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บริษัท เชียงใหม่ฟรอสเฟูดส์ จำกัด (มหาชน)

149/34 ซอยแองโกลพลาซ่า ถนนสุรวงศ์ แขวงสุริยวงศ์ เขตบางรัก กรุงเทพฯ 10500

CHIANGMAI FROZEN FOODS PUBLIC COMPANY LIMITED.

149/34 Soi Anglo Plaza Surawongse Rd., Suriyawongse, Bangrak, Bangkok 10500 Thailand

Tel : (662) 634-0061-4, 238-4091 Fax : (662) 238-4090

24 April 2019

Subject: Resolution of the Annual General Meeting of Shareholder 2019
To: The President
The Stock Exchange of Thailand

Chiangmai Frozen Foods Public Company Limited (the "Company") would like to inform resolutions of the Annual General Meeting of Shareholders 2019 held on 24 April 2019 at 10.00 a.m., at Bon Vivant Room, Tawana Hotel. There were 56 shareholders who attended the Meeting in person and by proxy holding in aggregate 251,395,244 shares, representing approximately 65.96% of the total issued shares of the Company. However, as the meeting has started, there were additional 11 shareholders who attended the Meeting in person and by proxy holding which considered total 67 shareholders attended the meeting, represent 251,518,019 shares, equivalent to 65.99% of the total issued shares of the Company. The details of the resolutions are as follows:

1. To certify the minutes of the Annual General Meeting of Shareholder 2018

The resolution was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:

For	251,439,119	Votes or	100.00%
Against	-	Votes or	-
Abstain	-	Votes	
Void Ballots	-	Votes	

2. To acknowledge report of the Company's performance for the year 2018

The Meeting duly acknowledged the Company's annual report and the Board of Directors report on the Company's performance for the year 2018 as proposed.

3. To approve the Financial Statements for the year ended 31 December 2018 which audited by Independent Auditor.

The resolution was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:

For	251,506,771	Votes or	100.00%
Against	-	Votes or	-
Abstain	11,248	Votes	
Void Ballots	-	Votes	

4. To consider and elect the directors in replacement of directors retiring by rotation, by re-electing three directors retiring upon their term in 2019 which are 1) Mr. Prapas Pholpipattanaphong-Executive Director 2) Dr. Phusit Wonglorsaichon-Independent Director and 3) Miss Chutima Tangmatitham-Independent Director to be re-elected as Director and Independent Director, respectively.

The resolution for each director candidate was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:



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1) Mr. Prapas Pholpipattanaphong Executive Director

For	251,480,356	Votes or	100.00%
Against	-	Votes or	-
Abstain	37,663	Votes	
Void Ballots	-	Votes	

2) Dr. Phusit Wonglorsaichon Independent Director

For	251,441,446	Votes or	100.00%
Against	-	Votes or	-
Abstain	76,573	Votes	
Void Ballots	-	Votes	

3) Miss Chutima Tangmatitham Independent Director

For	251,441,446	Votes or	100.00%
Against	-	Votes or	-
Abstain	76,573	Votes	
Void Ballots	-	Votes	

Board of new directors of the company will consists of:

Name-Surname	Position
1. Mr. Prayoon Pholpipattanaphong	Chairman of Board of Company
2. Mr. Prapas Pholpipattanaphong	Chairman of Executive Committee
3. Mr. Ankoon Pholpipattanaphong	Managing Director
4. Mr. Lan, Mu - Chiou	Non-executive Director
5. Mr. Amnuay Yossuck	Independent Director
6. Mr. Ampon Ruayfupant	Independent Director
7. Dr. Phusit Wonglorsaichon	Independent Director
8. Miss Chutima Tangmatitham	Independent Director

5. To consider and approve the director's remuneration for the year 2019 as follows:

- To approve the remuneration for Directors for the year 2019 total 8 persons of each 400,000.-baht per year total amount 3,200,000.-baht.
- To approve the remuneration for Chairman of Audit Committee 40,000.-baht/month and remuneration for two Audit Committee of each 20,000.-baht/month total amount 960,000.-baht/year.

The resolution was passed by not less than two-thirds of the total number of votes of the shareholders and proxy holders who attended the meeting. The details are as follows:

For	251,451,156	Votes or	100.00%
Against	-	Votes or	-
Abstain	66,863	Votes	
Void Ballots	-	Votes	



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6. To consider and approve the appointment of Auditor and auditor's fee for the year 2019.

Names	CPA. No.	Auditing firm
1. Mr. Pradit Rodloytuk	0218	AST Master and/or
2. Miss Nongram Laohaareedilok	4334	AST Master

Either of them shall be inspector and certified Financial Statements of the Company and fix the auditing fee amount 865,000- Baht.

The resolution was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:

For	251,491,819	Votes or	100.00%
Against	-	Votes or	-
Abstain	26,200	Votes	
Void Ballots	-	Votes	

7. To approve the appropriation of net profits and the payment of dividend.

- Pay dividend at rate 0.11 baht per share to the shareholders amount 381,145,725 shares to amount 41,926,029.75 baht, when considered the interim dividend resolved by the Board of Company Meeting No. 5/2018 on October 8, 2018 at 0.10 Baht per share which equivalent to 38,114,572.50 Baht, paid on November 8, 2018, the total dividend is 0.21 Baht per share, totaling 80,040,602.25 Baht or 82.11% of net profit by pay from business of paid income tax 20% at rate 0.21 baht per share.
- Rate of dividend payment in the year 2018 was at 82.11% increased 1.32% when compared with dividend payment in the year 2017 that paid 80.79% and the rate of dividend payment in the year 2018 still higher than dividend payment policy at 60% of net profit.
- Dividend is deducted withholding tax 10%.
- The record date for the right to receive dividend would fall on 13 March 2019. Dividend will be paid to shareholders on 9 May 2019.

The resolution was passed by a majority vote of the shareholders and proxy holders who attended the meeting and cast their votes. The details are as follows:

For	251,491,819	Votes or	100.00%
Against	-	Votes or	-
Abstain	26,200	Votes	
Void Ballots	-	Votes	

Please be informed accordingly

Yours Faithfully

(Mr. Ankoon Pholpipattanaphong)
Managing Director