

26<sup>th</sup> March 2021

**Subject: Amendment of Agenda of the Annual General Meeting of Shareholders No.52 to be held on Friday 30<sup>th</sup> April 2021**

**To: The President  
The Stock Exchange of Thailand**

At a Special Board meeting No. 2/2021 held on 26<sup>th</sup> March 2021, the Board of Directors of Univanich Palm Oil Public Company Limited resolved to amend Agenda 5 of the Annual General Meeting of Shareholders No.52, to include the election of a new Independent Director.

Following that resolution to amend Agenda 5, the complete Notice and Agenda of the AGM will be as follows ;

Notice is hereby given that the 2021 Annual General Meeting of Shareholders of Univanich Palm Oil Public Company Limited will be held on **Friday 30<sup>th</sup> April 2021 at 09.00 hrs. at Pinnacle 4-5 Room, 4<sup>th</sup> Floor, Intercontinental Hotel, 973 Ploenchit Road, Patumwan, Bangkok** to consider the following agenda:

**Agenda 1: To ratify the Minutes of Annual General Meeting of Shareholder No. 51 held on 17<sup>th</sup> August 2020.**

Opinion of the Board of Directors : The Minutes of Annual General Meeting of Shareholder No. 51 of 17<sup>th</sup> August 2020 should be proposed for shareholder approval.

**Agenda 2: Directors' Annual Report on the Company's operating outcome from January to December 2020.**

Opinion of the Board of Directors : The Directors' Annual Report should be presented to the shareholders for their acknowledgement.

**Agenda 3: To consider and approve the Balance Sheet and the Statements of Profit and Loss for the year ending 31 December 2020.**

Opinion of the Board of Directors and the Audit Committee : The Balance Sheet and the Statements of Profit and Loss for the year 2020, as audited by Mr. Chaisiri Ruangritchai, Certified Public Accountant (Thailand) No. 4526 of PricewaterhouseCoopers ABAS Limited, should be approved.

**Agenda 4: To consider and approve the profit allocation.**

Opinion of the Board of Directors : It is proposed to pay a final dividend of Baht 0.17 per share to 940,000,000 ordinary shares held at the record date of 10<sup>th</sup> March 2021. Included in this payment per share the amount of Baht 0.17 per share is derived from non-tax exempted activity which was subject to corporate income tax of 20%. Payment is proposed to be made by 28<sup>th</sup> May 2021.

Combined with the interim dividend of Baht 0.10 per share paid in September 2020, the total dividend payments from 2020 profit will be Baht 0.27 per share, totaling Baht 253,800,000.

**Agenda 5: To elect Directors to replace those who will retire by rotation**

The directors to retire by rotation are Ms Supapang Chanlongbutra, Mrs Phortchana Manoch, Ms Kanchana Vanich, and Dr Palat Tittinutchanon.

Opinion of the Board of Directors : The directors recommend as follows:

5.1 That Dr Veerathai Santiprabhob be considered for election as an Independent Director and member of the Audit Committee, to replace Ms Supapang Chanlongbutra who will retire after 18 years service.

5.2 That Mrs Phortchana Manoch, Ms Kanchana Vanich and Dr Palat Tittinutchanon be considered for re-election to fill the remaining vacancies created by retiring directors.

**Agenda 6: To consider and approve the remuneration of Directors.**

Opinion of the Board of Directors : The Chairman's and the Directors' fees and expenses should remain unchanged from the previous year.

**Agenda 7: To consider and approve the appointment of auditor and fix the auditor's remuneration for the fiscal year 2021.**

Opinion of the Board of Directors : The Directors recommend that Ms. Varaporn Vorathitikul Certified Public Accountant (Thailand) No. 4474 or Miss Sukhumaporn Wong-ariyaporn, Certified Public Accountant (Thailand) No. 4843 and Mr. Vichien Khingmontri, Certified Public Accountant (Thailand) No. 3977 of PricewaterhouseCoopers ABAS Limited be appointed as the Company's Auditors for 2021 financial year, anyone of the above named being authorized to conduct the audit and express an opinion on the annual financial statements of the Company. In the absence of the above-named auditors, PricewaterhouseCoopers ABAS Limited is required to identify one other Certified Public Accountant with PricewaterhouseCoopers ABAS Limited to carry out the work.

The remuneration will be as follows :-

▪ Fee for quarterly review of the interim financial statements for 3 quarters (Baht 300,180 per quarter)	Baht	900,540.00
▪ Fee for audit of the financial statements for the year ending 31 December 2021	Baht	<u>969,600.00</u>
	Total	Baht <u>1,870,140.00</u>
▪ Audit of Profit per BOI Certificate	Baht	65,000.00

**Agenda 8: Other matters (if any).**

Opinion of the Board of Directors : The shareholders are free to ask any question and the Board will answer their queries.

Please be advised that the Board of Directors at their meeting No. 1/2021 on 24<sup>th</sup> February 2021 resolved to fix the Record Date as 10<sup>th</sup> March 2021 for determining the shareholders who have the right to attend the Annual General Meeting No. 52 and the right to receive the dividend payment.

All shareholders are therefore invited to attend the meeting at the time and place mentioned above. For any shareholders who cannot attend the meeting, you are invited to appoint a proxy by completing one of the attached proxy forms to be submitted to the Company Secretary at the meeting place, before the meeting commences.

Yours faithfully,

John Clendon  
Group CEO