

No. L002/2023

February 21, 2023

Subject: The 2023 Annual General Meeting (“AGM”), the Proposal Not to Pay Dividend, and Re-Election of the Retiring Directors for Another Term of their Directorships

**To: President
The Stock Exchange of Thailand**

The Board of Directors’ Meeting of Laguna Resorts & Hotels Public Company Limited (“Company”) No. 1/2023 held on February 21, 2023 resolved the following significant matters:

1. Agreed to propose in the AGM to certify the minutes of the 2022 Annual General Meeting.
2. Agreed to propose in the AGM to acknowledge the Company’s 2022 business operational report and to approve the Company’s audited financial statements for the year ended December 31, 2022 with the auditor’s report thereon.
3. Agreed to propose in the AGM to approve the proposal not to pay dividend for the year ended December 31, 2022
4. Agreed to propose in the AGM to re-elect all 3 retiring directors (namely Mr. Vudhiphol Suriyabhivadh, Mr. Stuart David Reading, and Ms. Ho Ren Yung) for another term of their directorships (three-year term), as recommended by the Nomination and Remuneration Committee.
5. Agreed to propose in the AGM to approve the remuneration for the directors who are members of the Board and Directors, the Audit, Risk and Corporate Governance Committee and the Nomination and Remuneration Committee as follows:



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Details of the Directors' Remuneration for the year 2023 are as follows:

Board of Directors

Position	Remuneration / Meeting / Person (Baht)				Spa & Gallery Vouchers / Year / Person (USD)			
	2023	2022	2021*	2020	2023**	2022	2021	2020
Chairman of the Board	262,000	262,000	223,000	262,000		-	-	-
Independent Director	175,000	175,000	149,000	175,000	USD10,500 (Approximately Baht 315,000)	USD2,000 (Approximately Baht 60,000)		
Non-Executive Director	175,000	175,000	149,000	175,000	USD10,500 (Approximately Baht 315,000)	USD2,000 (Approximately Baht 60,000)		
Director	115,000	115,000	98,000	115,000		-	-	-

**Audit, Risk and Corporate Governance Committee and
Nomination and Remuneration Committee**

Position	Remuneration / Meeting / Person (Baht)			
	2023	2022	2021*	2020
Chairman	87,000	87,000	74,000	87,000
Member	45,000	45,000	38,000	45,000

* 2021 fee by 15% voluntarily reduction from 2020 fees and are rounded up to the nearest thousand Baht.

** To align with the Spa/Gallery that senior executive obtained.

The proposed remuneration will be effective from January 1, 2023 and for each ensuing year, unless or until resolved otherwise by a general meeting of the shareholders of the Company.

6. Agreed to propose in the AGM to appoint Ms. Pimjai Manitkajohnkit, CPA No. 4521 and/or Ms. Sumana Punpongsonon, CPA No. 5872 and/or Mr. Chayapol Suppasertanon, CPA No. 3972 and/or Ms. Orawan Techawatanasirikul, CPA No. 4807 and/or Ms. Kirdsiri Kanjanaprakasit, CPA No. 6014 and/or Mrs. Gingkarn Atsawarangsalit, CPA No. 4496 and/or Mrs. Nummon Kerdmongkhonchai, CPA No. 8368 of EY Office Limited to be the Company's auditor for the year 2023 at the remuneration not exceeding Baht 600,000 per year.
7. Approved for the AGM to be held via teleconference through an online electronic application platform (E-AGM) at 14:30 hrs. on Friday, April 21, 2023.

The Board fixed the record date on which the shareholders are entitled to attend the AGM to be on Thursday, March 9, 2023.

8. Approved the following agenda for the 2023 AGM:
 1. To certify the minutes of the 2022 Annual General Meeting.
 2. To acknowledge the Company's 2022 business operational report and to approve the Company's audited financial statements for the year ended December 31, 2022 with the auditor's report thereon.
 3. To approve the proposal not to pay a dividend.
 4. Matters relating to directorships of the Company.
 - 4.1 To approve the election of directors to succeed those who will be retiring on completion of their terms.
 - 4.2 To approve the remuneration for the directors of the Board and Directors who are members of the Audit, Risk and Corporate Governance Committee and the Nomination and Remuneration Committee
 5. To approve the appointment of an auditor and determination of its remuneration for the year 2023.
 6. To consider any other appropriate business, if any

Please be informed accordingly.

Sincerely yours,

(Mr. Chatchai Chordokrak)
AVP - Head of Finance and Corporate Affairs