

## SIAM FOOD PRODUCTS PUBLIC CO., LTD.

290-290/1, TCC Building, 6<sup>th</sup> Floor, Surawong Road, Si Phraya, Bang Rak, Bangkok 10500 Thailand. Tel. (662) 287-7000 Fax: (662) 670-0154

SFP. 002 / 2024

10 January 2024

Subject	:	Invitation letter to attend the Annual General Meeting of Shareholders No. Bor Mor Jor 32
		for the year 2024
То	:	Shareholders
		Siam Food Products Public Company Limited
Enclosure	:	1) Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023
		2) Annual Report 2023 of the Company in QR Code
		3) Profiles and related details of nominated person for appointment as the Company's Directors
		4) Articles of Association relating to the Annual General Meeting of Shareholders
		5) Guidelines for attending the AGM via Electronic Meeting (E-AGM) and Proxy
		6) Acceptance for the invitation of online meeting
		7) Proxy Form A. and Form B. (Proxy Form C is available for download from the Company's
		website at www.siamfood.co.th)

The Board of Directors has passed a resolution to call The Annual General Meeting of the Shareholders No. Bor Mor Jor 32 for the year 2024 on Tuesday 30 January 2024 at 13.30 hours. The Shareholders' Meeting will be held via electronic meeting (E-AGM) pursuant to the Emergency Decree on Electronic Meeting B.E. 2563 (2020) to consider the following agendas:

# Agenda 1 To consider and approve the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023

**Fact and Reason:** The Company Secretary has prepared Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 which was held on the 24<sup>th</sup> March 2023. The Board of Directors has duly considered and opined as correct in accordance with the resolutions of the shareholders' meeting thus proposed to the Shareholders' Meeting to consider the certification of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 which was delivered to all shareholders along with the invitation letter meeting (Enclosure No. 1).

**Board of Directors' opinion:** The Shareholders are advised to approve the mentioned Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023.

#### Agenda 2 To acknowledge the Company's operational results for the year ended September 30, 2023

**Fact and Reason:** The company has prepared a report to the Board of Directors about the operating results for the year ended September 30, 2023 and the Board of Directors has duly considered and opined as correct, complete information and sufficient, and proposed to the Annual General Meeting of Shareholders in order to acknowledge the operating results for the year ended September 30, 2023 as appeared in the annual report delivered to the shareholders along with the invitation letter meeting (Enclosure No. 2)

**Board of Directors' opinion:** The Shareholders are advised to acknowledge the Company's operational results for the year ended September 30, 2023.

## Agenda 3 To consider and approve the Statement of Financial Position and Income Statements for the year ended September 30, 2023

**Fact and Reason:** The company has prepared the Statement of Financial Position and Income Statements for the year ended September 30, 2023 which have been independently audited. Board of Directors have considered and opined as correct, complete information and sufficient according to the generally accepted accounting principles thus proposed to the Annual General Meeting of Shareholders to approve such Statement of Financial Position and Income Statements for the year ended September 30, 2023 as appeared in the section "Financial Statements" in annual report delivered to the shareholders along with the invitation letter meeting (Enclosure No. 2).

**Board of Directors' opinion:** The Shareholders are advised to approve the said Statement of Financial Position and Income Statements for the year ended September 30, 2023 which have been audited by the auditor.

## Agenda 4 Consideration to approve the appropriation of net profit for the year ended September 30, 2023, legal reserve and the omission of dividend payment

**Fact and Reason:** Dividend Policy: The company had the policy to pay dividends of the Company to shareholders at the rate of not less than 40% of the net profit in each accounting period after deduction of legal reserves and retained loss brought forward (if any). Such dividend payment is subject to the cash flow, investment plan, obligations and other conditions of the agreements as well as other necessities and appropriateness in the future.

Resulting from overall business operation and financial status, the Company has net loss for the year ended September 30, 2023, at Baht 71.79 million or Bath 3.42 per share.

Items	2023 (year of proposal)	2022
	(Oct 2022 – Sep 2023)	(Oct 2021 – Sep 2022)
1. Net profit (loss) (Million Baht)	(71.79)	189.67
2. Earnings per share (in Baht)	(3.42)	9.03
3. Number of shares (Million shares)	21	21
4. Dividend per share (Baht)	0	0

Dividend Payment Comparison for 2022-2023 are as follows:

**Board of Directors' opinion:** At the Meeting of the Board of Directors No.2/2024 held on 25 December 2023, the Board resolved to propose to the Annual General Meeting of Shareholders for year 2024 to consider and approve the omission of dividend payment from the operating results of the year 2023 ending 30 September 2023 due to operating losses.

For the legal reserve allocation, there is no need to provide additional legal reserve as the company has reached the minimum 10 % of Baht 300 million registered capital as required by the law totaling Baht 30 million.

### Agenda 5 Consideration to elect the director in replacement of the director who resigned by rotation

**Fact and Reason:** Item 14 of the Articles of Association specifies that "At the Annual General Meeting of Shareholders, one third or nearest number to one third of Directors, shall vacate their position for the expiration of their term, and those Director can be re-elected."

The directors to retire by rotation on this occasion would be as follows:

1.	Mr. Sithichai Chaikriangkrai	Chairman of the Board of Directors
2.	Mr. Kiartisak Lertsiriamorn	Director
3.	Mr. Suwicha Boonsupa	Director

**Board of Directors' opinion:** The Meeting of Board of Directors No. 2/2024 held on 25 December 2023 had carefully consideration and realized the suitability to be helpful the company's operation including considered through qualification, experience, and the proficiency of the retiring directors. The meeting has resolved that the Annual General Meeting of Shareholders should consider to elect the three directors, Mr. Sithichai Chaikriangkrai, Mr. Kiartisak Lertsiriamorn and Mr. Suwicha Boonsupa who resigned by rotation to be directors of the company for another term by electing each person.

In this regard, the directors who have interests in this agenda will be not allow to vote. The candidate's profile, shareholding information and tenure information of company / listed company and other businesses (Enclosure No. 3).

## Agenda 6 To consider and approve not paying the remuneration for directors for the year 2024

**Fact and Reason:** The Board of Director will review the preliminary remuneration payment and propose to the Annual General Meeting of Shareholders for approval of the remuneration at maximum for each year.

**Board of Directors' opinion**: The Meeting of Board of Directors No. 2/2024 held on 25 December 2023 considered the above-mentioned proposal by taking into account the suitability in various respects, including the directors' responsibilities and the company's operational results for the previous year. It is deemed appropriate to propose that the Meeting of Shareholders consider not paying the remuneration for directors for the year 2024, decreased by Baht 15 Million to the prior year and omission pay bonus to directors.

#### Agenda 7 To consider and appoint the auditor(s) and determine auditing fee for the year 2024

**Fact and Reason:** Section 120 of the Public Limited Companies Act stipulates that the Annual General Meeting of Shareholders shall appoint an auditor who may be re-appointed and determine the audit fee of the company every year.

**Board of Directors' opinion**: The Meeting of Board of Directors No. 2/2024 held on 25 December 2023 considered the reliability, knowledge, expertise, provision of services and audit fee, as well as timely certification of the financial statements deemed that the auditor of KPMG Phoomchai Audit Limited with good performance, therefore, it is deemed appropriate to propose the Annual General Meeting of Shareholders is as follows:-

1) Appoint the auditor of KPMG Phoomchai Audit Limited to be the Company's auditor with each of 5 auditors namely Mr. Ekkasit Chuthamsatid, CPA Registration No. 4195 or Ms. Nittaya Chetchotiros, CPA Registration No. 4439, or Ms. Kanokorn Phooriphanyawanit, CPA Registration No. 10512 or Ms. Nadsasin Wattanapaisal, CPA Registration No. 10767 or Ms. Sukanya Rodkroh, CPA Registration No. 12089

2) To determine the auditor remuneration of Baht 730,000, a decrease of Baht 300,000, for the audit of financial statement for the fiscal year 2024 ending 30 September 2024. The fee does not include out of pocket expenses such as traveling, copy and other expenses relating to the audit.

#### Agenda 8 Consideration of other matters (if any)

The company determined to close the Shareholders' Register Book to suspend shares transfer to provide the shareholders' right to attend the Ordinary Shareholders' Meeting for 2024 since 10 January 2024 until completion of the Meeting.

We cordially invite all shareholders of Siam Food Products PLC. to attend The Annual General Meeting of the Shareholders for the year 2024 on Tuesday 30 January 2024 at 13.30 hours. The

Annual General Meeting of the Shareholders will be held via the electronic meeting (E-AGM) pursuant to the Emergency Decree on Electronic Meeting B.E. 2563 (2020). If the shareholders intend to attend the E-AGM, the shareholders or proxies shall send the registration form for attending the E-AGM and identification documents as detailed in the notice to the meeting (Enclosure No. 5-6) to the Company within 23 January 2024. Once The company determined to close the Shareholders' Register Book date on 10 January 2023, the link and the manual for access to the E-AGM will be sent to the shareholders by OJ International Co., Ltd., via the email given to the company. In this respect, the details and guidelines for attending the E-AGM are specified in Enclosure No. 5

Yours faithfully,

Chimi IS.

(Mr. Charnvit Subsanyakorn) President

#### (Translation)

## The Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 Conducted Through Electronic Means (E-EGM) of Siam Food Products Public Company Limited (the "Company")

## Meeting date and time:

The meeting was convened on Friday 24 March 2023, at 13.30 hours. via electronic meeting (E-EGM) 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, has requested Ms. Pornpun Premratanachai to summarize the quorum of the meeting. Ms. Pornpun Premratanachai notified that there were 37 shareholders attending the meeting both in person and by proxy, holding a total of 19,150,157 shares, representing 91.19% of the Company's total paid-up shares, exceeding one-third of the total 21 million shares sold. There were at least 25 persons attending the meeting, forming a quorum in accordance with Article 35 of the Company's Articles of Association.

There were 5 shareholders attending the meeting representing 76,997 shares and 32 proxies representing 19,073,160 shares.

Mr. Thien Mekanontchai, Chairman of the Board of Directors informed that the number of attendees attending the meeting constituted a quorum according to the Company's Articles of Association, therefore, the Chairman declared the meeting convened and assigned Ms. Pornpun Premratanachai, Company Secretary to be the conductor of the Extraordinary General Meeting to introduce the attending directors and executives, as well as to explain the meeting procedure and voting at this time.

Ms. Pornpun Premratanachai introduced to the participants, the Company's directors, executives, independent financial advisors from Jay Capital Advisory Limited, and legal advisors from Weerawong, Chinnavat & Partners Ltd. as follows: -

#### Directors attending the Meeting in person:

- 1. Mr. Thien Mekanontchai
- 2. Mr. Prasit Kovilaikool

Chairman of the Board of Directors Independent director, Chairman of Audit Committee and Chairman of the Remuneration and Nominating Committee

3.	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
4.	Mr. Siripol Yodmuangcharoen	Director, Vice Chairman of Executive Committee No.2
		and Chairman of the Sustainability and Risk Management
		Committee
5.	Mr. Charnvit Subsanyakorn	Director, Executive of Director Director of the
		Sustainability and Risk Management Committee and President

## Directors attending the Meeting through ZOOM program:

6.	Mr. Ananta Dalodom	Independent director, Chairman of the Corporate	
		Governance Committee and Director of the Remuneration	
		and Nominating Committee	
7.	Mr. Chai Jroongtanapibarn	Independent director, Director of the Audit Committee and	
		Director of the Sustainability and Risk Management	
		Committee	
8.	Police General Krisna Polananta	Independent director, Director of the Audit Committee	
		and Director of the Corporate Governance Committee	
9.	Mrs. Nidda Theerawatanachai	Director and Executive of Director	

## Directors not attending the Meeting in person:

1.	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	
2.	Mr. Chotiphat Bijananda	Director, Chairman of Executive of Director and Director	
		of the Corporate Governance Committee	

At present, the Company has 11 directors, and there were 9 directors attending the meeting, representing 81.82% of the total number of directors of the Company.

## Attending executives: -

1. Mr. Kiartisak Lertsiriamorn

Executive of Director, Senior Executive Vice President of

		Finance and Accounting
2.	Mr. Suwicha Boonsupa	Executive of Director, Senior Executive Vice President
		Pineapple Business and agro-industrial
3.	Mr. Anon Chonmaitree	Executive Director
4.	Ms. Sutiporn Rungsisirikul	Consultant
5.	Mr. Kumpon Chayasunthorn	Consultant
6.	Ms. Tanaporn Nuntawowart	Senior Vice President of Finance and Accounting
		Administration
7.	Mr. Pakpoom Termpongpisit	Senior Vice President of Marketing & Sales
8.	Ms. Jirapa Phayakka	Assistant Vice President of Accounting and Finance
9.	Ms. Pornpun Premratanachai	Company Secretary

#### Independent Financial Advisors from Jay Capital Advisory.

- 1. Ms. Jirayong Anuman-Rajadhon
- 2. Ms. Salisa Puesan
- 3. Mr. Ronnakrit Anantaratikhun

## Legal Advisors from Weerawong, Chinnavat & Partners Ltd.

- 1. Mr. Wittaya Kaewkungsadan
- 2. Mr. Kittipit Viseshsin

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

1. The Extraordinary General Meeting of Shareholders No. 1/2023 is held via electronic meeting (E-EGM) in accordance with criteria specified in the laws on electronic meeting, as detailed in the notice to the meeting, which had already been sent to the shareholders by announcement via the SET Link system of the Stock Exchange of Thailand (the "SET") and the Company's website.

2. The Company has delivered the link and the E-EGM manual to the shareholders or proxies for access to the E-EGM in advance of the meeting.

3. The shareholders attending the meeting can view the presentation and the voting score via live broadcast throughout the meeting. In the event that the shareholders authorized an independent director or

the proxy holder, and already voted in advance in the proxy form, the Company has already recorded the voting score from the shareholders' vote. You would not be able to click to vote again.

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

4.1 The meeting had 4 agendas as presented in the invitation letter.

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

5. The shareholder is able to vote for each agenda by selecting for approval, disapproval or abstentions, by clicking the menu button to vote in the system during the period that the casting of vote for each agenda. The Company will provide sufficient time for vote casting.

For the shareholder or the proxy who did not make any mark, the Company will consider it as a vote of approval.

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

- Agenda No. 1 must be granted approval from the shareholders' meeting with the majority votes of the attending shareholders being eligible to vote.

- Agenda No. 3 on the approval of the delisting of the Company's share from being securities listed on the SET and any relevant delegation of authority, the approval must be given at the shareholders' meeting with no less than three-fourths 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.

Agenda No. 2 is to acknowledged agenda, and so no resolution is required.

7. The Company will announce a summary of the voting results when each agenda is over.

8. In addition, if any shareholder wishes to ask additional questions in each agenda, the shareholders can click on the menu to type questions (Chat) and type questions, and send questions to the Company (SFP Q&A)

9. 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 proxies who inquired and expressed their opinions shall appear in the Minutes of the Meeting and there will be video recording throughout the Meeting. In the event that any shareholder or proxy 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 a representative from Weerawong, Chinnavat & Partners Ltd., Mr. Kittipit Viseshsin, to act as the witness for counting of votes for each agenda item.

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

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

Ms. Pornpun Premratanachai (Company Secretary) proposed the meeting to consider and approve the minutes of the Annual General Meeting of Shareholders No. Bor Mor Jor 31 for the year 2023 held on 30 January, 2023 according to the details in the documents delivered to all shareholders with the invitation letter from page 7-22, total 16 pages.

There were no shareholders asking question or expressing any opinion, therefore, Ms. Pornpun has asked the Meeting to consider and approve the Minutes of Annual General Meeting of Shareholders No. Bor Mor Jor 31 for the year 2023.

The Meeting has considered and had unanimously approve the minutes of the Annual General Meeting of Shareholders No. Bor Mor Jor 31 for the year 2023 based on following votes: -

Agreed	total	19,436,260	votes or	100%
Disagreed	total	0	votes or	0.00%
Abstained	total	3,497	votes	
Voided	total	-	votes	

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

Remark: In this agenda, there were two other shareholders joining the Meeting holding a total of 289,600 shares.

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.

Ms. Pornpun Premratanachai asked Mr. Charnvit Subsanyakorn, President to report the results of the opinions on the delisting of the Company's shares from being securities listed on the SET and offer of the tender offeror, as well as other related information.

Mr. Charnvit Subsanyakorn explained to the Meeting that on 13 February 2023, the Company was informed that Plantheon Company Limited ("**Plantheon**"), a major shareholder of the Company, has an intention to make a tender offer for all the shares of the Company, which are the remaining 5,337,233 shares,

in order to delist the Company's shares from being listed securities on the SET, at the offering price of THB 245.77 per share (based on the financial statements of the Company as of 30 September 2022) and on 15 February 2023, the Company has been further notified by Plantheon that it will proceed to adjust the offering price from THB 245.77 per share to THB 254.27 per share, to be in accordance with the net asset value of the Company according to the Company's latest financial statements (that is, based on the financial statements of the Company as of 31 December 2022) to comply with the criteria for determining the tender offer price for delisting 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).

Plantheon has an intention to delist the Company's shares to improve the Company's management capacity to become more effective, increasing business management flexibility, 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. In addition, at present, there are not much trade values of the Company's shares on the SET, therefore, this tender offer for delisting the shares will benefit the trading liquidity of the Company by increasing options and opportunities to sell the Company's shares and allowing minority shareholders to sell their shares at a reasonable price.

In this regard, Plantheon will proceed with the tender offer in order to delist the Company's shares from being 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).

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 to provide opinions and clarify to the shareholders of the Company for consideration on the delisting of the Company's shares on SET.

In addition, the Company submitted the opinions of the independent directors and the opinions of the independent financial advisor, Form of Report on Delisting of Shares from being Listed Securities

(F10-6), and Form 56-1 One Report as present on the financial statements of the Company as of 31 December 2022, together with the invitation to the shareholders' meeting to the shareholders (details as set out in Enclosure 2-5).

In this regard, the President asked Ms. Jirayong Anuman-Rajadhon, the independent financial advisor of Jay Capital Advisory Company Limited, to give explanations and opinions to the shareholders with respect to the delisting of the Company's shares from being securities listed on the SET, and the appropriateness of the tender offer price, in order to support the consideration and approval for the delisting of the Company's shares from being securities listed on the SET in Agenda Item 3.

Ms. Jirayong Anuman-Rajadhon reported the opinions on the delisting of the Company's shares from being securities listed on the SET and the offer of the tender offeror, as well as other related information. The details are as follow:

The independent financial advisor is of the opinion that the offering price of THB 254.27 per share, which is an adjusted price, is appropriate. In the determination of the appropriateness of the offering price of the transaction, the independent financial advisor has used various methods in determining the value of the ordinary share of the Company, which are Book Value Approach, Adjusted Book Value, Historical Market Price Approach, Market Comparable Approach, and Sum of the Parts Approach. The independent financial advisor is of the view that the most appropriate method for determining the value of the ordinary share of the Company, as it has been adjusted to take into account the main assets of the Company to reflect the fair value of such assets. Under this method, the fair value of the ordinary share of the Company is between THB 251.99 to THB 254.99 per share, with the base value of THB 253.50 per share, which is still THB 0.77 per share lower than Plantheon's offering price of THB 254.27.

The independent financial advisor also informed the Meeting that even though the Company will be impacted by the delisting of the shares, such as it will no longer be able to raise funds through the SET, or the investors may have less access to the Company's information and news, and the shareholders will also be affected by the reduction of the liquidity of the Company's share as there will not be any secondary market and the reference market price, but the Company will still be able to raise funds by other means such as loans from financial institutions. In addition, at present, Plantheon holds 15,662,767 shares in the Company, equivalent to 74.58 percent of the total issued shares of the Company, allowing Plantheon to control the business direction, as well as to control the resolutions of the shareholders' meeting on important matters such as a transfer of all or substantial parts of the Company's business, capital decrease, capital increase, amalgamation, changes in the dividend payment policy, and the delisting of the Company's share for the purpose of delisting the Company's share from being securities listed on the SET. Therefore, the tender offer of the Company's share for the purpose of delisting the Company's share from being securities listed on the SET.

reduce the risk or effect which the shareholders may be subjected to given Plantheon's controlling power. Therefore, the independent financial advisor is of the view that the shareholders of the Company should approve the delisting of the Company's shares from being securities listed on the SET.

In this agenda Ms. Siriporn Sonklin, a proxy, enquired about the appropriateness of the offering price, given that Company has a low level of debts and has a large amount of land, and also has a plan to operate an industrial estate in the future. Ms. Pornpun has asked the independent financial advisor to clarify on such matter.

Ms. Jirayong Anuman-Rajadhon informed the meeting that since the Company has a large amount of land, the independent financial advisor has adopted the Adjusted Book Value approach in the determination of the fair value of the ordinary share of the Company, in which the independent appraiser has been invited to appraise the value of the assets and liabilities of the Company, which included the value of the land of the Company. However, future projects that do not yet have any details cannot be included in the calculation of the value of the ordinary share of the Company.

Ms. Siriporn Sonklin, a proxy, further enquired about the possibility of adjusting the offering price between the tender offer period after the shareholders' meeting has approved the tender offer, in the event that the Company's has a higher profit margin during the operating results of the second quarter. Ms. Pornpun has asked the legal advisor to clarify on such matter.

Mr. Wittaya Kaewkungsadan informed the meeting that the adjustment of the offering price must be in accordance with the relevant regulations of the Securities and Exchange Commission. At present, the offering price that Plantheon has offered is higher than the highest price calculated using the calculation method in the relevant regulation. Even if the Company has a higher profit margin from the result of operation in the second quarter, this is not one of the conditions under the regulation for the adjustment of the offering price. The adjustment of the offering price after the Company has issued its financial statements in the second quarter can only happen if the value of the Company calculated using the Adjusted Book Value method increases beyond the offering price of the tender offeror. In which case, the tender offeror is obliged to adjust the offering price to be in accordance with the highest price as prescribed by the regulation.

The Meeting acknowledged as proposed.

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

Ms. Pornpun Premratanachai explained to the Meeting that Agenda Item 3 is a continuation of Agenda Item 2, which is to consider and approve the delisting of the shares of the Company from being securities listed on the SET, and the delegation of authority related to the matter. In this regard, the Company has clarified the details of the delisting of the Company's shares, and that the independent financial advisor has concluded the opinion on the delisting of the shares, and is of the view that the offering price of THB 254.27 per share, which is an adjusted price, is appropriate. In addition, the independent directors of the Company have considered the details relating to the delisting of the shares of the Company and have issued an opinion in relation to the delisting of the Company's shares from being securities listed on the SET, which concurs with the opinions of the independent financial advisor, and resolved to propose that the Extraordinary General Meeting of Shareholders consider and approve the delisting of the shares of the Company from being securities listed on the SET. The details of the opinions are set out in Attachment 3 , which was delivered to the shareholders together with the invitation to this Meeting. The shareholders should consider the report of the independent financial advisor in support of the approval for the delisting of the shares of the Company, whereby the final decision will be at the discretion of shareholders.

In addition, the Board of Directors (excluding any directors with interests) has resolved 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 listed securities on the SET, as well as any of the following acts in order to make the transaction convenient and flexible, and for the best interests of the Company:

(a) 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;

(b) To contact, coordinate, request for permissions, request for 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 the 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;

(c) 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

(d) To undertake any acts relevant to and/or in connection with delisting of the Company's shares from being securities listed on the SET.

In this agenda Mr. Suabchok Reongvan, a shareholder of the Company, enquired about the approximate time period in which the tender offer can be announced, and whether the tender offer has to be approved by any authority, and the payment period after the completion of the tender offer period. Ms. Pornpun has asked the independent financial advisor to clarify on such matter.

Ms. Jirayong Anuman-Rajadhon informed the meeting that the tender offer must be approved by the SET. It is expected that the tender offer will be approved by early April and can commence by the third week of April. In addition, the payment for the tender offer can only happen within two days after the end of the tender offer period of 45 days and cannot be earlier. This is expected to be completed by the end of June. In this regard, this is only an approximate timeline which may be subject to change.

Ms. Pornpun Premratanachai invited the shareholders to ask any further questions about the consider and approve the delisting of shares of the Company from being securities listed on the SET. Since there were no other questions from any shareholder, Ms. Pornpun Premratanachai requested the Meeting to consider approving the consider and approve the delisting of shares of the Company from being securities listed on the SET, and the relevant delegation of authority.

The Meeting resolved to approve the delisting of the shares of the Company from being securities listed on the SET, and the delegation of authority related to the matter, by votes of not less than three-fourth of the total issued shares of the Company, and there were 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 following votes

Agreed	total	19,439,957	votes	or	92.57%
Disagreed	total	0	votes	or	0.00%
Total number of	f the issue	ed shares of the	e Company	v 21,0	000,000 votes or 100%
Abstained	total	-	votes		
Voided	total	-	votes		
Remark. In th	is agend	a there was	one share	hold	er joining the Meeting

Remark: In this agenda, there was one shareholder joining the Meeting holding 200 shares.

#### Agenda 4 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 14.26 hours.

Mara

(Mr. Thien Mekanontchai)

Chairman

mach

(Ms. Pornpun Premratanachai)

**Company Secretary** 

QR Code for downloading the 2023 Annual Report of the Company



Please scan the QR Code to access information on the Company's operational results for the year 2023 (Agenda No. 2) and the Statement of Financial Position and Income Statements for the year ended September 30, 2023 (Agenda No. 3).

In addition, Shareholders may download the 2023 Annual Report from our website at http://www.siamfood.co.th in the "Investor Relations Section" >> Annual Report.

## How to scan QR Code?

Please follow the below steps:

- 1. Open the QR Code reader on your phone / other mobile device;
- 2. Hold your device over a QR Code so that it is clearly visible within your screen
- 3. If necessary, press the button.

## Profiles and related details of nominated person for appointment as the Company's Directors

1. Name - Surname	Mr.Sithichai Chaikriangkrai
Type of Appointment	Authorized Director
Tenure	16 years 9 months
	(Has been appointed as Director of Board
	of Directors of Siam Food Products PLC,
	since 24 April 2007 until present)
Date of birth	10 July 1954
Age	69 Years
Nationality	Thai
Address	61 Phetkasem 55, Laksong, Bang Khae, Ba
Education	Bachelor Degree of Accounting (First Clas
	Computer Management Certificate, Chulal
	Mini MBA, Kasetsart University

## **Current Position**

Aug 2023-Present	Chairman of the Board of Director	Siam Food Products PCL.
2007- Aug 2023	Directors	Siam Food Products PCL.
Sep 2023-Present	Vice Chairman of the Board of Director No.2	Siam Food (2513) Co., Ltd.
2021- Sep 2023	Vice Chairman of the Board of Director No.3	Siam Food (2513) Co., Ltd.
Sep 2023-Present	Chairman of the Board of Director	Quality Pineapple Products Co.,
		Ltd.
2010-Aug 20236	Directors	Quality Pineapple Products Co.,
		Ltd.
2023-Present	Directors	Big C Retail Holding Company
		Limited
2020-Present	Directors	Chang Beer Co., Ltd.
2019-Present	Directors / Executive Director	Frasers Property Industrial
		(Thailand) PCL.
2018-Present	Directors	Asset World Corp PCL.
2013-Present	Directors	Fraser and Neave, Limited
2011-Present	Director / Vice Chairman of the Executive of	Sermsuk PCL.
	Director No.2 / Director of the Risk	

Management Committee

2010-Present	Director and Senior Executive Vice President	Thai Beverages PCL.
2007-Present	Directors	Univentures PCL.
2006-Present	Directors	Oishi Group PCL.
2001-Present	Directors	Berli Jucker PCL.

2. Name - Surname	Mr. Kiartisak Lertsiriamon			
Type of Appointment	Authorized Director			
Tenure	0 years 5 months			
	(Has been appointed as Director of Board			
	of Directors of Siam Food Products PLC,			
	since 25 August 2023 until present)			
Date of birth	5 May 1959			
Age	64 Years			
Nationality	Thai			
Address	277 Soi Lad Phrao 26, Chomphon, Chatuchak, Bangkok			
Education	Bachelor Degree of Accounting. (Cost Accounting), Chulalongkorn			
	University			
	Master Degree of Accounting. (Cost Accounting), Chulalongkorn			
	University			

## **Current Position**

2023-Present	Dictors
2020-Present	Dictors
2015-Present	Dictors
2011-Present	Dictors
2011-Present	Dictors
2010-Present	Dictors

Siam Food Products PCL. Plantheon Co.,Ltd. Siam Food (2513) Co., Ltd. Terragro Fertilizer Co.,Ltd. Lastica Co.,Ltd. Quality Pineapple Products Co.,Ltd.

3. Name - Surname	Mr. Suwicha Boonsupa		
Type of Appointment	Authorized Director		
Tenure	0 years 5 months		
	(Has been appointed as Director of Board		
	of Directors of Siam Food Products PLC,		
	since 25 August 2023 until present)		
Date of birth	12 June 1975		
Age	48 Years		
Nationality	Thai		
Address	58 Soi Song Sa-ard, Chomphon, Chatuchak		
Education	Bachelor of Economics, Thammasat University		
	Master of Marketing, International Marketing, University of Surre		
	Surrey, United Kingdom		

## **Current Position**

2021-Present	Director / Senior Vice President	Siam Food Products PCL.
2021-Present	Director / President	Siam Food (2513) Co., Ltd.
2023-Present	Director / Senior Vice President	TCC Intertrade Company Limited
2023-Present	Director	Eastern Seaboard Industrial Estate
		(Rayong) Co., Ltd.
2023-Present	Director / President	Siam Food (2513) Co., Ltd.
2021-Present	Director	Siam Food (2513) Co., Ltd.
2021-Present	Director	Quality Pineapple Products
		Co.,Ltd.
2020-2022	Director / Senior Vice President	TCC Intertrade Company Limited
2020 - Present	Director	Big C Supercenter (Lao) Sole
		Company Limited, Laos
2018-Present	Director	TCC Intertrade Company Limited
2018-Preent	Founder	Big C Supercenter (Cambodia)
		Company Limited, Cambodia
2018-Present	Director	BJC – Mpoint International
		Company Limited, Thailand
2018-Present	Director	Mpointmart Trading Company
		Limited, Laos

#### **ARTICLES OF ASSOCIATION OF SIAM FOOD PRODUCTS PCL. No. Bor Mor Jor 31**

### **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.

22

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**. 30<sup>th</sup> 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:

 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.

**Enclosure No. 5** 

### Guidelines for attending the AGM via Electronic Meeting (E-AGM) and Proxy

# 1. The shareholders who require to attend the electronic meeting by themselves or appoint the other persons to be Proxies (Apart from the Independent Directors) to attend the E-AGM

## 1.1 Identity Verification of the Shareholders or Proxies

The shareholders or proxies must submit the acceptance for the invitation of online meeting (Enclosure No. 6), including with the required documents such as copy of the identification card or passport of the shareholders and proxies (in case that the shareholders appoint proxies) to have their identity verified to the company within January 23, 2023 through 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. 290-290/1, TCC Building, 6<sup>th</sup> Floor, Surawong Road, Si Phraya, Bang Rak, Bangkok 10500 Thailand.

#### 1.2 Attending the E-AGM

When receiving documents, the company will check the documents to confirm the right to attend the meeting. The shareholder will receive an e mail which is a link for attending the meeting and manual from the meeting organizer before the meeting date in four days. If you haven't been received within January 26, 2024, please contact the company immediately.

The shareholder is required to read the manual carefully. The system will allow you to register for the meeting at 12.30 hrs. before the meeting start at 13.30 hrs. If you have encounter with any technical problem in using the E-AGM system before or during the meeting, please contact OJ International Co., Ltd., who will be the company's service provider for the E-AGM's meeting. The Company will specify a contact channel to OJ International Co., Ltd., in the email that will send username and password to you.

Meeting attendance and voting can be used with computers/notebooks/tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home broadband internet.

2. Documents or basis that the shareholders or proxies must submit to identify

themselves

## 2.1 The shareholder is a natural person

Attending the meeting by themselves

A copy of ID card or government official ID card or passport (In case of foreigner)
 <u>Proxy grantor</u>

- Proxy which is attached with the invitation meeting, filled in correctly and completely and there is signature of proxy grantor and proxy with a 20 baht duty stamp attached.

- A copy of ID card or government official ID card or passport (in case of foreigner) of shareholder and proxies with certified true copy.

### 2.2 The shareholder is a juristic person

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

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

- A copy of the certificate Ministry of Commerce, not more than 60 days and certified true copy by the authorized person on behalf of the juristic person with corporate seal (if any)

#### Proxy grantor

- Proxy which is attached with the invitation meeting, filled in correctly and completely and there is signature of proxy grantor and proxy with a 20baht duty stamp attached.

- A copy of the certificate Ministry of Commerce, not more than 60 days, 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 certified true copy by an authorized person, signed on behalf of the juristic person with corporate seal (if any)

- A copy of ID card or government official ID card or passport (in case of foreigner) of shareholder and proxies with certified true copy.

2.3 Shareholders whose names appear in the register book as foreign investors and appoint a custodian in Thailand to be a share depositary

- Proxy form C filled in correctly and completely with signature of proxy grantor and proxy with a 20 baht duty stamp attached.

- Letter of certification confirming that the custodian is the signatory for the proxy form and is authorized to operate the custodian business with corporate seal (if any)

- Power of Attorney of foreign 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 foreigner) of proxies with certified true copy.

However, the document has not prepared in Thai or English, the shareholder is requested to provide an English translation and also have the juristic person's representative certify the translation's correctness.

## ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท อาหารสยาม จำกัด (มหาชน)

## Acceptance for the invitation of online meeting of Siam Food Products Public Company Limited

			วนท	เดือน	พ.ศ
			Date	Month	Year
1.	ข้าพเจ้า		หมายเลขบัตรประชา	เชน/หนังสือเคินทาง	
	I/We,		Identification Card/	Passport number	
	สัญชาติ	บ้านเลขที่	ถนน	ตำบล/แข	າວາ
	Nationality	Residing at No.	Road	Sub distr	ict
	อำเภอ/เขต		.จังหวัด	รหัสไปรษ	ณีย์
	District		Province	Postal Cod	le
2.	เป็นผู้ถือหุ้นของ	บริษัท อาหารสยาม จำกัง	จ (มหาชน)		
	Being a sharehol	der of Siam Food Produc	cts Public Company Limi	ited	
	โคย	เถือหุ้นรวมทั้งสิ้น			หุ้น
	Hol	ding the total amount of			shares
	Self-Attendi มอบฉันทะใ	-		ได้เข้าร่	يو ہوتا ہو
	_				·
(3)	Proxy to ข้อบลใบการจัดส่ง				าวมบระชุมดงกลาวขางตน the meeting.
	ข้อมูลในการจัคส่ง	วิธีการเข้าร่วมประชุม nk to join the meeting by			·
	ข้อมูลในการจัดส่ง Please send the Li	วิธีการเข้าร่วมประชุม nk to join the meeting by		attend	the meeting.
	ข้อมูลในการจัดส่ง Please send the Li	วิธีการเข้าร่วมประชุม nk to join the meeting by	below email	attend (โป	the meeting.
	ข้อมูลในการจัดส่ง Please send the Lin อีเมล E-Mail	วิธีการเข้าร่วมประชุม nk to join the meeting by	below email	attend (โป Plea	the meeting. ไรดระบุ) ase fil in the blank.
	ข้อมูลในการจัดส่ง Please send the Lin อีเมล E-Mail โทรศัท	วิธีการเข้าร่วมประชุม nk to join the meeting by	below email	attend (โป Plea (โป	the meeting. ไรดระบุ) ase fil in the blank.
1	ข้อมูลในการจัดส่ง Please send the Lin อีเมล E-Mail โทรศัท Mobile	วิธีการเข้าร่วมประชุม nk to join the meeting by พ์มือถือ Number	below email	attend (โป Plea (โป Plea	the meeting. ไรคระบุ) ase fil in the blank. ไรคระบุ)
] (4) ຄື	ข้อมูลในการจัดส่ง Please send the Lin อีเมล E-Mail โทรศัท Mobile จัดส่งเอกสารเพื่อยื	วิธีการเข้าร่วมประชุม nk to join the meeting by  พ์มือถือ Number นยันดัวตน ตามสิ่งที่ส่งม required document per a	below email	attend (โป Plea (โโ Plea เที่ 23 มกราคม 2567 January 2027	the meeting.  รดระบุ) ase fil in the blank.  รดระบุ) ase fil in the blank.
(4) 1 (5) 1 (5)	ข้อมูลในการจัดส่ง Please send the Lin อีเมล E-Mail โทรศัท Mobile จัดส่งเอกสารเพื่อยื Please submit the เมื่อได้รับการยืนยับ Once you have ver	วิธีการเข้าร่วมประชุม nk to join the meeting by พ์มือถือ Number นยันตัวตน ตามสิ่งที่ส่งม required document per au เตัวตน บริษัทฯ จะจัดส่ง rified, the company will	<sup>r</sup> below email าด้วยลำดับที่ 5 <b>ภายในวัน</b> า Enclosure No. 5 by <b>23</b> (	attend (โป Plea เที่ 23 มกราคม 2567 January 2027 ละวิธีการเข้าร่วมประชุม meeting via email	the meeting.  รคระบุ) ase fil in the blank.  รคระบุ) ase fil in the blank.  ปยังอีเมลที่ท่านได้ระบุ

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder

(.....)

## **Enclosure 7**

Duty Stamp 20 Baht

## **PROXY Form A.**

Shareholder Registration No.		Written at	Written at			
		Date	Month	Year		
I/We			nationali	ty		
Address						
being a sharehold	ler of Siam Food Products Public Cor	mpany Limited				
holding the ordin	ary share total amount of	shares and are	entitled to vote equa	al to votes		
hereby appoint						
1				age years		
t	Road	Sı	ab-District			
	Province	P	ostal Code	or		
2.				age years		
t	Road	Sı	ıb-District			
	Province	P	ostal Code	or		
3.				age years		
t	Road	Sı	ıb-District			
	Province	P	ostal Code	or		
	I/We Address being a sharehold holding the ordin hereby appoint 1 2.	I/We         Address         being a shareholder of Siam Food Products Public Conholding the ordinary share total amount of         hereby appoint         1.         Road.         Province.         2.         Road.         Province.         3.         Kanada	Date I/We Address being a shareholder of Siam Food Products Public Company Limited holding the ordinary share total amount of	Date Month I/We nationali Address being a shareholder of Siam Food Products Public Company Limited holding the ordinary share total amount of shares and are entitled to vote equa		

As only one of proxy to attend and vote on my/our behalf at the Bor Mor Jor 32 Annual General Meeting of Shareholders on 30 January 2024 time 13.30 hours, via electronic method (E-AGM) or on such other date and at such other place as may be postponed or changed by the Board of Directors of the Company. Any action undertaken by the proxy at the meeting shall be deemed as being done by me/us in all respects.

Signed...... Grantor

Signed......Proxy
(.....)

#### <u>Remarks</u>

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.

## Duty Stamp 20 Baht

Proxy	(Form	<b>B.</b> )
-------	-------	-------------

Shareholder Registration No				Written at		
				Date	Month	Year
(1)	I/We				nationality	
(1)					-	
	7 tuur 035 .					
(2)	being a sh	areholder of Siam Food Produ	ucts Public Compa	ny Limited		
	holding	g the ordinary share total amount o	of sha	ares and are o	entitled to vote equal to	votes
(3)	hereby ap	point				
		1			age	years
residing a	t	Road		Sub-I	District	
District		Province				
		2			age	years
residing a	t	Road		Sub-I	District	
District		Province		Postal	Code	
		3			age	years
residing a	t	Road		Sub-I	District	
District		Province		Postal	Code	
-		o attend and vote on my/our behalf at E-AGM) or on such other date and at			-	-
(4)	I/We here	by authorized the Proxy to vote or	n my/our behalf in this i	meeting as follo	ows:	
Agenda 1	To consid	er and approve the Minutes of the	Extraordinary General	Meeting of Sha	areholders No. 1/2023 of	the
	Company	held on 24 March 2023				
		(a) The Proxy may consider the n	matters and vote on my	/our behalf as the	he Proxy deems appropria	ate in all respects. or
		(b) The Proxy may consider the	matters and vote on my	/our behalf as f	follows :	
		Approve	Disapprove	Abstain		
Agenda 2	To acknow	wledge the Company's operational	l results for the year end	led September	30, 2023.	
		(a) The Proxy may consider the n	matters and vote on my	/our behalf as t	he Proxy deems appropria	ate in all respects. or
		(b) The Proxy may consider the	matters and vote on my	/our behalf as f	follows :	
		Approve	Disapprove	Abstain		
Agenda 3	To consid	der and approve the Statement of F	Financial Position and I	ncome Stateme	nts for the year ended Sep	otember 30, 2023
		(a) The Proxy may consider the r	matters and vote on my	our behalf as t	he Proxy deems appropria	ate in all respects. or
		(b) The Proxy may consider the	matters and vote on my	/our behalf as f	follows :	
		Approve	Disapprove	Abstain		

Agenda 4	Consideration to approve the allocation of net profit for 2023, legal reserves and the omission of dividend payment
	(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
	(b) The Proxy may consider the matters and vote on my/our behalf as follows :
	Approve Disapprove Abstain
Agenda 5	Consideration to elect the director in replacement of the director who resigned by rotation.
	(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
	(b) The Proxy may consider the matters and vote on my/our behalf as follows :
	Vote for an individual nominee
	5.1 Mr. Sithichai Chaikriangkrai
	Approve Disapprove Abstain
	5.2 Mr. Kiartisak Lertsiriamorn
	Approve Disapprove Abstain
	5.3 Mr. Suwicha Boonsupa
	Approve Disapprove Abstain
Agenda 6	To consider and approve not paying the remuneration for directors for the year 2024
	(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
	(b) The Proxy may consider the matters and vote on my/our behalf as follows :
	Approve Disapprove Abstain
Agenda 7	To consider and appoint the audit(s) and fix the auditing fee for the year 2024.
	(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
	(b) The Proxy may consider the matters and vote on my/our behalf as follows :
	Approve Disapprove Abstain
Agenda 8	To consider any other matter (if any)
	(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
	(b) The Proxy may consider the matters and vote on my/our behalf as follows :
	Approve Disapprove Abstain
(5)	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 shal	Il be authorized to consider the matter and vote on my/our behalf as the Proxy deems appropriated.
	Any action undertaken by the proxy at the meeting shall be deemed as being done by me/us in all respects.
	Signed Grantor
	()
	Signed Proxy
	()
<u>Remarks</u>	

- 1 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. The agenda of election of directors can elect by team of directors or each person.
- 3. 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.

## Supplemental Proxy Form B

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

At the Bor Mor Jor 32 Annual General Meeting of Shareholders on 3 0 January 2 0 2 4 time 13.30 hours, via electronic method (E-AGM) or any adjournment at any date, time and place thereof.

วาระที่	เรื่อง
Agenda	Subject
	(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
	(b) The Proxy may consider the matters and vote on my/our behalf as follows :
	Approve Disapprove Abstain
วาระที่	เรื่อง
Agenda	Subject
	(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
	(b) The Proxy may consider the matters and vote on my/our behalf as follows :
	Approve Disapprove Abstain
I/We here	by certify that all details in this Annex to the form of proxy are true and correct in every respect.

Signed	Grantor
(	)
Date	////
Signed	Proxy
(	)
Date.	//

## Proxy (Form C.)

Sharehold	der Registrat	ion No.					พ.ศ
				Da	ite	Month	Year
Date	Mon	ih	Year				
(1)	I/We					nation	ality
	Address .						
	as the Cus	todian f	or				acting as the Custodian for
	being a sh	arehold	er of Siam Food Products Publi	c Company I	Limited		
	holding	the ord	inary share total amount of	share	es and a	are entitled to vo	te equal to votes
(2)	hereby ap	point					
		1					age years
residing a	at		Road		Sub	-District	
District			Province		Post	al Code	
		2					age years
residing a	ıt		Road		Sub	-District	
District			Province		Post	al Code	
		3					age years
residing a	ıt		Road		Sub	-District	
District			Province		Post	al Code	

As only one of proxy to attend and vote on my/our behalf at the Bor Mor Jor 31 Annual General Meeting of Shareholders on 30 January 2023 time 13.30 hours, via electronic method (E-AGM) 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)	I/We here	eby authorize the proxy holder to attend the meeting and vote on my/our behalf as follows:		
	Grant proxy the total amount of shares holding and entitled to vote			
	Grant partial shares of			
		G ordinary share share(s),, having voting rights equivalent to vote(s)		
		Total voting rights vote(s)		
(4)	I/We here	eby authorized the Proxy to vote on my/our behalf in this meeting as follows:		
Agenda l	To consid	der and approve the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023 of the		
	Company	v held on 24 March 2023		
		(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or		
		(b) The Proxy may consider the matters and vote on my/our behalf as follows :		
		Approve Disapprove Abstain		
Agenda 2	2 To ackno	wledge the Company's operational results for the year ended September 30, 2023.		
		(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or		
		(b) The Proxy may consider the matters and vote on my/our behalf as follows :		
		Approve Disapprove Abstain		
Agenda 3	B To consi	der and approve the Statement of Financial Position and Income Statements for the year ended September 30, 2023		
		(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or		
		(b) The Proxy may consider the matters and vote on my/our behalf as follows :		
	_	Approve Disapprove Abstain		
-		ation to approve the allocation of net profit for 2023, legal reserves and the omission of dividend payment (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. <u>or</u> (b) The Proxy may consider the matters and vote on my/our behalf as follows : Approve Disapprove Abstain ation to elect the director in replacement of the director who resigned by rotation. (a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. <u>or</u>		
		(b) The Proxy may consider the matters and vote on my/our behalf as follows :		
		Vote for an individual nominee		
		5.1 Mr. Sithichai Chaikriangkrai		
		Approve Disapprove Abstain		
		5.2 Mr. Kiartisak Lertsiriamorn		
		Approve Disapprove Abstain		
		5.3 Mr. Suwicha Boonsupa		
		Approve Disapprove Abstain		
Agenda 6	6 To consi	der and approve not paying the remuneration for directors for the year 2024		
		(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or		
		(b) The Proxy may consider the matters and vote on my/our behalf as follows :		
		Approve Disapprove Abstain		
Agenda 7	To consid	der and appoint the audit(s) and fix the auditing fee for the year 2024.		
		(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or		
		(b) The Proxy may consider the matters and vote on my/our behalf as follows :		
		Approve Disapprove Abstain		
Agenda 8	3 To consid	der any other matter (if any)		
		(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or		

(b) The Proxy may consider the matters and vote on my/our behalf as follow	(b) The Proxy n	nay consider the matte	ers and vote on my/ou	ur behalf as follows
--	-----------------	------------------------	-----------------------	----------------------

Approve

Disapprove Abstain

(5) 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) 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 agendum 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.

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 seemed as having been carried out by myself/ourselves in all respects.

Signed				Grantor
(				)
	Date	/	/	
Signed		•••••		Proxy
(				)

Date...../..../...../

#### **Remarks**

- 1. 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. Documents and evidences to be enclosed with the proxy form are:
- (1) Power of attorney form the shareholder authorizes a Custodian to sign the Proxy Form on behalf of the shareholder.
- (2) Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.
- 3. 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. 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. 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.

## Supplemental Proxy Form C

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

At the Bor Mor Jor 31 Annual General Meeting of Shareholders on 30 January 2023 time 13.30 hours, via electronic method (E-AGM) or any adjournment at any date, time and place thereof.

วาระที่	เรื่อง
Agenda	Subject
	(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
	(b) The Proxy may consider the matters and vote on my/our behalf as follows :
	Approve Disapprove Abstain
วาระที่	เรื่อง
Agenda	Subject
	(a) The Proxy may consider the matters and vote on my/our behalf as the Proxy deems appropriate in all respects. or
	(b) The Proxy may consider the matters and vote on my/our behalf as follows :
	Approve Disapprove Abstain

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

Signed	Proxy
(	)

Date...../...../...../