



# GFPT PUBLIC COMPANY LIMITED

PLANT: 209 MOO 1, TEPARAK RD., K.M. 20.5 BANGSAOTONG, SAMUTPRAKARN 10570, THAILAND TEL. 02-315-9400 FAX: 02-315-9433-6  
OFFICE: GFPT TOWER, 312, RAMA 2 ROAD, BANGMOD, JOMTHONG, BANGKOK 10150, THAILAND TEL: 02-473-8000, 02-473-8398

- Translation -

## Minutes of the Annual General Shareholders' Meeting in 2020

### GFPT Public Company Limited

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<b>Date</b>	Friday 3 <sup>rd</sup> April 2020
<b>Venue</b>	Company Conference Room, M Floor GFPT Tower, 312, Rama 2 Road, Bangmod, Jomthong, Bangkok 10150
<b>Attendees</b>	309 shareholders holding an aggregate number of 865,061,768 shares which accounted for
At closing time	68.99%
of the Meeting	- 29 self-attended shareholders, holding an aggregate number of 155,907,921 shares which accounted for 12.43% - 280 proxies, holding an aggregate number of 709,153,847 shares which accounted for 56.56% 5,988 shareholders did not attend the Meeting, holding an aggregate number of 388,759,232 shares which accounted for 31.01% Total number of shareholders was 6,297 holding 1,253,821,000 shares which accounted for 100.00%
<b>Directors Present at the Meeting (5 directors, representing 55.56%)</b>	
	1. Dr. Sathit Karanes Independent Director, Chairman of Audit Committee, Chairman of Nomination Remuneration and Governance Committee
	2. Mr. Paramet Hetrakul Independent Director and Audit Committee
	3. Mr. Thanathip Pichedvanichok Independent Director and Audit Committee
	4. Ms. Wannee Sirimongkolkasem Director
	5. Mr. Sujin Sirimongkolkasem Director
<b>Directors didn't Present at the Meeting</b>	
	1. Mr. Prasit Sirimongkolkasem Chairman
	2. Mr. Virach Sirimongkolkasem Vice Chairman and Managing Director
	3. Dr. Anan Sirimongkolkasem Director, Chairman of Executive Committee, Senior Deputy Managing Director, and Chief Financial Officer
	4. Mrs. Somsiri Ingpochai Director
<b>Auditor Present at the Meeting</b>	Mr. Naris Saowalaksakul, CPA No. 5369
<b>Witness to vote counting</b>	Volunteer from the shareholders' Meeting, (Mr. Rungwut Phutcharoen)
<b>Minutes Taker</b>	Dr. Jutamas Ingpochai (Company Secretary and Vice President Investor Relations)

The Meeting was called to order at 09:30 hrs.



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For the 2020 Annual General Shareholders' Meeting, the Company set or has precautionary measures and guidelines to prevent risk of the infection during the spread of COVID-19 which are in accordance with suggestions indicated by the Department of Disease Control, Ministry of Public Health and other related departments.

Dr. Jutamas Ingpochai, Company Secretary, introduced the Company's directors, executives, and auditor to the Meeting. There were 27 shareholders who attended the Meeting in person and 280 shareholders who attended the Meeting by proxies. Thus, total of 307 attendants holding an aggregate number of 860,061,818 shares, accounting for 68.60% of total outstanding shares of the Company, and thereby, constituting a quorum required under the Articles of Association of the Company. Dr. Jutamas Ingpochai, then, invited, the Chairperson to open the Meeting.

Dr. Sathit Karanes, Independent Director, acted as the Chairperson declared the Meeting open and welcomed the shareholders who attended the Meeting and appointed Dr. Jutamas Ingpochai, the Company Secretary, acted as the secretary of the Meeting and considered each agenda onwards.

The Company Secretary demonstrated the video presentation to explain Meeting procedures, vote casting, vote counting, examples of the correct voting card and the voided voting card, and voting results as follows:

#### Vote Casting:

- Shareholder(s) shall receive a voting card on each agenda upon registration to attend the Meeting. The shareholder or a proxy shall have the number of votes equal to number of shares held or obtained by proxy. One share shall equal to one vote.
- Shareholder(s) and proxies can indicate whether to "approve" "disapprove" or "abstain" by making only one mark in the voting card on each agenda.
- Shareholder(s) and proxies, who wish to vote "disapprove" or "abstain", shall mark "x" on the voting card and submit the voting card for vote counting.

#### Vote Counting:

- The Company uses barcode system for vote counting.
- For vote counting procedure, the votes "disapprove" or "abstain" shall be deducted from the total number of votes. Shareholders who do not return the ballot shall be deemed as voting in approval on the agenda item.
- Voting rules for a resolution on each agenda items are:
  - In case the resolution shall be passed by majority votes of the shareholders attending the Meeting and casting their votes, abstention would not be counted.
  - In case the resolution shall be passed by number of votes not less than two-thirds and three-quarters of the total votes of the shareholders attending the Meeting, abstention would be counted.
  - In case that shareholder uses proxy form B and indicates the vote on each agenda in advance, proxies shall not receive the voting card after registration. The Company shall record the vote as shown in the proxy form B at the registration to the Meeting.



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- In case that the shareholder or proxy wishes to leave the Meeting earlier, the shareholder or proxy may exercise rights to vote on the remaining agenda by submitting the voting card to the Company's officers at the Meeting room.

#### Vote Result:

- After completion of vote counting on each agenda, the resolution and voting result shall be announced to the Meeting and displayed on the screens.
- Number of votes on each agenda may be different as the shareholders and proxies gradually entered the Meeting room; as a result, the number of the attendees on each agenda may vary.
- After the announcement of voting result on the agenda item, voting card of previous agenda items shall not be counted.

#### Questions and Comments:

- To minimize risk of virus infection over the use of sharing microphone, shareholders and proxies can submit questions in writing to the Company's staffs in the Meeting room to pass over to the Company's Directors and Executives to answer in the Meeting. Any question not related to the agenda will be answered after all resolution has been completed.

The Company Secretary informed the Meeting that the Company provided an opportunity for shareholders to send questions and/or agendas in advance from 1 October 2019 to 30 December 2019. There is no question raised from shareholders.

The Company Secretary provided an opportunity for shareholders to raise questions about vote casting and vote counting.

For transparency of vote counting process, the Company Secretary invited a shareholder to be representative. Mr. Rungwut Phutcharoen, volunteered to be witness and inspector in the vote counting of the Meeting.

The Meeting then proceeded according to the agendas as follows:

#### **Agenda 1 To acknowledge the Company's 2019 operating results**

The Company Secretary informed the Meeting that the GFPT's operation result for the year 2019 was shown in the 2019 Annual Report (in QR Code format) which was sent to all shareholders together with the invitation letter of this Meeting and invited shareholders to watch the video presentation of 2019 operations results of the Company and its subsidiaries.

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment was raised. Thus, the Meeting acknowledged the Company's 2019 operating results.



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## Agenda 2 To consider and approve the consolidated and separate statements of financial position and statements of comprehensive income of GFPT PCL. and its subsidiaries for the year ended December 31<sup>st</sup>, 2019

The Company Secretary proposed the Meeting to consider and approve the consolidated and separate statements of financial position and statements of comprehensive income of GFPT PCL. and its subsidiaries for the year ended December 31<sup>st</sup>, 2019 as stated in the annual report. (Enclosures 1: 2019 Annual Report "Financial Statements" Section on page 167) had been sent to the shareholders together with the invitation letter of this Meeting as summarized below:

- As at 31 December 2019, the Company and its subsidiary companies had total assets in amount of THB 18,820 million, increased by THB 690 million or 3.81% from last year. The Company had total liabilities in amount of THB 5,205 million, decreased by THB 198 million or 3.67% from last year. The Company had total equities in amount of THB 13,615 million, increased by THB 889 million or 6.98% from last year.
- In 2019, the Company had total consolidated revenues of THB 16,864 million, increased by THB 217 million or 1.30% from last year. The consolidated net profit was THB 1,203 million, increased by THB 155 million or 14.75% from last year. The earning per share was 0.95 Baht. As the detail of the Company's operating results in the video presentation in the Agenda 1.

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment was raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes.

**Resolution:** The Meeting considered and resolved to approve the consolidated and separate statements of financial position and statements of comprehensive income of GFPT PCL. and its subsidiaries for the year ended December 31<sup>st</sup>, 2019. The resolution was passed by a unanimous vote of shareholders attending the Meeting and casting their votes. The voting result was as follows: -

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	859,394,318	100.00
Disapprove	0.00	0.00
Abstain	697,500	not constituted as voting base
Incomplete	0.00	0.00

## Agenda 3 To consider and approve dividend payment for year 2019 performance

The Company Secretary proposed the Meeting to consider and approve dividend payment for year 2019 performance.



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- The dividend policy of GFPT is set as to pay dividend not more than 50% of net profit of Company's separate financial statement after all deductions required by law or by the Company, subjected to the Company's cash flow, liquidity, future investment plans of the Company and its subsidiaries, and economic situation.
- In 2019, the separate financial statement of GFPT showed THB 318,308,823.37 or equivalent to THB 0.25 per share in net profit and carried no retained loss. GFPT has sufficient cash flow to pay dividend. In consideration of the future investment plan of GFPT and its subsidiaries, the Board considered and proposed the Meeting of Shareholders to approve the cash dividend payment for the year 2019 performance at the rate of THB 0.20 per share in the total amount of THB 250,764,200 equivalent to 78.78% of net profit of the separate financial statements. The dividend payment is higher than the Company's dividend policy. Dividend will be paid from net profit of separate financial statements for year 2019, in which shareholders must be deducted withholding tax.
- The date for determining the rights of shareholders to receive dividend payment will be on March 10<sup>th</sup>, 2020 (Record Date) and the dividend payment will be made on April 23<sup>th</sup>, 2020.

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment was raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes.

**Resolution:** The Meeting considered and resolved to approve dividend payment for year 2019 performance at rate of THB 0.20 per share in total amount of THB 250,764,200. The resolution was passed by a unanimous vote of shareholders attending the Meeting and casting their votes. The voting result was as follows: -

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	860,091,818	100.00
Disapprove	0.00	0.00
Abstain	0.00	not constituted as voting base
Incomplete	0.00	0.00

**Agenda 4** To consider and approve the appointment of directors in replacement of those who complete their terms by rotation in 2020

The Company Secretary informed the Meeting that there were 3 directors who are retiring by rotation in this year, namely:

- 1) Dr. Anan Sirimongkolkasem as Director
- 2) Mrs. Somsiri Ingpochai as Director
- 3) Mr. Paramet Hetrakul as Independent Director



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GFPT invited shareholders to nominate qualified candidates for the director position through the SET announcement and its website during 1 October 2019 to 30 December 2019. However, no shareholder nominated any qualified candidate.

The Nomination Remuneration and Governance Committee (excluding the committee members who may have conflict of interest) considered qualification of director and independent director in accordance with the nomination procedure. In consideration of various aspects of appropriate candidates including qualification, contribution, diversity among the Board of Directors, knowledge, work experience, and expertise.

The Nomination Remuneration and Governance Committee excluding the committee members who may have conflict of interest, proposed 3 retired directors by rotation to be re-elected to hold the position for another term as follow: -

- 1) Dr. Anan Sirimongkolkasem re-election as Director
- 2) Mrs. Somsiri Ingpochai re-election as Director
- 3) Mr. Paramet Hetrakul re-election as Independent Director

The 3 candidates' profiles of nominated directors for re-appointment of retired director by rotation are shown in the Enclosure 2.

Mr. Paramet Hetrakul, who has been proposed to be the Independent Director, hold qualifications in accordance with the Company's definition of independent director which is higher than minimum requirement of Securities and Exchange Commission (Enclosure 3). The Independent Director who has been proposed to be re-elected still perform and express the opinions independently.

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment was raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes for each proposed individual candidate as follows: -

**Resolution:** The Meeting considered and resolved to approve the re-election of 3 retiring directors: 1) Dr. Anan Sirimongkolkasem, 2) Mrs. Somsiri Ingpochai and 3) Mr. Paramet Hetrakul, to serve as the Company's directors for another term. The resolutions were passed for each individual director with majority vote of shareholders attending the Meeting and casting their votes. The voting results were as follows: -

**1) Dr. Anan Sirimongkolkasem to be re-election as Director**

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	785,922,588	91.38
Disapprove	74,168,730	8.62
Abstain	500	not constituted as voting base
Incomplete	0	0.00



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## 2) Mrs. Somsiri Ingpochai to be re-election as Director

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	833,663,106	96.93
Disapprove	26,428,212	3.07
Abstain	500	not constituted as voting base
Incomplete	0	0.00

## 3) Mr. Paramet Hetrakul to be re-appointed as Independent Director

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	824,541,529	95.87
Disapprove	35,549,789	4.13
Abstain	500	not constituted as voting base
Incomplete	0	0.00

### Agenda 5 To consider and approve the 2020 Board of Directors' remuneration

The Company Secretary announced that The Nomination Remuneration and Governance Committee has considered the directors' appropriateness of the directors' remuneration based on the above mentioned criteria and comparison with the Director Compensation Survey 2018 prepared by the Thai Institute of Directors (IOD) and proposed to maintain the rate of remuneration for directors similar to the approved rate from the 2019 Annual General Shareholders' Meeting as follow:

#### Monthly Remuneration

Chairman of the Board of Directors	50,000 Baht/Month
Chairman of Audit Committee and Independent Director	50,000 Baht/Month
Director of Audit Committee and Independent Director	45,000 Baht/Month
Director	45,000 Baht/Month

#### Annual Bonus

One month remuneration

Directors who are the company's employee will receive monthly remuneration and annual bonus excluded the remuneration as an employee of the company

#### Non-monetary compensation

- None -

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.



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No question and comment was raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes.

**Resolution:** The Meeting considered and resolved to approve the 2020 Board of Directors' remuneration. The resolution was passed with number of votes not less than two-thirds of the total votes of shareholders attending the Meeting. The voting results were as follows: -

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting
Approve	853,794,085	99.26
Disapprove	6,297,233	0.73
Abstain	500	0.0001
Incomplete	0	0.00

## Agenda 6 To consider and approve the appointment of auditor and the 2020 auditor's fee

The Company Secretary proposed the Meeting to consider and approve the appointment of auditor and auditors' remuneration for year 2020 as proposed by the recommendation of the Audit Committee. The Audit Committee has considered that Sam Nak – Ngan A.M.C. Company Limited is a reliable, well-perform, have sufficient and capable staffs, and offers reasonable fee. Thus, the Audit Committee proposed to the Board of Director to appoint the auditors namely:

1. Mr. Naris Saowalaksakul CPA No. 5369 or  
(He has initialed on the financial statements of the Company and its subsidiaries for 2 years since 2018)
2. Ms. Praphasri Leelasupha CPA No. 4664  
(Never certified in the Company's and its subsidiaries financial statements)

From Sam Nak – Ngan A.M.C. Company Limited. to be the auditor of Company and 5 subsidiary companies for the year 2020. In addition, the Audit Committee proposed the Board of Director to approve the audit remuneration of the Company and its 5 subsidiaries for the accounting year of 2020 in the amount of THB 3,630,000 same as audit fee of year 2019 (excluding VAT and other travelling expenses for auditing service outside Bangkok) as illustrated in the table below:

Audit Fee	Year 2019	Year 2020 (Proposed Year)
Audit Fee of GFPT PCL.	1,250,000.-	1,200,000.-
Audit Fee of 5 Subsidiaries	2,380,000.-	2,430,000.-
Non-Audit Fee	-	-
<b>Total Audit Fee</b>	<b>3,630,000.-</b>	<b>3,630,000.-</b>
<b>Change (%)</b>		-





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Besides, the auditors namely above have neither relationship nor conflict of interest with the Company, its subsidiaries, joint venture, management, major shareholders, or related persons. Thus, all proposed auditors are independent to perform audit activities and express their opinions for the Financial Statement of the Company and its subsidiaries.

The Company Secretary invited the shareholders attending the Meeting to raise questions and express their opinions.

No question and comment was raised. The Company Secretary thus asked the Meeting to consider the matter and cast their votes.

**Resolution:** The Meeting considered and resolved to approve the appointment of Mr. Naris Saowalaksakul CPA No. 5369 or Ms. Praphasri Leelasupha, CPA No. 4664 from Sam Nak – Ngan A.M.C. Company Limited. To be the auditors of the Company and its 5 subsidiaries for year 2020 and the auditor's fee for the year 2020 in the amount of THB 3,630,000. The resolution was passed by a unanimous vote of shareholders attending the Meeting and casting their votes. The voting result was as follows: -

Resolution	Number of votes (1 share = 1 vote)	Percentage of total number of votes of the shareholders attending the Meeting and casting their votes
Approve	865,061,268	100.00
Disapprove	0	0.00
Abstain	500	not constituted as voting base
Incomplete	0	0.00

## Agenda 7 Other businesses (if any)

The Company Secretary informed the Meeting that all agenda items as listed in the invitation letter had been completed and then invited the shareholders attending the Meeting to raise questions and express their opinions.

Summarization of the shareholders' opinions and questions was as follows:

<b>Khun Suparat Wuthinarongtrakul Shareholder</b>	<b>According to COVID-19 pandemic, is there any impact on sales and marketing of the Company?</b>
Dr. Jutamas Ingpochai Company Secretary and Vice President Investor Relations	COVID- 19 pandemic affected both Thailand and other countries. The Board of Directors has closely monitored situation and had opinion that there shall be an impact. However, we cannot quantify this impact yet. GFPT is a food manufacturer which may be affected by lower domestic consumption and export market. <b>According to above question, is there any plan to solve such problem?</b> Directors and executives have a marketing plan to increase sales channels such as delivery that can deliver food directly to consumers. For investment, we are expanding food processing plant in order to support new markets in the future.



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Khun Wichet Anantawet  
Shareholder

What about progress of fire accident? Is there any impact on foreign investment?

Dr. Jutamas Ingpochai  
Company Secretary and Vice  
President Investor Relations

According to fire accident which affected production capacity of cooked chicken products as reported through the Stock Exchange of Thailand. Normal production capacity was 2,000 metric tons per month. The 2 production lines, affected by fire accident, had production capacity of approximately 1,000 tons per month. Currently, the 2 production lines are closed for renovate and in process of ordering new machines. As for fresh chicken meat, it can be sold to customers for further processing. In addition, our 2 associated companies have helped to produce cooked chicken products that have mutual agreement with customers.

No further question and comment was raised, the Company Secretary informed the Meeting that the Company will post the minutes of 2020 Annual General Meeting of Shareholders, both in Thai and English, on the Company's website and distribute them via the SET Portal within 14 days from the meeting date. If shareholders have any queries or would like to correct on the minutes of Meeting, please notify or contact the Company Secretary within 1 month from release date. If there is no correction from shareholders, we will consider that shareholders certify the aforementioned minutes of Meeting.

Therefore, the Chairman thanked shareholders and declared the Meeting adjourned.

Additional shareholders arrived and registered after the Meeting started. At the closing time of the Meeting, there were 309 shareholders, who presented either in person or by proxy, representing 865,061,768 shares or 68.99% of total outstanding shares of the Company.

The Meeting was adjourned at 10.20 hrs.

- Signed -  
Signed ..... Independent Director

(Dr. Sathit Karanes)

Chairman of the Meeting

- Signed -  
Signed.....Corporate Secretary

(Dr. Jutamas Ingpochai)

Recorder of the Meeting