



Invitation to Annual General Meeting of Shareholders of 2024

Sunsweet Public Company Limited
Monday, April 22, 2024 at 13.00 hrs.

In the form of a hybrid meeting
at Sunsweet Public Company Limited

No. 9 Moo 1, Toongsatok Sub-District,
Sanpatong District, Chiang Mai Province





SUNSWEET PUBLIC COMPANY LIMITED

No.9 Moo 1 Toongsatok, Sanpatong, Chiang mai Thailand 50120

Tel: +66 53 106 538-40 Fax: +66 53 106 541

(Translation)

No. MT67-001

March 25, 2024

Subject: Invitation to Annual General Meeting of Shareholders of 2024

Attention: Shareholders

Attachments:

1. Copy of Minutes of Annual General Meeting of Shareholders of 2023
2. Annual Report of 2023 (One Report) and the Company's Financial Statements for the Fiscal Year ended December 31, 2023 (QR Code)
3. Capital increase report form (F53-4)
4. Profiles of the proposed Auditors for the year 2024
5. Profiles of directors retiring by rotation and to be nominated for re-election as Company's directors for another term
6. Profiles of Independent Directors nominated for appointment as proxy for the meeting
7. Articles of Association of the Company with respect to the meetings of shareholders
8. Clarification of appointment of proxy, evidence of the right to attend shareholder meeting, voting method, and counting of votes
9. Regulations for attending the shareholders' meeting via electronic media (E-AGM) and acceptance form for attending the shareholders' meeting via E-AGM
10. Map to meeting venue
11. Proxy: Form A., Form B. and Form C.
12. 2023 Annual Report Requisition Form
13. Question Form for the Annual General Meeting of Shareholders of 2024

The Board of Directors of Sunsweet Public Company Limited ("Company") resolved to convene the Annual General Meeting of Shareholders of 2024 on Monday, April 22, 2024 at 13.00 hrs. in the form of a hybrid meeting at Sunsweet Public Company Limited, No. 9, Moo 1, Toongsatok Sub-district, Sanpatong District, Chiang Mai Province, to consider the following agenda items.

Agenda Item 1 Matters to be informed by the Chairman

Facts and Rationale: For acknowledgment on issues of major importance.

Board of Directors' Opinion: The Board deemed appropriate to inform the shareholders of issues of major importance.

Resolution: This agenda item is for acknowledgment only. Thus, voting is not required.

Agenda Item 2 To adopt the Minutes of the Annual General Meeting of Shareholders of 2023

Facts and Rationale: The Company held the Annual General Meeting of Shareholders of 2023 on April 20, 2023, to consider matters according to the agenda specified in the invitation. The Company had submitted the Minutes of the Meeting to the Stock Exchange of Thailand and the Ministry of Commerce. Details of the Minutes of the Annual General Meeting of Shareholders of 2023 are as shown in **Attachment 1.**

Board of Directors' Opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to adopt the Minutes of the Annual General Meeting of Shareholders of 2023.

Resolution: This agenda item requires a majority vote of shareholders who attend the Meeting and cast their votes (excluding abstentions).

Agenda Item 3 To acknowledge the Company's operating performance for 2023

Facts and Rationale: The Company summarized the Company's operating performance in the fiscal year 2023, details of which were delivered to and published by the Stock Exchange of Thailand and also published in the Company's Annual Report of 2023. Details of the operating performance are as shown in **Attachment 2.**

Board of Directors' Opinion: The Board deemed appropriate to submit the Company's operating performance for 2023 for acknowledgement of the Annual General Meeting of Shareholders.

Resolution: This agenda item is for acknowledgment only. Thus, voting is not required.

Agenda Item 4 To approve the audited financial statements for the fiscal year ended December 31, 2023

Facts and Rationale: In compliance with the Public Companies Limited Act B.E.2535 and Article 55 of the Company's Articles of Association stipulating that the Company shall arrange for preparation of the statements of financial position (balance sheet) and income statements at the end of the Company's fiscal year, and have the same audited by the external auditor before submitting the statements to the meeting of shareholders for approval. Details of the financial statements for the fiscal year ended December 31, 2023 are as shown in the Company's Annual Report of 2023 in **Attachment 2.**

Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the financial statements for the fiscal year ended December 31, 2023, which were audited by the external auditor and approved by the Audit Committee and the Board of Directors.

Resolution: This agenda item requires a majority vote of shareholders who attend the Meeting and cast their votes (excluding abstentions).

Agenda Item 5 To approve the dividend payments for the Company's operating performance of 2023

Facts and Rationale: In compliance with the Public Companies Limited Act B.E. 2535, Section 116, and Article 50 of the Company's Articles of Association which stipulates that the dividends shall not be paid otherwise than out of profits. In the case where the company has incurred accumulated loss, no dividends shall be paid. In this regard, the Company has a dividend policy to pay dividends at the rate of not less than 50 percent of the net profits after deduction of income tax and appropriation of all legal reserves.

From the operation performance of 2023, the Company gained net profit, in accordance with the Company's separate financial statements, in the amount of 357.12 million Baht. The Company deemed appropriate to pay dividend from the Company's operating performance from the separate financial statements for the fiscal year ended December 31, 2023 at the rate of Baht 0.45 per share, totaling Baht 290,248,841.25, equivalent to 81.27 percent of the net profit after deducting legal reserve from the separate financial statements, which is in accordance with the Company's dividend payment policy. A comparison of the rates of dividend payments for the year 2021-2023 is as follows:

Dividend Details (Million Baht)	2021	2022	2023
1. Net Profit (Separate financial statements)	209.09	125.84	357.12
2. Legal reserve	10.85	-	-
3. Net Profit (After deduction of legal reserve)	198.24	125.84	357.12
Total Dividend Payment	161.24	96.75	290.25
Dividend Payout Ratio (%) (After deduction of legal reserve)	81.34	76.88	81.27

Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the allocation of net profit of 2023 as follows:

- To pay dividend from the Company's operating performance from the separate financial statements for the fiscal year ended December 31, 2023 at the rate of Baht 0.45 per share, totaling Baht 290,248,841.25, equivalent to 81.27 percent of the net profit after deducting legal reserve from the separate financial statements, which is in accordance with the Company's dividend payment policy.

The Company paid the interim dividend from its operating performance from January 1, 2023 to June 30, 2023 at the rate of Baht 0.10 per share, totaling Baht 64,499,742.50 on September 8, 2023.

- The dividend proposed this time at the rate of Baht 0.35 per share, totaling Baht 225,749,098.75, would be paid in form of stock dividend and cash dividend as follows:
 - 1) To pay dividend in form of the newly-issued ordinary shares of the Company not exceeding 128,999,485 shares at the par value of Baht 0.50 to the Company's shareholders at the ratio of 5 existing ordinary shares to 1 stock dividend, totaling not exceeding Baht 64,499,742.50, equivalent to the dividend payment at the rate of Baht 0.10 per share. In case there are fractions of shares remaining after the calculation of the stock dividend payment, the dividend payment for such fractional shares shall be made in cash instead of a stock dividend at the rate of Baht 0.10 per share.
 - 2) To pay dividend by cash at the rate of Baht 0.25 per share in the amount of Baht 161,249,356.25.

Details of the aforementioned dividend payments at the rate of Baht 0.35 are as follows:

- The dividend payment at the rate of Baht 0.13 would be paid from the tax-exempted profit due to privileges received from the BOI. Thus, the individual shareholders would neither be subject to the withholding tax nor entitled to the tax credit.
- The dividend payment at the rate of Baht 0.22 would be paid from the profit that is not tax-exempted profit according to privileges received from the BOI (Non-BOI).

The date of determination of the list of shareholders entitled to dividends, the record date, would be April 30, 2024, and the dividend payment would be made in May 20, 2024.

The aforesaid dividend entitlement is pending approval of the 2024 Annual General Meeting of Shareholders.

The dividend payments in form of the newly-issued ordinary shares of the Company and cash dividend are subject to withholding tax at the rate specified by law, and the company would withhold all withholding tax from the cash dividend.

As the Company's legal reserve has fully met the requirements under applicable laws and the Company's Articles of Association, the Company was not required to appropriate its 2023 net profit as a legal reserve.

Resolution: This agenda item requires a majority vote of shareholders who attend the Meeting and cast their votes (excluding abstentions).

Agenda Item 6 **To approve the decrease in the Company's registered capital in the amount of Baht 1,287.50 from the existing registered capital of Baht 322,500,000 to the new registered capital of Baht 322,498,712.50 by cancelling the unissued shares remaining from the stock dividend distribution in the number of 2,575 shares, at the par value of Baht 0.50 and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital decrease and cancellation of the unissued shares.**

Facts and Rationale: Under the provisions of the Public Limited Companies Act, B.E. 2535 and Article 45 of the Company's Article of Associations, which stipulates that a company's capital can be increased from the registered amount only when all shares have been issued and fully paid up, the Company, therefore, shall proceed with the cancellation of unissued shares in order to decrease the registered capital of the Company. In this regard, the Company intends to decrease the Company's registered capital in the amount of Baht 1,287.50 from the existing registered capital of Baht 322,500,000 to the new registered capital of Baht 322,498,712.50 by cancelling the unissued shares remaining from the stock dividend distribution in the number of 2,575 shares, at the par value of Baht 0.50 and to amend Clause 4 of the Company's Memorandum of Association to be in line with the capital decrease and cancellation of the unissued shares.

Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the decrease in the Company's registered capital in the amount of Baht 1,287.50 from the existing registered capital of Baht 322,500,000 to the new registered capital of Baht 322,498,712.50 by cancelling the unissued shares remaining from the stock dividend distribution in the number of 2,575 shares, at the par value of Baht 0.50 and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital decrease and cancellation of the unissued shares as follows:

Clause 4.	Registered capital	322,498,712.50 Baht	(Three Hundred and Twenty-Two Million, Four Hundred and Ninety-Eight Thousand, Seven Hundred and Twelve Baht and Fifty Satang)
	Divided into	644,997,425 shares	(Six Hundred and Forty-Four Million, Nine Hundred and Ninety-Seven Thousand, Four Hundred and Twenty-Five shares)
	Value per share	0.50 Baht	(Fifty Satang)

Categorized into:

Ordinary shares	644,997,425 shares	(Six Hundred and Forty-Four Million, Nine Hundred and Ninety-Seven Thousand, Four Hundred and Twenty-Five shares)
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Preference shares	- shares	(-)
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Resolution: This agenda item requires not less than three-fourths (3/4) of the total votes of the shareholders who attend the Meeting and are entitled to vote.

Agenda Item 7 **To approve the increase in the Company's registered capital in the amount of Baht 64,499,742.50 from the existing registered capital of Baht 322,498,712.50 to the new registered capital of Baht 386,998,455 by issuing 128,999,485 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital increase.**

Facts and Rationale: To support the dividend payment of the Company, the Board of Directors considered and deemed appropriate to increase the company's registered capital in an amount of 64,499,742.50 Baht from the existing registered capital of Baht 322,498,712.50 to the new registered capital of Baht 386,998,455, divided into 773,996,910 shares by issuing 128,999,485 newly-issued ordinary shares at the par value of Baht 0.50, with the purpose of the capital increase as appeared in the Capital Increase Report Form (F53-4) in **Attachment 3**.

Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the increase in the Company's registered capital in the amount of 64,499,742.50 Baht from the existing registered capital of Baht 322,498,712.50 to the new registered capital of Baht 386,998,455, divided into 773,996,910 shares by issuing 128,999,485 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital increase as follows:

Clause 4.	Registered capital	386,998,455 Baht	(Three Hundred Eighty Six Million Nine Hundred Ninety Eight Thousand Four Hundred and Fifty Five Baht)
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Divided into	773,996,910 shares	(Seven Hundred Seventy Three Million Nine Hundred Ninety Six Thousand, Nine Hundred and Ten shares)
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Value per share	0.50 Baht	(Fifty Satang)
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Categorized into:

Ordinary shares 773,996,910 shares (Seven Hundred and Seventy- Three Million, Nine Hundred and Ninety-Six Thousand, Nine Hundred and Ten shares)

Preference shares - shares (-)

Resolution: This agenda item requires not less than three-fourths (3/4) of the total votes of the shareholders who attend the Meeting and are entitled to vote.

Agenda Item 8 To approve the allocation of the newly-issued ordinary shares not exceeding 128,999,485 shares to accommodate the stock dividend payment

Facts and Rationale: The Company intends to increase the company's registered capital to accommodate the stock dividend payment, and therefore proposes to the Annual General Meeting of Shareholders of 2024 to consider and approve the allocation of the newly issued ordinary shares not exceeding 128,999,485 shares at the par value of Baht 0.50 to the Company's shareholders.

Board of Directors' opinion: The Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the allocation of the newly-issued ordinary shares not exceeding 128,999,485 shares to accommodate the stock dividend payment.

Resolution: This agenda item requires a majority vote of shareholders who attend the Meeting and cast their votes (excluding abstentions).

Agenda Item 9 To approve appointment of the external auditor and determination of the audit fee for 2024

Facts and Rationale: In compliance with the Public Companies Limited Act B.E. 2535 and Article 58 of the Company's Articles of Association, which stipulated that the Annual General Meeting of Shareholders shall appoint the Company's external auditors and determine the audit fee every fiscal year, the Audit Committee deemed appropriate to appoint the external auditors for 2024 from KPMG Phoomchai Audit Co., Ltd. as follows:

- | | |
|-----------------------------------|---|
| 1) Mrs. Sasithorn Pongadisak | Certified Public Accountant No. 8802; or |
| 2) Miss Marisa Tharathornbunpakul | Certified Public Accountant No. 5752; or |
| 3) Miss Nadsasin Wattanapaisal | Certified Public Accountant No. 10767; or |
| 4) Mr. Piyanat Singkhorn | Certified Public Accountant No. 11641 |

In addition, the abovementioned external auditors have not been engaged as the Company's external auditors before. The details of the proposed external auditors for 2024 are as shown in **Attachment 4.**

In this regard, the Audit Committee deemed appropriate that the aforesaid auditors are independent auditors whose auditing standards are in accordance with the generally accepted standards.

In addition, the auditors have not provided other services to the Company and do not have any relationship and/or conflict of interest with the Company and the joint venture or the executives of the Company or any related persons whether directly or indirectly. The proposed audit fee for 2024 is at the rate of Baht 2,400,000, and the audit fee for the Company's subsidiary for the year 2024, which is proposed for acknowledgement, is Baht 200,000.

Comparison of Audit Fee

Detail (Baht)	2023	2024
Audit Fee of Sunsweet Public Company Limited	2,600,000	2,400,000
Audit Fee of Sunsweet International Co., Ltd.	200,000	200,000
Non-Audit Fee	-	-
Total	2,800,000	2,600,000

Board of Directors' opinion: The Board agreed with the proposal of the Audit Committee and deemed appropriate to propose the Annual General Meeting of Shareholders to approve the appointment of the external auditors for 2024 as proposed and to approve the audit fee of the Company for 2024 in the amount of Baht 2,400,000 and also acknowledge the audit fee of the Company's subsidiary for 2024 in the amount of Baht 200,000.

Resolution: This agenda item requires a majority vote of shareholders who attend the Meeting and cast their votes (excluding abstentions).

Agenda Item 10 To appoint directors to replace those due to complete their terms

Facts and Rationale: In compliance with the Public Companies Limited Act B.E. 2535 and Article 18 of the Company's Articles of Association, at least one-third (1/3) of the total members of the directors must retire by rotation. There are 3 directors who are due to complete their terms at the Annual General Meeting of Shareholders of 2024 as follows:

- 1) Miss Morakot Kittikhunchai Vice Chairman of the Board/
Member of the Executive Committee
- 2) Mrs. Jiraporn Kittikhunchai Director / Member of the Executive Committee /
Member of the Risk Management and
Sustainability Committee
- 3) Mrs. Suraporn Prasatngamloet Director / Member of the Executive Committee

The Company had invited shareholders to nominate candidates to be elected as the Company's directors in advance via the website of the Stock Exchange of Thailand and the Company's website, www.sunsweetthai.com, during November 1, 2023 to December 31, 2023. However, upon the due date, no shareholders nominated any qualified persons for election as directors.

The Nomination and Remuneration Committee undertook the nomination process by duly considering the composition of the Board (Board Skill Matrix) to ensure that qualification, wisdom, talent, experience, and expertise of the directors are appropriate for the utmost benefit of the Company's business operation. The Nomination and Remuneration Committee (excluding directors with related interests) has duly reviewed and proposed to approve re-election of the 3 directors due to complete their terms in 2024 to retain their office for another term as follows:

- | | | |
|----|------------------------------|---|
| 1) | Miss Morakot Kittikhunchai | Vice Chairman of the Board/
Member of the Executive Committee |
| 2) | Mrs. Jiraporn Kittikhunchai | Director / Member of the Executive Committee /
Member of the Risk Management and
Sustainability Committee |
| 3) | Mrs. Suraporn Prasatngamloet | Director / Member of the Executive Committee |

the details of which are as shown in **Attachment 5**.

Board of Directors' opinion: The Board (exclusive of those with related interests on this matter) agreed with the proposal of the Nomination and Remuneration Committee that the 3 directors are fully qualified and appropriate for the business of the Company and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve re-election of the 3 directors due to complete their terms in 2024 to retain their office for another term.

Resolution: This agenda item requires a majority vote of shareholders who attend the Meeting and cast their votes (excluding abstentions). The appointment shall be made individually.

Agenda Item 11 To approve remuneration of directors for 2024

Facts and Rationale: In compliance with the Public Companies Limited Act B.E. 2535 and Article 32 of the Company's Articles of Association, the Company's directors are eligible to receive remuneration from the Company in the form of reward, meeting allowance, allowance, and bonus or in other forms of benefits as determined by the Articles of Association or the shareholders' meeting. The Nomination and Remuneration Committee considered the propriety of the remuneration of the directors by taking into account the duties and responsibilities of the directors and comparing them with that of the businesses in the same industry and with similar size, and deemed appropriate to propose to the Board of Directors to propose to the Annual General Meeting of Shareholders to approve the following remuneration of the directors for 2024 as follows:

1. Meeting Allowance

Position	Attendance Fee (Baht/Person/Time)		
	2022	2023	2024
Board of Directors			
- Chairman of the Board	65,000	65,000	65,000
- Director	30,000	30,000	30,000
Audit Committee			
- Chairman of the Audit Committee	20,000	20,000	20,000
- Member of the Audit Committee	15,000	15,000	15,000
Nomination, Remuneration and Corporate Governance Committee			
- Chairman of the Nomination, Remuneration and Corporate Governance Committee	20,000	20,000	20,000

Position	Attendance Fee (Baht/Person/Time)		
	2022	2023	2024
- Member of the Nomination, Remuneration and Corporate Governance Committee	15,000	15,000	15,000
Risk Management and Sustainability Committee			
- Chairman of the Risk Management and Sustainability Committee	20,000	20,000	20,000
- Member of the Risk Management and Sustainability Committee	15,000	15,000	15,000
Executive Committee			
- Chairman of the Executive Committee	20,000	20,000	20,000
- Member of the Executive Committee	15,000	15,000	15,000

Remark:

- Directors who are involved with management and operations of the Company and receive salaries shall not be entitled to receive the meeting allowance.
- The meeting allowance for 2024 shall not exceed Baht 3,000,000.

2. Bonus

Directors are entitled to a bonus as per the following rate computed based on the net profit after legal reserve deduction. The Nomination and Remuneration Committee will determine the appropriate amount and propose such to the Board for approval.

Rate of Bonus Computed based on Net Profit after Legal Reserve Deduction		
2022	2023	2024
not exceeding 2%	not exceeding 2%	not exceeding 2%

3. Other Benefits (None)

Remuneration policy: The Company has a policy to pay suitable remuneration to the Board of Directors and Sub-committees by comparing the standard remuneration rate adopted by the same industry, or referring to the remuneration standard stated in the report of the Thai Institute of Directors, or adopting an equal remuneration rate applied in the previous year. The rate of remuneration shall also be proportionate to assignments, knowledge and skill of the directors as well as appropriate to their responsibilities as required under relevant laws and regulations.

Board of Directors' opinion: The Board agreed with the proposal of the Nomination and Remuneration Committee and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the aforementioned remuneration of the Board of Directors for 2024.

Resolution: This agenda item requires not less than two-thirds (2/3) of the total votes of the shareholders who attend the Meeting.

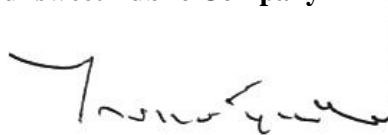
Agenda Item 12 Other Business (if any)

For a shareholder who wishes to appoint a proxy to attend the Meeting and cast a vote on their behalf, please choose either the proxy Form A. or Form B. and fill in the required information and sign the form. For a foreign shareholder who deposits shares in safeguard of custodian in Thailand, please choose and fill in the proxy in Form C.

In this regard, the shareholders who wish to attend the shareholders' meeting via electronic media (E-AGM) are advised to study the guideline for attending the Meeting, and submit the acceptance form for attending the shareholders' meeting via E-AGM as well as identification document for verification of rights to attend the Meeting, the details of which are as shown in **Attachment 9.**

You are hereby invited to attend the Meeting on the date, time and place specified above.

Yours sincerely,
Sunsweet Public Company Limited

A handwritten signature in black ink, appearing to read 'Krairit Boonyakiat', written over a horizontal line.

(Mr. Krairit Boonyakiat)
Chairman of the Board of Directors



(Translation)

Annual General Meeting of Shareholders of 2023

Sunsweet Public Company Limited (“**Company**”) convened the Annual General Meeting of Shareholders of 2023 on April 20, 2023, at 13.00 hrs. in the form of a hybrid meeting at Sunsweet Public Company Limited, No. 9 Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province.

Mr. Akeera Kijthanasopha, acted as the Moderator of the Meeting, welcomed shareholders and attendees of the Meeting and introduced the Directors, Executive Officers, Legal Advisors and Auditors as follows:

Attendees who attended the Meeting in person

Directors

1. Mr. Krairit	Boonyakiat	Chairman/ Independent Director
2. Mr. Pichai	Kojamitr	Vice Chairman / Chairman of the Audit Committee/ Member of the Nomination and Remuneration Committee/ Member of the Risk Management Committee/ Independent Director
3. Ms. Morakot	Kittikhunchai	Vice Chairman/ Vice Chairman of the Executive Committee
4. Mr. Warapong	Nandabhiwat	Director/ Chairman of the Nomination and Remuneration Committee/ Member of the Audit Committee/ Independent Director
5. Mr. Ongart	Kittikhunchai	Director/ Chairman of the Executive Committee/ Member of the Nomination and Remuneration Committee/ Chief Executive Officer
6. Mrs. Jiraporn	Kittikhunchai	Director / Member of the Executive Committee / Member of the Risk Management Committee
7. Mrs. Suraporn	Prasatngamloet	Director/ Member of the Executive Committee
8. Mr. Chaiyot	Suntivong	Director/ Chairman of the Risk Management Committee
9. Ms. Udomrat	Akkarachinores	Director/ Member of the Audit Committee / Independent Director

Management

1. Mr. Vira	Nopwattanakorn	Chief Financial Officer
2. Mrs. Amphan	Suriyang	Chief Production Officer
3. Mr. Adisai	Samniang	Chief Marketing Officer
4. Mr. Rattasak	Nookong	Chief Technology Officer

Legal Advisors

1. Mr. Chatiporn	Baramee	Legal Advisory Council Limited
2. Ms. Sisira	Jitjingjai	Legal Advisory Council Limited

Attendees who attended the Meeting via electronic media

Auditors

1. Mr. Vichien	Khingmontri	PricewaterhouseCoopers ABAS Ltd.
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There were 9 directors attending the Meeting, equivalent to 100 percent of the Board of Directors.



Mr. Akeera Kijthanasopha, informed the Meeting that the Company had sent notification and information of the Meeting to the shareholders, using 3 channels, by sending invitations to shareholders via post, advertisement in the newspaper and publication of details of the Meeting on the Company's website.

Thereafter, Mr. Akeera Kijthanasopha introduced Ms. Sisira Jitjingjai, a legal advisor from Legal Advisory Council Limited and Mrs. Supavadee Luangkaew, a shareholder who volunteered to be the witnesses in the counting of the votes for transparency throughout the Meeting. In addition, the Moderator informed the Meeting of the procedures for voting and counting of the votes as follows:

Procedures for Voting and Counting of Votes

1. According to Article 40 of the Company's Articles of Association, for voting in the Meeting, a shareholder would have the number of votes equivalent to the number of shares he/she held in the Company, whereby one share was equivalent to one vote.
2. For voting on each agenda item, a shareholder who disapproved or abstained from voting would be asked to mark his/her vote in the ballot and raise his/her hand so that the Company's staff could collect the ballots in order to deduct disapprovals and abstentions from all of the votes. The remaining votes would be deemed as approvals. Shareholders who approved the agenda items would be required to keep such ballots and return them to the Company's staff after the Meeting had been adjourned.
3. In a case that a shareholder appointed a proxy to attend and vote on his/her behalf, pursuant to the intention to vote as marked in the proxy form, the Company would not hand over the ballots to the proxy because the Company had already recorded such votes as specified by the shareholder in advance.
4. The total number of shareholders and proxies and the votes on each agenda item may not be consistent, as there could be additional shareholders and proxies entering the meeting room after the Meeting had started.
5. Approval of each agenda item would be passed by a majority of votes of the shareholders who attended the Meeting and cast their votes, except for agenda item 8, where approval would be made by two-thirds of the total votes of shareholders who attended the Meeting, and agenda item 9, where approval would be made by three-fourths of the total votes of shareholders who attended the Meeting and were eligible to vote.
6. In a case shareholders wished to make an inquiry, such shareholders were asked to do so by raising their hand. After the Chairman approved such inquiry, the shareholders would be asked to state their complete name and declare whether they attended the Meeting in person or as a proxy before making the inquiry. Shareholders and proxies attending the Meeting via electronic media could make inquiries during the Meeting by submitting such inquiry with the complete name of the shareholder via live chat or via audio chat by pressing the raised hand button and turning on the microphone on their devices.

Furthermore, the Moderator informed the Meeting that to comply with the principles of good governance and equality of shareholders, the Company had announced the Annual General Meeting through the Stock Exchange of Thailand and in the Company's website, from November 8, 2022 to December 31, 2022, allowing shareholders to nominate candidates to be elected as directors and to propose the agenda items of the Annual General Meeting of Shareholders of 2023. In this regard, there was no proposal made from the shareholders. Therefore, the Company deemed appropriate to propose to the Meeting to consider agenda items as shown in the invitation to the Meeting.

Mr. Akeera Kijthanasopha informed the Meeting that there was a total of 45 shareholders who attended the Meeting in person, representing 444,829,858 shares, and 2 proxies, representing 1,150 shares. Thus, 47 shareholders were present at the Meeting in person and by proxy, representing a total of 444,831,008 shares, equivalent to 68.9663 percent of the total amount of the allotted shares of the Company, i.e. 644,997,425 shares. Therefore, the quorum was attained as required by Clause 37 of the Company's Articles of Association. In this regard, for flexibility in this meeting, Mr. Krairit Boonyakiat, Chairman of



the Board of Directors, assigned Mr. Akeera Kijthanasopha to explain the details of each agenda item and summarize the vote. The Meeting proceeded according to the agenda items as follows:

Agenda Item 1 Matters to be reported by the Chairman

The Chairman, reported to the Meeting as follows:

For the performance of the Company over the past year, the Company adjusted and managed the organization efficiently and enabled business growth by focusing on building long-term relationships with business partners and continuously developing quality of product and service. This increased consumers' confidence in food products for their good quality, standard, and safety. Moreover, the Company managed the organization to comply with the principles of good corporate governance by taking into account all stakeholders, and operated the business with responsibility on transparency basis.

As a result, in 2022, the Company was, for the first time, awarded 100 points or "Excellent" level for evaluation of quality of Annual General Shareholders Meeting (AGM) by the Thai Investors Association, and rated 5 stars (Excellent) by the CGR Scoring Project of the Association of Thai Institute of Directors (IOD) for the second consecutive year.

On behalf of the Board of Directors of Sunsweet Public Company Limited, the Chairman thanked the shareholders, customers, business partners, financial institutions' management and staff including all stakeholders who had supported and trusted in the Company. The Company was committed to conducting business with responsibility under the management of good governance and was still determined to operate its business to progress with continued sustainability.

Mr. Akeera Kijthanasopha informed the Meeting that this agenda item was for acknowledgment only. Thus, voting was not required.

Agenda Item 2 To adopt the Minutes of the Annual General Meeting of Shareholders of 2022

The Chairman assigned Mr. Akeera Kijthanasopha to report on this agenda item.

Mr. Akeera Kijthanasopha reported to the Meeting that the Company held the Annual General Meeting of Shareholders of 2022 on April 20, 2022. The Company had delivered copies of minutes of the said meeting to the shareholders along with the invitations to this Meeting. Details of the minutes of meeting were as shown on page 14-29.

Mr. Akeera Kijthanasopha requested shareholders to make any inquiry relating to this agenda item prior to voting. As there were no questions or comments, it was proposed that the Meeting vote to adopt the Minutes of the Annual General Meeting of Shareholders of 2022. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution: The Meeting adopted the Minutes of the Annual General Meeting of Shareholders of 2022 with the votes as follows:

Approved	445,062,958	votes,	equivalent to	100.00 %
Disapproved	0	votes,	equivalent to	0.00 %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	



Remark: For this agenda item, there were 5 additional shareholders attending the Meeting. The total number of shareholders attending the Meeting was 52 persons, representing 445,062,958 shares.

Agenda Item 3 To acknowledge the Company's operating performance for 2022

The Chairman assigned Mr. Ongart Kittikhunchai, the Chief Executive Officer, to report on this agenda item.

Mr. Ongart Kittikhunchai, Chief Executive Officer, informed the Meeting that the year 2022 was full of challenges due to various factors including changes in social activities and consumer behaviors towards a new way of life (New Normal). However, the Company was able to obtain a satisfying turnover due to both internal and external factors. The economy had recovered from the relaxation of COVID-19 epidemic situation, resulted in the increase in demand for food. Therefore, the Company was able to expand commercial markets, especially the domestic market from Ready to Eat products (RTE). In 2022, the Company had diversified RTE products by adding new products, such as butter baked potatoes, pumpkin soup, and dried banana stick. This enabled the Company to connect with community enterprises in processing agricultural products and developing products to meet the needs of healthy customers. For export of products, the Company had expanded new customer bases in Asia and Europe with canned sweet corn and frozen sweet corn products, which customers from foreign countries trusted as good standard products and continuous product delivery. The Company and its subsidiaries' operating performance of 2022 were as follows:

- Total revenue was 2,949 million Baht,
- Sales revenue was 2,940 million Baht.
- Profit was 125 million Baht.

In addition, the Company operated its business according to the strategic plan by focusing on the development of an image of safety quality of food products and cooperated with other private and academic agencies in research and development of new innovations to increase the capacity of the business.

The Company undertook various projects as follows:

1. Production Efficiency Improvement, Capacity Expansion and Installation of Machinery Project, such as Automatic High Temperature, the Hydrolock Sterilizers, X-Ray Contamination Inspection Machine, and Biomass Steam Generator with capacity of 15 tons per hour, which were modern innovations that improved product quality and enabled the effectiveness of cost management. Moreover, the innovations reduced energy consumption and were environmentally friendly.

2. Rai Tawan Wan Farming Project (SUN Valley) was a project where the Company developed innovation, technology, and knowledge in agriculture by emphasizing agricultural cooperation, smart farming, including the development of agricultural products and tourism. On September 9, 2022, the Company hosted a Rai Tawan Wan Open House Activity for those who were interested in integrated agricultural learning by providing information beginning with the process of planting through to harvesting and demonstrating the use of technology and innovation for cultivation such as drone for agriculture, IoT Sensor technology and various agricultural applications that increase productivity and quality of agricultural products. As a result, the Company was able to cooperate with various public and private agencies in technology and innovation including the creation of learning resources in agriculture, nature and environment that benefit the community and farmers as well as to strengthen the economy of the community.





3. Solar Rooftop Project (Phase 3): the Company emphasized the sustainable and eco-friendly business operation, which was in line with Sustainable Development Goals (SDGs) of the UN, an important obligation of every country around the world. Meanwhile, the Company set a long-term goal for sustainable economy, namely, the origin of the energy saving project by installing the Solar Rooftop Phase 3 project in the area behind the mini factory building with a capacity of 186 kWp to reduce the use of electricity in production, which was another energy and environmental measure that would promote sustainable business growth.

Furthermore, the Company emphasized the anti-corruption policy. The Company had set guidelines for directors, management, and staff to not request/accept money, or favor or anything which was beyond the norm accepted for similar business. Similarly, the aforesaid people shall not give or offer to give money or benefits or gift to related person or company, or relevant government agencies either directly or indirectly except when appropriate for traditional practice or festive occasions.

The Company believed that conducting business based on ethics, responsibly throughout the supply chain, was an important factor in achieving sustainable success. As the trading partners were the key chains of this success, the Company had expanded the scope of operations through communicating expectations to customers by making a code of conduct and ethical guidelines available to the business partners for them to conduct business in the same way with the Company's operations. Thus, the business partners were requested to comply with the aforesaid code of conduct and ethical guidelines to ensure sustainable and continuing growth in business cooperation between the Company and its business partners.

Mr. Akeera Kijthanasopha requested shareholders to make any inquiry relating to this agenda item. As there were no questions or comments, Mr. Akeera Kijthanasopha informed the Meeting that this agenda item was for acknowledgment only. Thus, voting was not required.

Agenda Item 4 To approve the audited financial statements of the fiscal year 2022 ended December 31, 2022 which were audited by the external auditor

The Chairman assigned Mr. Akeera Kijthanasopha to report on this agenda item.

Mr. Akeera Kijthanasopha informed the Meeting that the financial statements for the fiscal year ended December 31, 2022 were audited and certified by the external auditor, details of which appear in the Annual Report of 2022 as shown on page 170-246 enclosed with the invitation to the Meeting. The said financial statements had been reviewed by the Audit Committee and the Board of Directors.

Mr. Akeera Kijthanasopha requested shareholders to make any inquiry relating to this agenda item prior to voting.

Mr. Kittiphan Torapicharttrakul, a proxy from a shareholder and Volunteer Advocacy shareholders from Thai Investors Association, made the following inquiries:

1. Concerning 3 sections of the audited financial statements as follows:

- 1) In the fourth quarter of the 2022 financial statements, the gross profit decreased while the cost increased from the third quarter of the 2022 financial statements and the fourth quarter of the 2021 financial statements,
- 2) Expenses in the management in the fourth quarter of the 2022 financial statements were higher than those in the third quarter of the 2022 financial statements and the fourth quarter of the 2021 financial statements,



- 3) Profit and Loss from the currency exchange in the past financial statements significantly affected the financial statements of the Company;

What is the cause of the increase in the cost and expenses in the management; What is the risk management policy for the currency exchange risk; What is the proportion of forward currency exchange that could mitigate the risk occurring from the currency exchange?

Mr. Vira Nopwattanakorn, Chief Financial Officer, provided information that according to the performance of the Company in fourth quarter of the 2022 financial statement, the Company's gross profit was quite low due to the higher cost of sweet corn and packaging. Further, the Company's raw material intake was less than the production plan during the fourth quarter of 2022. This resulted in the higher overall cost and lower profit than the previous year. For the increase in expenses, due to the relaxation of COVID-19 epidemic situation in 2022, the travel expenses for sale promotion, meeting customers, as well as employees' remuneration for the year 2022 were increased, while other expenses were in normal level. For the hedging policy for currency exchange risk, the Company had always notified through Opportunity Day's activity that the Company had a risk management policy for selling of products to foreign countries and hedging currency risk by executing currency forward contracts at the rate of 50-70% by considering the situation and trends of the currency exchange rate in each period. For the year 2022, the Company had a loss from exchange rates because the direction of the exchange rate had depreciated continuously. As a result, there was a loss in the part that the Company had hedged, which was the recognition of profit (loss) according to the new accounting standards.

Mr. Pichai Kojamitr, Chairman of the Audit Committee, further provided information that in the past 3 to 5 years, the interest rate of US Dollar kept increasing. The current interest rate of the US Dollar was at 4.75 to 5.00 percent, while the interest rate of Thai Baht was at 1.75 percent. This resulted in the substantial difference in the interest rates of these 2 currencies. Based on the Company's executed forward contract, a three-months forward would result in a loss of Baht 0.30 per USD 1, while a six-months forward would result in the loss of Baht 0.60 per USD 1. Therefore, for every listed or non-listed company, the Mark to Market would result in a massive loss.

2. When does the Company sell forward? Is it before the receipt of purchase order, after the receipt of purchase order, or after the delivery of goods to customer?

Mr. Vira Nopwattanakorn, Chief Financial Officer, provided information that the Company's policy for selling forward was only after the execution of sale agreement with customer. The Company would not sell forward unless the purchase order was received.

Mr. Kittiphan Torapicharttrakul, a proxy from a shareholder and Volunteer Advocacy shareholders from Thai Investors Association, further advised as follows:

The currency exchange risk was unpredictable; thus, the Company could not expect profit from that. However, due to most of the sales of the Company coming from export of goods, the Company was affected quite a lot from the currency exchange rates. Moreover, the Company was well aware that there would be selling of forward. Therefore, once the currency exchange rate was favorable to the Company, the Company should buy forward before the receipt of purchase order because buying forward would cover purchase orders that would be earned in the future and would be an opportunity to reduce risk of loss.

As there were no other questions or comments, it was proposed that the Meeting vote to approve the audited financial statements for the fiscal year 2022 ended December 31, 2022. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.



Resolution: The Meeting approved the audited financial statements of the fiscal year 2022 ended December 31, 2022, which were audited by the external auditor with the votes as follows:

Approved	445,319,308	votes,	equivalent to	100.00 %
Disapproved	0	votes,	equivalent to	0.00 %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Remark: For this agenda item, there was 1 additional shareholder attending the Meeting. The total number of shareholders attending the Meeting and eligible to vote, before the voting of this agenda item, was 53 persons, representing 445,319,308 shares.

Agenda Item 5 To approve the dividend payments for the Company's operating performance of 2022

The Chairman assigned Mr. Akeera Kijthanasopha to report on this agenda item.

Mr. Akeera Kijthanasopha informed the Meeting that in compliance with the Public Companies Limited Act B.E. 2535 Section 116 and Article 51 of the Company's Articles of Association, the Company was required to allocate not less than five (5) percent of the annual net profit as the legal reserve, less the accumulated losses carried forward (if any), until the legal reserve reached the amount not less than ten (10) percent of the registered capital. In addition, in compliance with the Public Companies Limited Act B.E. 2535, Section 115 and Article 49 of the Company's Articles of Association, the dividends shall not be paid otherwise than out of profits, and in the case where the Company had incurred accumulated loss, no dividends shall be paid. In this regard, the Company had a dividend policy to pay dividends at the rate of not less than 50 percent of the net profits after deduction of income tax and appropriation of all legal reserves as specified in the Articles of Association of the Company and required by law, unless in case of necessity, and the payment of such dividends did not significantly affect the performance of the Company.

From the operation performance of 2022, the Company gained a net profit, in accordance with the Company's separate financial statements, in the amount of 125.84 million Baht. Moreover, the Company had a dividend policy to pay dividends at the rate of not less than 50 percent of the net profits after deduction of income tax and appropriation of all legal reserves as required by law. The Company deemed appropriate to pay a dividend from the Company's operating performance from the separate financial statements for the fiscal year ended December 31, 2022 at the rate of Baht 0.15 per share, totaling Baht 96,749,613.75, equivalent to 76.88 percent of the net profit after deducting legal reserve from the separate financial statements, which was in accordance with the Company's dividend payment policy.

The Company paid the interim dividend from its operating performance from January 1, 2022 to September 30, 2022 at the rate of Baht 0.05 per share, totaling Baht 32,249,871.25 on December 9, 2022.

The dividend proposed this time at the rate of Baht 0.10 per share, totaling Baht 64,499,742.50 was derived from the profit which was subject to corporate income tax of 20%. A natural person shareholder would be entitled to a tax credit equaling the product of dividend times 20/80. The date of determination of the list of shareholders entitled to dividends, the record date, would be April 28, 2023, and the dividend payment would be made on May 19, 2023. In this regard, the Company's legal reserve fully met the requirements under applicable laws and the Company's Articles of Association, thus, the Company was not required to appropriate its 2022 net profit as a legal reserve.



Mr. Akeera Kijthanasopha requested shareholders to make any inquiry relating to this agenda item prior to voting.

As there were no questions or comments, it was proposed that the Meeting vote to approve the dividend payments for the Company's operating performance of 2022. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution: The Meeting approved the dividend payments for the Company's operating performance of 2022 with the votes as follows:

Approved	445,319,308	votes,	equivalent to	100.00 %
Disapproved	0	votes,	equivalent to	0.00 %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Agenda Item 6 To approve the appointment of the external auditor and determination of the audit fee for 2023

The Chairman assigned Mr. Akeera Kijthanasopha to report on this agenda item.

Mr. Akeera Kijthanasopha reported to the Meeting that in compliance with the Public Companies Limited Act B.E. 2535 and Article 57 of the Company's Articles of Association, the Annual General Meeting of Shareholders was required to appoint the Company's external auditors and determine the audit fee every fiscal year.

The Audit Committee deemed appropriate to propose to the Meeting to appoint the external auditors from PricewaterhouseCoopers ABAS Ltd. for the year 2023, due to their esteemed auditing works in accordance with the general auditing standard, including their contributions in terms of the auditor's opinion regarding internal control, as well as their independent auditing performance as the Company's auditor. The Board of Directors agreed with the proposal of the Audit Committee, and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve the appointment of the external auditors for 2023 from PricewaterhouseCoopers ABAS Ltd. as follows:

- | | |
|-----------------------------------|---|
| 1) Ms. Sukhumaporn Wong-ariyaporn | Certified Public Accountant No. 4843 or |
| 2) Ms. Varaporn Vorathitikul | Certified Public Accountant No. 4474 or |
| 3) Mr. Chaisiri Ruangritchai | Certified Public Accountant No. 4526 |

The 3 external auditors were not previously engaged as the Company's external auditors.

In this regard, the Board of Directors proposed to the Annual General Meeting of Shareholders to approve the audit fee for 2023 in the amount of Baht 2,600,000, which was the same rate applied in the previous year, and to acknowledge the audit fee of the Company's subsidiary in the amount of Baht 200,000. The aforesaid auditors from PricewaterhouseCoopers ABAS Ltd. did not have related interests with the Company, its subsidiaries, management, the major shareholders or any person related thereto.

Mr. Akeera Kijthanasopha requested shareholders to make any inquiry relating to this agenda item prior to voting. As there was no inquiry from the shareholders, it was proposed to the Meeting to vote to approve the appointment of the external auditors for 2023 and determination of the audit fee for 2023. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.



Resolution: The Meeting approved the appointment of the external auditor and determination of the audit fee for 2023, with the votes as follows:

Approved	445,319,308	votes,	equivalent to	100.00 %
Disapproved	0	votes,	equivalent to	0.00 %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Agenda Item 7 To appoint directors to replace those due to complete their terms

The Chairman assigned Mr. Akeera Kijthanasopha to report on this agenda item.

Mr. Akeera Kijthanasopha informed the Meeting that in compliance with the Public Companies Limited Act B.E. 2535 and Article 18 of the Company's Articles of Association, at least one-third (1/3) of the total members of the directors had to retire by rotation and could be re-elected for another term. At the Annual General Meeting of Shareholders of 2023, 3 directors who were due to complete their terms were as follows:

- | | | |
|----|--------------------------|--|
| 1) | Mr. Krairit Boonyakiat | Chairman of Board of Directors/ Independent Director |
| 2) | Mr. Pichai Kojamitr | Director / Chairman of the Audit Committee/
Member of the Risk Management Committee /
Member of the Nomination and Remuneration Committee / Independent Director |
| 3) | Mr. Warapong Nandabhiwat | Director / Chairman of the Nomination and Remuneration Committee / Member of the Audit Committee / Independent Director |

The Company had invited shareholders to nominate candidates to be elected as the Company's directors in advance via the Company's website, www.sunsweetthai.com, during November 8, 2022 to December 31, 2022. However, upon the due date, no shareholders nominated any qualified persons for election as directors.

For a purpose of transparency and corporate governance, Mr. Akeera Kijthanasopha invited the 3 directors, who were due to retire by rotation, to leave the Meeting to allow the shareholders to discuss and vote freely.

The Moderator further informed the Meeting that the Nomination and Remuneration Committee undertook the nomination process by duly considering the composition of the Board (Board Skill Matrix) to ensure that qualification, knowledge, experience, and expertise of the directors were appropriate for the utmost benefit of the Company's business operations. The Nomination and Remuneration Committee (excluding directors with related interests) proposed to approve re-election of the 3 directors due to complete their terms in 2023 to retain their office for another term as follows:

- | | | |
|----|------------------------|--|
| 1) | Mr. Krairit Boonyakiat | Chairman of Board of Directors/ Independent Director |
| 2) | Mr. Pichai Kojamitr | Director / Chairman of the Audit Committee/
Member of the Risk Management Committee /
Member of the Nomination and Remuneration Committee / Independent Director |



- 3) Mr. Warapong Nandabhiwat Director / Chairman of the Nomination and Remuneration Committee / Member of the Audit Committee / Independent Director

The details of work experience, shareholding ratio and other personal information of the aforesaid directors, were as shown in the Invitation to the Meeting on page 31-33. The Board of Directors (exclusive of the directors with interests on this matter) had considered that the nominated persons had passed the scrutiny process of the Nomination and Remuneration Committee that they were qualified for the Company's business operations. Therefore, it was appropriate to approve the appointment of 3 directors who would retire by rotation to be re-elected as directors and other positions for another term.

Mr. Akeera Kijthanasopha requested shareholders to make any inquiry relating to this agenda item prior to voting. As there were no further questions or comments, it was proposed that the Meeting vote to appoint directors to replace those due to complete their terms. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes. The appointment would be made individually.

Resolution: The Meeting approved the appointment of 3 retiring directors in 2023 to be re-elected as directors and other positions for another term, namely, 1) Mr. Krairit Boonyakiat 2) Mr. Pichai Kojamitr, and 3) Mr. Warapong Nandabhiwat, with the votes as follows:

7.1 Mr. Krairit Boonyakiat

Approved	445,062,958	votes,	equivalent to	100.00 %
Disapproved	0	votes,	equivalent to	0.00 %
Abstained	256,350	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

7.2 Mr. Pichai Kojamitr

Approved	445,319,308	votes,	equivalent to	100.00 %
Disapproved	0	votes,	equivalent to	0.00 %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

7.3 Mr. Warapong Nandabhiwat

Approved	442,719,308	votes,	equivalent to	100.00 %
Disapproved	0	votes,	equivalent to	0.00 %
Abstained	2,600,000	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Mr. Akeera Kijthanasopha then invited the 3 Directors to come back to the meeting room after the voting on this agenda item was completed.



Agenda Item 8 To approve the remuneration of the directors for 2023

The Chairman assigned Mr. Akeera Kijthanasopha to report on this agenda item.

Mr. Akeera Kijthanasopha informed the Meeting that in compliance with the Public Companies Limited Act B.E. 2535 and Article 32 of the Company's Articles of Association, the Company's directors were eligible to receive remuneration from the Company in the form of reward, meeting allowance, allowance, bonus or in other forms of benefits as determined by Articles of Association or the shareholders' meeting.

The Board of Directors agreed with the proposal of the Nomination and Remuneration Committee, considering the propriety of the remuneration of the directors and subcommittee by taking into account the duties and responsibilities of the directors and comparing them with the same industry and with similar size of business, and deemed appropriate to propose to the Annual General Meeting to approve the remuneration of the directors and subcommittees for 2023 as shown in the Invitation to the Meeting on page 6-7 as follows:

1. Directors Meeting Allowance

Position	Meeting Allowance (Baht/Person/Time)		
	2021	2022	2023
Board of Directors			
- Chairman of the Board	65,000	65,000	65,000
- Director	30,000	30,000	30,000
Audit Committee			
- Chairman of the Audit Committee	20,000	20,000	20,000
- Member of the Audit Committee	15,000	15,000	15,000
Nomination and Remuneration Committee			
- Chairman of the Nomination and Remuneration Committee	20,000	20,000	20,000
- Member of the Nomination and Remuneration Committee	15,000	15,000	15,000
Risk Management Committee			
- Chairman of the Risk Management Committee	20,000	20,000	20,000
- Member of the Risk Management Committee	15,000	15,000	15,000
Executive Committee			
- Chairman of the Executive Committee	20,000	20,000	20,000
- Member of the Executive Committee	15,000	15,000	15,000

2. Bonus

Directors were entitled to a bonus at the following rate, computed based on the net profit after the deduction of the legal reserve. The Nomination and Remuneration Committee would determine the appropriate amount for each round of bonus payment and propose such to the Board of Directors for approval.

Rate of Bonus Computed based on Net Profit after Legal Reserve Deduction		
2021	2022	2023
not exceeding 2%	not exceeding 2%	not exceeding 2%



3. Other Benefits

None.

Remark:

- Directors who were involved in the management and operations of the Company and received salaries, shall not be entitled to receive the abovementioned meeting allowance.
- The meeting allowance of the directors for 2023 shall not exceed a total amount of Baht 3,000,000.

Mr. Akeera Kijthanasopha requested shareholders to make any inquiry relating to this agenda item prior to voting. As there were no questions or comments, it was proposed that the Meeting vote to approve the remuneration of the directors for 2023. In this regard, this agenda item required not less than two-thirds (2/3) of the total votes of the shareholders who attended the Meeting.

Resolution: The Meeting approved the remuneration of the directors for 2023 with the votes as follows:

Approved	445,319,308	votes,	equivalent to	100.00	%
Disapproved	0	votes,	equivalent to	0.00	%
Abstained	0	votes,	equivalent to	0.00	%
Voided	-	votes,	excluded from calculation		

Agenda Item 9 To approve an amendment of the Articles of Association to be in line with the amendment of the Public Limited Companies Act (No. 4), B.E. 2565 (2022) and announcements of the Department of Business Development, relating to the amendment of the Act

The Chairman assigned Mr. Akeera Kijthanasopha to report on this agenda item.

Mr. Akeera Kijthanasopha reported to the Meeting that the Board deemed appropriate to propose to the Annual General Meeting of Shareholders to approve amendment and addition of the Articles of Association in a total of 12 items to be in line with the amendment of the Public Limited Companies Act (No. 4), B.E. 2565 (2022) and announcements of the Department of Business Development, Ministry of Commerce, relating to the amendment of the Act as follows:

To amend:

- Section 4, Clause 22, 25, 26, 27, and 28
- Section 5, Clause 34, 35, 36, 38, 48 and 50

To add:

- Section 5, Clause 39

In this regard, details of the amendments are as follows:



Current Articles of Association	Proposed Amendment of Articles of Association
<p>Clause 22. In the case that the whole board of directors vacates office, the retired board of directors shall remain in office as acting directors to conduct the business of the company as necessary until the new board of directors takes office, unless ordered otherwise by the court in a case where the board of directors vacates the office by the court order.</p> <p>The retired board of directors shall call for a shareholders' meeting to elect a new board of directors within one (1) month after the date of retirement, by sending the notice of meeting to shareholders not less than fourteen (14) days prior to the date of the meeting and publish the notice in a newspaper not less than three (3) days prior to the date of the meeting for at least three (3) consecutive days</p>	<p>Clause 22. In the case that the whole board of directors vacates office, the retired board of directors shall remain in office as acting directors to conduct the business of the company as necessary until the new board of directors takes office, unless ordered otherwise by the court in a case where the board of directors vacates the office by the court order.</p> <p>The retired board of directors shall call for a shareholders' meeting to elect a new board of directors within one (1) month after the date of retirement, by sending the notice of meeting to shareholders not less than fourteen (14) days prior to the date of the meeting and publish the notice in a newspaper or electronic media in accordance with the relevant laws and regulations for at least three (3) consecutive days and not less than three (3) days prior to the date of the meeting. In the case that the shareholders requested or gave consent to the delivery of notices or documents by electronic means, the company or the board of directors may send the notice of meeting or supporting documents by electronic means in accordance with the relevant laws and regulations.</p>
<p>Clause 25. The meeting of the board of directors shall be held at least three (3) times a month.</p>	<p>Clause 25. The meeting of the board of director shall be held at least <u>once (1) every three (3) months.</u></p>
<p>Clause 26. The meeting of the board of directors shall be held in the locality in which the office of the company is situated or a neighboring province or Bangkok or at another place determined by the chairman of the board or any person authorized by the chairman of the board, or the chairman of the board may determine that the meeting be held by electronic media.</p>	<p>Clause 26. The meeting of the board of directors shall be held in the locality in which the <u>head</u> office of the company is situated or a neighboring province or Bangkok or at another place <u>in the Kingdom of Thailand</u> determined by the chairman of the board or any person authorized by the chairman of the board, <u>or the meeting may be operated by electronic media in accordance with the laws on electronic meetings. In such event, the location of the company's head office shall be deemed as the place of meeting.</u></p>
<p>Clause 27. In summoning a meeting of the board of directors, regardless of attending in person or by electronic means, the chairman of the board or any person authorized by the chairman of the board shall send the notice of meeting to the directors not less than seven (7) days prior to the meeting date. Unless where it is necessary or urgent to</p>	<p>Clause 27. <u>The chairman of the board shall call for the meeting of the board of directors.</u></p> <p>In summoning a meeting of the board of directors, regardless of attending in person or by electronic means, the chairman of the board or any person authorized by the chairman of the board shall send the notice</p>



Current Articles of Association	Proposed Amendment of Articles of Association
<p>preserve the rights or benefits of the company, the meeting may be called by other methods and an earlier meeting date may be chosen. In a case where such meeting will be held by electronic media, the company may send the notice of meeting and supporting documents by electronic mail.</p> <p>In a case that two (2) or more directors request the calling of the meeting of the board of directors, the chairman of the board shall proceed to call for a meeting of the board of directors to be held within fourteen (14) days as from the date of receipt of such request.</p>	<p>of meeting to the directors not less than <u>three (3) days</u> prior to the meeting date. Unless where it is necessary or urgent to preserve the rights or benefits of the company, the meeting may be <u>called by electronic means or any other means</u> and an earlier meeting date may be chosen. In a case <u>that the directors requested or gave consent to the delivery of notices or documents by electronic means, the chairman of the board or any person authorized by the chairman of the board may send the notice of meeting or supporting documents by electronic means in accordance with the relevant laws and regulations.</u></p> <p><u>In case it is necessary or urgent to preserve the rights or benefits of the company, two (2) or more directors may jointly request the chairman of the board to call for a meeting of the board of directors whereby the subjects and reasons for calling for such meeting shall be stated in such request for the meeting to consider. In this regard, the chairman of the board shall proceed to call for a meeting to be held within fourteen (14) days as from the date of receipt of such request.</u></p> <p><u>In the case that the chairman of the board does not perform according to the third paragraph, the directors who have requested the meeting of the board of directors may jointly call for the meeting of the board of directors, for the consideration of the requested matter, to be held within fourteen (14) days as from the date of completion of the period under the third paragraph.</u></p> <p><u>In the case that there is no chairman of the board for any reasons, the vice-chairman of the board shall call for the meeting of the board of directors. In the case that there is no vice-chairman of the board for any reasons, two (2) or more directors may jointly call for the meeting of the board of directors.</u></p>
<p>Clause 28. In a meeting of the board of directors, either by attending in person or by electronic means, the presence of not less than one half (1/2) of the total number of directors is required to constitute a quorum.</p>	<p>Clause 28. In a meeting of the board of directors, either by attending in person or by electronic means, the presence of not less than one half (1/2) of the total number of directors is required to constitute a quorum. <u>In the case that the meeting is held by electronic media,</u></p>



Current Articles of Association	Proposed Amendment of Articles of Association
	<u>it shall comply with relevant laws and regulations.</u>
<p>Clause 34. The meeting of shareholders shall be held in the locality in which the head office of the company is situated or a neighboring province or Bangkok or at another place determined by the board of directors or any person authorized by the board of directors, or the board of directors may determine that the meeting be held by electronic media.</p>	<p>Clause 34. The meeting of shareholders shall be held in the locality in which the head office of the company is situated or a neighboring province or Bangkok or at another place determined by the board of directors or any person authorized by the board of directors, <u>or the meeting may be held by electronic media in accordance with the laws on electronic meetings. In the case that the meeting is held by electronic media, it shall be deemed that the location of the company's head office is the place of meeting.</u></p>
<p>Clause 35. The board of directors shall convene a general meeting of shareholders within four (4) months as from the date of fiscal year ending of the company.</p> <p>All other general meetings of shareholders shall be called extraordinary meetings.</p> <p>The board of directors may call for an extraordinary general meeting whenever they deem appropriate or when one or more shareholders holding shares amounting to not less than ten (10) percent of the total number of distributed shares may submit a written request to the board of directors to call for an extraordinary general meeting at any time, but the subjects and reasons for calling for such meeting shall be explicitly stated in such request. In this regard, the board of directors shall proceed to call for a meeting of shareholders to be held within forty-five (45) days as from the date of receipt of such request from the shareholders.</p> <p>In the case that the board of directors does not hold such meeting within the period specified in the third paragraph, the shareholders who have submitted the request or other shareholders holding the aggregate number of shares as prescribed in this Article may call for the meeting by themselves within forty-five (45) days from the completion of the period referred to in the third paragraph. In this case, it shall be deemed that such shareholder's meeting is the meeting called by the board of directors. The</p>	<p>Clause 35. The board of directors shall convene a general meeting of shareholders within four (4) months as from the date of fiscal year ending of the company.</p> <p>All other general meetings of shareholders shall be called extraordinary meetings.</p> <p>The board of directors may call for an extraordinary general meeting whenever they deem appropriate or when one or more shareholders holding shares amounting to not less than ten (10) percent of the total number of distributed shares may submit a written request to the board of directors to call for an extraordinary general meeting at any time, but the subjects and reasons for calling for such meeting shall be explicitly stated in such request. In this regard, the board of directors shall proceed to call for a meeting of shareholders to be held within forty-five (45) days as from the date of receipt of such request from the shareholders.</p> <p>In the case that the board of directors does not hold such meeting within the period specified in the third paragraph, the shareholders who have submitted the request or other shareholders holding the aggregate number of shares as prescribed in this Article may call for the meeting by themselves within forty-five (45) days from the completion of the period referred to in the third paragraph. In this case, it shall be deemed that such shareholder's <u>meeting</u> is the meeting called by the board of directors. The company shall be</p>





Current Articles of Association	Proposed Amendment of Articles of Association
<p>company shall be responsible for all necessary expenses incurring from the holding of such meeting and provide reasonable facilitation for the meeting.</p> <p>In the case that the quorum of the meeting convened as requested by the shareholders according to the fourth paragraph cannot be formed as required by Article 37, the shareholders under the fourth paragraph shall be jointly responsible for any expenses incurring from the convening of such meeting.</p>	<p>responsible for all necessary expenses incurring from the holding of such meeting and provide reasonable facilitation for the meeting.</p> <p><u>In the case that the shareholders call for an extraordinary meeting according to the fourth paragraph, the shareholders who call for the meeting may send notice of meeting to shareholders by electronic means provided that the shareholders have already sent their requests or given consent to the company or the board of directors.</u></p> <p>In the case that the quorum of the meeting convened by the shareholders' request according to the fourth paragraph cannot be formed as required by Article 37, the shareholders under the fourth paragraph shall be jointly responsible for any expenses incurring from the convening of such meeting.</p>
<p>Clause 36. In summoning a meeting of shareholders, regardless of attending in person or by electronic means, the board of directors shall prepare a notice summoning the meeting, with an indication of the place, date, time, agenda of the meeting, and matters to be proposed to the meeting, together with appropriate details and a clear indication whether such matters are to be proposed for acknowledgement, approval or consideration, as well as opinions of the board of directors on such matters, and shall send such notice to the shareholders and the Registrar according to the Public Limited Companies Act not less than seven (7) days prior to the date of the meeting, provided that the notice summoning the meeting shall also be published in a newspaper for at least three (3) consecutive days and not less than three (3) days prior to the date of the meeting. In a case where such meeting will be held by electronic media, the company may send notice of meeting and supporting documents by electronic mail.</p>	<p>Clause 36. In summoning a meeting of shareholders, regardless of attending in person or by electronic means, the board of directors shall prepare a notice summoning the meeting, with an indication of the place, date, time, agenda of the meeting and, matters to be proposed to the meeting, together with appropriate details and a clear indication whether such matters are to be proposed for acknowledgement, approval or consideration, as well as opinions of the board of directors on such matters, and shall send such notice to the shareholders and the Registrar according to the Public Limited Companies Act not less than seven (7) days prior to the date of the meeting, provided that the notice summoning the meeting shall also be published <u>in a newspaper or an electronic media in accordance with the relevant laws and regulations for at least three (3) consecutive days and not less than three (3) days prior to the date of the meeting.</u> <u>In a case where the shareholders requested or gave consent to the delivery of notices or documents by electronic means, the company or the board of directors may send notice of meeting or supporting documents by electronic means in accordance with the relevant laws and regulations.</u></p>



Current Articles of Association	Proposed Amendment of Articles of Association
<p>Clause 38. At a meeting of shareholders, specifically for attending in person, a shareholder may appoint a person for the purpose of attending the meeting and voting on the shareholder's behalf. The appointment of a proxy must be made in writing and signed by the grantor according to the form as prescribed by the Registrar. The proxy form must be submitted to the chairman of the board or other person designated by the chairman of the board at the meeting venue before the proxy attending the meeting. The form shall at least contain the following particulars:</p> <ol style="list-style-type: none"> (1) Number of shares held by the grantor; (2) Name of the proxy; (3) Meeting reference number that the proxy is granted to attend and vote. 	<p>Clause 38. At a meeting of shareholders, specifically for attending in person, a shareholder may appoint a person for the purpose of attending the meeting and voting on the shareholder's behalf. The appointment of a proxy must be made in writing and signed by the grantor according to the form as prescribed by the Registrar. The proxy form must be submitted to the chairman of the board or other person designated by the chairman of the board at the meeting venue before the proxy attending the meeting. The form shall at least contain the following particulars:</p> <ol style="list-style-type: none"> (1) Number of shares held by the grantor; (2) Name of the proxy; (3) The number of times that the proxy is granted to attend and vote. <p><u>The appointment of a proxy as mentioned in paragraph one may be made by electronic means in accordance with the relevant laws and regulations, provided that such means are safe and can be proven that the proxy has been appointed by the shareholder itself.</u></p>
	<p>Clause 39. <u>The meeting of shareholders shall proceed according to an order fixed in the meeting agenda as specified in the notice of meeting unless the shareholders' meeting resolved to change the order of the agenda by the affirmative votes of the shareholders of not less than two-thirds (2/3) of the shareholders attending the meeting.</u></p> <p><u>After the meeting has considered all agenda items specified under the notice of meeting, shareholders holding not less than one-third (1/3) of the total number of distributed shares may request the meeting to consider other matters not specified in such notice.</u></p> <p><u>In the event that the meeting cannot complete consideration of matters according to the agenda specified under the notice of meeting or the matters that are raised by the shareholders in time, and the postponement of the meeting is necessary, the meeting shall determine the place, date, and time of the next meeting and the board of directors shall send the notice of meeting specifying the place,</u></p>





Current Articles of Association	Proposed Amendment of Articles of Association
	<p><u>date, time, and agenda of the meeting to the shareholders at least seven (7) days prior to the date of the meeting. The meeting invitation shall be published in a newspaper or electronic media in accordance with the relevant laws and regulations for at least three (3) consecutive days and not less than three (3) days prior to the date of the meeting. In the case that the shareholders requested or gave consent to the delivery of notices or documents by electronic means, the company or the board of directors may send the notice of meeting or supporting documents by electronic means in accordance with the relevant laws and regulations.</u></p>
<p>Clause 48. In a case where the company wishes to reduce the amount of its registered capital, the meeting's resolution to reduce the amount of the registered capital shall be sent to the creditor(s) of the company within fourteen (14) days as from the date of the shareholders' resolution. Creditor(s) have the rights to object to the capital reduction within two (2) months from the date the notification is received. Such meeting's resolution shall be published in a newspaper within fourteen (14) days from the date of the shareholders' resolution for at least three (3) consecutive days.</p>	<p>Clause 49. In a case where the company wishes to reduce the amount of its registered capital, the meeting's resolution to reduce the amount of the registered capital shall be sent to the creditor(s) of the company within fourteen (14) days as from the date of the shareholders' resolution. Creditor(s) have the rights to object to the capital reduction within two (2) months from the date the notification is received. Such meeting's resolution shall be published in a <u>newspaper or electronic media in accordance with the relevant laws and regulations for at least three (3) consecutive days. In the case that the company's creditor(s) have requested or given consent to the delivery of notices or documents by electronic means, the company or the board of directors may send the notice of resolution to reduce the amount of the registered capital by electronic means in accordance with the relevant laws and regulations.</u></p>
<p>Clause 50. The board of directors may consider making interim dividend payment to the shareholders from time to time when it deems that the company has enough profit to do so, and the payment of such dividend shall be reported to the shareholders in the next meeting.</p> <p>The dividend payment shall be made within one (1) month from the date of the meeting of shareholders or the board of directors' votes, as the case maybe. The notice of such dividend payment shall be sent to the shareholders and published in a newspaper for at least three (3) consecutive days.</p>	<p>Clause 51. The board of directors may consider making interim dividend payment to the shareholders from time to time when it deems that the company has enough profit to do so, and the payment of such dividend shall be reported to the shareholders in the next meeting.</p> <p>The dividend payment shall be made within one (1) month from the date of the meeting of shareholders or the board of directors' votes, as the case maybe. <u>The notice of such dividend payment shall be sent to the shareholders and published in a newspaper or electronic media in accordance with the relevant laws and</u></p>



Current Articles of Association	Proposed Amendment of Articles of Association
	regulations for at least three (3) consecutive days. In the case that the shareholders have requested or given consent to the delivery of notices or documents by electronic means, the company or the board of directors may send the notice of dividend payment by electronic means in accordance with the relevant laws and regulations.

Mr. Akeera Kijthanasopha requested shareholders to make any inquiry relating to this agenda item prior to voting. As there was no inquiry from the shareholders, it was proposed to the Meeting to vote to approve an amendment of the Articles of Association to be in line with the amendment of the Public Limited Companies Act (No. 4), B.E. 2565 (2022) and announcements of the Department of Business Development, relating to the amendment of the Act. In this regard, this agenda item required not less than three-fourths (3/4) of the total votes of the shareholders who attended the Meeting and were eligible to vote.

Resolution: The Meeting approved an amendment of the Articles of Association to be in line with the amendment of the Public Limited Companies Act (No. 4), B.E. 2565 (2022) and announcements of the Department of Business Development, relating to the amendment of the Act, with the votes as follows:

Approved	445,319,308	votes,	equivalent to	100.00 %
Disapproved	0	votes,	equivalent to	0.00 %
Abstained	0	votes,	equivalent to	0.00 %
Voided	-	votes,	excluded from calculation	

Agenda Item 10 Other matters (if any)

In accordance with Section 105, paragraph two, of the Public Limited Company Act, B.E. 2535 (1992), such prescribes that the shareholders holding the aggregate number of shares of not less than one-third (1/3) of the total number of shares sold may request the consideration at the meeting of other business in addition to that specified in the notice summoning the meeting. The Board of Directors deemed it appropriate to include this agenda item to provide opportunities for shareholders to consider other matters apart from those specified by the Board of Directors.

There were no shareholders proposing another agenda item for consideration.

At this Meeting, the Chairman gave an opportunity to shareholders to ask any additional questions. As there was no further inquiry or suggestion from the shareholders, the Chairman hereby expressed appreciation to all shareholders who attended the Meeting and declared the Meeting adjourned.

The Meeting was adjourned at 14.30 hrs.

- Signature -

(Mr. Krairit Boonyakiat)
Chairman of the Meeting

(F 53-4)



Capital Increase Report Form
Sunsweet Public Company Limited
February 22, 2024

Sunsweet Public Company Limited (“Company”) hereby report on the resolutions of the Board of Directors’ Meeting No.1/2024, held on February 22, 2024 at 13.30 p.m., in respect of the capital increase and the allocation of newly issued shares as follows:

1. Capital Decrease and Capital Increase

1.1 The Board of Directors' Meeting has approved to propose to the shareholders' meeting to approve the decrease of the Company's registered capital by THB 1,287.50 from the current registered capital of THB 322,500,000 to be THB 322,498,712.50 by cancelling 2,575 unissued ordinary shares at the par value of THB 0.5 per share which are the remaining shares from the stock dividend payment and shares from the right revoke of shareholder according to the resolution of the 2021 Annual General Meeting of the Shareholders.

1.2 The Board of Directors' meeting has approved to propose to the shareholders' meeting to approve the increase of registered capital of the Company in the amount of THB 64,499,742.50 from the former registered capital of THB 322,498,712.50 to a new registered capital of THB 386,998,455 by issuing 128,999,485 new ordinary shares with a par value of THB 0.50 per share, where the details of the capital increase are as follows:

Type of Capital Increase	Type of Share	Number of Share (Shares)	Par Value (THB/share)	Total (THB)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing proceeds	Ordinary	Not exceeding 128,999,485	0.50	64,499,742.50
<input type="checkbox"/> General Mandate	-	-	-	-

2. Allocation of newly issued shares

2.1 Specifying the purpose of utilizing proceeds as details below:

Allocated to	Number of Share (Shares)	Ratio (Existing: New)	Sale Price (THB per Share)	Date and Time of Subscription and Share Payment	Remark
The existing shareholders	Not exceeding 128,999,485	5:1	-	The Company pay stock to shareholders at the ratio of 5 existing ordinary shares to 1 stock dividend	to accommodate the stock dividend payment

Remark: The shareholders whose names were listed on the record date on April 30, 2024 would be entitled to receive the dividend, and the dividend payment shall be made on May 20, 2024.

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บริษัท ชันสวีท จำกัด (มหาชน)
SUNSWEET PUBLIC COMPANY LIMITED
 เลขที่ 9 หมู่ที่ 1 ต.ทุ่งสะโตก อ.สันป่าตอง จ.เชียงใหม่ 50120
No.9 Moo 1 Toongsatok, Sanpatong, Chiang mai Thailand 50120
Tel : +66 53 106 538 - 40 Fax : +66 53 106 541
www.sunsweetthai.com sunsweetthai@sunsweetthai.com





2.2 Action to be taken by the Company in case of a fraction of shares;

In case there is a fraction of shares remaining from the calculation of stock dividend payment the dividend payment for such fractional share shall be paid by cash dividend at the rate of THB 0.10 per share.

3. Schedule of the Annual General Meeting of Shareholders to approve the capital increase/ share allotment

The 2024 Annual General Meeting of Shareholders has been scheduled to be held on April 22, 2024, at 13.00 p.m., in the form of a hybrid meeting at Sunsweet Public Company Limited, No. 9, Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province 50120 and via electronic means. The recorded date for determination of the shareholders entitled to attend the meeting is March 8, 2024.

4 . Application for approval of the capital increase / share allotment to relevant governmental agencies and conditions thereto

4.1 Requesting approval from the Annual General Meeting of Shareholders of 2024

4.2 Registration of the capital increase, amendment of the Memorandum of Association and paid-up capital of the Company, as well as other documents relating to the capital increase with the Department of Business Development, the Ministry of Commerce.

4.3 Requesting approval from the Stock Exchange of Thailand (the “SET”) for listing such capital increase newly issued ordinary shares on the SET.

5. Objectives of the capital increase and plans for utilizing proceeds from the capital increase

To allot stock dividends to the Company’s existing shareholders instead of paying cash dividends, in return of their existing investments.

6. Benefits which the Company will receive from the capital increase / share allotment.

6.1 To be an investment return to the shareholders in a form of the stock dividends.

6.2 To increase the Company’s stock liquidity.

6.3 To reserve the Company’s working capital and increase the Company’s cash flow.

7. Benefits which the shareholders will receive from the capital increase / share allotment.

7.1 Dividend Payment Policy

The company has the policy to pay dividends at the rate of no less than 50 percent of the net profit after deduction of all reserves as stipulated in the Company’s Articles of Association and the law. If there are no other necessities, the dividend payment will not significantly affect the normal operation of the Company.

However, the dividend payment may be changed. This will depend on Company’s performance. The Company’s financial position, liquidity, investment plan, and other factors related to the management, necessity and other appropriateness in the future. Dividend payment will be considered by the Board of Directors. The resolution of the Board of Directors regarding the approval of the dividend payment must be submitted to the shareholders’ meeting for consideration, except



for the interim dividend payment. The Board of Directors is authorized to approve the interim dividend payment. The meeting of shareholders must be informed about such interim dividend payment at the next meeting.

Subsidiaries will consider the dividend policy proposed by the Board of Directors based on the performance and appropriateness of other factors.

7.2 The shareholders' rights

The shareholders who will receive the stock dividend are entitled to receive cash dividends in the future.

8. Other details necessary for the shareholders' consideration in approving the capital increase / share allotment

- None -

9. Schedule of actions where the Board of Directors of the Company pass the resolution approving the capital increase / share allotment:

No.	Procedure	Date / Month / Year
1	The date of the Board of Directors' Meeting No. 1/2024	February 22, 2024
2	The date of determination of shareholders entitled to attend the Annual General Meeting of Shareholders of 2024 (Record Date)	March 8, 2024
3	The Annual General Meeting of Shareholders of 2024	April 22, 2024
4	The date of registration of capital increase and the amendment of the Memorandum of Association at the Ministry of Commerce	Within 14 days from the date of shareholders' meeting's resolution
5	The date of determination of shareholders entitled to receive the stock dividends (Record Date)	April 30, 2024
6	The date of registration of paid-up capital at the Ministry of Commerce	Within 14 days from the date of allocation of the newly issued shares

The Company hereby certifies that the information contained in this report form is true and complete in all respects.

Yours sincerely,

Signed

(Mrs. Jiraporn Kittikhunchai)

(Mrs. Suraporn Prasatngamloet)

Authorized Directors



Profiles of the proposed Auditors for the year 2024**from KPMG Phoomchai Audit Co., Ltd. (KPMG)**

1. Mrs. Sasithorn Pongadisak	
Certified Public Accountant No.	8802
Education	<ul style="list-style-type: none"> • Master's degree of Business Administration, Chulalongkorn University • Bachelor's degree of Accountancy, Thammasat University
Experiences	<ul style="list-style-type: none"> • Audit Partner, Auditors and the Head of KPMG's Private Enterprise strategic unit. • List of Auditors Approved by the office of SEC. • Period of Approval Validity by the SEC: 27/07/2021-27/07/2026

2. Miss Marisa Tharathornbunpakul	
Certified Public Accountant No.	5752
Education	<ul style="list-style-type: none"> • Master's degree of Business Administration, Thammasat University • Bachelor's degree of Accountancy, Assumption University
Experiences	<ul style="list-style-type: none"> • Executive director and Auditors of KPMG • List of Auditors Approved by the office of SEC. • Period of Approval Validity by the SEC: 05/02/2021-04/02/2026

3. Miss Nadsasin Wattanapaial	
Certified Public Accountant No.	10767
Education	<ul style="list-style-type: none"> • Master's degree of Accountancy, Chulalongkorn University • Bachelor's degree of Accountancy, Chulalongkorn University
Experiences	<ul style="list-style-type: none"> • Audit Partner of KPMG • List of Auditors Approved by the office of SEC. • Period of Approval Validity by the SEC: 22/12/2020-21/12/2025

4. Mr. Piyanat Singkhorn	
Certified Public Accountant No.	11641
Education	<ul style="list-style-type: none"> • Bachelor's degree of Accountancy, Kasetsart University
Experiences	<ul style="list-style-type: none"> • Executive director of KPMG • List of Auditors Approved by the office of SEC. • Period of Approval Validity by the SEC: 07/09/2021-06/09/2026

The fourth auditors proposed for appointment as mentioned above have neither relationship nor interest with the Company, the Company's subsidiaries, the executives, major shareholders or any persons related thereto.

Information on proposed directors in replacement of those who retired by rotation

Name	: Miss Morakot Kittikhunchai	
Age	: 72 years old	
Nationality	: Thai	
Address	: No.9 Moo1, Toongsatok, Sanpatong, Chiang Mai 50120	
Position in the Company	: Vice Chairman of the Board/ Vice Chairman of the Executive Committee	
Term of office	: 2 Terms	
Attendance at the Meeting during 2023	: Board of Directors' Meeting 6/6 Executive Committee' Meeting 7/7	
Starting date of directorship	: Sunsweet Co., Ltd. – Since December 25, 1997 (Directorship tenure as of September 2017 is 19 years and 8 months.) Sunsweet Public Company Limited – Since September 4, 2017 (Directorship tenure as of April 2024 is 6 years and 7 months.)	
Educational qualification	: Mini MBA Chiangmai University Class of 10	
Working Experiences	: 1997 – Present - Director/ Member of Executive Committee of Sunsweet Public Company Limited 2022 – Present – Director of Sunsweet Holdings Co., Ltd. 2014 – Present – Director of Sunshine Travel Co., Ltd. 2005 – Present - Director of Sunsweet International Co., Ltd.	
Training	: Director Certification Program (DCP) 31/2016 by the Thai Institute of Directors Association (IOD)	
Relationship	: Mr. Ongart Kittikhunchai's sister, Mrs. Suraporn Prasatngamloet's sister	
Holding shares of the Company	: 3,099,600 ordinary shares, equal to 0.4805% of paid up capital (Detail as of December 31, 2023)	
Position in listed companies	: None	
Position in non-listed companies	: 3 (Sunsweet Holdings Co., Ltd., Sunshine Travel Co., Ltd., Sunsweet International Co., Ltd.)	
Position in other organization that may cause any conflict of interest to the Company	: None	

Information on proposed directors in replacement of those who retired by rotation

Name	: Mrs. Jiraporn Kittikhunchai	
Age	: 66 years old	
Nationality	: Thai	
Address	: No.9 Moo1, Toongsatok, Sanpatong, Chiang Mai 50120	
Position in the Company	: Director / Member of the Executive Committee / Member of the Risk Management and Sustainability Committee	
Term of office	: 2 Terms	
Attendance at the Meeting during 2023	: Board of Directors' Meeting 6/6 Executive Committee' Meeting 7/7 Risk Management Committee' Meeting 4/4	
Starting date of directorship	: Sunsweet Co., Ltd. – Since December 25, 1997 (Directorship tenure as of September 2017 is 19 years and 8 months.) Sunsweet Public Company Limited – Since September 4, 2017 (Directorship tenure as of April 2024 is 6 years and 7 months.)	
Educational qualification	: Vocational Certificate Program in Accountancy from The Institute of Technology and Vocational Education	
Working Experiences	: 1997 – Present - Director/ Member of Executive Committee of Sunsweet Public Company Limited 2022 – Present – Director of Sunsweet Holdings Co., Ltd. 2014 – Present – Director of Sunshine Travel Co., Ltd. 2005 – Present - Director of Sunsweet International Co., Ltd.	
Training	: Director Certification Program (DCP) 31/2016 by the Thai Institute of Directors Association (IOD) : mai Sustainability Strategy Program S-S03: Corporate Sustainability Strategy by The Stock Exchange of Thailand	
Relationship	: Mr. Ongart Kittikhunchai's spouse	
Holding shares of the Company	: 418,404,500 ordinary shares, equal to 64.87% of paid up capital (Detail as of December 31, 2023)	
Position in listed companies	: None	
Position in non-listed companies	: 3 (Sunsweet Holdings Co., Ltd., Sunshine Travel Co., Ltd., Sunsweet International Co., Ltd.)	
Position in other organization that may cause any conflict of interest to the Company	: None	

Information on proposed directors in replacement of those who retired by rotation

Name	: Mrs. Supaporn Prasatngamloet	
Age	: 64 years old	
Nationality	: Thai	
Address	: No.9 Moo1, Toongsatok, Sanpatong, Chiang Mai 50120	
Position in the Company	: Director / Member of the Executive Committee	
Term of office	: 2 Terms	
Attendance at the Meeting during 2023	: Board of Directors' Meeting 6/6 : Executive Committee' Meeting 7/7	
Starting date of directorship	: Sunsweet Co., Ltd. – Since December 25, 1997 (Directorship tenure as of September 2017 is 19 years and 8 months.) Sunsweet Public Company Limited – Since September 4, 2017 (Directorship tenure as of April 2024 is 6 years and 7 months.)	
Educational qualification	: Mini MBA Chiangmai University	
Working Experiences	: 1997 – Present - Director/ Member of Executive Committee of Sunsweet Public Company Limited 2014 – Present – Director of Sunshine Travel Co., Ltd. 2014 - Present – Director of So sweet Co., Ltd. 2005 – Present - Director of Sunsweet International Co., Ltd.	
Training	: Director Certification Program (DCP) 31/2016 by the Thai Institute of Directors Association (IOD)	
Relationship	: Mr. Ongart Kittikhunchai's sister, Mrs. Morakot Kittikhunchai's sister	
Holding shares of the Company	: 317,850 ordinary shares, equal to 0.0492% of paid up capital (Detail as of December 31, 2023)	
Position in listed companies	: None	
Position in non-listed companies	: 3 (Sunshine Travel Co., Ltd., So sweet Co., Ltd. Sunsweet International Co., Ltd.)	
Position in other organization that may cause any conflict of interest to the Company	: None	

Profiles of Independent Director Nominated for Appointment as Proxy for Meeting
(Excluding directors who are due to complete their terms in 2024)

Ms. Udomrat Akkarachinores

Position in the Company: Director/ Member of the Audit Committee/ Independent Director

Age: 66 years

Address: No. 178/400 Moo 7, Nong Kwai, Hang Dong District, Chiang Mai, 50230

Having interest in the agenda proposed at the shareholders' meeting:

- Having interest in agenda 11, which is “To approve remuneration of directors for 2024.”
- No special interest which is different from other directors in all agenda proposed at the 2024 Annual General Meeting of Shareholders

Remark: Details of profile of the Independent Director are shown in the Annual Report of 2023 (One Report) **Attachment 2**

Articles of Association of the Company with Respect to the Meeting of Shareholders

1. Calling for the Meeting of Shareholders

Article 34 The meeting of shareholders shall be held in the locality in which the head office of the company is situated or a neighboring province or Bangkok or at other place determined by the board of directors or any person authorized by the board of directors, or the meeting may be held by electronic media in accordance with the laws on electronic meetings. In the case that the meeting is held by electronic media, it shall be deemed that the location of the company's head office is the place of meeting.

Article 35 The board of directors shall convene a general meeting of shareholders within four (4) months as from the date of fiscal year ending of the company.

All other general meeting of shareholders shall be called extraordinary general meetings.

The board of directors may convene an extraordinary general meeting of shareholders whenever they deem appropriate or when one or more shareholders who have the shares not less than ten (10) percent of the total number of shares sold may subscribe their names to send notice requesting the board of directors to convene an extraordinary general meeting of shareholders at any time with specific agenda and reasons for such request in the notice. In such case, the board of directors must arrange a meeting of shareholders within forty-five (45) days from the date of receipt of such notice.

In the case that the board of directors does not hold such meeting within the period specified in the third paragraph, the shareholders who have submitted the request or other shareholders holding the aggregate number of shares as prescribed in this Article may convene the meeting by themselves within forty-five (45) days from the completion of the period referred to in the third paragraph. In this case, it shall be deemed that such shareholder's meeting is the meeting convened by the board of directors. The company shall be responsible for all necessary expenses incurring from the holding of such meeting and provide reasonable facilitation for the meeting.

In the case that the shareholders convene an extraordinary general meeting according to the fourth paragraph, the shareholders who convene the meeting may send notice of meeting to shareholders by electronic means provided that the shareholders have already sent their requests or given consent to the company or the board of directors.

In the case that the quorum of the meeting convened by the shareholders' request according to the fourth paragraph cannot be formed as required by Article 37, the shareholders under the fourth paragraph shall be jointly responsible for any expenses incurring from the convening of such meeting.

Article 36 In summoning a meeting of shareholders, regardless of attending in person or by electronic means, the board of directors shall prepare a notice summoning the meeting, with an indication of the place, date, time, agenda of the meeting and matters to be proposed to the meeting, together with appropriate details and a clear indication whether such matters are to be proposed for acknowledgement, approval or consideration, as well as opinions of the board of directors on such matters, and

shall send such notice to the shareholders and the Registrar according to the law on public limited companies not less than seven (7) days prior to the date of the meeting, provided that the notice summoning the meeting shall also be published in a newspaper or an electronic media in accordance with the relevant laws and regulations for at least three (3) consecutive days and not less than three (3) days prior to the date of the meeting. In a case where the shareholders requested or gave consent to the delivery of notices or documents by electronic means, the company or the board of directors may send notice of meeting or supporting documents by electronic means in accordance with the relevant laws and regulations.

Article 43 The business to be transacted at the annual general meeting is as follows:

- (1) To acknowledge report of the board of director relating to the company's performance in the past year;
- (2) To consider and approve balance sheet and profit and loss statement as of the end of the company's accounting year
- (3) To consider and approve allocation of profit and dividend payment;
- (4) To consider and approve appointment of directors in replacement of the directors retire by rotation and determination of the directors' remunerations;
- (5) To consider and approve appointment of the auditor and determination of audit fee; and
- (6) To consider other matters.

Article 56 The board of directors shall send the following documents to shareholders together with written notice summoning an annual general meeting:

- (1) A copy of balance sheet and profit and loss statement audited by an auditor together with audit report of the auditor;
- (2) An annual report of the board of directors and supporting documents.

2. Quorum

Article 37 In the meeting of shareholders, regardless of attending in person or by electronic means, there shall be shareholders and proxies (if any) present at the meeting in a number not less than twenty-five (25) persons or not less than one half (1/2) of the total number of shareholders with a number of shares amounting not less than one-third (1/3) of the total number of sold shares to constitute a quorum.

At any meeting of shareholders, upon the lapse of one (1) hour from the time fixed for the meeting commencement, if a number of the shareholders present is insufficient to form a quorum as stipulated; the meeting shall be cancelled if such meeting is convened because the shareholders have requested, the meeting shall be reconvened, if such meeting is held not because the shareholders have requested, and the notice of meeting shall be sent to the shareholders not less than seven (7) days in advance of the date of the meeting. In the subsequent meeting no quorum is required.

Article 40 The chairman of the board shall preside over a meeting of shareholders. In a case where the chairman of the board is not present at the meeting or is unable to perform the duty and if there exists a vice-chairman, the vice-chairman shall preside over the meeting. If there is no vice-chairman or if there is one but is unable to perform the duty, the shareholders attending the meeting shall elect one among themselves to preside over the meeting.

3. Proxy

Article 38 At a meeting of shareholders, specifically for attending in person, a shareholder may appoint a person for the purpose of attending the meeting and voting on the shareholder's behalf. The appointment of a proxy must be made in writing and signed by the grantor according to the form as prescribed by the Registrar. The proxy form must be submitted to the chairman of the board or other person designated by the chairman of the board at the meeting venue before the proxy attending the meeting. The form shall at least contain the following particulars:

- (1) Number of shares held by the grantor;
- (2) Name of the proxy;
- (3) Meeting at which the proxy is granted to attend and vote.

The appointment of a proxy as mentioned in paragraph one may be made by electronic means in accordance with the relevant laws and regulations, provided that such means are safe and can be proven that the proxy has been appointed by the shareholder itself.

4. Voting

Article 41 In voting, each shareholder shall have a number of votes equivalent to the number of the shares subscribed; on the basis that one (1) share shall carry one (1) vote. Voting shall be conducted openly, except where so requested by not less than five (5) subscribers and so resolved by the meeting the voting may be made by secret ballot. In such case the procedure for voting by secret ballot shall be as determined by the person presiding over the meeting.

Article 42 Resolution of a meeting of shareholders shall consist of the vote as follows:

- (1) In general agenda, a majority of votes of the shareholders present and vote at the meeting. In the case of an equality of votes, the person presiding over the meeting shall have an additional vote as a casting vote;
- (2) In any of the following agendas, votes of not less than three-fourths (3/4) of the total votes of shareholders present at the meeting and have rights to vote:
 - (a) Selling or transferring business of the company, in whole or in substantial part, to any other person.
 - (b) Purchasing or taking a transfer of business of any other company or a private company to be owned by the company.
 - (c) Concluding, modifying, or terminating any contract concerning granting of a lease of the company's business in whole or in substantial part, entrusting of any other person to manage the business of the company, or an amalgamation of business with any other person with a purpose to share profits and loss.
 - (d) Amending the company's Memorandum of Association or Articles of Association.
 - (e) Increasing and decreasing the registered capital of the company and issuing the debentures.
 - (f) Amalgamating and dissolving of the company.

5. Approval of Financial Statement

Article 55 The board of directors shall prepare a balance sheet and a profit and loss statement as of the end of the company's accounting year to be proposed to the annual general meeting of shareholders for consideration and approval. The board of directors shall arrange to have the balance sheet and profit and loss statement audited by the external auditor prior to submission of the same for consideration and approval of the meeting of shareholders.

6. Dividend and Legal Reserve

Article 50 The dividends shall not be paid otherwise than out of profits. In a case where the company has incurred accumulated loss, no dividends shall be paid.

The dividends shall be distributed in accordance with the number of shares, with each share being accorded equal distribution, and such payment of dividends must be made upon approval by the meeting of shareholders.

In a case where the company has not sold its shares up to the registered number or has registered an increase of its capital, the company may pay the whole or part of its dividends by issuing new ordinary shares to shareholders with the approval of the meeting of shareholders.

Article 51 The board of directors may consider making interim dividend payment to the shareholders from time to time when it deems that the company has sufficient profit to do so, and the payment of such dividend shall be reported to the shareholders in the next meeting.

The dividend payment shall be made within one (1) month from the date of the resolution of the meeting of shareholders or the board of directors, as the case maybe. The notice of such dividend payment shall be sent to the shareholders and published in a newspaper or electronic media in accordance with the relevant laws and regulations for at least three (3) consecutive days. In the case that the shareholders have requested or given consent to the delivery of notices or documents by electronic means, the company or the board of directors may send the notice of dividend payment by electronic means in accordance with the relevant laws and regulations.

Article 52 A company must allocate appropriate part of its annual net profits to a reserve fund in an amount of not less than five (5) percent of the annual net profits with the deduction therefrom the amount representing accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten (10) percent of the registered capital of the company. The board of directors may propose to the meeting to approve allocation of other reserve as deem beneficial to the operation of the company business.

A company may, upon approval by a meeting of shareholders, transfer any other reserve funds, reserve fund required by other laws, and the surplus reserve fund in compensation for its accumulated loss.

7. Appointment of Directors

Article 17 The meeting of shareholders may appoint directors according to criterions and procedures as follows:

- (1) Each shareholder shall have a number of votes equivalent to the number of shares subscribed.
- (2) Each shareholder may exercise all the votes to elect one or several persons as directors. In case of election of several persons as the directors, the votes shall not be divided to any person unequally: and
- (3) The appointment of the directors shall be made to persons receiving the highest votes, respectively, according to a number of directors to be appointed at the Meeting. In the event of an equality of the votes, which would result in an excess of the number of the directors to be appointed at the meeting, the chairman of the meeting shall have a casting vote.

Article 18 At every annual ordinary meeting of shareholders, one-third (1/3) of the board of directors shall vacate office. If the number of directors is not a multiple of three, then the number nearest to one-third (1/3) shall vacate office.

The directors to vacate office in the first and second years following the registration of the company shall be drawn by lots. In every subsequent year, the directors who have been longest in office shall vacate the office.

The director who vacates office under this section may be re-elected as the company's director.

8. Remuneration of Directors

Article 32 The remuneration of the directors and compensation shall be fixed by a shareholders meeting.

Directors are entitled to receive compensation from the company in the form of rewards, meeting allowances, remuneration, bonuses or other types of benefits in accordance with the articles of association or by approval from the shareholders' meeting, which may specify amounts or criteria of the compensation exactly, occasionally or until further changes are made.

For meeting through electronic media, if there is any meeting allowance to be paid to the directors, the meeting allowance may be paid to the directors attending the meeting by electronic means.

Provisions in this clause shall not affect the rights of any officers and employees of the company, who was elected as a director, to receive compensation and benefits as officers or employees of the company

Payment of director's compensation shall not be inconsistent or in conflict with the qualification of independent directors as prescribed by laws relating to securities and stock exchange.

9. Appointment of External Auditor

Article 58 At an annual ordinary meeting of shareholders in each year, there shall be an appointment of an external auditor. The meeting of shareholders may re-appoint the former external auditor, and determine an audit fee of the company.

Clarification of appointment of proxy, evidence of the right to attend shareholder meeting, voting method, and counting of votes

Registration to Attend the Meeting

Registration for participating in the Meeting will begin 1 hour before the Meeting's scheduled start, or from 12.00 a.m. onwards, at Sunsweet Public Company Limited, No. 9, Moo 1, Toongsatok Sub-district, Sanpatong District, Chiang Mai Province. The map for the Meeting place is enclosed herewith (Attachment 10).

Proxy form

The Company has prepared Proxy Forms, Form A, Form B and Form C, as prescribed by the Department of Business Development, the Ministry of Commerce in order that the shareholders who cannot attend the Meeting themselves, can appoint a proxy or any independent director to attend and vote at the Meeting on the shareholders' behalf, attached to the Invitation to the Meeting. For casting votes in each agenda item, the Shareholders have the right to vote either approve, disapprove or abstain.

Appointment of Proxy

The three styles of Proxy forms are enclosed herewith, according to Regulation of the Department of Business Development, Ministry of Commerce Re: Form of Proxy (No. 5) B.E.2550 as follows:

1. Form A. : General Proxy form (simple form)
2. Form B. : Specific Proxy form
3. Form C. : Proxy form for the foreign investor appointing the custodian in Thailand

Any Shareholder not able to attend the Meeting may appoint a person as their proxy as follows:

1. Complete **only one** of above proxy forms as follows:
 - 1.1 General Shareholder shall select only one of either Form A. or Form B.
 - 1.2 Shareholders listed in the share registration book as Foreign Investor appointing the Custodian in Thailand can select only one of three Proxy Forms (Form A., Form B. or Form C.)
2. Authorize a person or the following independent director as proposed by the Company to attend and vote at the Meeting on their behalf

Ms. Udomrat Akkarachinores
Director/ Member of the Audit Committee/ Independent Director

In case of proxy to the Company's director, please send the completed proxy together with the required documents to the Company Secretary Office, Sunsweet Public Co., Ltd., No.9, Moo 1, Toongsatok Sub-district, Sanpatong District, Chiang Mai Province, 50120 **before April 17, 2024.**

Documents verifying eligibility to attend the Meeting

Participants are requested to present the following documents before attending the Meeting (as the case may be):

1. Self-attending

1.1 Natural person

- (1) Registration form which is signed by the shareholder
- (2) Valid official document issued by governmental authorities, e.g. ID card, Governmental ID, driver license or passport, including the evidence of name or last name change (if any).

1.2 Juristic person by Shareholder representative (Authorized director)

- (1) Registration form which is signed by the shareholder's representative (Authorized director) who attends the meeting.
- (2) A copy of the shareholder's Affidavit, which is certified true copy by the shareholder's representative (Authorized director) who attends the meeting showing that the shareholder's representative (Authorized director attending the meeting) has the authority to act on behalf of the Juristic person shareholder.

- (3) A valid official document issued by government authorities of the Shareholder's representative (Authorized director) as specific in item 1.1 (2).

2. Proxy

2.1 Natural person

- (1) Registration form which is signed by the Shareholder.
- (2) The Proxy Form as attached in Notice (Form A or Form B), completely filled in and signed by the Shareholder and the Proxy.
- (3) A copy of valid official document issued by governmental authorities of the Shareholder as specified in item 1.1 (2), which is certified true by the Shareholder.
- (4) Valid official document issued by governmental authorities of the Proxy as specified in item 1.1 (2).

2.2 Juristic person

- (1) Registration form which is signed by the shareholder
- (2) The Proxy Form as attached in Notice (Form A or Form B), completely filled in and signed by the authorized person of the Juristic person and the Proxy.
- (3) A copy of the shareholder's Affidavit certified true copy by the authorized person of the Juristic person and Power of Attorney (if any) showing that person who signs the Proxy Form has the authority to act on behalf of the Juristic person, who is the shareholder.
- (4) A copy of valid official document issued by governmental authorities of the authorized person as specified in item 1.1 (2), which is certified true by the said authorized person.
- (5) A valid official document issued by government authorities of the Proxy as specific in item 1.1 (2).

3. For foreign investor appointing the custodian in Thailand

- (1) Registration form which is signed by the Proxy Holder.
- (2) The Proxy Form (Form C) completely filled in and signed by both Proxy Grantor and Proxy Holder.
- (3) Documents as specified in item 1.2 or 2.2
- (4) Power of Attorney by foreign investor authorizing custodian to sign the proxy form on their behalf.
- (5) Copy of certifying letter that the person signing in the proxy form is authorized to operate custodian business.

In case the original documents are not in English, the English translation shall be prepared and certified true and correct translation by the Shareholder or the authorized person of juristic person.

Note:

The Proxy Form must be affixed with Baht 20 stamp duty, crossed, and the date on which such proxy is made, specified.

Voting Criteria

General Agenda

1. Voting in each agenda item shall be made openly by counting one (1) share for one (1) vote. Shareholders or proxy shall make their votes in one particular voting category only, i.e. approval, disapproval or abstention. The splitting of votes is not allowed (except in the case of custodian).
2. In case of proxy:
 - 2.1 The proxy shall cast a vote only as specified in the Proxy Form given by the shareholder. Any non-compliance vote, which is not in accordance with the Proxy Form, shall be deemed invalid and shall not constitute as the vote of the shareholder.
 - 2.2 In case the shareholder does not specify the instruction on the Proxy on each agenda item, or the instruction is unclear, or the Meeting considers or resolves any agenda item

other than that specified in the Proxy Form, or there is any amendment or increment of facts, the proxy shall be authorized to consider and cast a vote on such matter as it deems appropriate.

Agenda on Election of Directors

According to Article 18 of the Company's Articles of Association, the shareholders or the proxy shall be entitled to cast one (1) vote for each share held, and the procedures for the election of directors shall be as follows:

1. Each shareholder may exercise all the votes to elect one or several persons as director(s). In case of election of several persons as the directors, the votes shall not be distributed to any person unequally.
2. The appointment of the directors shall be made to persons receiving the highest votes, respectively, according to the number of directors to be appointed at the Meeting. In the event of an equality of the votes, which would result in an excess of the number of directors to be appointed at the Meeting, the chairman of the Meeting shall have a casting vote.

Voting Procedures for Each Agenda Item

The Chairman shall inform the Meeting details of voting in accordance with the following procedures:

1. The Chairman shall propose the Meeting to vote in each agenda item and ask the Meeting whether there is any shareholder who disapproves with or abstains from the vote.
2. In the case Physical Meeting, where Shareholders or Proxies vote for disapproval or abstention, shareholders or proxy shall raise their hands (except for secret voting). The remaining shareholders shall be deemed voting without raising of their hands. Shareholders or proxy shall make their votes in one particular voting category only (except for the vote of custodian, where allocation of the votes is allowed as specified in the Proxy Form).
3. In the case of electronic meeting (E-AGM), voting can be made through the system prepared by the Company and sent to you in advance via electronic media through which you attend the meeting. You can vote "Agree", "Disagree" or "Abstain". If you wish to vote "Disagree" or "Abstain", please go to the voting window to cast your vote within the specified time. The staff will collect all votes from the system and calculate the results.

Resolution of the Meeting shall consist of the votes as follows:

- For General agenda items, the resolution shall be passed by a simple majority of votes of the shareholders present at the meeting and casting their votes (excluding abstentions).
- For other agenda items, which the law or the Company's Articles of Association have stipulated otherwise, the resolution shall conform to such law or the Company's Articles of Association, whereby the Chairman shall inform the Meeting before voting in each agenda item.
 1. In the event of an equality of the votes, the Chairman of the Meeting shall have a casting vote.
 2. A shareholder who has any special interest in any resolution, except for voting on the election of Directors, is not allowed to vote for such resolution. A shareholder having special interest in the resolution or proxy of such shareholder may be invited by the Chairman to temporarily leave the Meeting.
 3. A secret voting may be made upon request of at least five (5) shareholders and if the Meeting resolves accordingly. The Chairman shall inform the Meeting of the method for such secret voting before voting in the agenda item.

Counting and Announcement of the Votes

Prior to each agenda item, the Chairman shall inform the method of vote counting to the Meeting. The counting of votes for each agenda item shall be made from the voting of shareholders or proxies present at the Meeting with the rights to vote. The Chairman would request shareholders or proxies who wish to disapprove with or abstain from voting on each agenda item to indicate their votes by raising their hands and marking on the ballots. The total votes cast in disapprove or abstention, as well as the invalid ballots (if any), shall be deducted from the total number of votes of the shareholders attending

the Meeting for each agenda item. The remaining votes shall deem be counted as approval votes. The voting result of every agenda item shall be informed to the Meeting before the Meeting is adjourned.

A voting ballot is considered invalid when shareholders or proxies do not clearly express their intention on the ballots, such as where there are more than one (1) marked box on the ballots, or there are split votes (except for the case of custodian), or there is no countersign on the ballots where changes of votes are made.

Regulations for attending the shareholders' meeting via electronic media (E-AGM)

Shareholders or proxies who wish to attend the meeting via electronic media (E-AGM) must submit the specified documents for identification to the Company within **April 17, 2024**. After the verification of the list of shareholders who are entitled to attend the meeting, the electronic meeting organizer will send a link of the meeting and the user manual to the email provided to the Company. The Company will send the link via email 2 days prior to the meeting date.

Requesting to attend the meeting via electronic media

Shareholders who wish to attend the meeting via electronic media shall notify their intention to attend the meeting. The notification can be made in 2 ways as follows:

1. Submitting the notification to attend the meeting via electronic media (E-AGM) via email or by post.
 - 1) Fill out the notification to attend the meeting via electronic media (E-AGM) by clearly indicating email and contact number to be used for registration for attending the meeting.
 - 2) Attach a copy of identification documents to affirm the right to attend the E-AGM.
 - 3) Submit the documents requesting to attend the meeting via electronic media and proof of identity together with supporting documents by sending such to the Company within **April 17, 2024**.
 - Email channel: **assistant@sunsweetthai.com or wanyarat@sunsweetthai.com**
 - Postal channels: **Sunsweet Public Company Limited
Company Secretary
No. 9 Moo 1, Toongsatok Sub-district, Sanpatong District,
Chiang Mai Province 50120
Telephone 053-106538 Ext.20 or 081-7836201**
2. Submitting the notification to attend the meeting via electronic media (E-AGM) via web browser or QR Code.
 - 1) Submitting the notification to attend the meeting via web browser: Chrome via the following channels:

Scan QR Code	Link
	https://sun.thekoble.com/agm/emeeting/index/1

- 2) Fill in the information of shareholders:
 - 2.1 Account number of securities holder
 - 2.2 Name (no need to specify the title)
 - 2.3 Last Name
 - 2.4 ID card number
 - 2.5 Accept the terms and give consent for accessing personal information
 - 2.6 Press "Confirm"

3) Check the name of the shareholder and the number of shares. If correct, please fill in shareholder information.

3.1 Name - Surname (in English)

3.2 Email for receiving the link to attend the meeting

3.3 Mobile phone number

3.4 Select attendance type:

i. Attend the meeting in person via E-AGM

ii. Authorize a natural person as a proxy to attend the meeting via E-AGM

iii. Authorize a proxy to an independent director

3.5 Press "Next"

Shareholders attending the meeting in person

Take photos of shareholders

1) Press "Allow" to allow the website to access the camera.

2) Take a photo of the entire ID card:

- Press "Take a photo"
- Press "Save"
- If you wish to retake a photo, please press the "Retry" button.

3) Take a picture of the shareholder holding the ID card:

- Press "Take a photo"
- Press "Save"
- If you wish to retake a photo, please press the "Retry" button.

4) Press "Next"

5) The system will display a message "Information received successfully". Please re-check the name, surname, and number of shares

6) Press "Finish"

Authorize a natural person as a proxy to attend the meeting via E-AGM

1) Take photos of shareholders (the same as shareholders attending the meeting in person)

2) Fill out proxy's information and attach supporting documents as follows:

- Name – surname of proxy (in Thai)
- Name – surname of proxy (in English)
- Attach copies of identification documents of proxy
- Attach a completed and signed proxy form

3) Press "Next"

4) The system will display a message "Information received successfully". Please re-check the name, surname, and number of shares

5) Press "Finish"

In the case of appointing a proxy to an independent director

- 1) Take photos of shareholders (the same as shareholders attending the meeting in person)
- 2) Attach a completed and signed proxy form
- 3) Press "Next"
- 4) The system will display a message "Information received successfully". Please re-check the name, surname, and number of shares
- 5) Press "Finish"

Remark: The system for receiving the notification to attend the meeting will be open from **March 25, 2024** to **April 17, 2024** (The system is not open on Saturday, Sunday, and public holidays).

Electronic Meeting Attendance (E-AGM)

1. Once the shareholders or proxies submitting notification to attend the meeting are fully verified, the meeting organizer will send an email of a link for attending the meeting and a user manual 2 days before the meeting date. In this regard, please study the E-AGM meeting system manual. If the email is not received by **April 19, 2024**, please contact the Company immediately.

2. Meeting attendance and voting via electronic media can be done via computers/notebooks/tablets and mobile phones via web browser: Chrome, with 4G internet speed or basic home internet.

Remark: For attendance of meeting via tablet and mobile phone, Zoom Cloud Meeting program shall be installed before attending the meeting. Such can be downloaded via the following channels:

iOS	Android
	
https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307	https://play.google.com/store/apps/details?id=us.zoom.videomeetings

3. The system will open 60 minutes before the time of the meeting. However, the live broadcast will start at the time of the meeting.

4. To log in, attendees must use the shareholder registration number and the shareholder's ID card number.

5. The voting through the E-Voting system for each agenda item will only allow votes for approve, disapprove, or abstain. If no vote is made for any agenda item, the system will deem such as approve immediately (using the vote-counting method by leaning towards approve).

6. If attendees have any issue or problem in using the E-AGM system, please contact OJ International Co., Ltd. via the phone number specified in the system's user manual email which was sent.

Appointing an independent director as a proxy:

If shareholders who cannot attend the E-AGM in person or cannot appoint other proxies to attend the E-AGM wish to appoint an independent director as a proxy, please submit a proxy form (Attachment 11) specifying the independent director as specified by the Company as a proxy along with supporting documents by **April 17, 2024**.

Remark: If the shareholder has specified its vote in each agenda item, the independent director will cast its vote as specified in the proxy form. The vote in each agenda item can only be made as approve, disapprove, or abstain and cannot be divided (unless it is a vote of Custodian).

Shareholder who is a foreign investor and appoints a custodian in Thailand to be a stock depository and keeper

Please submit the following information:

1. The Proxy Form C (attached with the invitation letter) completely filled in with all information signed by the grantor and the proxy with a 20-Baht duty stamp affixed
2. Corporate Certificate of Custodian with a signature certifying true copy by the authorized signatory of the Custodian or the attorney with the corporate seal affixed (if any)
3. A power of attorney from the shareholders authorizing the Custodian to sign the proxy form
4. A letter confirming that the person signing the proxy form is licensed to operate a custodian business
5. Copy of ID card or a copy of government official ID card or copy of passport (for foreigner) of the proxy with a signature certifying true copy
6. Submit the documents to the Company

Submission of suggestions or questions related to business, industry, performance of the company, or related to any agenda item which will be considered at the E-AGM

Submission of suggestions or questions can be done in two ways as follows:

1. Submission of suggestions or questions to the Company **in advance** before the meeting date through the following channels:

- Email: **assistant@sunsweetthai.com or wanyarat@sunsweetthai.com**
- Telephone: 053-106538 Ext.20 or 081-7836201
- Postal channels: Sunsweet Public Company Limited
Company Secretary
No. 9 Moo 1, Toongsatok Sub-district, Sanpatong District, Chiang Mai Province 50120

2. Submission of suggestions or questions **during the meeting** by E-AGM attendees. The attendee shall specify his/her first and last name and notify whether he/she is a shareholder attending the meeting in person or by proxy. The Company will open the following channels for submitting suggestions and questions during the meeting before each submission of suggestion or question is made:

- Live chat
- Audio chat, where attendees press the raised hand button and turn on the microphone on their device after the operator sends an invitation to chat. Please turn off the microphone after the conversation is finished (for more details, please refer to the user manual email sent to the attendees).

In this regard, if shareholders have questions about the meeting, please contact the following:

1. Regarding the submission of identification documents to attend the shareholders' meeting via E-AGM, please contact the Company Secretary for further information via the Company's contact channels as detailed above.
2. Regarding the process of attending the meeting and voting via E-AGM, after the completion of identity verification, please contact OJ International Co., Ltd. via the phone number specified in the system's user manual email sent to attendees.

Acceptance form for attending the shareholders' meeting via E-AGM

Date..... Month..... Year.....

(1) I/We,..... Identification Card/Passport number.....

Nationality.....Residing at No..... Road..... Sub-District.....

District..... Province..... Postal
Code.....

(2) Being a shareholder of Sunsweet Public Company Limited

Holding the total amount of..... shares

I would like to participate in the E-Meeting for The Annual General Meeting of Shareholders of 2024

☐ **Self-Attending**

☐ **Proxy to (Mr./Mrs./Miss)** attend the meeting.

(3) Please send the link of the meeting to the below email

E-Mail.....(Please fil in the blank.)

Mobile Number.....(Please fil in the blank.)

(4) Please submit the supporting documents by **April 17, 2024**.

(5) Once you are verified, the company will send the link of the meeting to your email.

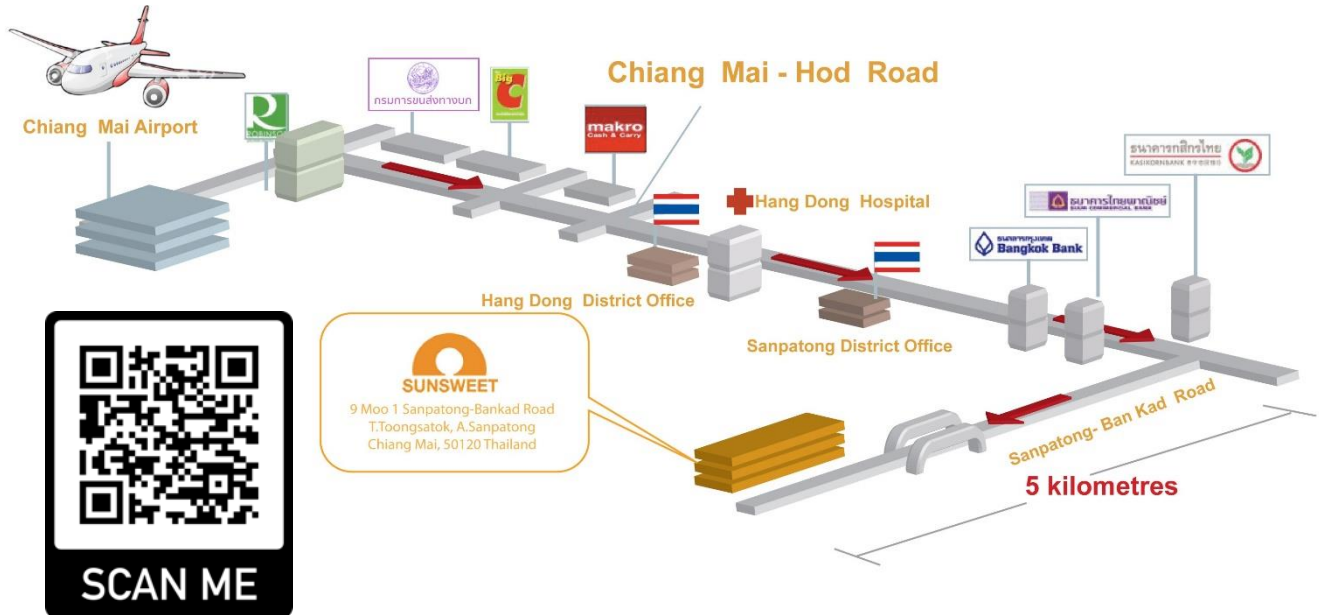
(6) Please prepare your Account Number and your Identification Card Number for logging in to the meeting.

Signed..... Shareholder

(.....)

SUNSWEET PUBLIC COMPANY LIMITED MAP

9 Moo.1 Toongsatok, Sanpatong, Chiang Mai



PROXY Form A.

(General Form)

Stamp Duty
20 Baht

Reference: Notification of Department of Business Development regarding Proxy Form (no. 5 B.E. 2550)

Written at.....

Date..... Month..... Year.....

(1) I / We.....Nationality

Residing at no.....Road..... Sub-District.....

District.....Province.....Postcode.....

(2) Being a shareholder of **Sunsweet Public Company Limited**, holding total amount of.....shares.

And having voting rights equivalent to.....vote(s), the details of which are as follows:

Ordinary share.....share(s), having voting rights equivalent to.....vote(s)

Preferred share.....share(s), having voting rights equivalent to.....vote(s)

(3) Hereby authorize

(1) Age.....Residing at No.....

Road.....Sub-District.....District.....

ProvincePostcode..... Or

(2) Age.....Residing at No.....

Road.....Sub-District.....District.....

ProvincePostcode..... Or

(3) Age.....Residing at No.....

Road.....Sub-District.....District.....

ProvincePostcode.....

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the General Meeting of Shareholders for year 2024, which will be held on April 22, 2024 at 13.00 hrs. in the form of a hybrid meeting at Sunsweet Public Company Limited, No. 9 Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province or at any adjournment at any date, time and place thereof.

Any act performed by the proxy holder at the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

Signed Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Remarks

The shareholder shall appoint only one proxy holder to attend the meeting and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.

Stamp Duty
20 Baht

PROXY Form B.

(Proxy Form containing specific details)

Reference: Notification of Department of Business Development regarding Proxy Form (no. 5 B.E. 2550)

Written at.....

Date..... Month.....Year.....

(1) I / We.....Nationality
Residing at no.....Road..... Sub-District.....
District.....Province.....Postcode.....

(2) Being a shareholder of **Sunsweet Public Company Limited**, holding total amount of.....shares.
And having voting rights equivalent to.....vote(s), the details of which are as follows:
Ordinary share.....share(s), having voting rights equivalent to.....vote(s)
Preferred share.....share(s), having voting rights equivalent to.....vote(s)

(3) Hereby authorize

(1)Age.....Residing at No.....
Road.....Sub-District.....District.....
ProvincePostcode..... Or

(2)Age.....Residing at No.....
Road.....Sub-District.....District.....
ProvincePostcode..... Or

(3)Age.....Residing at No.....
Road.....Sub-District.....District.....
ProvincePostcode.....

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the General Meeting of Shareholders for year 2024, which will be held on April 22, 2024, at 13.00 hrs. in the form of a hybrid meeting at Sunsweet Public Company Limited, No. 9 Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province or at any adjournment at any date, time and place thereof.

(4) I/We hereby authorize the proxy holder to vote on my behalf at this meeting as follows:

☐ **Agenda 1: Matters to be informed by the Chairman**

(This agenda was for acknowledgment only. Thus, voting was not required.)

☐ **Agenda 2: To adopt the Minutes of Annual General Meeting of Shareholders of 2023**

☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (B) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve☐ Disapprove☐ Abstain

☐ **Agenda 3: To acknowledge the Company's operating performance for 2023**

(This agenda was for acknowledgment only. Thus, voting was not required.)

☐ **Agenda 4: To approve the audited financial statements for the fiscal year ended December 31, 2023**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 5: To approve the dividend payments for the Company's operating performance of 2023**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 6: To approve the decrease in the Company's registered capital in the amount of Baht 1,287.50 from the existing registered capital of Baht 322,500,000 to the new registered capital of Baht 322,498,712.50 by cancelling the unissued shares remaining from the stock dividend distribution in the number of 2,575 shares, at the par value of Baht 0.50 and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital decrease and cancellation of the unissued shares.**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 7: To approve the increase in the Company's registered capital in the amount of Baht 64,499,742.50 from the existing registered capital of Baht 322,498,712.50 to the new registered capital of Baht 386,998,455 by issuing 128,999,485 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital increase.**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 8: To approve the allocation of the newly-issued ordinary shares of not exceeding 128,999,485 shares to accommodate the stock dividend payment**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 9: To approve appointment of the external auditor and determination of the audit fee for 2024**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 10: To appoint directors to replace those due to complete their terms.**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Vote for all the nominated candidates as a whole.
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Vote for an individual nominee
- 10.1 Miss Morakot Kittikhunchai
- ☐ Approve ☐ Disapprove ☐ Abstain
- 10.2 Mrs. Jiraporn Kittikhunchai
- ☐ Approve ☐ Disapprove ☐ Abstain
- 10.3 Mrs. Suraporn Prasatngamloet
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 11: To approve remuneration of the directors for 2024**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ **Agenda 12: Other matters (if any)**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

(5) Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) In case I/We have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

Any business carried by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be seemed as having been carried out by myself/ourselves in all respects.

Signed	Grantor
	(.....)	
Signed	Proxy
	(.....)	
Signed	Proxy
	(.....)	
Signed	Proxy
	(.....)	

Remarks

- a. The shareholder shall appoint only one proxy holder to attend the meeting and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.
- b. In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
- c. In case that there any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to Proxy Form B.

Annex attached to the Proxy Form B.

The appointment of proxy by the shareholder of **Sunsweet Public Company Limited**

In the General Meeting of Shareholders for year 2024, which will be held on April 22, 2024 at 13.00 hrs. in the form of a hybrid meeting at Sunsweet Public Company Limited, No. 9 Moo 1, Toongsatok Sub-district, Sanpatong District, Chiang Mai Province, or on any date and at any postponement thereof.

- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ AgendaRe: Election of directors (Continued)

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

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Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Stamp Duty
20 Baht

PROXY Form C.

(For foreign shareholders who have Custodian in Thailand only)

Reference: Notification of Department of Business Development regarding Proxy Form (no. 5 B.E. 2550)

Written at.....

Date..... Month..... Year.....

(1) I / We.....Nationality
Residing at no.....Road..... Sub-District.....
District.....Province.....Postcode.....
Acting as the Custodian for.....
Being a shareholder of **Sunsweet Public Company Limited**, holding total amount of.....share(s)
And having voting rights equivalent to.....vote(s), the details of which are as follows:
Ordinary share.....share(s), having voting rights equivalent to.....vote(s)
Preferred share.....share(s), having voting rights equivalent to.....vote(s)

(2) Hereby authorize

(1) Age.....Residing at No.....
Road.....Sub-District.....District.....
ProvincePostcode..... OR
(2) Age.....Residing at No.....
Road.....Sub-District.....District.....
ProvincePostcode..... OR
(3) Age.....Residing at No.....
Road.....Sub-District.....District.....
ProvincePostcode.....

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the General Meeting of Shareholders for year 2024, which will be held on April 22, 2024 at 13.00 hrs. in the form of a hybrid meeting at Sunsweet Public Company Limited, No. 9 Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province or at any adjournment at any date, time and place thereof.

(3) I/We hereby authorize the proxy holder to attend the meeting and vote on my/our behalf as follows:

☐ Grant proxy the total amount of shares holding and entitled to vote.

☐ AgendaRe:

☐ Ordinary share.....share(s), having voting rights equivalent to.....vote(s)

☐ Preferred share.....share(s), having voting rights equivalent to.....vote(s)

Total voting rights..... vote(s)

(4) I/We hereby authorize the proxy holder to vote on my behalf at this meeting as follows:

☐ **Agenda 1: Matters to be informed by the Chairman**

(This agenda was for acknowledgment only. Thus, voting was not required.)

☐ **Agenda 2: To adopt the Minutes of Annual General Meeting of Shareholders of 2023**

☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (B) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

☐ **Agenda 3: To acknowledge the Company's operating performance of 2023**

(This agenda was for acknowledgment only. Thus, voting was not required.)

☐ **Agenda 4: To approve the audited financial statements for the fiscal year ended December 31,2023.**

☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (B) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

☐ **Agenda 5: To approve the dividend payments for the Company's operating performance of 2023**

☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (B) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

☐ **Agenda 6: To approve the decrease in the Company's registered capital in the amount of Baht 1,287.50 from the existing registered capital of Baht 322,500,000 to the new registered capital of Baht 322,498,712.50 by cancelling the unissued shares remaining from the stock dividend distribution in the number of 2,575 shares, at the par value of Baht 0.50 and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital decrease and cancellation of the unissued shares.**

☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

☐ (B) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve

☐ Disapprove

☐ Abstain

☐ **Agenda 7: To approve the increase in the Company's registered capital in the amount of Baht 64,499,742.50 from the existing registered capital of Baht 322,498,712.50 to the new registered capital of Baht 386,998,455 by issuing 128,999,485 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment and the amendment to Clause 4 of the Company's Memorandum of Association to be in line with the capital increase.**

- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ **Agenda 8: To approve the allocation of the newly-issued ordinary shares of not exceeding 128,999,485 shares to accommodate the stock dividend payment**
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ **Agenda 9: To approve appointment of the external auditor and determination of the audit fee for 2024**
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ **Agenda 10: To appoint directors to replace those due to complete their terms.**
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Vote for all the nominated candidates as a whole.
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Vote for an individual nominee
- 10.1 Miss Morakot Kittikhunchai
- ☐ Approve ☐ Disapprove ☐ Abstain
- 10.2 Mrs. Jiraporn Kittikhunchai
- ☐ Approve ☐ Disapprove ☐ Abstain
- 10.3 Mrs. Suraporn Prasatngamloet
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ **Agenda 11: To approve remuneration of the directors for 2024**
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ **Agenda 12: Other matters (if any)**
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:

☐ Approve☐ Disapprove☐ Abstain

(5) Voting of the proxy holder in any agenda that is not specified in this proxy shall be considered as invalid and not my/our voting as a shareholder.

(6) In case I/We have not declared a voting intention in any agenda or my/our determination is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment, modification or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

Any business carried by the proxy holder in the said meeting, except the proxy holder does not vote as I/we specify in the proxy form, shall be seemed as having been carried out by myself/ourselves in all respects.

Signed Grantor
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Signed Proxy
(.....)

Remarks

1. This Proxy Form C. shall be applicable only for the Shareholders listed in the share register book as the foreign investors and appointed a custodian in Thailand to be responsible for safeguarding shares only.
2. Documents and evidences to be enclosed with the proxy form are:
 - (1) Power of attorney form the shareholder authorizes a Custodian to sign the Proxy Form on behalf of the shareholder.
 - (2) Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.
3. A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.
4. In agenda regarding the election of directors, the ballot can be either for all the nominated candidates as a whole or for an individual nominee.
5. In case that there any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex attached to Proxy Form C.

Annex attached to the Proxy Form C.

The appointment of proxy by the shareholder of **Sunsweet Public Company Limited**

In the General Meeting of Shareholders for year 2024, which will be held on April 22, 2024 at 13.00 hrs. in the form of a hybrid meeting at Sunsweet Public Company Limited, No. 9 Moo 1, Toongsatok Sub-district, Sanpatong District, Chiang Mai Province, or on any date and at any postponement thereof.

- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain
- ☐ AgendaRe:.....
- ☐ (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (B) The Proxy holder shall vote in accordance with my wish as follows:
- ☐ Approve ☐ Disapprove ☐ Abstain

☐ AgendaRe: Election of directors (Continued)

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

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Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

Director's name.....

☐ Approve ☐ Disapprove ☐ Abstain

2023 Annual Report Requisition Form

Attention: Company Secretary, Sunsweet Public Company Limited (“SUN”)

Request for printed copy of... Please mark √ in ()

1. The printed documents requested:

() Annual Report for the year 2023 (One Report)

2. Please inform your address for the delivery of documents .:

() The Company sends the documents to the same address as above-mentioned.

() The Company sends the documents to the address below:

I, Nationality.....

Address,
.....

Remarks: After completion of the information above, please return this form to company:

- By fax 053-106541 or

- By e-mail assistant@sunsweetthai.com

Should you have any query or suggestion, please contact

- Ms. Wanyarat Chaichana Tel +66-5310-6538 #20

Should you wish to receive the 2023 Annual Report before the date of the
Shareholders’ Meeting, please submit the completed requisition form to the Company Secretary

by April 10, 2024

Question Form for 2024 Annual General Meeting of Shareholders

Sunsweet Public Company Limited
Monday, April 22, 2024 at 13.00 hours

I/We, (Name-Surname/Company Name/Fund Name).....

Please indicate with \checkmark in the blank ()

() being a shareholder of the Sunsweet Public Company Limited

() being a proxy of..... who is a shareholder of the Sunsweet Public
Company Limited

wish to submit question(s) relating to the agenda item(s) for the 2024 Annual General Meeting of Shareholders as follows:

This image shows a full page of white paper with horizontal dotted lines, typical of primary school writing paper. The lines are evenly spaced and run across the entire width of the page. There are no margins, text, or other markings present.

Remarks: Please send the completed form to Company **by April 19, 2024**

- E-mail: assistant@sunsweetthai.com

Should you have any query or suggestion, please contact:

Mrs.Wanyarat Chaichana Tel: +6653-106538 #20