

#### R&B FOOD SUPPLY PUBLIC COMPANY LIMITED



Date April 19, 2022

Subject: Notification of Resolutions of the Annual General Meeting of Shareholders for the year 2022 (amended)

To: Directors and Managers

The Stock Exchange of Thailand

At Annual General Meeting of Shareholders of R&B Food Supply Public Company Limited ("**Company**") for the year 2022, on 19 April 2022 (the "**Meeting**") via electronic meeting (E-AGM) in accordance with the rules and regulations on electronic meetings, which the Company will broadcast live from the meeting room at Company's head office, 4th floor of Building 1, No. 77 Pho Kaeo 3, Khlong Chan Sub-district, Bang Kapi District, Bangkok 10240, a significant resolution is summarized as follows:

- 1. Acknowledged the Company's Operating Performance for the Year 2021
- 2. Approved the Separate Financial Statements and the Consolidated Financial Statements of the Company and its Subsidiaries for the Year 2021, Ended on 31 December 2021, and Acknowledged the Auditor's Report with the unanimous vote of the total number of votes of the shareholders who attend the meeting and cast their votes as follows:

Agreed	1,667,111,301	votes	equivalent to	100.0000	percent
Disagreed	-	votes	equivalent to	0.0000	percent
Abstained	102	votes	not being calcu	ılated)	

**Remark**: In this agenda item, there were 5 additional shareholders attending the Meeting, representing 11,200 shares.

3. Approved the allocation of net profits from the operating results for the year 2021 ended 31 December 2021 as legal reserve at the amount of THB 16,100,000 which is equivalent to the rate of not less than 5% of the annual net profit after deducting accumulated losses (separate financial statement) or equivalent to 0.81% of the registered capital (separated statements) and to consider and approve the payment of dividends from the operating results for the year 2021 in cash at the rate of THB 0.15 per share or a total dividend payment of THB 300,000,000, which is equivalent to 98.61% of the net profits after the deduction of tax and all other forms of reserves as stipulated by the law, paid from the annual net profit of the year 2021. The dividend payment is in accordance to the Company's dividend payment policy and the Record Date will be on 27 April 2022 and the dividend payment will be paid on 11 May 2022 majority vote of the total number of votes of the shareholders who attend the meeting and cast their votes as follows:

Agreed	1,667,111,301	votes	equivalent to	99.9999	percent
Disagreed	102	votes	equivalent to	0.0000	percent
Abstained	-	votes	not being calcu	ulated)	

สำนักงานใหญ่ : เลขที่ 77 ซอยโพธิ์แก้ว 3 แขวงคลองจั่น เขตบางกะปี กรุงเทพมหานคร 10240

Head Office : No. 77 Soi Pho Kaeo 3, Klongchan, Bangkapi, Bangkok 10240 Thailand.

Tel : 66-2946-6813-18 Fax : 66-2519-3311 เลขประจำตัวผู้เสียภาษี : 0-1075-61000-37-4





#### **R&B FOOD SUPPLY PUBLIC COMPANY LIMITED**

4. Approved the appointment of directors to replace 4 directors who retire by rotation for the year 2022 (There are 12 directors of the Company) to be re-elected for another term with the majority of the total number of votes of the shareholders who attend the meeting and cast their votes as follows:

(1)	(1) Mrs. Benjawan Ratanaprayul		Chairman of the Board of Directors, Independent Director, and Audit Committee				
		Agreed	1,666,903,000	votes	equivalent to	99.9927	percent
		Disagreed	120,302	votes	equivalent to	0.0072	percent
		Abstained	88,101	votes	(not being calcu	ılated)	
(2)	Mrs. Pet	tchara Ratanapo	oompinyo	Directo	r		
		Agreed	1,665,755,800	votes	equivalent to	99.9239	percent
		Disagreed	1,267,002	votes	equivalent to	0.0760	percent
		Abstained	88,601	votes	(not being calcu	ılated)	
(3) Lt. Col. Dr. Janjida Ratanapoompinyo		Directo	r				
		Agreed	1,601,153,000	votes	equivalent to	96.0486	percent
		Disagreed	65,869,802	votes	equivalent to	3.9513	percent
		Abstained	88,601	votes	(not being calcu	ılated)	
(4)	(4) Mr. Suranart Kittirattanadetch		Directo	r			
		Agreed	1,665,755,800	votes	equivalent to	99.9239	percent
		Disagreed	1,267,002	votes	equivalent to	0.0760	percent
		Abstained	88,601	votes	not being calcu	ılated)	

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5. Approved the Remuneration of Directors for the Year 2022 with details of the remuneration\*\*\* as follows:

The Board	Monthly Remuneration		Meeting Allowance per Time		Annual Remuneration **	
	Chairman	Director	Chairman	Director	Chairman	Director
Company Directors *	30,000	20,000	25,000	20,000	Not more	Not more
					than	than
					200,000	200,000
Audit Committee	-	-	25,000	20,000	-	-
Nomination and	-	-	25,000	20,000	-	-
Remuneration						
Committee						
Risk Management	-	-	25,000	20,000	-	-
Committee						
The Social	-	-	25,000	20,000	-	-
Responsibility and						
Sustainable						
Development						
Committee						

#### Note

- \* The Directors who also are Executive management of the Company shall not entitle to receive monthly remuneration.
- \*\*The annual rate of remuneration for the directors shall not exceed THB 200,000 per year in which Dr. Somchai Ratanapoompinyo or the person assigned by Dr. Somchai Ratanapoompinyo shall be able to allocate this amount to each director.
- \*\*\* No additional benefits.

In this regard, the determination of directors' remuneration and the Audit Committee for the year 2022 in the form of monthly remuneration, meeting allowance, annual remuneration and other compensation, in which the total amount shall not exceed THB 10,000,000 is equivalent to the rate approved by the Annual General Meeting of Shareholders for the year 2021. In addition, such compensation shall be effective from 1 January 2022 onward, until the annual general meeting of shareholders resolves to change otherwise. by at least two-thirds (2/3) of the total votes of the shareholders attending the meeting and entitled to vote as follows:

Agreed	1,667,111,301	votes	equivalent to	99.9999	percent
Disagreed	102	votes	equivalent to	0.0000	percent
Abstained	-	votes	equivalent to	0.0000	percent

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#### R&B FOOD SUPPLY PUBLIC COMPANY LIMITED

- 6. Approved the Appointment of the Auditor and the Audit fees for the Year 2022 as follows:
  - (1) To appoint the Company's auditor from PricewaterhouseCoopers ABAS Co., Ltd. as the following list to be the Company's auditors for the fiscal year 2022.

Ms. Sinsiri Tangsombay
 Ms. Sakuna Yamsakul
 Mr. Boonlert Kamonchanokul
 Certified Public Accountant No. 4906
 Certified Public Accountant No. 5339

They are empowered to conduct an audit, review and express an opinion on the Company's financial statements. In case the above listed auditors are unable to perform duties, PricewaterhouseCoopers ABAS Co., Ltd. shall assign another of its certified auditor to perform the audit in their place.

The PricewaterhouseCoopers ABAS Company Limited and the auditors listed above have no relationship and interests with the company management major shareholders of the company or related persons with such person.

(2) The remuneration for the audit fee of the Company for the year 2022 in the amount of THB 4,687,000 (Four million six hundred and eighty seven thousand baht) and acknowledge the audit fee for its subsidiaries (in Thailand) in the amount of THB 3,166,000 (Three million one hundred and sixty-six thousand baht), including the audit fees of the Company and its subsidiaries (in Thailand) with a total of, not more than, THB 7,853,000 (Seven million eight hundred and fifty-three thousand baht), excluding other expenses (Non-Audit Fee) and other expenses which may increase if the subsidiaries has increase its operation majority vote of the total number of votes of the shareholders who attend the meeting and cast their votes as follows:

Agreed	1,667,110,801	votes	equivalent to	99.9999	percent
Disagreed	602	votes	equivalent to	0.0000	percent
Abstained	-	votes	not being calcu	ulated)	

Please be informed accordingly.

Best regards

(Mr. Suranart Kittirattanadetch)

Chief Financial Officer

R&B Food Supply Public Company Limited

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