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24<sup>th</sup> February 2023

**Subject: Dates of the 2023 Annual General Meeting of Shareholders and Proposed Payment of Dividends – revised agenda 5 (revised)**

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

The Board of Directors of Univanich Palm Oil Public Company Limited at their meeting No. 1/2023 held on 24<sup>th</sup> February 2023, passed the following resolutions:

To call the 54<sup>th</sup> Annual General Meeting of Shareholders to be convened on 28 April 2023 at Ballroom I, 5<sup>th</sup> Floor, Hyatt Regency Bangkok Sukhumvit Hotel, 1 Sukhumvit Soi 13 Road, Klongtoey Nua, Wattana, Bangkok 10110 at 09.00 hrs.

The meeting agenda to be as follows:-

**Agenda 1: To ratify the Minutes of Annual General Meeting of Shareholder No. 53 held on 22<sup>nd</sup> April 2022.**

Opinion of the Board of Directors: The Minutes of Annual General Meeting of Shareholder No. 53 of 22<sup>nd</sup> April 2022 should be proposed for shareholder approval.

**Agenda 2: To consider the Directors' annual report on the Company's operating outcome from January to December 2022.**

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 audit financial statements for the year ended 31 December 2022.**

Opinion of the Board of Directors and the Audit Committee: The audit financial statements for the year ended 31 December 2022, as audited by Ms. Varaporn Vorathitikul, Certified Public Accountant (Thailand) No. 4474 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 0.70 per share to 940,000,000 ordinary shares held at the record date of 10<sup>th</sup> March 2023. Included in this payment per share the amount of Baht 0.64 per share is derived from non-tax exempted activity which was subject to corporate income tax of 20% and Baht 0.06 is derived from tax exempted BOI promoted activities. Payment is proposed to be made by 26<sup>th</sup> May 2023. However, the entitlement to receive the dividends is uncertain because it has yet to be approved by the shareholders.

Combined with the interim dividend of Baht 0.30 per share paid in September 2022, the total dividend payments from net profit from 1 January 2022 – 31 December 2022 and retained earnings will be Baht 1.00 per share, totaling Baht 940,000,000.

**Agenda 5. To consider and approve the appointment of directors to replace those who retire by rotation**

The director to retire by rotation is (1) Mr. Apirag Vanich (2) Mr. John Clendon (3) Dr. Prote Sosothikul (4) Mr. Pramoad Phornprapha

Opinion of the Board of Directors: The directors recommend the shareholders to approve the re-appointment of 3 retiring directors to be Directors for another term namely ;

- 1) Mr. Apirag Vanich
- 2) Dr. Prote Sosothikul
- 3) Mr. Pramoad Phornprapha

As for Mr. John Clendon, who is due to retire by rotation, he has expressed his intent not to be nominated for re-election as a director for a further term. The effective date of this retirement will be after the AGM meeting of 28<sup>th</sup> April 2023.

**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 2023.**

Opinion of the Board of Directors : The Directors recommend that Miss Sukhumaporn Wong-ariyaporn, Certified Public Accountant (Thailand) No. 4843 or Ms. Varaporn Vorathitikul Certified Public Accountant (Thailand) No. 4474 and Mr. Vichien Khingmontri, Certified Public Accountant (Thailand) No. 3977 of PricewaterhouseCoopers ABAS Limited be appointed as the Company's Auditors for 2023 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: -

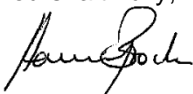
▪ Fee for quarterly review of the interim financial statements for 3 quarters (Baht 315,000 per quarter)	Baht	945,000.00
▪ Fee for audit of the financial statements for the year ending 31 December 2023	Baht	<u>1,018,000.00</u>
	Total	Baht <u>1,963,000.00</u>
▪ Audit of Profit per BOI Certificate	Baht	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. 1/2023 on 24<sup>th</sup> February 2023 resolved to fix the Record Date as 10<sup>th</sup> March 2023 for determining the shareholders who have the right to attend the Annual General Meeting No. 54 and the right to receive the dividend payment.

Yours faithfully,



Mr. Harry Brock  
Chief Executive Officer