



No. SAPPE 004/2024

Date: 18 April 2024

Subject: Resolutions of the 2024 Annual General Shareholders' Meeting

To: The President
The Stock Exchange of Thailand

Sappe Public Company Limited (the "Company") would like to report the resolutions of the 2024 Annual General Shareholders' Meeting ("AGM") held on 18 April 2024 at 13.30 hours, at Srinakarin 1 Room, 9th Floor, The Grand Fourwings Convention Hotel, 333 Srinakarin Rd., Huamak, Bangkok. In counting votes cast in each agenda, the Company will count the number of votes cast by the shareholders and proxy holders attending the AGM in person and by authorizing the Independent Directors as a proxy recorded in advance. It shall be divided into 3 categories as follows:

- 1) Agenda item which requires approval by majority vote from the shareholders who attend and cast their votes. The Company will calculate the voting count base by counting only the number of approval and disapproval votes, casted by the shareholders who attended the meeting and voted and excluding the number of abstain votes.
- 2) Agenda item which requires approval by votes of not less than two-thirds (2/3) of the total number of votes of shareholders who attend the meeting. The Company will calculate vote counting base by counting all votes ; approval, disapproval and abstention casted by the shareholders who attend the meeting including those having no right to vote.
- 3) Agenda item which requires approval by votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attend and are entitled to vote. The Company will calculate the voting count base by counting all votes ; approval, disapproval and abstention casted by the shareholders who attend and are entitled to vote, excluding the number of shareholders who attend and are not entitled to vote.

The Meeting has passed the resolution as follows:

Agenda 1 **Matter to be informed by Chairman**



Agenda 2 **To consider and approve the Minutes of the 2023 Annual General Shareholders' Meeting, held on 27 April 2023**

The vote casting;

Approved	253,135,900	votes or	100.0000%
Disapproved	0	votes or	0.0000%
Void Ballot	0	votes or	0.0000%
Abstained	0	votes or	-

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved the Minutes of the 2023 Annual General Shareholders' Meeting which was held on 27 April 2023.

Agenda 3 **To acknowledge the Company's operating results for the year 2023**

The meeting acknowledged the 2023 operating results of the Company.

Agenda 4 **To consider and approve the Company's Financial Statements for the year 2023, ended 31 December 2023**

The vote casting;

Approved	253,136,834	votes or	100.0000%
Disapproved	0	votes or	0.0000%
Void Ballot	0	votes or	0.0000%
Abstained	0	votes or	-

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved the Company's Financial Statements for the year 2023, ended 31 December 2023.

Agenda 5 **To consider and approve dividend payment from the Company's performance for the year 2023**

The vote casting;

Approved	253,136,834	votes or	100.0000%
Disapproved	0	votes or	0.0000%
Void Ballot	0	votes or	0.0000%
Abstained	0	votes or	-

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved dividend payment from the Company's performance for the year 2023 at 2.18 Baht per



share from net profit of the Company's performance during 1 January 2023 to 31 December 2023, totaling 672.10 million Baht (or 60% of net profit for the year specified on the separate financial statements), paid to shareholders who are entitled to receive the dividends as listed on the Record Date on 25 April 2024, and the company will pay dividends on 17 May 2024.

Agenda 6 To consider and re-elect the directors, who are due to retire by rotation

The vote casting;

Name of Directors	Approved	Disapproved	Void Ballot	Abstained
Mr. Natee Onin	251,308,186 votes 99.2776%	1,828,645 votes 0.7224%	0 vote 0.0000%	3 votes -
Mrs. Nirachara Siriamphankul	248,517,434 votes 98.1751%	4,619,400 votes 1.8249%	0 vote 0.0000%	0 votes -

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved the re-election of the **2 directors who are due to retire by rotation**, comprising Mr. Natee Onin, and Mrs. Nirachara Siriamphankul, as the Company's directors for another term.

Agenda 7 To consider and approve the remuneration for the Board of Directors and Sub-Committee for the Year 2024

The vote casting;

Approved	251,506,134	votes or	99.3558%
Disapproved	1,630,700	votes or	0.6442%
Abstained	0	votes or	0.0000%
Void Ballot	0	votes or	0.0000%

It is resolved that the meeting with not less than two-thirds (2/3) of the total votes of shareholders who were present at the meeting approved the remuneration of Baht 18,000,000 (eighteen million).

Agenda 8 To consider and appoint the Company's auditor and determine remuneration of the auditor for the year 2024

The vote casting;

Approved	253,136,834	votes or	100.0000%
Disapproved	0	votes or	0.0000%



Void Ballot	0	votes or	0.0000%
Abstained	0	votes or	-

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved the appointment of KPMG Phoomchai Audit Limited (“KPMG”) as Company’s auditor and one of the following names, to be the auditor of the Company and give opinion to the Company’s financial statements for the year 2024.

Name	Certified Public Accountant No.	Service Year as the Company’s auditor
Mr. Piyanat Singkhorn	11641	1 years (2023)
Ms. Marisa Tarathornbanpakul	5752	-
Ms. Sasitorn Pongadisak	8802	-

And approved to appoint the auditors of the direct subsidiaries, details as follow;

1. KPMG to be the auditor of Sappe Holding (Thailand) Company Limited

And approved to appoint the auditors of the indirect subsidiaries, details as follow;

1. KPMG to be the auditor of All Coco Group Company Limited and K Best Farm Company Limited
2. Peak Audit Company Limited to be the auditor of All Coco Company Limited
3. Stephen YS Chan & Co. to be the auditor of Sappe Hong Kong Company Limited and Sappe Trading (Hong Kong) Company Limited
4. Shanghai LiXin JiaCheng DongShen CPAs to be the auditor of Sappe Trading (Shanghai) Company Limited
5. KPMG R.G. Manabat & Co. to be the auditor of Sappe Philippines Corporation

The auditors’ remuneration of the Company and its direct and indirect subsidiaries for the year 2024 is totaled in an amount of not exceeding Baht 4,500,000. The 2024 remuneration includes audit fee, related expenses, for examples, transportation, document/printing, postal, communication expenses which shall not exceed 10% of the audit fee.

Please be informed accordingly.

Sincerely Yours,

(Ms. Piyajit Ruckariyapong)
Director and Chief Executive Officer