



Invitation to Annual General Meeting of Shareholders of 2021

Sunsweet Public Company Limited

Tuesday, April 20, 2021 at 13.00 hrs.

at Sunsweet Public Company Limited



SUNSWEET PUBLIC COMPANY LIMITED

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

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(Translation)

No. MT64-001

March 29, 2021

Subject: Invitation to Annual General Meeting of Shareholders of 2021

Attention: Shareholders

Attachments:

1. Copy of Minutes of Annual General Meeting of Shareholders of 2020
2. Annual Report of 2020 (One Report) and the Company's Financial Statements for the Fiscal Year ended December 31, 2020 (QR Code)
3. Capital increase report form (F53-4)
4. Profiles of directors retiring by rotation and to be nominated for re-election as Company's directors for another term
5. Clarification of document for registration, appointment of proxy, voting method, and counting of votes
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. Proxy; Form A., Form B. and Form C.
9. Map to meeting venue.
10. 2020 Annual Report Requisition Form
11. Question Form for the Annual General Meeting of Shareholders of 2021
12. Measures and Guidelines for the Meeting Attendees of the Annual General Meeting of Shareholders of 2021 to Prevent the Outbreak of Coronavirus Disease (COVID-19)

The Board of Directors of Sunsweet Public Company Limited ("Company") resolved to convene the Annual General Meeting of Shareholders of 2021 on Tuesday, April 20, 2021 at 13.00 hrs. at Sunsweet Public Company Limited, No. 9 Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province, to consider the following agenda items.

Agenda 1 Matters to be informed by the Chairman

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

Board of Directors' Opinion: To communicate with the shareholders on issues of major importance for which the shareholders should be informed.

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

Agenda 2 To adopt the Minutes of Annual General Meeting of Shareholders of 2020

Facts and Rationale: The Company held the Annual General Meeting of Shareholders of 2020 on June 22, 2020, 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 Minutes of Annual General Meeting of Shareholders of 2020 are as shown in **Attachment 1.**

Board of Directors' Opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to approve the Minutes of the Annual General Meeting of Shareholders of 2020.

Resolution: This agenda required a majority vote of shareholders who attended the Meeting and cast their votes. (Excluding abstentions)

Agenda 3 To acknowledge the Company's operating performance for 2020

Facts and Rationale: The Company summarized the Company's operating performance in the fiscal year 2020, details of which were delivered to and published by the Stock Exchange of Thailand and also published in the Company's Annual Report of 2020. Details of the operating performance are as shown in **Attachment 2.**

Board of Directors' Opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to acknowledge the Company's operating performance for 2020 and submit the Company's operating performance for 2020 for the acknowledgement of the Annual General Meeting of Shareholders.

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

Agenda 4 To approve the audited financial statements for the fiscal year 2020 ended December 31, 2020

Facts and Rationale: In compliance with the Public Companies Limited Act B.E.2535 and Articles 54 of the Company's Articles of Association stipulating that the Company shall arrange for preparation of the statement of financial position (balance sheet) and income statement at the end of the Company's fiscal year, and have the same audited by the external auditor before submitting the same to the meeting of shareholders for approval. Details of the financial statements for the fiscal year ended December 31, 2020 are as shown in **the Company's Annual Report of 2020 in Attachment 2.**

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to approve the financial statements for the fiscal year 2020 ended December 31, 2020, which were audited by the external auditor and approved by the Audit Committee and the Board of Directors.

Resolution: This agenda required a majority vote of shareholders who attended the Meeting and cast their votes. (Excluding abstentions)

Agenda 5 To approve the allocation of net profit of 2020 as legal reserve and the dividend payments for the Company's operating performance of 2020

Facts and Rationale: 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 is required to allocate not less than five (5) percent of the annual net profit as legal reserve, less the accumulated losses carried forward (if any), until the legal reserve reaches the amount not less than ten (10) percent of the registered capital and in compliance with the Public Companies Limited Act B.E. 2535, Section 115 and Article 49 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 2020, the Company gained net profit, in accordance with the Company's separate financial statements, in the amount of 192.78 Million Baht. The Company deemed appropriate to allocate the net profit as legal reserve in the amount of 10 Million Baht, equivalent to 5.19 percent of the net profit of 2020 from the separate financial statements, which is in accordance with the law and the Company's Articles of Association.

Comparison of the rate of the dividend payment for the year 2018-2020

Dividend Details (Million Baht)	2018	2019	2020
1. Net Profit (Separate financial statements)	56.66	(42.16)	192.78
2. Legal reserve	2.90	-	10.00
3. Net Profit (After deduction of legal reserve)	53.76	(42.16)	182.78
Total Dividend Payment	43.00	-	150.50
Dividend Payout Ratio (%) (After deduction of legal reserve)	79.98	-	82.34

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to approve the allocation of net profit of 2020 as follows:

- 1) To appropriate as legal reserve in the amount of Baht 10,000,000 (Ten Million Baht), amounting to 5.19 percent of the net profit of 2020 from separate financial statements in accordance with the law. This resulted in the Company's accumulated retained earnings appropriated as the legal reserve in the amount of Baht 21,400,000 (Twenty-One Million Four Hundred Thousand Baht), equivalent to 9.95 percent of the registered capital.
- 2) To pay dividend from the Company's operating performance from the separate financial statements for the fiscal year ended December 31, 2020 at the rate of Baht 0.35 per share, totaling Baht 150,500,000 (One Hundred and Fifty Million Five Hundred Thousand Baht), equivalent to 82.34 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, 2020 to June 30, 2020 at the rate of Baht 0.05 per share, totaling Baht 21,500,000 (Twenty-One Million Five Hundred Thousand Baht) on September 3, 2020.

The annual dividend proposed this time at the rate of Baht 0.30 per share, totaling Baht 129,000,000 (One Hundred and Twenty Nine Million Baht), would be paid in form of stock dividend and cash dividend as follows:

- 2.1) To pay dividend in the form of the newly-issued ordinary shares of the Company in the amount not exceeding 215,000,000 shares at the par value of Baht 0.50 to the Company's shareholders at the ratio of 2 existing ordinary shares to 1 stock dividend, totaling a value not exceeding Baht 107,500,000 (One Hundred and Seven Million Five Hundred Thousand Baht), equivalent to the dividend payment at the rate of Baht 0.25 per share. In case there are fractions of shares remaining after the calculation of the stock dividend payment, the dividend payment for such fractional share shall be made in cash instead of a stock dividend at the rate of Baht 0.25 per share.
- 2.2) To pay dividend by cash at the rate of Baht 0.05 per share in the amount of Baht 21,500,000 (Twenty-One Million Five Hundred Thousand Baht).

The details of the aforementioned dividend payments at the rate of Baht 0.30 are as follows:

- The dividend payment at the rate of Baht 0.22 would be paid from the tax-exempted profit due to privileges received from the BOI. Thus, the individual shareholders would not be subject to the withholding tax nor entitled to the tax credit.
- The dividend payment at the rate of Baht 0.08 would be paid from the profit that is not tax-exempted profit due to privileges received from the BOI (Non-BOI).

The date of determination of the list of shareholders entitled to the dividends, the Record Date, would be on April 28, 2021, and the dividend payment would be made on May 14, 2021.

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

Resolution: This agenda required a majority vote of shareholders who attended the Meeting and cast their votes. (Excluding abstentions)

Agenda 6 To approve the increase in the Company's registered capital in the amount of Baht 107,500,000 from the existing registered capital of Baht 215,000,000 to the new registered capital of Baht 322,500,000 by issuing 215,000,000 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment

Facts and Rationale: To support the dividend payment of the Company, the Board of Directors' Meeting No. 2/2021 considered and deemed appropriate to increase the company's registered capital in an amount of 107,500,000 Baht from the existing registered capital of Baht 215,000,000 to the new registered capital of Baht 322,500,000, divided into 645,000,000 shares by issuing 215,000,000 newly-issued ordinary shares at the par value of Baht 0.50, with the purpose of the capital increase as appears in the Capital Increase Report Form (F53-4) in **Attachment 3**.

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to approve the increase in the Company's registered capital in the amount of Baht 107,500,000 from the existing registered capital of Baht 215,000,000 to the new registered capital of Baht 322,500,000, divided into 645,000,000 shares by issuing 215,000,000 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment.

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

Agenda 7 To approve the amendment to Clause 4. of the Company's Memorandum of Association to be in line with the capital increase

Facts and Rationale: In order to be in line with the increase of the Company's registered capital as proposed in Agenda 6, propose the Annual General Meeting of Shareholders of 2021 to consider and approve the amendment to Clause 4. of the Company's Memorandum of Association.

Board of Directors' opinion: The Board of Directors deemed appropriate to propose the Annual General Meeting of Shareholders to approve the amendment to Clause 4 of the Company's Memorandum of Association as follows:

Clause 4	Registered capital	322,500,000	Baht	(Three Hundred and Twenty -Two Million Five Hundred Thousand Baht)
	Divided into	645,000,000	shares	(Six Hundred and Forty-Five Million shares)
	Value per share	0.50	Baht	(Fifty Satang)
	Categorized into:			
	Ordinary shares	645,000,000	shares	(Six Hundred and Forty-Five Million shares)
	Preference shares	-	shares	(-)

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

Agenda 8 To approve the allocation of the newly-issued ordinary shares not exceeding 215,000,000 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 2021 to consider and approve the allocation of the newly issued ordinary shares not exceeding 215,000,000 shares at the par value of Baht 0.50 to the Company's shareholders.

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to approve the allocation of the newly-issued ordinary shares not exceeding 215,000,000 shares at the par value of Baht 0.50 to accommodate the stock dividend payment and assigned Mr. Ongart Kittikhunchai, Chief Executive Officer, the authority to determine other details relating to the allocation of such newly issued ordinary shares, including:

- 1) Determination of terms, conditions and other details relating to the allocation of the newly issued ordinary shares
- 2) Entering into negotiations, agreement and sign documents and contracts relating to the allocation of the newly issued ordinary shares.
- 3) To sign documents for permission and evidence required which are related to the allocation of the newly issued ordinary shares, including communication and submitting application for permission, documents and evidence to the government agencies or relevant agencies, and the listing of ordinary shares of the Company on the Stock Exchange of Thailand and the authority to take any other necessary and appropriate actions regarding the allocation of the newly issued ordinary shares as deemed appropriate, in accordance with the applicable laws and regulations.

Resolution: This agenda required a majority vote of shareholders who attended the Meeting and cast their votes. (Excluding abstentions)

Agenda 9 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 member of the directors must retire by rotation at the Annual General Meeting of Shareholders of 2021. There are 3 directors who are due to complete their terms as follows:

- | | |
|---------------------------------|--|
| 1) Ms. Morakot Kittikhunchai | Vice Chairman of the Board / Vice Chairman of the Executive Committee |
| 2) Mrs. Jiraporn Kittikhunchai | Director / Member of the Executive Committee / Member of the Risk Management 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 Company's website www.sunsweetthai.com during November 9, 2020 to December 31, 2020. However, upon the due date, no shareholders nominated any qualified persons for the election as directors.

As a result, the Nomination and Remuneration Committee (Exclusive of the Directors with interests on this matter) had reviewed the qualifications of the directors who would retire by rotation, and were of the opinion that these 3 directors have adequate qualifications, expertise and far-sighted vision. They also have extensive experience in various fields, fundamental skills and expertise from various professions, good morals and ethical

principles. They are qualified under the Securities and Exchange law as well as the Notifications, rules and/or regulations of the Stock Exchange of Thailand, and they had carefully performed their duties. Therefore, the Nomination and Remuneration Committee deemed appropriate to propose the Board of Directors to propose the Annual General Meeting of Shareholders to consider and approve the re-election of the retiring directors to be the Company's directors for another term, the details of which are as shown in **Attachment 4.**

Board of Directors' opinion: The Board (exclusive of those with interests on this matter) agreed with the proposal of the Nomination and Remuneration Committee and deemed appropriate to propose the Annual General Meeting of Shareholders to approve the re-election of the directors due to complete their terms in 2021 to retain their office for another term as follows:

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

Resolution: This agenda required a majority vote of shareholders who attended the Meeting and cast their votes. (Excluding abstentions) The appointment shall be made individually.

Agenda 10 To approve remuneration of directors for 2021

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 the Board of Directors to propose the Annual General Meeting of Shareholders to approve the following remuneration of the directors for 2021 as follows:

1. The remuneration of directors

Position	Meeting Allowance of 2020 (Baht / person/ time)	Meeting Allowance of 2021 (Baht / person/ time)
Board of Directors		
- Chairman of the Board	65,000	65,000
- Director	30,000	30,000
Audit Committee		
- Chairman of the Audit Committee	20,000	20,000
- Member of the Audit Committee	15,000	15,000
Nomination and Remuneration Committee		
- Chairman of the Nomination and Remuneration Committee	20,000	20,000
- Member the Nomination and Remuneration Committee	15,000	15,000
Risk Management Committee		
- Chairman of the Risk Management Committee	20,000	20,000
- Member of the Risk Management Committee	15,000	15,000

Position	Meeting Allowance of 2020 (Baht/ person/ time)	Meeting Allowance of 2021 (Baht /person/ time)
Executive Committee		
- Chairman of the Executive Committee	20,000	20,000
- Member of the Executive Committee	15,000	15,000

2. Bonus

Directors are entitled to a bonus not exceeding 2 percent of the net profit after the deduction of the legal reserve. The Nomination and Remuneration Committee will determine the appropriate amount for each round and propose such to the Board of Directors for approval.

3. Other Benefits (None)

Remark: - Directors who are involved in the management and operations of the Company and receive salaries shall not be entitled to receive the abovementioned remuneration.

- The meeting allowance of the directors for 2021 shall not exceed a total amount of Baht 3,000,000.

Remuneration policy: The Company has a remuneration policy for the Board of Directors and other Committees appropriate with the incremental responsibility by comparing the standard rate of the same industry or referring to the remuneration standard stated in the report of the Thai Institute of Directors, or on the equal basis with the previous year's remuneration. The remuneration should also match the work volume, knowledge, and ability to perform as director as required by the company. Such remuneration shall receive approval from shareholders in the Annual General Meeting of Shareholder. In addition, the remuneration for the Board of Directors and Committees should be appropriate and in proportion with the burden of the directors acting in accordance with related laws and regulations.

Board of Directors' opinion: The Board agreed with the proposal of the Nomination and Remuneration Committee, and deemed appropriate to propose the Annual General Meeting of Shareholders to approve the aforementioned remuneration of the Board of Directors for 2021.

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

Agenda 11 To approve appointment of the external auditor and determination of the audit fee for 2021

Facts and Rationale: 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 must 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 2021 from PricewaterhouseCoopers ABAS Ltd. as follows:

- 1) Mr. Vichien Khingmontri Certified Public Accountant No. 3977; or
- 2) Mr. Sa-nga Chokenitisawat Certified Public Accountant No. 11251; or
- 3) Miss Varaporn Vorathitikul Certified Public Accountant No. 4474

In addition, Mr. Vichien Khingmontri had been engaged as the Company's external auditor for 4 consecutive years consecutively as from the date the Company has been listed in The Stock of

Exchange of Thailand, i.e. from 2017 to 2020. However, Mr. Sa-nga Chokenitisawat and Miss Varaporn Vorathitikul had not been engaged as the Company's external auditors before.

In this regard, the aforesaid auditors are independent auditors with satisfactory performance and their auditing standard in accordance with the standard generally accepted. In addition, the auditors performed their duties efficiently and provided suggestions on internal control. The auditors had not provided other services to the Company, and did 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 Company determined the audit fee for 2021 at the rate of Baht 2,600,000 and acknowledged the audit fee for the Company's subsidiary for the year 2021 in the amount of Baht 200,000, which was the same rate applied in the previous year.

The Comparison of audit fee

Detail (Baht)	2020	2021
Audit Fee of Sunsweet Public Company Limited	2,600,000	2,600,000
Audit Fee of Sunsweet International Co., Ltd.	200,000	200,000
Total	2,800,000	2,800,000

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 2021 as proposed and to approve the audit fee of the Company for 2021 in the amount of Baht 2,600,000 and also acknowledge the audit fee of the Company's subsidiary for 2021 in the amount of Baht 200,000.

Resolution: This agenda required a majority vote of shareholders who attended the Meeting and cast their votes. (Excluding abstentions)

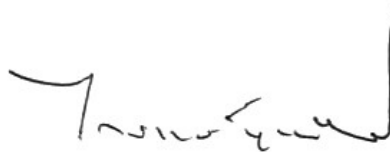
Agenda 12 Other (if any)

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 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.

Due to the outbreak of the coronavirus (COVID-19) situation, the Board of Directors' Meeting No. 2/2021 approved the authorization of Mr. Ongart Kittikhunchai, Chief Executive Officer, to change the date, time, and venue of the Annual General Meeting of Shareholders of 2021 as appropriate.

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

Yours sincerely,
Sunsweet Public Company Limited



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



(Translation)

Annual General Meeting of Shareholders of 2020

Sunsweet Public Company Limited (“Company”) convened the Annual General Meeting of Shareholders of 2020 on June 22, 2020, at 13.00 hrs. at Sunsweet Public Company Limited, No. 9, Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province.

Ms. Soontaree Mulmao, the Company Secretary, acted as the Moderator of the Meeting, welcomed shareholders and attendees of the Meeting and introduced the Directors, Executive Officers, Auditors and Legal Advisors as follows;

Directors attended the Meeting

- | | | |
|------------------|----------------|---|
| 1. Mr. Pichai | Kojamitr | Vice Chairman / Chairman of the Audit Committee/
Nomination and Remuneration Committee/ Risk Management
Committee/ Independent Director |
| 2. Ms. Morakot | Kittikhunchai | Vice Chairman/ Deputy Chief Executive Officer |
| 3. Mr. Warapong | Nandabhiwat | Chairman of the Nomination and Remuneration Committee/
Audit Committee/Independent Director |
| 4. Mr. Ongart | Kittikhunchai | Director/ Chairman of Executive Committee/Nomination and
Remuneration Committee/Chief Executive Officer |
| 5. Mrs. Jiraporn | Kittikhunchai | Director /Risk Management Committee/Deputy Chief Executive
Officer |
| 6. Mrs. Suraporn | Prasatngamloet | Director |
| 7. Mr. Anucha | Dumrongmanee | Audit Committee /Independent Director |
| 8. Mr. Chaivot | Suntivong | Director/ Chairman of Risk Management Committee |

Absent Director(s)

- | | | |
|----------------|------------|--------------------------------|
| 1. Mr. Krairit | Boonyakiat | Chairman/ Independent Director |
|----------------|------------|--------------------------------|

There were 8 directors attending the Meeting, equivalent to 89 percent of the Board of Directors. Given that Mr. Krairit Boonyakiat, the Chairman, was unable to attend the Meeting, Mr. Pichai Kojamitr, the Vice Chairman, then acted as the Chairman of the Meeting according to Clause 39 of the Company's Articles of Association.

Management attended the Meeting

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|----------------|----------------|------------------------------------|
| 1. Mr. Vira | Nopwattanakorn | Director of Accounting and Finance |
| 2. Mr. Kovit | Sitthiyos | Director of Sales and Marketing |
| 3. Mrs. Ampham | Suriyang | Director of Production |

Auditors

- | | | |
|----------------|-------------|----------------------------------|
| 1. Mr. Vichien | Khingmontri | PricewaterhouseCoopers Abas Ltd. |
| 2. Mr. Patinya | Wongwai | PricewaterhouseCoopers Abas Ltd. |

Legal Advisors

- | | | |
|------------------|--------------|--------------------------------|
| 1. Mr. Chatiporn | Baramee | Legal Advisory Council Limited |
| 2. Ms. Saranya | Sirinitikorn | Legal Advisory Council Limited |

Ms. Soontaree Mulmao, the Company Secretary, informed the Meeting that the Company 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.



The Company Secretary informed the Meeting that this meeting was postponed from April 20, 2020 due to the spread of Corona Virus (COVID-19). After the situation improved, this Meeting was held with a change of the meeting venue to the Company's office, as per information notified to the shareholders. Although most of the preventive measures for COVID-19 had been uplifted by the government, the Company continued to follow instructions regarding COVID-19 prevention, as announced by the Department of Disease Control, for the safety of shareholders and meeting attendees.

The Company requested shareholders to grant a proxy to the Company's Independent Director instead of attending the meeting in person. In case the shareholders desired to attend the meeting in person, the Company requested the shareholders for cooperation as follows:

- All meeting attendees must keep a face mask on at all times
- All meeting attendees must sit only in their designated zone and must not move to another zone throughout the Meeting.
- Any shareholders and proxies who have questions are requested to write down their questions on the slips and submit them to the staff for collection.
- Attendees must not eat any food at all time while in the Meeting

Moreover, the Company Secretary introduced Ms. Saranya Sirinitikorn of Legal Advisory Council Limited to be an inspector of vote counting and invited Ms. Sonthaya Junta, shareholders who volunteered to be the witness in the counting of the votes for transparency throughout the Meeting. In addition, the Company Secretary informed the Meeting of the procedures for voting and counting of the votes as follows:

The Procedures for Voting and Counting of the Votes

1. According to Article 40 of the Company's Articles of Association, voting in the Meeting, a shareholder shall have the number of votes equivalent to the number of shares he/she holds in the Company, whereby one share is equivalent to one vote.
2. For voting on each agenda, a shareholder who disapproved or abstains from voting would be asked to mark in the ballot and to raise his/her hand so that the Company's staff can 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 was adjourned.
3. In case that a shareholder appointed a proxy to attend and vote on its behalf, pursuant to its intention to vote as marked in the proxy form, the Company will not hand over the ballots to the proxy because the Company has 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 may not be consistent, as there could be additional shareholders and proxies entering the meeting room.
5. Approval of each agenda would be passed by majority votes of shareholders or proxies attending and voting in the Meeting, except for agenda 6, regarding remuneration of directors, where approval would be made by two-thirds majority votes of shareholders or proxies attending the Meeting. Agenda 8 regarding amendment of the Company's Articles of Association, approval would be made by three-fourths majority votes of shareholders or proxies attending the Meeting and casting their votes.
6. In case the shareholders wish to make an inquiry, the shareholders shall make such inquiry by writing on the provided papers, with complete name of the shareholder and declaring whether such shareholder attended in the Meeting in person or as a proxy, and giving such inquiry to the Company's staff.

Furthermore, the Board informed the Meeting that, to comply with the principles of good governance and equality of shareholders, the Company announced through the Stock Exchange of Thailand and in the company website from November 8, 2019 to December 31, 2019 allowing shareholders to nominate candidates to be elected as directors and to propose the 2020 Annual General Meeting of Shareholders agenda, and there was no proposal made from the shareholders. Therefore, the Company



deemed appropriate to propose to the Meeting to consider agendas as shown in the invitation to the Meeting.

Mr. Pichai Kojamitr, the Vice Chairman of the Board of Directors, presiding over the Meeting as the Chairman, welcomed shareholders and proxies and informed the Meeting that there were a total of 38 shareholders, representing 314,087,900 shares and 10 proxies, representing 370,500 shares. Thus, 48 shareholders were present at the Meeting in person and by proxy, representing a total of 314,458,400 shares, equivalent to 73.1299 percent of the total amount of the allotted shares of the Company, 430,000,000 shares, thus constituting a quorum as required by the Company's Articles of Association. The Chairman then proceeded with the Meeting according to the agendas as follows:

Agenda 1 To adopt the Minutes of the Annual General Meeting of Shareholders of 2019

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

Mr. Ongart Kittikhunchai, the Chief Executive Officer, reported to the Meeting that the Company held the Annual General Meeting of Shareholders of 2019 on April 22, 2019. 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 are as shown on page 10-22.

The Chairman requested shareholders to make any inquiry relating to this agenda prior to voting. As there were no questions or comments, the Chairman proposed that the Meeting vote to adopt the Minutes of the Annual General Meeting of Shareholders of 2019. In this regard, this agenda 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 2019 with the votes as follows:

Approved	314,508,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Remark: Before voting in this agenda, there was an additional 1 shareholder attending the Meeting. Therefore, the total number of shareholders attending the Meeting was 49 persons representing 314,508,400 shares.

Agenda 2 To acknowledge the Company's operating performance of 2019

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

Mr. Ongart Kittikhunchai, the Chief Executive Officer, reported to the Meeting that in 2019 the Company experienced effects from climate change and fluctuation of external factors, such as trade wars or Thai Baht appreciation. However, the Company operates food and agricultural business with main focus on ready-to-eat products, with food safety, which responds to market needs. Therefore, the Company continuously maintained the growth of sales. The Company and its subsidiaries' operating performance of 2019 were as follows:

- Total revenue of 2019 was Baht 1,940 Million which was an increase of Baht 102 Million or 5.5 percent compared to the same period in the previous year
- Gross Profit of 2019 was Baht 145 Million which was a decrease of Baht 123 Million or -46 percent compared to the same period in the previous year
- Net loss was Baht 42 Million which was a decrease of Baht 98 Million or -174.2 percent compared to the same period in the previous year

The factors that affected the Company's operations of 2019 were as follows:



1. An increase in revenue from manufacturing and distribution of processed sweet corn and other agricultural products was Baht 115 Million or 12.3 percent due to the increase in orders from both new and existing customers in Europe and Middle East markets. In addition, sales volumes in Thailand increased due to new products, such as ready-to-eat sweet potatoes, two-color sweetcorn, waxy corn, tiger-stripe beans etc.
2. The production costs for the year 2019 are affected by drought and the outbreak of Fall Armyworm which caused damage to Thai sweet corn industry resulting in reduction of raw materials for production. The Company also experienced a slight increase in daily-labor costs due to hiring outsource labor for flexibility in production management. These factors resulted in an increase in production costs, and a decrease of gross profits.
3. For the year 2019, selling expenses were at Baht 141 Million, which was an increase from the previous year's expenses at the amount of Baht 7 Million. The increase was equivalent to 5.3 percent from the previous year, and it was a result of an increase in transportation costs from sales growth.
4. Administrative expenses were at Baht 70 Million, which was a decrease from the previous year by Baht 5 million, which was equivalent to 7.2 percent, due to a decrease in travelling expenses, other service fees and consulting fees.
5. Financial costs were at Baht 6 Million which was an increase from the previous year by Baht 3 million, which was equivalent to 77.4 percent, due to an increase in the use of short-term loans from financial institutions for working capital.
6. Debt to equity ratio as of 31 December 2018 and 2019 was at 0.39 times and 0.58 times, respectively. The debt to equity ratio was increased from the previous year due to an increase in short-term loans from financial institutions for working capital.

Furthermore, the Company emphasized the anti-corruption policy. The Company 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 the related person or company, or the relevant government agencies either directly or indirectly except when appropriate for traditional practice or festive occasions.

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

The Chairman requested shareholders to make any inquiry relating to this agenda, and assigned the Company Secretary to inform the Meeting that this agenda was for acknowledgment only. Thus, voting was not required.

Agenda 3 To approve the financial statements of the fiscal year ended December 31, 2019, which were audited by the external auditor and approved by the Audit Committee.

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

Mr. Ongart Kittikhunchai, the Chief Executive Officer, informed the Meeting that the financial statements for the fiscal year ended December 31, 2019 were audited and certified by the external



auditor, details of which appear in the Annual Report of 2019 as shown on page 157-221. enclosed with the invitation to the Meeting. The said financial statements had been reviewed by the Audit Committee and the Board of Directors.

The Chairman requested shareholders to make any inquiry relating to this agenda prior to voting. As there were no questions or comments, the Chairman proposed that the Meeting vote to approve the audited financial statements for the fiscal year ended December 31, 2019. In this regard, this agenda required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution The meeting approved the audited financial statements for the fiscal year ended December 31, 2019, which were audited by the external auditor with the votes as follows:

Approved	314,508,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Agenda 4 To approve the omission of allocation of net profit as a legal reserve and the omission of dividend payment for the Company's operating performance of 2019

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

Mr. Ongart Kittikhunchai, the Chief Executive Officer, informed the Meeting that in the operation of the Company in the year 2019, and 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 reaches the amount not less than ten (10) percent of the registered capital.

In addition, Article 49 of the Company's Articles of Association stipulates that 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. Although the Company has a policy to pay dividends at the rate of no less than 50 percent of the net profits after deduction of income tax and appropriation of legal reserve, the Company was not entitled to allocate net profit as a legal reserve and could not pay dividend payment due to the Company's operating performance of 2019 incurring a net loss amounting to Baht 42,164,333 as per the Company's separate financial statements.

The Chairman requested shareholders to make any inquiry relating to this agenda prior to voting. As there were no questions or comments, the Chairman proposed that the Meeting vote to approve the omission of distribution of net profit of 2019 as a legal reserve and approve the omission of distribution of the net profit of 2019 as the dividend. In this regard, this agenda required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution The matter was approved by a majority vote of the shareholders who attended the Meeting and cast their votes (excluding abstentions) as follows:

Approved	314,501,300	votes,	equivalent to	99.9977 %
Disapproved	7,100	votes,	equivalent to	0.0023 %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	



Agenda 5 To appoint directors to replace those due to complete their terms

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

Mr. Ongart Kittikhunchai, the Chief Executive Officer, 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 must retire by rotation at the Annual General Meeting of Shareholders of 2020. 3 directors who are due to complete their terms are as follows:

- | | |
|-----------------------------|--|
| 1) Mr. Krairit Boonyakiat | Chairman of Board of Directors / Independent Director |
| 2) Mr. Pichai Kojamitr | Vice Chairman of Board of Directors / 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, 2019 to December 31, 2019. However, upon the due date, no shareholders nominated any qualified persons for election as directors.

For a purpose of transparency and corporate governance, the Company Secretary 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 Board of Directors (exclusive of the Directors with interests on this matter) agreed with the proposal of the Nomination and Remuneration Committee and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve re-election of the directors due to complete their terms to retain their office for another term. The Board of Directors had reviewed the qualifications of the directors who would retire by rotation, and were of an opinion that these 3 directors had full qualifications, did not possess any prohibited characteristics under laws and carefully performed their duties, the details of which are as shown in the Invitation to the Meeting on page 23-25.

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

Resolution The meeting approved the appointment of 3 directors to replace those due to complete their terms in 2020, namely 1) Mr. Krairit Boonyakiat 2) Mr. Pichai Kojamitr 3) Mr. Warapong Nandabhiwat, to retain their office for another term as proposed, with the votes as follows:

5.1 Mr. Krairit Boonyakiat

Approved	314,508,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	



5.2 Mr. Pichai Kojamitr

Approved	314,508,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

5.3 Mr. Warapong Nandabhiwat

Approved	314,508,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

The re-elected Directors came back to the meeting room after the voting on this agenda was completed.

Agenda 6 To approve the remuneration of the directors for 2020

The Chairman assigned Mr. Warapong Nandabhiwat, the Chairman of Nomination and Remuneration Committee, to report on this agenda.

Mr. Warapong Nandabhiwat, the Chairman of Nomination and Remuneration Committee, 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 are 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 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 for 2020, which was the same rate as the director's remuneration of 2019 without any other benefits as follows:

Position	Meeting Allowance of 2020
Board of Directors	
- Chairman of the Board	65,000 (Baht/ person/ time)
- Director	30,000 (Baht/ person/ time)
Audit Committee	
- Chairman of the Audit Committee	20,000 (Baht/ person/ time)
- Member of the Audit Committee	15,000 (Baht/ person/ time)
Nomination and Remuneration Committee	
- Chairman of the Nomination and Remuneration Committee	20,000 (Baht/ person/ time)
- Member of the Nomination and Remuneration Committee	15,000 (Baht/ person/ time)
Risk Management Committee	
- Chairman of the Risk Management Committee	20,000 (Baht/ person/ time)
- Member of the Risk Management Committee	15,000 (Baht/ person/ time)



Position	Meeting Allowance of 2020
Executive Committee	
- Chairman of the Executive Committee	20,000 (Baht/ person/ time)
- Member of the Executive Committee	15,000 (Baht/ person/ time)

Remark:

- Directors, involved with management and operations of the Company and receiving salaries, shall not be entitled to receive such meeting allowance.
- The meeting allowance of the directors for 2020 shall not exceed a total amount of Baht 3,000,000.

The Chairman requested shareholders to make any inquiry relating to this agenda prior to voting. As there were no questions or comments, the Chairman proposed that the Meeting vote to approve the remuneration of the directors for 2020. In this regard, this agenda would be passed by not less than two-thirds of the total votes of shareholders attending the Meeting.

Resolution The meeting approved the remuneration of the directors for 2020, as proposed, with the votes as follows:

Approved	314,504,900	votes,	equivalent to	99.9977 %
Disapproved	7,100	votes,	equivalent to	0.0023 %
Abstained	-	votes,	equivalent to	- %
Voided	-	votes,	excluded from calculation	

Remark: Before voting in this agenda, there was an additional 1 shareholder attending the Meeting. Therefore, the total number of shareholders attending the Meeting was 50 persons representing 314,512,000 shares.

Agenda 7 To approve the appointment of the external auditor and determination of the audit fee for 2020

Mr.Pichai Kojamitr, the Chairman of the Audit Committee, 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 must 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 2020, 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. In addition, Mr. Vichien Khingmontri had been engaged as the Company's external auditor for 3 years consecutively as from the Company's listing with The Stock of Exchange of Thailand, i.e. from 2017 to 2019. However, Mr. Sa-nga Chokenitisawat and Miss Varaporn Vorathitikul were not engaged as the Company's external auditors.

The Board 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 2020 from PricewaterhouseCoopers ABAS Ltd. as follows:

- | | |
|-------------------------------|---|
| 1) Mr. Vichien Khingmontri | Certified Public Accountant No. 3977; or |
| 2) Mr. Sa-nga Chokenitisawat | Certified Public Accountant No. 11251; or |
| 3) Miss Varaporn Vorathitikul | Certified Public Accountant No. 4474 |



In this regard, the Board proposed to the Annual General Meeting of Shareholders to approve the audit fee for 2020 in the amount of Baht 2,600,000, which is 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 relating thereto.

The Chairman requested shareholders to make any inquiry relating to this agenda prior to voting. As there was no inquiry from the shareholders, the Chairman proposed to the Meeting to vote to approve the appointment of the external auditors for 2020 and determination of the audit fee for 2020. In this regard, this agenda required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution The meeting approved the appointment of Mr. Vichien Khingmontri Certified Public Accountant No. 3977 or Mr. Sa-nga Chokenitisawat Certified Public Accountant No. 11251 or Miss Varaporn Vorathitikul Certified Public Accountant No. 4474 from PricewaterhouseCoopers ABAS Ltd. as the external auditors for 2020. In addition, the Meeting approved the audit fee for 2020 in the amount of Baht 2,600,000, and acknowledged the audit fee of the Company's subsidiaries in the amount of Baht 200,000, with the votes as follows:

Approved	314,512,000	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Agenda 8 To approve amendment of the Company's Articles of Association

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

Mr. Ongart Kittikhunchai, the Chief Executive Officer, reported to the Meeting that, in compliance with Royal Decree on Meeting through Electronic Media B.E. 2563 which specified that the meetings may be held through electronic media, the Company's Articles of Association shall be amended accordingly in a total of 5 clauses as follows:

To revise:

- Section 4, Clause 28
 - Section 5, Clause 34, 36, 37 and 38
- In this regard, details of the amendments were as follows:



Current Articles of Association	Proposed of Amendment of Articles of Association
<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 forum.</p> <p>Unless otherwise provided in provision of the first paragraph, in case such meeting is conducted through electronic media, all of the directors participating in the meeting shall have their presence in the Kingdom of Thailand and at least one-third (1/3) of the quorum shall physically attend the meeting at the same meeting venue. The meeting through electronic media shall be performed through the conference control system with information security measures. There shall be audio, or audio and video recording (as the case may be), of all attending directors throughout the meeting period, including the traffic data generated by such recording in the conference control system. The conference control system shall at least contain the basic functional elements according to Notification of the Ministry of Information and Communication Technology Re: Standards for Electronic Conferencing Security B.E. 2557 as well as which shall be further amended.</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 forum.</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.</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 <u>or at other 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.</u></p>



Current Articles of Association	Proposed of Amendment of Articles of Association
<p>Clause 36. In summoning a meeting of shareholders, 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 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 at least three (3) consecutive days and not less than three (3) days prior to the date of the meeting.</p>	<p>Clause 36. In summoning a meeting of shareholders, <u>regardless of attending in person or by electronic means</u>, 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 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 at least three (3) consecutive days and not less than three (3) days prior to the date of the meeting. <u>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.</u></p>
<p>Clause 37. In the meeting of shareholders, 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.</p> <p>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.</p>	<p>Clause 37. In the meeting of shareholders, <u>regardless of attending in person or by electronic means</u>, 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.</p> <p>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.</p>
Current Articles of Association	Proposed of Amendment of Articles of Association



<p>Clause 38. At a meeting of shareholders, 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> <p>(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.</p>	<p>Clause 38. At a meeting of shareholders, <u>specifically for attending in person</u>, 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> <p>(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.</p>
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The Chairman requested the Meeting to approve the amendment of the Company's Articles of Association, In this regard, this agenda required no less than three-quarters (3/4) of the total votes of the shareholders who attended the meeting and were eligible to vote.

Resolution The meeting approved the amendment of the Company's Articles of Association, as proposed, with the votes as follows:

Approved	314,512,000	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	equivalent to	- %
Voided	-	votes,	excluded from calculation	

Agenda 9 Other matters (if any)

The Chairman then invited inquiries and suggestions from shareholders. As there was no inquiry from the shareholders, the Chairman hereby expressed appreciation to all shareholders who attended the Meeting and declared the Meeting adjourned.

The Meeting adjourned at 14.00 hrs.

- Signature -

(Mr. Pichai Kojamitr)
Vice Chairman of the Board of Directors

(F 53-4)

Capital Increase Report Form
Sunsweet Public Company Limited
February 22, 2021

Sunsweet Public Company Limited (“Company”) hereby report on the resolutions of the Board of Directors’ Meeting No.2/2021, held on February 22, 2021 at 13.00 p.m., in respect of the capital increase and the allocation of newly issued shares as follows:

1. Capital reduction and capital increase

The Board of Directors’ Meeting resolved to approve the increase of the Company’s registered capital by THB 215,000,000 from the existing registered capital of THB 322,500,000 to THB 537,500,000 by issuing the Company’s 107,500,000 newly issued 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"/> Specific purpose of utilizing the proceeds	Ordinary	Up to 215,000,000	0.50	107,500,000
<input type="checkbox"/> General Mandate	-	-	-	-

2. Allocation of newly issued shares (Specific purpose of utilizing the proceeds)

2.1 Details of the allocation

Allocated to	Number of Share (Shares)	Ratio Existing : New	Sale Price (THB per Share)	Date and Time of Subscription and Share Payment
The existing shareholders	Up to 215,000,000	2:1	-	To accommodate the stock dividend payment

Remark: The Company will determine the names of the shareholders who shall be entitled to receive the stock dividends on April 28, 2021

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

In the case of any fractional shares from the calculation pursuant to the ratio as specified in Clause 2.1, the Company will pay in cash for such fraction of shares at the rate of THB 0.25 per share in lieu of the stock dividends.

3. Schedule of the 2021 Annual General Meeting of Shareholders to approve the capital increase and allocation of newly issued shares

The 2021 Annual General Meeting of Shareholders has been scheduled to be held on April 22, 2021, at 13.00 p.m., at Sunsweet Public Company Limited, No. 9, Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province. The recorded date for determination of the shareholders entitled to attend the meeting is March 9, 2021.

4. Application for approval of the capital increase/allocation of newly issued shares by the relevant governmental agencies and approval conditions

4.1 The Company will register the increase of the registered capital, the amendment to the Memorandum of Association, and the amendment to the paid-up capital with the Department of Business Development, the Ministry of Commerce.

4.2 The Company will apply for permission from the Stock Exchange of Thailand (the “SET”) to register the newly issued ordinary shares as listed securities on the SET.

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

To be allocated to the existing shareholders as an investment return.

6. Benefits the Company will receive from the capital increase/allocation of newly issued shares

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 the shareholders will receive from the capital increase/allocation of newly issued shares

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 change. This will depend on company 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 under the authority of 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 must be informed 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 Others

- None -

8. Other details necessary for the shareholders' consideration in approving the capital increase/allocation of newly issued shares

- None –

9. Schedule of actions if the Board of Directors resolves to approve the capital increase/allocation of newly issued shares

No.	Procedure	Date / Month / Year
1	Board of Directors' Meeting No. 2/2021	February 22, 2021
2	Date for determining the names of shareholders entitled to attend the 2021 Annual General Meeting of Shareholders (Record Date)	March 9, 2021
3	The 2021 Annual General Meeting of Shareholders	April 20, 2021
4	Registration of capital increase and the amendment to the Memorandum of Association with the Ministry of Commerce	Within 14 days from the date of shareholders' meeting's resolution
5	Date for determining the names of shareholders entitled to receive the stock dividends (Record Date)	April 28, 2021
6	Registration of paid-up capital with the Ministry of Commerce	Within 14 days from the date of shareholders' meeting's resolution

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

Please be informed accordingly

Yours sincerely,



(Mr. Ongart Kittikhunchai) (Miss Morakot Kittikhunchai)

Authorized Directors

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

Name : Miss Morakot Kittikhunchai
Age : 70 years old
Nationality : Thai
Address : No.9 Moo1, Toongsatok Sub-District,
Sanpatong District, Chiang Mai Province 50120
Position in the Company : Vice Chairman of the Board /
Vice Chairman of the Executive Committee
No. of Rotation (term of office) : 3 Terms
Attendance at the Meeting during 2020 : Board of Directors' Meeting 7/7
Executive Committee' Meeting 5/5
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 2021 is 3 years and 7 months.)
Educational qualification : Mini MBA Chiang Mai University Class of 10
Working Experiences : 1997 – Present – Director / Member of Executive Committee
Director of Sunsweet Public Company Limited
2014 – Present – Director Sunshine Travel Co., Ltd.
2005 – Present - Director 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
The Company's securities holding as : 2,055,000 Ordinary shares, equal to 0.4779% of
paid up capital (Detail as of December 31, 2020)
In listed companies : None
Position in non-listed companies : 2 (Sunshine Travel Co., Ltd.,
Sunsweet International Co., Ltd.)
**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 : 63 years old
Nationality : Thai
Address : No.9 Moo1, Toongsatok Sub-District,
 Sanpatong District, Chiang Mai Province 50120
Position in the Company : Director / Member of the Executive Committee /
 Member of the Risk Management Committee
No. of Rotation (term of office) : 3 Terms
Attendance at the Meeting during 2020 : Board of Directors' Meeting 6/7
 Executive Committee' Meeting 5/5
 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 2021 is 3 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
 Director of Sunsweet Public Company Limited
 2014 – Present – Director Sunshine Travel Co., Ltd.
 2005 – Present - Director 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
The Company's securities holding as : 300,055,000 Ordinary shares, equal to 69.7802% of
 paid up capital (Detail as of December 31, 2020)
In listed companies : None
Position in non-listed companies : 2 (Sunshine Travel Co., Ltd.,
 Sunsweet International Co., Ltd.)
**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. Suraporn Prasatngamloet
Age : 61 years old
Nationality : Thai
Address : No.9 Moo1, Toongsatok Sub-District,
Sanpatong District, Chiang Mai Province 50120
Position in the Company : Director / Member of the Executive Committee
No. of Rotation (term of office) : 3 Terms
Attendance at the Meeting during 2020 : Board of Directors' 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 2021 is 3 years and 7 months.)
Educational qualification : Mini MBA Chiang Mai University
Working Experiences : 1997 – Present – Director / Member of Executive Committee
Director of Sunsweet Public Company Limited
2014 – Present – Director Sunshine Travel Co., Ltd.
2014 - Present – Director So sweet Co., Ltd.
2005 – Present - Director Sunsweet International Co., Ltd.
Training : Director Certification Program (DCP) 31/2016
by the Thai Institute of Directors Association (IOD)
Relationship : Miss Morakot Kittikhunchai's sister
Mr. Ongart Kittikhunchai's sister
The Company's securities holding as : 111,900 Ordinary shares, equal to 0.0260% of
paid up capital (Detail as of December 31, 2020)
In listed companies : None
Position in non-listed companies : 3 (Sunshine Travel Co., Ltd., So sweet Co., Ltd.
Sunsweet International Co., Ltd.)
**In other organization that may cause
any conflict of interest to the Company** : None



Clarification of document for registration, appointment of proxy, voting method, and counting of votes in the General Meeting of Shareholders

Registration to Attend the Meeting

Registration for participating in the Meeting will begin 1 hours before the Meeting's schedule 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 (Enclosure no.9)

Appointment of Proxy

The three style of Proxy form 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

Shareholder not be able to attend the Meeting may appoint a person as your 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 an independent director as following proposed Company's Directors to attend and vote at the Meeting on your behalf

Mr. Anucha Dumrongmanee

Director / Member of 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, Sunssweet Public Co., Ltd., No.9 Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province, 50120 **before April 12, 2021.**

Documents verifying eligibility to attend the Meeting

Participants are requested to produce 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's change (if any).

1.2 Juristic person by Shareholder representative (Authorized director)

- (1) Registration form which is signed by the shareholder representative (Authorized director) attending the meeting.
- (2) A copy of the shareholder's Affidavit certified true copy by the Shareholder representative (Authorized director) who attends the meeting showing that the shareholder representative (Authorized director attends 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 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 showing that person who sign 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) and 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.

Notes:

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

Voting Criteria

General Agenda

1. Voting in each agenda shall be made openly by counting one share for one vote. Shareholders or proxy shall make their votes in one particular voting category only, i.e. approval, disapproval or abstention. The splitting of votes are 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 be constitute as the vote of the shareholder.
 - 2.2 In case the shareholder does not specify the instruction on the Proxy on each agenda or the instruction is unclear, or the Meeting considers or resolves any agenda 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 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 directors to be appointed at the Meeting, the chairman of the Meeting shall have a casting vote.

Voting Procedures for Each Agenda

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 and ask the Meeting whether there is any shareholder disapproves with or abstains from the vote.
2. In a case where shareholders 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 which allocation of the votes is allowed as specified in the Proxy Form).

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

- General agenda, the resolution shall be passed by a simple majority vote of the shareholders presented at the meeting with the rights to vote.
- Other agenda which the law or the Company's Articles of Association stipulated otherwise, the resolution shall conform to the law or the Company's Articles of Association which the Chairman shall inform the Meeting before voting in each agenda.
 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 the Meeting resolves accordingly. The Chairman shall inform the Meeting of the method for such secret voting before voting in the agenda.

Counting and Announcement of the Votes

Prior to each agenda, the Chairman shall inform the method of vote counting to the Meeting. The counting of votes for each agenda 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. The remaining votes shall deem be counted as approval votes. The voting result of every agenda 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 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.

Profiles of Independent Director nominated for appointment as proxy for the meeting

Mr. Anucha Dumrongmanee

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

Age: 64 years

Address: No.98 Sirimankalajarn Road, Suthep Sub-District, Muang Chiang Mai District,
Chiang Mai Province 50200

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

- Having interest in agenda 10, which is “To approve remuneration of the directors for 2021.”
- No special interest which is different from other directors in all agenda proposed at the 2021 Annual General Meeting of Shareholders

Remark: Details of profile of the Independent Director are shown in the Annual Report of 2020

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

1. Closing of Share Register

Article 14: In the course of twenty-one (21) days prior to each meeting of the shareholders, the Company may suspend the registration of share transfer and notify the shareholders in advance by placing notice at the head office and its branch office not less than fourteen (14) days before the date commencing the suspension of share transfer.

2. 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 board of directors may determine that the meeting be held by electronic media.

Article 35 The board of directors shall hold the annual general meeting of shareholders within four (4) months from the end date of the accounting period of the company.

Other meeting of shareholders in addition to the said meeting shall be called extraordinary general meetings.

The board of directors may convene an extraordinary general meeting of shareholders at any time it deems appropriate. One shareholder or several 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 event that the board of directors does not hold the meeting within the said period under the third paragraph, the shareholders who subscribe their names or other shareholders, holding shares equivalent to the prescribed amount, may convene such meeting within forty-five (45) days from the completion of such period under the third paragraph. In such case, it shall be deemed that the board of directors arranges the shareholders meeting and the company is responsible for expenses arising from such meeting as appropriate.

At any meeting of shareholders which was convened by such shareholders under the fourth paragraph, if the number of the shareholders present is insufficient to form a quorum as stipulated in Clause 37, the shareholders under the fourth paragraph shall be responsible for expenses incurred for holding the 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 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 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.

Article 42 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 55 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.

3. 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 39 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.

4. Proxy

Article 38 At a meeting of shareholders, 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.

5. Voting

Article 40 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 41 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.

6. Approval of Financial Statement

Article 54 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.

7. Dividend and Legal Reserve

Article 49 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 50 The board of directors may, from time to time, pay interim dividends to shareholders when it is apparent that the company has such reasonable profits as to

justify such payment, and, when dividends have been paid, the board of directors shall report it to the shareholders at the next meeting.

Payment of dividends shall be made within one (1) month as from the date of the resolution of a meeting of shareholders or a meeting of directors, as the case may be, provided that it shall be notified in writing to the shareholders and notice of payment of such dividends shall also be published in a newspaper at least three (3) consecutive days.

Article 51 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.

8. 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.

9. 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.

10. Appointment of External Auditor

Article 57 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.

หนังสือมอบฉันทะ แบบ ก.

PROXY Form A.

(แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

(General Form)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

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

อากรแสตมป์
Stamp Duty
20 บาท/Baht

เขียนที่.....

Written at

วันที่ เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I / We

Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at no Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

District Province Postcode

(2) เป็นผู้ถือหุ้นของบริษัท ชันสวีท จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น

Being a shareholder of Sunsweet Public Company Limited, holding total amount of shares.

และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

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

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

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

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

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

(3) ขอมอบฉันทะให้

Hereby authorize

(1) อายุ ปี อยู่บ้านเลขที่

Age residing at No.

ถนน ตำบล/แขวง อำเภอ/เขต

Road Sub-District District

จังหวัด รหัสไปรษณีย์ หรือ

Province Postcode OR

(2) อายุ ปี อยู่บ้านเลขที่

Age residing at No.

ถนน ตำบล/แขวง อำเภอ/เขต

Road Sub-District District

จังหวัด รหัสไปรษณีย์ หรือ

Province Postcode OR

(3) อายุ ปี อยู่บ้านเลขที่
 Age residing at No.
 ถนน ตำบล/แขวง อำเภอ/เขต
 Road Sub-District District
 จังหวัด รหัสไปรษณีย์ หรือ
 Province Postcode OR

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมผู้ถือหุ้นสามัญประจำปี 2564 ในวันที่ 20 เมษายน 2564 เวลา 13.00 น. ณ บริษัท ชันสวีท จำกัด (มหาชน) เลขที่ 9 หมู่ที่ 1 ตำบลทุ่งสะโตก อำเภอสันป่าตอง จังหวัดเชียงใหม่ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the General Meeting of Shareholders for year 2020, which will be held on April 20, 2021 at 13.00 hrs. 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.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำการเองทุกประการ

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.

ลงชื่อ / Signed ผู้มอบฉันทะ / Grantor
 (.....)

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

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

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

หมายเหตุ

Remarks

ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยก จำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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.

หนังสือมอบฉันทะ แบบ ข.

PROXY Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Form containing specific details)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

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

อากรแสตมป์
Stamp Duty
20 บาท/Baht

เขียนที่.....

Written at

วันที่ เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I / We

Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at no Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

District Province Postcode

(2) เป็นผู้ถือหุ้นของบริษัท ชันสวีท จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น

Being a shareholder of Sunsweet Public Company Limited, holding total amount of shares.

และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

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

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

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

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

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

(3) ขอมอบฉันทะให้

Hereby authorize

(1) อายุ ปี อยู่บ้านเลขที่

Age residing at No.

ถนน ตำบล/แขวง อำเภอ/เขต

Road Sub-District District

จังหวัด รหัสไปรษณีย์ หรือ

Province Postcode OR

(2) อายุ ปี อยู่บ้านเลขที่

Age residing at No.

ถนน ตำบล/แขวง อำเภอ/เขต

Road Sub-District District

จังหวัด รหัสไปรษณีย์ หรือ

Province Postcode OR

(3)อายุ ปีอยู่บ้านเลขที่
Ageresiding at No.

ถนนตำบล/แขวงอำเภอ/เขต

RoadSub-DistrictDistrict

จังหวัดรหัสไปรษณีย์หรือ

ProvincePostcodeOR

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมผู้ถือหุ้นสามัญประจำปี 2564 ในวันที่ 20 เมษายน 2564 เวลา 13.00 น. ณ บริษัท ชันสวีท จำกัด (มหาชน) เลขที่ 9 หมู่ที่ 1 ตำบลทุ่งสะโตก อำเภอสันป่าตอง จังหวัดเชียงใหม่ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the General Meeting of Shareholders for year 2020, which will be held on April 20, 2021 at 13.00 hrs. 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) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

☐ วาระที่ 1 ประธานแจ้งที่ประชุมเพื่อทราบ

Agenda 1: Matters to be informed by the Chairman

วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง

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

☐ วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563

Agenda 2: To adopt the Minutes of Annual General Meeting of Shareholders of 2020

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่ 3 พิจารณารับทราบผลการดำเนินงานของบริษัทประจำปี 2563

Agenda 3: To acknowledge the Company's operating performance of 2020

วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง

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

☐ วาระที่ 4 พิจารณาอนุมัติงบการเงินประจำปี 2563 สิ้นสุดวันที่ 31 ธันวาคม 2563 ที่ผ่านการตรวจสอบจากผู้สอบบัญชีแล้ว

Agenda 4: To approve the audited financial statements for the fiscal year ended December 31, 2020.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(B) The Proxy holder shall vote in accordance with my wish as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 5 พิจารณานุมัติการจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมาย และการจ่ายปันผล สำหรับผลการดำเนินงานประจำปี 2563

Agenda 5: To approve the allocation of net profit of 2020 as legal reserve and the dividend payments for the Company's operating performance of 2020

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(B) The Proxy holder shall vote in accordance with my wish as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 6 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทจำนวน 107,500,000 บาท จากทุนจดทะเบียนเดิมจำนวน 215,000,000 บาท เป็นทุนจดทะเบียนใหม่จำนวน 322,500,000 บาท โดยการออกหุ้นสามัญเพิ่มทุนของบริษัทจำนวนไม่เกิน 215,000,000 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท เพื่รองรับการจ่ายหุ้นปันผลของบริษัท

Agenda 6: To approve the increase in the Company's registered capital in the amount of Baht 107,500,000 from the existing registered capital of Baht 215,000,000 to the new registered capital of Baht 322,500,000 by issuing 215,000,000 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(B) The Proxy holder shall vote in accordance with my wish as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 7 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัท

Agenda 7: To approve the amendment to Clause 4. of the Company's Memorandum of Association to be in line with the capital increase

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(B) The Proxy holder shall vote in accordance with my wish as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 8 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทจำนวนไม่เกิน 215,000,000 หุ้น เพื่อรองรับการจ่ายหุ้นปันผลของบริษัท

Agenda 8: To approve the allocation of the newly-issued ordinary shares of not exceeding 215,000,000 shares to accommodate the stock dividend payment

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(B) The Proxy holder shall vote in accordance with my wish as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 9 พิจารณาแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ

Agenda 9: To appoint directors to replace those due to complete their terms.

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(B) The Proxy holder shall vote in accordance with my wish as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- ☐ การแต่งตั้งกรรมการทั้งชุด
Vote for all the nominated candidates as a whole.
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล
Vote for an individual nominee

9.1 นางสาวมรกต กิตติคุณชัย

Miss Morakot Kittikhunchai

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain

9.2 นางจิราพร กิตติคุณชัย

Mrs. Jiraporn Kittikhunchai

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain

9.3 นางสุราภรณ์ ประสาทงามเลิศ

Mrs. Suraporn Prasatngamloet

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain

☐ วาระที่ 10 พิจารณามติการกำหนดค่าตอบแทนกรรมการประจำปี 2564

Agenda 10: To approve remuneration of the directors for 2021

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain

☐ วาระที่ 11 พิจารณาแต่งตั้งผู้สอบบัญชีประจำปี 2564 และกำหนดค่าสอบบัญชีประจำปี 2564

Agenda 11: To approve appointment of the external auditor and determination of the audit fee for 2021

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain

☐ วาระที่ 12 เรื่องอื่น ๆ (ถ้ามี)

Agenda 12: Other matters (if any)

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการ ตามที่เห็นสมควร

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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ ข้าพเจ้าระบุในหนังสือมอบฉันทะนี้ให้ถือเสมือนว่าข้าพเจ้าได้กระทำการเองทุกประการ

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.

ลงชื่อ / Signed ผู้มอบฉันทะ / Grantor
(.....)

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

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

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

หมายเหตุ

Remarks

1. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยก จำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งเป็นรายบุคคล

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.

3. ในกรณีที่มวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบ
ประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

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.

ใบประกอบแบบหนังสือมอบฉันทะ แบบ ข.

Annex attached to the Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ชันสวีท จำกัด (มหาชน)

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

ในการประชุมผู้ถือหุ้นสามัญ ประจำปี 2564 ในวันที่ 20 เมษายน 2564 เวลา 13.00 น. ณ บริษัท ชันสวีท จำกัด (มหาชน) เลขที่ 9 หมู่ที่ 1 ตำบลทุ่งสะโตก อำเภอสันป่าตอง จังหวัดเชียงใหม่ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the General Meeting of Shareholders for year 2021 , which will be held on April 20, 2021 at 13.00 hrs. 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.

☐ วาระที่ เรื่อง

Agenda Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่ เรื่อง

Agenda Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่ เรื่องเลือกตั้งกรรมการ (ต่อ)

Agenda Re: Election of directors (Continued)

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

หนังสือมอบฉันทะ แบบ ค.

PROXY Form C.

(สำหรับผู้ถือหุ้นที่เป็นนักลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทย
เป็นผู้รับฝากและดูแลหุ้นเท่านั้น)

(For foreign shareholders who have Custodian in Thailand only)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

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

อากรแสตมป์
Stamp Duty
20 บาท/Baht

เขียนที่.....

Written at

วันที่ เดือน พ.ศ.

Date Month Year

(1) ข้าพเจ้า สัญชาติ

I / We

Nationality

อยู่บ้านเลขที่ ถนน ตำบล/แขวง

Residing at no Road Sub-District

อำเภอ/เขต จังหวัด รหัสไปรษณีย์

District Province Postcode

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้นให้กับ

Acting as the Custodian for

ซึ่งเป็นผู้ถือหุ้นของบริษัท ซันสวีท จำกัด (มหาชน) โดยถือหุ้นจำนวนทั้งสิ้นรวม หุ้น

Being a shareholder of Sunsweet Public Company Limited, holding total amount of share(s)

และออกเสียงลงคะแนนได้เท่ากับ เสียง ดังนี้

And having voting rights equivalent to

vote(s), the details of which are as follows:

หุ้นสามัญ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

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

หุ้นบุริมสิทธิ หุ้น ออกเสียงลงคะแนนได้เท่ากับ เสียง

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

(2) ขอมอบฉันทะให้

Hereby authorize

(1) อายุ ปี อยู่บ้านเลขที่

Age residing at No.

ถนน ตำบล/แขวง อำเภอ/เขต

Road Sub-District District

จังหวัด รหัสไปรษณีย์ หรือ

Province Postcode OR

(2)อายุ ปีอยู่บ้านเลขที่
 Age residing at No.
 ถนนตำบล/แขวงอำเภอ/เขต
 Road Sub-District District
 จังหวัดรหัสไปรษณีย์หรือ
 Province Postcode OR

(3)อายุ ปีอยู่บ้านเลขที่
 Age residing at No.
 ถนนตำบล/แขวงอำเภอ/เขต
 Road Sub-District District
 จังหวัดรหัสไปรษณีย์หรือ
 Province Postcode OR

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมผู้ถือหุ้นสามัญประจำปี 2564 ในวันที่ 20 เมษายน 2564 เวลา 13.00 น. ณ บริษัท ชันสวีท จำกัด (มหาชน) เลขที่ 9 หมู่ที่ 1 ตำบลทุ่งสะโตก อำเภอสันป่าตอง จังหวัดเชียงใหม่ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of the above as my/our proxy holder to attend and vote on my behalf at the General Meeting of Shareholders for year 2020, which will be held on April 20, 2021 at 13.00 hrs. 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) ข้าพเจ้าได้มอบฉันทะให้ผู้รับมอบฉันทะในการเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

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

☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ข้าพเจ้าถือและมีสิทธิออกเสียงลงคะแนนได้

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

☐ มอบฉันทะบางส่วนคือ

Agenda Re:

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

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

รวมสิทธิออกเสียงลงคะแนนทั้งหมดเสียง

Total voting rights vote(s)

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

☐ วาระที่ 1 ประธานแจ้งที่ประชุมเพื่อทราบ

Agenda 1: Matters to be informed by the Chairman

วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง

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

☐ วาระที่ 2 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563

Agenda 2: To adopt the Minutes of Annual General Meeting of Shareholders of 2020

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่ 3 พิจารณารับทราบผลการดำเนินงานของบริษัทประจำปี 2563

Agenda 3: To acknowledge the Company's operating performance of 2020

วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง

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

☐ วาระที่ 4 พิจารณานุมัติงบการเงินประจำปี 2563 สิ้นสุดวันที่ 31 ธันวาคม 2563 ที่ผ่านการตรวจสอบจากผู้สอบบัญชีแล้วจากผู้สอบบัญชีแล้ว

Agenda 4: To approve the audited financial statements for the fiscal year ended December 31, 2020.

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่ 5 พิจารณานุมัติการจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมาย และการจ่ายปันผล สำหรับผลการดำเนินงานประจำปี 2563

Agenda 5: To approve the allocation of net profit of 2020 as legal reserve and the dividend payments for the Company's operating performance of 2020

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่ 6 พิจารณานุมัติการเพิ่มทุนจดทะเบียนของบริษัทจำนวน 107,500,000 บาท จากทุนจดทะเบียนเดิมจำนวน 215,000,000 บาท เป็นทุนจดทะเบียนใหม่จำนวน 322,500,000 บาท โดยการออกหุ้นสามัญเพิ่มทุนของบริษัทจำนวนไม่เกิน 215,000,000 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 0.50 บาท เพื่อรองรับการจ่ายหุ้นปันผลของบริษัท

Agenda 6: To approve the increase in the Company's registered capital in the amount of Baht 107,500,000 from the existing registered capital of Baht 215,000,000 to the new registered capital of Baht 322,500,000 by issuing 215,000,000 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่ 7 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัท

Agenda 7: To approve the amendment to Clause 4. of the Company's Memorandum of Association to be in line with the capital increase

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

☐ วาระที่ 8 พิจารณานุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทจำนวนไม่เกิน 215,000,000 หุ้น เพื่อรองรับการจ่ายหุ้นปันผลของบริษัท

Agenda 8: To approve the allocation of the newly-issued ordinary shares of not exceeding 215,000,000 shares to accommodate the stock dividend payment

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (B) The Proxy holder shall vote in accordance with my wish as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain
- ☐ วาระที่ 9 พิจารณาแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ
 Agenda 9: To appoint directors to replace those due to complete their terms.
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (B) The Proxy holder shall vote in accordance with my wish as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain
- ☐ การแต่งตั้งกรรมการทั้งชุด
 Vote for all the nominated candidates as a whole.
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain
- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล
 Vote for an individual nominee
- 9.1 นางสาวมรกต กิตติคุณชัย
 Miss Morakot Kittikhunchai
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain
- 9.2 นางจิราพร กิตติคุณชัย
 Mrs. Jiraporn Kittikhunchai
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain
- 9.3 นางศุภราภรณ์ ประสาทงามเลิศ
 Mrs. Suraporn Prasatngamloet
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
 Approve Disapprove Abstain
- ☐ วาระที่ 10 พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการประจำปี 2564
 Agenda 10: To approve remuneration of the directors for 2021
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
 (A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
 (B) The Proxy holder shall vote in accordance with my wish as follows:
☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง

Approve

Disapprove

Abstain

- ☐ วาระที่ 11 พิจารณาแต่งตั้งผู้สอบบัญชีประจำปี 2564 และกำหนดค่าสอบบัญชีประจำปี 2564

Agenda 11: To approve appointment of the external auditor and determination of the audit fee for 2021

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้
(B) The Proxy holder shall vote in accordance with my wish as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 12 เรื่องอื่น ๆ (ถ้ามี)

Agenda 12: Other matters (if any)

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(A) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้านี้
(B) The Proxy holder shall vote in accordance with my wish as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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) ในกรณีที่ข้าพเจ้าไม่ได้รับความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะนี้ให้ถือเสมือนว่าข้าพเจ้าได้กระทำการเองทุกประการ

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.

ลงชื่อ / Signed ผู้มอบฉันทะ / Grantor
(.....)

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

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

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

หมายเหตุ

Remarks

1. หนังสือมอบฉันทะแบบ ค.นี้ ใช้เฉพาะกรณีผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

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. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

Documents and evidences to be enclosed with the proxy form are:

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียนเป็นผู้ดำเนินการลงลายมือชื่อในหนังสือมอบฉันทะแทน

Power of attorney form the shareholder authorizes a Custodian to sign the Proxy Form on behalf of the shareholder.

- (2) หนังสือยืนยันว่าผู้ลงลายมือชื่อในหนังสือมอบฉันทะแทนได้รับอนุญาตให้ประกอบธุรกิจคัสโตเดียน

Letter of certification to certify that the signer in the Proxy Form have a permit to act as a Custodian.

3. ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งคณะกรรมการเป็นรายบุคคล

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. ในกรณีที่มามีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

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.

ใบประกอบแบบหนังสือมอบฉันทะ แบบ ค.

Annex attached to the Proxy Form C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ชันสวีท จำกัด (มหาชน)

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

ในการประชุมผู้ถือหุ้นสามัญ ประจำปี 2564 ในวันที่ 20 เมษายน 2564 เวลา 13.00 น. ณ บริษัท ชันสวีท จำกัด (มหาชน) เลขที่ 9 หมู่ที่ 1 ตำบลทุ่งสะโตก อำเภอสันป่าตอง จังหวัดเชียงใหม่ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the General Meeting of Shareholders for year 2021 , which will be held on April 20, 2021 at 13.00 hrs. 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.

☐ วาระที่ เรื่อง

Agenda Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐งดออกเสียง เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

☐ วาระที่เรื่อง

Agenda Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

☐ เห็นด้วย เสียง ☐ ไม่เห็นด้วย เสียง ☐งดออกเสียง เสียง

Approve vote(s) Disapprove vote(s) Abstain vote(s)

☐ วาระที่เรื่องเลือกตั้งกรรมการ (ต่อ)

Agenda Re: Election of directors (Continued)

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย☐ ไม่เห็นด้วย☐ งดออกเสียง

Approve

Disapprove

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

ชื่อกรรมการ

Director's name

☐ เห็นด้วย

Approve

☐ ไม่เห็นด้วย

Disapprove

☐ งดออกเสียง

Abstain

SUNSWEET PUBLIC COMPANY LIMITED MAP

9 Moo.1 Toongsatok, Sanpatong, Chiang Mai



2020 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 2020

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 SUN:

- By fax +66-5310-6541 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 2020 Annual Report before the date of the Shareholders’ Meeting, please submit the completed requisition form to the Company Secretary

by Friday, April 9, 2021

Question Form for 2021 Annual General Meeting of Shareholders
Sunsweet Public Company Limited
Tuesday, April 20, 2021 at 13.00 hours

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

Please indicate with √ 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 2021 Annual General Meeting of Shareholders as follows:

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Remarks: Please send the completed form to SUN by April 19, 2021

- Fax: +6653-106541 or

- E-mail: assistant@sunsweetthai.com

Should you have any query or suggestion, please contact:

Mrs.Wanyarat Chaichana

Tel: +6653-106538 #20

Measures and Guidelines for the Meeting Attendees of the 2021 Annual General Meeting of Shareholders
to Prevent the Outbreak of Coronavirus Disease (COVID-19)

In order to prevent the outbreak of the Coronavirus Disease (“COVID-19”) and to comply with the disease preventive measures imposed by the Government and related authorities, the Company would like to inform measures and guidelines for attending the Meeting as follows:

1. The Company would like to ask for cooperation from shareholders to consider granting a proxy to the Company’ Independent Director instead of attending the Meeting in person in order to reduce the risks of mass gatherings. Please send a completed proxy form together with supporting documents to the following address:

The Company Secretary

Sunsweet Public Company Limited

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

2. If shareholders have any questions related to the Meeting agenda, shareholders can submit the questions in advance by completing Question Form which appears as **Attachment 11**, the Company will collect all questions and provide answers relevant to the Meeting agenda in the Meeting.
3. In case that shareholders and/or proxies wish to attend the Meeting
In order to comply with the laws and preventive measures imposed by the relevant government authorities, the Company has set out preventive measures and guidelines and would like to request attendees to strictly adhere to the Company’s measures as follows:
 - 3.1 Prior to the meeting, the company will establish a screening point and monitor the body temperature of all attendees. All attendees are required to complete the questionnaire. For screening for COVID-19, as well as using mobile phones to scan QR codes, Thai Cha-na applications and/or Mhor Cha-na application, which will be prepared at the entrance and exit area. Attendees who pass the screening shall put the sticker on and sanitize their hands by alcohol gel as provided. In case of encountering a risk, including fever (temperature 37.5 degrees Celsius or higher) or respiratory symptoms such as coughing, sneezing, snot, sore throat, breathing tiredness, etc., as well as having a close history or contact with patients or confirming viral infections. COVID-19 during 14 days prior to the meeting date The Company reserves the right **not to allow access to the meeting room** and would like to consider granting a proxy to the company's independent directors instead.
 - 3.2 Attendance Clauses
 - Attendees must sit in the required seating zone without moving the seating zone at all times.
 - Attendees are required to wear a face mask at all times.
 - Avoid using or touching things with others.
 - Do not eat any food or snacks at any time at meeting and meeting facilities.
 - Attendees are requested to keep distance for 1 meter during queuing at screening point, documents checking point and registration point.
 - 3.3 Due to social distancing measures, The Company will hold up to 150 seats in the conference room with a distance between seats according to the relevant state measures.
 - 3.4 In the meeting room for public hygiene and to have a concise meeting of no more than 1 hour and 30 minutes, shareholders or proxies with questions at the meeting will write the question on paper and send it to the staff. The Company will answer questions in the meeting room only on agenda matters.

If the situation changes or there are relevant government requirements affecting the holding of the AGM, the company will not be required to attend the meeting. The Company may modify any actions to further comply with the specified situation or government measures, the Company will notify shareholders via the www.sunsweetthai.com website and notify the Information Publishing System of the Stock Exchange of Thailand.