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บริษัท เชียงใหม่ฟรอสเซนฟู๊ดส์ 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 2024

Subject: Resolution of the Annual General Meeting of Shareholders 2024

To: The President

The Stock Exchange of Thailand

Chiangmai Frozen Foods Public Company Limited ("the Company") hereby notifies the resolution of the Annual General Meeting of Shareholders for the year 2024, held on Wednesday, April 24, 2024, at 10:00 a.m., conducted solely via Electronic Annual General Meeting (E-AGM) format, with live streaming from the Company's main meeting room at Chiangmai Frozen Foods Public Company Limited (Public) located at 149/34 Angkole Plaza Alley, Surawong Road, Surawong Sub-district, Bang Rak District, Bangkok. At the commencement of the meeting, 32 shareholders were present, represented by proxy, totaling 255,701,183 shares, equivalent to 67.09% of the total shares sold by the Company. The Company hereby announces the resolutions passed at the meeting as follows:

1. To certify the minutes of the Annual General Meeting of Shareholder 2023

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	255,699,368	Votes or	100.00%
Against	-	Votes or	-
Abstain	-	Votes	
Void Ballots	-	Votes	

2. To acknowledge the report of the Company's performance for the year 2023

The Meeting duly acknowledged the Company's annual report and the Board of Directors' report on the Company's performance for 2023 as proposed.

3. The financial statements for the year ended 31 December 2023, which an Independent Auditor audited, were approved.



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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	255,701,183	Votes or	100.00%
Against	-	Votes or	-
Abstain	-	Votes	
Void Ballots	-	Votes	

4. To approve the Omission of the allocation of net profit as legal reserves and the omission of the dividend payment from the operating result of the year 2023

The allocation of the net profit for the fiscal year 2023 has been approved, totaling 381,145,725 shares at a rate of 0.09 baht per share, amounting to 34,303,115 baht or 84.51 percent from the net profit after deducting the profit from debt restructuring from the consolidated financial statements. The net profit from the consolidated financial statements amounts to 100,419,787 baht, including the profit from debt restructuring already allocated at 59,827,726 baht, following the company's dividend payment policy. The dividend income is tax-exempt under the Investment Promotion Privileges (BOI). The company has set aside a reserve capital totaling 38,115,000 baht, equivalent to 10.00 percent of the current registered capital. Therefore, the company does not need to allocate operating profits for the fiscal year ending December 31, 2023, as additional legal reserves.

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	255,701,183	Votes or	100.00%
Against	-	Votes or	-
Abstain	-	Votes	
Void Ballots	-	Votes	

5. To consider and elect the directors in replacement of directors retiring by rotation by re-electing two directors retiring upon their term, which are 1) Mr. Ankoon Pholpipattanaphong



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(Executive Director/Managing Director), 2) Mr.Amphon Ruayfuphant, (Independent Director), and 3) Mr.Lan Mu Chiou to be (Director) 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:

5.1) Mr. Ankoon Pholpipattanaphong Executive Director/Managing Director

For	255,701,183	Votes or	100.00%
Against	-	Votes or	-
Abstain	-	Votes	
Void Ballots	-	Votes	

5.2) Mr. Amphon Ruayfupant Independent Director

For	255,701,183	Votes or	100.00%
Against	-	Votes or	-
Abstain	-	Votes	
Void Ballots	-	Votes	

5.3) Mr. Lan Mu Chiou Non-Executive Director

For	255,701,183	Votes or	100.00%
Against	-	Votes or	-
Abstain	-	Votes	
Void Ballots	-	Votes	



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The Board of new directors of the company will consist of:

Name-Surname	Position
1. Mr. Prayoon Pholpipattanaphong	Chairman of the Board of Directors
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
9. Mr. Peerapat Pholpipattanaphong	Executive Director
10. Mr. Lan, Ming - Te	Non-executive Director

6. The company will pay annual remuneration in May 2025 to consider and approve the compensation for directors and the Audit Committee for 2024.

- To approve the remuneration for 10 directors at 400,000.-Baht per person per year, total amount 4,000,000.-Baht.
- To approve the remuneration of the Chairman of the Audit Committee at 40,000.- Baht per month and the remuneration of two Audit Committee members at 20,000.- Baht per person per month, totaling 960,000.-Baht per year.

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

For	255,701,183	Votes or	100.00%
Against	-	Votes or	-
Abstain	-	Votes	
Void Ballots	-	Votes	



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7. To consider and approve the appointment of auditor and audit fee for the year 2024 as follows:

	Names	CPA. No.	Auditing firm
1.	Miss Nongram Laohaareedilok	4334	AST Master and/or
2.	Mrs. Pornthip Lerttanongsak	7633	AST Master
3.	Ms. Sunantha Khamsook	8207	AST Master
4.	Ms. Chamaporn Rodloytuk	9211	AST Master

Either shall be the auditor, certify the Company's financial statements, and set the audit fee at 1,250,000 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	255,701,183	Votes or	100.00%
Against	-	Votes or	-
Abstain	-	Votes	
Void Ballots	-	Votes	

8. Other matter (If any)

The Thai Investors Association (represented by proxy) has proposed considering a hybrid meeting format in accordance with its policy.

The meeting acknowledged this proposal and will be further considered at the next meeting.

Please be informed accordingly.

Yours Faithfully,

-Mr. Ankoon Pholpipattanaphong-

Managing Director