

March 26, 2021

Re: Notice of the Annual General Shareholders' Meeting for the year 2021

To: Shareholders of Noble Development Public Company Limited

Attachment: In the Notice of the Annual General Shareholders' Meeting for the year 2021

1. Copy of the minutes of the Extraordinary General Meeting of Shareholders No.1/2020
2. Details of the Auditors.
3. Details of the directors who will retire by rotation and are nominated as re-appointed directors.
4. Conditions, rules and regulations for attending and conducting the shareholders meeting,
Details of Registration, Documents required to be presented at the meeting, Proxy and Voting.
5. Company's Articles of Association relating to Shareholders' Meeting.
6. Details of independent directors and definition of the independent director.
7. Precautions to prevent the spread of coronavirus (COVID-19): The Annual General Shareholders' Meeting for the year 2021.
8. Map and Location of the Annual General Shareholders' Meeting for the year 2021

Separate from the Notice of the Annual General Shareholders' Meeting for the year 2021.

- QR Code of the Company's 2020 Annual Report and the Company's audited financial statements for the fiscal year ended December 31, 2020 and Registration Form
- Proxy form B

The Board of Directors of Noble Development Public Company Limited ("the Company") resolved to convene the Annual General Shareholders' Meeting for the year 2021 on Wednesday, April 28, 2021 at 10.00 hrs. at Grand Ballroom, 3rd Floor, The Okura Prestige Bangkok Hotel, Wireless Road, Bangkok to consider and/or approve the agenda of the meeting as follow:

Agenda 1 Consideration and certification of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2020.

Objective and Rationale: For the Shareholders to certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2020, held on December 23, 2020 details as shown in the Copy of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2020. (Attachment 1)

Opinion of the Board: The Board of Directors deemed it appropriate that the Shareholders' Meeting consider and certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2020. The Copy of the minutes of the Extraordinary General Meeting of Shareholders No. 1/2020 is enclosed herewith (Attachment 1).

Required Voting: This agenda shall require majority votes of shareholders attending the Meeting and casting their votes.

Agenda 2 Consideration and acknowledgment of the Company's operating performance for the year 2020.

Objective and Rationale: For the Shareholders to acknowledge the Company's financial status and operating performance for the year 2020 as shown in QR Code of the Company's 2020 Annual Report (part 1, page 171-182) which has been distributed to the shareholders together with the Notice of the Annual General Shareholders' Meeting.

Opinion of the Board: The Board of Directors deemed it appropriate that the Shareholders' Meeting consider and acknowledge the Company's operating performance for the year 2020 as shown in QR Code of the Company's 2020 Annual Report (part 1, page 171-182) which has been distributed to the shareholders together with the Notice of the Annual General Shareholders' Meeting.

Required Voting: Voting for this agenda is not required, to be acknowledged.

Agenda 3 Consideration and approval of the Company's audited financial statements for the fiscal year ended December 31, 2020.

Objective and Rationale: To comply with the Company's Articles of Association and Section 112 of Public Limited Companies Act B.E. 2535, The Board of Directors must prepare the audited financial statements for the fiscal year ended and propose to the Annual General Shareholders' Meeting for approval. Details are as shown in QR Code of the Company's 2020 Annual Report (Part 2, page 1-17) which has been distributed to the shareholders together with the Notice of the Annual General Shareholders' Meeting.

Opinion of the Board: The Board of Directors deemed it appropriate that the Shareholders' Meeting consider and approve the Company's audited financial statements for the fiscal year ended December 31, 2020. Details are as shown in QR Code of the Company's 2020 Annual Report (Part 2, page 1-17) which has been distributed to the shareholders together with the Notice of the Annual General Shareholders' Meeting.

Required Voting: This agenda shall require majority votes of shareholders attending the Meeting and casting their votes.

Agenda 4 Consideration and approval of the annual dividend payment and the allocation of the Company's net profit for the year 2020 to the legal reserve fund.

Objective and Rationale: For the year 2020, the Company's consolidated financial statements reported the net profit of Baht 1,878,303,131 equivalent to profit per share of Baht 1.37 and the Company's separate financial statements reported the net profit of Baht 272,261,695 equivalent to profit per share of Baht 0.20. In 2020, the Pre-Sales was Baht 6,602 million, a 24.9% increase from last year due to sale campaign, Reset Price, of 8 completed projects during June 2020. The Company launched 5 new projects in 2020 with the approximate total project value of Baht 10,000

million, namely Noble Above Wireless-Ruamrudee Project, Noble State 39 Sukhumvit Project, NUE Noble Ngamwongwan Project, NUE Noble Ratchada - Lat Phrao Project, NUE Noble Fai Chai - Wanglang Project. Thus, combining with the project under construction, as of December 31, 2020, the Company's backlog was Baht 12,805 million. This backlog will be recognized as revenue throughout 2021-2023.

Therefore, to return to the shareholders, the Board of Directors' meeting No. 1/2021 held on February 25, 2021 has resolved to approve the dividend payment to the shareholders of Baht 0.87 per share (at share par value of Baht 1) from net profit of 2020 operating result and retained earnings. As the Company resolved to pay the interim dividend to the shareholders on August 13, 2020 at Baht 1.10 per share (at share par value of Baht 3 or rate equivalent to Baht 0.37 per share at a par value of Baht 1) from net profit of the operating result January 1, 2020 to June 30, 2020 and retained earnings. Thus, the remaining dividend payable will be Baht 0.50 from net profit of the operating result July 1, 2020 to December 31, 2020 and retained earnings. The Record Date to determine the list of shareholders who are entitled to receive dividend will be on May 11, 2021 and dividend payment will be made on May 27, 2021, the total dividend payment for the year 2020 is approximately Baht 1,186.83 million, whereby dividend payout ratio is equal to 63.2% of the consolidated financial statements, in compliance with the Company's dividend policy and reflects the Board of Director's commitment to return and pass value to shareholders.

The payment of this dividend is entirely created by the Company strong operating cash flow rather than an issuance of new debt or creation of new debt. As of December 31, 2020, the Company's Debt to Equity ratio was 2.27 and Net Interest-Bearing Debt to Equity ratio was 1.15. The Company has 7 condominiums projects of which are under construction and expected to be completed in time of the ownership transfer next year, namely, Noble Ambience Sukhumvit 42 Project, Noble State 39 Project, NUE Noble Srinakalin-Lasalle Project, Noble Around Ari Project, NUE Noble Ngamwongwan Project, NUE Noble Ratchada - Lat Phrao Project, NUE Noble Fai Chai - Wanglang Project. In 2021, approximately 11 projects are planned to launch with the total value about Baht 45,100 million. The Company has planned to purchase land for future development approximately Baht 800 million.

The Company has a dividend policy to pay dividend to shareholders Not less than 40% of the net profit in the consolidated financial statement annually after deduction of all reserves as required by law. The dividend policy has to be in line with the law and regulations of the Company. In case of necessity, the dividend payout can be less than the above ratio or omitted as well as taken into consideration of the Company's cash flow, investment plans, business expansion, including other necessity and appropriateness in the future. However, the aforementioned policy shall be in accordance with the resolutions of shareholders' meeting.

	2020 (Proposed Year)	2019
Net Profit of Consolidated Financial Statements (Baht)	1,878,303,131	3,071,218,301
Dividend Payout Ratio to Consolidated Financial Statements	63.2%	110.0%

In order to comply with the Company's Articles of Association and Section 116 of Public Limited Companies Act B.E. 2535, the Company must allocate not less than five percent of the net profit to the legal reserve fund, less the accumulated losses brought forward (if any), until the legal reserve fund reaches the amount of not less than 10 percent of the registered capital. Thus, to be in compliance with related laws and regulations mentioned above, the Board of Directors resolved to propose the allocation of the 2020's Company net profit to the legal reserve fund amounting Baht 13,613,085.00, making the total of the Company legal reserve fund as of December 31, 2020 amounting Baht 158,841,257.00.

Opinion of the Board: The Board of Directors deemed it appropriate that the Shareholders' Meeting consider and approve the dividend payment to the shareholders of Baht 0.87 per share (at share par value of Baht 1) from net profit of 2020 operating result and retained earnings. As the Company resolved to pay the interim dividend to the shareholders on August 13, 2020 at Baht 1.10 per share (at share par value of Baht 3 or rate equivalent to Baht 0.37 per share at a par value of Baht 1) from net profit of the operating result January 1, 2020 to June 30, 2020 and retained earnings. Thus, the remaining dividend payable will be Baht 0.50 from net profit of the operating result July 1, 2020 to December 31, 2020 and retained earnings. The Record Date to determine the list of shareholders who are entitled to receive dividend will be on May 11, 2021 and dividend payment will be made on May 27, 2021 and deemed it appropriate that the Shareholders' Meeting consider and approve the allocation of the 2020's Company net profit to the legal reserve fund amounting Baht 13,613,085.00, making the total of the Company legal reserve fund as of December 31, 2020 amounting Baht 158,841,257.00.

Required Voting: This agenda shall require majority votes of shareholders attending the Meeting and casting their votes.

Agenda 5 Consideration and appointment of the Company's auditor and approval the audit fees for the year 2021.

Objective and Rationale: To comply with the Company's Articles of Association and Section 120 of Public Limited Companies Act B.E. 2535, the Audit Committee considered the qualification of the auditors being, Mrs. Anuthai Poomsurakul, Certified Public Accountant (Thailand) No.3873, Mr. Krit Chatchavalwong, Certified Public Accountant (Thailand) No.5016 and Mr. Sa-nga Chokenitisawat, Certified Public Accountant (Thailand) No.11251, of PricewaterhouseCoopers ABAS Limited as the Company's and its subsidiaries' auditors, any one of them being authorized to conduct the audit

and express an opinion on the financial statements of the Company and its subsidiaries. The proposed auditors have met the qualifications specified by the Office of the Securities and Exchange Commission and the Notification of the Capital Market Supervisory Board No. Tor Jor. 75/2561 which stipulates that listed companies shall rotate their auditor, in the case that an auditor has performed the work of reviewing or auditing and giving opinion to the financial statement of a company for 7 fiscal years, either consecutively or not, such company may appoint such auditor to be the auditor of the company after the period of 5 consecutive fiscal years has lapsed. Mrs. Anuthai Poomsurakul, Certified Public Accountant (Thailand) No.3873 had signed on the financial statements of the Company and its subsidiaries for the total of 6 years, from 2011 to 2015 and 2020 and Mr. Krit Chatchavalwong, Certified Public Accountant (Thailand) No.5016 had signed on the financial statements of the Company and its subsidiaries for the total of 4 years, from 2016 to 2019. The proposed auditors do not have relationship with or conflict of interest to the Company, its subsidiaries, the executive officers, the major shareholders, or others who are related to those, hence, they are independent to conduct the audit and express an opinion on the financial statements of the Company and its subsidiaries. Details of the proposed auditors are enclosed herewith ([Attachment 2](#)). The Audit Committee's has considered the audit fees of the Company and its subsidiaries for year 2021 totalled not exceeding Baht 3,626,000, decreased by an amount of Baht 364,000 or 9.1% from the fees of the year 2020. The audit fees of Baht 3,626,000 consisted of the audit fees of the Company totalled of Baht 2,311,000 and the audit fees of its subsidiaries of Baht 1,315,000, no other expenses. Notwithstanding, the auditors of the Company and its subsidiaries are affiliate with the same accounting firm, the Company Board of Directors will ensure that the financial statements are being on time.

Annual Audit Fees	2021 (Proposed Year)	2020	Vary	
			Amount	%
The Company Audit's Fee	2,311,000	2,550,000	-239,000	-9.4
The Subsidiaries Audit's Fee	1,315,000	1,400,000	-85,000	-6.1
Total	3,626,000	3,950,000	-324,000	-8.2
None Audit Fee Expenses	-	40,000	-40,000	-100.0
Grand Total	3,626,000	3,990,000	-364,000	-9.1

Opinion of the Board: The Board of Directors, with recommendation of the Audit Committee, deemed it appropriate that the Shareholders' Meeting consider and appoint Mrs. Anuthai Poomsurakul, Certified Public Accountant (Thailand) No.3873, Mr. Krit Chatchavalwong, Certified Public Accountant (Thailand) No.5016 and Mr. Sa-nga Chokenitisawat, Certified Public Accountant (Thailand) No.11251, of PricewaterhouseCoopers ABAS Limited as the Company's and its subsidiaries' auditors, any one of them being authorised to conduct the audit and express an opinion on the financial statements of the Company and its subsidiaries (in the absence of the above-named auditors, PricewaterhouseCoopers ABAS Limited, is authorized to identify one other

Certified Public Accountant within PricewaterhouseCoopers ABAS Limited to carry out the work); and approve audit fees of the Company and its subsidiaries for year 2021 of not exceeding the total of Baht 3,626,000.

Required Voting: This agenda shall require majority votes of shareholders attending the Meeting and casting their votes.

Agenda 6 Consideration and election of the Company's directors to replace the directors who will retire by rotation.

Objective and Rationale: According to the Company's Articles of Association, at each Annual General Shareholders' Meeting, at least one-third of the members of the Board of Directors shall retire. If the number is not a multiple of three, then the number nearest to one-third shall retire. Three directors who will retire are Mr. Thongchai Busrapan, Mr. William Wayne Lau and Ms. Punnee Chaiyakul.

After careful consideration, the Board of Directors deemed that Mr. William Wayne Lau and Ms. Punnee Chaiyakul who are nominated to be appointed as independent directors of the Company for another term can provide their opinions independently and in accordance with relevant regulations. Mr. William Wayne Lau and Ms. Punnee Chaiyakul were appointed as the independent directors to replace the resigned directors effective from November 13, 2019, therefore, the term of office is as same as the remaining term of the previous directors. The Company determines the definition of independent director prescribing in the details of independent directors and definition of the independent director, Attachment 6, herewith more stringent than that stipulated by notifications of the Stock Exchange of Thailand and notifications of the Office of the Securities and Exchange Commission regarding his or her shareholding in the Company, that is, the independent director shall hold shares of the company not exceeding 0.5 percent of the total number of shares with voting rights of the company, its parent company, subsidiaries, affiliates, major shareholders, controlling person or juristic persons which may have conflicts of interest, including the shares held by related persons of the independent director. Hereby, the Company Board of Directors with the recommendation by the Nomination and Remuneration Committee considered that Mr. William Wayne Lau and Ms. Punnee Chaiyakul, both have experience, knowledge, capabilities, special expertise, independent status, time devotion to perform duty as the Company's director including that both have been well- performed as an independent director of the Company.

The Company embraces the importance of equitable and fairness treatment to all shareholders. To comply with good corporate governance practice, the Company provides the opportunity for the shareholders to propose qualified candidate to be nominated as the Director for the Annual General Shareholder's Meeting for the year 2021 through the Company's website and the Stock Exchange of Thailand starting from October 1, 2020 until December 31, 2020. However, there has been no shareholder proposing to the Company subject matters to be included as the agenda, or qualified candidate to be nominated as the director.

To appoint the Company's directors to replace the directors who will retire by rotation, the Nomination and Remuneration Committee considered qualification and suitability, i.e. education, experience, knowledge, capabilities, special expertise, independence, time devotion to perform the duty as the director and performance including the result as a director of the Company, in addition, considered the knowledge and particular skill requirement as essential constituents of the board by using the Board Skill Matrix to be consistent with the company's business strategy which not limited to gender, race, religion and viewed that three directors who will retire by rotation are qualified pursuant to the Public Company Limited Act B.E.2535 and have knowledge, capabilities and experience in related business to develop the Company's operation and their names are listed on the Director and Executives Database provided by the Office of the Securities and Exchange Commission. The Board of Directors with recommendation of the Nomination and Remuneration Committee has proposed to re-appoint the three directors who were prudently considered and perpended to serve directorship for another term. Details of the directors who will retire and are nominated as re-appointed directors are in Attachment 3.

Opinion of the Board: The Board of Directors (exception of the directors with a conflict of interest), with recommendation of the Nomination and Remuneration Committee, deemed it appropriate that the Shareholders' Meeting consider and re-appoint the Company's directors who will retire by rotation being, Mr. Thongchai Busrapan, Mr. William Wayne Lau and Ms. Punnee Chaiyakul, to serve directorship for another term.

Required Voting: This agenda shall require majority votes of shareholders attending the Meeting and casting their votes.

Agenda 7 Consideration and approval of the directors' remuneration for the year 2021.

Objective and Rationale: To ensure that the Company Boards of Directors receive appropriate remuneration, the Nomination and Remuneration Committee has prudently considered according to rules for the directors' remuneration for the year 2021 by comparing with similar industry and business sectors, considering their responsibilities, performance of the Boards and Sub-Committees, business expansions, related performance to the Company's overall operation result. The Board of Directors, with recommendation of the Nomination and Remuneration Committee, deemed it appropriate that the Shareholders' Meeting consider and approve the directors' remuneration for the year 2021 as follows;

Details	2021 (Proposed)	2020	
The Board of Directors			
Chairman	220,000	220,000	Baht/year
Director	200,000	200,000	Baht/person/year
Meeting remuneration			
- Thai Director	25,000	20,000	Baht/person/time
- Foreigner Director	55,000	50,000	Baht/person/time
The Audit Committee			
The Chairman of the Audit Committee	1,000,000	800,000	Baht/year
Member of the Audit Committee	900,000	700,000	Baht/person/year
The Audit Committee's Meeting Remuneration	25,000	-	Baht/person/time
The Nomination and Remuneration Committee	50,000	-	Baht/person/year
The Risk Management Committee	50,000	50,000	Baht/person/year
The Corporate Governance Committee	50,000	50,000	Baht/person/year
The Nomination Committee	-	50,000	Baht/person/year
The Remuneration Committee	-	50,000	Baht/person/year

Thus, the directors' remuneration is a compensation in the form of annual cash compensation. There are no benefits other than those mentioned above.

Opinion of the Board: The Board of Directors, with recommendation of the Nomination and Remuneration Committee, deemed it appropriate that the Shareholders' Meeting consider and approve the directors' remuneration for the year 2021 as follows:

1. The Chairman of the Board 220,000 Baht/year
2. Directors 200,000 Baht/person/year
3. The Chairman of the Audit Committee 1,000,000 Baht/year
4. Member of Audit Committee 900,000 Baht/person/year
5. The Nomination and Remuneration Committee 50,000 Baht/person/year
6. The Risk Management Committee 50,000 Baht/person/year
7. The Corporate Governance Committee 50,000 Baht/person/year

Meeting remuneration

- Thai Director 25,000 Baht/person/time
- Foreign Director 55,000 Baht/person/time

The Audit Committee's meeting remuneration 25,000 Baht/person/time

Required Voting: This agenda shall require not less than two-thirds (2/3) of the votes of the shareholders attending the Meeting. (The Public Company Limited Act B.E. 2535, Section 90)

Agenda 8 Consideration and approval the amendment of the Company’s Articles of Association.

Objective and Rationale: To be in line with the regulation of the Stock Exchange of Thailand Re: Listing of Ordinary Shares or Preferred Shares as Listed Securities B.E. 2558 (2015), dated May 16, 2015 (and as amended) determines the qualification of listed ordinary shares which shall be bearing holders’ names and reference to the order of the Head of the National Council for Peace and Order No. 21/2560, Re: Amendments of Laws to Facilitate the Ease of Doing Business, dated April 4, 2017, amending section 100 of the Public Limited Companies Act B.E. 2535 (1992) to promote and boots the country’s competitiveness and to increase the opportunity of Thailand becoming an effective investment hub, which will contribute to the reform and the economic security of the country and to be in line with the Company’s management structure, the Boards of Directors deemed it appropriate that the Shareholders’ Meeting consider and approve the amendment of the Company’s Articles of Association, Article 4, Article 26, and Article 35.

Opinion of the Board: The Board of Directors deemed it appropriate that the Shareholders’ Meeting consider and approve the amendment of the Company’s Articles of Association Article 4, Article 26, and Article 35 to be in line with the regulation of the Stock Exchange of Thailand Re: Listing of Ordinary Shares or Preferred Shares as Listed Securities B.E. 2558 (2015), dated May 16, 2015 (and as amended) determines the qualification of listed ordinary shares which shall be bearing holders’ names and reference to the order of the Head of the National Council for Peace and Order No. 21/2560, Re: Amendments of Laws to Facilitate the Ease of Doing Business, dated April 4, 2017, amending section 100 of the Public Limited Companies Act B.E. 2535 (1992) to promote and boots the country’s competitiveness and to increase the opportunity of Thailand becoming an effective investment hub, which will contribute to the reform and the economic security of the country and to be in line with the Company’s management structure. Details of the Amendment are as follows.

Amendments of Article 4 of the Company’s Articles of Association

- Article 4 (Existing)

“The Company shares are ordinary shares having equal par value and shall be fully paid-up shares. The Company may issue preferred shares, debentures or debentures that may be converted to ordinary shares or other securities under securities and stock exchange laws.”

- Article 4 (New)

“The Company shares are ordinary shares having equal par value, bearing holders’ names and shall be fully paid-up shares. The Company may issue preferred shares, debentures or debentures that may be converted to ordinary shares or other securities under securities and stock exchange laws.”

Amendments of Article 26 of the Company's Articles of Association

- Article 26 (Existing)

"In the Board of Directors' meeting, there shall be at least half of all directors attending the meeting to constitute a quorum. In the event that the Chairman of the Board is absent or unable to perform his duty, the Vice Chairman or managing director shall perform duty on his/her behalf as the case may be. If the Vice Chairman or managing director is absent or unable to perform his duty, the directors attending the meeting shall elect one director among themselves to act as the meeting chairperson.

The decision at the Board of Directors' meeting shall be made by majority votes.

Each director shall have one vote. Any directors having interest in any matters shall not be entitled to vote on such matter. In the event of a tie vote, the chairman of the meeting shall have one additional vote as casting vote."

- Article 26 (New)

"In the Board of Directors' meeting, there shall be at least half of all directors attending the meeting to constitute a quorum. In the event that the Chairman of the Board is absent or unable to perform his duty, the First Vice Chairman shall perform duty on his/her behalf, in the event that the First Vice Chairman of the Board is absent or unable to perform his duty, the Second Vice Chairman shall perform duty on his/her behalf, in the event that the Second Vice Chairman of the Board is absent or unable to perform his duty, the managing director shall perform duty on his/her behalf. If the Vice Chairman or managing director is absent or unable to perform his duty, the directors attending the meeting shall elect one director among themselves to act as the meeting chairperson.

The decision at the Board of Directors' meeting shall be made by majority votes.

Each director shall have one vote. Any directors having interest in any matters shall not be entitled to vote on such matter. In the event of a tie vote, the chairman of the meeting shall have one additional vote as casting vote."

Amendments of Article 35 of the Company's Articles of Association

- Article 35 (Existing)

"The Board of Directors shall convene annual ordinary shareholders' meeting within four months from the end of the Company's accounting period.

Other shareholders' meeting in addition to the meeting as specified above shall be called extraordinary meeting.

The Board of Directors may convene extraordinary shareholders' meeting anytime as it deems appropriate, or shareholders holding shares in aggregate not less than one-fifth of total shares being sold or at least twenty-five shareholders holding shares in aggregate not less than one-

tenth of total shares being sold, may jointly prepare written notice requesting the Board of Directors to convene extraordinary shareholders' meeting anytime by clearly specifying reason of meeting convention in such written notice. The Board of Directors shall convene shareholders' meeting within one month from the date of receiving written notice from shareholders.

The shareholders' meeting shall be held at the locality of the Company's head office or nearby provinces or other venues as determined by the Board of Directors."

- Article 35 (New)

"The Board of Directors shall convene annual ordinary shareholders' meeting within four months from the end of the Company's accounting period.

Other shareholders' meeting in addition to the meeting as specified above shall be called extraordinary meeting.

The Board of Directors may convene extraordinary shareholders' meeting anytime as it deems appropriate or one or more shareholders holding the aggregate number of shares of not less than ten percent of the total number of shares sold may, by subscribing their names, request the board of directors in writing to call an extraordinary meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. In this regard, the board of directors shall proceed to call a meeting of shareholders to be held within forty-five days as from the date the request in writing from the shareholders is received.

In case the board of directors fails to arrange for the meeting within such period under paragraph three, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five days as from the date of expiration of the period under paragraph three. In such case, the meeting is deemed to be shareholders' meeting called by the board of directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under paragraph four, the number of the shareholders presented does not constitute quorum as prescribed by Article 38, the shareholders under paragraph four shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting.

The shareholders' meeting shall be held at the locality of the Company's head office or nearby provinces or other venues as determined by the Board of Directors."

Required Voting: This agenda shall require not less than three-fourths (3/4) of the votes of the shareholders attending the Meeting. (The Public Company Limited Act B.E. 2535, Section 31)

Agenda 9 Other matters (if any).

The date to determine shareholders' names for the right to attend the annual general shareholders' meeting for the year 2021 will be on March 12, 2021, The Shareholders are cordially invited to attend the Annual

General Shareholders' Meeting for the year 2021 at the date, time and venue as state above, map and Location enclosed herewith ([Attachment 8](#))

If the shareholders wish to appoint a proxy to attend the Meeting and vote, please complete and sign the proxy form that has been distributed to the shareholders together with the Notice of the Annual General Shareholders' Meeting or download one of the available proxy forms from the Company website, www.noblehome.com. Please choose only one type of proxy form, the duty stamp is also available at the registration desk free of charge. Conditions, rules and regulations for attending and conducting the shareholders meeting, Details of Registration, Documents required to be presented at the meeting, Proxy and Voting is enclosed herewith ([Attachment 4](#)). If the shareholders wish to appoint the independent director as the proxy to attend the meeting the Shareholders can authorize the proxy holder to vote on particular matter specified by the grantor, please see the details of independent directors, enclosed herewith ([Attachment 6](#)).

For the convenience of registration, shareholders or the proxy who will attend the meeting should bring the registration form which contains a barcode for each shareholder that has been distributed to the shareholders together with the Notice of the Annual General Shareholders' Meeting to present at the registration.

For the utmost benefit from the meeting and shareholders' rights, if the shareholders have any questions or needed clarification concerning the above agenda items, please forward the questions in advance to E-mail: corporate.s@noblehome.com or fax (66 2) 251-9977.

The shareholders, who desire the document format of the 2020 Annual Report, please contact Ms. Chansri Umpornsuwan or Ms. Piyatip Diloksri at Noble Development Public Company Limited NOBLE Building, 1035 Ploenchit Road, Pathumwan, Bangkok. Tel. (662) 251-9955 Ext. 1405, 1410. Fax (662) 251-9977.

Sincerely,

According to Resolutions of the Board of Directors' Meeting



Ms. Punnee Chiyakul

Chairwoman

Remark: The Company has posted the invitation letter with supporting documents on the Company's website www.noblehome.com