

(English Translation Reviewed)

Ref. TFMAMA 403/2019

April 24, 2019

Subject: Notification of resolutions of the Annual General Meeting of Shareholders No. 2/2019
To: The Commission and Manager
The Stock Exchange of Thailand

Thai President Foods Public Company Limited would like to report the resolutions of the Annual General Meeting of Shareholders No. 2/2019 held on Wednesday, 24th April 2019 at 9.00 hours, at Pavilion A 8th floor, The Grand Fourwings Convention Hotel (Srinakarin), 333 Srinakarin Road, Huamark Subdistrict, Bangkok District, Bangkok 10240 as follows:

Agenda 1 **To Certify the Minutes of the Annual General Meeting of Shareholders No. 1/2018 to be held on Wednesday, 25th April 2018**

Resolution The meeting unanimously resolved to certify the minutes of the Annual General Meeting of Shareholders No. 1/2018, which was held on Wednesday, 25th April 2018.

The voting result was detailed as follows:

Voting	Number of votes	Percentage
Approve	278,182,073	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Voided ballot	0	0.0000

Agenda 2 **To Acknowledge the Report of the Board of Directors for the Year 2018**

Resolution The meeting resolved to acknowledge the report of the Board of Director for the year 2018.

Agenda 3 **To Consider and Approve of Financial Statement for the Year ended on December 31st, 2018**

Resolution The meeting unanimously resolved to approve of Financial Statement for the year ended on December 31st 2018.

The voting result was detailed as follows:

Voting	Number of votes	Percentage
Approve	278,191,994	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Voided ballot	0	0.0000

Agenda 4 **To Consider and Approve the Dividend Payment for the Year 2018**

Resolution

The meeting unanimously resolved to approve the dividend payment at the rate of Baht 3.92 per share and at the total amount of Baht 1,292.44 million or 50.05% of net profit in the Separate Financial Statements in compliance with the policy of dividend payment of the Company.

The Company has already paid an interim dividend for the operational results during the first half-year on Thursday, October 25th, 2018 at the rate of Baht 1.91 per share, totaling to Baht 629.74 million. Thus, the remaining dividend for the year 2018 shall be paid at the rate of Baht 2.01 per share, totaling to Baht 662.70 million as per following details,

- 1) Dividend payment of Baht 2.01 per share, or in an approximate total amount of Baht 662.70 million paid from the BOI promoted business net profit and retained earnings of which individual shareholders shall not be entitled to a tax credit under the Section 47 bis of the Code of revenue.
- 2) The said dividend distribution shall be payable to the Shareholders entitled to receive the dividend according to listed in the record date on Friday, 3rd May 2019.
- 3) The dividend payment will be made on Thursday, 23rd May 2019.

No legal reserve appropriation because the Company's legal reserve has reached the amount required by laws.

The voting result was detailed as follows:

Voting	Number of votes	Percentage
Approve	278,191,994	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Voided ballot	0	0.0000

Agenda 5 **To Approve the Election of the Directors to Replace Those Retiring by Rotation**

Resolution The meeting resolved to elect the each individual nominated person to be the Director of the Company.

The voting result was detailed as follows:

Voting Name of the Director	Approve (Percentage)	Disapprove (Percentage)	Abstain (Percentage)	Voided ballot (Percentage)
1) Mr. Boonsithi Chokwatana	276,371,634 (99.3456)	1,820,360 (0.6544)	0 (0.0000)	0 (0.0000)
2) Mr. Pipat Paniangvait	276,371,634 (99.3456)	1,820,360 (0.6544)	0 (0.0000)	0 (0.0000)
3) Mrs. Orathai Thongmeearkom	276,371,634 (99.3456)	1,820,360 (0.6544)	0 (0.0000)	0 (0.0000)
4) Professor Dr. Suwimon Keeratipibul	278,191,994 (100.0000)	0 (0.0000)	0 (0.0000)	0 (0.0000)
5) Mrs. Tongurai Limpiti	278,191,994 (100.0000)	0 (0.0000)	0 (0.0000)	0 (0.0000)

Thus, the Board of Directors of the Company for the year 2019, there were 15 directors as follows.

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|-------------------------------|--|
| 1) Mr. Boonsithi Chokwatana | 2) Mr. Pipat Paniangvait |
| 3) Mr. Suchai Ratanajajaroen | 4) Dr. Poj Paniangvait |
| 5) Mr. Kamthorn Tatiyakavee | 6) Mr. Apichart Thammanomai |
| 7) Mr. Boonchai Chokwatana | 8) Mr. Vathit Chokwatana |
| 9) Ms. Pojjana Paniangvait | 10) Mrs. Orathai Thongmeearkom |
| 11) Dr. Kulpatra Sirodom | 12) Thanpuying Angkab Punyashtithi |
| 13) Mr. Chaiwat Maraprygsavan | 14) Professor Dr. Suwimon Keeratipibul |
| 15) Mrs. Tongurai Limpiti | |

And there were 5 Independent Directors the Company; namely,

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|------------------------------|---------------------------------------|
| 1) Dr. Kulpatra Sirodom | 2) Thanpuying Angkab Punyashtithi |
| 3) Mr. Chaiwat Maraprygsavan | 4) Professor Dr. Suwimon Keeratipibul |
| 5) Mrs. Tongurai Limpiti | |

Agenda 6 **To Approve the Remuneration of the Directors**

Resolution

The meeting unanimously resolved to approval the remuneration of the Directors is not exceed Baht 15 million a year and the Committees in 2019 as following:

- 1) Meeting allowance : Paid to Board of Director, Nomination and Remuneration Committee, Risk Management Committee, Other Sub-Committee(If Any) attending meeting only
 - Chairman 12,000 Baht/Meeting
 - Director 10,000 Baht/Meeting
- 2) Quarter meeting allowance : Paid to Audit Committee
 - Chairman 60,000 Baht/Quarter
 - Director 30,000 Baht/Quarter
- 3) Annual reward : Paid to Board of Director 600,000 Baht/Person/Year.
- 4) Professional fee : Paid to the Chairman of the Board 200,000 Baht/Month.
- 5) Other remuneration : None

From the Annual General meeting of Shareholders approval until there is a change. The remuneration payment will not exceed the amount which approved by the General Meeting of Shareholders.

The voting result was detailed as follows:

Voting	Number of votes	Percentage
Approve	278,191,994	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Voided ballot	0	0.0000

Agenda 7 **To Approve the Appointment of the Auditors and the Determination of Their Remuneration for the Year 2019**

Resolution

The meeting unanimously resolved to approve the appointment of the auditors for the year 2019 from EY Office Limited with:

- 1) Mrs. Sarinda Hirunprasurtwutti, Certified Public Accountant No.4799 (the authorized signature in the Financial Statements of the Company for three consecutive years since 2017.) and/or
- 2) Mr. Wichart Lokatekrawee, Certified Public Accountant No.4451 (never be the authorized signature in the Financial Statements of the Company.) and/or
- 3) Ms. Siriwan Nitdamrong, Certified Public Accountant No.5906 (never be the authorized signature in the Financial Statements of the Company.)

The Board also proposes to the meeting to determine the remuneration of the auditors of the Company in 2019 as follows:

- 1) Audit Fee for annual financial statements of the Company and consolidated financial statements Baht 1,700,000
- 2) Audit Fee for quarterly financial statements of the company and consolidated financial statements (for 3 quarterly) Baht 1,200,000

Grand Total Baht 2,900,000

The said amount was not included the auditing fee of Baht 80,000 per certificate for BOI-promoted business which would be submitted to the Board of Investment to execute their privilege of income tax exemption. Additionally, in the case that the aforesaid auditors were unable to perform their duties, EY Office Limited will assign the other certified public accountant to serve as the auditor of the Company.

The voting result was detailed as follows:

Voting	Number of votes	Percentage
Approve	278,191,994	100.0000
Disapprove	0	0.0000
Abstain	0	0.0000
Voided ballot	0	0.0000

Please kindly be informed accordingly.

Sincerely Yours,

(Miss Sararath Tangsirimongkol)
Company Secretary

ACC/SN