



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
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21 March 2024

Subject: Notification on the Resolutions of the Board of Directors' Meeting No. 3/2024.

(Fixing the date, agenda of the 31st Annual General Meeting of Shareholders and the dividend payments.)

To : President

The Stock Exchange of Thailand

The resolutions of the Meeting of the Board of Directors of Saha-Union Public Company Limited (SUC) No. 3/2024 held on Thursday, 21 March 2024 at 10.00 a.m., at the Meeting room, 8th floor of Saha-Union Building, No. 1828 Sukhumvit Road, Phrakhanong Tai, Phrakhanong, Bangkok, were as follows :-

1. The 31st Annual General Meeting of Shareholders would be held on Thursday, 25 April 2024 at 10.30 a.m., at the Meeting room, 9th floor of Saha-Union Building No. 1828 Sukhumvit Rd., Phrakhanong Tai, Phrakhanong, Bangkok.

2. The closing date of the Registration Book on Share Transferring Suspension was set from 4 April 2024 until the completion of the Shareholders' Meeting, to allow the Shareholders whose names were listed on the closing date of the Registration Book, the rights to attend the 31st Annual General Meeting of Shareholders, to cast vote and to receive the year 2023 dividends.

3. The agenda of the Meeting would be as follows :-

Agenda 1 Considering and Endorsing the Minutes of the 30th Annual General Meeting of Shareholders
The Board's opinion :

It was agreed to propose to the Shareholders to approve The Minutes of the 30th Annual General Meeting of Shareholders on 20 April 2023.

Agenda 2 Acknowledging the Board of Directors' Report on the Past Year Performance.

The Board's opinion :

The Company's past year performance should be reported for Shareholder's acknowledgement.

Agenda 3 Considering and Endorsing the Balance Sheet and Statements of Profit and Loss or Financial Statements for the year ending 31 December 2023.

The Board's opinion :

It was agreed to propose to the Shareholders to approve the Balance Sheet and Statements of

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Profit and Loss or Financial Statements for the year ending 31 December 2023 which had been audited and certified by the Auditors of EY Office Limited as well as approved by the Audit Committee and the Board of Directors.

Agenda 4 Approving the Profit Allocations and Dividend Payments.

The Board's opinion :

It was agreed to propose the Shareholders to authorize the year 2023 net profit appropriation. The proposed dividends to Shareholders is Baht 1.50 per share. Total dividends amounted Baht 450,000,000 which was equivalent to 67.57% of net profit. The dividends would be paid from the unappropriated retained earnings from dividends after 30% Corporate Income Tax at Baht 0.02383 per share, 25% Corporate Income Tax at Baht 0.03488 per share and 20% Corporate Income Tax at Baht 1.44129 per share. 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 2023 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 4 April 2024. The dividend payment date is 14 May 2024. The dividend payment will proceed when getting the approval from the Annual General Meeting of shareholders. The Company will notify the Thailand Securities Depository Co., Ltd. (TSD) to deliver dividends to shareholders later.

Agenda 5 Considering Matters Relating to the Directors, Their Authorities and Remunerations.

5.1 Electing the Directors.

The Board's opinion :

The Board of Directors, excluding the Directors who were the beneficiaries, agreed with the proposals of the Nomination and Remuneration Committee and proposed the Shareholders to nominate the 5 Directors who were due to retire for another term :

- | | |
|--|-----------------------------------|
| 1. Miss Pawasut Seewirot | 2. Mr. Supakit Paungbua |
| 3. Mrs. Pinijporn Darakananda Kasemsap | 4. Mr. Thavee Thaveesangsakulthai |
| 5. Mr. Kollatat Tangchitkul | |

The above 5 Directors possessed full qualifications of Director in accordance with the Company's Articles of Association, the Public Limited Company Acts, the Securities and the Stock Exchange of Thailand Acts and Regulations of the Company.

Mr. Kollatat Tangchitkul, Independent Director who was reappointed for another term, was not beneficiaries of the Company, its Affiliates, Joint Ventures or any Legal Entities with conflict of interest. His qualifications for the Independent Director met the Company's definitions of Independent Director and the regulations of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).



5.2 Defining the Directors' Authorities.

The Board's opinion :

It was agreed to propose to the Shareholders to define the following authorities of the Directors: "Two Directors co-sign and affix the Company's seal, excluding members of the Audit Committee and/or Independent Directors which comprise of Mr.Kurujit Nakornthap, Mr.Chai Jangsirikul, Mr. Prinya Sainamthip, Mr. Pittawat Prerttiumrong and Mr. Kollatat Tangchitkul".

5.3 Authorizing the Directors' Remunerations.

The Board's opinion :

It was agreed to propose to the Shareholders to fix the year 2024 Directors' remuneration at the budget not exceeding Baht 20,000,000 per year (identical to the year 2023). The amount had been considered as appropriate by the Nomination and Remuneration Committee. The Board of Directors was assigned to distribute the allocations accordingly.

Agenda 6 Appointing the year 2024 Auditors and Fixing the Remunerations.

The Board's opinion :

It was agreed to propose to the Shareholders to appoint

1. Mr. Termphong Opanaphan Certified Public Accountant No. 4501
(with 1 year of the Company's audit experience in 2023) or
2. Mrs. Poonnard Paocharoen Certified Public Accountant No. 5238 or
3. Ms. Vilailak Laohasrisakul Certified Public Accountant No. 6140

of EY Office Limited as the Company 2024 Auditor. The remuneration for auditing the Company's accounts including the reviewing of the 3 quarterly Financial Statements Baht 2,640,000 (identical to the year 2023). There were no other service charges.

4. The Company would deliver the notification of the 31st Annual General Meeting of Shareholders, together with all related documents to the Shareholders within the legal timeframe. They would all be posted on the Company's website at www.sahaunion.co.th from 22 March 2024 onwards.

Please be informed accordingly.

Yours sincerely,

- Signature -

(Miss Pawasut Seewirot)

President