



บริษัท สหยูเนียน จำกัด (มหาชน)

SAHA-UNION PUBLIC COMPANY LIMITED

คุณธรรม คุณภาพ คุณประโยชน์ 1828 ถนนสุขุมวิท แขวงพระโขนงใต้ เขตพระโขนง กรุงเทพฯ 10260 โทรศัพท์ 02-311-5111 โทรสาร 02-331-5668  
1828 Sukhumvit Rd., Phrakhanong Tai, Phrakhanong, Bangkok 10260 Tel. (662)-311-5111 Fax (662)-331-5668

[Translation]

20 April 2023

Subject : Notification on the Resolutions of the 30<sup>th</sup> Annual General Meeting of the Shareholders

To : President

The Stock Exchange of Thailand

The resolutions of the 30<sup>th</sup> Annual General Meeting of the Shareholders of Saha-Union Public Company Limited (SUC) held on 20 April 2023 at 10.30 a.m., at the Meeting room, 9<sup>th</sup> Floor of Saha-Union Building, No. 1828 Sukhumvit Road, Phrakhanong Tai, Phrakhanong, Bangkok, were as follows:-

1. The Meeting certified the 29<sup>th</sup> Annual General Meeting of the Shareholders.

The votes were 194,173,419 votes, Against : 0 vote, Abstain : 20,000 votes, Voided Ballot : 0 vote.

Remark : In this session, there were 3 additional attendants with 769,100 shares.

2. The Meeting acknowledged the Board of Directors' Report on the Past Year Performance.

Remark : In this session, there was 6 additional attendant with 16,478 shares.

3. The Meeting endorsed the Balance Sheet and Profit and Loss Statement or Financial Statements for the year ending 31 December 2022.

The votes were 194,038,397 votes, Against : 0 vote, Abstain : 171,500 votes, Voided Ballot : 0 vote.

4. The Meeting resolved to allocate the 2022 net profit appropriation as dividend to Shareholders at Baht 1.50 per share. Total dividends amounted Baht 450,000,000 which was equivalent to 64.38% of net profit. The dividends would be paid from the unappropriated retained earnings from dividends after 30% Corporate Income Tax at Baht 0.04222 per share, 25% Corporate Income Tax at Baht 0.03329 per share, 23% Corporate Income Tax at Baht 0.45314 per share and 20% Corporate Income Tax at Baht 0.97135. General Shareholders would be entitled to tax credit in the calculation of dividend tax payment in accordance with the section 47 bis of the Revenue Code. The year 2022 net profit would be carried forward as retained earnings. Dividends would be paid to Shareholders whose name were recorded in the closing date of the Registration Book on Share Transferring Suspension on 30 March 2023. The dividend payment date is 10 May 2023.

The votes were 194,209,897 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

The Company would notify the Thailand Securities Depository Co., Ltd. (TSD) to distribute the dividend payments to the Shareholders later.

*Signature*

5. The Meeting resolved to nominate the entire Board of Directors.

The votes were 191,739,689 votes, Against : 28,608 votes, Abstain : 0 votes, Voided Ballot : 2,441,600 votes.

6. The Meeting approved to nominate the 5 Directors who were due to retire for another term.

- |                               |                               |
|-------------------------------|-------------------------------|
| 1. Miss Dalad Saphavichaikul  | 2. Mr. Chutindhon Darakananda |
| 3. Mr. Prinya Sainamthip      | 4. Mr. Bovornrat Darakananda  |
| 5. Mr. Pittawat Prertitumrong |                               |

The votes were 179,426,995 votes, Against : 2,633,102 votes, Abstain : 100 votes, Voided Ballot : 12,149,700 votes.

7. The Meeting approved to define the following authorities of the Directors: "Two Directors co-sign and affix the Company's seal, excluding member of the Audit Committee and/or Independent Directors which comprise of Mr. Anon Sirisaengtaksin, Mr. Chai Jangsirikul, Mr. Prinya Sainamthip, Mr. Pittawat Prertitumrong and Mr. Kollatat Tangchitkul,"

The votes were 194,189,897 votes, Against : 20,000 votes, Abstain : 0 vote, Voided Ballot : 0 vote.

8. The Meeting approved to fix the 2023 Directors' remuneration at the budget not exceeding Baht 20,000,000 per year (identical to the year 2022). The Board of Directors were assigned to handle its proper allocations.

The votes were 194,189,897 votes, Against : 0 vote, Abstain : 20,000 votes, Voided Ballot : 0 vote.

9. The Meeting approved the appointment of Mr. Termphong Opanaphan Certified Public Accountant No. 4501 (1st year Certified Public Accountant) or Mrs. Poonnard Paocharoen Certified Public Accountant No. 5238 or Ms. Vilailak Laohasrisakul Certified Public Accountant No. 6140 of EY Office Limited as the Company 2023 Auditor. The remuneration for auditing the Company's accounts including the reviewing of the 3 quarterly Financial Statements is Baht 2,640,000, identical to the year 2022. There are no other service charges.

The votes were 194,189,897 votes, Against : 0 vote, Abstain : 20,000 votes, Voided Ballot : 0 vote.

10. The Meeting approved the amendments to Article 25, Article 34, Article 45 and Article 52 of the Company's Articles of Association by replacing the existing text with the one as proposed.

Existing Article	Amended Article being proposed
<b>Article 25</b> In calling a Meeting of the Board of Directors, the Chairman or the person assigned by him shall send notice calling a Meeting to directors <u>not less than seven days prior to the date of the Meeting</u> . However, in case of necessity and urgency for the purpose of maintaining the rights or interests of the Company, a Meeting may be called <u>by other means</u> and the date of the Meeting may be fixed sooner.	<b>Article 25</b> In calling a Meeting of the Board of Directors, the Chairman or the person assigned by him shall send notice calling a Meeting to directors <u>not less than three days prior to the date of the Meeting</u> . However, in case of necessity and urgency for the purpose of maintaining the rights or interests of the Company, a Meeting may be called <u>by other electronic</u>

Existing Article	Amended Article being proposed
	<i>means or any other methods</i> and the date of the Meeting may be fixed sooner.
<p><b>Article 34</b> In calling a General Meeting of Shareholders, the Board of Directors shall send notices for the Meeting specifying the place, date, time, agenda of the Meeting, as well as the subject matters to be proposed to the Meeting together with reasonable details, by stating clearly any one of which will be for information, for approval or for consideration, as the case maybe, including the opinions of the Board of Directors in such matters, and shall send to the shareholders and the Registrar not less than seven days before the date of Meeting. <u>Furthermore, publication of notices calling a Meeting shall also be made in a newspaper for a period of three consecutive days and not less than three days before the date of Meeting.</u></p>	<p><b>Article 34</b> In calling a General Meeting of Shareholders, the Board of Directors shall send notices for the Meeting specifying the place, date, time, agenda of the Meeting, as well as the subject matters to be proposed to the Meeting together with reasonable details, by stating clearly any one of which will be for information, for approval or for consideration, as the case maybe, including the opinions of the Board of Directors in such matters, and shall send to the shareholders and the Registrar not less than seven days before the date of Meeting. <u>Furthermore, publication of notices calling a Meeting shall also be made in a newspaper or via electronic media in accordance with the rules prescribed by the Registrar for the duration of at least three days before the meeting date.</u></p>
<p><b>Article 45</b> Dividends shall be paid out of profit only. The profits remaining after the payment of dividends may be allocated as reserves of various kinds, as the Board of Directors may deem proper.</p> <p>The Board of Directors may from time to time pay to the shareholders such interim dividends as it deems appropriate. After the distribution of dividends, the shareholders shall be informed of such dividends distribution at the next General Meeting.</p> <p>The dividend payment shall be made within the period prescribed by the Acts. A written notice shall also be sent to the shareholders <u>and a publication of the notice of such payment of dividends shall be made in a newspaper.</u></p>	<p><b>Article 45</b> Dividends shall be paid out of profit only. The profits remaining after the payment of dividends may be allocated as reserves of various kinds, as the Board of Directors may deem proper.</p> <p>The Board of Directors may from time to time pay to the shareholders such interim dividends as it deems appropriate. After the distribution of dividends, the shareholders shall be informed of such dividends distribution at the next General Meeting.</p> <p>The dividend payment shall be made within the period prescribed by the Acts. A written notice shall also be sent to the shareholders <u>and a publication of the notice of such payment of dividends shall also be made in a newspaper or via electronic media in accordance with the rules prescribed by the Registrar.</u></p>
<p><b>Article 52</b> The Company shall send to the Registrar the annual report together with copies of the balance sheet and the profit and loss statement which have already been audited by the auditor and adopted by the Meeting of Shareholders and a copy of the Minutes of the Meeting of Shareholders, specifically the part concerning the adoption of the balance sheet, the profit distribution and allocation of dividends, certified to be correct by</p>	<p><b>Article 52</b> The Company shall send to the Registrar the annual report together with copies of the balance sheet and the profit and loss statement which have already been audited by the auditor and adopted by the Meeting of Shareholders and a copy of the Minutes of the Meeting of Shareholders, specifically the part concerning the adoption of the balance sheet, the profit distribution and allocation of dividends, certified to be correct</p>

Existing Article	Amended Article being proposed
the person authorized to sign on behalf of the Company. Concerning the balance sheet, the Company shall, within one month from the date of adoption by the Meeting of Shareholders, <u>has it published in a newspaper for not less than one day for public information.</u>	by the person authorized to sign on behalf of the Company. Concerning the balance sheet, the Company shall, within one month from the date of adoption by the Meeting of Shareholders, <u>has it published in a newspaper or via electronic media in accordance with the rules prescribed by the Registrar for not less than one day for public information.</u>

The votes were 194,209,897 votes, Against : 0 vote, Abstain : 0 vote, Voided Ballot : 0 vote.

The Minutes of the 30<sup>th</sup> Annual General Meeting of the Shareholders would be finished and delivered to The Stock Exchange of Thailand (SET) within 14 days following the Meeting date (according to the regulations of SET) and disclosed on the Company's website ([www.sahaunion.co.th](http://www.sahaunion.co.th)).

Please be informed accordingly.

Yours sincerely,

- Signature -

Mrs. Chantorntree Darakananda

President

