## SIAM FOOD PRODUCTS PUBLIC CO., LTD.



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SFP. 211 / 2017

22 November 2017

Subject: Dividend payment and Fix the date of The Annual General Shareholders Meeting

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.1/2018 hold on November 22, 2017. The Meeting passed the significant resolutions as follows:

1. To consider the dividend payment Approved the dividend payment from the operating results for the year ended September 30,2017 at the rate of Baht 16.50 per share, the Company has paid the interim dividend for the performance of the first six months at Baht 6.50 per share and already paid on June 6,2017. The remaining dividend of Baht 10.00 per share will be paid to shareholders on February 16, 2018. Dividend pay from net profit except tax so person can not get tax credit. The company's shareholders whose names appear on the record date on December 7, 2017 to determine the rights to receive dividend, in this regard, the grant of this right is uncertain since it has to be approved by the shareholders' meeting.

2. To Set up the date of The Annual General Shareholders Meeting No. Bor Mor Jor 26 On January 24, 2018, 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 26 has agenda as follows:

Agenda 1. To consider and approve the Minutes of the Annual General Shareholders Meeting No. Bor Mor Jor 25 dated January 20, 2017.

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 30,2017

<u>Board of Directors' opinion</u>: the Shareholders should acknowledge the Company's operational results for the year ended September 30,2017.

**Agenda 3**. To consider and approve the Statement of Financial Position and Income Statements for the year ended September 30,2017.

<u>Board of Directors' opinion</u>: the Shareholders should approve the said Statement of Financial Position and Income Statement for the year ended September 30,2017, which have been audited by certified auditor and the Audit Committee agreed.

Agenda 4. To approve the appropriation of net profit for the year ended September 30,2017, 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 the dividend payment from the operating results for year ended September 30,2017 at Baht 16.50 per share of 90.16% of net profit in total amount Baht 346.50 million. The details are as follows:

- 1) The Company has paid the interim dividend for the performance of the first six months ended in Q2/2017 at Baht 6.50 per share for 21 million shares, totaling Baht 136.50 million. The payment was made on June 6, 2017.
- 2) The remaining dividend will be paid to shareholders entitled to receive the dividend in 2017 as per the list of shareholders on the record date at Bath 10.00 per share for 21 million shares of the Company, totaling Baht 210 million.

The company's shareholders whose names appear on the record date on December 7, 2017 to determine the rights to receive dividend and the dividend will be paid on February 16, 2018.

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

<u>Board of Directors' opinion</u> 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. Siripol Yodmuangcharoen, Mr. Prasert Maekwatana, Mr.Sithichai Chaikriangkrai and Ms. Pornpimol Chirtchoochai.

Agenda 6. To consider approving the remuneration for directors for the year 2018

Board of Directors' opinion: The Board of Directors considered remuneration for directors for the year 2018 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 2018 in the amount of not exceeding Baht 15 Million, which is equivalent to the year 2017.

Agenda 7. To consider and appoint the auditor(s) and fix the auditing fee for the year 2018.

<u>Board of Directors' opinion</u>: 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 addition, it was resolved to propose that the 2018 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:

Mr. Ekkasit Chuthamsatid CPA No.4195

Ms. Sureerat Thongarunsang CPA No.4409

Ms. Pornthip Rimdusit CPA No. 5565

- Ms. Napaporn Sathitthammaporn CPA No. 7494

shall be the auditor to conduct the audit and sign for certification of the financial statements of the Company for the year 2018. 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 quarter review for 3 quarters for the financial statement ended September 30,2018 in the total amount of not exceeding Baht 1,405,000. The fee do not include out of pocket expenses such as traveling, copy and other expenses relating to the audit.

Agenda 8. To consider any other matter (if any).

The Company had earlier provided the opportunity for shareholders to submit additional proposals and nominate directorial candidates for 2018 Annual General Shareholders Meeting starting on August 1,2017 to October 31,2017 complying with the Good Corporate Governance. Consequently, there was no proposal meeting agenda and/or nominates directorial candidates were submitted.

The Company will disclose the 2018 Annual General Shareholders Meeting itinerary and the agenda on company's website at <a href="https://www.siamfood.co.th">www.siamfood.co.th</a> in the item of "Investor news" on December 22, 2017 prior to the meeting.

The closing date of the company's share register book fixed the record date on which the shareholders have the right to attend the Annual General Meeting of Shareholders for the year 2018 on December 7, 2017.

Kindly be informed.

(Mr. Kiartisak Lertsiriamorn)

Company Secretary