



Notice of the 2024 Annual General Meeting
of Shareholders (No. 73) (Hybrid Meeting)

SAHA PATHANAPIBUL
PUBLIC COMPANY LIMITED

Monday, April 22, 2024 at 09.00 a.m.

For attendees at the meeting location (Physical Meeting)

Registration is possible from 7:00 a.m.

At Chao Praya Room 1, Monthien Riverside Hotel

No. 372 Rama 3 Road, Kwaeng Bangkhlo,

Khet Bang Kho Laem, Bangkok 10120

For participants attending the meeting via electronic media (E-AGM)

You can register for the E-AGM system starting at 7:00 a.m.

(Shareholders can register to attend the meeting not less than
7 days in advance of the meeting date)

****Remark:** (For Physical Meeting)

1. Please bring the Registration Form with Barcode to the meeting for attending the meeting.
2. No souvenir will be provided and the company provides snacks box to treat the shareholders and proxies attending the meeting (1 set per 1 person).
3. Requesting from all attendees to wear a mask during the meeting.



No. 006/2024

March 22, 2024

Notice of the 2024 Annual General Meeting of Shareholders (No. 73)

To: Shareholders

- Attachments:
1. Copy of Minutes of the Annual General Meeting of Shareholders No. 72 on April 24, 2023.
 2. Privacy Notice (PDPA).
 3. The Articles of Association which related to the Annual General Meeting of Shareholders.
 4. Documents and evidence of the person in attendance has to be presented before attending the meeting and the regulation for the meeting.
 5. Procedures for attending meetings via electronic media (E-AGM) and attending meetings at the meeting location (Physical) and manual for using the Inventech Connect meeting system (e-Request and e-Voting), including steps Attending the general meeting of shareholders electronic channels for submitting proxy documents and contact channels to inquire about registration and participation in the meeting.
 6. Map of the meeting place of the Annual General Meeting of Shareholders.
 7. Profile of the nominated persons (to be directors) in replacement of those who are retired by rotation.
 8. The definition of "Independent Directors".
 9. The profile data of Independent Directors that the Company nominated as the authorized person from the shareholders.
 10. Proxy Form B. (Shareholders can download Proxy Form A and Proxy Form C from the Company's website)
 11. The Notice of Meeting (Registration Form) with information form 56-1 One Report, request 2023 form through QR Code sent today for the meeting for registered users.
 12. QR Code to download documents of the Annual General Meeting of Shareholders and request form 56-1 One Report for the year 2023 in printed form.

The Board of Directors of the Company determined to arrange the 2024 Annual General Meeting of Shareholders (No.73) on Monday, April 22, 2024, 09.00 a.m. **In the form of a Hybrid Meeting system (Hybrid Meeting) in which shareholders or representatives of Shareholders who have the right to attend the meeting can attend the meeting in person via electronic media (E-AGM) or attend the meeting in person at the meeting location (Physical)** at Chao Praya Room 1, Montien Riverside Hotel, No. 372, Rama 3 Road, Kwaeng Bangkhlo, Khet Bang Koeam, Bangkok 10120. Further, Authorizes the Chairman of the Board of Directors to change the Date, Time, Place and Methods of the new schedule, in case of necessity which must be under right as stipulated by laws. The Company invited our shareholders to propose an agenda and/or to nominate candidates to be elected as directors from November 1, 2023, to December 30, 2023, neither agenda nor candidates were proposed. Therefore, the agendas to be considered are as follows:

1. **To certify the minutes of the Annual General Meeting of Shareholders No. 72 on April 24, 2023.**
Fact and reason: The Company have arranged the minutes to be submitted to the Stock Exchange of Thailand and publicized on the Company's website (www.sahapat.co.th) within 14 days from the day of the Annual General Meeting of Shareholders and submitted to the Department of Business Development, Ministry of Commerce according to the requirement of the laws. A copy of the Minutes is attached as the Attachment No.1.
Comment of the Board: Such minutes were recorded and should be submitted to the Annual General Meeting of Shareholders for certification.
Voting: This agenda must be approved with majority votes of all shareholders who attended the meeting and were eligible to vote.

2. To acknowledge the Report of the Board of Directors for the previous year

Fact and reason: The Report of the Board of Directors and the operating results of the Company in 2023 provided in the Form 56-1 One Report 2023 under the Financial Highlight, MD&A and Section 3 Financial Statement (QR Code download), submitted together with the notice of the Annual General Meeting of Shareholders in accordance with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand, can be downloaded from the QR Code as in Attachment No. 11, the Notice of Meeting (Registration Form).

Comment of the Board: Such reports should be submitted to the Annual General Meeting of Shareholders for acknowledgement.

Voting: This agenda is intended for acknowledgement propose which is not vote required.

3. To approve of the Financial Statements for the year ended December 31, 2023

Face and reason: Such Financial Statements were prepared in accordance with the financial reporting standards, examined and certified by a Certified Public Accountant and endorsed by the Audit Committee and the Board of Directors. The summary of the financial status and performance of the Company during the year 2023 are as follows:

(Unit: million Baht)		
Transactions	Consolidated	Separated
Total Assets	37,835	36,571
Total Liabilities	11,207	11,114
Shareholders' Equity	26,628	25,456
Total Income	38,248	37,504
Net Profit	2,284	2,265
Basic Earnings per Share (Baht/Share)	6.83	6.93

Comment of the Board: Such Financial Statements should be submitted to the Annual General Meeting of Shareholders for approval.

Voting: This agenda must be approved with majority votes of all shareholders who attended the meeting and were eligible to vote.

4. To approve the profit allocation and dividend payment.

Fact and reason: The Company has the policy to pay the dividend at least Baht 0.15 per share by the consideration of business results and economic conditions. In 2023, profit for the year of the Company is the total amount of 2,265 million Baht, unappropriated retained earnings are 13,882 million Baht, and total earning for appropriation is 16,147 million Baht. In this regard, the company appropriated 10 percent of registered capital into statutory reserve as stipulated by laws.

Comment of the Board: It was agreed to propose the Annual General Meeting of Shareholders appropriation of profit and dividend payment as follow: Legal reserve was fully reserved so the Board of Directors agreed not to reserve in this year and to propose to the Annual General Meeting of Shareholders for approval the Dividend payment for the year 2023 at Baht 2.00 per share, **which is compliance with the Company's dividend payment policy.** There are 1,684,200 shares of treasury shares that are not entitled to receive dividends as of February 28, 2024, and the remaining shares to receive dividends are 328,315,800 shares. The Company paid the interim Dividend Payment at Baht 0.60 per share in December 8, 2023 and final installment payments at Baht 1.40 per share. The Company will be paid from the retained earning already subject to 20% of the corporate income tax which the individual shareholders can apply for tax credit in subject to Section 47 bis of the Revenue Code. The shareholders entitling to receive the dividend according to the name listed (Record Date) on May 3, 2024, there may be an increase in the number of treasury shares that are not eligible to receive dividends, and determine dividend payment date on May 21, 2024. Regardless, such dividend payment is subject to an approval from the 2024 Annual General Meeting of Shareholders. The Details of dividend payment are as follows:

Details of Dividend Payment	2023 (Paid)	2022	The Policy
Dividend per Share (Baht / Share)	2.00 Baht	1.50 Baht	0.15 Baht
- Interim Dividend (Baht / Share)	0.60 Baht	0.50 Baht	-
- Dividend will pay for this time (Baht / Share)	1.40 Baht	1.00 Baht	
Dividend Ratio per Net Profit	29.00 %	29.63 %	2.17 %

Voting: This agenda must be approved with majority votes of all shareholders who attended the meeting and were eligible to vote.

5. To consider the election of directors in replacement of those who are retired by rotation

Fact and reason: According to the Article of Association, Article 21, in every annual general meeting of shareholders, one-third of the directors are retired by rotation. If the number of directors cannot be divided into three parts, the nearest to such one-third of the directors shall retire from office and the retiring directors may be re-elected. In this Annual General Meeting of Shareholders, five retiring directors are:

- | | |
|---------------------------------|--|
| (1) Mr. Vichit Tantianunanont | Independent Director / Audit Committee |
| (2) Mr. Siripol Yodmuangcharoen | Independent Director |
| (3) Mrs. Pasook Raksawonkse | Director / Chairman of the Executive Committee
Advisor /Chairman of the Corporate Governance
Committee |
| (4) Mrs. Chailada Tantivejakul | Director / Chairman of the Risk Management
Committee /Executive Director / Nomination and
Remuneration Committee /Sustainability Committee /
Deputy President |
| (5) Mr. Petch Paniangvait | Director / Executive Director / Sustainability Committee
/ Marketing Director 2 / Acting position Sales Director 2
Modern Trade |

The Company provided the opportunity for shareholders to nominate persons with appropriate qualifications for election to the Board of Directors from November 1, 2023 to December 30, 2023. However, no nominations had been made.

The Nomination and Remuneration Committee selected and examined the qualifications of each candidate, members of the committee with a vested interest refrained from nominating themselves. The criteria included knowledge, competencies, and experience. For independent directors, the ability to perform their role effectively, the liberty to express their minds, and compliance with pertinent regulations were also taken into account. Independent directors who had served for more than nine consecutive years were still considered. The Nomination and Remuneration Committee concluded that it would nominate all five directors retiring by rotation to be elected directors for another term.

Comment of the Board: The Board of Directors, excluding the Directors who are nominated and passed the screening process by the Nomination and Remuneration Committee, has resolution to approved 5 persons to be the Directors of the company for another term and purpose to the Annual General Meeting of shareholders for approval. All of these five directors, who retired by rotation, has passed the consideration according to the process specified by the Company and qualified according to relevant rules and announcements, qualified according to laws and regulations of the company and suitable for the Company's business operations is a person with knowledge, ability, experience, and a background of expertise from various professions Including making benefits for the company all along.

In this regard, Mr. Vichit Tantianunanont has been in the position of independent director for 6 years and when including the position of independent director until the completion of the term proposed in this time will be 9 years and Mr. Siripol Yodmuangcharoen has been in the position of independent director for 1 years When including the tenure of independent directors until the end of the term proposed this time, it will be a period of 4 years. Both of them are independent directors who have held their positions for no more than 9 years, thus meeting the agency's good corporate governance criteria supervise to the Company's Board of Directors has considered and is of the opinion that Persons to be nominated to be independent directors both 2 people have all the qualifications and comply with the law regarding the requirements regarding independent directors and have complete qualifications that meet the qualifications requirements for independent directors of the Company. In addition, both independent directors are able to give opinions on the Company's operations and are able to perform their duties as independent directors. independently and in accordance with relevant criteria. Therefore, it was considered appropriate to nominate the person to return to the position of independent director for another term.

The profile of the nominated persons to be directors is in the Attachment No.7.

Voting: This agenda must be approved with majority votes of all shareholders who attended the meeting and were eligible to vote.

6. To consider the Board of Director's remuneration

Fact and reason: According to the Article of Association, Article 32, the Company is not allowed to pay money or provide any property to the directors, except for the remuneration under their rights and other kind of benefits normally provided to those who were appointed as the directors of the Company and the composition of the directors' remuneration is (1) the monetary remuneration, meeting allowance and annual remuneration and; (2) no other benefit compensation. It also excludes the remuneration and welfare which directors received as a Company's employee or staff. For 2022, the Annual General Meeting of Shareholders agreed to approve the remuneration to the

directors of the Company not exceed 15 million Baht a year, the Company had the actually paid Baht 11,792,000. The Company reported the summaries of the amount of money paid to each of the directors, Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Corporate Governance Committee individually and separately as shown in the One Report 2023 under Section 8.1.2 Meeting attendance and individual directors' compensation "the Individual Directors' Compensation".

For 2024, the Nomination and Remuneration Committee has complied with the criteria and procedures for proposing remuneration for the Company's directors as follows: (1) The Nomination and Remuneration Committee has proposed to maintain the board remuneration not exceed 15 million Baht a year, same as last year and the remuneration policy remains unchanged. The amount excluded, and the remuneration and welfare which directors received as the Company's employee or staff, which consideration on evaluation of the Board of Directors operation, compensation budget approved by shareholders, and the amount already paid within the past year. The Company's director compensation is comparable to that of other organizations within the same business sector. The additional duties and responsibilities as a member of a board committee also mean additional remuneration. (2) The Nomination and Remuneration Committee proposes to the Board of Directors to determine the remuneration for the Company's directors for the year 2024 to be proposed to the 2024 Annual General Meeting of Shareholders for approval.

Comment of the Board: It was agreed with the Nomination and Remuneration Committee and agreed to propose the Annual General Meeting of Shareholders to approve the remuneration of directors should not exceed 15 million Baht. The amount excluded and the remuneration and welfare which directors received as the Company's employee or staff; the proposal is as follows:

(1) The monetary remuneration, meeting allowance and annual remuneration:

Detail of the remuneration	Position	Meeting attendance fee (paid to attending directors only)	
		2024 (Proposed)	2023
Board of Directors	Chairman	12,000 (Baht/Meeting)	12,000 (Baht/Meeting)
	Director	10,000 (Baht/Meeting)	10,000 (Baht/Meeting)
Annual Remuneration is paid to all directors, allocated by the Nomination and Remuneration Committee and to propose the remuneration to the Board of Director for approval.			
Audit Committee (Meeting attendance fee is paid by quarter)	Chairman	60,000 (Baht/quarter)	60,000 (Baht/quarter)
	Director	30,000 (Baht/quarter)	30,000 (Baht/quarter)
Nomination and Remuneration Committee	Chairman	12,000 (Baht/Meeting)	12,000 (Baht/Meeting)
	Director	10,000 (Baht/Meeting)	10,000 (Baht/Meeting)
Risk Management Committee	Chairman	5,000 (Baht/Meeting)	4,000 (Baht/Meeting)
	Director	4,000 (Baht/Meeting)	3,000 (Baht/Meeting)
Sustainability Committee			
Corporate Governance Committee			

(2) Any other benefits compensation:

2024 (Proposed)	2023
- None –	- None –

Remuneration of other subcommittees, which were organized by the Board, will be in the consideration of the Board of Directors and considered by appropriateness, duties and responsibilities. From the Annual General Meeting of Shareholders approval until changes, the remuneration payment will not exceed the amount which approved by the Annual General Meeting of Shareholders.

Voting: This agenda must be approved which is not less than 2/3 (two-thirds) of all shareholders who attended the meeting.

7. To appoint the Company's auditor and to consider the auditor fees

Fact and reason: According to the Article of Association, Article 49 and 50, the Auditors must not be any director, employee, staff or any otherwise position of the Company. The Auditors will be appointed in every Annual General Meeting of Shareholders. The Company may re-appoint the former auditor after the termination. In 2023, the auditors of the Company were Mr. Wichart Lokatekrawee, Certified Public Accountant No.4451 and/or Mrs. Saifon Inkaew, Certified Public Accountant No.4434 and/or Miss Kamontip Lertwitworatep, Certified Public Accountant No.4377 and/or Mr. Wichart Lokatekrawee, Certified Public Accountant No.4451 of EY Office Limited. Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451 had the signatory of the company's financial statements for the year 2023.

In 2024, the Audit Committee considered it appropriate to recommend the appointment of an auditor from the office company. EY Office Limited is the auditor for the year 2024 of the company, with the list of auditors as follows:

1. Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451 and/or
(Had the signatory of the company's financial statements for the year 2023)
2. Mrs. Saifon Inkaew, Certified Public Accountant No. 4434 and/or
(Had never sign of the company's financial statement)
3. Miss Kamontip Lertwitworatep, Certified Public Accountant No. 4377
(Had never sign of the company's financial statement)

of EY Office Limited to be the Company's Auditor and the Subsidiaries' Auditor for the year 2024, Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451 to be the signatory of the company's financial statements for the year 2024. In this regard, in the event that the Auditors who sign above are unable to perform their duties, EY Office Limited shall assign the other Auditors of EY Office Limited to Acts as an audit account and to express an opinion on the Company's financial statements. For determined the remuneration of auditor fee for the year 2024 as follows;

Audit Fee	Year 2024 (Proposed Year)	Year 2023	Year over Year
Audit Fee			
- Audit fee for the year ended December 31	2,565,000	2,410,000	15,000
- Review for consolidated of the financial statements for 1st, 2nd and 3rd quarters	765,000	750,000	155,000
Non-Audit Fee			
- none -	-	-	-
Total	3,330,000	3,160,000	170,000

and auditor fees for subsidiaries, being the auditors from the same audit firm as the Company as follows:

Audit Fee	Year 2024 (Proposed Year)	Year 2023	Year over Year
1. Chokchaipibul Co., Ltd.	1,040,000	1,000,000	40,000
2. Bangkok Tower (1999) Co., Ltd.	310,000	300,000	10,000
3. Tipvarin-Wattana Co., Ltd.	330,000	320,000	10,000
4. Tipvarin Inter Packaging Co., Ltd.	310,000	300,000	10,000
5. Dairy Thai Co., Ltd.	360,000	350,000	10,000
6. SPC Ventures Co., Ltd.	120,000	120,000	same as before
Total	2,470,000	2,390,000	80,000

The Auditors mentioned above do not have any relationship and/or vested interest with the Company's the auditors / associated companies / executives / major shareholders or any person who are related to them.

Comment of the Board: It is agreed with the proposal of the Audit Committee. It should be proposed to the Annual General Meeting of Shareholders to appoint Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451, and/or Mrs. Saifon Inkaew, Certified Public Accountant No. 4434 and/or Miss Kamontip Lertwitworatep, Certified Public Accountant No. 4377 of EY Office Limited, to be the auditor of the Company for the year 2024, Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451, to be the signatory of the company's financial statements for the year 2024 and consider the auditor fees for the year 2024 a total amount of Baht 3,330,000 and Non-Audit Fee, as detailed above.

Voting: This agenda must be approved with majority votes of all shareholders who attended the meeting and were eligible to vote.

8. To approve amendments to the company's regulations.

Fact and reason: Due to an amendment to the Public Limited Companies Act (No. 4) B.E. 2022, effective from May 24, 2022, therefore, in order for the company's regulations to be consistent with the amended law. Therefore, it was deemed appropriate to amend 5 articles of the Company's regulations, namely Articles 27, 28, 34, 39 and Article 56.

Comment of the Board: It was agreed to propose for the Company's articles of association for proposing to Annual General Meeting of Shareholders to approve the Company's articles of association, which was amended in articles 27, 28, 34, 39 and 56 details as follows;

Current Articles of Association	Proposed Amendment for Articles of Association
<p>Article 27. In order to constitute a quorum at meeting, half (1/2) of the total number of directors must be present. In the circumstance that the chairman is unable to attend or preside over the meeting, the vice chairman will chair the meeting. In the case that there is no vice chairman or if the vice chairman is unable to conduct the role, the committee members present will elect one member to serve as chair.</p>	<p>Article 27. In order to constitute a quorum at <u>a committee</u> meeting, half (1/2) of the total number of directors must be present. In the circumstance that the chairman is unable to attend or preside over the meeting, the vice chairman will chair the meeting. In the case that there is no vice chairman or if the vice chairman is unable to conduct the role, the committee members present will elect one member to serve as chair.</p>
<p>Article 28. To summon a directors' meeting, the Chairperson or any person assigned by the Chairperson shall serve a Notice of Meeting to all directors at least seven (7) days prior to the date of the meeting. Unless in case of emergency, to preserve any right on behalf of the Company, the meeting may be summoned by other means, and the date of the meeting may be advanced.</p> <p>The venue of the meeting to be held under the first paragraph shall be at the same location as the Company's head office, branch office or any other place stipulated by the Board.</p>	<p>Article 28. To summon a directors' meeting, the Chairperson or any person assigned by the Chairperson shall serve a Notice of Meeting to all directors <u>at least three (3) days prior to the date of the meeting</u>, unless in case of emergency, to preserve any right on behalf of the Company, the meeting may be summoned by <u>electronics means or other means</u>, and the date of the meeting may be advanced.</p> <p>The venue of the meeting to be held under the first paragraph shall be at the same location as the Company's head office, <u>or any other places in the Kingdom In the case of a meeting via electronic media the location of the company's head office shall be deemed the location of the meeting</u>.</p>
<p>Article 34. To summon a shareholders' meeting, the Board shall produce a Notice of Meeting indicating the venue, date, time and agenda of meeting as well as the matters to be forwarded to the meeting together with their details as may be reasonable, namely whether such matter is forwarded for information, approval or consideration as the case may be, inclusive of the directors' opinions thereon, and serve such Notice of Meeting to the shareholders and Registrar at least seven (7) days before the date of the meeting. The Notice of Meeting has to be publicized in newspapers during three (3) consecutive days and at least three (3) days before the date of the meeting.</p> <p>The venue of meeting referred to under the first paragraph shall be at the same location as the Company's head office or branch office or any other place as may be stipulated by the Board.</p>	<p>Article 34. To summon a shareholders' meeting, the Board shall produce a Notice of Meeting indicating the venue, date, time and agenda of meeting as well as the matters to be forwarded to the meeting together with their details as may be reasonable, namely whether such matter is forwarded for information, approval or consideration as the case may be, inclusive of the directors' opinions thereon, and serve such Notice of Meeting to the shareholders and Registrar at least seven (7) days before the date of the meeting. The Notice of Meeting has to be publicized in newspapers <u>electronic media according to the criteria stipulated by the registrar</u> during three (3) consecutive days and at least three (3) days before the date of the meeting.</p> <p>The venue of meeting referred to under the first paragraph shall be <u>at the same location as the Company's head office or any other place in the Kingdom In the case of a meeting via electronic media, the location of the company's head office shall be deemed the location of the meeting</u>.</p>

Current Articles of Association	Proposed Amendment for Articles of Association
<p>Article 39. It is incumbent upon the Chairperson of the shareholders' meeting to ensure that the meeting is held in compliance with the Articles of Association on meeting. Namely, the meeting must be operated in compliance with the agenda stipulated in the Notice of Meeting unless the meeting adopts a resolution changing the order of the agenda of meeting by the votes represented by at least two third (2/3) Subsequent to completion of such matter consideration by the meeting under the first paragraph, any shareholder whose shares total up to at least one third (1/3) of the total paid-up shares may request the meeting to take into consideration any matter other than those stipulated in the Notice of Meeting.</p> <p>Should the meeting fail to complete respectively the agenda consideration as referred to under Paragraph 1 or consideration of any matter forwarded by such shareholder as referred to under Paragraph 2 as the case may be, and such consideration needs to be postponed, the meeting must stipulate the venue, date and time of the next meeting whereas the Board must serve the shareholders a Notice of Meeting indicating the venue, date, time and agenda of meeting at least seven (7) days before the date of meeting. Notice that such Notice of Meeting must be publicized in newspapers for three (3) consecutive days and at least three (3) days before the date of meeting.</p>	<p>Article 39. It is incumbent upon the Chairperson of the shareholders' meeting to ensure that the meeting is held in compliance with the Articles of Association on meeting. Namely, the meeting must be operated in compliance with the agenda stipulated in the Notice of Meeting unless the meeting adopts a resolution changing the order of the agenda of meeting by the votes represented by at least two third (2/ 3) of the Subsequent to completion of such matter consideration by the meeting under the first paragraph, any shareholder whose shares total up to at least one third (1/3) of the total paid-up shares may request the meeting to take into consideration any matter other than those stipulated in the Notice of Meeting.</p> <p>Should the meeting fail to complete respectively the agenda consideration as referred to under Paragraph 1 or consideration of any matter forwarded by such shareholder as referred to under Paragraph 2 as the case may be, and such consideration needs to be postponed, the meeting must stipulate the venue, date and time of the next meeting whereas the Board must serve the shareholders a Notice of Meeting indicating the venue, date, time and agenda of meeting at least seven (7) days before the date of meeting. Notice that such Notice of Meeting must be publicized in newspapers or electronic media according to the criteria stipulated by the registrar for three (3) consecutive days and at least three (3) days before the date of meeting.</p>
<p>Article 56. Dividend shall be equally distributed per share on the basis of the number of shares in possession.</p> <p>Dividend shall be distributed within one (1) month from the date of the resolution adoption by the shareholders' meeting or the Board of Directors as the case may be with prior written notice to shareholders. Whereas such Dividend Notice shall be publicized via newspapers for three (3) consecutive days.</p>	<p>Article 56. Dividend shall be equally distributed per share on the basis of the number of shares in possession.</p> <p>Dividend shall be distributed within one (1) month from the date of the resolution adoption by the shareholders' meeting or the Board of Directors as the case may be with prior written notice to shareholders. Whereas such Dividend Notice shall be publicized via newspapers or electronic media according to the criteria stipulated by the registrar for three (3) consecutive days.</p>

In this regard, authority is requested to be given to the person assigned by the Board of Directors. Acting as the operator in registering amendments to the company's regulations with the Department of Business Development. Ministry of Commerce As well as having the power to edit and add words/messages or take any action. To comply with the registrar's orders

Voting: This agenda must be approved which is not less than 3/4 (thirds-four) of all shareholders who attended the meeting.

9. Other matters (if any)

Information for shareholders:

- 1) It is the Company's policy to support shareholders to participate in the Company's operation, so the shareholders can submit questions in advance. The shareholders who have the questions related to any agenda of the Annual General Meeting of Shareholders are able to send the questions in advance through email: ir@sahapat.co.th or a registered mail to Saha Pathanapibul Public Company Limited, Investor Relation Section, 2156 New Petchburi Road, Bangkok, Huaykwang, Bangkok 10310 or Fax No. 0-2318-1152 within April 20, 2024, and please specify the name, address and telephone number for the Company to contact back. The Company's Secretary will collect all questions submitted to the Chairman of the Board of Directors for consideration orderly and answer the questions submitted in advance on the meeting day.
- 2) For your convenience, if you are unable to attend the meeting and desire to appoint a person to attend the meeting and vote on your behalf, please completely fill and sign a Proxy Form from the Company's website (www.sahapat.co.th). Foreign investors who authorize the custodian in Thailand to keep and safeguard their shares can choose either one of the Proxy Form; Form A, Form B; or Form C. Other Shareholders can choose only one of the Proxy Form; Form A; or Form B. The Shareholders who desire to appoint the Independent Directors, whose names were nominated by the Company as the selective proxies for the Shareholders, please see information in the attachment No.9.
- 3) You are kindly requested to submit the completed Proxy Form at least 3 days prior the meeting in order to facilitate the verification of the evidence. The Company will process registration with the barcode system, for registration convenience, each of Shareholders and proxies, who will attend the meeting, please sign and bring the QR Code Registration Form on the meeting day for the right to attend the Shareholder Meeting (Attachment No.11).
- 4) Shareholders can view the invitation to the general meeting of shareholders. and meeting documents are available on the company's website at www.sahapat.co.th under the heading "Investor Relations" >> "Shareholder Information" >> "Shareholder Meeting" >> "Invitation Letter to Shareholder Meeting 2024" from 22 March 2024.

We would like to invite shareholders to attend the meeting on the date and time mentioned above.

Best regards

Siriwan Wongariyakavee

(Mrs. Siriwan Wongariyakavee)
Company's Secretary
By the order of the Board of Directors

(Translation)

SAHA PATHANAPIBUL PUBLIC COMPANY LIMITED
The Minutes of the 2023 Annual General Meeting of Shareholders (No. 72)

The meeting was held at Chao Praya Room 2, Montien Riverside Hotel, No. 372 Rama 3 Road, Khwaeng Bangklo, Khet Bangkoleam, Bangkok on April 24, 2023. There were shareholders in person and proxies 66 persons, equivalent to 148 shareholders, representing 283,047,866 shares or 85.77% of the total outstanding and paid-up shares (the Company had 330,000,000 outstanding and paid-up shares in total and the record date on March 7, 2023, the Company have 3,511,300 treasury shares which no voting rights. Therefore, the number of shares with voting rights in this meeting is 326,488,700 shares).

The Meeting commenced at 10.00 a.m.

Mrs. Siriwan Wongariyakavee, Company Secretary, informed that there were shareholders and proxies 59 persons, equivalent to 141 shareholders, representing 278,256,366 shares or 84.32% of the total outstanding and paid-up shares which constituted the quorum.

Mr. Boonchai Chokwatana, Chairman and Chairman of the meeting, informed the meeting in the name of the Board of Directors of SAHA PATHANAPIBUL PUBLIC COMPANY LIMITED ("the Company") would like to thanks all shareholders attending the meeting, welcomed the shareholders to the Annual General Meeting of shareholders No.72, advice the Board of Directors and subcommittees and has assigned to Mrs. Siriwan Wongariyakavee, Company Secretary advice the Executive, the Chief Financial Officer and the Auditor of the Company including explained the details of the meeting and the voting right procedure to the Meeting as follows:

Attendance of the Board of Directors

1.	Mr. Boonsithi	Chokwatana	Honorary Chairman
2.	Mr. Boonchai	Chokwatana	Chairman / Chairman of the Nomination and Remunerati Committee / Chairman of the Executive Board
3.	Mr. Boonpakorn	Chokvathana	Vice Chairman
4.	Mr. Boonyarith	Mahamontri	Director
5.	Mr. Vathit	Chokwatana	Nomination and Remuneration Committee / President
6.	Mr. Khachornsakdi	Vanaratseath	Independent Director / Chairman of Audit Committee
7.	Mr. Wasin	Teyateeti	Independent Director / Audit Committee
8.	Mr. Vichit	Tantianunanont	Independent Director/ Audit Committee
9.	Mrs. Pasook	Raksawonkse	Chair of the Corporate Governance Committee / Vice Chair of the Executive Board
10.	Mr. Siripol	Yodmuangcharoen	Independent Director
11.	Dr. Vichai	Charoenwongse	Independent Director
12.	Mr. Thamarat	Chokwatana	Director
13.	Miss Sirilak	Dhanasarnsilp	Director
14.	Mrs. Chailada	Tantivejakul	Chair of the Risk Management Committee / Nomination and Remuneration Committee / Director of the Executive Board / Vice President
15.	Mr. Petch	Paniangvait	Director of the Executive Board / Director of Marketing 2

Therefore, in this General Meeting of Shareholders, 15 Directors attending the meeting as 100% from all participating.

Attendance of the Management Team

1.	Mr. Nattapon	Dejvitak	Vice President
2.	Mrs. Siriwan	Wongariyakavee	Company Secretary / Director of Financial and Investment / Chief Financial Officer (CFO)
3.	Mrs. Nophawan	Khlaiphos	Director of Human Resources
4.	Miss Jamnong	Sriampornkul	Director of Accounting and the person supervising accounting

Auditor attendance the meeting

Mr. Chumpol Kaewmuang and Mrs. Waraporn KongKaew, the Auditors from D.I.A International Audit Co.,Ltd. was the witness in counting votes of the Meeting.

Company Secretary proposed that the Company has earlier provided the opportunity for shareholders to propose agenda and/or to nominate candidates to be elected as Directors and to submit questions in advance the 2023 Annual General Meeting of Shareholders, during the period of November 15 to December 30, 2022. However, it turned out that there was no shareholder who proposed meeting agenda and/or nominate candidates to be elected as company directors and to submit questions.

The voting right in this Meeting was in accordance with the Company's Article of Association No. 43 that prescribed one share was equal to one vote. The casting of vote with revelation, the shareholders

could cast of votes with agree, disagree or abstain in each agenda. Counting of vote regarded especially from disagree and/or abstain including votes on bad cards (if any) the remaining of votes counted to be the affirmative vote for resolution of that agenda.

By deduction from all attended votes. In the case that shareholders did proxy to appoint other person to attend the meeting and to cast the vote according to shareholders' specified objective by sending the Proxy Form to Company in advance; Company has already recorded votes of the shareholders in the system.

In the case of a bad card, there is a vote in excess of one channel, or in the case of a strike in the card without signing the strike zone.

In the case that shareholders registered to attend the Meeting after the Meeting started, the shareholders have rights to vote in the remaining agenda. The Company would count the vote of shareholders who attended the Meeting during the forming of the quorum in the agenda which they voted and for the orderly vote, and recorded to the Minutes of the Meeting.

For transparency and well organized system, the Company counted the votes by Barcode System, and shareholders would see the votes of each agenda on screen at the same time, classified as follows:

1. Any agenda, except the agenda of directors' election, shareholders who disagreed or abstained their votes should raise the sign plate, the officer would bring the voting card to fill the registered number, specify an opinion and sign the name in the voting card, the officer would keep the voting card.

2. The election of directors' agenda, shareholders received voting card at the registered, would fill the specified opinion on the election of each director individually and sign the name in the voting card. In the case that shareholders who disagreed or abstained the votes should raise the sign plate, and the officer would count the votes immediately. But collect voting cards from shareholders / Proxies would be done at the end of this agenda.

The Directors who were shareholders reserved the right to vote for approval in every agenda according to the Board of Director's proposal. In case of shareholders assigned Director as Proxies to vote, Director would vote in accordance with the shareholder's specific objectives prescribed in Proxy Form.

Moreover, Company Secretary informed the meeting that today's meeting, the Company has arranged to record images and audio of the meeting in the form of video media. The Company places importance on the preservation and protection of shareholders' personal information to comply "Personal Data Protection Notice for the Company's shareholders' meeting" and to comply with the Personal Data Protection Act: 2019 (PDPA).

Afterwards, Mr. Boonchai Chokwatana, Chairman of meeting, has assigned to Mr. Vathit Chokwatana, President, proposed the agenda items, except for agenda 5 has assigned to Mrs. Siriwan Wongariyakavee, Company Secretary, proposed the agenda items and to processed the meeting with agenda as follows:

Before the 1st Agenda meeting started, the Company Secretary informed that there were 4 persons, equivalent to 4 shareholders attending the meeting, holding 4,014,400 shares, to be in aggregate of shareholders and proxies in total of 63 persons, equivalent to 145 shareholders, which represented 282,270,766 shares or 85.54% of the total outstanding and paid-up shares.

1. To Certify the Minutes of Annual General Meeting of Shareholders No. 71 held on April 25, 2022.

Mr. Vathit Chokwatana, the President, proposed that the Company had arranged the Minutes of the General Meeting of Shareholders No. 71 held on April 25, 2022 and submitted to the Stock Exchange of Thailand, and publicized on the Company's website www.sahapat.co.th within 14 days from the day of the General Meeting of Shareholders, and submitted to Department of Business Development, Ministry of Commerce, as required by the laws where copies of the Minutes was attached to the Notice that was sent to the shareholders, accordingly, the Board of Directors had opinion that the Minutes was corrected record.

After that, the company had provided the opportunity to shareholders to raise questions or comments.

There was no question or comment from the shareholders. Therefore, the Meeting was proposed for consideration and certification.

After consideration: the meeting unanimously resolved to certify the Minutes of the General Meeting of Shareholders No. 71 held on April 25, 2022 as proposed, with the votes:

<u>Agree:</u>	282,270,766 votes; to be 100% of casting votes of shareholders who attended the Meeting and voted
<u>Disagree:</u>	- None -
<u>Abstain:</u>	- None -
<u>Voided Ballots:</u>	- None -

Before the 2nd Agenda meeting started, the Company's Secretary informed that there were 1 person, equivalent to 1 shareholder attending the meeting, holding 775,900 shares, to be in aggregate of shareholders and proxies in total of 64 persons, equivalent to 146 shareholders, which represented 283,046,666 shares or 85.77% of the total outstanding and paid-up shares.

2. To Acknowledge the Report of the Board of Directors for the previous year.

Mr. Vathit Chokwatana, the President, reported to the report of the Board of Directors and the operating results of the Company in 2022 provided in the Form 56-1 One Report 2022 (QR Code download), submitted together with the Notice of the General Meeting of Shareholders in accordance with the requirements of the Securities and Exchange Commission and the Stock Exchange of Thailand.

The total revenues of the Company and subsidiaries in 2022, had amount of 34,912.68 million Baht, an increase of 1,514.63 million Baht or 4.54% from the year 2021. The Company and subsidiaries had gross profit in the year 2022 amount of 5,238.34 million Baht equal to 15.00% of sales and net profit amount of 1,671.30 million Baht.

Despite these challenges, the company remains committed to achieving ambitious goals in 2023 by developing new sales and marketing strategies. It will also optimize its infrastructure, sales systems, internal mechanisms, and human resources to promptly and consistently adapt to the ever-changing economic, social, behavioral, and lifestyle trends of its consumers. It also adhered to ethical principles in every step of its operations.

For performance and developments on measures of Anti-Corruption preventive of the Company for the year 2022; on December 31, 2022, the Company was renewed for membership renewal of CAC (Re-Certify) No. 2, the Company still has a policy to support the Board of Directors, executives, employees and stakeholders are participate in activities that promote and instill awareness of compliance with relevant laws, rules and regulations.

After that, the company had provided the opportunity to shareholders to raise questions or comments.

No shareholder provided any additional question or comments. Therefore, the meeting acknowledged the report of the Board of Directors.

3. To Approve of the Financial Statements for the year ended December 31, 2022.

Mr. Vathit Chokwatana, the President, proposed the Financial Statements, consisting of Statements of Financial Position, Statements of Comprehensive Income, statements of Changes in Shareholders' Equity, Statements of Cash Flows and Notes to the Financial Statements as at December 31, 2022. Such Financial Statements were prepared in accordance with generally accepted accounting principles, examined and certified by a Certified Public Accountant and reviewed by the Audit Committee and the Board of Directors, as detailed in the Form 56-1 One Report 2022, (QR Code download) and earlier sent to shareholders together with the Notice for shareholders' consideration, the summary is as follows:

Unit: Million Baht

Transactions	Consolidated	Separated
Total Assets	35,312	34,026
Total Liabilities	10,567	10,449
Shareholders' Equity	24,745	23,576
Total Income	35,474	34,735
Net Profit	1,671	1,652
Basic Earnings Per Share (Baht / Shares)	4.98	5.06

After that, the company had provided the opportunity to shareholders to raise questions or comments.

There was no question or comment from the shareholders. Therefore, the Meeting was proposed for consideration and approval.

After consideration: the meeting unanimously resolved to approve the Financial Statements as at December 31, 2022 as proposed, with the votes:

<u>Agree:</u>	283,046,066 votes; to be 100% of casting votes of shareholders who attended the Meeting and voted
<u>Disagree:</u>	- None -
<u>Abstain:</u>	- None -
<u>Voided Ballots:</u>	- None -

Before the 4th Agenda meeting started, the Company's Secretary informed that there were 1 person, equivalent to 1 shareholder attending the meeting, holding 100 shares, to be in aggregate of shareholders and proxies in total of 65 persons, equivalent to 147 shareholders, which represented 283,046,766 shares or 85.77% of the total outstanding and paid-up shares.

4. To approve the profit allocation and dividend payment.

Mr. Vathit Chokwatana, the President, presented to the Meeting that the Company has the policy to pay the dividend at least Baht 0.15 per share by the consideration of business results and economic conditions. As of December 31, 2022 the Company has information as follows:

Net Profit of the year 2022	1,652,831,500.92	Baht
Unappropriated Retained Earnings	<u>12,820,636,637.80</u>	Baht
Total Appropriated Retained Earnings	<u>14,473,468,138.72</u>	Baht

The Board of Directors proposed an appropriation of the retained earnings:

The company has been legal reserved was fully reserved, and no reservation in this year.

Dividend 1.50 Baht per share	489,733,050.00	Baht
Interim Dividend 0.50 Baht per share	163,244,350.00	Baht
Dividend will pay for this time 1.00 Baht per share	<u>326,488,700.00</u>	Baht
Unappropriated retained earning carried forward	<u>14,146,979,438.72</u>	Baht

There are 3,511,300 shares of treasury shares that are not entitled to receive dividends and the remaining shares to receive dividends are 326,488,700 shares.

In this regard, such dividend payment is in accordance with the Company's dividend payment policy and dividend payment would be paid from the retained earning under corporate income tax at 20% where the individual shareholders can apply for tax credit in accordance with section 47 bis of the revenue code. The shareholders entitling to receive the dividend according to the name listed on May 11, 2023 and determine dividend payment date on May 23, 2023.

After that, the company had provided the opportunity to shareholders to raise questions or comments.

There was no question or comment from the shareholders. Therefore, the Meeting was proposed for consideration and approval.

After consideration: the meeting unanimously resolved to approve that there would be no legal reserve in this year due to fully reserved and approve the dividend payment was Baht 1.50 per share amounting to Baht 489,733,050. The Company has already paid interim dividend at Baht 0.50 per share, amounting to Baht 163,244,350, on December 9, 2022 and remaining dividend payment at Baht 1.00 per share, amounting to Baht 326,488,700 as proposed, with the votes:

<u>Agree:</u>	283,046,766 votes; to be 100% of casting votes of shareholders who attended the Meeting and voted
<u>Disagree:</u>	- None -
<u>Abstain:</u>	- None -
<u>Voided Ballots:</u>	- None -

Before the 5th Agenda meeting started, the Company's Secretary informed that there were 1 person, equivalent to 1 shareholder attending the meeting, holding 1,100 shares, to be in aggregate of shareholders and proxies in total of 66 persons, equivalent to 148 shareholders, which represented 283,047,866 shares or 85.77% of the total outstanding and paid-up shares.

5. To consider the election of directors in replacement of those who are retired by rotation

Mr. Vathit Chokwatana, the President, proposed to the Meeting that there were 15 Directors elected by the General Meeting of Shareholders. According to the Article of Association, No.21, in every annual general meeting of shareholders, one-third of the directors are retired by rotation. If the number of directors cannot be divided into three parts, the nearest to such one-third (1/3) of the directors shall retire from office and the retiring directors may be re-elected. In this Annual General Meeting of Shareholders No.72, 5 retiring directors were:

(1)	Mr. Boonpakorn	Chokwatana	Director and Vice Chairman of the Board of Directors
(2)	Mr. Boonyarith	Mahamontri	Director
(3)	Mr. Vathit	Chokwatana	Director, Nomination and Remuneration Committee, Executive Director and President
(4)	Mr. Khachornsakdi	Vanaratseath	Independent Director and Chairman of Audit Committee
(5)	Mr. Wasin	Teyateeti	Director and Audit Committee

The Company provided the opportunity for shareholders to nominate persons with appropriate qualifications for election to the Board of Directors from November 15, 2022 to December 30, 2022. However, no nominations had been made.

The Board of Directors, excluding the Directors who are nominated and passed the screening process by the Nomination and Remuneration Committee, has resolution to approved 5 persons to be the Directors of the company for another term and purpose to the Annual General Meeting of shareholders for approval. All of these five directors, who retired by rotation, are knowledgeable individuals with a track record of experience. They are experts in their respective professional fields and meet the legal requirements, the criteria of relevant ministerial announcements, and the provisions of the Company's Articles of Association.

In this regard, Mr. Khachornsakdi Vanaratseath and Mr. Wasin Teyateeti has been in the position of independent director more than 9 years. The Board of Directors has considered that the independent directors are fully qualified and in compliance with the relevant laws and regulations relating and since becoming, Mr. Khachornsakdi Vanaratseath and Mr. Wasin Teyateeti can give opinions on the operations of the company and can perform duties as an independent director, independently and in accordance with relevant rules. Therefore, it was deemed appropriate to nominate him for another term of office as an independent director.

In addition, under the Public Limited Companies Act B.E. 2535, Section 86, stated that the director shall not be director of other company operating business which had the same nature as and in competition with the business of the company, unless the director notified the shareholders meeting prior to the resolution of such appointment. Accordingly, it was informed to the Meeting before election that some

nominated directors to be re-elected in this agenda were also the directors of other companies operating business which had the same nature as and in competition with the business of the Company as follows:

Name	Position	Company
Mr. Vathit Chokwatana	Director	Thai President Foods Plc.

Profile of 5 nominated persons to be directors already attached to the Notice sent to shareholders.

After that, the company had provided the opportunity to shareholders to raise questions or comments.

There was no question or comment from the shareholders. Therefore, the Meeting was proposed for consideration and election of the following nominated persons to be Directors of Company one by one as follows:

(1) Mr. Boonpakorn Chokwatana

After consideration: The meeting has considered to the election was resolved with a majority of votes as follows:

Agree: 283,044,966 votes; to be 99.9990% of casting votes of shareholders who attended the Meeting and voted
Disagree: 2,900 votes; to be 0.0010% of casting votes of shareholders who attended the Meeting and voted
Abstain: - None -
Voided Ballots: - None -

(2) Mr. Boonyarith Mahamontri

After consideration: The meeting has considered to the election was resolved with a majority of votes as follows:

Agree: 283,044,966 votes; to be 99.9990% of casting votes of shareholders who attended the Meeting and voted
Disagree: 2,900 votes; to be 0.0010% of casting votes of shareholders who attended the Meeting and voted
Abstain: - None -
Voided Ballots: - None -

(3) Mr. Vathit Chokwatana

After consideration: The meeting has considered to the election was resolved with a majority of votes as follows:

Agree: 283,044,966 votes; to be 99.9990% of casting votes of shareholders who attended the Meeting and voted
Disagree: 2,900 votes; to be 0.0010% of casting votes of shareholders who attended the Meeting and voted
Abstain: - None -
Voided Ballots: - None -

(4) Mr. Khachornsakdi Vanaratseath

After consideration: The meeting has considered to the election was resolved with a majority of votes as follows:

Agree: 283,044,956 votes; to be 99.9990% of casting votes of shareholders who attended the Meeting and voted
Disagree: 2,910 votes; to be 0.0010% of casting votes of shareholders who attended the Meeting and voted
Abstain: - None -
Voided Ballots: - None -

(5) Mr. Wasin Teyateeti

After consideration: The meeting has considered to the election was resolved with a majority of votes as follows:

Agree: 283,044,956 votes; to be 99.9990% of casting votes of shareholders who attended the Meeting and voted
Disagree: 2,910 votes; to be 0.0010% of casting votes of shareholders who attended the Meeting and voted
Abstain: - None -
Voided Ballots: - None -

Mrs. Siriwan Wongariyakavee, Company Secretary, announced to the Meeting, the 15 Board of Directors were as follows:

1.	Mr. Boonsithi	Chokwatana
2.	Mr. Boonchai	Chokwatana
3.	Mr. Boonpakorn	Chokvathana
4.	Mr. Boonyarith	Mahamontri
5.	Mr. Vathit	Chokwatana
6.	Mr. Khachornsakdi	Vanaratseath
7.	Mr. Wasin	Teyateeti
8.	Mr. Vichit	Tantianunanont
9.	Mrs. Pasook	Raksawonkse
10.	Mr. Siripol	Yodmuangcharoen
11.	Dr. Vichai	Charoenwongse
12.	Mr. Thamarat	Chokwatana
13.	Miss Sirilak	Dhanasarnsilp
14.	Mrs. Chailada	Tantivejakul
15.	Mr. Petch	Paniangvait

The Company had 5 Independent Directors, fully Independent Directors in the one-third of the Board of Directors who namely were; Mr. Khachornsakdi Vanaratseath, Mr. Wasin Teyateeti, Mr. Vichit Tantianunanont, Mr. Siripol Yodmuangcharoen, and Dr. Vichai Charoenwongs, and the Audit Committee of the Company were Mr. Khachornsakdi Vanaratseath, Mr. Wasin Teyateeti, and Mr. Vichit Tantianunanont.

6. To consider the Board of Directors' remuneration.

Mr. Vathit Chokwatana, the President, proposed to the meeting that according to the Articles of Association, article 32, the Company was not allowed to pay money or provided any property to the Directors, except for the remuneration under their right and other kind of benefits normally provided to those appointed as the Directors of the Company. However, it excluded the remuneration and a welfare which Directors received as Company's employee or staff. For 2022, the General Meeting of Shareholders agreed to approve the remuneration to the directors of the Company not exceeding Baht 15 million a year, the Company had the actually paid Baht 11,822,000. The Company reported the summaries of the amount of money paid to each of the directors, Audit Committee, Nomination and Remuneration Committee, Risk Management Committee and Corporate Governance Committee individually and separately as shown in the 56-1 One Report 2022 under Section "8.1.2 Meeting attendance and individual directors' compensation".

For 2023, the Board of Directors was agreed with the Nomination and Remuneration Committee to approve the remuneration of directors should not exceed 15 million Baht a year, same as last year. The amount excluded, and the remuneration and welfare which directors received as the Company's employee or staff, which consideration on evaluation of the Board of Directors operation, compensation budget approved by shareholders, and the amount already paid within the past year. The Company's director compensation is comparable to that of other organizations within the same business sector. The additional duties and responsibilities as a member of a board committee also mean additional remuneration. The proposal was as follows:

1. Board of Directors
 - Meeting attendance fee (paid to attending directors only)

Chairman	12,000	Baht/ meeting
Director	10,000	Baht/ meeting
 - Annual Remuneration is paid to all directors, allocated by the Nomination and Remuneration Committee and to propose the remuneration to the Board of Director for approval.
2. Audit Committee (paid to attending directors only)
 - Meeting attendance fee by quarter.

Chairman	60,000	Baht
Director	30,000	Baht
3. Nomination and Remuneration Committee
 - Meeting attendance fee (paid to attending directors only)

Chairman	12,000	Baht/ meeting
Director	10,000	Baht/ meeting
4. Risk Management Committee
 - Meeting attendance fee (paid to attending directors only)

Chairman	4,000	Baht/ meeting
Director	3,000	Baht/ meeting

5. Corporate Governance Committee

- Meeting attendance fee (paid to attending directors only)

Chairman	4,000	Baht/ meeting
Director	3,000	Baht/ meeting

6. Other Benefits – None –

Remuneration of other subcommittees appointed by the Board would be under the consideration of the Board of Directors as appropriate to scope of their duties and responsibilities. The foregoing shall be effective from the General Meeting of Shareholders' approval until change, and the payment of remuneration would not exceed the amount which was approved by the General Meeting of Shareholders.

According to the Public Limited Companies Act B.E. 2535, Section 90, the payment of remuneration shall be in accordance with the resolution of the shareholders meeting based on a vote not less than two-thirds of the total number of votes of the shareholders attending the meeting.

After that, the company had provided the opportunity to shareholders to raise questions or comments.

There was no question or comment from the shareholders. Therefore, the Meeting was proposed for consideration and approval.

After consideration: The meeting unanimously resolved to approve the remuneration of the Board of Directors not exceeding Baht 15 million a year until change. The remuneration would be paid for Directors' meeting attendance fee, the Directors annual remuneration, meeting attendance fee for Audit Committee, meeting attendance fee for Nomination and Remuneration Committee, meeting attendance fee for Risk Management Committee and meeting attendance fee for Corporate Governance Committee, including subcommittee's remuneration (if any) as stated above as proposed, with the votes:

<u>Agree:</u>	283,047,866 votes; to be 100% of casting votes of shareholders who attended the Meeting and voted
<u>Disagree:</u>	- None -
<u>Abstain:</u>	- None -
<u>Voided Ballots:</u>	- None -

7. To appoint the Company's auditor and to consider the auditor fees.

Mr. Vathit Chokwatana, the President, proposed to the meeting that according to the Articles of Association, No.49 and No.50, the Auditors must not be director, employee, staff or any position of the Company, the Auditors will be appointed in every General Meeting of Shareholders. The Company may re-appoint the former auditor after terminating. In 2022, the auditors of the Company were Miss Somjintana Polhilunrat, Certified Public Accountant No. 5599 and/or Miss Suphaphorn Mangjit, Certified Public Accountant No. 8125 and/or Mr. Noppareek Pissanuwong, Certified Public Accountant No. 7764 and/or Mr. Wirote Satjathamukul, Certified Public Accountant No. 5128 of D I A International Audit Co., Ltd., and Miss Somjintana Polhilunrat, Certified Public Accountant No. 5599 had served as a signer of the financial statement for the year 2022.

In 2023, the Company has a policy to change the auditors and there were auditing companies proposed services and audit fees to the Company. The Audit Committee had considered and elected with consideration of qualification stipulated by the Company Articles of Association and the Securities and Exchange Commission independence, professional standard, operation result and ability to handle more workload. The audit fees have already compared with the other listed companies in same level. It is agreed to propose to the General Meeting of Shareholders to appoint;

- Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451 and/or
(Had never sign of the company's financial statement)
- Mrs. Saifon Inkaew, Certified Public Accountant No. 4434 and/or
(Had never sign of the company's financial statement)
- Miss Kamontip Lertwitworatep, Certified Public Accountant No. 4377
(Had never sign of the company's financial statement)

of EY Office Limited to be the Company's Auditor and the Subsidiaries' Auditor for the year 2023, Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451 to be the signatory of the company's financial statements for the year 2023 and determined the remuneration of auditor fee as follows;

Audit Fee	Year 2023	Year 2022	Year over Year
Audit Fee			
- Review for consolidated of the financial statements for 1st, 2nd and 3rd quarters	750,000	1,155,000	(405,000)
- Audit fee for the year ended December 31	2,410,000	1,245,000	1,165,000
Non-Audit Fee	-None-	610,000	(610,000)
Total	3,160,000	3,010,000	150,000

and auditor fees for subsidiaries (the same audit firm as the Company) as follows:

Audit Fee	<u>Year 2023</u>	Year 2022	Year over Year
1. Chokchaipibul Co., Ltd.	1,000,000	880,000	120,000
2. Bangkok Tower (1999) Co., Ltd.	300,000	270,000	30,000
3. Tipvarin-Wattana Co., Ltd.	320,000	300,000	20,000
4. Tipvarin Inter Packaging Co., Ltd.	350,000	330,000	20,000
5. Dairy Thai Co., Ltd.	300,000	280,000	20,000
6. SPC Ventures Co., Ltd.	120,000	180,000	(60,000)
Total	2,390,000	2,240,000	150,000

The Auditors mentioned above do not have any relationship and/or vested interest with the Company's the auditors / associated companies / executives / major shareholders or any person who are related to them.

After that, the company had provided the opportunity to shareholders to raise questions or comments.

There was no question or comment from the shareholders. Therefore, the Meeting was proposed for consideration and approval.

After consideration: the Meeting unanimously resolved to appoint Mr. Wichart Lokatekrawee, Certified Public Accountant No. 4451, and/or Mrs. Saifon Inkaew, Certified Public Accountant No. 4434 and/or Miss Kamontip Lertwitworatep, Certified Public Accountant No. 4377 of EY Office Limited, to be the auditor of the Company for the year 2023, Mr. Wichart Lokatekrawee to be the signatory of the company's financial statements for the year 2023 and consider the auditor fees for the year 2023 a total amount of Baht 3,160,000 as stated above as proposed, with the votes:

Agree: 2 8 3,047,866 votes; to be 100% of casting votes of shareholders who attended the Meeting and voted

Disagree: - None -

Abstain: - None -

Voided Ballots: - None -

Before the 8th Agenda meeting started, the Company's Secretary informed that there were 1 person, equivalent to 1 shareholder attending the meeting, holding 500 shares, to be in aggregate of shareholders and proxies in total of 50 persons, equivalent to 125 shareholders, which represented 288,018,863 shares or 87.28% of the total outstanding and paid-up shares.

8. Other matters (if any)

There was no any other matter proposed by the shareholders for consideration.

After that, the Chairman asked the Meeting whether shareholders had additional questions or comments. Without any additional questions or comment, Mr. Boonchai Chokwatana, the Chairman called the Meeting adjourned and expressed thanks to all Shareholders.

After that, the Chairman asked the Meeting whether shareholders had additional questions or comments. Without any additional questions or comment, Mr. Boonchai Chokwatana, the Chairman called the Meeting adjourned and expressed thanks to all Shareholders.

The Meeting was adjourned at 11.00 a.m.

Boonchai Chokwatana

(Mr. Boonchai Chokwatana)

Chairman of the Meeting

Privacy Notice (PDPA)

SAHA PATHANAPIBUL Public Company Limited ("the Company") prioritizes the collection and protection of your personal data, therefore, the Company would like to inform the guidelines in order to comply with Personal Data Protection Act, B.E. 2564 (PDPA) as follows:

Definition

"Company" means SAHA PATHANAPIBUL Public Company Limited

"You" means a data subject such as a shareholder and a proxy

"Personal Data Protection Laws" means Personal Data Protection Act B.E. 2564 (as amended) and the relevant laws.

"Personal Data" means any information relating to a person, which enables the identification of such person, whether directly or indirectly, but not including the information of the deceased persons in particular under Personal Data Protection Laws.

Purposes, necessities and Personal Data to be collected

The Company has to collect your Personal Data which You have informed the Company e.g., name, surname, mobile phone number and national identification card number, electronic traffic information, and other information relating to your meeting for the following purposes.

- To summon and hold the Annual General Meeting under the law.
- To deliver the notice of the Annual General Meeting together with its enclosures

Source of Personal Data

- Receive directly from You through the channels which the Company provides to verify the identity to attend the meeting.
- Receive from Thailand Securities Depository Company Limited (TSD) as the Company's securities Registrar as of the latest Record Date.
- Receive from the video and voice records during the Annual General Meeting.

Data Processing

The Company uses the Personal Data relating to the E-AGM to summon the meeting, verify identity to attend the meeting, count the quorum, count the votes, or take any action relating to the meeting and disclose the Personal Data to process such actions.

Period of Collecting Personal Data

The Company will collect your Personal Data as specified in this document throughout the period which the data is required to be used and as required by law for the purpose of the arrangement of the Annual General Meeting.

For shareholders and proxies who have queries during the meeting, the Company may record your name and surname in the minutes of the meeting which such minutes will be disclosed on the Company's website and submitted to the Stock Exchange of Thailand and the Department of Business Development, Ministry of Commerce and any relevant agencies prescribed by law.

Data Subject's Rights

As You are a data subject, You have the rights as stipulated in Personal Data Protection Act B.E. 2564 including the right to withdraw the consent, the right to request access and receiving the Personal Data, the right to request amendment of the Personal Data, the right to request deletion and destruction of the Personal Data, the right to request suspension of the use of the Personal Data, the right to request transfer of the Personal Data by means prescribed by law, the right to complain, and the right to object to the collection, use or disclosure of the Personal Data relating to You. In case You would like to exercise such rights, please contact

1) by post: "Data Protection Officer (DPO)", SAHA PATHANAPIBUL PLC., No. 2156 New Petchburi Road, Bangkok, Huai Khwang, Bangkok 10310 Thailand

2) by email: dpo@sahapat.co.th

Security Measures

The Company provides the Personal Data protection system according to "Personal Data Protection Policy" of the Company for protecting the access, change, and destruction without the Company's permission by using the standard security system to protect your Personal Data. For the collection, use and/or disclosure of the Personal Data, whether in whole or in part, the Company agrees to operate in accordance with the rights and obligations under the Personal Data Protection Laws.

Remark: In the identification documents which You send to the Company such as copy of national identification card or other official documents, you can conceal the sensitive information before sending to the Company, such as race, blood type, religion, which is not an information necessary for the Annual General Meeting. If You do not conceal such information, the Company will reserve the right to conceal such information on the documents without being regarded as the collection of your sensitive information.



<https://www.sahapat.co.th/PDPA>

The Articles of Association which related to General Meeting of Shareholders

General Meeting of Shareholders

Article 33 The Board of Directors shall summon a shareholder meeting as an annual general meeting of shareholders within four (4) months as from the last day of the fiscal year of the Company. The shareholder meetings other than the said meeting shall be called extraordinary meetings.

The Board of Directors may summon an extraordinary meeting of shareholders any time as it deems appropriate.

One or more shareholders holding the aggregate number of shares of not less than ten (10) percent of the total number of shares sold may, by subscribe their names in written request directing the Board of Directors to summon an extraordinary meeting at any time, but the reasons for summoning such meeting must be clearly stated in such request. In this event, the Board of Directors must summon a shareholder meeting to be held within forty-five (45) days as from the date of the receipt of the request from the shareholders.

In case the Board of Directors fails to arrange for the meeting within such period under paragraph four, the shareholders who have subscribed their names or other shareholders holding the required aggregate number of shares may themselves call the meeting within forty-five (45) days as from the date of expiration of the period under paragraph four. In such case, the meeting is deemed to be shareholders meeting called by the Board of Directors and the Company shall be responsible for necessary expenses as may be incurred in the course of convening such meeting and the Company shall reasonably provide facilitation.

In the case where, at the meeting called by the shareholders under paragraph five, the number of the shareholders presented does not constitute quorum as prescribed by the Article 36 and Article 37, the shareholders under paragraph five shall jointly compensate the Company for the expenses incurred in arrangements for holding that meeting

Article 34 In summoning a shareholder meeting, the Board of Directors shall prepare a written notice summoning the meeting stating the place, date, time, agenda of the meeting with reasonable details by indicating clearly whether such matters are proposed for information, for approval or for consideration as the case may be including opinions of the Board of Directors with respect to the said matters and the said notice shall be served on the shareholders for their information not less than seven (7) days prior to the date of the meeting and shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

A place of the meeting under paragraph one shall be in the locality in which the head or branch office of the Company is located or any other place as the Board of Directors may designate.

Article 35 The Board of Directors shall send the documents required by law to the shareholders together with a notice summoning an annual general meeting.

Article 36 At a shareholder meeting, there must be not less than twenty-five (25) shareholders and proxies (if any) present or not less than half (1/2) of the total number of shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold in order to form a quorum unless otherwise provided by law in any specific case.

Article 37 At any shareholder meeting, when one (1) hour has passed since the time specified for the meeting, the number of shareholders present at the meeting remains inadequate to form a quorum as specified in Article 36 and if such shareholders meeting was called at the request of the shareholders, such meeting shall be canceled. If such meeting was not called at the request of the shareholders, the meeting shall be summoned once again and the notice summoning such meeting shall be served on the shareholders not less than seven (7) days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

Article 38 The Chairman of the Board of Directors shall be the Chairman of the shareholder meeting. In case where the Chairman is not present at a meeting or cannot perform his or her duties, if there is a Vice-Chairman, the Vice-Chairman shall be the Chairman of the meeting. If there is no such Vice-Chairman or if there is but such Vice-Chairman cannot perform his or her duties,

the shareholders present at the meeting shall elect one shareholder to be the Chairman of the meeting.

Article 39 The Chairman of a shareholder meeting shall have the duty to conduct the meeting in compliance with the Articles of Association of the Company relating to the meeting. In this regard, the meeting shall be conducted in accordance with the sequence of the agenda specified in the notice summoning the meeting unless a resolution allowing a change in the sequence of the agenda is passed by the meeting with the votes of not less than two-third (2/3) of the number of shareholders present at the meeting.

Upon completion of consideration under paragraph one, the shareholders holding shares amounting to not less than one-third (1/3) of the total number of shares sold may request the meeting to consider the matters other than those specified in the notice summoning the meeting.

In case where the meeting has not finished the consideration of the matters according to the sequence as specified in the agenda under paragraph one or of the matters proposed by the shareholders under paragraph two as the case may be and the meeting is required to be adjourned, the meeting shall designate the place, date and time for the next meeting and the Board of Directors shall serve a notice summoning a meeting specifying the place, date, time and agenda to the shareholders not less than seven (7) days prior to the date of the meeting provided that such notice summoning the meeting shall also be published in a newspaper for three (3) consecutive days and not less than three (3) days prior to the date of the meeting.

Article 40 Every shareholder is entitled to attend a shareholder meeting held any time whatsoever.

Article 44 The affairs to be carried out by the annual general meeting are as follows:

1. Report of the operations of the Company in the previous year;
2. Approval of Balance Sheet and Statement of Income
3. Appropriation of profits;
4. Election of new directors to replace the retiring directors;
5. Appointment of auditor and fixing of auditing fee;
6. Other matters.

Authorize proxy to attend the General Meeting of Shareholders and Shareholder rights to vote

Article 41 The shareholders may authorize other persons as proxies to attend and vote at a meeting on their behalf and the proxies must submit the instrument appointing the proxy to the Chairman or a person designed by the Chairman of the Board at the place of the meeting before attending such meeting. The instrument appointment the proxy shall be executed in accordance with the form specified by the Registrar under the law on public limited companies.

Article 42 Any shareholder which having special interests in any matter to be resolved by the meeting shall not be entitled to vote on such matter, except for the votes on the election of the directors. If there is a tie vote, the Chairman of the meeting shall have a casting vote.

Article 43 In casting a vote, one share is equal to one vote.

A resolution of the shareholder meeting shall consist of the following votes.

1. In an ordinary event, the majority vote of the shareholders present at the meeting and entitled to vote is required. If there is a tie vote, the Chairman of the meeting shall have a casting vote.
2. In the following events, a vote of not less than three-fourth (3/4) of the total number of votes of the shareholders present at the meeting and entitled to vote is required.
 - a. The sale or transfer of the whole or material parts of the business of the Company to other persons.
 - b. The purchase or acceptance of transfer of the business of other companies or private companies by the Company.
 - c. The conclusion, amendment or termination of contracts with respect to the lease of the whole or material parts of the business of the Company, the assignment of the management of the business of the Company to other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing;
 - d. The amendment of the Memorandum or Articles of Association of the Company;
 - e. The increase and reduction of a capital or issuance of debentures of the Company;
 - f. The amalgamation or dissolution of the Company.

Dividend Payment

- Article 55** No dividend shall be distributed other than out of the profits. In case where the Company still has an accumulated loss, no dividend shall be distributed.
- Article 56** Dividends shall be distributed according to the number of shares at an equal amount each. Distribution of the dividends shall be made within one (1) month as from the date of resolution of shareholder meeting or the meeting of the Board of Directors as the case may be provided that notice thereof in writing shall be served on the shareholders and such notice shall also be published in a newspaper for three (3) consecutive days.
- Article 57** The Board of Directors may distribute the interim dividends to the shareholders from time to time if the Board regards that the profits of the Company justify such distribution. Such distribution of the dividends shall be reported to the shareholders at the next shareholder meeting.
- Article 58** The Company must appropriate to a reserve fund at least one-twentieth (1/20) of the annual net profits less accumulated loss carried over until the reserve fund reaches one-tenth (1/10) of the registered capital of the Company.

Upon the approval of the shareholders meeting, the Company may transfer other reserve funds, legal reserve fund and share premium reserve fund respectively to compensate for the accumulated loss of the Company.

Directors' Qualification, Election and Term Expiration of Directors

- Article 18** The Company shall have a Board of Directors comprising not less than five (5) directors and not less than half of whom shall have residence in the Kingdom. The Board of Directors shall elect one director to be the Chairman of the Board. In case where the Board of Directors deems it appropriate, the Board of Directors may elect one or several directors to be the Vice-Chairman of the Board. The Vice-Chairman shall have the duties pursuant hereto with respect to affairs assigned by the Chairman.

Two directors shall jointly affix their signatures together with the seal of the Company in order to be binding on the Company.

The Board of Directors may designate the names of the directors who have the power to affix their signatures together with the seal of the Company to be binding on the Company.

- Article 19** The directors shall be natural persons and shall
1. be sui juris;
 2. not be bankrupt, incompetent or quasi-incompetent;
 3. have never been imprisoned on the final judgement of a court for an offense related to property committed with dishonest intent;
 4. have never been dismissed or removed from government service or a government organization or government agency in punishment for dishonesty in performing their duties.

- Article 20** The directors shall be elected at the shareholder meeting in accordance with the following rules and procedures.
1. A shareholder shall have one vote for one share;
 2. Each shareholder must exercise all of the votes he or she has under paragraph one to elect one or several persons to be a director or directors and must not allot his or her vote to any person in any number;
 3. The persons having the highest number of votes to the lower number of votes in order shall be elected as the directors equal to the number of directors to be elected by the shareholder meeting in such election. In case where the number of votes for the candidates in descending order are equal which would otherwise cause the number of directors to be elected by the shareholder meeting to be exceeded in such election, the Chairman shall have a casting vote.

- Article 21** At every annual general meeting, one-third (1/3) of the directors shall retire from office. If the number of directors cannot be divided into three (3) parts, the nearest to such one-third (1/3) of the directors shall retire from office.

The retirement of directors in the first and second years after registration of the Company shall be effected by drawing lots. In the subsequent years, the directors who has held office the longest shall retire.

A director who retires from office may be re-elected.

Article 30 No director shall engage in a business which has the same nature as and in competition with that of the Company or become a partner in an ordinary partnership or a partner of unlimited liability in a limited partnership or a director of a private company or other companies engaged in a business which has the same nature as and is in competition with that of the Company regardless as to whether such a business is undertaken for his or her or other persons' benefits unless he or her had notified the shareholder meeting thereof prior to the resolution for his or her appointment was passed.

Remuneration of the Board of Directors

Article 32 No payment or other property shall be made or given by the Company to a director except a remuneration as usually paid to him or her as a director of the Company such as salary, meeting allowance, per diem, premium, pension, subsidy, reward, medical expenses, fuel and transportation expenses.

The preceding paragraph shall not include such compensation or welfare given to the directors as a staff or employee of the Company.

Directors' qualification, Appointment of the Auditor, Determination the Remuneration of an Auditor and Attendance of The General Meeting of Shareholders.

Article 49 An auditor shall not be a director, staff member, employee or a person holding any office or having any duty in the Company.

Article 50 An auditor shall be elected annually by the general shareholder meeting. A retiring auditor may be re-elected.

Article 51 A remuneration of an auditor shall be determined by a shareholder meeting.

Article 54 An auditor has the duty to attend every shareholder meeting of the Company in which the balance sheet and statement of income and issues relating to the accounts of the Company are considered in order to clarify the auditing to the shareholders. The Company shall also submit to the auditor such reports and documents of the Company as to be obtained by the shareholders in every shareholder meeting.

.....

**Documents and evidences of the attended person have to present
before attend the meeting and regulations for the meeting**

The registration of the 2024 Annual General Meeting of Shareholder (No. 73) of Saha Pathanapibul Public Company Limited will process with barcode system. For your convenience in registration, shareholders and authorized persons who will attend the meeting, please bring the Registration Form with barcode on the meeting day.

1. Documents of the attended person have to present before attend the meeting

Person

- (1) The shareholder who will attend the meeting by himself/herself is required to present an I.D. Card/Copy or Government Officer Card/Copy or Passport to the officer for registration of attendance.
- (2) If the shareholders have appointed an authorized person to attend the meeting,
 - (2.1) Please use the Proxy Form B in a printed form attached with the Notice of the meeting or the Proxy Form A and duly execute only one of two Proxy Forms, alternatively you may download from the company's website (www.sahapat.co.th) and shall completely fill and sign of Grantor and Proxy.
 - (2.2) The proxy is required to present I.D. Card/Copy or Government Officer Card/Copy or Passport to the officer for registration of attendance.

Juristic Person

If the shareholders have appointed an authorized person to attend the meeting,

- (1) Please use the Proxy Form B in a printed form attached with the Notice of the meeting or the Proxy Form A and duly execute only one of two Proxy Forms, alternatively you may download from the company's website (www.sahapat.co.th) and shall completely fill and sign of Grantor and Proxy. The Grantor shall sign by the authorized person to act for the juristic person and affix with the seal of the company (if any).
- (2) Attach a copy of the certificate of juristic person, within 6 months by the Department of Business Development, Ministry of Commerce which every page is signed by an authorized person acting on behalf of the juristic person and company seal (if any) and attach a copy of ID card or passport copy (in case of a foreigner) of the authorized director who signed the proxy form.
- (3) The proxy is required to present I.D. Card/Copy or Government Officer Card/Copy or Copy of Passport to the officer for registration of attendance.

The shareholders are the foreign investors and appoint the custodian in Thailand to keep and safeguard the shares

If the shareholders have appointed an authorized person to attend the meeting,

- (1) Please use the Proxy Form B in a printed form attached with the Notice of the meeting or the Proxy Form A or Form C and duly execute only one of three Proxy Forms, alternatively you may download from the company's website (www.sahapat.co.th) and shall completely fill and sign of Grantor and Proxy. The Grantor shall sign by authorized person to act for the custodian. The evidences attached with Proxy Form are as follows:
 - (1.1) The power of attorney Letter from shareholder assigned to custodian to sign in the Proxy Form.
 - (1.2) The Confirm Letter to confirm that the person who signs in the Proxy Form get the consent to do the custodian business.
- (2) The proxy is required to present I.D. Card/Copy or Government Officer Card/Copy or Passport to the officer for registration of attendance.

2. The regulations for the meeting


- 2.1 In the Annual General Meeting of Shareholders, the shareholders have the rights to ask and recommend in every agenda.
- 2.2 Casting vote in every agenda is opened.
- 2.3 Casting vote is 1 share for 1 vote.

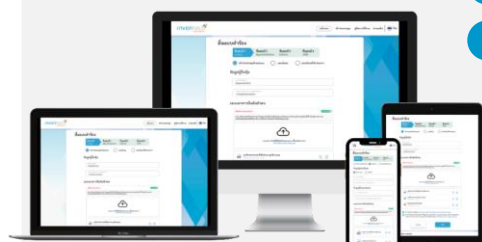
Guidelines for attending

➤ In case shareholders and proxies to attend the meeting via electronic media (E-AGM) as follows :

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at

<https://app.inventech.co.th/SPC155684R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting

- 2 Choose type request for request form to 4 step

Step 1 Fill in the information shown on the registration

Step 2 Fill in the information for verify

Step 3 Verify via OTP

Step 4 Successful transaction, The system will display information again to verify the exactitude of the information

**** Merge user accounts, please using the same email and phone number ****

- 3 Please wait for an email information detail of meeting and Password

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 11 April 2024 at 8:30 a.m. and shall be closed on 22 April 2024 Until the end of the meeting.

3. The electronic conference system will be available on 22 April 2024 at 7:00 a.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by within 19 April 2024 at 5.00 p.m.

Saha Pathanapibul Public Company Limited

Investor Relation Section , 7th floor

2156 New Petchburi Road, Bangkok, Huaykwang, Bangkok 10310

If you have any problems with the software, please contact Inventech Call Center



02-931-9144



@inventechconnect



The system available during 11 – 22 April 2024 at 08.30 a.m. – 05.30 p.m.

(Specifically excludes holidays and public holidays)

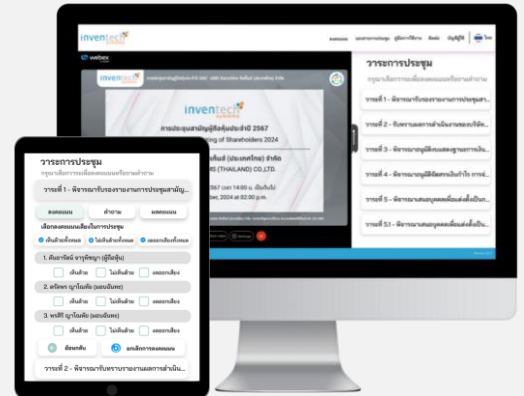


Report a problem

@inventechconnect

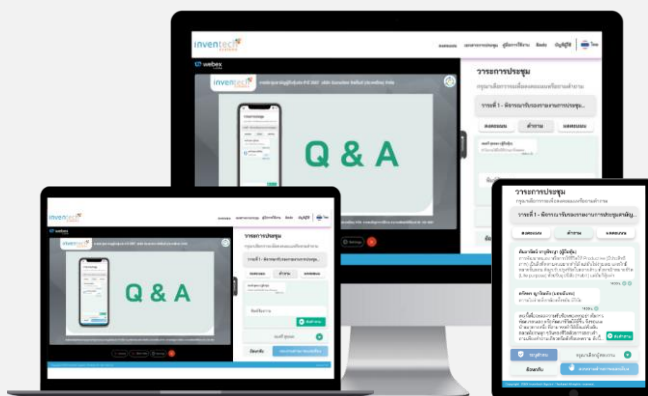
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Join Meeting” button
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
 - Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
 - 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then your can open the microphone and camera

How to use Inventech Connect



User Manual e-Request



User Manual e-Voting



Video of using Inventech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements

- High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
- High Quality Video: Must be have internet speed at 1.0 Mbps.
- Standard Quality Video: Must be have internet speed at 0.5 Mbps.

2. Equipment requirements.

- Smartphone/Tablet that use IOS or android OS.
- PC/Laptop that use Windows or Mac OS.

3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge ** The system does not supported

internet explorer.

➤ Incase shareholders and proxies to attend the meeting via meeting room (Physical Meeting) as follows :

Step for requesting via register

1. Incase in person

- 1 Document for register
- 2 Wait for inspector and register
- 3 Received a ballot

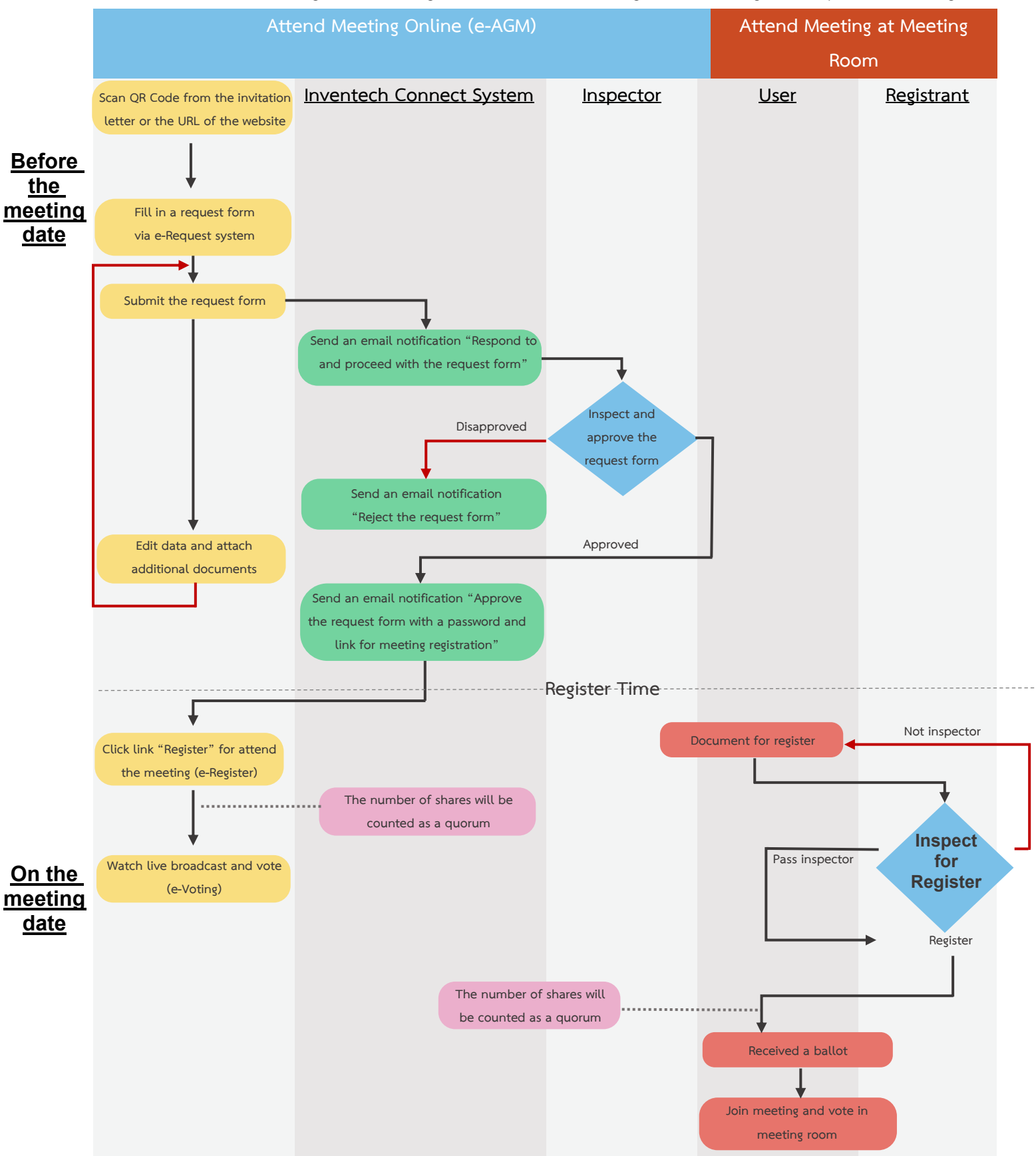
2. Incase in proxy

- 1 Document for inspector
- 2 Wait for inspector
- 3 Document for register
- 4 Wait for register
- 5 Received a ballot

3. Join meeting in meeting room

4. vote as they wish in ballot

Guidelines for Attending the Meeting via Electronic Meeting or Attending the Physical Meeting



System Usage Conditions via Electronic Meetings (e-Meeting)

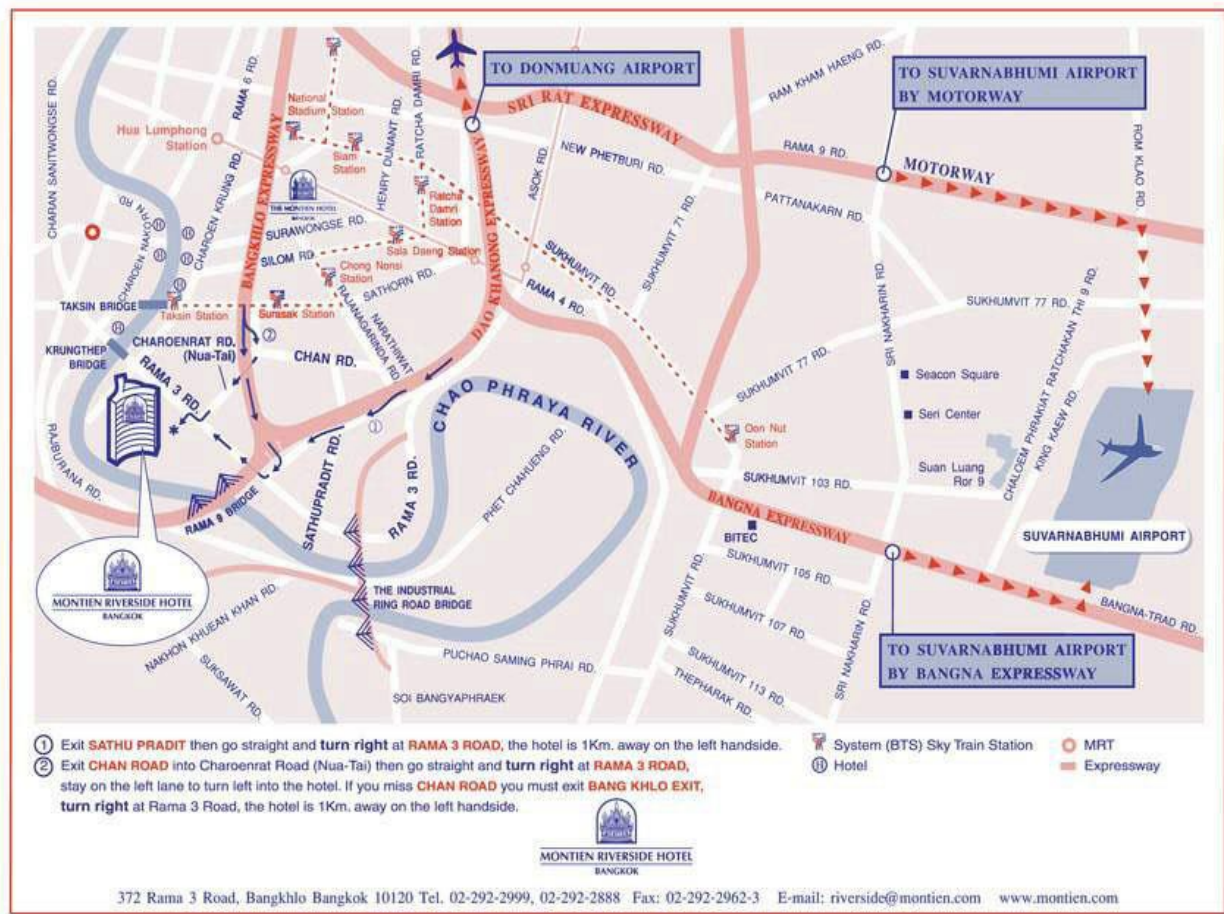
In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register for exit the quorum", the systems will be number of your shares out from the meeting base.

**Map of the meeting place of the 2024 Annual General Meeting of Shareholders
At The Montien Riverside Hotel**



Ordinary Bus : Bus No. 35 and No. 205
: Air-conditioned bus No. 205
: BRT express bus (Charoenrat Station)

A portrait of a middle-aged man with short, dark hair, wearing a dark suit jacket over a light-colored shirt. He is standing with his hands in his pockets, looking directly at the camera. The background is a plain, light color.

Other Listed Company			Non-Listed company	Director/Executive position in other company engaging in ompetitive /related businesses Number	
Number	Director / Executive Position				
2 companies	<ul style="list-style-type: none"> ▪ Independent Director ▪ Audit Committee ▪ Chairman of Risk Management Committee 	Far East Fame Line DDB PLC.	2 companies	-None-	-None-
	<ul style="list-style-type: none"> ▪ Independent Director ▪ Audit Committee 	Sompo Insurance (Thailand) Public Company Limited			

Meeting Attendance record in 2023	: The Annual General Shareholders meeting	1/1	time
	: The Board of Directors' meeting	12/12	times
	: The Board of Audit Committee meeting	5/5	times
Specialization	: Management, investment, marketing, business strategy Law and Risk Management		
Type of Directorship being nominated	: Director who was considered by Nomination and Remuneration Committee and the Board of Directors		
Prohibitive aspect	: Having no criminal offence record regarding dishonest assets acquisition		

Having the following relationship with the Company / parent company / subsidiary / affiliate / major Shareholder or authorities of the company at present or during the past 2 years	
- Being a director and participate in day-to-day business or being an officer, employee or consultant who receives a regular salary	None
- Being professional service provider, e.g., auditor, legal advisor	None
- Having business relation that is material and could be barrier to independent judgment (e.g. selling or purchasing raw materials / goods / services or providing financial support)	None
- Being a relative person with management / major shareholders of the Company / Affiliated company	None
- Being a directors have been promoted as a representative of directors of the company, major shareholders, shareholders, who relates with the major shareholders of company.	None

Profile of the nominated persons to be directors in replacement of those who are retired by rotation

2. Name : Mr. Siripol Yodmuangcharoen
Age : 76 years old
Nationality : Thai
Position in Company : Director
Type of Director : Independent Director, Non-executive Directors
Appointed Date : December 16, 2022
Number of years as director as of March 12, 2024 : 1 years 3 months
Education : Bachelor of Economics Thammasat University
: Master of Business Administration Thammasat University
: Doctorate of Business Administration University of South Australia, Australia
Training from Thai Institute of Directors Association (IOD)
: Director Accreditation Program (DAP) 81/2009
: Director Certification Program (DCP) 131/2010



Work Experiences:

WORK EXPERIENCES:

Other Listed Company			Non-Listed company	Director/Executive position in other company engaging in competitive/related businesses Number	
Number	Director / Executive Position				
2 companies	<ul style="list-style-type: none">▪ Director▪ Chairman of Risk Management▪ Vice Chairman of Executive Board▪ Chairman of Sustainability and Risk Management	Siam Food Products PLC.	2 companies	-None-	-None-
	<ul style="list-style-type: none">▪ Director Independent Director▪ Chairman of the Nomination and Remuneration Committee	Sahaviriya Steel Industries PLC.			

Shareholding (oneself/spouse/children who is not sui juris) as of March 12, 2024 : -None-

Meeting Attendance record in 2023 : The Annual General Shareholders meeting 1/1 time
: The Board of Directors' meeting 12/12 times

Specialization : Management Financial management, finance, marketing, business strategy, strategic planning Risk management and personnel development management.

Type of Directorship being nominated : Director who was considered by Nomination and Remuneration Committee and the Board of Directors

Prohibitive aspect : Having no criminal offence record regarding dishonest assets acquisition

Having the following relationship with the Company / parent company / subsidiary / affiliate / major Shareholder or authorities of the company at present or during the past 2 years	
- Being a director and participate in day-to-day business or being an officer, employee or consultant who receives a regular salary	None
- Being professional service provider, e.g., auditor, legal advisor	None
- Having business relation that is material and could be barrier to independent judgment (e.g. selling or purchasing raw materials / goods / services or providing financial support)	None
- Being a relative person with management / major shareholders of the Company / Affiliated company	None
- Being a directors have been promoted as a representative of directors of the company, major shareholders, shareholders, who relates with the major shareholders of company.	None

Profile of the nominated persons to be directors in replacement of those who are retired by rotation

3. **Name** : **Mrs. Pasook Raksawonkse**
Age : 69 years old
Nationality : Thai
Position in Company : Director /
Chairman of the Executive Committee Advisor /
Chairman of the Corporate Governance Committee
Type of Director : Executive Directors
Appointed Date : June 19, 2008
Number of years as director as of March 12, 2024 : 15 years
Education : Bachelor of Education, Chulalongkorn University
: Master of Business Administration, National Institute
of Development Administration (NIDA)
Training from Thai Institute of Directors Association (IOD)
: Director Accreditation Program (DAP) 75/2008
: Director Certification Program (DCP) 251/2017
: Risk Management Program for Corporate Leaders (RCL) 7/2017



Work Experiences:

Other Listed Company			Non-Listed company	Director/Executive position in other company engaging in competitive/related businesses	
Number	Director / Executive Position			Number	
-None-	-None-	-None-	5 companies	-None-	-None-

Shareholding (oneself/spouse/children who is not sui juris) as of March 12, 2024 : 108,200 shares or to be 0.03%

Meeting Attendance record in 2022 : The Annual General Shareholders meeting 1/1 time
: The Board of Directors' meeting 12/12 times
: The Corporate Governance Committee 12/12 times
: The Executive Board 10/11 times

Specialization : Management Financial management, finance, business strategy strategic planning Risk management and advertising

Type of Directorship being nominated : Director/ Executive Director, who was considered by Nomination and Remuneration Committee and the Board of Directors

Prohibitive aspect : Having no criminal offence record regarding dishonest assets acquisition

**Profile of the nominated persons to be directors in replacement of those
who are retired by rotation**

4. Name : **Mrs. Chailada Tantivejakul**
Age : 47 years old
Nationality : Thai
Position in Company : Director / Chairman of the Risk Management Committee / Executive Director / Nomination and Remuneration Committee / Sustainability Committee / Deputy President
Type of Director : Executive Directors
Appointed Date : December 17, 2015
Number of years as director as of March 12, 2024 : 8 years
Education : Bachelor of Economics, Thammasat University
: Master of International Commerce and Policy
George Mason University, USA
Training from Thai Institute of Directors Association (IOD)
: Director Accreditation Program (DAP) 55/2006
: Risk Management Program for Corporate Leaders (RCL) 8/2017



Work Experiences :

WORK EXPERIENCES :

Other Listed Company			Non-Listed company	Director/Executive position in other company engaging in competitive/related businesses Number	
Number	Director / Executive Position				
2 companies	▪ Executive Vice President	Far East Fame Line DDB PLC.	15 companies	1 company	I.C.C International PLC.
	▪ Chief Financial Officer (CFO)				
	▪ Director	I.C.C International PLC.			

Shareholding (oneself/spouse/children who is not sui juris) as of March 12, 2024 : 1,516,739 shares or to be 0.46%

Meeting Attendance record in 2022 :

- The Annual General Shareholders meeting 1/1 time
- The Board of Directors' meeting 12/12 times
- The Executive Board 10/11 times
- The Risk Management Committee 6/6 times
- The Nomination and Remuneration Committee 2/2 times
- The Sustainability Committee / Deputy President 2/2 times

Specialization :

- Management Financial management, investment, marketing, strategic planning Risk management strategy information technology Advertisements and personnel development management

Type of Directorship being nominated : Independent Director who was considered by Nomination and Remuneration Committee and the Board of Directors.

Prohibitive aspect : Having no criminal offence record regarding dishonest assets acquisition

**Profile of the nominated persons to be directors in replacement of those
who are retired by rotation**

5. Name : **Mr. Petch Paniangvait**
Age : 49 years old
Nationality : Thai
Position in Company : Director / Executive Director / Sustainability Committee / Marketing Director 2 / Acting position Sales Director 2 Modern Trade
Type of Director : Executive Directors
Appointed Date : April 26, 2012
Number of years as director as of March 12, 2024 : 11 years
Education : Bachelor of Business Administration (BBA), Marketing Major, Assumption University
: Master of Business Administration International University of Sydney, Australia
Training from Thai Institute of Directors Association (IOD)
: Director Accreditation Program (DAP) 99/2012



Work Experiences

Work Experiences

Other Listed Company			Non-Listed company	Director/Executive position in other company engaging in competitive/related businesses	
Number	Director / Executive Position			Number	
1 company	<ul style="list-style-type: none">Foreign Investment ManagerAssistant Vice President of Business development and Foreign Investment	Thai President Foods PLC.	5 companies	1 company	Thai President Foods PLC.

Shareholding (oneself/spouse/children who is not sui juris) as of March 12, 2024: 300,000 shares or to be 0.09%

Meeting Attendance record in 2022 : The Annual General Shareholders meeting 1/1 time
: The Board of Directors' meeting 12/12 times
: The Executive Board 10/11 times
: The Sustainability Committee 2/2 times

Specialization : Management Financial management, investment, marketing, information technology and advertising

Type of Directorship being nominated : Independent Director who was considered by Nomination and Remuneration Committee and the Board of Directors

Prohibitive aspect : Having no criminal offence record regarding dishonest assets acquisition

Definitions of “Independent Director”

The Company has given the following definitions of an “independent director” based on the announcement of the Capital Market Supervisory Board.

(1) The person must hold no more than 1% of shares with voting rights of the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company; inclusive of shareholding by individuals related to such independent directors.

(2) The person must not be serving, or have served, as a director who is involved with the management, or a staff member, an employee or a consultant with a monthly wage. The person also must not be or be an individual with the authority to control the company, the parent company, the associates, the affiliates, the associates of the same level, the major shareholders or of the entities with the authority to control the company, with the exception of the case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director. The ineligibility however does not include the case where an independent director has previously served as a public servant or a consultant of a government agency which is a major shareholder of, or an entity with the authority to control the company.

(3) The person must not be related by blood or law as father, mother, spouse, sibling or child, spouse of son or daughter of executives, major shareholders, individuals with the authority to control the company or candidates for the position of an executive or an individual with the authority to control the company or an associate.

(4) The person must not have, or have had, a business relationship with the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company, in such a manner that may interfere with one's independent discretion. The person also must have not been or has been a shareholder, individuals with the authority to control the company, of the person who has business relationship with the company, the parent company, the associates, the affiliates, the major shareholder or the entities with the authority to control the company. There is an exception in the case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director.

The business relationship as described in the above paragraph is inclusive of normal trading transactions for the conduct of business; lease or letting of immovable; transactions relating to assets or service; provision or acceptance of financial assistance through acceptance or provision of loans and guarantees, the use of assets as collateral and other such practices which result in the company or the party to the agreement being under the obligation to repay the other party for an amount from 3% of net tangible assets of the company or from Twenty Million Baht whichever is lower. The calculation of such obligation to debt is to be in accordance with the related transaction value calculation method as per the Announcement of the Capital Market Supervisory Board on the Related Transaction Criteria with exceptions. The said obligation to debt includes that which has materialized during the period of one year prior to the day of business relationship with the same individual.

(5) The person must not be, or has been, an auditor of the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company. The person also must not be a significant shareholder, an individual with the authority to control or a partner of the audit office with which the auditor the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company is associated. There is an exception in such case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director.

(6) The person must not be, or has been, a provider of a professional service including the service as a legal consultant or a financial consultant for which greater than Two Million Baht of fee is paid per year by the company, the parent company, the associates, the affiliates, the major shareholders or the entities with the authority to control the company. The person also must not be a significant shareholder or an individual with the authority to control or a partner of such provider of professional service. There is an exception in such case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director.

(7) The person must not be a director appointed to represent a director of the company, a major shareholder or a shareholder who is related to a major shareholder.

(8) The person must not be in a business of the same nature as, and of significant competition to, that of the company or an associate. The person also must not be a significant partner in a partnership; a director who is involved with the management; a staff member; an employee; a consultant with a monthly wage; as well as, a shareholder who holds more than 1% of shares with voting rights of another company which is engaged in a business of the same nature as and of significant competition to that of the company or an associate.

(9) The person must not have any other characteristic which is an obstacle to the giving of free opinion on the operation of the company.

After having been appointed as an independent director following the qualifications specified under items (1) through (9) above, the independent director may be assigned by the Board of Directors to make decisions on the operation of the company, the parent company, the associates, the affiliates, the associates of the same level, the major shareholders or the entities with the authority to control the company in the manner of a collective decision.

**Information of Independent Directors that company nominated the name
as authorized person from shareholders**

1. **Name** - **Dr. Vichai Charoenwongse**
Type of Director - Independent Director
Age - 77 years old
Nationality - Thai
Address - 29/50 Greenpoint Building
 Soi Anuman-Ratchthong Surawong Road,
 Bang Rak, Bangkok 10500

Company Shareholding - None
Interest on each agenda - None
Vested special interest
in every agenda



2. **Name** - **Mr. Wasin Teyateeti**
Type of Director - Independent Director and Audit Committee
Age - 75 years old
Nationality - Thai
Address - 11 Seri Village, Rama 9 Road,
 Khwaeng Suanluang, Khet Suanluang,
 Bangkok 10250

Company Shareholding - 0.01%
Interest on each agenda - None
Vested special interest
in every agenda



3. **Name** - **Mr. Khachornsakdi Vanaratseath**
Type of Director - Independent Director and Audit Committee
Age - 76 years old
Nationality - Thai
Address - 18 Punnavithi 30 Sukhumvit 101 Road,
 Khwaeng Bangjark, Khet Phra Khanong,
 Bangkok 10260

Company Shareholding - None
Vested special interest - None
in every agenda



**Information of Independent Directors that company nominated the name
as authorized person from shareholders**

- 4. Name** - **Mr. Vichit Tantianunanont**
Type of Director - Independent Director and Audit Committee
Age - 77 years old
Nationality - Thai
Address - 8 Soi 9, Sere Village 1, Seri 2rd,
Hua Mark Sub-district,
Bangkapi, Bangkok 10250
Company Shareholding - 0.01%
Interest on each agenda - None
Vested special interest - Conflict of Interest in agenda No.5 Election
in every agenda of directors to replace the directors whose
term has expired due to the directors are
retired on rotation and the retiring directors
may be re-elected.



-
- 5. Name** - **Mr. Siripol Yodmuangcharoen**
Type of Director - Independent Director
Age - 76 years old
Nationality - Thai
Address - 291 Phetkasem Road, Bang Wa Subdistrict,
Phasi Charoen District, Bangkok 10160
Company Shareholding - None
Vested special interest - Conflict of Interest in agenda No.5 Election
in every agenda of directors to replace the directors whose
term has expired due to the directors are
retired on rotation and the retiring directors
may be re-elected.



หนังสือมอบฉันทะ (แบบ ข.)

Proxy (Form B.)

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....สัญชาติ.....

I/We

Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

with address at Road Sub-District

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District

Province

Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท สหพัฒน์พิบูล จำกัด (มหาชน)

being a shareholder of SAHA PATHANAPIBUL PUBLIC COMPANY LIMITED.

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding the total amount of shares with the voting rights of votes as follows;

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share shares with the voting rights of votes

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preferred share shares with the voting rights of votes

(3) ขอมอบฉันทะให้ / Hereby appoint

(1)อายุ.....ปี
Age Years

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

with address at Road Sub-District

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District

Province

Postal Code

(2)นายแพทย์วิชัย เจริญวงศ์.....อายุ.....77.....ปี

.....Dr. Vichai Charoenwongse.....Age 77 Years

อยู่บ้านเลขที่.....29/50 อาคารกรีนพอยท์ ซอยอนุমানราชธน ถนน.....สุรวงศ์.....ตำบล/แขวง.....สุริยวงศ์.....

with address at 29/50 Greenpoint Building Soi Anuman-Ratchthon Road Surawong Sub-District Suriyawong

อำเภอ/เขต.....บางรัก.....จังหวัด.....กรุงเทพฯ.....รหัสไปรษณีย์.....10500.....หรือ

District Bang Rak Province Bangkok Postal Code 10500 or

(3)นายวิชิต ตันตือนานนท์.....อายุ.....77.....ปี

.....Mr. Vichit Tantanunant.....Age 77 Years

อยู่บ้านเลขที่.....8 ซอย 9 หมู่บ้านเสรี 1 ถนน.....เสรี 2.....ตำบล/แขวง.....หัวหมาก.....

with address at 8 Soi 9. Seri Village 1 Road Seri 2 Sub-District Hua Mark

อำเภอ/เขต.....บางกะปิ.....จังหวัด.....กรุงเทพฯ.....รหัสไปรษณีย์.....10250.....หรือ

District Bangkokapi Province Bangkok Postal Code 10250 or

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมผู้ถือหุ้น/การประชุมสามัญผู้ถือหุ้น / วัติสมณั ครั้งที่ 73 ในวันจันทร์ที่ 22 เมษายน 2567 เวลา 09.00 น. ณ ห้องเจ้าพระยา 1 โรงแรมมณเฑียร ริเวอร์ไซด์ เลขที่ 372 ถนนพระราม 3 แขวงบางโคล่ เขตบางคอแหลม กรุงเทพมหานคร 10120 หรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as only one of my / our proxy to attend and vote on my / our behalf at the Share Subscription Meeting / the Annual General / the Extraordinary Meeting of Shareholders No.73 to be held on Monday, April 22, 2024 at 09.00 a.m. at Chao Praya room 1, Montien Riverside Hotel, No. 372 Rama 3 Road, Kwaeng Bangklo, Khet Bangkok, Bangkok 10120 or at any adjournment thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I / We authorize my / our Proxy to cast the votes according to my / our intentions as follows:

☐ วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้น ครั้งที่ 72 เมื่อวันที่ 24 เมษายน 2566

Agenda 1 To certify the minutes of the Annual General Meeting of Shareholders No. 72 on April 24, 2023.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ วาระที่ 2 รับทราบรายงานของคณะกรรมการบริษัทในรอบปีที่ผ่านมา

Agenda 2 To acknowledge the Report of the Board of Directors for the previous year.

☐ วาระที่ 3 พิจารณานุมัติงบการเงิน สิ้นสุด ณ วันที่ 31 ธันวาคม 2566

Agenda 3 To approve the Financial Statements as at December 31, 2023.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ วาระที่ 4 พิจารณานุมัติการจัดสรรกำไรและการจ่ายเงินปันผล

Agenda 4 To approve the profit allocation and dividend payment.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ วาระที่ 5 พิจารณาเลือกตั้งกรรมการบริษัทแทนกรรมการบริษัทที่ต้องออกตามวาระ

Agenda 5 To consider the election of directors in replacement of those who are retired by rotation.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ การแต่งตั้งกรรมการทั้งชุด

To elect directors as a whole

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ การแต่งตั้งกรรมการเป็นรายบุคคล

To elect each director individually

ชื่อกรรมการ นายวิชิต ตันตียนูนานนท์

Name of Director Mr. Vichit Tantanunanonant

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการนายศิริพล ยอดเมืองเจริญ.....

Name of DirectorMr. Siripol Yodmuangcharoen.....

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

ชื่อกรรมการ.....นางผาสุก รักษาวงศ์.....

Name of DirectorMrs. Pasook Raksawongse.....

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

ชื่อกรรมการ.....นางชัยลดา ตันติเวชกุล.....

Name of DirectorMrs. Chailada Tantivejakul.....

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

ชื่อกรรมการ.....นายเพชร พะเนียงเวทย์.....

Name of DirectorMr. Petch Paniangvait.....

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

☐ วาระที่ 6 พิจารณากำหนดค่าตอบแทนกรรมการบริษัท

Agenda 6 To consider the Board of Director's remuneration.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

☐ วาระที่ 7 พิจารณาแต่งตั้งผู้สอบบัญชีและกำหนดจำนวนเงินค่าสอบบัญชี

Agenda 7 To appoint the Company's auditor and to consider the auditors fees.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

☐ วาระที่ 8 พิจารณาอนุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท

Agenda 8 To approve amendments to the company's regulations.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

☐ วาระที่ 9 พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 9 Other business (If any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ใช้เป็น การลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

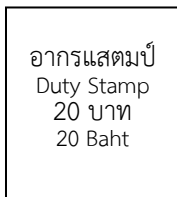
Vote of the Proxy in any Agenda which is not in accordance with this Form of Proxy shall be invalid and shall not be the vote of the Shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I do not specify the authorization or the authorization is unclear, or if the meeting considers or resolves any matter other than those stated above, or if there is any change or amendment to any fact, the Proxy shall be authorized to consider and vote the matter on my / our behalf as the Proxy deems appropriate.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณี que ผู้รับมอบฉันทะไม่ออกเสียงตามที่ ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me / us in all respects except for vote of the Proxy which is not in accordance with this Proxy Form.



ลงชื่อ/Signed ผู้มอบฉันทะ/Shareholder
(.....)

ลงชื่อ/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ / Remark

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In the agenda relating the election of Directors, it is applicable to elect either nominated directors as a whole or elect each nominated director individually.

3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there are agenda other than the agenda specified above, the additional statement can be specified by the Shareholder in the Regular Continued Proxy Form B as enclosed.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.

REGULAR CONTINUED PROXY FORM B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ **บริษัท สหพัฒน์พิบูล จำกัด (มหาชน)**

Authorization on behalf of the Shareholder of **SAHA PATHANAPIBUL PUBLIC COMPANY LIMITED.**

ในการประชุมผู้ถือหุ้น / การประชุมสามัญผู้ถือหุ้น / วิสามัญ ครั้งที่ 73 ในวันจันทร์ที่ 22 เมษายน 2567 เวลา 09.00 น.
ณ ห้องเจ้าพระยา 1 โรงแรมมณเฑียร ริเวอร์ไซด์ เลขที่ 372 ถนนพระราม 3 แขวงบางโคล่ เขตบางคอแหลม กรุงเทพฯ 10120
หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

For the Share Subscription Meeting/ the Annual General / the Extraordinary Meeting of Shareholders No. 73 to be held on
Monday, April 22, 2024 at 09.00 a.m. at Chao Praya room 1, Montien Riverside Hotel, No. 372 Rama 3 Road, Kwaeng Bangklo, Khet
Bangkoleam, Bangkok 10120, or at any adjournment thereof.

☐ วาระที่ เรื่อง
Agenda No. Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ จดออกเสียง
Approve Disapprove Abstain

☐ วาระที่ เรื่อง
Agenda No. Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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Approve Disapprove Abstain

☐ วาระที่ เรื่อง
Agenda No. Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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Approve Disapprove Abstain

☐ วาระที่ เรื่อง
Agenda No. Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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Approve Disapprove Abstain

☐ วาระที่ เรื่อง.....

Agenda No. Subject

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(A) The Proxy is entitled to cast the votes on my / our behalf at its own discretion.

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(B) The Proxy must cast the votes in accordance with my / our following instruction:

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

☐ วาระที่ เรื่องเลือกตั้งกรรมการ (ต่อ)

Agenda No. Election of Directors (continued)

ชื่อกรรมการ.....

Name of Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ.....

Name of Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ.....

Name of Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ.....

Name of Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ.....

Name of Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ.....

Name of Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ.....

Name of Director

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

Approve

Disapprove

Abstain

QR Code Downloading Procedures for supporting documents For the Annual General Meeting Shareholders

The Thailand Securities Depository Co., Ltd. as a securities registrar under the Stock Exchange of Thailand (SET), has developed a system which allows SET Listed Companies to send the Notice of General Meeting of Shareholders and Form 56-1 One Report in the form of E-books accessible through QR Code to shareholders, thus allow the shareholders to access the information conveniently.

Shareholders can download the aforementioned documents from the QR Code by following the steps below.

For iOS System

1. Turn on the mobile camera.
2. Focus the mobile camera to QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

Remark: In case the notification does not appear on the screen of mobile phone, the QR Code can also be scanned with other applications such as QR CODE READER, Facebook or Line.

For Android System

1. Open applications such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

- Open Line application and click on "Add friend"
- Choose "QR Code"
- Scan the QR Code

2. Focus the mobile camera to QR Code to scan it.

Requirement Form of the Form 56-1 One Report (Printed Form)

To. Shareholders

Saha pathanapibul Public Company Limited would like to inform that shareholders who intent to receive the Form 56-1 One Report 2023 in printed form, please fill the details below and send back to the company to Investor Relations Section at 2156 New Petchburi Road, Bangkok, Huay kwang, Bangkok 10310, Tel. 02-318-0062#1255 or by Fax No. 02-318-1152. The company will send the Form 56-1 One Report 2023 to you later.

I (elaborate handwriting)

Address.....

.....

.....

Name of Contact Person.....

Telephone No.....

Fax No.

E-mail Address