

(Translation)

Annual General Meeting of Shareholders of 2021

Sunsweet Public Company Limited (“**Company**”) convened the Annual General Meeting of Shareholders of 2021 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.

Ms. Soontaree Mulmao, Internal Audit Manager, acted as the Moderator of the Meeting, welcomed shareholders and attendees of the Meeting and introduced the Directors, Executive Officers, Auditors and Legal Advisors. Due to the spread of Corona Virus (COVID-19), some directors and advisors attended the Meeting via electronic media as follows:

Directors attended the Meeting

1. Ms. Morakot	Kittikhunchai	Vice Chairman/ Vice Chairman of the Executive Committee
2. Mr. Ongart	Kittikhunchai	Director/ Chairman of Executive Committee/Nomination and Remuneration Committee/Chief Executive Officer
3. Mrs. Jiraporn	Kittikhunchai	Director / Member of the Executive Committee / Member of the Risk Management Committee
4. Mrs. Suraporn	Prasatngamloet	Director/ Member of the Executive Committee
5. Mr. Anucha	Dumrongmanee	Audit Committee /Independent Director
6. Mr. Chaityot	Suntivong	Director/ Chairman of Risk Management Committee

Management attended the Meeting

1. Mr. Vira	Nopwattanakorn	Director of Accounting and Finance
2. Mrs. Amphang	Suriyang	Director of Production
3. Mr. Panlop	Boonthung	Director of General Manager
4. Mr. Adisai	Samniang	Director of Sales and Marketing

Attendees who attended the Meeting via electronic media

Directors

1. Mr. Krairit	Boonyakiat	Chairman/ Independent Director
2. Mr. Pichai	Kojamit	Vice Chairman / Chairman of the Audit Committee/ Nomination and Remuneration Committee/ Risk Management Committee/ Independent Director
3. Mr. Warapong	Nandabhiwat	Chairman of the Nomination and Remuneration Committee/ Audit Committee/Independent Director

Auditors

1. Mr. Vichien	Khingmontri	PricewaterhouseCoopers ABAS Ltd.
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Legal Advisors

1. Mr. Chatiporn	Baramee	Legal Advisory Council Limited
2. Ms. Pisamai	Chuwongkomol	Legal Advisory Council Limited

There were 9 directors attending the Meeting, equivalent to 100 percent of the Board of Directors.

Ms. Soontaree Mulmao, 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.

Due to the spread of the Corona Virus (COVID-19), 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 times while in the Meeting

Moreover, Ms. Soontaree Mulmao introduced Ms. Angwara Khameye, a shareholder who volunteered to be the witness in the counting of the votes for transparency throughout the Meeting. In addition, Ms. Soontaree Mulmao 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 a majority votes of the shareholders who attended the Meeting and cast their votes, except for agenda item 6 and 7, where approval would be made by three-fourths of the total votes of shareholders who attended the Meeting and were eligible to vote. For agenda item 10, approval would be made by two-thirds of the total votes of shareholders who attended the Meeting.
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 the Meeting in person or as a proxy, and giving such inquiry to the Company's staff.

Furthermore, the Moderator 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 9, 2020 to December 31, 2020 allowing shareholders to nominate candidates to be elected as directors and to propose the Annual General Meeting of Shareholders of 2021 agenda, and there was no proposal made from the shareholders. Therefore, the Company deemed appropriate to propose to the Meeting to consider agenda items as shown in the invitation to the Meeting.

Mr. Krairit Boonyakiat, Chairman of the Board of Directors, presiding over the Meeting as the Chairman ("Chairman"), welcomed shareholders and proxies, and assigned Ms. Soontaree Mulmao to inform the Meeting that there were a total of 36 shareholders, representing 314,306,300 shares and 8 proxies, representing 2,039,100 shares. Thus, 44 shareholders were present at the Meeting in person and

by proxy, representing a total of 316,345,400 shares, equivalent to 73.5687 percent of the total amount of the allotted shares of the Company, 430,000,000 shares, thus constituting a quorum as required by Clause 37 of the Company's Articles of Association. In this regard, for flexibility in this meeting, Mr. Krairit Boonyakiat, Chairman of the Board of Directors, assigned Mr. Ongart Kittikhunchai, Chief Executive Officer, as the Moderator of the Meeting and assigned Ms. Soontaree Mulmao to explain the details of each agenda item and summarize the vote. The Chairman then proceeded with the Meeting according to the agenda as follows:

Agenda Item 1 Matters to be reported by the Chairman

The Chairman assigned Mr. Ongart Kittikhunchai, to report on this agenda item.

Mr. Ongart Kittikhunchai, the Chief Executive Officer, reported to the Meeting as follows:

1. Amendment of the Company's Articles of Association

According to the Annual General Meeting of Shareholders of 2020, held on June 22, 2020, it was resolved on agenda item 8 to approve the amendment of the Company's Articles of Association in a total of 5 clauses as follows:

- Section 4, Clause 28
- Section 5, Clause 34, 36, 37 and 38

Accordingly, the Company proceeded with the registration of such amendment with the Public Companies Registrar on July 1, 2020. In this regard, the Company was advised by the Public Companies Registrar that the statement in clause 38, which has been proposed for amendment, would limit the right of shareholders to appoint a proxy. The Public Companies Registrar then recommended the Company to register amendment of the Company's Articles of Association in a total of 4 Clauses in Clause 28, 34, 36 and 37, and maintain the terms in of Clause 38 as formerly written, and to inform shareholders regarding such change in amendment of the Company's Articles of Association.

2. The impact of outbreak of The Coronavirus (COVID-19)

The Corona Virus (COVID-19) has affected day to day life and has slowed down the global economy. The Company, as a food entrepreneur, has been concerned and has tried to find the best ways to take care of our stakeholders, promptly. We adjusted both short-term and long-term strategic planning. Also, we anticipate new challenges, which occur all the time. The Company is focused on developing goods that are clean and safe for customers. Moreover, we have rigorous measures to prevent diseases, which are in accordance with rules of the Department of Disease Control, Ministry of Public Health. Meanwhile, the production process continues and we consistently provide the best products to customers.

3. Moving SUN from mai to be listed in the Stock Exchange of Thailand ("SET").

The Company's Board of Directors Meeting No.2/2021, held on February 22, 2021 at 13.00 hrs, resolved to approve to move SUN from mai to be listed in the Stock Exchange of Thailand ("SET") and assign the Company's management to submit the application for listing in SET. In this regard, the Company would be able to proceed with listing in SET after being approved by SET.

On behalf of the Board of Directors of the Company, the Company would like to thank all management team and all employees for determination and working hard to drive the Company's growth and express gratitude to all shareholders, stakeholders, business partners, financial institutions and government agencies, for their trust and support provided to the Company over the years.

Ms. Soontaree Mulmao informed the Meeting that this agenda item was for acknowledgment only. Thus, voting was not required.

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

The Chairman assigned Ms. Soontaree Mulmao to report on this agenda item.

Ms. Soontaree Mulmao reported to the Meeting that the Company held the Annual General Meeting of Shareholders of 2020 on June 22, 2020. 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 10-21.

Ms. Soontaree Mulmao requested shareholders to make any inquiry relating to this agenda item prior to voting. As there were no questions or comments, it was proposed that the Meeting vote to adopt the Minutes of the Annual General Meeting of Shareholders of 2020. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution The Meeting adopted the Minutes of the Annual General Meeting of Shareholders of 2020 with the votes as follows:

Approved	316,345,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

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

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

Mr. Ongart Kittikhunchai, the Chief Executive Officer, reported to the Meeting that in 2020, the world continued to face the situation of the COVID-19 pandemic affecting the economy, society, and consumer behavior of a new way of life (New Normal). the Company generated profitability for the business by focusing on long-term relationships with business partners, continuous improvement of product quality and service. Therefore, the Company has been certified as Global Standard for Food Safety (BRCGS) with grade A+ unannounced Audit, as well as receiving the Prime Minister's Award in 2020 with a potential industry category that can build trust in food quality and high safety standards following the needs and laws of trading partners.

The Company and its subsidiaries' operating performance of 2020 were as follows:

- Total revenue of 2020 was Baht 2,630 Million which was an increase of Baht 690 Million compared to the same period in the previous year.
- Revenue from Sales of 2020 was Baht 2,610 Million which was an increase of Baht 690 Million or 35.9 percent compared to the same period in the previous year.
- Gross Profit of 2020 was Baht 422 Million which was an increase of Baht 277 Million or 191 percent compared to the same period in the previous year.

The factors that affected the Company's operations of 2020 were as follows:

1. Expansion of overseas markets in the Asia-Pacific region such as Japan, South Korea, China and Taiwan, where the sales orders have continuously increased. This is caused by increasing the customer base, both new costumers and existing customers.
2. Increased domestic sales from Ready-to-Eat product such as Sweet Corn, Roasted Japanese sweet potato, Roasted purple sweet potato, Boiled Tiger peanut and Whole gain.
3. Even with the situation of international travel restriction due to Covid-19 epidemic, , the company has still maintained the close relationships with overseas customers via online conference system.
4. The THB is likely to depreciate. However, THB/USD exchange rate is highly volatile. Therefore, the Company had used financial instrument, such as forward foreign exchange contracts, in appropriate circumstances.

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 has expanded the scope of operations through communicating expectations to customers by making a code of conduct and ethical guidelines available for the business partners for them to conduct business in the same way with the Company's operations. Thus, the business partners were requested to comply with the aforesaid code of conduct and ethical guidelines to ensure sustainable and continuing growth in business cooperation.

Ms. Soontaree Mulmao requested shareholders to make any inquiry relating to this agenda item and informed the Meeting that this agenda item was for acknowledgment only. Thus, voting was not required.

Agenda Item 4 To approve the audited financial statements of the fiscal year 2020 ended December 31, 2020, which were audited by the external auditor.

The Chairman assigned Ms. Soontaree Mulmao, to report on this agenda item.

Ms. Soontaree Mulmao informed the Meeting that the financial statements for the fiscal year ended December 31, 2020 were audited and certified by the external auditor, details of which appear in the Annual Report of 2020 as shown on page 171-216. enclosed with the invitation to the Meeting. The said financial statements had been reviewed by the Audit Committee and the Board of Directors.

Ms. Soontaree Mulmao requested shareholders to make any inquiry relating to this agenda item prior to voting. As there were no questions or comments, it was proposed that the Meeting vote to approve the audited financial statements for the fiscal year 2020 ended December 31, 2020. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution The Meeting approved the audited financial statements of the fiscal year 2020 ended December 31, 2020, which were audited by the external auditor with the votes as follows:

Approved	316,345,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Agenda Item 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

The Chairman assigned Ms. Soontaree Mulmao, to report on this agenda item.

Ms. Soontaree Mulmao informed the Meeting that in the operation of the Company in the year 2020, 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 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 Baht 192,778,499 Baht (One Hundred Ninety-Two Million, Seven Hundred Seventy-Eight Thousand Four Hundred Ninety-Nine Baht). The Company deemed appropriate to allocate the net profit as legal reserve as follows:

1) To appropriate as a 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 laws, resulting in the Company's retained earnings appropriated as the accumulated legal reserve 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 proposed annual dividend 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:

- To pay dividend in the form of the newly-issued ordinary shares of the Company not exceeding Baht 215,500,000 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 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.

- 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 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 according 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 entitlement is pending approval of the Annual General Meeting of Shareholders.

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

Ms. Soontaree Mulmao requested shareholders to make any inquiry relating to this agenda item prior to voting. As there were no questions or comments, therefore it was proposed that the Meeting vote to approve the allocation of net profit of 2020 as legal reserve and the dividend payments for the Company's operating performance of 2020. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution The Meeting approved the allocation of net profit of 2020 as legal reserve and the dividend payments for the Company's operating performance of 2020 with the votes as follows:

Approved	316,354,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Agenda Item 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 not exceeding 215,000,000 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment

The Chairman assigned Ms. Soontaree Mulmao, to report on this agenda item.

Ms. Soontaree Mulmao informed the Meeting that 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 645,500,000 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) as shown on page 22-24 in Attachment 3.

The Board of Directors 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.

Ms. Soontaree Mulmao requested shareholders to make any inquiry relating to this agenda prior to voting. As there were no questions or comments, it was proposed that the Meeting vote 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 not exceeding 215,000,000 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment. In this regard, this agenda item required not less than three-fourths (3/4) of the total votes of the shareholders who attended the Meeting and were eligible to vote.

Resolution The Meeting approved 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 not exceeding 215,000,000 newly-issued ordinary shares at the par value of Baht 0.50 to accommodate the stock dividend payment with the votes as follows:

Approved	316,354,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	equivalent to	- %
Voided	-	votes,	excluded from calculation	

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

The Chairman assigned Ms. Soontaree Mulmao, to report on this agenda item.

Ms. Soontaree Mulmao informed the Meeting that to be in line with the increase of the Company's registered capital, 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	(-)”

Ms. Soontaree Mulmao requested shareholders to make any inquiry relating to this agenda item prior to voting. As there were no questions or comments, it was proposed that the Meeting vote to approve the amendment to Clause 4. of the Company’s Memorandum of Association to be in line with the capital increase. In this regard, this agenda item required not less than three-fourths (3/4) of the total votes of the shareholders who attended the Meeting and were eligible to vote.

Resolution The Meeting approved the amendment to Clause 4. of the Company’s Memorandum of Association to be in line with the capital increase with the votes as follows:

Approved	316,354,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	equivalent to	- %
Voided	-	votes,	excluded from calculation	

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

The Chairman assigned Ms. Soontaree Mulmao, to report on this agenda item.

Ms. Soontaree Mulmao informed the Meeting that the Company intended to increase the company's registered capital to accommodate the stock dividend payment, and therefore proposed 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 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 signing 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.



Ms. Soontaree Mulmao requested shareholders to make any inquiry relating to this agenda item prior to voting. As there were no questions or comments, it was proposed that the Meeting vote to approve the allocation of the newly-issued ordinary shares not exceeding 215,000,000 shares to accommodate the stock dividend payment. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution The Meeting approved the allocation of the newly-issued ordinary shares not exceeding 215,000,000 shares to accommodate the stock dividend payment with the votes as follows:

Approved	316,354,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

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

The Chairman assigned Ms. Soontaree Mulmao, to report on this agenda item.

Ms. Soontaree Mulmao informed the Meeting that in compliance with the Public Companies Limited Act B.E. 2535 and Article 18 of the Company's Articles of Association, at least one-third (1/3) of the total members of the directors had to retire by rotation at the Annual General Meeting of Shareholders of 2020. 3 directors who are due to complete their terms are 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 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 25-27.

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

Resolution The Meeting approved the appointment of 3 directors to replace those due to complete their terms in 2021, namely 1) Ms. Morakot Kittikhunchai 2) Mrs. Jiraporn Kittikhunchai 3) Mrs. Suraporn Prasatngamloet to retain their office for another term as proposed, with the votes as follows:

9.1 Ms. Morakot Kittikhunchai

Approved	316,345,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

9.2 Mrs. Jiraporn Kittikhunchai

Approved	316,345,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

9.3 Mrs. Suraporn Prasatngamloet

Approved	316,345,400	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 item was completed.

Agenda Item 10 To approve the remuneration of the directors for 2021

The Chairman assigned Ms. Soontaree Mulmao, to report on this agenda item.

Ms. Soontaree Mulmao 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 and subcommittee by taking into account the duties and responsibilities of the directors and comparing them with the same industry and with similar size of business, and deemed appropriate to propose to the Annual General Meeting to approve the remuneration of the directors and subcommittee for 2021 as shown in the Invitation to the Meeting on page 7-8 as follows:

1. The remuneration of directors

Position	Attendance Fee of 2021
Board of Directors - Chairman of the Board - Director	65,000 Baht/ person/ time 30,000 Baht/ person/ time
Audit Committee - Chairman of the Audit Committee - Member of the Audit Committee	20,000 Baht/ person/ time 15,000 Baht/ person/ time
Nomination and Remuneration Committee - Chairman of the Nomination and Remuneration Committee - Member of the Nomination and Remuneration Committee	20,000 Baht/ person/ time 15,000 Baht/ person/ time
Risk Management Committee - Chairman of the Risk Management Committee - Member of the Risk Management Committee	20,000 Baht/ person/ time 15,000 Baht/ person/ time
Executive Committee - Chairman of the Executive Committee - Member of the Executive Committee	20,000 Baht/ person/ time 15,000 Baht/ person/ time

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.

Ms. Soontaree Mulmao requested shareholders to make any inquiry relating to this agenda item prior to voting. As there were no questions or comments, it was proposed that the Meeting vote to approve the remuneration of the directors for 2021. In this regard, this agenda item required not less than two-thirds (2/3) of the total votes of the shareholders who attended the Meeting.

Resolution The Meeting approved the remuneration of the directors for 2021 with the votes as follows:

Approved	316,345,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	equivalent to	- %
Voided	-	votes,	excluded from calculation	

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

The Chairman assigned Ms. Soontaree Mulmao, to report on this agenda item.

Ms. Soontaree Mulmao 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 2021, 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 4 years consecutively as from the Company's listing with The Stock of Exchange of Thailand, i.e. from 2017 to 2020. 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 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 this regard, the Board proposed to the Annual General Meeting of Shareholders to approve the audit fee for 2021 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.

Ms. Soontaree Mulmao requested shareholders to make any inquiry relating to this agenda item prior to voting. As there was no inquiry from the shareholders it was proposed to the Meeting to vote to approve the appointment of the external auditors for 2021 and determination of the audit fee for 2021. In this regard, this agenda item required a majority vote of the shareholders who attended the Meeting and cast their votes.

Resolution The Meeting approved the appointment of 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 2021. In addition, the Meeting approved the audit fee for 2021 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	316,345,400	votes,	equivalent to	100 %
Disapproved	-	votes,	equivalent to	- %
Abstained	-	votes,	excluded from calculation	
Voided	-	votes,	excluded from calculation	

Agenda Item 12 Other matters (if any)

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

There were no shareholders proposing another agenda for consideration.

In the Meeting, the Chairman gave an opportunity to shareholders to ask any additional questions as follows:

Ms. Ladda Thitikiatpong, a proxy from Thai Investors Association, commented that Sunsweet Public Company Limited is top manufacturer and exporter of sweet corn products in Thailand. It accounts for more than 25 percent of such products in the country, at 208,530 tons in 2019. Sweet corn crop yield in the northern region is 295,683 tons, 59 percent of Thailand's overall production. As we know, particulate pollution is a continual problem, which is usually caused by the burning of crop residues in highland agricultural systems. In this regard, the Company specified standards of practice for trading partners in its "Business Code of Conduct", particularly, item 9: Environmental Management System, requiring the trading partners to support measures to prevent environmental problems in all regions. What was the Company's policy to support or manage air pollution in the northern region? In the meantime, how can the Company promote or help with this problem, which would be a balance between economic and environmental factors?

Mr. Ongart Kittikhunchai, Chief Executive Officer, informed the Meeting that Sunsweet manufactured and exported sweet corn products of around 100,000 tons per year. The Company realized about the air pollution problems which affected the environment as a whole. In this regard, the Meeting was clarified that sweet corn and yellow maize are closely related, but are not exactly the same. Yellow maize is a product for animal feed and is planted in plains and highland. Sweet corn is planted in plains and cultivated in all parts of Thailand, freshly harvested. Yellow maize is planted until dry and then harvested. There are two ways to get rid of yellow maize; (i) landfilling into soil or (ii) burning of crop residues. Burning of crop residues was the cause of air pollution and PM 2.5 dust particles. However, sweet corn was generally planted for a period of around 75 days. After harvested, farmers do not burn the crop residues, but they are used as landfill for fertilizer. Alternatively, the crop residues would be chopped and sold to cattle farmers. Nowadays, sweet corn plants can also be used for green energy. The Company is committed to operating business which is environmentally friendly, and supporting environmental restoration in all respects.

As there was no further 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. Krairit Boonyakiat)
Chairman