



SIAM FOOD PRODUCTS PUBLIC CO., LTD.

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Ref 020/2023

7 March 2023

Subject: Invitation to Extraordinary General Meeting of Shareholders No.1/2023

To: Shareholders
Siam Food Products Public Company Limited

Enclosures:

1. Copy of Minutes of Annual General Meeting of Shareholders No. Bor Mor Jor 31 for the year 2023
2. Form of Report on Delisting of Shares from being Listed Securities (F10-6)
3. Opinion of the Independent Directors on the delisting of shares of Siam Food Products Public Company Limited from being securities listed on the Stock Exchange of Thailand
4. Opinion of the Independent Financial Advisor regarding the Delisting of Securities of Siam Food Products Public Company Limited from the Stock Exchange of Thailand (in QR-Code format)
5. Additional information disclosure of the Company (Annual Registration Statement / Annual Report (Form 56-1 One Report)) as present (in QR-Code format)
6. Profiles of the Independent Director for Shareholders who wish to appoint an Independent Director as their Proxy
7. Company's Articles of Association relating to Extraordinary General Meeting of Shareholders
8. Guideline for attending Extraordinary General Meeting via Electronic Meeting (E-EGM) and proxy granting
9. Acceptance for the invitation via Electronic Meeting
10. Proxy Forms A. B. and C.

The Board of Directors of Siam Food Products Public Company Limited (the “**Company**”) has passed a resolution to convene Extraordinary General Meeting of Shareholders No.1/2023 on Friday, 24

March 2023 at 13.30 hours via Electronic Meeting (E-EGM) only, in accordance with the rules and procedures prescribed by the law relating to electronic meeting to consider the following agenda:

Agenda 1 To consider and approve the Minutes of Annual General Meeting of Shareholders No. Bor Mor Jor 31 for the year 2023.

Fact and Reason: The Company Secretary has prepared the Minutes of the Annual General Meeting of Shareholders No. Bor Mor Jor 31 for the year 2023 which was held on the 30 January 2023, and the Board of Directors has considered and opined as correct in accordance with the resolutions of the shareholders' meeting. Therefore, it is proposed to the Shareholders' Meeting to consider and approve the Minutes of the Annual General Meeting of the Shareholders No. Bor Mor Jor 31 for the year 2023 which was delivered to all shareholders along with the invitation letter meeting (Enclosure 1).

Board of Directors' opinion: It is deemed appropriate to propose the Shareholders' Meeting to certify the minutes of the aforementioned meeting.

Agenda 2 To acknowledge the opinions on the delisting of the Company's shares from being securities listed on the Stock Exchange of Thailand and offer of the tender offeror, as well as other related information.

Fact and Reason: As the Company has received a Tender Offer Letter for all of the Company's shares for the purpose of delisting of the Company's shares from being securities listed on the Stock Exchange of Thailand ("SET") on 13 February 2023 and notification of the adjustment of the offering price of the tender offer for all the shares of the Company on 15 February 2023 from Plantheon Company Limited ("**Plantheon**"), a major shareholder of the Company (as of 30 January 2023, Plantheon holds a total of 15,662,767 shares in the Company, representing 74.58 percent of the total issued shares of the Company). Plantheon has an intention to make a tender offer for all the shares of the Company, which are the remaining 5,337,233 shares, representing 25.42 percent, in order to delist the Company's shares from being the listed securities on the SET, at the offering price of THB 254.27 per share (based on the financial statements of the Company as of 31 December 2022). Plantheon will proceed to adjust the offering price to be in accordance with the net asset value of the Company according to the Company's latest financial statements, whichever is higher, which is a price not lower than the

highest price calculated using the criteria for determining the tender offer price for delisting of securities prescribed under the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended).

The Board of Directors No.2/2023 held on 14 February 2023 has considered and resolved to propose to Extraordinary General Meeting of Shareholders No.1/2023 to consider and approve the delisting of the Company's shares from being securities listed on SET, and approved by the Independent Directors who have no conflict of interest to appoint Jay Capital Advisory Company Limited to act as an Independent Financial Advisor of the Company and to provide opinions and clarify to the shareholders of the Company for consideration on the delisting of the Company's shares on SET.

In this regard, to comply with the regulations of the SET Re: Delisting of Securities B.E.2564 (2021) (as amended) which requires listed companies to submit opinions of the Independent Directors and the Independent Financial Advisor together with the invitation to the shareholders meeting, and require listed companies and Independent Financial Advisor to clarify (Presentation) to the Shareholders' Meeting to give opinions on the delisting of the Company's shares from being securities listed on SET and the offer of the tender offeror to general investors. The Company, therefore, submitted the opinion of the Independent Directors and the opinion of the Independent Financial Advisor together with the invitation to Extraordinary General Meeting of Shareholders No.1/2023 for shareholders' consideration (Enclosures No.3 and No.4), whereby the Company and the Independent Financial Advisor will clarify (Presentation) and provide opinions on the delisting of the Company's shares from being securities listed on SET as detailed above to the Shareholders' Meeting.

Board of Directors' opinion: It is deemed appropriate to propose to Extraordinary General Meeting of Shareholders No.1/2023 to acknowledge opinions on the delisting of the Company's shares from being securities listed on SET and Plantheon's offer, and other relevant information that the Company and Independent Financial Advisor will clarify to the shareholders on Extraordinary General Meeting of Shareholders No.1/2023.

Agenda 3 To consider and approve the delisting of shares of the Company from being securities listed on the Stock Exchange of Thailand, and the relevant delegation of authority.

Fact and Reason: As the Company has received a Tender Offer Letter for all of the Company's shares for the purpose of delisting of the Company's shares from being securities listed on the SET on 13 February 2023 and notification of the adjustment of the offering price of the tender offer for all the shares of the Company on 15 February 2023 from Plantheon, a major shareholder of the Company, representing 74.58 percent of the total issued shares of the Company. Plantheon has an intention to make a tender offer for all the shares of the Company at the offering price of THB 254.27 per share (based on the financial statements of the Company as of 31 December 2022), which is a price not lower than the highest price calculated using the criteria for determining the tender offer price for delisting of securities prescribed under TorChor. 12/2554.

In this regard, Plantheon will proceed with the tender offer in order to delist the Company's shares from being the listed securities on the SET after all of the following conditions are satisfied:

- (1) The shareholders' meeting of the Company has resolved to pass a resolution approving the delisting of the Company's shares from being securities listed on the SET with the votes not less than three-fourth of the total issued shares of the Company, and there are no objections from shareholders holding shares in an aggregate amount exceeding 10 percent of the total issued shares of the Company in accordance with the SET regulations on delisting of securities; and
- (2) The delisting of the Company's shares from being securities listed on the SET must be approved and/or waived by the relevant authorities, including the SET, financial institutions, and other contractual parties in the related agreements (if necessary).

In this regard, if Extraordinary General Meeting of Shareholders No. 1/2023 has resolved to approve the delisting of the Company's shares from being securities listed on SET, the Company must submit a reporting form for delisting of shares (F10 -7) to the SET and when such delisting is approved and/or waived from the SET and relevant authorities (if any), Plantheon will make a tender offer for all securities of the Company for the delisting of the Company's shares from being securities listed on SET as detailed above.

In this regard, shareholders can consider additional details regarding the delisting of the Company's shares from being securities listed on SET as follows:

- (1) Form of Report on Delisting of Shares from being Listed Securities (F10-6) (Enclosure 2);
- (2) Opinion of the Independent Directors regarding the Delisting of the Company's shares from the SET (Enclosure 3);
- (3) Opinion of the Independent Financial Advisor regarding the Delisting of Securities of the Company from being securities listed on the SET (Enclosure 4); and
- (4) Information disclosure of the Company (Annual Registration Statement / Annual Report 2022 (Form 56-1 One Report)) (Enclosure 5)

In addition, the Board of Directors (which does not include directors who have conflict of interests) has resolved to propose to the meeting to appoint Mr. Charnvit Subsanyakorn and/or persons designated by Mr. Charnvit Subsanyakorn to be authorized to determine the details and/or to undertake any acts relating to the delisting of the Company's shares from being the listed securities on the SET this time, as well as any of the following acts in order to make the transaction more convenient and flexible, and for the best interests of the Company:

- (1) To determine, amend, add, or change the details, to sign the documents and/or agreements pertaining to delisting of the Company's shares from being securities listed on the SET;
- (2) To contact, coordinate, seek permissions, seek waivers, file any documents, and undertake any acts with the relevant agencies with supervisory power or any agencies as required by law, including the SET or the Securities and Exchange Commission, or financial institutions, and any person or organization related and necessary to delisting of securities, as well as to undertake any acts in accordance with the criteria, conditions, and details of the law and relevant regulations, along with opinions or guidelines of such agencies;
- (3) To enter into, sign, amend, make changes in documents related and necessary to make tender offer for delisting of the Company's shares from being securities listed on the SET; and
- (4) To undertake any acts relevant to and/or in connection with delisting of the Company's shares from being securities listed on the SET.

Board of Directors' opinion: Board of Directors (which does not include directors who have conflict of interests) has considered and approved to propose to Extraordinary General Meeting of Shareholders No.1/2023 to consider and approve the delisting of the Company's shares from being securities listed on SET according to the aforementioned facts and reasons, and the authorization as detailed above.

Agenda 4 Considering other businesses (if any).

In this regard, the Company has scheduled the record date to determine the list of shareholders eligible to attend Extraordinary General Meeting of Shareholders No.1/2023 on 28 February 2023.

We cordially invite all shareholders of the Company to attend Extraordinary General Meeting of Shareholders No.1/2023 on Friday, 24 March 2023 at 13:30. The meeting will be held via Electronic Meeting (E-EGM) only, in accordance with the rules and procedures prescribed by law relating to electronic meeting. In this regard, if the shareholders intend to attend the E-EGM, the shareholders or their proxies shall send the registration form for attending the E-EGM and identification documents as detailed in the notice to the meeting (Enclosure 8 and 9) to the Company within 21 March 2023. Once the Company has verified the name of the shareholders on the record date for the eligibility to attend Extraordinary General Meeting of Shareholders No.1/2023, the link and the manual for access to the E-EGM will be sent to the shareholders by OJ International Company Limited, the service provider, via the e-mail that has been given to the Company. If the shareholders are inconvenient to attend the E-EGM, the shareholders can appoint the Independent Director of the Company to attend the E-EGM on their behalf, details and procedures as specified in Enclosure 8

Please be informed accordingly.

Yours faithfully,



(Mr. Charnvit Subsanyakorn)

President

(Translation)

Minutes of shareholders Annual General Meeting for the year 2023

Conducted Through Electronic Means (E-AGM) Of

Siam Food Products Public Company Limited

No. BorMor Jor. 31

Meeting date and time:

The meeting was convened on Monday 30 January 2023, at 13.30 hours. The Shareholders' Meeting will be held via electronic meeting (E-AGM) through live broadcasting from Sathorn Room, M Floor, 1 Empire Tower, South Sathorn Rd., Yannawa, Sathorn, Bangkok.

Mr. Thien Mekanontchai, Chairman of the Board of Directors, acted as Chairman of the meeting,

Ms. Pornpun Premratanachai notified all participants there were 37 shareholders, both in person and by proxy, holding a total of 17,260,760 shares, representing 82.1941% of the Company's total paid-up shares, exceeding one-third of the total 21 million shares sold as well as there were at least 25 persons attending the meeting, which was forming a quorum in accordance with Article 35 of the Company's Articles of Association.

There were 1 shareholder attending the meeting representing 100 shares and 36 proxies representing 17,260,660 shares.

Mr. Thien Mekanontchai, Chairman of the Board of Directors Please note that when the number of attendees completes a quorum according to the Company's Articles of Association Therefore, the Chairman declared the meeting convened and assign Ms. Pornpun Premratanachai, Company Secretary, was requested to be the conductor of the 2023 Annual General Meeting to introducing the attending directors and executives including explain the meeting procedure and voting at this time.

Prior to the meeting started, Ms. Pornpun Premratanachai introduced to the participants the company directors, executives, auditors from KPMG Phoomchai Audit Co., Ltd. and Frasers Property Industrial (Thailand) Co., Ltd. as follows: -

Directors attending the Meeting in person:

1. Mr. Thien Mekanontchai Chairman of the Board of Directors
2. Mr. Prasit Kovilaikool Independent director, Chairman of Audit Committee and Chairman of the Remuneration and Nominating Committee
3. Mr. Siripol Yodmuangcharoen Director, Vice Chairman of Executive Committee No.2 and Chairman of the Sustainability and Risk Management Committee
4. Mr. Ananta Dalodom Independent director
Chairman of the Corporate Governance Committee and Director of the Remuneration and Nominating Committee
5. Mrs. Nidda Theerawatanachai Director and Executive of Director
6. Mr. Charnvit Subsanyakorn Director, Executive of Director
Director of the Sustainability and Risk Management Committee and President

Directors attending the Meeting through ZOOM program:

7. Mr. Prasert Maekwatana Vice Chairman of Board of Directors No.1
Vice Chairman of Executive Committee No.1 and Director of the Remuneration and Nominating Committee
8. Mr. Sithichai Chaikriangkrai Vice Chairman of Board of Directors No.2
Vice Chairman of Executive Committee No.3 and Director of the Remuneration and Nominating Committee
9. Mr. Chai Jroongtanapibarn Independent director, Director of the Audit Committee and Director of the Sustainability and Risk Management Committee

- | | |
|-------------------------------------|---|
| 10. Police General Krisna Polananta | Independent director, Director of the Audit Committee and
Director of the Corporate Governance Committee |
| 11. Mr. Chotiphat Bijananda | Director, Chairman of Executive of Director and Director
of the Corporate Governance Committee |

The company presently has 11 directors and they were 100% in attendance at the meeting.

Attending executives: -

- | | |
|--------------------------------|---|
| 1. Mr. Kiartisak Lertsiriamorn | Senior Executive Vice President of Finance and Accounting
Acting Senior Executive Vice President of Industrial Estate
and Property Management Project |
| 2. Mr. Suwicha Boonsupa | Senior Executive Vice President Pineapple Business and
agro-industrial |
| 3. Ms. Sutiporn Rungsisirikul | Consultant |
| 4. Mr. KumponChayasunthorn | Consultant |
| 5. Ms. Tanaporn Nuntawowart | Senior Vice President of Finance and Accounting |
| 6. Mr. Pakpoom Termpongpisit | Senior Vice President of Marketing |
| 7. Ms. Jirapa Phayakka | Assistant Vice President of Accounting and Finance |
| 8. Ms. Pornpun Premratanachai | Company Secretary |

Auditors and representatives from KPMG Phoomchai Audit Co., Ltd.

1. Ms. Nittaya Chetchotiros
2. Mr. Ekkasit Chuthamsatid
3. Ms. Sukanya Rodkroh
4. Ms. WanthakarnChokchadchawankul

Frasers Property Industrial (Thailand) Co., Ltd.

1. Mr. Songyoot Kitcharayothin
2. Mr. Suthee Wongkolthoot

Ms. Pornpun Premratanachai, Company Secretary, explained the meeting procedures and voting methods as follows:-

1. The Annual General Meeting of the Shareholders No Bor Mor Jor 31 for the year 2023 will be held via to electronic meeting (E-AGM) in accordance with criteria specified in the laws on electronic meeting, as details in the notice to the meeting which already been sent to the shareholders by announcement via the SET and the company's website.

2. The company has delivered the link and the E-AGM manual to the shareholders or proxies for access to the E-AGM on 25 January 2023 in advance of the meeting.

3. The shareholders attending the meeting could view the presentation via live broadcast throughout the meeting. In the event that the shareholders, who already voted in advance in the proxy form, authorizes an independent director or the proxy holder. The company would record the voting score from the shareholders' vote. You would not be able to click to vote again.

4. The company has given the opportunity to the minority shareholders to propose agenda items for the 2023 Annual General Meeting of Shareholders in advance between 15 September 2022 to 15 November 2022 by announcement via the SET and company's website by specifying criteria and the process of proposing on determining the qualifications of the person entitled to propose, form and the method to propose as well as a complete procedure for consideration. The date was due in the schedule to accept the meeting agenda, there was no shareholder proposing the agenda and the names to be directors at this meeting.

5. The meeting detail and vote are summarized as follows: -

5.1 The meeting had 8 agenda as presented in the invitation letter.

5.2 In the voting score, the voting right is one share to one vote according to the Articles of Association item 33.

6. The shareholder was able to vote their each agenda by selecting for approval, disapproval or abstentions. To click the menu to vote in the system during the period that the casting of vote was opened for each agenda. The Company would provide sufficient time for vote casting.

7. For the voting in Agenda No. 5 regarding the election of substitute director for the resigning director, in order to be consistent with good governance principles of the Stock Exchange of Thailand. It is requested that the meeting consider the election on a person-by-person basis by using the voting procedure as stated.

For the shareholder or the proxy did not make any mark, it would be considered as a vote of approval.

8. The resolution of the meeting shall be in accordance with the laws and regulations of the company with details as follows

- Agenda No. 1, Agenda No. 3, Agenda No. 4, Agenda No. 5 and Agenda No. 7 must be granted approval from the shareholders' meeting with the majority votes of the attending shareholders being eligible for voting.

- Agenda No. 6, the approval for the compensation of the Board of Directors in the year 2023, must be granted approval from the shareholders' meeting with not less than two-thirds of the total votes of the attending shareholders.

- Agenda No. 2 was to acknowledged agenda, no required resolution

9. The company would announce a summary of the voting results after each agenda was over.

10. Prior to the voting on each agenda, the company would give shareholders an opportunity to ask questions and express their opinions concerning such agenda. The shareholders or proxies who required to asked questions or express their opinions should type the questions or expression through the chat-box in the system.

11. To be in accordance with the Personal Data Protection Act B.E.2562 and the Notification of Personal Data Protection of the Company, names and surnames of shareholders and attorneys-in-fact who inquired and expressed their opinions shall appear in the Minutes of the Meeting and there will be video recording throughout the Meeting. In case, any shareholder or attorney-in-fact intends not to specify the name and surname in the Minutes of the Meeting, please notify the same to the Company while typing questions in the chat room.

In addition, to ensure that the vote count was transparent, the company invited Ms. WanthakarnChokchadchawankul, the witness auditor for counting of votes.

Once the shareholders were informed the meeting process already, the meeting would follow the agenda as follows:-

Agenda 1 **To consider and approve the Minutes of the Annual General Meeting of Shareholders No. BorMor Jor 30 for the year 2022 held on 25 January, 2022**

Ms. Pornpun Premratanachai proposed the meeting to consider and approve the minutes of the Annual General Meeting of Shareholders No. BorMor Jor 30 for the year 2022 held on 25 January, 2022 according to the details in the documents delivered to all shareholders with the invitation letter from page 8-23, total 16 pages.

The Meeting has considered and had unanimously approve the minutes of the Annual General Meeting of Shareholders No. Bor Mor Jor 30 for the year 2022 based on following votes: -

Agreed	total	18,282,261	votes or	100%
Disagreed	total	-	votes or	-
Abstained	total	-	votes	
Voided	total	-	votes	

of the total votes of shareholders attending the meeting and exercised their votes.

Remark: In this agenda, there are additional shareholders and proxies attending the meeting from the beginning of the meeting, 2 persons, totaling 1,021,501 votes

Agenda 2 **To acknowledge the Company's operational results for the year ended September 30, 2022**

Ms. Pornpun Premratanachai asked Mr. Charnvit Subsanyakorn, President to report the results of the Company's operations for the year ended September 30, 2022.

Mr. Charnvit Subsanyakorn reported that the Company's operational results for the year ended September 30, 2022 had the essence of the changes and results of operations as compared to last year. The details are as follow:

Unit: Million Baht

	Consolidated Income Statement		
	2022	2021	Increase (decrease)
Statement of comprehensive income			
Revenue from sale	3,337.87	2,605.18	732.69
Total Revenues	3,379.15	2,653.70	725.46
Total expenses	3,202.72	2,618.47	584.25
Operating profit(loss)	125.05	38.14	86.91
Share of profit form Associated company	64.62	49.99	14.63
Net Profit (loss)	189.67	88.13	101.54

In 2022, the quantity of production has increased by approximately 10-15% from those in 2021 due to the increasing price of pineapple since late 2020. As a result, farmers have grown more pineapple. In addition the COVID-19 situation has started to recover. The Company managed its employees to receive vaccination by 90% until workers had herd immunity. Therefore, the factory was able to produce at the full production capacity in accordance with the increasing quantity of pineapple from farmers. Meanwhile, the Russian-Ukrainian War had impact on the main production cost of the Company such as iron used for making of cans, fertilizers and the increasing price of energy. However, with the increasing quantity of production, the factory was able to properly control the unit production costs and had profits in 2022.

The Company has determined its operational strategies with an aim to have good operating result and to make profits and to provide returns on investment to shareholders, and has operated its business under the principle of corporate governance. The Company has determined the anti-corruption policy in writing and has operated its work with transparency and responsibilities for communities, society and the environment. As a result, in 2022, the Company was conferred with the Sustainable Disclosure Acknowledgment Award from Thaipat Institute.

In 2022, the Company has restructured its pineapple business; whereas, Siam Food (2513) Co., Ltd. “SF (2513)”, its subsidiary, was the manufacturer and distributor of canned pineapple products, etc., in lieu of the Company and Quality Pineapple Products Co., Ltd., “QPP”, its subsidiary since 1st January 2022 and 1st August 2022, respectively. Meanwhile, the Company was still operating its business of leasing of assets, land, buildings and equipment to “SF (2513)” for use in the pineapple business operation. The Company has co-invested by establishing Eastern Industrial Estate (Rayong) Co., Ltd., holding 40% of the total shares, for land

development as industrial estate. Since the situation and directions of land development of the Company was not clear, therefore, the Company hired Frasers Property Industrial (Thailand) Co., Ltd., as its consultant to study and make plan for project development. The Meeting invited Mr. Songyoot Kitcharayothin, the consultant from Frasers Property Industrial (Thailand) Co., Ltd., to report the progress of the industrial estate development project to the Meeting for acknowledgment.

Mr. Songyoot Kitcharayothin, the consultant from Frasers Property Industrial (Thailand) Co., Ltd., has reported the progress of the industrial estate development project in the previous year, as follows:

1. Feasibility Study of the Project. At present, the Project is studying the in-depth data and the changing market trends from COVID-19 situation and the Russian-Ukrainian War which affected the project development.
2. Integration with external agencies relating to the industrial estate development such as the Office of the Board of Investment (BOI), the Industrial Estate Authority of Thailand (IEAT) and the Department of Public Works and Town and Country Planning to prepare the readiness and to reduce risks in the future.
3. The suitability of design of project plans is being considered for Phase 1 of the development in response to the investment in the future.
4. The Company is preparing its readiness by means of restructuring in the previous year for flexibility and suitability of its business operation.

However, the industrial estate development project is a mega project with long period of operation and requiring a lot of investments. Therefore, the Company shall take further consideration of the conformity and suitability to the market situations for its effective operation.

Mr. Charnvit Subsanyakorn reported in conclusion that, according to the primary report of the consultant, it was obvious that the industrial estate development project is a mega project requiring a lot of investments. In addition, the internal and external economic, social and political condition of the country has uncertainty, geopolitical problem and global inflation resulting from the Russian-Ukrainian War and COVID-19 situation. As a result, it will be more difficult to predict the investment. Therefore, the Management must be very careful in the operation thereof.

Miss Jurirat Chamnankit, the proxy, inquired about causes of improvement of the operating result in 2022 and about trends of the pineapple business in 2023.

Mr. Charnvit Subsanyakorn clarified that, in 2022, the operating result has improved due to the main cause of increasing production capacity in conformity with the increasing quantity of factory pineapple in 2022. As a result, the Company was able to properly control the cost of production and factory expenses. In

addition, the Company had the increasing incomes from sale resulting from the increasing sale volumes, and the depreciation of Thai Baht; as a result, the Company's operating result has improved.

Regarding the trends of pineapple business in 2023, which is a continuing year from 2022, it was predicted that the operating result in Quarter 1/2023 (October-December 2022) will be satisfactory from the sale prices which will be continuously high and the moderate cost of raw materials. However, according to the occurrence of the La Nina Phenomenon in late 2022, causing cold weather and heavy rain, and it is predicted that in 2023, the El Nino Phenomenon will occur, causing drought and the decreasing quantity of pineapple. Consequently, prices of pineapple and the cost of production will increase. In addition, the fluctuation of exchange rates will have direct impacts on the Company's operating result. Therefore, the Company must closely monitor the situations.

The Meeting acknowledged as proposed.

Agenda 3 To consider and approve the Statement of Financial Position and Income Statements for the year ended September 30, 2022.

Ms. Pornpun Premratanachai invited Ms. Tanaporn Nuntawowart Senior Vice President of Finance and Accounting to report the Statement of Financial Position and Income Statements for the year ended September 30, 2022.

Ms. Tanaporn Nuntawowart reported that the Financial Statements for the year ended September 30, 2022 was presented in the annual report (QR Code) as detailed in the Management Discussion and Analysis "MD&A" section on page 69-72 and annual financial statement for the year 2022 on pages 131-214 and compared the company's performance in year 2021 as audited by the certified auditor follows:

Unit: Million Baht

	2022	2021
Total Assets	2,313.83	2,003.87
Total Liabilities	580.63	450.38
Shareholders' Equity	1,733.20	1,553.49
Net Profit/(loss)	189.67	88.13

Total Assets increased by Baht 309.95 million on 30 September 2021, due to the fact that Account receivable and Inventories increased. This is mainly from the increasing of revenue from sales volume and the production.

Total liabilities increased by Baht 130.24 million from September 30, 2021, mainly due to an increase in short-term loans from financial institutions and trade payables that increase according to the production volume.

The statements of financial position and Income Statements for the year ended September 30, 2022 have been audited by the auditor and reviewed and approved by the Audit Committee. The Board of Directors recommend that the Annual General Meeting should approve the statement of financial position and Income Statements for year ended September 30, 2022.

Ms. Pornpun Premratanachai invited the shareholders to ask questions about the operational results and financial position of the company.

Since there were no other questions from any shareholder, thus Ms. Pornpun Premratanachai requested the Meeting to consider approving the Statement of Financial Position and Income Statements for the year ended September 30, 2022.

The Meeting has unanimously approved the Statement of Financial Position and Income Statements for the year ended September 30, 2022 as proposed based on following votes: -

Agreed	total	18,282,261	votes or	100%
Disagreed	total	-	votes or	-
Abstained	total	-	votes	
Voided	total	-	votes	

of the total votes of shareholders attending the meeting and exercised their votes.

Agenda 4 Consideration to approve the appropriation of net profit for the year ended September 30, 2022, legal reserve and the omission of dividend payment

Ms. Pornpun Premratanachai invited Ms. Tanaporn Nuntawowart Senior Vice President of Finance and Accounting to report the allocation of net profit for the year 2022, legal reserve and dividend payment.

Ms. Tanaporn Nuntawowart reported that the Company had a legal reserve of Baht 30 million, which is 10 percent of the registered capital of Baht 300 million. Resulting from the overall business operation and financial status, the company has a net profit for the year ended September 30, 2022 of Baht 189.67 million or 9.03 Baht per share.

The Company needed to spend its working capital on the operation. Therefore, in the Board of Directors' Meeting No.1/2023 convened on 29th November 2022, the Meeting passed its resolution to propose the matter to the Ordinary Meeting of Shareholders in 2023 for consideration and approval of cancellation of dividend payment from the 2022 operating results ended on 30th September 2022.

Ms. Pornpun Premratanachai invited the shareholders to ask questions about the appropriation of net profit for the year ended September 30, 2022.

Ms. Suratchada Kloytamwong, a shareholder, inquired about the reason of cancellation of dividend payment despite having profits this year.

Ms. Tanaporn Nuntawowart clarified that, in 2023, the Company has restructured its business. Therefore, the Company needed to spend the working capital in its operation, particularly in the industrial estate development project. According to the trends of pineapple business in 2023, there are fluctuations and challenges, therefore, the Company needed to spend the working capital in its business operation.

There were no more questions. Ms. Pornpun Premratanachai asked the meeting to consider and approve the appropriation of net profit for the year ended September 30, 2022, legal reserve and dividend payment.

The meeting approved the omission of dividend payment from the operating results for the year 2022 ending 30 September 2022 due to operation losses.

The Legal Reserve of Baht 30 million meets the minimum 10 % of registered capital Baht 300 million as required by law. No additional amount is required. The meeting has unanimously approved this agenda as follows:

Agreed	total	18,282,261	votes or	100%
Disagreed	total	-	votes or	-
Abstained	total	-	votes	
Voided	total	-	votes	

of the total votes of shareholders attending the meeting and exercised their votes.

Agenda 5 Consideration to elect directors in replacement of directors who resigned by rotation.

Ms. Pornpun Premratanachai reported that in order to comply with the principles of good corporate governance of the company and to allow shareholders to vote independently, no proposed instruction has been offered, rejection, leaving the conference room.

The Chairman of the Board of Directors has assigned Mr. Prasert Mekwatana, Vice Chairman of Board of Directors No.1, as the Chairman of the Meeting while leaving the Meeting Room.

Mr. Prasert Maekwatana, the Chairman of the Meeting, requested Ms. Pornpun Premratanachai, the Company Secretary, to report to the Meeting with details of election of directors to replace directors who must be retired by rotation.

Ms. Pornpun Premratanachai reported that in this pursuant to the Articles of Association of the Company, article 14 stipulated that one-third of total directors shall resign by rotation at the Annual General Meeting of Shareholders. In this Meeting, there were 4 persons to resign as follows: -

- | | |
|------------------------------------|---|
| 1. Mr. Thien Mekanontchai | Chairman of the Board of Directors |
| 2. Mr. Ananta Dalodom | Independent director
Chairman of the Corporate Governance
Committee and Director of the
Remuneration and Nominating
Committee |
| 3. Police General Krisna Polananta | Independent director, Director of the Audit
Committee and Director of the Corporate
Governance Committee |
| 4. Mr. Charnvit Subsanyakorn | Director, Executive of Director
Director of the Sustainability and Risk
Management Committee and President |

The company has announced on company's website inviting the shareholders to nominate a list of person whom considered as qualified for the selection including also proposed all agendas in advance since 15 September 2022 to 15 November 2022 but there were neither names nor agenda proposed to the company.

The Remuneration and Nominating committee informed that all those 4 resigned directors were knowledgeable and capable, benefited the company management. The committee therefore proposed those 4 directors for re-election as directors and sub committees of the Company for a further term. The history and working experience of each director was shown in the Invitation Letter page 25-31 as delivered to the shareholders.

As previously informed to the shareholders that to comply with good governance principles, in this agenda, all shareholders were requested to vote to elect each director by the voting card whether agreed, disagreed or abstained by requesting to start voting for the election of each directors whose names are listed in order as follows: 1) Mr. Thien Mekanontchai, 2) Mr. Ananta Dalodom, 3) Police General Krisna Polananta and 4) Mr. Charnvit Subsanyakorn

The meeting has considered and had a unanimous resolution approving the election of the 4 retiring directors and sub committees to be re-elected as directors for another term individually as proposed with the following votes.

5.1 Mr. Thien Mekanontchai

Agreed	total	18,282,261	votes or	100%
Disagreed	total	-	votes or	-
Abstained	total	-	votes	
Voided	total	-	votes	

of the total votes of shareholders attending the meeting and exercised their votes.

5.2 Mr. Ananta Dalodom

Agreed	total	18,282,161	votes or	99.9995%
Disagreed	total	100	votes or	0.0005%
Abstained	total	-	votes	
Voided	total	-	votes	

of the total votes of shareholders attending the meeting and exercised their votes.

5.3 Police General Krisna Polananta

Agreed	total	18,282,161	votes or	99.9995%
Disagreed	total	100	votes or	0.0005%
Abstained	total	-	votes	
Voided	total	-	votes	

of the total votes of shareholders attending the meeting and exercised their votes.

5.4 Mr. Charnvit Subsanyakorn

Agreed	total	18,282,261	votes or	100%
Disagreed	total	-	votes or	-
Abstained	total	-	votes	
Voided	total	-	votes	

of the total votes of shareholders attending the meeting and exercised their votes.

Mr. Prasert Maekwatana, the Chairman of the Meeting, requested the officer to invite the Chairman of the Board of Directors and directors who have been retired by rotation to re-attend the Meeting both in the Meeting Room and through the online system.

Mr. Thien Mekanontchai has been invited to act as the Chairman of the next Annual Ordinary Meeting of Shareholders.

Agenda 6 To consider approving the remuneration for directors for the year 2023.

Ms. Pornpun Premratanachai asked Mr. Prasit Kovilaikool Independent director, Chairman of Audit Committee and Chairman of the Remuneration and Nominating Committee, to report this agenda to the meeting.

Mr. Prasit Kovilaikool reported that the Board of Directors and the Remuneration and Nominating Committee have considered the directors' remuneration has considered to the responsibilities of the directors and the company's performance as well as comparing with companies listed on the SET which are in the same industry, by adjusting the remuneration rate of the Chairman of the Board of Directors and Audit Committee, the other positions remained the same rate. Details are as follows:

Remuneration	2023		2022	
	(year of proposal)			
	(THB/ Person/Month)	(THB/ Person/Time)	(THB/ Person/Month)	(THB/ Person/Time)
1. Meeting allowance (monthly)				
1.1 Chairman of the Board of Directors	120,000	-	120,000	-
1.2 Vice Chairman of the Board of Directors	45,000	-	45,000	-
1.3 Director	30,000	-	30,000	-
2. Meeting allowance (time)				
2.1 Chairman of Executive Director	70,000	-	70,000	-
2.2 Chairman of the Audit Committee	30,000	-	30,000	-
2.3 Director of the Audit Committee	10,000	-	10,000	-
2.4 Chairman of the Corporate Governance Committee	-	10,000	-	10,000
2.5 Chairman of the Sustainability and Risk Management Committee	-	10,000	-	10,000
2.6 Chairman of the Remuneration and Nominating Committee	-	10,000	-	10,000
2.7 Director of the Corporate Governance Committee	-	7,500	-	7,500
2.8 Director of the Sustainability and Risk Management Committee	-	7,500	-	7,500
2.9 Director of the Remuneration and Nominating Committee	-	7,500	-	7,500

Therefore, it was deemed appropriate to propose that the shareholders' meeting consider and approve the total remuneration of all directors (Only non-executive directors who receive the Company's salary) for the year 2023 in total amount not exceeding Baht 15 million. It was equal to 2022, and consider omitting the payment of bonuses to the company's directors for the year 2022. In 2022. The Company paid directors' remuneration totaling 6,730,000 baht, which is in the amount of Baht 15 million, approved by the 2022 shareholders' meeting.

The meeting approved to pay a Director's fee and other benefits for the year 2023 should be paid totally not excess Baht 15 million same as the previous year. The meeting has unanimously approved this agenda as follows:

Agreed	total	18,282,261	votes or	100%
Disagreed	total	-	votes or	-
Abstained	total	-	votes or	-
Voided	total	-	votes or	-

of the total votes of shareholders attending the meeting.

Agenda 7 To consider and appoint the auditor(s) and fix the auditing fee for the year 2023

Ms. Pornpun Premratanachai asked Ms. Tanaporn Nuntawowart Senior Vice President of Finance and Accounting to report this agenda to the meeting.

Ms. Tanaporn Nuntawowart reported that the audit committee has considered the credibility, knowledge, ability and auditing fee for 15 years which the auditors from KPMG Phoomchai Audit Co., Ltd. has performed good services. It was thus appropriate to propose the Meeting to appoint KPMG Phoomchai Audit Co., Ltd. as auditor of the Company whereby one among the following was authorized to audit and sign to certify the financial statements of the Company for the accounting fiscal year 2023 as follows: -

- Mr. Ekkasit Chuthamsatid CPA No. 4195
- Ms. Nittaya Chetchotiros CPA No. 4439
- Ms. Kanokorn Phooriphanyawanit CPA No. 10512
- Ms. Wanthakarn Chokchadchawankul CPA No. 10767

In addition to propose the auditor's remuneration including the audit fee for the financial statements for 3 quarters for the fiscal year ending 30 September 2023, totalled amount not exceeding 1,030,000 baht, increased 30,000 baht from the previous year, excluding travel expenses, photocopying fee and other audit related expenses.

The meeting has considered and had a unanimous resolution approving to appoint Mr. Ekkasit Chuthamsatid CPA No. 4195 or Ms. Nittaya Chetchotiros CPA No. 4439 or Ms. Kanokorn Phooriphanyawanit CPA No. 10512 or Ms. Wanthakarn Chokchadchawankul CPA No. 10767 of KPMG Phoomchai Audit Limited to be the Auditor of Siam Food Products Public Company Limited for the fiscal year

ended September 30, 2023 and 3 quarters audit with the total audit fee of 1,030,000 baht an increase by Bath 30,000 from the previous year. The fee does not include out of pocket expenses such as traveling, copy and other expenses relating to the audit. The meeting has unanimously approved this agenda as follows:

Agreed	total	18,282,261	votes or	100%
Disagreed	total	-	votes or	-
Abstained	total	-	votes	
Voided	total	-	votes	

of total votes of shareholders attended and voted in the Meeting.

Agenda 8 Others

None

The Chairman invited the shareholders to raise additional questions.

Since there were no other matters to be proposed to the meeting. The Chairman thanked all shareholders for attending the meeting

The meeting was adjourned at 14.45 hours.

(Mr. Thien Mekanontchai)

Chairman

(Ms. Pornpun Premratanachai)

Company Secretary

(Translation)

(F10-6) (After the resolutions passed by the Board of Directors' meeting)

**Form of Report on Delisting of Shares
from being Listed Securities (as amended)**

Siam Food Products Public Company Limited

15 February 2023

Dear The President

The Stock Exchange of Thailand

The Board of Directors' Meeting of Siam Food Products Public Company Limited (the "Company") No. 2/2023, held on 14 February 2023, resolved to propose to the Shareholders' Meeting of the Company to consider and approve the delisting of the Company's shares from being securities listed on the Stock Exchange of Thailand. The details are as followed:

1. Type of Securities of the Company

1.1 Ordinary Shares / Preference Shares

1.1.1 Ordinary Shares

In the amount of 21,000,000 shares at the par value of THB 10.00 each, totaling THB 210,000,000.

Preference Shares

- None -

1.1.2 Becoming listed securities on the Stock Exchange of Thailand from 17 July 1985.

1.1.3 The latest trading price: THB 238.00 per share on 15 February 2023.

1.2 Debentures and Convertible Debentures

- None -

1.3 Warrants

- None -

1.4 Other types of securities (Please specify)

- None -

2. Schedule for a presentation to provide opinion and suggestions concerning the delisting of shares

The Company will arrange for the independent financial advisor of the Company to conduct presentation to provide suggestions and opinions on the delisting of the Company's shares from being securities listed on the Stock Exchange of Thailand (the "SET") and propose to the Shareholders' Meeting to consider and approve at Extraordinary General Meeting of Shareholders No. 1/2023, according to the conditions under the Regulations of the Stock Exchange of Thailand Re: Delisting of Securities.

3. Date of Shareholders' Meeting to approve the delisting of shares from being listed securities

The Extraordinary General Meeting of Shareholders no. 1/2023 will be held via Electronic Means only in accordance with the rules and procedures prescribed by law relating to electronic meeting on 24 March 2023 at 13.30 whereby:

the list of shareholders who are entitled to attend the Shareholders' Meeting (Record Date) will be determined on 28 February 2023.

the Book-closing date for determining shareholders who are entitled to attend the Meeting is from until the end of the Meeting.

4. Reasons and facts concerning the delisting of shares from being listed securities

On 13 February 2023, the Company has received the Tender Offer Letter for delisting the shares of the Company from being securities listed on the SET from Plantheon Company Limited ("Plantheon") which is the Company's major shareholder, holding the total number of 15,662,767 shares, as of 30 January 2023, representing 74.58 percent of the

Company's total issued shares. Plantheon has an intention to delist the Company's shares from being securities listed on the SET for the following reasons:

- To improve the Company's management capacity to become more effective and increasing business management flexibility.
- At present, there are not much trade values of the Company's shares on the SET, therefore, Plantheon sees that the tender offer for delisting the shares this time will benefit the trading liquidity of the Company, increasing options and opportunities to sell the Company's shares, and allowing minority shareholders to sell their shares at a reasonable price.
- Delisting of the Company's shares from being securities listed will help increase flexibility in business management and help reduce various procedures the Company is subjected to as a listed company, which will help making the business management and business decisions more flexible.
- Delisting of the Company's shares from being securities listed will allow the Company to reduce the costs burden and the obligation to comply with the relevant laws and regulations that the Company is subjected to as a listed company on the SET.

In this regard, Plantheon will make a tender offer for all of the remaining ordinary shares in the Company, totaling of 25.42 percent of the Company's total issued shares, at THB 254.27 per share (based on the financial statements of the Company as of 31 December 2022), the Company will proceed to adjust the offering price to be in accordance with the net asset value of SFP according to SFP's latest financial statements, whichever is higher, which is a price not lower than the highest price calculated using the criteria for determining the tender offer price for delisting of securities prescribed under the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended), after the following conditions are satisfied:

- (1) The shareholders' meeting of the Company has resolved to pass a resolution approving the delisting of the Company's shares from being securities listed on the SET with the votes not less than three-fourth of the total issued shares of the Company, and there are no objections from shareholders holding shares in an

aggregate amount exceeding 10 percent of the total issued shares of the Company in accordance with the SET regulations on delisting of securities; and

- (2) The delisting of the Company's shares from being securities listed on the SET must be approved and/or waived by the relevant authorities, including the SET, financial institutions, and other contractual parties in the related agreements (if necessary).

5. Making tender offers for shares and other securities which may be converted to shares of the Company from general shareholders and securities holders

- 5.1 Names of offerors or groups of offerors, as well as their relationship with the Company

Plantheon a major shareholder of the Company, as of 30 January 2023, Plantheon holds the total number of 15,662,767 shares representing 74.58 percent of the Company's total issued shares.

- 5.2 Offering price of securities

The offering price of the Company's ordinary shares is THB 254.27 per share (based on the financial statements of the Company as of 31 December 2022), the Company will proceed to adjust the offering price to be in accordance with the net asset value of SFP according to SFP's latest financial statements, whichever is higher, which is a price not lower than the highest price calculated using the criteria for determining the tender offer price for delisting of securities prescribed under the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended).

- 5.3 Name of financial advisor of the Offeror

Kasikorn Securities Public Company Limited

- 5.4 Name of independent financial advisor

Jay Capital Advisory Company Limited

6. Shareholders Distribution as of 30 January 2023

6.1 Top 10 major shareholders

Name	Nationality	Profession	No. of Shares held	Shareholding Percentage
Plantheon Company Limited	Thai	Business	15,662,767	74.58
BANK OF SINGAPORE LIMITED-THB SEG AC	Singaporean	Business	1,047,155	4.99
DBS BANK LTD. AC DBS NOMINEES-PB CLIENTS	Singaporean	Business	1,045,850	4.98
UOB KAY HIAN (HONG KONG) LIMITED - Client Account	Hong Kong	Business	1,044,000	4.97
RAFFLES NOMINEES (PTE) LIMITED	Singaporean	Business	1,030,000	4.90
Prestige 2015 Company Limited	Thai	Business	239,600	1.14

Kasikornbank Public Company Limited	Thai	Business	200,000	0.95
T.C.C Investment Company Limited	Thai	Business	84,900	0.40
Mrs. Poranee Chaikittisilp	Thai	Trader	81,375	0.39
Mr. Namchai Namchaisiri	Thai	Trader	56,840	0.27

Source: Information from Thailand Securities Depository Company Limited

6.2 Number of Shareholders

- Total of 524 shareholders, holding a total of 21,000,000 shares
- Number of minority shareholders who hold not more than 5 out of 1,000 of the total paid-up capital but no less than 1 board lot: 517 persons holding 730,628 shares or 3.48 percent of the total paid-up capital.

7. Board of Directors of the Company as of 8 February 2023

Name	Position	Shareholding Percentage
Mr. Thien Mekanontchai	Chairman of the Board of Directors	-
Mr. Chotiphat Bijananda	Chairman of Executive Director, Director	-
Mr. Prasert Maekwatana	Vice Chairman of the Board of Directors No.1	-
Mr. Sithichai Chaikriangkrai	Vice Chairman of the Board of Directors No.2	-
Mr. Charnvit Subsanyakorn	President, Director	-

Name	Position	Shareholding Percentage
Mr. Siripol Yodmuangcharoen	Director	-
Mrs. Nidda Theerawatanachai	Director	-
Mr. Prasit Kovilakool	Independent Director, Chairman of the Audit Committee	-
Mr. Ananta Dalodom	Independent Director	-
Mr. Chai Jroongtanpibarn	Independent Director, Audit Committee	-
Pol. Gen. Krisna Polananta	Independent Director, Audit Committee	-

We certify that the information contained in this report is accurate and complete in all respects.

Signature.....Authorized Director

(Mr. Thien Mekanontchai)

(Affix with the Company's seal)

SignatureAuthorized Director

(Mr. Charnvit Subsanyakorn)

(Translation)

21 February 2023

Subject: Opinion of the Independent Directors on the delisting of shares of Siam Food Products Public Company Limited from being securities listed on the Stock Exchange of Thailand

To: Shareholders
Siam Food Products Public Company Limited

Reference is made to the resolution of the Board of Directors' Meeting of Siam Food Products Public Company Limited (the "**Company**") No. 2/2023, held on 14 February 2023, which approved to propose to the Extraordinary General Meeting of Shareholders No. 1/2023, to consider and approve the delisting of the Company's shares from being securities listed on the Stock Exchange of Thailand (the "**SET**") in accordance with the Tender Offer Letter for all of the Company's shares for the purpose of delisting of the Company's shares from being securities listed on the SET, dated 13 February 2023, and the letter notifying the adjustment of the offering price of the tender offer for all of the shares of the Company, dated 15 February 2023, from Plantheon Company Limited ("**Plantheon**" or the "**Tender Offeror**"), a major shareholder of the Company, whom as of 30 January 2023, holds a total of 15,662,767 shares in the Company, representing 74.58 percent of the total issued shares of the Company. Plantheon has an intention to make a tender offer for all the shares of the Company, which are the remaining 5,337,233 shares, representing 25.42 percent, in order to delist the Company's shares from being securities listed on the SET, at the offering price of THB 254.27 per share (based on the financial statements of the Company as of 31 December 2022). Plantheon will adjust the offering price to be in accordance with the net asset value of Company according to the Company's latest financial statements, whichever is higher, which is a price not lower than the highest price calculated using the criteria for determining the tender offer price for delisting of securities prescribed under the Notification of the Capital Market Supervisory Board No. TorChor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers (as amended) ("**TorChor. 12/2554 Notification**").

In this regard, Plantheon will proceed with the tender offer in order to delist the Company's shares from being securities listed on the SET after all of the following conditions are satisfied:

- (1) The shareholders' meeting of the Company has resolved to pass a resolution approving the delisting of the Company's shares from being securities listed on the SET with the votes not less than three-fourth of the total issued shares of the Company, and there are no objections from shareholders holding shares in an aggregate amount exceeding 10 percent of the total issued shares of the Company in accordance with the SET regulations on delisting of securities; and
- (2) The delisting of the Company's shares from being securities listed on the SET must be approved and/or waived by the relevant authorities, including the SET, financial institutions, and other contractual parties in the related agreements (if necessary).

The Company's Independent Directors, namely 1) Mr. Prasit Kovilaikool, 2) Mr. Ananta Dalodom, 3) Mr. Chai Jroongtanapibarn, and 4) Police General Krisna Polanata, have considered the details related to the delisting of the Company's shares, and the opinion provided by the independent financial advisor, Jay Capital Advisory Company Limited (the "**Independent Financial Advisor**") related to the delisting of the Company's shares from being securities listed on the SET. In this regard, the Independent Directors agree with the opinion provided by the Independent Financial Advisor as follows:

1. Rationale and the appropriateness of the delisting of the shares

The Independent Directors were of the view that the delisting of the Company's shares is appropriate based on the following reasons:

1.1 Plantheon is the major shareholder of the Company, which at present, the Company is under the controlling power of Plantheon, meaning Plantheon is able to control the business direction, including control the resolutions of the shareholders' meeting for approval on significant issues such as a disposal or transfer of all or substantial parts of the Company's business, capital decrease, capital increase, amalgamation, etc.). Therefore, the delisting of the Company's shares from being listed securities will enable the Company to have more flexibility on its business operation.

1.2 The delisting of the Company's shares from being listed securities, will allow the Company to reduce various obligations under the related law and regulation the Company is subjected to as a company listed on the SET, and help decrease the Company's expenses related to maintaining its listed status, such as the SET annual fees, personnel fees, etc. In addition, after the delisting of the Company's shares, the Company will no longer be subjected to the criteria of the Securities and Exchange Commission (the "**SEC**"), such as disclosure of financial information, the compliance to the corporate approval for

entering into transactions (if the transaction meets the criteria specified by the SEC), etc., which will enable the Company to have more flexibility on its business operation as the Company can become more flexible when considering and deciding whether or not to enter into business transactions.

1.3 At present, the Company has lesser number of minority shareholders and there are not much trade values of the Company's shares on the SET. Therefore, the delisting of the Company's shares being securities listed in the SET, which requires a tender offer for delisting the shares, will provide the opportunity to the shareholders to sell the Company's shares in the desired amounts and at the appropriate price.

2. Appropriateness of the Tender Offer Price

The Independent Directors of the Company were of the view that the tender offer price of THB 254.27 per share as offered by Plantheon is appropriate and is a price not lower than the highest price calculated using the criteria for determining the tender offer price for delisting of securities prescribed under the TorChor. 12/2554 Notification, which is in accordance with the conclusion of the Independent Financial Advisor as presented to the Board of Directors' Meeting on 21 February 2023, which the Independent Financial Advisor was of the view that the appropriate approach for determining the value of the ordinary shares of the Company is the Adjusted Book Value Approach, which gave range of the fair price of the Company's ordinary shares between THB 251.99 – THB 254.99 per share with the base value of THB 253.50 per share. This base value is still THB 0.77 per share lower than Plantheon's offer of THB 254.27 per share.

3. The impact on the Shareholders

In the event where the shareholders' meeting of the Company and the SET approve the delisting of the Company's shares and the Company has completed the delisting the Company's shares from being securities listed on the SET, the status of Company as a listed company on the SET will cease, but the Company will still continue to operate its business and still maintain its status as a public limited company. Nevertheless, the minority shareholders who hold the Company's shares after the delisting of shares may have impacts as follows:

3.1 After the Company's shares cease to be shares listed on the SET, the shareholders of the Company will no longer be able to trade the Company's shares through the SET which is a secondary market. As a result, there will be no reference market price in trading and the shareholders of the Company

will not be able to trade the shares expediently and flexibly, and may lack trading liquidity for the Company's shares.

3.2 The returns from the investment in the Company's shares to be received by the shareholders will be limited to the form of dividend payments, while the opportunity of the shareholders to earn capital gains from the difference in the share price may decrease, since the Company's shares will have no secondary market nor reference market price for securities trading.

3.3 After the delisting of the Company's shares from being securities listed on the SET, the shareholders of the Company who are individual persons will no longer be able to obtain the benefits of the exemption from capital gain tax, and in the transfer of the Company's shares, the transferor will be subject to stamp duties.

3.4 After the Company ceases to be a listed company on the SET, the shareholders may have less access to the Company's information, since the Company will no longer be obliged to comply with the rules and regulations, notifications, and other laws which regulate the obligations of a listed company in the disclosure of information, such as the Notification of the Stock Exchange of Thailand Re: Guidelines on Disclosure of Information of Listed Companies (as amended). In addition, after the completion of the tender offer for the delisting of the Company's shares, if there are other shareholders who are not the tender offeror, persons acting in concert with the offeror, and persons under Section 258 of the Securities and Exchange Act B.E. 2535 (1992) (as amended) of such persons, holding shares in an aggregate number of not greater than five percent of the total voting rights of the Company, or the aggregate number of shareholders and warrant holders to purchase shares is not greater than one hundred, will result in (1) the Company will no longer have obligations to prepare and submit financial statements and other reports on its financial positions and operating results to the SEC pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 44/2556 Re: Rules, Conditions and Procedures for Disclosure Regarding Financial and Non-financial Information of Securities Issuers (as amended), (2) the Company, as well as its directors and executives, will not be subject to the rules and regulations on the governance of publicly traded company as prescribed under Chapter 3/1 of the Securities and Exchange Act B.E. 2535 (1992) (as amended), such as the entering into of the connected transactions, the entering into of material transactions, and the duty to report the interests of directors and executives, etc., and (3) directors, executives, and auditors of the Company will no longer have obligations to prepare and disclose a report on their holding of the Company's securities pursuant to the Notification of the Office of the Securities and Exchange Commission No. SorChor. 38/2561 Re: Preparation of Report on Changes to the Securities and Derivatives Holding of Director, Executive, Auditor, Plan Preparer and Plan Administrator (as amended).

Nevertheless, as the Company is still a public limited company, the Company is obliged to convene shareholders meetings and propose its annual financial statements to the shareholders for consideration, as well as to disclose and deliver the information as a public limited company under the Public Limited Companies Act B.E. 2535 (1992) (as amended), such as the information required to be disclosed in the shareholders meetings, annual reports, statements of profit and loss. In addition, if the minority shareholders wish to get the Company's information, such as a list of the directors, a list of the shareholders, and annual financial statements of the Company, the minority shareholders are able to copy such information at the Ministry of Commerce.

3.5 As of 30 January 2023, Plantheon holds 15,662,767 shares in the Company, representing 74.58 percent of the total issued shares of the Company, allowing Plantheon to control the business direction and determine important policies, as well as to control the resolutions of the shareholders' meeting on general matters which requires majority voting, and also has control over the resolutions of the shareholders' meeting for approval on significant issues which require approval by votes of no less than three-fourth of the total votes cast by the shareholders attending the Meeting and eligible to vote (such as a disposal or transfer of all or substantial parts of the Company's business, purchase or acquire the business of other companies to be its own, capital increase, and amalgamation, etc.). This may put the minority shareholders at risk that they are unable to offset the controlling power or inspect the control and management of the Company by Plantheon.

4. The impact on the Company

Although the delisting of the Company's shares from being securities listed on the SET will result in a cessation of the Company's benefits as a listed company on the SET, such as fund raising opportunities in various forms through the SET or various tax benefits with conditions as prescribed. Nevertheless, after the Company ceases to be the listed company on the SET, the Company is still able to raise funds by other means apart from via the SET in order to support its business operation and expansion in the future, such as to use the cash flow from internal operations to accommodate business operation and future expansion, to secure loans from financial institutions, and to issue and offer the sale of debentures to institutional investors and/or major investors. In addition, the Company may request necessary financial support from Plantheon, whom is the Company's major shareholder. Therefore, the Company expects that it will still be able to continue its business operation in accordance with its future business plan without being materially affected by the cessation of its status as the listed company on the SET.

In addition, the delisting of the Company's shares from being securities listed on the SET will help decrease the Company's expenses related to maintaining of its listed status, such as annual fees and personnel fees, etc. Moreover, after the completion of the delisting of the Company's shares, the Company will no longer be required to comply with the regulations of the SET and the SEC, such as the disclosure of financial information, the compliance to the corporate approval for entering into transactions (if the transaction meets the specified criteria), etc., which will enable the Company to have more flexibility on its business operation as the Company will be able to consider and decide to enter into the business transaction without delay and have more flexibility on carrying out its business operation. Despite the investors and/or external third parties may have less access to the Company's information and news, the Company still has the obligation to disclose various information as the Company still maintains its legal status as a public limited company. Therefore, the investors and/or external third parties are still able to follow important development of the Company.

In this respect, the independent directors of the Company deemed it appropriate to purpose the abovementioned opinions to the Extraordinary General Meeting of Shareholders No. 1/2023, which concurs with the opinion of the Independent Financial Advisor. Nevertheless, the shareholders are advised to consider the opinions of the Independent Financial Advisor to support the consideration and approval of the delisting of the Company's shares from being securities listed on the SET. The final decision, however, shall be at the discretion of the shareholders.

Please be informed accordingly.

Yours truly,

(Mr. Prasit Kovilaikool)

(Mr. Ananta Dalodom)

Independent Director

Independent Director

(Mr. Chai Jroongtanapibarn)

(Pol. Gen. Krisna Polanata)

Independent Director

Independent Director

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**Opinion of the Independent Financial Advisor regarding the Delisting of Securities
of Siam Food Products Public Company Limited from the Stock Exchange of Thailand**



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as at December 31, 2022**



In addition, Shareholders may download the 2022 Annual Report from our website at <http://www.siamfood.co.th> in the “Investor Relations Section” >> Annual Report.

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**Profile of the Independent Director
for Shareholders who wish to Appoint an Independent Director as their Proxy
Siam Food Products Public Company Limited**

Name	Mr.Chai Jroongtanapibarn	
Position	Independent Director, Audit Committee, Sustainability and Risk Management Committee	
Age	67 years	
Nationality	Thai	
Address	170 Ramkhamhaeng Road 26/1, Huamark, Bangkok, Bangkok 10240	
Education	Bachelor Degree in Accounting, Chulalongkorn University Master Degree in Accounting, Thammasart University	
Director Training Course	Director Certification Program (DCP) No. 29/2003 Audit Committee Program (ACP) No. 4/2005 Thai Institute of Directors (IOD)	
Work experience (within 5 years)		
2000 – present	Independent Director and Chairman of the Audit Committee	Team Precision PLC.
2002 – present	Independent Director and Chairman of the Audit Committee	Major Cineplex Group PLC.
2014 - Present	Chairman and Chairman of Audit Committee	TMT Steet PLC
2006 – present	Independent Director and Member of the Audit Committee and Chairman of Risk Committee	Oishi Group PLC.
2007 – present	Independent Director and Audit Committee	Siam Food Products PLC.
2014 – present	Sustainability and Risk Management Committee	Siam Food Products PLC.
2018 - Present	Chairman and Independent Director	Veranda Resort PLC.
Legal Record in past 10 years	- None -	SFP Shareholding - None -
Director or executive position in other companies which may result in conflicts of interests	- None -	
Agenda of connected transaction	- None -	

ARTICLES OF ASSOCIATION OF SIAM FOOD PRODUCTS PCL.

MEETING OF SHAREHOLDERS.

Article 29. Board of Directors must arrange for shareholders meeting as Ordinary Annual General Meeting within four months from the ending date of annual accounting period of the company.

Other shareholders meetings other than that specified in paragraph one, shall called Extraordinary Meetings.

Article 30. Board of Directors can call for an Extraordinary Meeting at any time as they deemed appropriate.

Article 31. One or more shareholder(s) holding not less than ten percent of the total issued shares may request in writing to the Board of Directors to call an Extraordinary Meeting of shareholders at any time but they shall clearly specify reasons for such request in the notice. In such case, the Board of Directors must call a meeting of shareholders within forty-five days from the date of receipt of the notice.

In the case that the Board of Directors does not hold such meeting within the period specified in the first paragraph, the shareholders who have submitted the request or other shareholders holding the aggregate number of shares as prescribed in this Article may hold the meeting by themselves within forty-five days from the lapse of the period referred in the first paragraph. In this case, it shall be deemed that such shareholder's meeting is the meeting called by the Board of Directors. The Company shall be responsible for all necessary expenses incurring from the holding of the meeting and reasonable facilitation.

In the case that the quorum of the meeting convened as requested by the shareholders according to the second paragraph cannot be formed as required by this regulation, the shareholders under the second paragraph shall be jointly responsible for any expenses incurring from the convening of such meeting.

Article 32. In calling for such meeting, Board of Directors to prepare notice memorandum for appointment to the meeting, stating location, date, time, agenda, and matters to be introduced to the meeting, to include proper details as appropriate by clearly stated whether the matters shall be present for acknowledgement, for approval or for consideration, as the case may be, also with opinion of the Board of Directors on the matters, and deliver to Shareholders and Registrar for a period of not less than seven days prior to the meeting date. However, such notice must be advertise in a newspaper for not less than three days prior to the meeting date.

Location of the meeting place, stated in paragraph one, must be in the general location of the Head Office, or Branch Office of the company, or in the nearby provinces.

Article 33. Shareholders who have special interests in any matters, such Shareholders shall have no right to cast any vote in that matters, except only for vote in the election of Directors.

In casting of vote, Shareholders shall have the number of vote equal to number of shares held, by considering one share for one vote.

Voting shall be conducted openly, except only when not less than five Shareholders request and the meeting passed a resolution for the vote to be cast in secret ballot, then the vote can be conducted accordingly with methods of vote determined by the Chairman.

Article 34. Shareholders can appoint a proxy of legal age to attend the meeting of Shareholders in place of themselves, by making a written authorization with signature of authorizer, and presented to Chairman, or person designated by Chairman at the place of the meeting prior to the proxy entry into the meeting.

In vote casting, proxy shall be considered as having voting power equal to total number of shares held by Authorizer, except when proxy has declare to the meeting prior to the vote that he shall cast vote for only some Authorizers by stating the name and number of shares held by that authorizer.

Article 35. In a Shareholders Meeting, must consists of Shareholders and proxy of Shareholders (if any) attend the meeting for not less than twenty five persons, or not less than one-half of the total number of Shareholders, and total shares held of not less than one-third of the total shares sold, which can be considered a quorum.

In case it so happens that, in any Shareholders Meeting, if the time passed scheduled time for one hour and the number of Shareholders still not attend the meeting in sufficient number to constitute a quorum as stipulated in paragraph one, if such Shareholders Meeting were called by the request of Shareholders in accordance with Article 32, the meeting shall be considered closed. If such Meeting were not called by the request of Shareholders in accordance with Article 32, then the meeting should be called again by sending notice to call the meeting date, in this last meeting shall not be enforced with the rule that the meeting must constitute a quorum.

Article 36. Chairman of the Board shall act as Chairman of the meeting, in case the Chairman of the Board is not present in the meeting, or unable to attend, if a Deputy Chairman is available, then he shall be acting as Chairman of the Meeting, but if no Deputy Chairman or exist but not available to perform such duty, Shareholders shall elect one of the Shareholders to act as Chairman of the Meeting.

Article 37. Chairman of the Shareholders Meeting has duties to control the meeting to be in line with the Articles of Association of the company concerning the Meeting, in which the meeting should proceed sequentially with designated agenda specified in the Notice to the Meeting, except when the meeting passed a resolution to alter the agenda with vote of not less than two-third the number of Shareholders attended the meeting.

After the meeting concluded consideration stated in paragraph one, Shareholders who have combined total shares of not less than one-third of the total number of shares sold, can request the meeting to consider other matters other than that specified in the Notice to the Meeting.

In case the Meeting unable to complete considering all matters listed in the agenda as specified in paragraph one, or unable to finish considering the matters introduced by Shareholders as in

paragraph two, whatever the case may be, and necessary to postpone the meeting. The meeting shall designate location, date and time for the next meeting, and Board of Directors to deliver the notice for such meeting by stating location, date, time and agenda, to Shareholders for not less than seven days prior to meeting date. However, such notice must be advertise in newspaper for not less than three days prior to meeting date.

Article 38. Resolution of the Shareholders Meeting shall consists of vote as follow :

(1) In normal condition, majority of the vote of Shareholders attended the meeting and cased their votes shall be considered, if the vote count are equal, Chairman of the Meeting shall be casting his vote.

(2) For following cases, vote count of not less than three-fourth of the total votes of the shareholders who attended the meeting and exercise their right to cast the vote shall be considered.

(A) Sell or transfer the whole business of the company, or partially to other person.

(B) Purchase or obtain business transferred from other company, or private company to be property of the company.

(C) Execution, Alteration or Cancellation of Contracts related to rental of the whole business of the company or for major parts. Authorization for other persons to manage the business of the company, or to merge the business with other party with objectives for division of profit or loss.

ACCOUNTING AND REPORTTING

Article 39. 30th September shall be considered as Ending date of Annual Accounting Period of the Company.

Board of Directors must prepare Balance Sheet and Profit and Loss Account as of the ending date of Annual Accounting Period of the company to present to the Shareholders Meeting, in the Annual Ordinary Meeting for consideration for approval.

Balance Sheet and Profit and Loss Account prepared in accordance with paragraph two, or prepared during the annual accounting period, to be presented to Shareholders Meeting for consideration and approval, Board of Directors must arrange for an auditor to check that Balance Sheet and Profit and Loss Account prior to presentation to the Meeting of Shareholders.

Article 40. Board of Directors must deliver following documents to Shareholders at the same time with delivering of notice to the Annual Ordinary Meeting.

(1) Copy of Balance Sheet and Profit and Loss Account checked by an Auditor, together with auditor reports of the Auditor.

(2) Document indicate details as stated in Article 42(1) and (2). (IF any).

(3) Annual Reports of the Board of Directors.

Article 41. In the Annual Reports of Board of Directors must consist at least the report concerning:

(1) Name, Location of Head Office, Type of Business, Number and type of all shares of the company sold.

(2) Name, Location of Head Office, Type of Business, Number and type of all shares of the company sold, Number and Type of Shares of other companies, or Private Company in which its shares were held by the company for 10 percent and over of the total shares sold of the other companies, or that private company. (If any) .

(3) Details which Director reported to the company in accordance with Article 28.

(4) Yield, Shares, Debenture, or other beneficial interest which the Director received from the company, by stating the name of the director receiving them.

(5) Other details as specified in Ministerial Regulations issued in relation to statement in the Law governing Public Company Limited.

Article 42. Payment of dividend from other type of money other than annual profit, or accumulated profits cannot be carry out in case the company still have total accumulated loss. Dividend can not be paid.

Such dividend shall be divided by number equally, payment of dividend must be by approval of Shareholders Meeting.

Board of Directors has the right to make payment of interim dividend to Shareholders from time, when they deemed the company has reasonable profit suffice to do so, after the dividend is paid, the Shareholders Meeting must be informed during the next Meeting.

Payment of such dividend, shall be carried out within one month form the date the resolution passed by Shareholders Meeting or Board of Directors, whatever the case may be, however, written notice must be delivered to Shareholders and posted in newspaper of the payment of the dividend.

Article 43. After approval obtained from Shareholders Meeting, the company shall transfer other reserve fund, which were not the reserve from share premium, or reserve according to the law against accumulated loss of the company.

Article 44. Annual General Meeting of Shareholders shall be responsible to appoint an auditor and determine the annual remuneration of such auditor. The same auditor can be re-appointed.

Guidelines for attending the EGM via Electronic Meeting (E-EGM) and Proxy Granting

1. The shareholders who intend to attend the electronic meeting by themselves or appoint other persons to be their Proxies (who is not an Independent Director) to attend the E-EGM

1.1 Identity Verification of the Shareholders or Proxies

The shareholders or proxies must submit the registration form for the E-EGM (Enclosure No. 9), including the required documents such as copy of the identification card or passport of the shareholders and proxies or documents accompanying the proxy appointment (in case that the shareholders appoint proxies) to have their identity verified to the company within 21 March 2023 via the following channels:

- E-mail: comsec.sfp@siamfood.co.th
- Post: Please send the original document to Company Secretary,
Siam Food Products Public Company Limited, 1 Empire Tower, 43rd Fl.,
South Sathorn Road, Yannawa, Sathorn, Bangkok, 10120 Thailand

1.2 Attending the E- EGM

Upon the recipient of the documents, the company will check the documents to confirm the right to attend the meeting. When the shareholders or their proxy who has informed their intention to attend the meeting and has been thoroughly verified, the shareholders or their proxy will receive an e-mail which is a link for attending the meeting and manual from the meeting organizer three days before the meeting. If you haven't been received the e-mail within 21 March 2023, please contact the company immediately.

The shareholder is required to read the manual carefully. The system will allow you to register for the meeting in advance from 12:30, before the meeting starts at 13:30. If you encounter any technical problem in using the E-EGM meeting system before or during the meeting, please contact OJ International Company Limited, the company's service provider for the E-EGM's meeting. The Company will specify OJ International Company Limited's contact channel in the email containing the username and password.

E-EGM attendance and vote casting can be conducted using computers/notebooks/tablets and mobile phones via Web Browser: Chrome with 4G internet or home broadband internet.

2. In the event that shareholders are unable to attend the meeting and require to appoint the Independent Director as their proxies

The shareholders can grant proxy to the Independent Director, Mr. Chai Jroongtanapibarn to attend the meeting and vote on behalf of the shareholders. Please send the Proxy Form together with the required documents to the company within 21 March 2023 via the following channels:

- E-mail: comsec.sfp@siamfood.co.th

- Post: Please send the original document to Company Secretary,
Siam Food Products Public Company Limited. 1 Empire Tower, 43rd Fl.,
South Sathorn Road, Yannawa, Sathorn, Bangkok, 10120 Thailand

3. Documents or information that the shareholders or proxies must submit to identify themselves

3.1 Shareholder who is a natural person

Attending the meeting by themselves

- A copy of ID card or government official ID card or passport (in case of a foreigner).

Attending via a proxy

- Proxy Form attached to the invitation meeting, filled in correctly and completely, and signed by the proxy grantor and proxy with a THB 20 stamp duty attached.
- A copy of ID card or government official ID card or passport (in case of a foreigner) of shareholder and proxies with certified true copy.

3.2 Shareholder who is a juristic person

An authorized signatory of the juristic person attending the meeting in person

- A copy of ID card or government official ID card or a certified true copy of a passport (in case of a foreigner).
- A copy of the certificate of the Ministry of Commerce, issued no more than 60 days prior and certified true copy signed by the authorized person of the juristic person with corporate seal (if any).

Attending via a proxy

- Proxy Form attached to the invitation meeting, filled in correctly and completely, and signed by the proxy grantor and proxy with a THB 20 stamp duty attached.
- A copy of the certificate of the Ministry of Commerce, issued no more than 60 days prior, or a copy of the juristic person's certificate issued by the competent government agency of the country where the juristic person is located and a certified true copy signed by the authorized person of the juristic person with corporate seal (if any).
- A copy of ID card or government official ID card or passport (in case of a foreigner) of the proxy grantor and the proxy with certified true copy.

3.3 Shareholders whose names appear in the register book as foreign investors and appoint a custodian in Thailand to operate as a share depository

- Proxy Form attached to the invitation meeting, filled in correctly and completely, and signed by the proxy grantor and proxy with a THB 20 stamp duty attached.
- Letter certifying the registration of the custodian, with a certify true copy signed by the authorized signatory of the custodian or the authorized person, with corporate seal (if any).

- Power of Attorney of the investor authorizing the custodian to sign the proxy form on his/her behalf.

-A letter confirming that the person who signs the proxy form is permitted to operate the custodian business.

-A copy of ID card or government official ID card or passport (in case of a foreigner) of the proxy with certified true copy.

However, for any documents not prepared in Thai or English, the shareholder is requested to provide an English translation and also have the juristic person's representative certifying the correctness of the translation.

In addition, in order to comply with the requirements under the Notification of the Capital Market Supervisory Board No. TorJor. 79/2564 re: Criteria on the General Solicitation relating to the Appointment of Proxy by the Shareholders to Attend and Vote in the Shareholders' Meeting, the Company hereby informs the shareholders as follows:

- The shareholders are advised to review the details of the agenda items before deciding to appoint a proxy;

- In the event that the shareholder who appoints independent director as his/her proxy and such shareholder has casted his/her vote in each agenda in Proxy Form B in advance, the Company will record the votes of such shareholder in accordance with the votes specified in such proxy form. If the shareholders who appoints independent director as his/her proxy does not cast his/her vote in the proxy form in advance, the independent director who has been appointed as a proxy shall cast the votes on behalf of the shareholder as he/ she deems suitable and appropriate. In the event that the Company fails to record your votes as indicated in the proxy form, and such failure or omission causes damage to you, you will be eligible to pursue the legal proceedings.

- In the event that you wish to cancel the appointment of proxy, you may notify the Chairman of the Board in writing, by providing such cancellation notice to the registration officer who is authorized by the Chairman of the Board prior to the commencement of the meeting or before voting is open for each agenda item at the latest. In cases where you are unable to submit the proxy cancellation notice in person, you are required to provide a power of attorney together with a certified true copy of your identification card to the registration officer. In this regard, the cancellation of the appointment of proxy shall not affect the votes in the agenda items that have been completed.

ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท อาหารสยาม จำกัด (มหาชน)

Acceptance for the invitation of shareholders' meeting (E-EGM) of Siam Food Products Public Company Limited

วันที่.....เดือน.....พ.ศ.....

Date Month Year

1. ข้าพเจ้า.....หมายเลขบัตรประชาชน/หนังสือเดินทาง.....

I/We, Identification Card/Passport number

สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Nationality Residing at No. Road Sub district

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District Province Postal Code

2. เป็นผู้ถือหุ้นของ บริษัท อาหารสยาม จำกัด (มหาชน)

Being a shareholder of Siam Food Products Public Company Limited

 โดยถือหุ้นรวมทั้งสิ้น หุ้น Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2566

I would like to attend the Extraordinary General Meeting of Shareholders No. 1/2023 (E-EGM)

เข้าร่วมประชุมด้วยตัวเอง

Self-Attending

มอบนันทะให้ (นาย/นาง/นางสาว)..... ได้เข้าร่วมประชุมดังกล่าวข้างต้น

Proxy to

attend the meeting.

(3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล.....(โปรดระบุ)

E-Mail

Please fill in the blank.

โทรศัพท์มือถือ.....(โปรดระบุ)

Mobile Number

Please fill in the blank.

(4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามสิ่งที่ส่งมาด้วยลำดับที่ 9 ภายในวันที่ 21 มีนาคม 2566

Please submit the required document per an Enclosure No. 9 by 21 March 2023

(5) เมื่อได้รับการยืนยันตัวตน บริษัทฯ จะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the company will send the invitation link to join the meeting via the provided email

(6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your Account Number and your Identification Card Number for log in the meeting.

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder

(.....)



Enclosure No. 10

(ปิดอากรแสตมป์ 20 บาท)

Duty Stamp 20 Baht

หนังสือมอบฉันทะ แบบ ก.

PROXY Form A.

เลขทะเบียนผู้ถือหุ้น.....

Shareholder Registration No.

เขียนที่

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....

I/We nationality

อยู่บ้านเลขที่.....

Address

(2) เป็นผู้ถือหุ้นของ บริษัท อาหารสยาม จำกัด (มหาชน)

being a shareholder of Siam Food Products Public Company Limited

โดยถือหุ้นสามัญจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนน ได้เท่ากับ.....เสียง

holding the ordinary share total amount of shares and are entitled to vote equal to votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้)

hereby appoint (The shareholder may appoint the independent director of the company to be the proxy)

1. อายุ.....ปี
age years

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

residing at Road Sub-District

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ

District Province Postal Code or

2. อายุ.....ปี
age years

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

residing at Road Sub-District

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2566 ในวันที่ 24 มีนาคม พ.ศ.

2566 เวลา 13.30 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นตามที่คณะกรรมการบริษัท อาจกำหนด
ด้วย

As only one of proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2023 on 24 March 2023 time 13.30 hours,
via electronic method (E-EGM) or on such other date and at such other place as may be postponed or changed by the Board of Directors of the Company.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any action undertaken by the proxy at the meeting shall be deemed as being done by me/us in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ / Remarks

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้
ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of
shares to many proxies for splitting votes.



(ปิดอากรแสตมป์ 20 บาท)

หนังสือมอบฉันทะ แบบ ข.

Duty Stamp 20 Baht

Proxy (Form B.)

เลขทะเบียนผู้ถือหุ้น..... เขียนที่
Shareholder Registration No. Written at
วันที่.....เดือน.....พ.ศ.....
Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....
I/We nationality
อยู่บ้านเลขที่.....
Address

(2) เป็นผู้ถือหุ้นของ บริษัท อาหารสยาม จำกัด (มหาชน)
being a shareholder of Siam Food Products Public Company Limited

โดยถือหุ้นสามัญจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง
holding the ordinary share total amount of shares and are entitled to vote equal to votes

(3) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้)
hereby appoint (The shareholder may appoint the independent director of the company to be the proxy)

[] 1. นายชัย จรุงธนาภิบาล (กรรมการอิสระ) อายุ..... 67ปี
Mr.Chai Jroongtanapibarn (Independent Director) age 67 years
อยู่บ้านเลขที่..... 170 ถนน..... ถนนรามคำแหง 26/1 ตำบล/แขวง..... หัวหมาก

residing at 170 Road Ramkhamhaeng 26/1 Sub-District Huamark
อำเภอ/เขต..... บางกะปิ จังหวัด..... กรุงเทพฯ ฯ รหัสไปรษณีย์..... 10240 หรือ
District Bangkapi Province Bangkok Postal Code 10240 or

[] 2. อายุ.....ปี
age years
อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....

residing at Road Sub-District
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....
District Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2566 ในวันที่ 24 มีนาคม พ.ศ. 2566 เวลา 13.30 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นตามที่คณะกรรมการบริษัท อาจกำหนดด้วย

As only one of proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2023 on 24 March 2023 time 13.30 hours, via electronic method (E-EGM) or on such other date and at such other place as may be postponed or changed by the Board of Directors of the Company.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorized the Proxy to vote on my/our behalf in this meeting as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่ บมจ.31 ประจำปี 2566

Agenda 1 To consider and approve the Minutes of Annual General Meeting of Shareholders No. Bor Mor Jor 31 for the year 2023.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows :
- เห็นด้วย ไม่เห็นด้วย งคออกเสียง
Approve Disapprove Abstain

วาระที่ 2 รับทราบความเห็นเกี่ยวกับการเพิกถอนหลักทรัพย์ของบริษัทฯ ออกจากการเป็นหลักทรัพย์จดทะเบียนในตลาดหลักทรัพย์แห่งประเทศไทย และข้อเสนอของผู้ทำคำเสนอซื้อ ตลอดจนข้อมูลอื่น ๆ ที่เกี่ยวข้อง

Agenda 2 To acknowledge the opinions on the delisting of the Company's shares from being securities listed on the Stock Exchange of Thailand and offer of the tender offeror, as well as other related information.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows :
- เห็นด้วย ไม่เห็นด้วย งคออกเสียง
Approve Disapprove Abstain

วาระที่ 3 พิจารณานุมัติการเพิกถอนหลักทรัพย์ของบริษัทฯ จากการเป็นหลักทรัพย์จดทะเบียนในตลาดหลักทรัพย์แห่งประเทศไทย และการมอบอำนาจที่เกี่ยวข้อง

Agenda 3 To consider and approve the delisting of shares of the Company from being securities listed on the Stock Exchange of Thailand, and the relevant delegation of authority.

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows :
- เห็นด้วย ไม่เห็นด้วย งคออกเสียง
Approve Disapprove Abstain

วาระที่ 4 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 4 Considering other businesses (if any).

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows :
- เห็นด้วย ไม่เห็นด้วย งคออกเสียง
Approve Disapprove Abstain



(5) ในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

If there is any agenda considered in the meeting other than specified above, or if there is any change or amendment to any facts, the Proxy shall be authorized to consider the matter and vote on my/our behalf as the Proxy deems appropriated.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any action undertaken by the proxy at the meeting shall be deemed as being done by me/us in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ / Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to many proxies for splitting votes.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

The agenda of election of directors can elect by team of directors or each person.

3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there is any agenda to be considered other than those specified above, the Proxy may add such additional to the supplemental proxy form B.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.

Supplemental Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท อาหารสยาม จำกัด (มหาชน)

The appointment of proxy by the shareholder of **Siam Food Products Public Company Limited**

ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2566 ในวันที่ 24 มีนาคม พ.ศ. 2566 เวลา 13.30 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวันเวลาและสถานที่อื่น

at the Extraordinary General Meeting of Shareholders No. 1/2023 on 24 March 2023 time 13.30 hours, via electronic method (E-EGM) or any adjournment at any date, time and place thereof.

วาระที่.....เรื่อง.....

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows :
- เห็นด้วย ไม่เห็นด้วย งออกเสียง
Approve Disapprove Abstain

วาระที่.....เรื่อง.....

Agenda Subject

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows :
- เห็นด้วย ไม่เห็นด้วย งออกเสียง
Approve Disapprove Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/We hereby certify that all details in this Annex to the form of proxy are true and correct in every respect.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor

(.....)

วันที่...../...../.....

Date

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy

(.....)

วันที่...../...../.....

Date



(ปิดอากรแสตมป์ 20 บาท)

หนังสือมอบฉันทะ แบบ ค.

Duty Stamp 20 Baht

Proxy (Form C.)

เลขทะเบียนผู้ถือหุ้น..... เขียนที่
Shareholder Registration No. Written at
วันที่.....เดือน.....พ.ศ.....
Date Month Year

(1) ข้าพเจ้า..... สัญชาติ.....
I/We nationality
อยู่บ้านเลขที่.....
Address

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้นให้กับ..... acting
as the Custodian for
ซึ่งเป็นผู้ถือหุ้นของ บริษัท อาหารสยาม จำกัด (มหาชน)
being a shareholder of Siam Food Products Public Company Limited

โดยถือหุ้นสามัญจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง
holding the ordinary share total amount of shares and are entitled to vote equal to votes

(2) ขอมอบฉันทะให้ (ผู้ถือหุ้นสามารถมอบฉันทะให้กรรมการอิสระของบริษัทก็ได้)
hereby appoint (The shareholder may appoint the independent director of the company to be the proxy)

1. นายชัย จรุงธนาภิบาล (กรรมการอิสระ) อายุ..... 67 ปี
Mr.Chai Jroongtanapibarn (Independent Director) age 67 years

อยู่บ้านเลขที่..... 170 ถนน..... ถนนรามคำแหง 26/1 ตำบล/แขวง..... หัวหมาก
residing at 170 Road Ramkhamhaeng 26/1 Sub-District Huamark
อำเภอ/เขต..... บางกะปิ จังหวัด..... กรุงเทพฯ ฯ รหัสไปรษณีย์..... 10240 หรือ
District Bangkapi Province Bangkok Postal Code 10240 or

2. อายุ..... ปี
age years

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง.....
residing at Road Sub-District
อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....
District Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2566 ในวันที่ 24 มีนาคม พ.ศ. 2566 เวลา 13.30 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นตามที่คณะกรรมการบริษัท อาจกำหนดด้วย

As only one of proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 1/2023 on 24 March 2023 time 13.30 hours, via electronic method (E-EGM) or on such other date and at such other place as may be postponed or changed by the Board of Directors of the Company.

(3) ข้าพเจ้าได้มอบฉันทะให้ผู้รับมอบฉันทะในการเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้อย่างนี้

I/We hereby authorize the proxy holder to attend the meeting and vote on my/our behalf as follows:

มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ข้าพเจ้าถือและมีสิทธิออกเสียงลงคะแนนได้

Grant proxy the total amount of shares holding and entitled to vote

มอบฉันทะบางส่วนคือ

Grant partial shares of

หุ้นสามัญ หุ้น และมีสิทธิออกเสียงลงคะแนนได้ เสียง

ordinary share share(s), having voting rights equivalent to vote(s)

รวมสิทธิออกเสียงลงคะแนนทั้งหมด เสียง

Total voting rights vote(s)

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้อย่างนี้

I/We hereby authorized the Proxy to vote on my/our behalf in this meeting as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่ บมจ.31 ประจำปี 2566

Agenda 1 To consider and approve the Minutes of Annual General Meeting of Shareholders No. Bor Mor Jor 31 for the year 2023.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows :

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 2 รับทราบความเห็นเกี่ยวกับการเพิกถอนหลักทรัพย์ของบริษัทฯ ออกจากการเป็นหลักทรัพย์จดทะเบียนในตลาดหลักทรัพย์แห่งประเทศไทย และข้อเสนอของผู้ทำคำเสนอซื้อ ตลอดจนข้อมูลอื่น ๆ ที่เกี่ยวข้อง

Agenda 2 To acknowledge the opinions on the delisting of the Company's shares from being securities listed on the Stock Exchange of Thailand and offer of the tender offeror, as well as other related information.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows :

เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 3 พิจารณานุมัติการเพิกถอนหลักทรัพย์ของบริษัทฯ จากการเป็นหลักทรัพย์จดทะเบียนในตลาดหลักทรัพย์แห่งประเทศไทย และการมอบอำนาจที่เกี่ยวข้อง

Agenda 3 To consider and approve the delisting of shares of the Company from being securities listed on the Stock Exchange of Thailand, and the relevant delegation of authority.



- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
 - (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows :
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 4 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 4 Considering other businesses (if any).

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ
(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
 - (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) The Proxy may consider the matters and vote on my/our behalf as follows :
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมขอเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/We have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะนี้ให้ถือเสมือนว่าข้าพเจ้าได้กระทำการเองทุกประการ

Any business carried by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

วันที่...../...../.....

Date

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

วันที่...../...../.....

Date

หมายเหตุ / Remarks

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

This Proxy Form C. shall be applicable only for the Shareholders listed in the share register book as the foreign investors and appointed a custodian in Thailand to be responsible for safeguarding shares only.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

Documents and evidences to be enclosed with the proxy form are:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามมอบฉันทะแทน

Power of attorney form the shareholder authorizes a Custodian to sign the Proxy Form on behalf of the shareholder.

- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)

Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.

4. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งคณะกรรมการเป็นรายบุคคล

In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.

5. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

In case that there any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to Proxy Form C.



ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ค.

Supplemental Proxy Form C

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท อาหารสยาม จำกัด (มหาชน)

The appointment of proxy by the shareholder of **Siam Food Products Public Company Limited**

ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 1/2566 ในวันที่ 24 มีนาคม พ.ศ. 2566 เวลา 13.30 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-EGM) หรือที่จะพึงเลื่อนไปในวันเวลาและสถานที่อื่น

the Extraordinary General Meeting of Shareholders No. 1/2023 on 24 March 2023 time 13.30 hours, via electronic method (E-EGM) or any adjournment at any date, time and place thereof.

วาระที่.....เรื่อง.....

Agenda

Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows :

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

วาระที่.....เรื่อง.....

Agenda

Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร หรือ

(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The Proxy may consider the matters and vote on my/our behalf as follows :

เห็นด้วย

ไม่เห็นด้วย

งดออกเสียง

Approve

Disapprove

Abstain

ข้าพเจ้าขอรับรองว่า รายการในใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะ ถูกต้องบริบูรณ์และเป็นความจริงทุกประการ

I/We hereby certify that all details in this Annex to the form of proxy are true and correct in every respect.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor

(.....)

วันที่...../...../.....

Date

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy

(.....)

วันที่...../...../.....

Date

