



## SIAM FOOD PRODUCTS PUBLIC CO., LTD.

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SFP. 194 / 2019

26 November 2019

Subject : Omission of dividend payment and Fix the date of The Annual General Shareholders Meeting for the year 2020

To : The President

The Stock Exchange of Thailand

Siam Food Products Public Company Limited (the "Company") would like to report to the Stock Exchange of Thailand that the Board of Directors Meeting No.1/2020 hold on November 26, 2019. The Meeting passed the significant resolutions as follows:

**1.** To approve the appointment of Miss. Tanaporn Nuntawowart Senior Vice President of Finance & Administration as Chief Financial Officer (CFO) in replacement of Mr. Kiartisak Lertsiriamorn with effective from November 26, 2019 Onward.

**2.** To recommend onwards that no dividend will be declared from the operating results of the year 2019 ending 30 September 2019 and propose for approval at the Annual General Meeting of Shareholders.

**3.** To Set up the date of The Annual General Shareholders Meeting No. Bor Mor Jor 28 On January 22, 2020, at 13.30 P.M., at Rajpruek Ballroom, 2nd floor Sport Building, Rajpruek Club, North Park Golf and Sport Club Co., Ltd. located at 100 Moo 3 Vibhavadi-Rangsit Road, Laksi, Bangkok , Thailand. The Annual General Shareholders Meeting No. Bor Mor Jor 28 has agenda as follows :

**Agenda 1.** To consider and approve the Minutes of the Annual General Shareholders Meeting No. Bor Mor Jor 27 dated January 24, 2019.

Board of Directors' opinion : the Shareholders should approve the said Minutes.

**Agenda 2.** To acknowledge the Company's operational results for the year ended September 30,2019

Board of Directors' opinion : the Shareholders should acknowledge the Company's operational results for the year ended September 30,2019.

**Agenda 3.** To consider and approve the Statement of Financial Position and Income Statements for the year ended September 30,2019.

Board of Directors' opinion : the Shareholders should approve the said Statement of Financial Position and Income Statement for the year ended September 30,2019, which have been audited by certified auditor and approved by the Audit Committee.

**Agenda 4.** To approve the appropriation of net profit for the year ended September 30,2019, legal reserve and dividend payment.

Board of Directors' opinion: There is no need to provide more legal reserve as the company has reached the minimum 10 % of Baht 300 million registered capital as required by the law totally Baht 30 million. The shareholder should approve that no dividend is paid from the operating results of the year 2019 ending 30 September 2019 due to operating losses.

**Agenda 5.** To consider and elect the Directors in replacement of those retiring by rotation.

Board of Directors' opinion: The Shareholders should re-elect the 4 retiring directors to serve for another term by each person according to the Remuneration and Nominating Committee proposed namely: Mr. Thien Mekanontchai, Mr. Ananta Dalodom, Police General Krisna Polananta and Mr. Graeme Anthony Cox .

**Agenda 6.** To consider approving the remuneration for directors for the year 2020

Board of Directors' opinion : The Board of Directors considered remuneration for directors for the year 2020 as proposed by the Nomination and Remuneration Committee, by taking into account the suitability in various respects, including the directors' responsibilities and the Company's operational results for the previous year, as well as comparison to the companies listed on the Stock Exchange of Thailand in the same industry. It is deemed appropriate to propose that the Meeting of Shareholders approve the remuneration for directors of all committees for the year 2020 in the amount of not exceeding Baht 15 Million, which is equivalent to the year 2019.

**Agenda 7.** To consider and appoint the auditor(s) and fix the auditing fee for the year 2020.

Board of Directors' opinion : The Board of Directors approved the proposal of the Audit Committee to appoint the auditor of KPMG Phoomchai Audit Limited as the Company's auditor in the year 2020. In addition, it was resolved to propose that the 2020 Annual Ordinary General Meeting of Shareholders consider approving the appointment of the auditor and the audit fee as follows :

1) To appoint an auditor of KPMG Phoomchai Audit Limited as the Company's auditor, namely, either:

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|----------------------------------|---------------|
| - Mr. Ekkasit Chuthamsatid       | CPA No.4195   |
| - Ms. Sureerat Thongarunsang     | CPA No.4409   |
| - Ms. Pornthip Rimdusit          | CPA No. 5565  |
| - Ms. Kanokorn Phooriphanyawanit | CPA No. 10512 |

shall be the auditor to conduct the audit and sign for certification of the financial statements of the Company for the year 2020. KPMG Phoomchai Audit Limited and the auditor namely, is neither related to nor engaged in any conflict of interest with company, subsidiary company, their executives, their major shareholders or relatives of these persons.

2) To determine the remuneration for the auditor including the quarterly review for 3 quarters for the financial statements ended September 30,2020 in the total amount of not exceeding Baht 1,525,000. The fees do not include out of pocket expenses such as traveling, copy and other expenses relating to the audit.

**Agenda 8.** To consider any other matters (if any).

The Company had earlier provided the opportunity for shareholders to submit additional proposals and nominate directorial candidates for 2020 Annual General Shareholders Meeting starting on August 1,2019 to October 31,2019 complying with the Good Corporate Governance. Consequently, No additional agenda items were received and no candidates were submitted to be proposed as company Director.

The Company will disclose the 2020 Annual General Shareholders Meeting itinerary and the agenda on the company's website at [www.siamfood.co.th](http://www.siamfood.co.th) in the item of "Investor news" on December 20, 2019 prior to the meeting.

The Company shall fix the record date to prepare lists of shareholders who have the right to attend the Annual General Meeting of Shareholders for the year 2020 on December 12, 2019.

Kindly be informed.

Yours faithfully,



( Mr. Graeme Anthony Cox )

President