issued ordinary shares, including without limitation to contacting and filing applications or waivers, documents and evidence with the relevant governmental authorities or any competent agencies, as well as listing the newly-issued ordinary shares of the Company on the Market for Alternative Investment (mai) or the SET (as the case maybe); and
- (4) undertaking any other actions necessary for and relevant to the allocation of the newly-issued ordinary shares.

The details of the allocation of the newly-issued shares are appeared in the Capital Increase Report Form (F53-4) (Enclosure 3).

Opinion of the Board: The Board of Directors deemed it appropriate to propose to the shareholders’ meeting to consider and approve the allocation of the newly-issued shares of the Company in the amount of not exceeding 220,000,000 shares at the par value of THB 0.50 per share in order to accommodate the stock dividend payment in the amount of not exceeding 200,000,000 shares and to accommodate the adjustment of rights of BIZ-W1 in the amount of not exceeding 20,000,000 shares and the appointment as stated above.

Resolution: The resolution of this agenda must be approved by a majority vote of the shareholders attending the meeting and casting their votes

Agenda 9 To consider and approve the appointment of directors to replace the directors who will retire by rotation

Facts and rationales: According to the Public Limited Company Act B.E. 2535 (1992) and Article 20 of the Company’s Articles of Association, at every annual general meeting, one-third (1/3) of the total number of directors shall retire from the positions, and if the number of directors are not divisible by one-third, the closest number to one-third of the directors shall retire from the position. The directors who are required to retire from the positions according to the Company’s Articles of Association in this year are as follows:

1. Ms. Srirat Chuchottaworn Independent Director
2. Mr. Vipoota Trakulhoon Independent Director
3. Mr. Sompong Chunekitiyanone Director

In the nomination process, the Company has provided the opportunity for the shareholders to propose the agenda and the names of persons qualified to be elected as directors following the nomination process in advance between November 11, 2021 and December 30, 2021, as per the Company's conditions. As a result, there was no minority shareholders proposed nominated persons to be elected as directors.

The Nomination and Remuneration Committee had considered reasonable factors that would be beneficial to the Company according to the nomination process, by taking into account the qualifications as required under the Public Limited Company Act B.E. 2535 (1992), notifications of the Securities and Exchange Commission, and the notifications of the Board of Governors of the Stock Exchange of Thailand. Furthermore, the three persons mentioned above having knowledge and experience which are appropriate for the Company's business operation, performing duties with accountability, prudence and honesty. Therefore, it deemed appropriated to propose to the Board of Directors to consider and propose to the shareholders' meeting to consider and approve the appointment of three directors to return to their offices as directors for another term. The three directors who have been nominated have passed the nomination process of the Board of Directors that they have the qualifications appropriate for the business operation of the Company. In addition, and the persons who are nominated to be independent directors shall be able to independently express their opinions in accordance with the relevant regulations. The nominated persons are as follows:

No.	Name	Propose position
1	Ms. Srirat Chuchottaworn	Independent Director
2	Mr. Vipoota Trakulhoon	Independent Director
3	Mr. Sompong Chunekitiyanone	Director

Profiles of the three retiring directors are as detailed in Enclosure 4.

Opinion of the Board: The Board of Directors, excluding the directors who have conflict of interest, has considered the opinions of the Nomination and Remuneration Committee and deemed it appropriate to propose to the shareholders' meeting to consider and approve the appointment of Ms. Srirat Chuchottaworn Mr. Vipoota Trakulhoon and Mr. Sompong Chunekitiyanone who shall be retired by rotation to return to their offices as the directors of the Company for another term.

Resolution: The resolution of this agenda must be approved by a majority vote of the shareholders who attend the meeting and cast their votes. In this agenda, the shareholders must vote for each director individually.

Agenda 10 To consider and approve the remuneration of the directors and the sub-committees for the year 2022

Facts and rationales: The Board of Directors has considered the remuneration of the directors and the sub-committees for the year 2022 based on responsibilities, knowledge and experience of the directors, including consideration of the Company's business plan and accordance with the remuneration's guideline, consisting of monthly remuneration, meeting allowance and other remuneration as appropriate, in total amount of not exceeding THB 2,000,000. It is deemed appropriate to propose to the shareholders' meeting as follows:

The remuneration of the directors and the sub-committees	Year 2021		Year 2022 (proposed year)	
	Remuneration per month (THB)	Meeting allowance per attendance (THB)	Remuneration per month (THB)	Meeting allowance per attendance (THB)
1. Board of Directors				
• Chairman of the Board	20,000	15,000	20,000	15,000
• Independent Director	15,000	10,000	15,000	10,000
• Executive Director	-	10,000	-	10,000
2. Audit Committee				
• Chairman of Audit Committee	-	15,000	-	15,000
• Member of Audit Committee	-	10,000	-	10,000
3. Nomination and Remuneration Committee				
• Chairman of Nomination and Remuneration Committee	-	15,000	-	15,000
• Member of Nomination and Remuneration Committee	-	10,000	-	10,000

Other benefits - None

Opinion of the Board: The Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider and approve the remuneration of the directors and the sub-committees for the year 2022 as proposed.

The details regarding criteria for consideration, duties and authorities of the Board of Directors, the Audit Committee, and the Nomination and Remuneration Committee were described in the Annual Registration Statement / Annual Report (Form 56 – 1 One Report) (Page 89-93) in Enclosure 2 (in the form of QR CODE).

Resolution: The resolution of this agenda must be approved by vote of not less than two-thirds of the total votes of the shareholders attending the meeting.

Agenda 11 To consider and approve the appointment of auditor and the determination of remuneration of auditor for the year 2022

Facts and rationales: Section 120 of the Public Company Limited Act B.E. 2535 (1992) and Article 41 of the Company's Articles of Association requires that Annual General Meeting of Shareholders shall appoint an auditor and determine the auditor's remuneration every year. In addition, the Notification of the Capital Market Supervisory Board No. TorChor. 44/2556 Re: Rules, Conditions and Procedures for Disclosure regarding Financial and Non-financial Information of Securities Issuers dated October 22, 2013 (as amended) requires that the company to arrange for the rotation of auditors when such auditors have performed the duties in reviewing or auditing, and provided opinions on the company's financial statement for 7 fiscal years whether cumulative or not, whereby the company may engage the

auditors who ceased performing audit services after 5 cumulative fiscal years from the date of cessation. The auditor rotation does not require change of the audit company. The Company can appoint other auditors in the same office to replace the auditor who rotated from the position.

Opinion of the Audit Committee: The Audit Committee has considered the audit fees as well as qualifications and work experience of the auditors who are nominated to be the auditors of the Company and its subsidiaries for the year 2022, and deemed that EY Office Limited (“EY Office”) is an independent, experienced audit firm which is specialized in auditing and generally accepted. Moreover, the proposed audit fee is in appropriate rate.

The Board of Directors, as proposed by the Audit Committee, deemed it appropriate to propose to the shareholders’ meeting to appoint the auditors from EY Office as the Company’s auditor for the year 2022. The Board of Directors will ensure that the financial statements can be prepared in a timely manner.

List of the auditors from EY Office who have been approved by the Securities and Exchange Commission for the year 2022 are as follows:

No.	Name	CPA. No.	Years of Performance of Duty as Auditors of the company
1	Mr. Samran Taengcham and/or	8021	-
2	Ms. Natteera Pongpinitpinyo and/or	7362	-
3	Mr. Piya Chaipruckmalakarn	7544	-

In the event that these auditors are unable to perform their duties, EY Office is authorized to assign other auditors from its firm who have appropriate qualification to perform the auditing duties and provide the opinions on the Company’s financial statements.

In addition, it is deemed appropriate to propose to the shareholders’ the meeting to consider and approve the Company’s audit fee for the year 2022 not exceeding THB 1,850,000, excluding other expenses and the BOI’s operational auditing fee (if any).

Comparison of audit fee for the year 2021 and 2022

Detail	MR & Associate	EY Office Limited	%Increase (Decrease) From Year 2021
	Year 2021 (THB)	Year 2022 (THB)	
1. Annual Audit Fee of BIZ	900,000	1,050,000	16.67%
2. Quarterly Audit Fee of BIZ	900,000	450,000	(50%)
3. Audit Fee of subsidiary company	350,000	350,000	-
Total	2,150,000	1,850,000	(13.95%)

Non-audit fee - none -

EY Office is also the auditor of Cancer Alliance Co., Ltd. which subsidiary of the Company.

In this regard, EY Office and the auditor nominated as auditors of the Company have no relationship or interest with the Company/subsidiaries/executive/major shareholders or associated with such individuals, which may have affected the performance of duties independently.

Opinion of the Board: The Board of Directors deemed it appropriate to propose to the shareholders' meeting to consider and approve the appointment of auditor and the determination of remuneration of auditor for the year 2022, as detailed above.

Resolution: The resolution of this agenda must be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 12 To consider other business (if any)

The Company set the date for determining the names of shareholders entitled to attend the 2022 Annual General Meeting of Shareholders (Record Date) on Wednesday, March 9, 2022. The Company already published the invitation letter for the 2022 Annual General Meeting of Shareholders together with related documents and proxy form on the Company's website (www.bizalignment.com) under the topic "Shareholders Meeting".

The Company encourages the shareholders to appoint one of the independent directors to act as a proxy (as detailed in Enclosure 6) and attend the meeting on your behalf by filing in the information and placing the shareholder's signature in the Proxy form B (as detailed in Enclosure 9) together with the documents required as evidence to attend the meeting (as detailed in Enclosure 7). In this regard, the shareholders or proxy are required to bring the meeting invitation letter that appears with the barcode bar for convenience in registration.

Due to the uncertain situation of the coronavirus infection (COVID-19) pandemic, the Company will do our best to prevent any adverse effect on the health of the shareholders, employees, directors and all the persons related to the meeting. Therefore, the Company would like to request the cooperation from the shareholders in strictly implementing the measures and guidelines specified by the Company, which may cause inconvenience at some stages of attending the meeting. The Company apologizes for the inconvenience that may occur at this opportunity.

Yours sincerely,



(Mr. Woodtipong Moleechad)

Chairman of the Board

Business Alignment Public Company Limited