



Invitation to Attend the Annual General Meeting of Shareholders for the year 2020

Global Green Chemicals Public Company Limited

On Friday June 5, 2020 at 09.30 a.m.

**at Synergy Hall 6th Floor,
555/3 Energy Complex Building C,
Viphavadi Rangsit Road,
Chatuchak, Bangkok 10900**

Registration start at 07.30 a.m.

Please bring the Notification of Meeting with barcode to the meeting

**No Gift, Foods and Beverages Provided
at the Annual General Meeting of Shareholders for the Year 2020**





Measures and Guideline for Holding the Annual General Meeting of Shareholders under the Circumstance of Coronavirus 2019

Before the meeting

1. Shareholders are required to grant Proxy to the Company's Independent Directors to attend and vote at the Meeting by using proxy form (Pre-casting the vote for each agenda is recommended) and sending back the proxy form and related documents or evidence to the Company through business reply envelope to

**Corporate Secretary and Governance, Global Green Chemicals Public Company Limited
555/ 1 Energy Complex, Building A, 4th Floor, Vibhavadi Rangsit Road, Chatuchak, Chatuchak,
Bangkok 10900.**

The Information of Independent Directors for Appointment of Proxy and Procedures for Registration and Appointment of Proxy are details in the attachment 3,4 and 5 of the Invitation to Attend the Annual General Meeting of Shareholders for the year 2020 (Full) which can be download from the Company website at www.ggcplc.com

2. The Company provides Shareholders more options for submitting written questions relating to the Agendas in advance. The Company shall record questions and answers in the AGM Minutes of Meeting by which Shareholders are required to indicates their name and surname. Shareholder are welcome to send the question in advance through The Company email at corporategovernance@ggcplc.com or ir@ggcplc.com

3. The meeting room would be cleaned with disinfection and ozone sterilized one day in advance

On the Meeting day (Friday, June 5, 2020)

4. The Company has organized the meeting venue to avoid crowded meeting area with appropriate social distancing of 1-2 meters in various areas, which are escalators (does not allow to use elevator) temperature- screening points, document- checking points and registration counters and **limited number of available seats in the meeting room for approximately 100 seats with specific seating number for each attendee. Therefore, each attendee is required to sit as specified for the benefit of disease prevention or following up in case of any unforeseen circumstances.** Once the seats are fully occupied, Shareholders are required to grant proxy to the Company's Independent Directors to attend the Meeting instead of participating in persons.

5. The Company would like to request your cooperation to strictly follow the Company's measures and guidelines to prevent and minimize the risk of COVID-19 virus spread as follows:

5.1 All Attendees are required to fill in the COVID-19 Infection Risk Screening Form before entering the venue, and for those attendees who have recently visited or returned from any disease infected zones as notified by the Ministry of Public Health, including those who have had close contact with those who have visited or returned from any disease infected zones, or being found of having risky symptoms such as fever, cough, sore throat, sneezing, runny nose, shortness of breath, Anosmia or Ageusia will not be allowed to

attend the Meeting. For those who cannot attend the meeting due to the reasons explained above are able to appoint the Company's Independent Directors as their proxies to attend and vote at the Meeting. Please also note that concealment of health information or traveling record could be considered as the violation of the Communicable Diseases Act B.E. 2558.

5.2 All attendees must go through body temperature screening point and the silver nanoparticle disinfection unit to help reduce the risk of COVID-19 transmission (CoviClear) including check -in / Check-out via QR Code "Thai Chana" Attendees who passed the health screening are requested to put on a registration sticker, prepare and wear your facemask at all time and clean your hands by using the alcohol based hand sanitizer gel, provided by the Company at the meeting areas.

5.3 The Company reserves the rights to not allow any attendees, who do not pass the health screening or do not completed the COVID-19 Infection Risk Screening Form to enter the Meeting

6. Guidelines for answering questions in the meeting room in order to conduct the meeting in short time tighten and reduce the risk of spreading the disease (No more than 2 hours)

6.1 Microphone will NOT be available to ask questions at the meeting. Attendees, who wish to ask any questions, are able to submit their written questions to the Company's staff to submit it to the Company's Chairman of the Board of Directors.

6.2 The Company will summarize the questions and answers submitted in advance and inquire on the date of the meeting, compiled in the minutes of the shareholders' meeting, which will be published through the Company's website within 14 days from the date of the meeting.

6.3 While waiting for the counting of votes which result from collection in each meeting room. The Chairman may proceed to other agenda. However, the voting results for each agenda will be announced to the attendees before the end of the meeting.

7. The Company would not serve food and beverages at the Meeting in order to minimize risk of the infection of COVID-19 disease spreading.

8. The company requests that all attendees comply with the measures and guidelines at the Annual General Meeting of Shareholders for the year 2020 under the situation of Coronavirus 2019 (COVID-19) and the recommendations of medical staff at the screening point. The company will takes care of each point strictly

9. If there are any changes in the situation or additional AGM- related measures from the Government Official, the Company will inform Shareholders via the Company's website (www.ggcplc.com)

The Company would like to apologize for any inconvenience that may occurs.

Yours Sincerely,

Global Green Chemicals Public Company Limited

May 25, 2020

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Remarks:

The Company will send documents to Shareholders by mailing as follows:

- 1) The Notice of Meeting with barcode for registration (please bring this form to the meeting), together with that Agenda and the brief version of the Company's Board of Directors opinion. Shareholders can also download the full version of the Invitation to Attend the Annual General Meeting of Shareholders for the Year 2020 and attachment via QR Code.
- 2) Attachment 5: Proxy form B
- 3) Data Protection Information for Shareholders, Shareholders' Proxies and Guests of the 2020 Annual General Meeting and Measures and Guideline for Holding the Annual General Meeting of Shareholders under the Circumstance of Coronavirus 2019
- 4) The Business reply envelop

All in all, Shareholders can download Proxy Form A (General Form) and Form C (For foreign shareholders who have custodians in Thailand only) via www.ggcplc.com



Global Green Chemicals Public Company Limited

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Head Office : 555/1 Energy Complex,
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Tel: +66(0) 2558-7300 Fax: +66(0) 2558-7301

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Map Ta Phut Industrial Estate
Tambon Map Ta Phut, Amphur Muang Rayong,
Rayong, 21150
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Ref. No. 01- 146/2020

May 11, 2020

Subject : Invitation to Attend the Annual General Meeting of Shareholders for the year 2020

To : Shareholders of Global Green Chemicals Public Company Limited

- Attachment :
1. Curricula Vitae of the Nominated Persons to Be Elected as Directors of the Company and Definition of Independent Director
 2. The Company's Scope of Duties and Responsibilities of Sub-Committees
 3. Information of Independent Directors for Appointment of Proxy
 4. Procedures for Registration and Appointment of Proxy
 5. Proxy Form B (recommend using Form B), Proxy Form A and Proxy Form C can be Downloaded from the Company's website at www.ggcplc.com
 6. The Company's Articles of Association regarding the Shareholders Meeting and Vote Casting
 7. Instruction to download the 2019 Annual Report and the 2019 Integrated Sustainability Report
 8. Map of the Meeting Venue

The Board of Directors of Global Green Chemicals Public Company Limited ("The Company") has resolved that the Annual Shareholders Meeting for the year 2020 shall be held on Friday, May 5, 2020 at 09.30 a.m. at Synergy Hall, 6th Floor, 555/3 Energy Complex, Building C, Vibhavadi Rangsit Road, Chatuchak, Bangkok 10900 for consideration of the following agenda:

Agenda 1: To acknowledge the Company's operation for the year 2019 and the recommendation for the Company's business plan and approve the Company's financial statements for the year ended December 31, 2019

(Required Votes : acknowledgement the Company's Operation for the Year 2019 and the Recommendation for the Company's Business Plan and majority vote of the shareholders who attend and vote for approval the Company's Statement of Financial Position and Statement of Income for the Year Ended December 31, 2019)

Objectives and Reasons: The Company prepared the report relating to the Company's business operation of the year 2019 in all aspects as the details appeared in the 2019 Annual Report according to the QR Code in the invitation letter form and business plan will be presented to the Meeting. Pursuant to Section 112 of the Public Limited Companies Act B.E. 2535 (Including its amendment) (the "Public Limited Companies Act"), The Company shall propose the statement of financial position and statement of income for the year ended December 31, 2019 which were audited and certified by the auditors for the Shareholders Annual General Meeting's approval.

The Company prepared the financial statements for the year ended December 31, 2019 which were audited and certified by the Company's auditor and reviewed by the Audit Committee as the details appeared in the 2019 Annual Report according to the QR Code in the invitation letter form.

Summary of Total Operating Performance and Total Financial Position

Total Operating Performance	Year 2019	Year 2018
Selling and Service Revenues (Million Baht)	13,055	16,225
Profit (Loss) for the Year (Million Baht)	94	(1,161)
Profit (Loss) per Share (Baht per Share)	0.09	(1.13)

Total Financial Position	As at December 31, 2019	As at December 31, 2018
Assets (Million Baht)	12,931	13,084
Liabilities (Million Baht)	3,283	3,376
Equity (Million Baht)	9,648	9,708

The Audit Committee's Opinion : The Audit Committee considered and reviewed the financial statements for the year ended December 31, 2019 which were audited and certified by the auditor of the Company, and deemed it appropriate to propose to the Board of Directors in order to propose for the Annual General Meeting of Shareholder's approval.

The Board of Directors' Opinion : The Company's business operations in 2019 and the recommendation for the Company's business plan should be summarized to the Shareholders for their acknowledgement in the Annual General Meeting of Shareholders for 2020, and audited statement of financial position and statements of income for the year ended December 31, 2019 should be proposed for the Annual General Meeting of Shareholder's approval.

Agenda 2 : To Acknowledge the Allocation of legal reserves and the Interim Dividends Payment

(Required Votes : Acknowledge of the Allocation of legal reserves and the Interim Dividends Payment)

Objectives and Reasons: Pursuant to the Company's dividend policy, the Company is to pay dividend at the rate not less than 30 percent of the net profit after deduction of tax and all the Company's reserve funds, condition for the distribution of dividend is also subject to investment plan, necessity and other properness in the future.

In addition, Section 116 of the Public Company Limited Act B.E. 2535 and Article 47 of the Company's Articles of Association prescribed that the Company must appropriate to a reserve fund, from the annual net profits, at least five (5) percent of the annual net profits, less the carried-forward accumulated losses (if any) until the reserve fund reaches an amount of not less than ten (10) percent of the registered capital.

The Stock Exchange of Thailand and Department of Business Development, Ministry of Commerce have given guidelines for listed company which has been affected by COVID-19 to arrange the 2020 Annual General Meeting, and permission to pay the Interim dividends. After such payment has been made, it shall be reported for acknowledgement at the shareholders meeting.

The Operating results of the Company starting for the Year 2019, recorded Baht 94 million net profit. The Company has allocated the profit as legal reserve at Baht 32,024,000 million and has distributed the interim dividend for two times, totaling Baht 0.35 per share, approximately Baht 358.3 million as detailed below:

1st Time: According to the resolutions of the Company's Board of Directors' Meeting No. 14/2019, held on September 11, 2019, the Company had distributed the interim dividend on October 9, 2019 at the rate of Baht 0.15 per share, totaling Baht 153.6 million.

2nd Time: According to the resolutions of the Company's Board of Directors' Extraordinary Meeting No. 5/2020, held on March 27, 2020, the Company had distributed the interim dividend on April 23, 2020 at the rate of Baht 0.20 per share, totaling Baht 204.7 million and no additional dividends shall be paid for the Operating Results in the Year 2019.

The comparison with the last year dividend distribution is as follows:

Detail of Dividends Payment	The Operating Results in the Year 2019	The Operating Results in the Year 2018	The Operating Results in the Year 2017
1. Net profit after deduction of tax (Million Baht)	94.0	(1,160.8)	520.9
2. Profit per share (Baht/Share)	0.09	(1.13)	0.56
3. The number of shares (Shares)	1,023,666,700	1,023,666,700	1,023,666,700
4. Par value (Baht)	9.50	10	10
5. Total dividend paid per share (Baht : Share)	0.35	-	0.35
5.1 Interim Dividend	0.35 ⁽¹⁾	-	0.15
5.2 Final Dividend	-	-	0.20
6. Total dividend paid (Million Baht)	358.3	-	358.3
7. Dividend payment ratio	N/A	-	69

Note: (1) For the Year 2019, the Company had the interim dividend for two times.

The Board of Directors' Opinion : The Board of Directors agreed to propose the Annual General Meeting of Shareholders to acknowledge the allocation of profit to be legal reserve at Baht 32,024,000, or 5% of 2019 Net Profits and the Interim dividends payment of Baht 0.35 per share, totaling approximately Baht 358.3 million, and no additional dividends shall be paid for the Operating Results in the Year 2019.

Agenda 3: To Consider and Elect New Directors to Replace Those Who are due to Retire by Rotation

(Required Votes: Majority votes of the shareholders who attend and vote)

Objectives and Reasons: According to the Public Limited Company Act and Article 14 of the Company's Articles of Association, at every annual general meeting, one-third (1/3) of the Directors have to retire by rotation. If not, the nearest numbers of one-third (1/3) shall retire. However, the retiring Director is eligible for re-election. The retirement of Directors during the first and second year following the registration of the Company shall be voluntary. If the number of volunteering Directors is not sufficient, the remaining number shall be determined by drawing lots. In subsequent years, the Director who has been in office for the longest term shall retire.

In the year 2020, there are 4 Directors due to retire by rotation namely:

- | | |
|------------------------------|---|
| 1. ACM Songtam Chokkanapitag | Independent Director, Chairman of Nomination and Remuneration Committee |
| 2. Mrs. Kannika Ngamsopee | Independent Director, Chairman of Risk Management Committee and Director to Audit Committee |
| 3. Mr. Patiparn Sukorndhaman | Director, Director to Risk Management Committee and Director to Nomination and Remuneration Committee |
| 4. Mr. Witoon Suewatanakul | Director and Director to Risk Management Committee |

Though the Company's website, www.ggcplc.com, the Company invited the Shareholders to nominate the qualified person to be elected as the Company's Director from October 1 - December 31, 2019. There was no proposal of Director Nominee submitted to the Company.

The Nomination and Remuneration Committee's Opinion : The Nomination and Remuneration Committee excluding the Directors who have conflict of interest in this matter had considered the qualification of those nominees in compliance with the related rules and regulations, along with their various knowledge, abilities, experiences, and expertise in pursuant to the Company's business strategy and according to the Board of Directors Skill Matrix as well as the proposition of PTT Global Chemicals Public Company Limited, the Company Major Shareholder and considered that the 4 Directors have complete qualification required by the law as well as their abilities and experience which are beneficial to their duties as Directors. Then the nomination was proposed to the Board of Directors who considered that it deems appropriate to propose to the Shareholders Meeting the following nominees to be the Company's Directors as follows:

- | | |
|------------------------------|---|
| 1. ACM Songtam Chokkanapitag | be elected for another term as Independent Director |
| 2. Mrs. Kannika Ngamsopee | be elected for another term as Independent Director |
| 3. Mr. Patiparn Sukorndhaman | be elected for another term as Director |
| 4. Mr. Witoon Suewatanakul | be elected for another term as Director |

The curriculum vitae of 4 nominated persons are enclosed in Attachment 1. The nominees No. (1) and (2) are qualified in accordance with the Company's definition of Independent Director which is specified pursuant to those defined by the Securities and Exchange Commission, Thailand.

The Board of Directors' Opinion: The Board of Directors, excluding the Directors who have conflict of interest in this matter, agreed with the Nomination and Remuneration Committee's recommendation to propose to the Meeting to re-elect 1) ACM Songtam Chokkanapitag 2) Mrs. Kannika Ngamsopee 3) Mr. Patiparn Sukorndhaman 4) Mr. Witoon Suewatanakul to be Directors for another term. The nominees No. (1) and (2) are qualified in accordance with the Company's definition, and are able to raise independent opinion according to the relating rules and regulations.

Agenda 4: To consider and approve the directors' remuneration.

(Required Votes : Not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting)

Objectives and Reasons: Pursuant to Article 15 of the Articles of Association of the Company, Directors shall be entitled to remuneration from the Company in the form of awards, meeting allowances, retirement pensions, bonuses or other benefits in other forms Pursuant to the Company's Articles of Association or the approval of the Shareholders Meeting. The remuneration may be designated in fixed amounts or as a specific guideline, for any specific time of payment.

The Nomination and Remuneration Committee's Opinion: The Nomination and Remuneration Committee has considered the Directors and Sub-Committees' remuneration for the year 2020 and bonus for the year 2019 by taking into account the following matters : the Company's performance for the year 2019, economic situation, principle and policies approved by the shareholders, the Directors' duties and responsibilities together with conformity with other listed companies within the same industry of similar size. It deemed appropriate to propose the Shareholders Meeting to consider and approve the principle of the Directors' and Sub-Committees remuneration for the year 2020 as follows:

- (1) Director's remuneration: to be maintained on the same principle and at the same rate of the year 2019 as follows :

The Directors' Remuneration	Proposed for 2020	2019
	(Baht/person/month)	(Baht/person/month)
Chairman	37,500	37,500
Director	30,000	30,000

- (2) Sub-Committees' attendance fee : to be maintained on the same principle and at the same rate of the year 2019 i.e. Audit Committee, Nomination and Remuneration Committee, Corporate Governance and Sustainable Development Committee and Risk Management Committee including other sub-committees appointed by the Board of Directors as necessary and appropriate in the future (Scope of Duties & Responsibilities of Sub-Committees is in Attachment 2) are as follows :

Meeting Allowance (Only pay to those who attend the meeting)	Proposed for 2020	2019
	(Baht / person / time)	(Baht / person / time)
Chairman	25,000	25,000
Director	20,000	20,000

- (3) Directors' bonus: The Bonus for the Board of Director shall not be paid for the year 2019

- (4) Other Remuneration: None

The Board of Directors' Opinion: The Board of Directors deems appropriate to propose the Shareholder's Meeting to approve the Directors and Sub-Committees Remuneration for the year 2020 as proposed by the Nomination and Remuneration Committee.

Agenda 5: To consider the appointment of the auditor and determine the auditor Annual Fee for the year 2020

(Required Votes : Majority votes of the shareholders who attend and vote)

Objectives and Reasons: Pursuant to Section 120 of the Public Limited Company Act B.E. 2535 which specify that the Shareholders' Meeting shall appoint the auditor and fix the auditor's remuneration annually.

According to the Notification of the Capital Market Supervisory Board No. Tor Chor. 75/2561 regarding rules, conditions and procedures for disclosure of information about the financial position and results of operations of the issuing Company (Issue Code) shall come into force from January 1, 2019 onwards, requiring the issuing company whose shares are listed on the Stock Exchange of Thailand to arrange for rotation of the auditor. In the event of any act and auditors express an opinion on the financial statements of the Company for the past seven fiscal years, whether consecutive or not. The Company will appoint such auditor as the Company's auditor after the period at least five consecutive fiscal years.

The Audit Committee's Opinion: The Audit Committee has considered the dependency, qualifications, the experiences in the business, the auditing quality and the appropriated audit fee by taking into account the scope of work and duties as well as the auditor rotation to express transparency. The Audit Committee proposes the auditor selection opinion for The Board of Directors approval which deems appropriate to propose the Shareholder's Meeting to consider the appointment of the Company's auditor for the year 2020 according to the following details:

- (1) Name of the Auditors and the Company: Deloitte Touche Tohmatsu Jaiyos Co., Ltd. ("Deloitte") to be the Company's auditors for the year 2020.

1) Mr. Mongkol Somphol	C.P.A (Thailand) Reg No. 8444 Auditing during the past 5 years: 1 year (2019) or
2) Dr. Supamit Techamontrikul	C.P.A (Thailand) Reg No. 3356 Auditing during the past 5 years: -None- or
3) Dr. Suwatchai Meakhaamnouychai	C.P.A (Thailand) Reg No. 6638 Auditing during the past 5 years: -None- or
4) Mr. Chavala Tienpasertkij	C.P.A (Thailand) Reg No. 4301 Auditing during the past 5 years: -None-

- (2) Annual Remuneration Fee for the year 2020: To propose the 2020 annual fee of Baht 1,690,000 excluding other expenses such as travel expenses, telephone, postage, stamp duty, photocopying fee (actually charged, as not exceeding 10% of the audit fee)

Auditor's Remuneration (Unit : Baht)	Proposed for 2020	2019
Quarterly and Annual Audit Fee	1,690,000	1,690,000

Remarks: The non-audit fee in 2020 (if any) shall vary according to categories and workload serviced by Deloitte Touche Tohmatsu Jaiyos Co., Ltd. (Deloitte).

- (3) Relation with the Company: Deloitte Touche Tohmatsu Jaiyos Audit Company Limited (“Deloitte”) proposing to audit the Company has no relationship or conflict of interest with the Company/ subsidiaries/ executives/ the major shareholders or the related person of such. The said auditor is accordingly independent to audit and comment the Company’s financial statements.
- (4) Service to Other Companies: Deloitte Touche Tohmatsu Jaiyos Audit Company Limited (“Deloitte”) will provide service in the year 2020 to the Company, its subsidiaries, joint venture totaling 3 companies.

The Board of Directors’ Opinion: The Board of Directors agreed with recommendation from the Audit Committee to propose the Annual General Meeting of Shareholders to consider and approve the appointment of Deloitte Touche Tohmatsu Jaiyos Co., Ltd. (“Deloitte”) for the year 2020 which were selected from the bidding process, namely 1) Mr. Mongkol Somphol C.P.A (Thailand) Reg No. 8444 or 2) Dr. Supamit Techamontrikul C.P.A (Thailand) Reg No. 3356 or 3) Dr. Suwatchai Meakhaamnouychai C.P.A (Thailand) Reg No. 6638 or 4). Mr. Chavala Tienpasertkij C.P.A (Thailand) Reg No. 4301. The Annual Fee of Baht 1,690,000 excluding other expenses such as travel expenses, telephone, postage, stamp duty, photocopying fee (actually charged, as not exceeding 10% of the audit fee)

Agenda 6 : Other business (if any)

The Company is deeply concerned for safety and well-being of shareholders and all stakeholders who will be participating in the Meeting, the seat in the meeting room have been arranged for appropriate social distancing of 1-2 meters. Therefore, the available seat for shareholder will be approximately 50 seats. The Company strongly request for your cooperation to strictly follow the precautionary measure and guideline for holding the Annual General Meeting of Shareholders under the circumstances of Coronavirus 2019 (COVID-19) outbreak.

The Company would recommend that shareholders appoint proxy to the Company’s Independent Directors as listed and detailed in Attachment 3, to attend and vote at the Meeting on your behalf by sending a proxy form B (recommended by the Company) including the evidencing documents, with the business reply envelop to the Company (Please send to the Company within June 4, 2020).

For the Shareholders to receive the utmost benefit from the Meeting including to reserve the Shareholders' privileges, if any Shareholders would like the Company to give explanation for the issues relating to this proposed Agenda, questions can be sent in advance to email: corporategovernance@ggcplc.com Telephone No. +66 (0) 2558-7304 or +66 (0) 2558-7393 or email: ir@ggcplc.com Telephone No. +66(0) 2558-7330 or +66 (0) 2558-7395 and kindly indicate the Shareholders' name-surname, the question of which will be collected for further explanation.

Please be informed accordingly.

Yours sincerely



(Mr. Witoon Suewatanakul)

Managing Director

By the resolutions of the Board of Directors
Global Green Chemicals Public Company Limited

Corporate Secretary and Governance

Tel. +66(0) 2558-7304, +66 (0) 2558-7393

Remarks

1. The Company sent the Invitation to Shareholders to propose the 2020 Annual General Shareholders Meeting Agenda in advance from October 1, 2019 to December 31, 2019. It is appeared that no shareholders proposed any agenda for the meeting.
2. The Company disclosed the Minutes of Meeting of the Annual General Meeting of Shareholders for the Year 2019 held on April 2, 2019 on the Company's website dated April 12, 2019 and sent it to all Shareholders by postal for revision and correction from April 24, 2019 to May 1, 2019. There was no Shareholder's revision and correction. It is therefore deemed that the Shareholders have certified the Minutes of Shareholders' Meeting.
3. The Company has posted this Invitation to Attend the Annual General Meeting of Shareholders for the year 2020, including all attachments and proxy forms on the Company's website since Friday 8 May 2020 (www.ggcplc.com).
4. The Shareholders who are entitled to attend the Annual General Meeting for the Year 2020, are those whose names are listed on the Record Date. The Company fixed the Record Date to be Wednesday 20 May 2020
5. The 2019 Annual Report and the 2019 Sustainability Report in QR Code were enclosed with the Invitation of the Meeting.

**Curriculum Vitae of the Nominated Person to be Elected as Independent Director
of Global Green Chemicals Public Company Limited**

ACM Songtam Chokkanapitag

Independent Director / Chairman of Nomination and Remuneration Committee

Age: 65

Date of Appointment: 17 February 2016

21 March 2017 (re-elected)



Education / Training:

- Air Command and Staff College (Class 35), Air War College
- Royal Thai Air Force Academy (Class 21)
- Armed Forces Academies Preparatory School (Class 14)
- The National Defence Course (Class 50), National Defence College

Director Training:

- Director Certification Program (DCP) (Class 227/2016), Thai Institute of Directors Association (IOD)

Board Member / Management in Listed Companies – The Stock Exchange of Thailand: 1

- Independent Director / Chairman of Nomination and Remuneration Committee, Global Green Chemicals Public Company Limited

Board Member / Management in Non-Listed Companies: None

Positions in Other Organizations / Institutions: 1

- Member, the National Legislative Assembly

Work Experience (5 Years):

- 2013 – 2015 Deputy Permanent Secretary for Defence, Office of the Permanent Secretary of Defence

Expertise : Expert in Engineer, Natural Resources, Organization Management, Strategic, and Legal

Director Nominee : Independent Director

Nomination Procedure : Considered by the Nomination and Remuneration Committee and the Board of Directors

Term of GGC's : 3 Year (2018 – 2020)

Independent Directorship

Meeting Attendance in 2019 : (Attendance / Total Meeting)

: Board of Director	: 16/16 Meetings (100%)
: Nomination and Remuneration Committee	: 6/7 Meetings (85.70%)
: Independent Director	: 1/1 Meeting (100%)
: Non-Executive Director	: 1/1 Meeting (100%)

Position in Other Organizations that may have Conflict of Interest with GGC : : None

Criminal Offense Record during the past 10 years : None

Directorship qualification according to the laws and does not have prohibited qualification according to the announcement of the Capital Market Supervisory Board (CMSB) : Yes

Family Relation with other Directors, Executives, Major Shareholders of the Company and its subsidiaries : None

Shareholding in GGC (As of February 14, 2020) : None

Additional Information to Consider for Independent Director Election

Having the following interests in the Company, parent company, subsidiaries, joint venture, major shareholder, affiliates or any legal entities that have conflicts, at present or in the past 2 years

Being a director that takes part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee. : No

Being a professional service provider (i.e., auditor, lawyer, financial advisor) : No

Having the significant business relations that may affect the ability to perform independently : None

Being an owner, director, management, employee or advisor who receive regular salary or holding more than 0.5 percent of shares with voting rights of the company with the same business and its competition is significant. : No

Performance

- Involved in the setting up of Policy, vision, mission, direction and strategic plan for the Company's sustainable business growth.
- Monitored the Company's operation, ensure strict compliance with GGC's objectives and provided suggestion, viewpoint essential to the Business development.
- As an Independent Director, monitored Executives' operations ensured strict compliance with GGC's goal, and provided suggestions / viewpoints essential to business development.

As the Director of the Remuneration and Nomination, set criteria for the nomination of member of the Board, proposed the remuneration for the Board, the Sub-Committees and the Managing Director.

**Curriculum Vitae of the Nominated Person to be Elected as Independent Director
of Global Green Chemicals Public Company Limited**

Ms. Kannika Ngamsopee

Independent Director /Chairman of Risk Management Committee / Director to Audit Committee

Age : 63

Date of Appointment : 17 February 2016

21 March 2017 (re-elected)



Education/Training :

- MBA, Sasin Graduate Institute of Business Administration, Chulalongkorn University
- M.Acc. (Accounting), Thammasat University
- LL.B. (Law), Thammasat University
- B.B.A (Accounting), 2nd Class Honors, Thammasat University
- Capital Market Academy Leadership Program (Class 3), Capital Market Academy
- The National Defence Course (Class 52), National Defence College
- Administration of Public and Private Management Program (Class 1), Royal Thai Police
- Advanced Strategic Management, IMD, Swiss Confederation (2012)
- Certified Public Accountant Licence No. 3156
- Certificate of International Trade Law (Class 1), the Thai Bar Association under the Royal Patronage

Director Training :

- Director Certification Program (DCP) (Class 21/2002), Thai Institute of Directors Association (IOD)
- Board Nomination and Compensation Program (BNCP) (Class 7/2019), Thai Institute of Directors Association (IOD)

Board Member/Management in Listed Companies – The Stock Exchange of Thailand : 4

- Independent Director / Director to Audit Committee / Chairman of Risk Management Committee, Global Green Chemicals Public Company Limited
- Independent Director / Chairman to Audit Committee / Director to Risk Management Committee, Scan Inter Public Company Limited
- Independent Director / Chairman to Audit Committee, Thonburi Healthcare Group Public Company Limited
- Independent Director / Director to Audit Committee, Siam Makro Public Company Limited

Board Member / Management in Non-listed Companies : 1

- Independent Director, Premier Home Healthcare Company Limited (an affiliate of Thonburi Healthcare Group)

Positions in Other Organizations / Institutions : 7

- Chairman, Audit Committee, Digital Government Development Agency (Public Organization) (DGA)
- Member, Equitable Education Fund, Finance and Budget Sub-Committee
- Director, Ar Yu International Hospital, Republic of the Union of Myanmar
- Sub-Committee Member, Audit and Assessment of Public Sector Administrative Work, Office of Public Sector Development Commission
- Member, Asset Management Committee, Vajiravudh College
- Director, Audit Committee, Social Security Office
- Honorary Member, Financial Institutions Policy Committee, Bank of Thailand

Work Experience (5 Years) :

- 2019 Sub-Committee member, Audit and Corporate Governance, Thai Arbitration Institute
- 2017 – 2019 Independent Director, Bumrungrum Plaza Limited
(an affiliate of Thonburi Healthcare Group)
- 2017 Independent Director / Director to Audit Committee / Director to Corporate Governance and CSR Committee, Thai Credit Guarantee Corporation
- 2016 – 2017 Advisor, Internal Control Improvement, Siam Commercial Bank Public Company Limited
- 2015 – 2016 First Executive Vice President, Head of Audit Group, Siam Commercial Bank Public Company Limited

Expertise : Expertise in Economics, Banking Finance, Accounting, Internal Audit, Corporate Management, Strategic Planning, Risk Management, Legal, Corporate Governance and Social Responsibility

Director Nominee : Independent Director

Nomination Procedure : Considered by the Nomination and Remuneration Committee and the Board of Directors

Term of GGC's Independent Directorship : 3 Years (2018 – 2020)

Meeting Attendance in 2019 : (Attendance / Total Meeting)

: Board of Director	: 15/16 Meetings (93.75%)
: Audit Committee	: 15/15 Meetings (100%)
: Risk Management Committee	: 6/6 Meeting (100%)
: Independent Director	: 1/1 Meeting (100%)
: Non-Executive Director	: 1/1 Meeting (100%)

Position in other organizations that may have conflict of Interest with GGC :	: None
Criminal Offense Record during the past 10 years	: None
Directorship qualification according to the laws and does not have prohibited qualification according to the announcement of the Capital Market Supervisory Board (CMSB)	: Yes
Family relation with other Directors, Executives, Major Shareholders of the Company and its subsidiaries	: None
Shareholding in GGC (As of February 14, 2020)	: 20,000 Shares (0.0014653%)

Additional Information to Consider for Independent Director Election

Having the following interests in the Company, parent company, subsidiaries, joint venture, major shareholder, affiliates or any legal entities that have conflicts, at present or in the past 2 years

- Being a director that takes part in managing day-to-day operation, or being an employee, or advisor who receive a regular salary or fee. : No
- Being a professional service provider (i.e., auditor, lawyer, financial advisor) : No
- Having the significant business relations that may affect the ability to perform independently : None
- Being an owner, director, management, employee or advisor who receive regular salary or holding more than 0.5 percent of shares with voting rights of the company with the same business and its competition is significant. : No

Performance

- Involved in the setting up of Policy, vision, mission, direction and strategic plan for the Company's sustainable business growth.
- Monitored the Company's operation, ensure strict compliance with GGC's objectives and provided suggestion, viewpoint essential to the Business development.
- As an Independent Director, monitored Executives' operations ensured strict compliance with GGC's goal, and provided suggestions / viewpoints essential to business development.
- Perform duties as the Audit Committee By reviewing financial reports, Internal control system, Internal audit system and take a responsibility in risk management system auditor as well as reviewing the performance of duties in accordance with relevant laws and regulations.
- Perform duties as the Risk Management Committee, monitored and give suggestion for Corporate Risk Management to cover significant issues, Enterprise Risk Management measures for project investment, developed its Charter and Risk Management Policy. Moreover, screening an important factors in accordance with business strategy and other related situation through domestic and international

**Curriculum Vitae of the Nominated Person to be Elected as Director of
Global Green Chemicals Public Company Limited**

Mr. Patiparn Sukorndhaman

Director / Director to Nomination and Remuneration Committee / Director to Risk Management Committee

Age: 58

Date of Appointment : 17 February 2016

21 March 2017 (re-elected)



Education / Training:

- M.B.A.(Finance), The American University, U.S.A.
- B.A. Political Science (Public Administration – Public Finance), 2nd Class Honors, Chulalongkorn University
- National Defence Course (Class 59), National Defence College
- Top Executives in the Energy Education Program (Class 7), Thailand Energy Academy
- Leadership Development Program (LDPIII) 2014, PTT Leadership and Learning Institute
- Breakthrough Program for Senior Executives 2014, IMD, Executive Development Services, Swiss Confederation
- PTT Executive Leadership Program, General Electric, GE Institute, U.S.A.
- Executive Program for Senior Management 2009 (Ex-PSM Class 5), Fiscal Policy Research Institute Foundation
- Advanced Certificate Course in Public Administration and Law for Executives (Class 8), King Prajadhipok's Institute

Director Training:

- Director Certification Program (DCP) Class 73/2006, Thai Institute of Directors Association (IOD)

Board Member / Management in Listed Companies – The Stock Exchange of Thailand: 2

- President, PTT Global Chemical Public Company Limited
- Director / Director to Nomination and Remuneration Committee / Director to Risk Management Committee, Global Green Chemicals Public Company Limited

Board Member / Management in Non-Listed Companies: 7

- Chairman, Solution Creation Company Limited
- Chairman, GC Marketing Solution Company Limited
- Chairman, GC Polyols Company Limited

- Chairman, HMC Polymers Company Limited
- Chairman, GC-M PTA Company Limited
- Chairman, Thai Pet Rasin Company Limited
- Director, PTT Asahi Chemical Company Limited

Positions in Other Organizations / Institutions: None

Work Experience (5 Years):

- 2016 – 2019 Chief Operation Officer, Downstream Petrochemical Business, PTT Global Chemical Public Company Limited
- 2017 – 2019 Chairman, GC Oxyren Company Limited
- 2016 – 2019 Chairman, GC Glycol Company Limited
- 2016 – 2019 Chairman, GC Styrenics Company Limited
- 2015 – 2017 Director / Director to Nomination and Remuneration Committee, Global Power Synergy Company Limited
- 2012 – 2019 Director, PTT Phenol Company Limited
- 2009 – 2016 Director, Thai Fatty Alcohols Company Limited
- 2012 – 2015 Director, PTT Chemical International Private Limited
- 2011 – 2015 Director, PTT ICT Solutions Company Limited
- 2011 – 2015 Executive Vice President, Finance & Accounting, PTT Global Chemical Public Company Limited

Expertise : Engineering, Energy, Petrochemical, Corporate Management, Marketing, International Business Operations, Risk Management and the Strategic Planning

Director Nominee : Director

Nomination Procedure : Considered by the Nomination and Remuneration Committee and the Board of Directors

Term of GGC's Directorship : 3 years (2018 –2020)

Meeting Attendance in 2019 : (Attendance / Total Meeting)

: Board of Directors : 15/16 Meetings (93.75%)

: Nomination and Remuneration Committee : 7/7 Meetings (100%)

: Risk Management Committee : (Appointed as Risk Management Committee on 6 November 2019)

: Non-Executive Director : 1/1 Meeting (100%)

Position in other organizations that may have Conflict of Interest with GGC :

- President, PTT Global Chemical Public Company Limited

Criminal Offense Record during the past 10 years

Directorship qualification according to the laws and does not have prohibited qualification according to the announcement of the Capital Market Supervisory Board (CMSB)

Family Relation with other Directors, Executives, Major Shareholders of the Company and its subsidiaries

Shareholding in GGC (As of February 14, 2020)

Performance

- Involved in the setting up of policy, vision, mission, direction and strategic plan for the Company's sustainable business growth.
- Monitored the Company's operation, ensure strict compliance with GGC's objectives and provided suggestion, viewpoint essential to the business development.
- As the Director of the Remuneration and Nomination, set criteria for the nomination of member of the Board, proposed the remuneration for the Board, the Sub-Committees and the Managing Director.
- As the Risk Management Committee, monitored and give suggestion for Corporate Risk Management to cover significant issues, Enterprise Risk Management measures for project investment, developed its Charter and Risk Management Policy. Moreover, screening important factors in accordance with business strategy and other related situation through domestic and international

**Curriculum Vitae of the Nominated Person to be Elected as Director of
Global Green Chemicals Public Company Limited**

Mr. Witoon Suewattanakul

Director / Director to Risk Management Committee

Age : 54

Date of appointment : 1 July 2019



Education / Training :

- B.Eng. (Chemical Engineering), Chulalongkorn University
- MS (Chemical Engineering), The University of Texas at Austin, USA
- Ph.D. (Chemical Engineering), The University of Texas at Austin, USA

Director training :

- Driving Company Success with IT Governance (ITG) Class 5/2017, Thai Institute of Directors Association (IOD)
- Successful Formulation & Execution of Strategy (SFE) Class 27/2016, Thai Institute of Directors Association (IOD)
- Family Business Government for Sustainability (FBS) Class 2/2015, Thai Institute of Directors Association (IOD)
- Risk Management Committee Program (RMP) Class 4/2014 Thai Institute of Directors Association (IOD)
- Director Certification Program (DCP) Class 186/2014, Thai Institute of Directors Association (IOD)

Board member / Management in Listed Company - The Stock Exchange of Thailand : 2

- Director and Secretary to the Board / Director to Risk Management Committee / Managing Director, Global Green Chemicals Public Company Limited
- Senior Vice President, Downstream Petrochemical Business, PTT Global Chemical Public Company Limited

Board member / Management in Non-Listed Company - The Stock Exchange of Thailand : 4

- Chairman, Thai Fatty Alcohols Company Limited
- Chairman, GGC Biochemicals Company Limited
- Director, GGC KTIS Bio Industrial Company Limited
- Director, Thai Ethoxylate Company Limited

Positions in Other Company/Organization/Institution / Remarkable Positions : None

Work Experience (in the Last 5 Year) :

- 2013 – 2018 Director, Managing Director, Chairman of Risk Management Committee and Managing Director, Thai Vegetable Oil Public Company Limited

Expertise	: Engineering, Energy, Petrochemical, Corporate Management, Marketing, International Business Operations, Risk Management and the Strategic Planning		
Director Nominee	: Director		
Nomination Procedure	: Considered by the Nomination and Remuneration Committee and the Board of Directors		
Term of GGC's Directorship	: 9 months (July 2019 – April 2020)		
Meeting Attendance in 2019	: (Attendance/ Total Meetings)		
(During directorship term)	: Board of Directors	: 8/8 Meetings (100%)	
	: Risk Management Committee	: 3/3 Meetings (100%)	

Position in other organizations that may have Conflict of Interest with GGC : : Yes

- Senior Vice President, Downstream Petrochemical Business, PTT Global Chemical Public Company Limited

Criminal Offense Record during the past 10 years : None

Directorship qualification according to the laws and does not have prohibited qualification according to the announcement of the Capital Market Supervisory Board (CMSB) : Yes

Family Relation with other Directors, Executives, Major Shareholders of the Company and its subsidiaries : None

Shareholding in GGC (As of February 14, 2020) : None

Performance

- Involved in the setting up of policy, vision, mission, direction and strategic plan for the Company's sustainable business growth.
- Monitored the Company's operation, ensure strict compliance with GGC's objectives and provided suggestion, viewpoint essential to the business development.
- As the Risk Management Committee, monitored and give suggestion for Corporate Risk Management to cover significant issues, Enterprise Risk Management measures for project investment, developed its Charter and Risk Management Policy. Moreover, screening important factors in accordance with business strategy and other related situation through domestic and international

Definition of Independent Director

(1) An Independent Director holds no more than 0.50% of all shares with voting rights of the Company, the Parent Company, a Subsidiary, a Joint / Associated Company, a Major Shareholder or an Entity with Controlling Authority. This is inclusive of shares held by anyone who is affiliated with them.

(2) An Independent Director is a Director, who is not involved in the management, employees, staff, consultant with monthly salary or Entities with controlling authority over the Company, the Parent Company, a Subsidiary, a Joint / Associated Company, a Major Shareholder or an Entity with Controlling Authority, either at the present time or within two years prior to his / her appointment as an Independent Director, excluding the case where the independent director used to be a government official or advisor of a government unit which is a major shareholder of a controlling person of the Company.

(3) An Independent Director has no connection by blood or legal registration as father, mother, spouse, sibling, son / daughter or spouse of son / daughter of another Director. Further, an Independent Director has no such connection with an Executive, a Major Shareholder, and an Entity with Controlling Authority or an Individual who will be nominated as Director, Executive or Entity with Controlling Authority over the Company or the Subsidiary.

(4) An Independent Director has no business relationship with the Company, the Parent Company, a Subsidiary, a Joint / Associated Company, a Major Shareholder or an Entity with Controlling Authority in such a manner that may obstruct their exercise of independent discretion. Further, an Independent Director is not a Significant Shareholder or an Entity with Controlling Authority over a party with business relationship with the Company, the Parent Company, a Subsidiary, a Joint / Associated Company, a Major Shareholder or an Entity with Controlling Authority, either at the present time or within two years prior to his / her appointment as Independent Director.

Such business relationship is inclusive of a trading transaction occurring on a conventional basis for the conduct of business; a rent or lease of property; a transaction involving assets or services; a provision or an acceptance of financial assistance through means of a loan, a guarantee, a use of an asset as collateral against debt; and other similar actions which result in the Company or the party to the contract having a debt to be repaid to another party for the amount from 3% of net tangible assets (NTA) of the Company or from 20 Million Baht, whichever is lower. This amount is determined by the calculation of Related Transaction value as per the announcement of the Securities and Exchange Commission. It is inclusive of debt(s) arising within one year prior to the day of business relationship with the same party.

(5) An Independent Director is not an auditor of the Company, the Parent Company, a Subsidiary, a Joint / Associated Company, a Major Shareholder or an Entity with Controlling Authority, and not a Significant Shareholder (holding more than 10% of all shares with voting rights of the Company, including shares held by Linked Entities), an Entity with Controlling Authority or a partner to the audit office with which the auditors of the Parent Company, a Subsidiary, a Joint / Associated Company, a Major Shareholder or an Entity with Controlling Authority are associated at the present time or have been within two years prior to his / her appointment as an Independent Director.

(6) An Independent Director is not a person rendering any professional service or a legal or financial consultant who is paid more than Two Million Baht in service fee per year by the Company, the Parent Company, a Subsidiary, a Joint Company, a Major Shareholder or an Entity with Controlling Authority, and not a Significant Shareholder or an Entity with Controlling Authority over the Company or a partner to such professional service provider at the present time or within two years prior to his / her appointment as an Independent Director.

(7) An Independent Director is not a Director who is appointed to be a nominee of a Director of the Company, a Major Shareholder or a Shareholder who is connected to a Major Shareholder.

(8) An Independent Director does not engage in a business of the same nature as and which is significantly competitive to that of the Company, the Parent Company or a Subsidiary. An Independent Director is not a significant partner to a partnership or a Director with involvement in the management, employee, staff, consultant with monthly salary, or who holds more than 1% of all shares with voting rights of another company which is engaged in a business of the same nature as and which is significantly competitive to that of the Company or a Subsidiary

(9) An Independent Director does not have any other characteristic which prevents him / her from opining freely on the operation of the Company.

Following appointment as Independent Directors, they may be assigned by the Board of Directors to make collective decisions involving the business of the Company, the Parent Company, a Subsidiary, a Joint / Associated Company, a Subsidiary of Equal Level, a Major Shareholder or an Entity with Controlling Authority, where it will not be deemed that such Independent Directors are Directors involved with the administration.

The Company's Scope of Duties and Responsibilities of Sub-Committees

Audit Committee

The Audit Committee is comprised of at least three Independent Directors which one of them having adequate expertise and experience to review creditability of the Company Financial report. Their qualifications and scope of work need to comply with the criteria prescribed by Securities and Exchange Act and the Stock Exchange of Thailand in order that they may be capable of ensuring that the company discloses correct and credibly illustrate company financial reports, employs appropriate and efficient internal control system risk management and Good Corporate Governance of the Company. In performing its duties, the Audit Committee has emphasized the adherence to compliance with securities and exchange rules and regulations or other applicable laws. The Audit Committee is responsible to propose the selection and the nomination of the auditor who is qualified and independent, and reasonable the annual fee, fully reviews practices and discloses transactions with possible Conflict of Interests to be in compliance with securities and exchange rules and regulations and ensure company follows the practices and Anti-Corruption policy. And Also review to ensure that the internal audit systems are efficient and comply with the Internal audit professional standards.

Nomination and Remuneration Committee

The Nomination and Remuneration Committee is comprised of at least three Directors and at least one of them must be Independent Directors. The Chairman of the Nomination and Remuneration Committee must be an Independent Director. The Nomination and Remuneration Committee is responsible to select individuals suitable of nomination as new directors or Managing Director and nominate the list of Directors who possess suitable qualifications for Sub-Committee to the Board of Directors for appointments by using structured and transparent screening and nomination criteria also provide remuneration guidelines for the Directors and Managing Director by setting up criteria that determines fair and reasonable remuneration for further submission at the Board of Directors' meeting and/or the Shareholders' meeting for approval.

Corporate Governance and Sustainable Development Committee

The Corporate Governance and Sustainable Development Committee is comprised of at least three Directors and at least one of them must be Independent Directors. The Chairman of the Corporate Governance and Sustainable Development Committee must be an Independent Director. The Corporate Governance and Sustainable Development Committee is responsible to determine directions and suggest policies and practices concerning business code of conduct and ethics in accordance with the good corporate governance system to the Board of Directors for use as standardized proper practices of the organization, also govern, advise, evaluate and review policies and practices in accordance with the good corporate governance principles and business code of conduct, including to the operation regarding social, environmental responsibility and sustainable development and ensure company follows the practices and Anti-Corruption policy in order to improve and enhance the corporate governance system of the Company to international standards and report to the Board of Directors.

Risk Management Committee

The Risk Management Committee is comprised of at least three Directors and at least one of them must be an Independent Director, responsible to consider, review and approve policies, objectives and risk management frameworks for employee risk mitigation in the same direction, and relevant to business objectives and strategy, provide comments and suggestions on enterprise risk management and investment risk, monitor and evaluate the implementation of risk management scopes, suggest and follow up risk management of subsidiaries which company has significantly invested and report to the Board of Directors for consideration.

Information of Independent Directors for Appointment of Proxy

1. Prof. Dr. Kumchai Jongjakapun

Chairman of Independent Directors / Chairman of the Audit Committee

Age : 59 Years

Address : 555/1 Energy Complex, Building A, 4th Floor, Vibhavadi Rangsit Road, Chatuchak,
Chatuchak, Bangkok 10900

Special Conflict of Interest in the proposed agenda: None

2. Mr. Apichart Jongskul

Independent Director / Director to the Audit Committee

Age : 64 Years

Address : 555/1 Energy Complex, Building A, 4th Floor, Vibhavadi Rangsit Road, Chatuchak,
Chatuchak, Bangkok 10900

Special Conflict of Interest in the proposed agenda: None

3. Mr. Payungsak Chartsutipol

Independent Director / Chairman of Corporate Governance and Sustainable Development Committee

Age : 67 Years

Address : 555/1 Energy Complex, Building A, 4th Floor, Vibhavadi Rangsit Road, Chatuchak,
Chatuchak, Bangkok 10900

Special Conflict of Interest in the proposed agenda: None

4. Mr. Suphit Suwagul

Independent Director / Director to the Corporate Governance and Sustainable Development Committee

Age : 63 Years

Address : 555/1 Energy Complex, Building A, 4th Floor, Vibhavadi Rangsit Road, Chatuchak,
Chatuchak, Bangkok 10900

Special Conflict of Interest in the proposed agenda: None

5. Maj.Gen. Titawat Satiantip

Independent Director / Director to the Corporate Governance and Sustainable Development
Committee/ Director to the Nomination and Remuneration Committee

Age : 49 Years

Address : 555/1 Energy Complex , Building A, 4th Floor, Vibhavadi Rangsit Road, Chatuchak,
Chatuchak, Bangkok 10900

Special Conflict of Interest in the proposed agenda: None

Remark : Profiles of 5 Independent Directors are described in the 2019 Annual Report

: All 5 above mentioned Independent Directors are considered to have no conflicts of interests in all agenda except the agenda item 4 : “To consider and approve the directors’ remuneration”, therefore, those independent directors who are granted proxies shall refrain from voting in such agenda item (unless shareholder clearly define their votes in the proxy B or C.)

Procedures for Registration & Appointment of Proxy
For the Annual General Meeting of Shareholders for the Year 2020
Global Green Chemicals Public Company Limited
Friday, June 5, 2020 at 09:30 hrs.

1. Registration

The Shareholders registration will be open from 07.30 hrs. at the meeting place indicated in this Invitation to the Meeting. The registration is done through the barcode system. For convenience, the Shareholders and/or Proxies are requested to bring the Registration Form and the Proxy Form (in case of proxy) to the registration desk.

2. Attendance of Meeting in Person

2.1 The Registration Form

2.2 Please present the original identification card, government official identification card or passport (in case of foreign shareholders) for registration. In the event of change of name - last name, evidence certifying such change must also be presented.

3. Appointment of Proxy

3.1 A Shareholder who wishes to assign a proxy must appoint only one proxy to attend and vote at the Meeting in accordance with the Proxy Forms attached hereto.

3.2 If a Shareholder wishes to appoint the Company's Independent Director to be his/her Proxy, he/she may appoint:

- | | |
|----------------------------------|---|
| 1) Prof. Dr. Kumchai Jongjakapun | Independent Director / Chairman of Audit Committee or |
| 2) Mr. Apichart Jongskul | Independent Director / Director to Audit Committee or |
| 3) Mr. Payungsak Chartsutipol | Independent Director / Chairman of the Corporate Governance and Sustainable Development Committee or |
| 4) Mr. Suphit Suwagul | Independent Director / Director to the Corporate Governance and Sustainable Development Committee or |
| 5) Maj. Gen. Titawat Satiantip | Independent Director / Director to the Nomination and Remuneration Committee / Director to the Corporate Governance and Sustainable Development Committee |

3.3 Information of the Independent Directors as appeared in Attachment 5.

3.4 For convenience, please deliver the form of proxy with documents or evidence to the Company prior to the meeting date, no later than June 4, 2020. Form of proxy must be completely filled in and signed. All corrections or deletions, if any, made to material contents therein must be duly initialed by the Shareholder. A form of proxy must be affixed with stamp duty of Baht 20. The Company will facilitate in affixing the stamp duty upon Shareholders' registration to the Meeting.

4. Supporting Documents for Proxy

4.1 Proxy Form B (Specific Details Form)

Remarks:

- The Shareholders are not allowed to split number of shares and appoint more than one Proxy in order to split votes.
- The Shareholders shall authorize the Proxy to cast the votes equal to the total amount of shares held by Shareholder. Granting to Proxy the partial amount of shares to vote is not permitted.

4.1.1 For Individual Shareholder (The Company recommends that the Shareholders use Proxy Form B and pre-cast the votes for each agenda.)

- (1) The Registration Form.
- (2) The Proxy Form signed by the Shareholder granting proxy.
- (3) Copy of Shareholder's identification card or government official identification card or passport (in case of foreign grantor) which must be certified true and correct by the Shareholder.
- (4) The Proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.

4.1.2 For Juristic Person Shareholder (The Company recommends that the Shareholders use Proxy Form B and pre-cast the votes for each agenda.)

- (1) The Registration Form.
- (2) The Proxy Form signed by a person authorized to sign to bind the juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).
- (3) In case that the Shareholder is a juristic person registered in Thailand, please submit a copy of Affidavit, certified true and correct by a person authorized to sign to bind such juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).

- (4) In case of the Shareholder is a juristic person registered abroad, please submit a copy of the constitutional document issued by competent authority in the country where the juristic person is located, and certified by a notary public or other competent authority for no longer than 1 year.
- (5) For a foreign juristic person, if an original of any document is not in English, the English translation thereof must be provided. Such translation must also be certified true and correct by a person authorized to sign to bind the juristic person.
- (6) The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.

4.2 Proxy Form C (for foreign Shareholders who have custodians in Thailand only)

- (1) The Registration Form.
- (2) The Proxy presents Power of Attorney from the Shareholder who is a foreign investor authorizes the custodian to execute the proxy on his/her behalf.
- (3) The Proxy presents confirmation letter showing that signatory of the Proxy is authorized to operate custodian business.
- (4) The Proxy Form signed by a person authorized to sign to bind the juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).
- (5) In case that the Shareholder is a juristic person registered in Thailand, please submit a copy of Affidavit certified true and correct by a person authorized to sign to bind such juristic person according to its Affidavit, with the seal of the juristic person affixed (if any).
- (6) In case that the Shareholder is a juristic person registered abroad, please submit a copy of the constitutional document issued by competent authority in the country where the juristic person is located, and certified by a notary public or other competent authority for no longer than 1 year.
- (7) If any of the aforementioned documents is not in English, the English translation thereof must be provided. The translation must also be certified true and correct by a person referring to such document or a person authorized to act on behalf of such person.
- (8) The proxy must present his/her original identification card, government official identification card or passport (in case of foreign proxy) for the purpose of registration.

The Company's Articles of Association regarding the Shareholders Meeting and Vote Casting

Board of Directors

Article 12. The board of directors shall operate the Company's business, under the supervision of the shareholders meeting and in accordance with the provisions of these Articles of Association. A director need not be a shareholder of the Company.

The Company's board of directors shall be elected or removed by the shareholders meeting and shall consist of not less than five (5) directors, but not more than eleven (11) directors. Not less than half (1/2) of all directors shall have residence in the Kingdom of Thailand. All of the Company's directors shall have the qualifications and shall not possess prohibited characteristics as prescribed by laws.

Article 13. The election of directors shall be made by a majority vote of the shareholders attending the meeting and eligible to vote, in accordance with the following criteria and procedures:

- (1) one shareholder shall have one vote for each share held;
- (2) if the number of persons nominated to be directors is not more than the number of directors required at that election, the shareholders meeting shall elect the nominated directors, and the directors so elected by a shareholder shall receive the votes according to the number of all shares held by such shareholder under (1). Such votes cannot be divided for allocation to anyone at any extent;
- (3) if the number of persons nominated to be directors is more than the number of directors required at that election, the voting method shall be made on a person-by-person basis. In casting votes, each person so elected by a shareholder shall receive the votes according to the number of all shares held by such shareholder under (1) and the shareholder may not split his/her votes to any person at any extent. Persons receiving the highest votes in a descending order will be elected as directors in proportion to the number of directors who shall be elected at that time. In case the number of persons, who are elected in descending order, and received equal votes, exceeds the number of directors required or who shall be elected at that time, the chairman shall have a casting vote.

Article 14. At every annual general meeting, one-third (1/3) of the number of the directors shall vacate the office. If the number is not a multiple of three, then the number nearest to one-third (1/3) shall retire from the office.

The retirement of directors during the first and second years following the registration of the Company shall be voluntary. If the number of volunteering directors is not sufficient, the remaining number shall be determined by drawing lots. In subsequent years, the director who has been in office for the longest term shall retire.

A retiring director is eligible for re-election.

Article 15. Directors shall be entitled to remuneration from the Company in the form of awards, meeting allowances, retirement pensions, bonuses or other benefits in other forms pursuant to the Company's Articles of Association or the approval of the shareholders meeting that may designate a fixed amount or prescribe rules, and which may be fixed from time to time or remain effective until further change. In addition, the directors may receive per diem and other welfare according to the Company's regulations.

Provisions in the first paragraph shall not affect the right of the Company's officer or employee, who has been elected as director, in receiving remuneration and other benefits as the Company's officer or employee.

Article 16. Apart from vacancy upon the expiry of his/her term of office, a director shall vacate the office upon:

- (1) death;
- (2) resignation;
- (3) lack of qualifications or subject to prohibition under the laws;
- (4) being removed by the resolution of shareholders meeting; or
- (5) being removed by the court order.

Article 20. Any director wishing to resign from office shall submit a resignation letter to the Company. The resignation shall be effective from the date on which the resignation letter reaches the Company.

The director who has resigned under the first paragraph may also notify the registrar of his/her resignation for acknowledgement.

Article 21. Subject to Article 20, in case of a vacancy in the board of directors for reasons other than the expiration of the director's term of office, the board of directors shall elect a person who has the qualifications and does not possess any prohibited characteristics under the laws as a replacement director at the next meeting of the board of directors, except in the case where the remaining term of office of such director is less than two (2) months. The replacement director shall hold the office only for the remaining term of the director whom he/she replaces.

The resolution of the board of directors under the first paragraph must be passed by a vote of not less than three-fourths (3/4) of the number of the remaining directors.

Shareholders Meeting

Article 32. The board of directors shall convene an annual general meeting of shareholders within four (4) months from the last day of the Company's fiscal year.

Shareholders meetings, other than those specified above, shall be called the extraordinary meeting. One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold may, by subscribing their names, makes a written request to the Board of Directors to call an extraordinary general meeting at any time, but the subjects and 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 (45) days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph two, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days as from the completion of such period. In this regard, the meeting shall be considered as the shareholders meeting called by the Board of Directors. The company shall be responsible for necessary expenses arising from such meeting and reasonably provides facilitation.

In case the quorum of the shareholders meeting called by the shareholders as prescribed under paragraph two is not formed according to Article 35, the shareholders as prescribed under paragraph three shall be collectively responsible to the company for expenses arising from such meeting.

Article 33. In summoning the shareholders meeting, the board of directors shall prepare a written notice of the meeting specifying the place, date, time, agenda of the meeting and the matters to be proposed to

the meeting together with reasonable details by explicitly indicating whether they are matters proposed for acknowledgement, for approval or for consideration, as the case may be, including the opinions of the board of directors on the said matters, and shall send the same to the shareholders and the registrar for their information no less than seven (7) days prior to the date of the meeting. The notice of the meeting shall also be published in a newspaper at least three (3) days prior to the date of the meeting for three (3) consecutive days. The shareholders meeting may be held at the location where the Company's head office is situated or other locations in Thailand as specified by the board of directors.

If the meeting does not finish considering the matters in the agenda or matters proposed by the shareholders, as the case may be, and the meeting must be adjourned, the shareholders shall set the place, date, and time of the next meeting. The board of directors shall send the notice of the meeting specifying the place, date, time, and agenda of the meeting to the shareholders no less than seven (7) days prior to the date of the meeting. The notice of the meeting shall also be published in a newspaper at least three (3) days prior to the date of the meeting.

Article 34. In the shareholders meeting, a shareholder may appoint any other person who is sui juris as his/her proxy to attend and vote at the meeting on his/her behalf. The proxy instrument shall be dated and signed by the shareholder giving proxy and shall be in the form so prescribed by the registrar.

If the proxy intends to vote at the meeting, the proxy instrument shall be delivered to the chairman or person(s) designated by the chairman at the place of the meeting before the proxy attends the meeting.

Article 35. In a shareholders meeting there shall be shareholders and proxies (if any) attending the meeting amounting to not less than twenty-five (25) persons or not less than half (1/2) of the total number of shareholders, holding in aggregate of not less than one-third (1/3) of the total number of shares sold, in order to constitute a quorum.

At any shareholders meeting, if one (1) hour has passed beyond the fixed time for the meeting and the number of shareholders present is inadequate to constitute a quorum as specified, and if such shareholders meeting was convened pursuant to a request of the shareholders, such meeting shall be cancelled. If such shareholders meeting was not convened pursuant to the request of the shareholders, the meeting shall be summoned once again and the notice summoning such meeting shall be delivered to shareholders not less than seven (7) days before the date of the meeting. In the subsequent meeting, a quorum is not required.

In the shareholders meeting, the chairman shall preside over the meeting. If the chairman is not present or unable to perform his/her duty, if there is a vice chairman, the vice chairman shall preside over the meeting. If there is no vice chairman or if the vice chairman is not present at the meeting or is unable to perform his/her duty, the meeting shall elect one shareholder who attends the meeting to preside over the meeting.

Article 36. In casting votes at the shareholders meeting, whether by show of hands or by secret ballots, one (1) share shall represent one (1) vote. Any shareholder who has special interests in any matter shall not be entitled to vote on such matter, except for the voting for election of directors. The resolution of the shareholders meeting shall comprise of the following votes:

(1) *in normal case, majority votes of the shareholders who attend the meeting and cast their votes. In case of a tie vote, the chairman of the meeting shall have a casting vote;*

(2) *in the determination of directors' remuneration, the votes of not less than two-thirds (2/3) of the total votes of the shareholders who attend the meeting;*

(3) *in the following cases, resolutions shall be passed by votes of not less than three-fourths (3/4) of the total votes of the shareholders who attend the meeting and are entitled to vote:*

(a) the sale or transfer of the whole or substantial part of the businesses of the Company to other persons;

(b) the purchase or acceptance of transfer of businesses of public limited companies or private limited companies to the Company;

(c) the making, amendment or termination of contracts relating to the leasing out of the whole or substantial part of the Company's business, the designation of any other persons to manage the Company's business, or the consolidation of the business with other persons with an objective towards profit and loss sharing;

(d) the addition to or amendment of the Company's Memorandum or Articles of Association;

(e) the increase of the Company's registered capital;

(f) the reduction of the Company's registered capital;

(g) the offer for sale of debentures to the public;

(h) the dissolution of the Company; and

(f) the amalgamation with another company.

Article 37. Transactions to be conducted at the annual general meeting shall consist of the following matters:

(1) acknowledging the board of directors' report proposed to the meeting for the result of operation of the Company during the preceding year and suggestions as to future business operation;

(2) considering and approving the balance sheets, and the profit and loss statement of the preceding fiscal year;

(3) considering the appropriation of profits, distribution of dividend and the appropriation of a reserve fund;

(4) considering the election of new directors in place of those who must retire on the expiration of their terms;

(5) considering the remuneration of directors;

(6) considering the appointment of an auditor and fixing his/her remuneration; and

(7) other businesses.

Article 38. In case the Company or its subsidiary, pursuant to the definition given under the law on securities and exchange, has entered into connected transactions or transactions regarding the acquisition or disposition of material assets of the Company in the manner as set out in the criteria prescribed under the law on securities and exchange, the Company shall also comply with the criteria and procedures as prescribed for such cases

Dividend and Reserve

Article 46. No dividend shall be paid otherwise than out of profits, which includes the retained earnings. If the Company still has an accumulated loss, no dividend shall be paid.

Unless it is the payment of interim dividend in accordance with the third paragraph, the payment of dividend must obtain approval from the shareholders meeting.

The board of directors may pay an interim dividend to the shareholders from time to time when the board of directors deems in accordance with the acceptable accounting principle that the profit of the Company

justifies such payment. After such payment has been made, it shall be reported for acknowledgement at the next shareholders meeting.

Payment of dividend shall be equally paid in accordance with the number of shares, except in the case of preferred shares (if any).

Where all shares in the Company have not yet been sold according to the number of shares registered or where the Company has already registered an increase of the capital, the Company may pay dividend, in whole or in part, by issuing new ordinary shares to the shareholders; provided that it has obtained the approval of the shareholders meeting.

The payment of dividend shall be made within one (1) month from the date the resolution was passed by the shareholders meeting or by the board of directors meeting, as the case may be. In this regard, the shareholders shall be notified in writing and the notice of such payment of dividend shall also be published in a newspaper for no less than three (3) days.

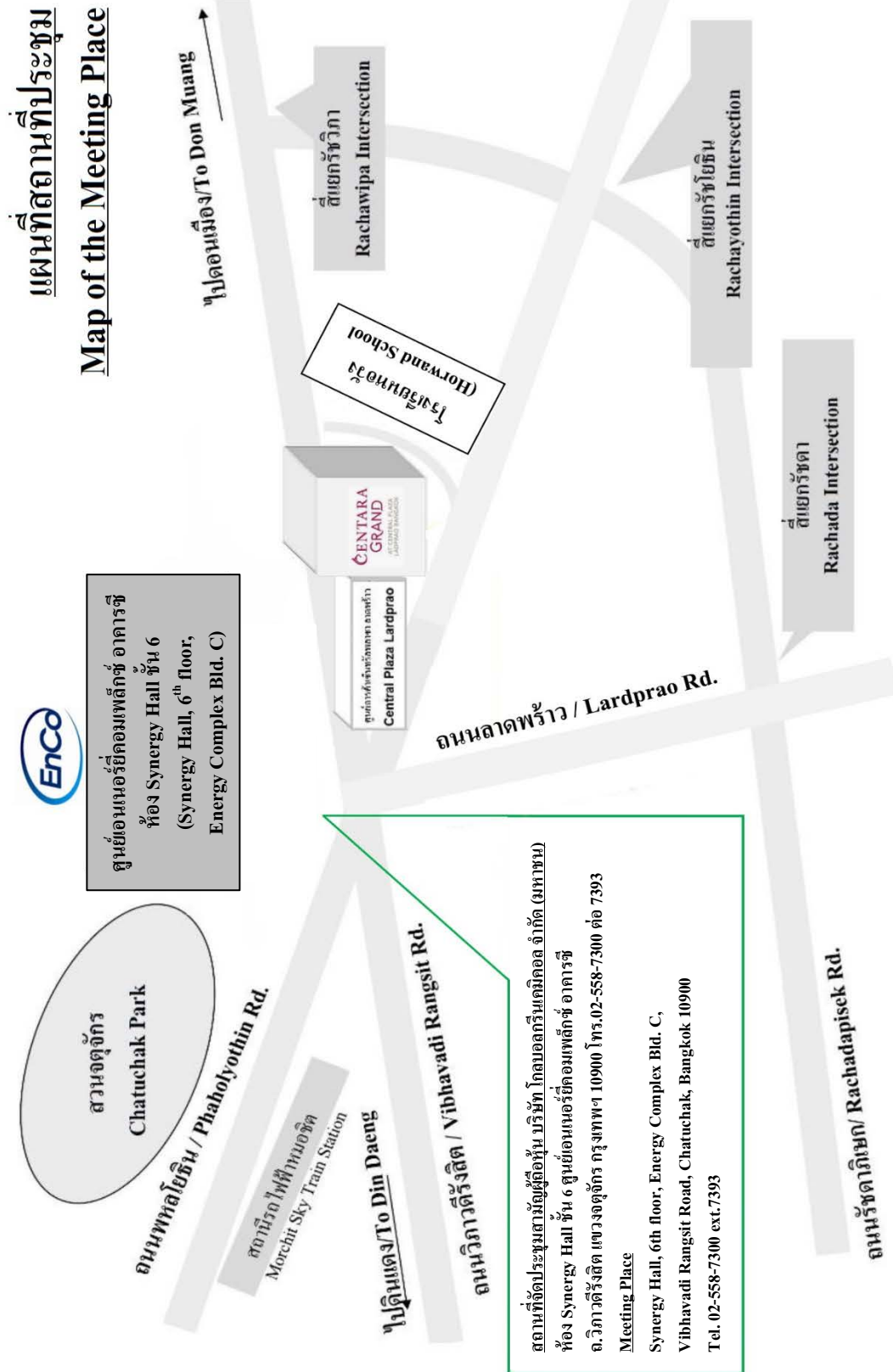
Request for The 2019 Annual Report and/or the 2019 Integrated Sustainability Report (Printed Version)

Dear Shareholders,

To Reduce the usage of paper, should the Shareholders require the printed version of 2019 Annual Report and/ or the 2019 Integrated Sustainability Report, please registered through QR Code attached herewith and The Company will send the reports to you upon your request.

Printed version of the 2019 Annual Report and the 2019 Integrated Sustainability Report will not be provided at the meeting in order to minimize personal direct contact in which may risk the infection of the disease.







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