

258 ถนนอ่าวลึก-แหลมสัก ต.ปอ. 8-9 อ.อ่าวลึก จ.กระบี่ 81110  
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26<sup>th</sup> April 2024

**Subject: Resolutions of Annual General Meeting of Shareholders No. 55  
held on 26<sup>th</sup> April 2024**

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

Univanich Palm Oil Public Co., Ltd. held the Annual General Meeting of Shareholders No. 55 on Friday 26<sup>th</sup> April 2024 at 09.00 hours by conducting the meeting via electronic means (E-AGM) at Univanich Conference room, Univanich Palm Oil Public Company Limited, No.258 Aoluk-Laemsak Rd., Tambon Aoluk Tai, Amphoe Aoluk, Krabi 81110

The meeting resolved as follows:-

1. To approve the minutes of the Annual General Meeting of Shareholders No. 54 held on 28<sup>th</sup> April 2023, by majority votes as follows:

• Approved	587,416,500	votes	or equal to	100.00%
• Disapproved	0	votes	or equal to	0.00%
• Abstained	0	votes	or equal to	0.00%
• Invalid ballots	0	votes	or equal to	0.00%

2. To acknowledge the Annual Report of the Board of Directors for the financial year 2023.

3. To approve the statements of financial position and statements of comprehensive income for the year ending 31<sup>st</sup> December 2023, by majority votes as follows:

• Approved	609,521,490	votes	or equal to	100.00 %
• Disapproved	0	votes	or equal to	0.00%
• Abstained	0	votes	or equal to	0.00%
• Invalid ballots	0	votes	or equal to	0.00%

Remark : During consideration of this agenda, there was additional 1 shareholder attended the meeting in person who represented 22,104,990 shares.

4. To pay a final dividend of Baht 0.45 per share from net profit, totaling Baht 423,000,000, held at the record date on 8<sup>th</sup> March 2024. Included in this payment per share, the amount of Baht 0.39 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 24<sup>th</sup> May 2024. Combined with the interim dividend of Baht 0.30 per share paid in September 2023, the total dividend payments of 2023 will be Baht 0.75 per share, totaling Baht 705,000,000

The meeting has passed the above resolution by majority votes as follows:

• Approved	609,521,490	votes	or equal to	100.00 %
• Disapproved	0	votes	or equal to	0.00%
• Abstained	0	votes	or equal to	0.00%
• Invalid ballots	0	votes	or equal to	0.00%

5. To approve the re-election of Dr. Phortchana Manoch, Ms. Kanchana Vanich, Dr. Palat Tittinutchanon, and Dr. Veerathai Santiprabhob as directors of the company, by majority as follows :

(1) Dr. Phortchana Manoch

• Approved	600,119,290	votes	or equal to	98.4574%
• Disapproved	9,402,200	votes	or equal to	1.5426%
• Abstained	0	votes	or equal to	0.00%
• Invalid ballots	0	votes	or equal to	0.00%

(2) Ms. Kanchana Vanich

• Approved	609,462,990	votes	or equal to	99.9904%
• Disapproved	58,500	votes	or equal to	0.0096%
• Abstained	0	votes	or equal to	0.00%
• Invalid ballots	0	votes	or equal to	0.00%

(3) Dr. Palat Tittinutchanon

• Approved	609,462,990	votes	or equal to	99.9904%
• Disapproved	58,500	votes	or equal to	0.0096%
• Abstained	0	votes	or equal to	0.00%
• Invalid ballots	0	votes	or equal to	0.00%

(4) Dr. Veerathai Santiprabhob

• Approved	609,462,990	votes	or equal to	99.9904%
• Disapproved	58,500	votes	or equal to	0.0096%
• Abstained	0	votes	or equal to	0.00%
• Invalid ballots	0	votes	or equal to	0.00%

6. To approve that the remuneration of the Board of Directors with the total amount is not to exceed Baht 15 million for the year 2024 as follows:-

Director fee : (monthly)

• Directors' Fee	Baht	37,500	Baht
• Chairman's Fee	Baht	56,250	Baht
• Chairman's Expenses	Baht	183,000	Baht
• Other benefit		-None-	

Meeting Allowance: (per meeting)

• Board of Directors (non-Executive)	Baht	30,000	Baht
• Chairman of Audit Committee	Baht	45,000	Baht
• Audit Committee members	Baht	37,500	Baht
• Nominating and Remuneration Committee	Baht	30,000	Baht
• Strategic Planning Committee	Baht	30,000	Baht

Performance Bonus

A bonus for all Non-Executive Directors is proposed to be paid, subject to the company achieving greater than 10% ROE (return on equity). As detail below:

ROE	% to consolidated revenue
0-10%	0%
10-14.99%	0.02%
over 15%	0.03%

The meeting has passed the above resolution by approved this matter with a vote of not less than two-thirds (2/3) as follows:

• Approved	609,521,490	votes	or equal to	100.00 %
• Disapproved	0	votes	or equal to	0.00%
• Abstained	0	votes	or equal to	0.00%
• Invalid ballots	0	votes	or equal to	0.00%

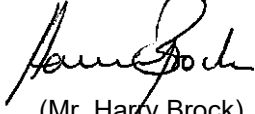
7. To appoint Ms. Sukhumaporn Wong-ariyaporn, Certified Public Accountant (Thailand) No. 4843 or Mr. Vichien Khingmontri, Certified Public Accountant (Thailand) No. 3977 or Ms.Nopanuch Apichatsatien, Certified Public Accountant (Thailand) No. 5266 of Pricewaterhouse Coopers ABAS Limited as the Company's auditors for 2024 financial year, 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 Auditors remuneration of Baht 1,963,000.00, and audit for BOI Certificate of Baht 65,000 per certificate, were approved.

The meeting has passed the above resolution by majority votes as follows:

• Approved	609,521,490	votes	or equal to	100.00 %
• Disapproved	0	votes	or equal to	0.00 %
• Abstained	0	votes	or equal to	0.00%
• Invalid ballots	0	votes	or equal to	0.00%

Please be informed accordingly.

Yours faithfully,



(Mr. Harry Brock)  
Chief Executive Officer