



Invitation to Annual General Meeting of Shareholders Of 2022

Sunsweet Public Company Limited
Wednesday, April 20, 2022 at 13.00 hrs.



at Sunsweet Public Company Limited
No. 9 Moo 1, Toongsatok Sub-District,
Sanpatong District, Chiang Mai Province



SUNSWEET PUBLIC COMPANY LIMITED

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(Translation)

No. MT65-001

March 29, 2022

Subject: Invitation to Annual General Meeting of Shareholders of 2022

Attention: Shareholders

Attachments:

1. Copy of Minutes of Annual General Meeting of Shareholders of 2021
2. Annual Report of 2021 (One Report) and the Company's Financial Statements for the Fiscal Year ended December 31, 2021 (QR Code)
3. Profiles of directors retiring by rotation and to be nominated for re-election as Company's directors for another term
4. Clarification of document for registration, appointment of proxy, voting method, and counting of votes
5. Profiles of Independent Directors nominated for appointment as proxy for the meeting
6. Articles of Association of the Company with respect to the meetings of shareholders
7. Proxy: Form A., Form B. and Form C.
8. Map to meeting venue
9. 2021 Annual Report Requisition Form
10. Question Form for the Annual General Meeting of Shareholders of 2022
11. Measures and Guidelines for the Meeting Attendees of the Annual General Meeting of Shareholders of 2022 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 2022 on Wednesday, April 20, 2022 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 inform the shareholders of issues of major importance.

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

Agenda Item 2 To adopt the Minutes of Annual General Meeting of Shareholders of 2021

Facts and Rationale: The Company held the Annual General Meeting of Shareholders of 2021 on April 20, 2021, to consider matters according to the agenda specified in the invitation. The Company had submitted the Minutes of Meeting to the Stock Exchange of Thailand and the Ministry of Commerce. Details of the Minutes of Annual General Meeting of Shareholders of 2021 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 2021.

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

Agenda Item 3 To acknowledge the Company's operating performance for 2021

Facts and Rationale: The Company summarized the Company's operating performance in the fiscal year 2021, details of which were delivered to and published by the Stock Exchange of Thailand and also published in the Company's Annual Report of 2021. Details of the operating performance are as shown in **Attachment 2.**

Board of Directors' Opinion: The Board deemed appropriate to submit the Company's operating performance for 2021 for acknowledgement of the Annual General Meeting of Shareholders.

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

Agenda Item 4 To approve the audited financial statements for the fiscal year ended December 31, 2021

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 statements to the meeting of shareholders for approval. Details of the financial statements for the fiscal year ended December 31, 2021 are as shown in the Company's Annual Report of 2021 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 ended December 31, 2021, which were audited by the external auditor and approved by the Audit Committee and the Board of Directors.

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

Agenda Item 5 To approve the allocation of net profit of 2021 as legal reserve and the dividend payments for the Company's operating performance of 2021

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 2021, the Company gained net profit, in accordance with the Company's separate financial statements, in the amount of 209.09 million Baht. The Company deemed appropriate to allocate the net profit as legal reserve in the amount of 10.85 million Baht, equivalent to 5.19 percent of the net profit of 2021 from the separate financial statements, which is in accordance with the law and the Company's Articles of Association, and pay dividend from the Company's operating performance from the separate financial statements for the fiscal year ended December 31, 2021 at the rate of Baht 0.25 per share, totaling 161.24 million Baht, equivalent to 81.34 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. A comparison of the rates of dividend payments for the year 2019-2021 is as follows:

Dividend Details (Million Baht)	2019	2020	2021
1. Net Profit (Separate financial statements)	(42.16)	192.78	209.09
2. Legal reserve	-	10.00	10.85
3. Net Profit (After deduction of legal reserve)	(42.16)	182.78	198.24
Total Dividend Payment	-	150.50	161.24
Dividend Payout Ratio (%) (After deduction of legal reserve)	-	82.34	81.34

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to approve the allocation of net profit of 2021 as follows:

- 1) To appropriate as legal reserve in the amount of Baht 10,850,000 (Ten Million Eight Hundred and Fifty Thousand Baht), amounting to 5.19 percent of the net profit of 2021 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 32,250,000 (Thirty Two Million Two Hundred and Fifty Thousand Baht), equivalent to 10 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, 2021 at the rate of Baht 0.25 per share, totaling Baht 161,249,356.25 (One Hundred and Sixty-One Million Two Hundred and Forty Nine Thousand Three Hundred Fifty-Six Baht Twenty-Five Satang), equivalent to 81.34 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, 2021 to June 30, 2021 at the rate of Baht 0.10 per share, totaling Baht 64,499,742.50 (Sixty-Four Million Four Hundred Ninety-Nine Thousand Seven Hundred Forty-Two Baht Fifty Satang) on September 3, 2021.

The annual dividend proposed this time at the rate of Baht 0.15 per share, totaling Baht 96,749,613.75 (Ninety-Six Million Seven Hundred Forty-Nine Thousand Six Hundred Thirteen Baht Seventy-Five Satang).

The details of the aforementioned dividend payments at the rate of Baht 0.15 are as follows:

- The dividend payment at the rate of Baht 0.035 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 0.115 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, 2022, and the dividend payment would be made on May 19, 2022.

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

Agenda Item 6 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 2022. There are 3 directors who are due to complete their terms as follows:

- 1) Mr. Ongart Kittikhunchai Director/ Chairman of Executive Committee/
Member of Nomination and Remuneration
Committee
- 2) Mr. Chaiyot Suntivong Director/ Chairman of Risk Management
Committee
- 3) Mr. Anucha Damrongmanee Director/ 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 website of Stock Exchange of Thailand and the Company's website, www.sunsweetthai.com, during November 8, 2021 to December 31, 2021. However, upon the due date, no shareholders nominated any qualified persons for election as directors.

The Nomination and Remuneration Committee undertook nomination process by duly considering the composition of the Board (Board Skill Matrix) to ensure that qualification, wisdom, talent, experience, and expertise of the directors are appropriate for the utmost benefit of the Company's business operation. The Nomination and Remuneration Committee (excluding directors with related interests) has duly reviewed and proposed to approve re-election of the 2 directors due to complete their terms in 2022 to retain their office for another term as follows:

- 1) Mr. Ongart Kittikhunchai Director/ Chairman of Executive Committee/
Member of Nomination and Remuneration
Committee
- 2) Mr. Chaiyot Suntivong Director/ Chairman of Risk Management
Committee;

and proposed 1 qualified candidate to be appointed as a director and independent director, to replace the director who will be due to complete his term in 2022, as the candidate's qualifications were in accordance with a definition of the independent director who can deliver their opinion independently according to relevant criterions, as follows:

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

The details of which are as shown in **Attachment 3**.

Board of Directors' opinion: The Board (exclusive of those with related interests on this matter) agreed with the proposal of the Nomination and Remuneration Committee and deemed appropriate to propose to the Annual General Meeting of Shareholders to approve re-election of the 2 directors due to complete their terms in 2022 to retain their office for another term and to appoint 1 director to replace the director who will be due to complete his term in 2022 as follows:

- 1) Mr. Ongart Kittikhunchai Director/ Chairman of Executive Committee/
Member of Nomination and Remuneration
Committee
- 2) Mr. Chaiyot Suntivong Director/ Chairman of Risk Management
Committee
- 3) Ms. Udomrat Akkarachinores Director/ Member of the Audit Committee/
Independent Director

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

Agenda Item 7 To approve remuneration of directors for 2022

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 2022 as follows:

1. Meeting Allowance

Position	Attendance Fee (Baht/Person/Time)		
	2020	2021	2022
Board of Directors			
- Chairman of the Board	65,000	65,000	65,000
- Director	30,000	30,000	30,000
Audit Committee			
- Chairman of the Audit Committee	20,000	20,000	20,000
- Member of the Audit Committee	15,000	15,000	15,000
Nomination and Remuneration Committee			
- Chairman of the Nomination and Remuneration Committee	20,000	20,000	20,000
- Member of the Nomination and Remuneration Committee	15,000	15,000	15,000
Risk Management Committee			
- Chairman of the Risk Management Committee	20,000	20,000	20,000
- Member of the Risk Management Committee	15,000	15,000	15,000
Executive Committee			
- Chairman of the Executive Committee	20,000	20,000	20,000
- Member of the Executive Committee	15,000	15,000	15,000

2. Bonus

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

Rate of Bonus Computed based on Net Profit after Legal Reserve Deduction		
2020	2021	2022
-	not exceeding 2%	not exceeding 2%

3. Other Benefits (None)

Remark:

- Directors who are involved with management and operations of the Company and receive salaries shall not be entitled to receive the meeting allowance.
- The meeting allowance for 2022 shall not exceed Baht 3,000,000.

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

Board of Directors' opinion: The Board agreed with the proposal of the Nomination and Remuneration Committee and deemed appropriate to propose the Annual General Meeting of Shareholders to approve the aforementioned remuneration of the Board of Directors for 2022.

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

Agenda Item 8 To approve appointment of the external auditor and determination of the audit fee for 2022

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 2022 from PricewaterhouseCoopers ABAS Ltd. as follows:

- 1) Mr. Vichien Khingmontri Certified Public Accountant No. 3977; or
- 2) Miss Sukhumaporn Wong-ariyaporn Certified Public Accountant No. 4843; 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 6 consecutive years, i.e. from 2016 to 2021. However, Miss Sukhumaporn Wong-ariyaporn 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 2022 at the rate of Baht 2,600,000 and acknowledged the audit fee for the Company's subsidiary for the year 2022 in the amount of Baht 200,000, which were the same rates applied in the previous year.

Comparison of Audit Fee

Detail (Baht)	2021	2022
Audit Fee of Sunsweet Public Company Limited	2,600,000	2,600,000
Audit Fee of Sunsweet International Co., Ltd.	200,000	200,000
Non-Audit Fee	-	-
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 2022 as proposed and to approve the audit fee of the Company for 2022 in the amount of Baht 2,600,000 and also acknowledge the audit fee of the Company's subsidiary for 2022 in the amount of Baht 200,000.

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

Agenda Item 9 To approve amendment of Clause 3 of the Memorandum of Association (Objectives) to be in line with laws and government regulations as well as to cover business which Company may operate in the future

Facts and Rationale: In order to amend the business objectives of the Company to be in line with laws and government regulations as well as to cover business which Company may operate in the future, the Company proposed the Annual General Meeting of Shareholders of 2022 to approve amendment of Clause 3 of the Memorandum of Association (Objectives) by amending a total of 5 items.

Board of Directors' opinion: The Board deemed appropriate to propose the Annual General Meeting of Shareholders to approve amendment of Clause 3 of the Memorandum of Association (Objectives) by amending a total of 5 items. as a result, after the amendment, the new Objectives of the Company (Amended Version) shall contain 44 clauses instead of 41 clauses. Details of the amendment shall be as follows:

Current Objectives	Amended or Added Objectives
Item 14. “To trade medicine, drugs, pharmaceutical products, chemicals, medical equipment, scientific equipment and appliances, <u>fertilizer, pesticide, plant and animal stimulant</u> ”	Item 14. “To trade medicine, drugs, pharmaceutical products, chemical products, medical equipment, scientific equipment”
Item 26. To trade agricultural seeds	Item 26. To trade, <u>produce and distribute agricultural seed, controlled seed, fertilizer, pesticide, agricultural chemicals, agricultural hazardous materials, plant and animal stimulants after receiving approval from relevant authority</u> ”
-	Item 42. “ <u>To operate business of research and development on products in the level of basic research, applied research, pilot research and development, and demonstration research, relating to processed food industry, biological industry, medical industry for purposes of preservation and development of quality, usefulness, life and efficiency of products specified in the objectives</u> ”
-	Item 43. “ <u>To operate business relating to farming, agriculture, smart farming and preservation of agricultural products</u> ”
-	Item 44. “ <u>To operate business of distribution of products and/or services specified in the objectives via vending machines</u> ”

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

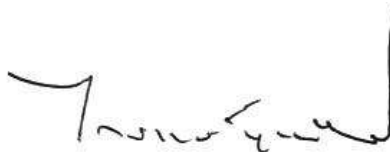
Agenda Item 10 Other (if any)

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 required information and sign the form. For a foreign shareholder who deposits shares in safeguard of custodian in Thailand, please choose and fill in the proxy in Form C.

Due to the outbreak of the coronavirus (COVID-19), the Board of Directors Meeting No. 1/2022 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 2022 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 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. Chaivot | Suntivong | Director/ Chairman of Risk Management Committee |

Management attended the Meeting

- | | | |
|----------------|----------------|------------------------------------|
| 1. Mr. Vira | Nopwattanakorn | Director of Accounting and Finance |
| 2. Mrs. Amphan | 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 | Kojamitr | 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. |
|----------------|-------------|----------------------------------|

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 192,780,000 (One Hundred Ninety-Two Million Seven Hundred Eighty Thousand 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 Sunswet 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 Sunswet 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



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

Name : Mr.Ongart Kittikhunchai
Age : 65 years old
Nationality : Thai
Address : No.9 Moo1, Toongsatok Sub-District,
Sanpatong District, Chiang Mai Province 50120
Position in the Company : Director/ Chairman of Executive Committee/
Member of Nomination and Remuneration Committee



No. of Rotation (term of office) : 3 Terms
Attendance at the Meeting during 2021 : Board of Directors' Meeting 6/6
Executive Committee' Meeting 10/10
Nomination and Remuneration Committee'
Meeting 2/2
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 2022 is 4 years and 7 months.)
Educational qualification : The Honorary Award Ceremony, Maejo University
Working Experiences : 1997 – Present - Director/ CEO Sunsweet Public Co.,Ltd.
2016 – Present - Director Chiang Mai Social Entreprise Co.,Ltd.
2014 – Present - Director Sosweet Co.,Ltd.
2014 – Present – Director Sunshine Travel Co.,Ltd.
2005 – Present - Director Sunsweet International Co.,Ltd.
2005 – Present - Director Sunsweet Bio Energy Co.,Ltd.
1992 – Present - Director Sunsweet Agrotech Co.,Ltd.
Training : Director Certification Program (DCP) 31/2016
by the Thai Institute of Directors Association (IOD)
Capital Market Leader Program (CMA) 26/2018
by Capital Market Academy
Chief Transformation Officer (CTO Course)
June 26 - August 28, 2019 by Market for Alternative Investment
Relationship : Mrs.Jiraporn Kittikhunchai's spouse
Ms. Morakot Kittikhunchai's brother,
Mrs. Suraporn Prasatngamloet's brother
The Company's securities holding as : 17,200,000 Ordinary shares, equal to 2.6667% of
paid up capital (Detail as of December 31, 2021)
In listed companies : None
Position in non-listed companies : 6 (Chiang Mai Social Entreprise Co.,Ltd., Sosweet Co.,Ltd.
Sunshine Travel Co.,Ltd., Sunsweet International Co.,Ltd.
Sunsweet Bio Energy Co.,Ltd.,Sunsweet Agrotech 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 : Mr.Chaiyot Suntivong
Age : 66 years old
Nationality : Thai
Address : No. 230/9 Moo 1 Chang Phueak, Muang,
Chiang Mai 50300
Position in the Company : Director/ Chairman of Risk Management Committee
No. of Rotation (term of office) : 3 Terms
Attendance at the Meeting during 2021 : Board of Directors' Meeting 6/6
Risk Management Committee' Meeting 4/4
Starting date of directorship : Sunsweet Co.,Ltd. – January 18, 2017
(Directorship tenure as of September 2017 is 7 months.)
Sunsweet Public Company Limited September 4, 2017
(Directorship tenure as of April 2022 is 4 years and 7 months.)
Educational qualification : Master's degree, Graduated School of Development Economics
National Institute of Development Administration
The Honorary Award Ceremony, Maejo University
Working Experiences : 2016 – Present - Director/ Chairman of Risk Management Committee
Sunsweet Public Co.,Ltd.
2018 – Present - Board of committee Information Technology
Service Center Chiang Mai University
1996 – 2013 - Lecturer Faculty of Business Administration
Chiang Mai University
Training : Director Certification Program (DCP) 141/2017
by the Thai Institute of Directors Association (IOD)
Relationship : None
The Company's securities holding as : 158,100 Ordinary shares, equal to 0.0024% of
paid up capital (Detail as of December 31, 2021)
In listed companies : None
Position in non-listed companies : None
In other organization that may cause : None
any conflict of interest to the Company



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

Name : Ms. Udomrat Akkarachinores
Age : 65 years old
Nationality : Thai
Address : No. 178/400 Moo 7, Nong Kwai,
Hang Dong District, Chiang Mai
Position in the Company : Director/ Member of the Audit Committee/
Independent Director
No. of Rotation (term of office) : None
Attendance at the Meeting during 2021 : None
Educational qualification : Master of Art, Western Michigan University, Kalamazoo, U.S.A.
Bachelor of Arts (Accounting), Chiang Mai University
Working Experiences : 2021 – Present – Consultant of Instrument Lab Limited Partnership
1989 – 2021 – Managing Director of Chiang Mai Pan Cargo Service
Co., Ltd.
Training : None
Relationship : None
The Company's securities holding as : 16,350 Ordinary shares, equal to 0.00002% of
paid up capital (Detail as of December 31, 2021)
In listed companies : None
Position in non-listed companies : None
In other organization that may cause : None
any conflict of interest to the Company



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 (Attachment 8).

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. Warapong Nandabhiwat

Director/ Chairman of the Nomination and Remuneration Committee/

Audit Committee/ Independent Director

In case of proxy to the Company's director, please send the completed proxy together with the required documents to the Company Secretary Office, Sunsweet Public Co., Ltd., No.9 Moo 1, Toongsatok Sub-District, Sanpatong District, Chiang Mai Province, 50120 **before April 12, 2022.**

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 votes of the shareholders presented at the meeting and cast their votes.
- For 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 Meeting

Mr. WarapongNandabhiwat

Position in the Company: Director/ Chairman of the Nomination and Remuneration Committee/
Audit Committee/ Independent Director

Age: 64 years

Address: No.245/2 Sukhumvit 21 Road, Khlong Toei Nuea Subdistrict, Watthana District, Bangkok
10110

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

- Having interest in agenda 7, which is “To approve remuneration of directors for 2022.”
- No special interest which is different from other directors in all agenda proposed at the 2022 Annual General Meeting of Shareholders

Remark: Details of profile of the Independent Director are shown in the Annual Report of 2021

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 2565 ในวันที่ 20 เมษายน 2565 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 2022, which will be held on April 20, 2022 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 ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

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 ซันสวีท 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 2565 ในวันที่ 20 เมษายน 2565 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 2022, which will be held on April 20, 2022, 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 2564

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

งงดออกเสียง

Approve

Disapprove

Abstain

วาระที่ 3 พิจารณารับทราบผลการดำเนินงานของบริษัทประจำปี 2564

Agenda 3: To acknowledge the Company's operating performance of 2021

วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง

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

- วาระที่ 4 พิจารณานุมัติงบการเงินประจำปี 2564 สิ้นสุดวันที่ 31 ธันวาคม 2564 ที่ผ่านการตรวจสอบจากผู้สอบบัญชีแล้ว

Agenda 4: To approve the audited financial statements for the fiscal year ended December 31, 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:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 5 พิจารณานุมัติการจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมาย และการจ่ายปันผล สำหรับผลการดำเนินงานประจำปี 2564

Agenda 5: To approve the allocation of net profit of 2021 as legal reserve and the dividend payments for the Company's operating performance of 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:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 6 พิจารณาแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ

Agenda 6: 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

6.1 นายองอาจ กิตติคุณชัย

Mr. Ongart Kittikhunchai

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

6.2 นายชัยยศ สันตวงษ์

Mr. Chaiyot Suntivong

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

6.3 นางสาวอุดมรัตน์ อัครชินโรศ

Ms. Udomrat Akkarachinores

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7 พิจารณานุมัติการกำหนดค่าตอบแทนกรรมการประจำปี 2565

Agenda 7: To approve remuneration of the directors for 2022

- (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 พิจารณาแต่งตั้งผู้สอบบัญชีประจำปี 2565 และกำหนดค่าสอบบัญชีประจำปี 2565

Agenda 8: To approve appointment of the external auditor and determination of the audit fee for 2022

- (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 พิจารณานุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 3. (วัตถุประสงค์) เพื่อให้สอดคล้องกับกฎหมาย และเป็นไปตามระเบียบของราชการ และครอบคลุมธุรกิจที่บริษัทจะดำเนินการในอนาคต

Agenda 9: To approve amendment of Clause 3 of the Memorandum of Association (Objectives) to be in line with laws and government regulations as well as to cover business which Company may operate in the future

- (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 10 เรื่องอื่น ๆ (ถ้ามี)
Agenda 10: 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 ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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 เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือเสมือนว่าข้าพเจ้าได้กระทำการเองทุกประการ

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 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

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. ในกรณีที่ส่ววาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ 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.

ใบประจำต่อแบบหนังสือมอบฉันทะ 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 2565 ในวันที่ 20 เมษายน 2565 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 2022, which will be held on April 20, 2022 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:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> 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:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ เรื่องเลือกตั้งกรรมการ (ต่อ)

Agenda Re: Election of directors (Continued)

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> งดออกเสียง
Approve	Disapprove	Abstain

ชื่อกรรมการ

Director's name

<input type="checkbox"/> เห็นด้วย	<input type="checkbox"/> ไม่เห็นด้วย	<input type="checkbox"/> 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

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

ในฐานะผู้ประกอบการธุรกิจเป็นผู้รับฝากและดูแลหุ้นให้กับ

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 2565 ในวันที่ 20 เมษายน 2565 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 2022, which will be held on April 20, 2022 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:

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

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

รวมสิทธิออกเสียงลงคะแนนทั้งหมด เสียง

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 2564

Agenda 2: To adopt the Minutes of Annual General Meeting of Shareholders of 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 3 พิจารณารับทราบผลการดำเนินงานของบริษัทประจำปี 2564

Agenda 3: To acknowledge the Company's operating performance of 2021

วาระนี้เป็นวาระเพื่อทราบ จึงไม่มีการลงคะแนนเสียง

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

วาระที่ 4 พิจารณานุมัติงบการเงินประจำปี 2564 สิ้นสุดวันที่ 31 ธันวาคม 2564 ที่ผ่านการตรวจสอบจากผู้สอบบัญชีแล้ว

Agenda 4: To approve the audited financial statements for the fiscal year ended December 31, 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 5 พิจารณานุมัติการจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมาย และการจ่ายปันผล สำหรับผลการดำเนินงานประจำปี 2564

Agenda 5: To approve the allocation of net profit of 2021 as legal reserve and the dividend payments for the Company's operating performance of 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 6 พิจารณาแต่งตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ

Agenda 6: 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

6.1 นายองอาจ กิตติคุณชัย

Mr. Ongart Kittikhunchai

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

6.2 นายชัยยศ สันติวงษ์

Mr. Chaiyot Suntivong

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

6.3 นางสาวอุดมรัตน์ อัครชิโนเรศ

Ms. Udomrat Akkarachinores

- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7 พิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการประจำปี 2565

Agenda 7: To approve remuneration of the directors for 2022

(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 พิจารณาแต่งตั้งผู้สอบบัญชีประจำปี 2565 และกำหนดค่าสอบบัญชีประจำปี 2565

Agenda 8: To approve appointment of the external auditor and determination of the audit fee for 2022

- (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 พิจารณาอนุมัติการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิ ข้อ 3. (วัตถุประสงค์) เพื่อให้สอดคล้องกับกฎหมาย และเป็นไปตามระเบียบของราชการ และครอบคลุมธุรกิจที่บริษัทจะดำเนินการในอนาคต
- Agenda 9: To approve amendment of Clause 3 of the Memorandum of Association (Objectives) to be in line with laws and government regulations as well as to cover business which Company may operate in the future

- (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 10 เรื่องอื่น ๆ (ถ้ามี)

Agenda 10: 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:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <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) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น 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 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

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. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น 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.

ใบประจำต่อแบบหนังสือมอบฉันทะ 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 2565 ในวันที่ 20 เมษายน 2565 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 2022, which will be held on April 20, 2022 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

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ชื่อกรรมการ

Director's name

- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> 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

SUNSWREET PUBLIC COMPANY LIMITED MAP

9 Moo.1 Toongsatok, Sanpatong, Chiang Mai



2021 Annual Report Requisition Form

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

Request for printed copy of... Please mark \surd in ()

1. The printed documents requested:

() Annual Report for the year 2021

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 2021 Annual Report before the date of the Shareholders’ Meeting, please submit the completed requisition form to the Company Secretary

by April 9, 2022

**Measures and Guidelines for the Meeting Attendees of
the 2022 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 10**, 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 COVID-19 screening 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 their outfits and sanitize their hands by alcohol gel provided. In a case where any attendee is at risk of being infected of COVID-19, such as having got a 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 been with or contacted patients or any person who has been confirmed infected by COVID-19 during 14 days prior to the meeting date, the Company reserves the right **not to allow such attendee to access the meeting room**, and request such person to grant a proxy to the Company's independent directors to vote on their behalf..

3.2 Attendance Requirements

- 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 government measures.

- 3.4 With respect to making an inquiry in the meeting room, for a purpose of public sanitation and maintaining of concise meeting time of not more than 1 hour and 30 minutes, shareholders or proxies with questions at the meeting are requested to write the questions on paper and send it to the Company’s staff. The Company will answer questions, which are related to agenda items, in the meeting room only.

If the situation changes or there are relevant government requirements affecting the holding of the AGM, the Company may modify any procedures to further comply with the situation or additional government measures. In this regard, the Company will notify shareholders via the Company’s website, www.sunsweetthai.com, as well as the Information Publishing System of the Stock Exchange of Thailand on its website.