



**Invitation to the 2024 Annual General Meeting of Shareholders
Thai Beverage Public Company Limited**

Monday, 29 January 2024 at 10.00 a.m.

Plenary Hall, 1st Floor, No. 60 Queen Sirikit National Convention Center, Ratchadaphisek Road,
Khlong Toei Sub-district, Khlong Toei District, Bangkok 10110, Thailand



Thai Beverage Public Company Limited

8 January 2024

Re: Invitation to the 2024 Annual General Meeting of Shareholders

To: All Shareholders of Thai Beverage Public Company Limited

- Enclosures:
1. Copy of the Minutes of the 2023 Annual General Meeting of Shareholders
 2. Annual Report together with the report of Board of Directors and the Consolidated Financial Statements of the Company and its subsidiaries for the year ended 30 September 2023
 3. Details of dividend payment, the appropriation for legal reserve and the determination of the Book Closure Date for dividend payment
 4. Opinion of the Nomination Committee, list of names and profiles of directors retiring by rotation who are nominated to be re-elected as directors for another term
 5. Opinion of the Remuneration Committee on the payment of director remuneration
 6. Details of the appointment of the auditor and the determination of the remuneration for the year 2024
 7. Details of the Renewal of Shareholders' Mandate for Interested Person Transactions (Shareholders' Mandate)
 8. Guideline for Shareholder to Submit Questions before the Meeting, Access to the Documents, Documents and Evidences Required for Attending the Meeting, and Personal Data Protection Notice for the Meeting
 9. Proxy Form
 10. Map of the Meeting Place

The Board of Directors of Thai Beverage Public Company Limited (the **"Company"**) invite you to attend the 2024 Annual General Meeting of Shareholders (the **"Meeting"**) on Monday, 29 January 2024 at 10.00 a.m. (Bangkok time) at Plenary Hall, 1st Floor, No. 60 Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok 10110, Thailand, to consider the following agenda.

Agenda 1 Adoption of the Minutes of the 2023 Annual General Meeting of Shareholders which was held on 27 January 2023 (Enclosure 1)

Opinion of the Board of Directors: The shareholders are recommended to adopt the Minutes of the 2023 Annual General Meeting of Shareholders.

Agenda 2 Acknowledgement of the business operation for the year ended 30 September 2023 and the report of the Board of Directors (Enclosure 2)

Opinion of the Board of Directors: The shareholders are recommended to acknowledge the business operation for the year ended 30 September 2023 and the report of the Board of Directors.



Sangsom bldg., 14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900, Thailand

Tel: +66 2 785 5555 Fax: +66 2 272 3026 www.thaibev.com Register 0107546000342

Agenda 3 Approval of the Financial Statements for the year ended 30 September 2023 together with the Auditor Report (Enclosure 2)

Opinion of the Board of Directors: The shareholders are recommended to approve the Financial Statements for the year ended 30 September 2023 together with the Auditor Report.

Agenda 4 Approval of the dividend payment and the appropriation for legal reserve and the determination of the Book Closure Date for dividend payment (Enclosure 3)

Opinion of the Board of Directors: It is appropriate to report to shareholders on the interim dividend payment made on 9 June 2023 at Baht 0.15 (fifteen satang) per share, the total amount paid was Baht 3,768,713,101 (Baht three billion seven hundred sixty-eight million seven hundred thirteen thousand one hundred and one), and there was no additional appropriation as the Company's legal reserve has already met the requirement in compliance with the laws.

The shareholders are recommended to approve the declaration of dividend payment for the operating results of the year 2023 for this time at Baht 0.45 (forty-five satang) per share, the total amount to be paid is Baht 11,306,139,305 (Baht eleven billion three hundred and six million one hundred thirty-nine thousand three hundred and five) to the shareholders whose names appear in the share register of the Company on 8 February 2024 and there will be no additional appropriation as the Company legal reserve has met the requirement in compliance with the laws. In this connection, the Company determines to pay dividend on 28 February 2024.

Agenda 5 Approval of the election of directors to replace those who retire by rotation and the determination of director authorities (Enclosure 4)

5.1 Election of the directors to replace those who retire by rotation

Opinion of the Board of Directors: In the 2024 Annual General Meeting of Shareholders, there are 6 directors who shall be retired by rotation, namely:

1. Ms. Potjanee Thanavarani
2. Dr. Chatri Banchuin
3. Assoc. Prof. Dr. Kritika Kongsompong
4. Mr. Wee Joo Yeow
5. Mrs. Busaya Mathelin
6. Mr. Thapana Sirivadhanabhakdi

The Board of Directors, except the directors who are proposed for re-election, agreed with the endorsement of the Nomination Committee to recommend the shareholders to approve the re-election of the directors who retired by rotation to be directors for another term as follows:

1. Ms. Potjanee Thanavarani
2. Dr. Chatri Banchuin
3. Assoc. Prof. Dr. Kritika Kongsompong
4. Mr. Wee Joo Yeow
5. Mrs. Busaya Mathelin
6. Mr. Thapana Sirivadhanabhakdi

5.2 Determination of the director authorities

Opinion of the Board of Directors: The shareholders are recommended to approve the determination of authorization of the directors to sign for and on behalf of the Company as follows:

"Any two directors jointly sign with the Company's seal affixed except Ms. Potjanee Thanavarani, Mr. Piyasakol Sakolsatayadorn, Mr. Timothy Chia Chee Ming, Mr. Khemchai Chutiwongse, Mr. Chatri Banchuin, Mrs. Kritika Kongsompong, Mr. Wee Joo Yeow, Mr. Pasu Loharjun, and Mrs. Busaya Mathelin."

Agenda 6 Approval of the payment of director remuneration for the period from January 2024 to December 2024 (Enclosure 5)

Opinion of the Board of Directors: The shareholders are recommended to approve the director remuneration for the period from January 2024 to December 2024 according to the Remuneration Committee's endorsement of the amount not to exceed Baht 40,000,000 (Baht forty million) and authorize the Chairman to allocate the remuneration as deemed appropriate.

Agenda 7 Approval of the appointment and the determination of the remuneration for the Company's auditor for the year 2024 (Enclosure 6)

Opinion of the Board of Directors: The shareholders are recommended to approve the appointment of any one of the following persons:

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| 1. Ms. Nittaya Chetchotiros | Certified Public Accountant No. 4439; or |
| 2. Ms. Yuwanuch Thepsongvaj | Certified Public Accountant No. 5371; or |
| 3. Ms. Kanokorn Phooriphanyawanit | Certified Public Accountant No. 10512; or |
| 4. Ms. Nadsasin Wattanapaisal | Certified Public Accountant No. 10767 |

of KPMG Phoomchai Audit Ltd. to be the auditor of the Company and determine the auditor remuneration for the financial statements for one year beginning on 1 October 2023 and ending on 30 September 2024 in the amount of Baht 10,872,000 (Baht ten million eight hundred seventy-two thousand), which was higher than the fee paid last year because the Company had expanded its business and thus the Company required more auditing process.

Agenda 8 Approval of the purchase of Directors & Officers Liability Insurance (D&O Insurance) for directors and executives

Opinion of the Board of Directors (excluding the directors who are considered as interested persons):

The shareholders are recommended to approve the D&O Insurance for directors and executives with the Indara Insurance Public Company Limited in the limitation of liability of Baht 1,000,000,000 (Baht one thousand million) and the total premium including stamp duties and VAT for one-year period is at Baht 3,759,980 (Baht three million seven hundred fifty-nine thousand nine hundred eighty).

Agenda 9 Approval of the renewal of the Shareholders' Mandate for Interested Person Transactions (Shareholders' Mandate) (Enclosure 7)

Opinion of the Board of Directors: That for the purposes of Chapter 9 of the Listing Manual of the SGX-ST:

- approval be given for the renewal of the mandate for the Company, its subsidiaries and associated companies which are considered "entity at risk" within the meaning of Rule 904(2) of the Listing Manual of the SGX-ST or any of them to enter into any of the transactions falling within the types of interested person transactions as set out in the Enclosure 7 to this Invitation to the 2024 Annual General Meeting of Shareholders with any party who is of the class of interested persons described in the Appendix, provided that such transactions are carried out in the normal course of business, at arm's length and on normal commercial terms and in accordance with the guidelines of the Company for interested person transactions as set out in the Appendix ("**Shareholders' Mandate**");
- the Shareholders' Mandate shall, unless revoked or varied by the Company in general meeting, continue in force until the conclusion of the next Annual General Meeting; and
- authority be given to the Directors to complete and do all such acts and things (including executing all such documents as may be required) as they may consider necessary, desirable or expedient to give effect to the Shareholders' Mandate as they may think fit.

The shareholders are recommended to approve the renewal of the Shareholders' Mandate as attached. The Shareholders' Mandate if approved by shareholders will authorize the interested person transactions as set out in the Appendix and recurring in the year and will empower the Directors to do all acts necessary to give effect to the Shareholders' Mandate. The authority unless previously revoked or varied by shareholders at a meeting of shareholders of the Company, will expire at the next annual general meeting of the Company.

Agenda 10 Other business (if any)

The register of the shareholders of the Company will be closed from Monday, 8 January 2024, for the purpose of determining the rights of the shareholders to attend and to vote at the 2024 Annual General Meeting of Shareholders.

Please attend the meeting on the date, at the time and place as described above. In the case of proxy appointment, shareholder(s) and/or proxy holder(s) are required to submit the signed proxy forms and return together with their evidences in accordance with the instructions as per the details in the enclosure (i) to the Office of Corporate Secretariat of Thai Beverage Public Company Limited, at Sangsom Building, 6th Floor, 14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900, Thailand no later than 24 hours before the time fixed for the Meeting or (ii) at the venue of the Meeting before the Meeting commences, and for the attention of the Company Secretary.

Depositors and Depository Agents with shares of the Company standing to the credit of their securities accounts with The Central Depository (Pte) Limited (“**CDP**”) are not recognized under Thai law as shareholders of the Company and are not entitled to attend and vote at the shareholders meeting, or appoint their own proxies. CDP will dispatch to the Depositors and Depository Agents Voting Instruction Form(s) which will set out the resolutions to be considered at the shareholders meeting. Depositors and Depository Agents may direct CDP to exercise their voting rights in respect of the number of shares credited to their securities accounts by completing the Voting Instruction Form and returning it to CDP no later than 5.00 p.m. (Singapore time) on Friday, 19 January 2024.

All shareholders who appear in the share registration book as at 8 January 2024 and Depositors and Depository Agents with shares of the Company standing to the credit of their securities accounts with the CDP as at 5.00 p.m. (Singapore time) on Friday, 5 January 2024 (“**CDP Investors**”) are permitted to submit substantial and relevant questions in advance of the Meeting. Submissions of questions for the Meeting shall be made either (i) by post to (a) the Office of Corporate Secretariat of Thai Beverage Public Company Limited, at Sangsom Building, 6th Floor, 14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900, Thailand; or (b) Share Registry Services, Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, Keppel Bay Tower #14-07, Singapore 098632; or (ii) by electronic mail to the Company at ir@thaibev.com, no later than 4.00 p.m. (Bangkok Time) or 5.00 p.m. (Singapore time) on Friday, 19 January 2024. The Guideline for Shareholders to Submit Questions before the Meeting can be found in Enclosure 8 as attached.

By Order of the Board of Directors

Nantika Ninvoraskul
Company Secretary

Thai Beverage Public Company Limited

Minutes of the 2023 Annual General Meeting of Shareholders

Held on 27 January 2023

At Grand Hall I, 2nd Floor, The Athenee Hotel Bangkok

A Luxury Collection Hotel, No. 61 Wireless Road, Lumpini Sub-district

Pathumwan District, Bangkok and via Zoom video conference

Attending Directors

1. Mr. Charoen Sirivadhanabhakdi	Chairman
2. Ms. Potjanee Thanavarani	Independent Director and Audit Committee Chairman
3. Clinical Professor Emeritus Piyasakol Sakolsatayadorn, M.D.	Independent Director and Audit Committee Member
4. Mr. Timothy Chia Chee Ming*	Independent Director and Audit Committee Member
5. Adjunct Prof. Khemchai Chutiwongse	Independent Director and Audit Committee Member
6. Dr. Chatree Banchuin	Independent Director
7. Assoc. Prof. Dr. Kritika Kongsompong	Independent Director
8. Mr. Wee Joo Yeow*	Independent Director
9. Mrs. Busaya Mathelin	Independent Director
10. Dr. Pasu Loharjun	Independent Director
11. Mr. Vivat Tejapaibul	Director
12. Mr. Panote Sirivadhanabhakdi	Director
13. Mr. Thapana Sirivadhanabhakdi	President and CEO
14. Mr. Ueychai Tantha-Obhas	Director and Senior Executive Vice President
15. Mr. Sithichai Chaikriangkrai	Director and Senior Executive Vice President
16. Dr. Pisanu Vichiensanth	Director and Senior Executive Vice President

Absent Director

1. Khunying Wanna Sirivadhanabhakdi	Vice Chairman
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* Attended the Meeting via Zoom video conference.

There were 4 auditors from KPMG Phoomchai Audit Ltd. attending the Meeting, namely Ms. Nittaya Chetchotiros, Certified Public Accountant No. 4439, Ms. Yuwanuch Thepsongvaj, Certified Public Accountant No. 5371, Ms. Kanokorn Phooriphanyawanit, Certified Public Accountant No. 10512, and Ms. Nadsasin Wattanapaisal, Certified Public Accountant No. 10767.

The Meeting was duly convened at 10.00 hrs.

Mr. Charoen Sirivadhanabhakdi, Chairman, was the Chairman of the Meeting (the “**Chairman**”) with the abovementioned attending directors.

Ms. Nantika Ninvoraskul, Company Secretary, informed the Meeting that currently, there were 40 shareholders attending the Meeting either by themselves or by appointment of proxies, holding a total of 21,778,058,335 shares, and representing 86.693 percent of all issued and sold shares of the Company. The number of attending shareholders was more than 25 shareholders and the number of shares was more than one-third of all issued and sold shares of the Company, thus constituting a quorum of the Meeting as required by the Company’s Articles of Association.

The Chairman thanked the Shareholders for attending the 2023 Annual General Meeting of Shareholders and declared the Meeting duly convened. He assigned Ms. Potjanee Thanavaranit, Independent Director and Audit Committee Chairman, and the Company Secretary to conduct the Meeting according to the agenda.

Ms. Potjanee introduced the abovementioned attending directors and auditors, and informed the Meeting that due to the COVID situation and travel restrictions, the Company's directors, namely Mr. Timothy Chia Chee Ming, Independent Director and Audit Committee Member, and Mr. Wee Joo Yeow, Independent Director, would attend the Meeting via electronic means.

The Company Secretary informed the Meeting that the Company would collect, use, and disclose personal information including pictures, sounds, and videos of all shareholders to facilitate the preparation of the minutes and the Meeting. The Shareholders can find the Personal Data Protection Policy of the Company in the attachment to the Invitation to the Annual General Meeting of Shareholders and on the Company's website. Prior to the consideration of the Meeting agenda, the Company Secretary informed the Meeting of the voting procedure as follows:

1. Number of shareholders attending the Meeting reflects number of registered shareholders on a real-time basis. Therefore, number of shares and shareholders attending the Meeting might be subject to increase or decrease in the case that the Shareholders are out of the Meeting room or leave the Meeting early.
2. The voting will be made openly.
3. Shareholders will be entitled to one vote per one share.
4. As the Shareholders or their proxies are attending the AGM on their own accord, the counted votes are considered the direct votes of the Shareholders and the proxies. In this connection, the "Approve" vote shall not be marked in the ballot.
5. Shareholders who attend the Meeting in person or the proxies who are appointed with the right to consider and cast their votes at their discretion and wish to cast "Disapprove" or "Abstain from voting" votes shall mark in the ballot for the agenda being considered and raise hand(s) so that the ballot(s) will be collected by the Company officers.

In this regard, in case shareholders cast their votes by making more than one mark in one ballot, for example marking a tick in both "Approve" and "Disapprove", or not making any

The vote-counting will be done by deducting the number of "Disapprove" votes and "Abstain from voting" votes from the total number of shareholders and their proxies present at the AGM.

However, in the case that the Shareholders have appointed proxies and have voted on all agenda, the proxies, who have already been tallied by the Company share registrar officers, shall not cast their votes again in the Meeting.

In the case that the Shareholders or the proxies are not able to attend the whole Meeting and wish to cast "Disapprove" vote for any agenda, they shall give the ballot(s) to the Company officers.

6. After the consideration on each agenda and the Shareholders have cast their votes or notified their abstention from voting, and the ballots were collected, the consideration of the next agenda will begin immediately while the counting of the ballot ensues. When the result of the votes on the previous agenda has been tallied, the Meeting will be informed of the voting result accordingly, and the voting for the agenda shall be considered final for the agenda of which the result is announced.
7. The Shareholders who have interests on a specific agenda will not be entitled to vote on that agenda.
8. The Meeting will be conducted in Thai according to the sequence of the agenda, whereby Ms. Orn Eungkaneungdeja will provide English interpretation for Singaporean Directors and foreign shareholders via earphones.
9. Should foreign shareholders make any inquiries prior to casting votes in each agenda, Ms. Namfon Aungsutornrungsi will provide Thai interpretation for the Meeting via microphone.
10. Following the vote-counting, the Company Secretary will announce the results of the votes to the Meeting.

In this regard, numbers of shares and shareholders attending the Meeting in each agenda may vary in accordance with the number of registered attendants at that time.

Then, Ms. Potjanee introduced the vote-counting committee members who were representatives from the Company's departments as follows:

1. Mr. Somsak Sae-Kuay Vice President, Office of Internal Audit
2. Ms. Chusri Prasertsin Assistant Vice President, Office of Legal Affairs
3. Ms. Passorn Tumrongsiskul Senior Manager - Corporate Secretariat and Legal Affairs

and invited one representative of shareholders to witness the vote-counting. In this regard, Ms. Tiparoon Srihasuttitit, a proxy, volunteered to witness the vote-counting. In addition, Ms. Pakkinai Phakkahn, a representative from KPMG Phoomchai Audit Ltd., was invited to be the independent scrutineer.

Due to additional registered attendants, there were 41 shareholders in total attending the Meeting either by themselves or by appointment of proxies, holding a total of 21,785,908,255 shares, and representing 86.7242 percent of all issued and sold shares of the Company.

Thereafter, Ms. Potjanee conducted the Meeting according to the following agenda:

Agenda 1 Adoption of the Minutes of the 2022 Annual General Meeting of Shareholders which was held on 28 January 2022

Ms. Potjanee Thanavarani proposed the Meeting to consider and adopt the Minutes of the 2022 Annual General Meeting of Shareholders which was held on 28 January 2022 as per the details in the copy of the Minutes which was delivered to the Shareholders, together with the Invitation to the Meeting.

No shareholders requested amending the Minutes. The Meeting was proposed to consider this matter and cast the vote. The voting results of the Shareholders who attended the Meeting and cast their votes were as follows:

Approval	Disapproval	Abstention
21,720,956,317 votes	23,173,600 votes	41,778,338 votes

This represented 99.8934 percent of the total votes of shareholders who attended the Meeting and cast their votes.

The Meeting duly considered, and the Shareholders who attended the Meeting and cast their votes passed the resolution with the majority vote to adopt the Minutes of the 2022 Annual General Meeting of Shareholders as proposed in all respects.

Agenda 2 Acknowledgement of the business operation for the year 2022 ended 30 September 2022 and the report of the Board of Directors

Ms. Potjanee Thanavarani invited Mr. Thapana Sirivadhanabhakdi, President and CEO, to report the business operation for the year 2022 ended 30 September 2022 and the report of the Board of Directors.

Mr. Thapana, as the representative of the Board of Directors, presented the video presentation of the performance of the Company for the year 2022 ended 30 September 2022 and the report of the Board of Directors as follows:

With improvement in COVID-19 pandemic situation throughout 2022 which led to reopening of national borders and easing of social restrictions, ThaiBev had drawn upon our solid foundation and competitiveness to deliver strong financial and operating performance for the year ended 30 September 2022. Total sales revenue for the year rose 13.2% to Baht 272,359 million, amid higher demand for our products post-reopening, as well as price adjustments across our portfolio during the year. Net profit grew 26.2% to Baht 34,505 million, due to an improvement in operational efficiency and cost optimization.

Our spirits business turned in a stable performance in 2022, with sales revenue rising 1.0% to Baht 116,177 million year-on-year, on the back of successful efforts to reinforce our strong market positions in Thailand and Myanmar. In Thailand, Ruang Khao and Hong Thong continued to be the number one white spirit and brown spirit brands respectively, while SangSom continued to enjoy healthy demand and rising sales. In Myanmar, operating conditions had been challenging but we had adapted very well - the Grand Royal Group delivered a solid business performance, maintaining its position as the number one whisky in Myanmar and generating strong positive cash flow. We had also proactively undertaken price adjustments, which partially mitigated the impact of higher raw material and packaging costs. Spirits business delivered stable net profit of Baht 21,902 million in 2022.

Our beer business benefited from the resumption of dine-in services at food and beverage outlets, as well as social activities such as concerts and events in Thailand and Vietnam. Consequently, the beer business recorded a 23.5% increase in sales revenue to Baht 122,489 million, on the back of a 14.5% rise in sales volume. Net profit jumped 143.6% to Baht 7,597 million, taking into account price adjustments across the beer portfolio as well as improvement in production efficiency to partially offset higher costs of raw materials and packaging. To enhance our competitive advantage, we continued to expand the use of digital technology to improve our effectiveness and precision in sales area management. By closely analyzing consumer behaviors in a timely manner, we were able to better adjust our marketing strategy accordingly. In Vietnam, we continued to prioritize brand-building to position Bia Saigon as the National Pride of Vietnam. We had also achieved effective cost optimization by implementing SABECO 4.0, the strategic and digital transformation program, in our operations in Vietnam.

Our non-alcoholic beverage business saw robust recovery during the year. Resumption of dine-in services at restaurants, stronger demand for drinking water, carbonated soft drinks and ready-to-drink tea products led to a 14.6% increase in sales revenue to Baht 17,432 million. Net profit amounted to Baht 586 million, a 27.8% improvement from the preceding year, due to the improvements in production efficiency and implementation of cost-saving initiatives. We leveraged the trend of health consciousness to introduce new products under the health and wellness category, such as products with low or zero sugar and zero calory. We also continued to strengthen our brand positioning through the launch of a variety of campaigns to target young consumers.

Similarly, our food business recovered and generated significant growth in 2022. Sales revenue increased 45.7% year-on-year to Baht 16,433 million, also driven by the resumption of dine-in services at our restaurants. Net profit jumped 177.1% to Baht 376 million in 2022. This was mainly due to an increase in sales, as well as the prudent management of distribution costs and administrative expenses. We continued to drive brand awareness and accessibility of our food products by ramping up innovation with new restaurant concepts and new styles of food outlets. To optimize our investment, we expanded our restaurant outlets on an asset-light basis and placed greater focus on food outlets outside shopping malls. Additionally, the team also leveraged synergies across our food and beverage businesses, e.g., introduction of Oishi green tea and SO Coffee in the Group's KFC franchise outlets.

On the sustainability front, we had announced our target to achieve net-zero emissions by 2040 and launched our sustainability strategy themed "Enabling Sustainable Growth," with clear environmental, social and governance initiatives and targets throughout ThaiBev Group. Going forward, we would continue to do our part in promoting sustainability development and the Sufficiency Economy Philosophy, while working closely with business partners to ensure that we operate in a socially and environmentally responsible manner.

Thereafter, Mr. Thapana expressed his gratitude towards all shareholders, customers, partners and parties from all sectors for their constant support and unwavering trust in the Company. He also expressed his appreciation to the Board of Directors, the senior management team and all employees for their determination and dedication to overcome the challenges faced throughout the year. The Company would continue to do its best to deliver greater value to all stakeholders, while adhering to the highest environmental, social and governance standards.

No shareholders made any further inquiries.

The Meeting acknowledged the business operation for the year ended 30 September 2022 and the report of the Board of Directors as per the details proposed in all respects.

Thereafter, Ms. Potjanee proceeded to Agenda 3.

Agenda 3 Approval of the Financial Statements for the year ended 30 September 2022 together with the Auditor Report

Ms. Potjanee Thanavarant invited Mr. Sithichai Chaikriangkrai, Director and Senior Executive Vice President, to report the opinion of the Audit Committee regarding the Company's Separate and Consolidated Financial Statements for the year ended 30 September 2022.

Mr. Sithichai reported the opinion of the Audit Committee. The Audit Committee opined that the Company had prepared essential and credible financial reporting in accordance with the financial reporting standards, complete with adequate disclosure of interested person transactions or transactions with potential conflicts of interest; that it commanded good corporate governance, and sufficiently appropriate risk management and internal control system; and that it had fully complied with all relevant legislation and regulations for its businesses. He also reported the financial highlights of the Company for the year ended 30 September 2022.

Ms. Potjanee informed the Meeting that the Board of Directors deemed it appropriate to propose the Meeting to consider and approve the Financial Statements for the year ended 30 September 2022 together with the Auditor Report, which had been reviewed by the Audit Committee and audited by the Certified Public Accountants as per the details appeared in the 2022 Annual Report.

No shareholders made any further inquiries. The Meeting was proposed to consider this matter and cast the vote. The voting results of the Shareholders who attended the Meeting and cast their votes were as follows:

Approval	Disapproval	Abstention
21,720,157,517 votes	23,173,600 votes	42,577,138 votes

This represented 99.8934 percent of the total votes of shareholders who attended the Meeting and cast their votes.

The Meeting duly considered, and the Shareholders who attended the Meeting and cast their votes passed the resolution with majority vote to approve the Financial Statements for the year ended 30 September 2022 together with the Auditor Report, as per the details proposed in all respects.

Agenda 4 Approval of the dividend payment and the appropriation for legal reserve and the determination of the Book Closure Date for dividend payment

Ms. Potjanee Thanavarant invited Mr. Sithichai Chaikriangkrai to report the opinion on the dividend payment and the appropriation for legal reserve, and the determination of the Book Closure Date for dividend payment.

Mr. Sithichai informed the Meeting that the Company proceeded with the appropriation of profits from the operating results of the year 2022 at Baht 0.60 (Sixty satang) per share. The total amount paid was Baht 15,072,532,692 (Baht fifteen billion seventy-two million five hundred thirty-two thousand six hundred ninety-two). In addition, the interim dividend payment was made on 10 June 2022 at Baht 0.15 (Fifteen satang) per share, which was calculated according to the total number of issued and paid-up shares of 25,120,887,820 shares on the Book Closure Date on 30 May 2022. The total amount paid was Baht 3,768,133,173 (Baht three billion seven hundred sixty-eight million one hundred thirty-three thousand one hundred seventy-three). In this regard, the Board of Directors deemed it appropriate to propose the Shareholders Meeting to approve the dividend payment from the remaining profit at Baht 0.45 (Forty-five satang) per share to the Shareholders whose names would appear in the Company's share register on 7 February 2023, which was calculated according to the total number of issued and paid-up shares of 25,120,887,820 shares on 27 January 2023, which was the date of the 2023 Annual General Meeting. The total amount paid was Baht 11,304,399,519 (Baht eleven billion three hundred and four million three hundred ninety-nine thousand five hundred nineteen). There was no appropriation for legal reserve since the legal reserve of the Company met the requirement in compliance with the laws. Nevertheless, the total dividend to be paid was subject to number of shareholders on the Book Closure Date on 7 February 2023. In this regard, the dividend would be paid on 24 February 2023.

No shareholders made any further inquiries. It was deemed that the Meeting acknowledged the interim dividend payment. The Meeting was proposed to consider this matter and cast the vote. The voting results of the Shareholders who attended the Meeting and cast their votes were as follows:

Approval	Disapproval	Abstention
21,720,956,317 votes	23,173,600 votes	41,778,338 votes

This represented 99.8934 percent of the total votes of shareholders who attended the Meeting and cast their votes.

The Meeting duly considered, and the Shareholders who attended the Meeting and cast their votes passed the resolution with majority vote to approve the dividend payment with no additional appropriation as the legal reserve of the Company and the determination of the Book Closure Date for dividend payment as per the details proposed in all respects.

Agenda 5 Approval of the election of the directors to replace those who retire by rotation, the appointment of new directors, and the determination of director authority

Ms. Potjaneer Thanavarani informed the Meeting that there were 2 items under this Agenda as follows:

5.1 Election of the directors to replace those who are due to retire by rotation

Ms. Potjaneer informed the Meeting that pursuant to Article 11 of the Company's Articles of Association, one-third of the directors shall retire by rotation in 2023 Annual General Meeting. The names of 6 directors who shall retire by rotation for this year were as follows:

- | | |
|---------------------------------------|---|
| 1. Mr. Charoen Sirivadhanabhakdi | Chairman |
| 2. Khunying Wanna Sirivadhanabhakdi | Vice Chairman |
| 3. Mr. Timothy Chia Chee Ming | President and CEO |
| 4. Adjunct Prof. Khemchai Chutiwongse | Independent Director and Audit Committee Member |
| 5. Dr. Pasu Loharjun | Independent Director |
| 6. Mr. Vivat Tejapaibul | Director |

In order for the Meeting to independently express opinions and vote on this agenda, Mr. Charoen Sirivadhanabhakdi, Mr. Timothy Chia Chee Ming, Adjunct Prof. Khemchai Chutiwongse, Dr. Pasu Loharjun, and Mr. Vivat Tejapaibul, directors who retire by rotation, expressed the intention to leave the physical and/or Zoom meeting room temporarily until the voting on this agenda was completed.

The Board of Directors, except the directors who were proposed for re-election, agreed with the endorsement of the Nomination Committee to propose the Meeting to consider and cast their votes for the re-election of each director who retired by rotation to be directors for another term.

Therefore, the Meeting was proposed to consider and cast their votes for the re-election of each of 6 directors who retired by rotation to be directors for another term. The profiles of the 6 directors who retired by rotation were as appeared in the enclosure to the agenda.

No shareholders made any further inquiries. The Meeting was proposed to consider the matter.

The Meeting duly considered and cast their votes individually for the election of each director. The voting results of the Shareholders who attended the Meeting and cast their votes were as follows:

The names of the directors proposed to be re-elected to be directors for another term:

1. Mr. Charoen Sirivadhanabhakdi

Approval	Disapproval	Abstention
21,083,775,946 votes	616,379,971 votes	85,752,338 votes

This represented 97.1595 percent of the total votes of shareholders who attended the Meeting and cast their votes.

2. Khunying Wanna Sirivadhanabhakdi

Approval	Disapproval	Abstention
20,552,256,737 votes	1,150,480,980 votes	83,170,538 votes

This represented 94.6989 percent of the total votes of shareholders who attended the Meeting and cast their votes.

3. Mr. Timothy Chia Chee Ming

Approval	Disapproval	Abstention
21,701,061,477 votes	27,368,600 votes	57,478,178 votes

This represented 99.8740 percent of the total votes of shareholders who attended the Meeting and cast their votes.

4. Adjunct Prof. Khemchai Chutiwongse

Approval	Disapproval	Abstention
21,701,060,477 votes	27,368,300 votes	57,478,178 votes

This represented 99.8740 percent of the total votes of shareholders who attended the Meeting and cast their votes.

5. Dr. Pasu Loharjun

Approval	Disapproval	Abstention
21,701,060,777 votes	27,369,300 votes	57,478,178 votes

This represented 99.8740 percent of the total votes of shareholders who attended the Meeting and cast their votes.

6. Mr. Vivat Tejapaibul

Approval	Disapproval	Abstention
21,672,807,225 votes	71,322,692 votes	41,778,338 votes

This represented 99.6719 percent of the total votes of shareholders who attended the Meeting and cast their votes.

After due consideration, the Shareholders who attended the Meeting and cast their votes passed the resolution with majority vote to approve the re-election of the following persons to be the Company's directors for another term:

1. Mr. Charoen Sirivadhanabhakdi	Chairman
2. Khuninging Wanna Sirivadhanabhakdi	Vice Chairman
3. Mr. Timothy Chia Chee Ming	President and CEO
4. Adjunct Prof. Khemchai Chutiwongse	Independent Director and Audit Committee Member
5. Dr. Pasu Loharjun	Independent Director
6. Mr. Vivat Tejapaibul	Director

5.2 Determination of director authority

Ms. Potjane informed the Meeting that the Board of Directors deemed it appropriate to determine the director authority to sign for and on behalf of the Company in order to be in accordance with Item 5.1 as follows:

"Any two directors jointly sign with the Company's seal being affixed except Ms. Potjane Thanavaranit, Mr. Piyasakol Sakolsatayadorn, Mr. Timothy Chia Chee Ming, Mr. Khemchai Chutiwongse, Mr. Chatri Banchuin, Mrs. Kritika Kongsompong, Mr. Wee Joo Yeow, Mr. Pasu Loharjun, and Mrs. Busaya Mathelin."

No shareholders made any further inquiries. The Meeting was proposed to consider the matter.

The Meeting duly considered and cast their votes in order to determine the director authority to sign for and on behalf of the Company. The voting results of the Shareholders who attended the Meeting and cast their votes were as follows:

Approval	Disapproval	Abstention
21,720,956,317 votes	23,173,600 votes	41,778,338 votes

This represented 99.8934 percent of the total votes of shareholders who attended the Meeting and cast their votes.

The Meeting duly considered, and the Shareholders who attended the Meeting and cast their votes passed the resolution with majority vote to approve the determination of director authority as per the details proposed in all respects.

Agenda 6 Approval of the payment of director remuneration for the period from January 2023 to December 2023

Ms. Potjane Thanavaranit informed the Meeting that the Board of Directors endorsed to propose the Shareholders Meeting to approve the payment of director remuneration for the period from January 2023 to December 2023 following the endorsement of the Remuneration Committee. The Remuneration Committee considered and opined that it was appropriate to propose to the Shareholders for approval of the director remuneration in the total amount not exceeding Baht 40,000,000 (Baht forty million) per year, and that the Chairman of the Board of Directors be authorized to allocate the remuneration as deemed appropriate.

Since this agenda involved the determination of director remuneration, the following shareholders who held director positions (totaling 217,387,665 votes) were considered interested persons and, therefore, shall abstain from voting:

1. Mr. Vivat Tejapaibul
2. Mr. Panote Sirivadhanabhakdi
3. Mr. Thapana Sirivadhanabhakdi
4. Mr. Ueychai Tantha-Obhas
5. Mr. Sithichai Chaikriangkrai
6. Dr. Pisanu Vichiensanth

No shareholders made any further inquiries. The Meeting was proposed to consider this matter and cast the vote. The voting results of the Shareholders who attended the Meeting and were entitled to cast their votes were as follows:

Approval	Disapproval	Abstention
21,497,464,396 votes	31,013,337 votes	41,778,338 votes

This represented 99.6625 percent of the total votes of shareholders who attended the Meeting and cast their votes.

The Meeting considered and resolved, with voting not less than two-thirds of total votes of shareholders who attended the Meeting and were entitled to cast their votes, to approve the director remuneration for the period from January 2023 to December 2023 in the total amount not exceeding Baht 40,000,000 (Baht forty million) per year, and to authorize the Chairman of the Board of Directors of the Company to allocate the remuneration as deemed appropriate as per the details proposed in all respects.

Agenda 7 Approval of the appointment and determination of the remuneration for the Company's auditor for the year 2023

Ms. Potjaneer Thanavarant informed the Meeting that, for the fiscal year 2023, the Audit Committee endorsed to propose the Board of Directors to further propose the Shareholders Meeting to approve the appointment of any one of the following persons:

1. Ms. Nittaya Chetchotiros, Certified Public Accountant No. 4439, or
2. Ms. Yuwanuch Thepsongvaj, Certified Public Accountant No. 5371, or
3. Ms. Kanokorn Phooriphanyawanit, Certified Public Accountant No. 10512, or
4. Ms. Nadsasin Wattanapaisal, Certified Public Accountant No. 10767

of KPMG Phoomchai Audit Ltd. to be the auditor of the Company, and the determination of the auditor remuneration for the Financial Statements for the 1-year Financial Statements audit, beginning on 1 October 2022 and ending on 30 September 2023, in the amount of Baht 10,522,000 (Baht ten million five hundred twenty-two thousand). The fee was higher than the previous 2 years which were the rate negotiated down due to being in the COVID-19 pandemic period. However, since there was a recovery from the COVID-19 pandemic and the economy continued to expand, the Company consequently had more transactions and thus higher audit fee than the previous years. The Audit Committee had considered and endorsed the appointment of the auditor based on their appropriate qualifications, competency, expertise, and past performance, including their independence and having no interest with the Company and subsidiary companies, and the audit remuneration was considered a reasonable rate

No shareholders made any further inquiries. The Meeting was proposed to consider this matter and cast the vote. The voting results of the Shareholders who attended the Meeting and cast their votes were as follows:

Approval	Disapproval	Abstention
21,699,517,917 votes	23,269,600 votes	63,120,738 votes

This represented 99.8928 percent of the total votes of shareholders who attended the Meeting and cast their votes.

The Meeting duly considered, and the Shareholders who attended the Meeting and cast their votes passed the resolution with majority vote to approve the appointment of either Ms. Nittaya Chetchotiros, Certified Public Accountant No. 4439, or Ms. Yuwanuch Thepsongvaj, Certified Public Accountant No. 5371, or Ms. Kanokorn Phooriphanyawanit, Certified Public Accountant No. 10512, or Ms. Nadsasin Wattanapaisal, Certified Public Accountant No. 10767, of KPMG Phoomchai Audit Ltd. to be the auditor of the Company, and the determination of the auditor remuneration for the 1-year Financial Statements audit, beginning on 1 October 2022 and ending on 30 September 2023 in the amount of Baht 10,522,000 (Baht ten million five hundred twenty-two thousand) as per the details proposed in all respects.

Agenda 8 Approval of the purchase of Directors & Officer Liability Insurance (D&O Insurance) for directors and executives

Ms. Potjane Thanavarani informed the Meeting that the Board of Directors, except the interested directors, considered that it was deemed appropriate to propose the Shareholders Meeting to approve the D&O Insurance for directors and executives with Indara Insurance Public Company Limited in the limitation of liability of Baht 1,000,000,000 (Baht one billion) and the total premium including stamp duties and VAT for one-year period of Baht 4,135,978 (Baht four million one hundred thirty-five thousand nine hundred seventy-eight). This matter had already been considered and endorsed by the Audit Committee.

This agenda involved the D&O insurance for directors, which was considered that directors received other benefits in addition to the remuneration. Therefore, the following Company's directors and high-level executives who were shareholders (totaling 217,387,665 votes) were considered interested persons and, therefore, shall abstain from voting:

1. Mr. Vivat Tejapaibul
2. Mr. Panote Sirivadhanabhakdi
3. Mr. Thapana Sirivadhanabhakdi
4. Mr. Ueychai Tantha-Obhas
5. Mr. Sithichai Chaikriangkrai
6. Dr. Pisanu Vichiensanth

No shareholders made any further inquiries. The Meeting was proposed to consider this matter and cast the vote to approve the D&O Insurance with Indara Insurance. The voting results of the Shareholders who attended the Meeting and were entitled to cast their votes were as follows:

Approval	Disapproval	Abstention
21,495,864,933 votes	31,814,000 votes	42,577,138 votes

This represented 99.6551 percent of the total votes of shareholders who attended the Meeting and were entitled to vote.

The Meeting considered and resolved, with voting not less than two-thirds of total votes of shareholders who attended the Meeting and were entitled to cast their votes, to approve the D&O Insurance for directors and executives with Indara Insurance Public Company Limited. The limitation of liability of Baht 1,000,000,000 (Baht one billion) and the total premium including stamp duties and VAT for one-year period of Baht 4,135,978 (Baht four million one hundred thirty-five thousand nine hundred seventy-eight) as per the details proposed in all respects.

Agenda 9 Approval of the renewal of the Shareholders' Mandate for Interested Person Transactions (Shareholders' Mandate)

Ms. Potjanee Thanavarant invited Mr. Sithichai Chaikriangkrai to report the opinion on the renewal of the Shareholders' Mandate for Interested Person Transactions ("**Shareholders' Mandate**").

Mr. Sithichai informed the Meeting that according to the 2022 Annual General Meeting of Shareholders held on 28 January 2022, the renewal of the Shareholders' Mandate for Interested Person Transactions was approved in order for the Company, its subsidiaries and associated companies, which were considered the entity at risk as defined in Chapter 9 of the Listing Manual of the Singapore Exchange, to enter into Interested Person Transactions (IPT). The transactions were entered into in the normal course of business, at arm's length basis, on normal commercial terms, and in accordance with the procedure of Shareholders' Mandate. The said Shareholders' Mandate shall continue in force until the conclusion of this Annual General Meeting.

Therefore, it was deemed appropriate to propose the renewal of the Shareholders' Mandate to be approved by the Shareholders Meeting. The Shareholders' Mandate shall, unless be revoked or varied by shareholders in a Shareholders Meeting of the Company, continue in force until the conclusion of the next Annual General Meeting of the Company.

The policy, the engagement procedures, and the class of Mandated Transactions of the Shareholders' Mandate remained unchanged from the previous year as appeared in the Appendix, as per the details in the Enclosure 7 delivered to the Shareholders together with the Invitation to the Meeting.

Nonetheless, despite the approval of the Shareholders Meeting, the said transactions shall be quarterly reviewed and audited by the Company's auditors to ensure its compliance with the manual or the extent approved by shareholders, concurred by the Company's Audit Committee and approved by the Board of Directors. In this regard, the interested persons and the interested directors shall abstain from voting. The announcement to the Singapore Exchange as well as the disclosure to the public would be made half-yearly and at every financial year end.

In this agenda, the following directors and associates of controlling persons who were shareholders were considered interested persons (totaling 17,061,348,518 votes) and shall abstain from voting:

The interested directors who were shareholders were as follows:

1. Mr. Panote Sirivadhanabhakdi
2. Mr. Thapana Sirivadhanabhakdi

The associates of controlling persons were as follows:

1. Ms. Atinant Bijananda
2. Mrs. Wallapa Trisorat
3. Mrs. Thapanee Techajareonvikul
4. Maxtop Management Corp.
5. Siriwana Co., Ltd.
6. Siriwan Co., Ltd.

No shareholders made any further inquiries. The Meeting was proposed to consider this matter and cast the vote. The voting results of the Shareholders who attended the Meeting and cast their votes were as follows:

Approval	Disapproval	Abstention
5,916,229,861 votes	23,174,300 votes	1,761,783,338 votes

This represented 99.6098 percent of the total votes of shareholders who attended the Meeting and cast their votes.

The Meeting duly considered, and the Shareholders who attended the Meeting and cast their votes passed the resolution with majority vote to approve the renewal of the Shareholders' Mandate for Interested Person Transactions (Shareholders' Mandate) as per the details proposed in all respects.

Agenda 10 Other business

Mr. Rungphon Wattanawaha, shareholder, inquired that referring to the new organizational structure implemented in August 2022, how it could be a part in supporting the attainment of PASSION 2025, the management's perspective on debt-to-equity ratio management, and the Company's transportation and distribution system.

Mr. Thapana clarified that all the 3 questions were important because they related to PASSION 2025, the plan which was built upon Vision 2020. The COVID-19 pandemic in February 2020 led to the Company's restructure. In August 2022, the Board of Directors approved a new organizational structure which included the 3 interrelated platforms, namely, Brand and Commercial, Digital and Technology, and Human Capital and Organization Capability, in order to stay relevant to the evolving situation at present.

Thereafter, he clarified the debt-to-equity ratio that during the COVID situation, the Company was trying to balance between the investment and loan in order to maintain a strong financial status, including the dividend paid out to the Shareholders. When investing, the Company would take the following 3 elements into consideration:

- (1) Strategic fit: Investment in Vietnam for example. As ASEAN market is growing and Vietnam is a country which has strong economic growth in terms of consumers and people who are young population, the investment in Vietnam is in line with the aspiration of becoming a leading operator in ASEAN.
- (2) Value fit: The target business has a suitable investment value.
- (3) Culture fit: The target business has the people and organizational environment that can well integrate with the Group's companies and organizational capabilities.

Since 2020 to date, the Treasury Department had actively managed the proportion of short- and long-term loans, because the loan interest rates played an important role in the repayment capacity. The Company was trying to reduce the debt-to-equity ratio to maintain a strong balance sheet to be ready for taking up an opportunity for business expansion in the future.

Mr. Prapakon Thongtheppairot, Executive Vice President, added that the Company's debt-to-equity ratio for the year ended 30 September 2022 was at 1.04, down from 1.25. In the previous year, the increase and decrease in the debt-to-equity ratio were due to the business expansion in the late 2017 to enhance business potential, which resulted in higher debt ratio. Nonetheless, given the bank loans, it could be seen that the debt level had been decreasing in the last 5 years, thanks to higher profit which resulted in higher equity and lower debts and debentures.

Mr. Sithichai Chaikriangkrai further clarified that the debt-to-equity ratio also included accounts receivable and other accounts receivable. The Company had more current assets than current liabilities. These had to be taken in consideration together with the working capital.

Mr. Thapana then clarified the transportation and distribution system that an extensive network had been created and the transportation cost at each leg had been reduced. The Company had the most extensive transportation and distribution network in Thailand. Moreover, it had been working with business allies in the form of partnership. In addition, the Company had a plan to invest in electric vehicles ("**EV**") and charging stations to increase opportunities for its existing businesses such as restaurant and recycling.

Mr. Kosit Suksingha, Executive Vice President, informed that logistics was the Company's core business which encompasses types of transportation, from standard transport to cold chain logistics. It helped save the cost, reduced redundancy, assisted the partners in product distribution, and reduced pollution. In the future, technologies would be introduced to gain better understanding of the consumers in each area and to integrate all data points to enhance the Company's competitiveness in logistics business.

Mr. Thapana further elaborated that using technologies in business is a way to drive the business forward, starting from using EVs in the logistics fleet. This is to be in line with the net zero target in 2040 and to grow the business sustainably. In addition, he further clarified that ThaiBev had been selected as a member of the Dow Jones Sustainability Indices (DJSI) Emerging Markets Index for five consecutive years.

No shareholders made any further inquiries or proposed other businesses.

The Company Secretary informed the Meeting that the register of the Shareholders of the Company had been closed for the purpose of determining the right of shareholders to attend and vote at the 2023 Annual General Meeting of Shareholders on Friday, 6 January 2023, until the Meeting was adjourned. Since the Meeting was adjourned, the book closure period was deemed to be ended.

The Company Secretary informed the Meeting that the Company shall hold ThaiBev Annual Information Meeting ("AIM") in Singapore to communicate with the depositors in Singapore, with the aim of enabling the depositors in Singapore to equally access the same information that was disclosed in the Annual General Meeting of Shareholders held in Thailand, to have the opportunity to meet with senior management and related directors, as well as acknowledging the information on business operations and performance of the Company. The details of the AIM would be announced via the SGX website in due course.

Ms. Potjaneer Thanavarant invited the Chairman to address the Shareholders.

The Chairman gave blessings to the Shareholders. Thereafter, he thanked the Shareholders, proxies, auditors, and all attendees for their time to attend the Meeting and declared the Meeting adjourned.

The Meeting adjourned at 12.10 hrs.

Signature..... - Signature -Chairman of the Meeting/President and CEO

(Mr. Thapana Sirivadhanabhakdi)

Signature..... - Signature -Company Secretary

(Ms. Nantika Ninvoraskul)

Details of dividend payment, the appropriation for legal reserve and the determination of the book closure date for the dividend (XD date)

Dividend for the year	Year 2023 (Proposed)		Year 2022	
Net profit for the year attributable to owners of the Company (Baht)	27,433,793,005		30,106,484,294	
Number of issued and paid-up common shares (Shares)	25,124,754,010		25,120,887,820	
Dividend for the year, amounting to (Baht)	15,074,852,406		15,072,529,461	
Dividend paid per share (Baht)	0.60		0.60	
Earning per share (Baht)	1.09		1.20	
Pay out ratio (%)	54.9		50.1	
	Per share	Amounts	Per share	Amounts
Annual dividend (Baht)	0.60	15,074,852,406	0.60	15,072,532,692
Less Interim dividend paid (Baht)	0.15	3,768,713,101	0.15	3,768,133,173
Final dividend (Baht)	0.45	11,306,139,305	0.45	11,304,399,519

Legal reserve

Balance as at 1 October 2022 (Baht)	2,900,000,000
Appropriation of net profit to legal reserve for the year 2023 (Baht)	-
Balance as at 30 September 2023 (Baht)	<u>2,900,000,000</u>

Authorised share capital (Baht)	25,124,754,010
Total legal reserve as at 30 September 2023 to Authorised share capital (%)	11.54

Therefore, there was no additional appropriation of net profit to the Company's legal reserve as the legal reserve was not less than 10% of the authorised share capital as required by Public Company Act.

XD date

XD date at	8 February 2024
Payment date of the final dividend for the year at	28 February 2024

Opinion of the Nomination Committee, list of names and profiles of directors retiring by rotation who are nominated to be re-elected as directors for another term

Opinion of the Nomination Committee (“NC”)

Pursuant to Article 11 of the Company’s Articles of Association, one-third of the directors shall be retired by rotation at every Annual General Meeting of Shareholders (“AGM”). Since the Company’s directors currently consists of 16 directors, 6 positions shall be retired by rotation at the Company’s 2024 AGM, namely:

- | | | |
|----|--------------------------------------|---|
| 1. | Ms. Potjaneer Thanavarant | Independent Director and Audit Committee Chairman |
| 2. | Dr. Chatri Banchuin | Independent Director |
| 3. | Assoc. Prof. Dr. Kritika Kongsompong | Independent Director |
| 4. | Mr. Wee Joo Yeow | Independent Director |
| 5. | Mrs. Busaya Mathelin | Independent Director |
| 6. | Mr. Thapana Sirivadhanabhakdi | President and CEO |

The NC Meeting No. 1/2023-2024 dated 22 November 2023 cast their votes by considering qualifications and performances of each director and deemed appropriate to propose the Shareholders to consider and approve the appointment of all 6 directors who are due to retire by rotation to be directors for another term.

The Board of Directors, except the directors who were proposed for re-election, agreed with the endorsement of the NC to propose the Meeting to consider and cast their votes individually for the re-election. The profiles of the 6 directors who retired by rotation were as appeared in the enclosure to the agenda.

If the Shareholders’ Meeting approve the appointment of the directors as proposed by the NC, the proportion of the Board of Directors will be 9 independent directors, 3 directors representing the Shareholders, and 4 directors being the Company’s employees.

List of names and profiles of directors retiring by rotation who are nominated for re-election to be directors for another term

- *Ms. Potjaneer Thanavarant*
- *Dr. Chatri Banchuin*
- *Assoc. Prof. Dr. Kritika Kongsompong*
- *Mr. Wee Joo Yeow*
- *Mrs. Busaya Mathelin*
- *Mr. Thapana Sirivadhanabhakdi*

Director Profile

Name Ms. Potjaneer Thanavarant
Current Position Independent Director / Audit Committee Chairman /
 Nomination Committee Member / Sustainability and Risk Management
 Committee Chairman / Lead Independent Director



Date of first appointment as a director 31 January 2018

Date of last re-election as a director 29 January 2021

Nationality Thai

Age 77 years

Address 178/1 Soi Phaholyothin 30, Phaholyothin Road, Chan Kasem Sub-district,
 Chatuchak District, Bangkok 10900

Country of principal residence Thailand

Academic & Professional Qualifications

- Master of Business Administration (MBA) from Syracuse University, USA (USAID Scholarship)
- Bachelor Degree in Accounting from Chulalongkorn University
- Degree from National Defense College, Class 42
- Certificate of Advanced Course in General Insurance, Swiss Insurance Training Center, Switzerland (Swiss Re Scholarship)
- Certificate of Advanced Management Program, Australian Management College, Australia (COLOMBO Scholarship)
- Certificate of Executive Development Program Class 18, Office of the Civil Service Commission
- Certificate of Top Executive Program Class 8, Capital Market Academy
- Certificate of Top Executive Program in Commerce and Trade Class 3, Commerce Academy
- Certificate of Advanced Security Management Program Class 2, The National Defense College Association of Thailand
- Risk Management Program for Corporate Leaders (RCL 25/2021)
- Director Leadership Certification Program (DLCP 0/2021)
- Board Nomination and Compensation Program (BNCP 11/2021)
- Driving Company Success with IT Governance (ITG 2/2016)
- Director Certification Program Update (DCPU 1/2014)
- Anti-Corruption for Executive Program (ACEP 7/2013)
- Advanced Audit Committee Program (AACP 10/2013) (Completed: ACP, MIA, MFM, MIR)
- Financial Institutions Governance Program (FGP 2/2011)
- Audit Committee Program (ACP 32/2010)
- The Role of Compensation Committee Program (RCC 4/2007)
- The Role of the Chairman Program (RCP 13/2006)
- Director Certificate Program (DCP 17/2002)
- Thai Institute of Directors Association (IOD)
- Business Future Series (BFS 3)
- Listed Entity Director (LED) Program - Environmental, Social and Governance Essentials Singapore Institute of Directors (SID)
- The Cambridge - Earth on Board - Board Director Programme

Type(s) of Director to be proposed Independent Director

No. of year(s) being the Director 5 years 8 months

No. of time(s) to attend the meeting 5/5 of BOD Meetings as of 30 September 2023

No. of share(s)/debenture(s) being directly and indirectly held in the Company, its affiliates, associates, or related companies (as of 11 December 2023)

- Common share(s) None
- Debenture(s) None

Any relationship (including immediate family relationships) with any existing Director, existing Executive Officer, the Company, and/or Substantial Shareholder of the Company or any of its principal subsidiaries None

Director has direct & indirect interests in any contract entered into by Company or subsidiaries None

Director operates any business which has the same nature and is in competition with the business of the Company None

Director in other listed companies

- Thai Reinsurance Public Company Limited
- Berli Jucker Public Company Limited
- Univentures Public Company Limited
- Bangkok Insurance Public Company Limited

Work Experience within the 10 preceding years

Period	Position	Company
November 2021 - Present	Audit Committee Chairman / Nomination Committee Member / Sustainability and Risk Management Committee Chairman / Lead Independent Director	Thai Beverage Public Company Limited
September 2023 - Present	Director / Audit Committee Member	BKI Holdings Public Company Limited
March 2023 - Present	Audit Committee Chairman	Berli Jucker Public Company Limited
February 2019 - Present	Audit Committee Member	Thai Beverage Public Company Limited
January 2018 - Present	Independent Director	Thai Beverage Public Company Limited
August 2022 - Present	Chairman of the Risk Management Committee	Mae Fah Luang University
July 2020 - Present	Chairman of the Audit Committee	Thai Reinsurance Public Company Limited
March 2020 - Present	Chairman of the Audit and Evaluation Committee	Office of the National Anti-Corruption Commission
February 2018 - Present	Honorary Member of University Council	Mae Fah Luang University
November 2017 - Present	Independent Director	Berli Jucker Public Company Limited
July 2007 - Present	Chairman of the Board / Independent Director / Member of Audit Committee / Chairman of the Remuneration and Nomination Committee	Univentures Public Company Limited
April 2007 - Present	Independent Director	Thai Reinsurance Public Company Limited
April 2007 - Present	Independent Director / Audit Committee Member	Bangkok Insurance Public Company Limited
October 2006 - Present	Member of the Council of State	Office of the Council of State
May 2014 - November 2023	Chairman of the Remuneration Committee / Chairman of the Good Corporate Governance	Oishi Group Public Company Limited
February 2009 - November 2023	Independent Director / Audit Committee Member	Oishi Group Public Company Limited
November 2017 - March 2023	Chairman of the Risk Management Committee	Berli Jucker Public Company Limited
August 2017 - May 2023	Chairman of the Audit Committee	Thai Institute of Directors (IOD)
June 2017 - May 2023	Vice Chairman and Director	Thai Institute of Directors (IOD)
April 2012 - April 2022	Chairman of Audit Committee	Bank of Ayudhya Public Company Limited

Period	Position	Company
April 2010 - April 2022	Independent Director	Bank of Ayudhya Public Company Limited
March 2017 - August 2020	Honorary Director	Thai Investors Association
April 2014 - July 2020	Audit Committee Member	Thai Reinsurance Public Company Limited
2007 - June 2020	Qualified Member of the Committee	The Federation of Thai Insurance Organization
April 2016 - November 2017	Independent Director / Chairman of Audit Committee	Big C Supercenter Public Company Limited
June 2012 - April 2014	Director of Nomination and Remuneration Committee	Thai Reinsurance Public Company Limited
April 2010 - July 2013	Director	BJC Logistics and Warehouse Company Limited (formerly known as BJC International Company Limited)
April 2010 - April 2012	Audit Committee Member	Bank of Ayudhya Public Company Limited

etc.

**Present Principal Commitments (other than Directorships)
(as at 30 September 2023)** None


Past Principal Commitments in the last 5 years (other than Directorships) None

Information on Director seeking re-appointment

The Board's comments on the re-appointment	Ms. Potjanee has experience and skills. According to the Nomination Committee's proposal, the Board has considered her performance, previous experience, and appropriateness and opines that she has adequate experience and skills to be re-appointed as a director.
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the Company	Yes
(1) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No
(2) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No
(3) Whether there is any unsatisfied judgment against him?	No
(4) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No

(5) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No
(6) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No
(7) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No
(8) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No
(9) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No
(10) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:	
(10.1) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No
(10.2) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No
(10.3) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No
(10.4) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No
(11) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No

Director Profile

Name	Dr. Chatri Banchuin		
Current Position	Independent Director / Nomination Committee Member / Remuneration Committee Member		
Date of first appointment as a director	31 January 2018		
Date of last re-election as a director	29 January 2021		
Nationality	Thai		
Age	74 years		
Address	60 Jarunsanitwongse Road, Tha Phra Sub-district, Bangkokyai District, Bangkok, 10600		
Country of principal residence	Thailand		
Academic & Professional Qualifications	<ul style="list-style-type: none"> - Doctor of Medicine, Faculty of Medicine, Siriraj Hospital, Mahidol University - Certificate of Proficiency in General Surgery, Faculty of Medicine, Siriraj Hospital, Mahidol University - FRCS Edinburgh, United Kingdom - Mini MBA in Health, Faculty of Medicine, Chulalongkorn University - Certificate of Hospital Administration, Faculty of Medicine, Ramathibodi Hospital - Certificate of High Level Health Administration, Ministry of Public Health - Certificate of High Level Government Administration, Office of the Civil Service Commission - Certificate of High Level IT Administration, Office of the Civil Service Commission - Diploma of National Defense Program, Thailand National Defense College - Director Certification Program (DCP) 77/2006 - Financial for Non-Finance Director 31/2006 - Thai Institute of Directors Association (IOD) - Listed Company Director (LCD) Program (Module 1, 2, 3, 4, 5 and 6) - Singapore Institute of Directors (SID) - The Cambridge - Earth on Board - Board Director Programme 		
Type(s) of Director to be proposed	Independent Director		
No. of year(s) being the Director	5 years 8 months		
No. of time(s) to attend the meeting	5/5 of BOD Meetings as of 30 September 2023		
No. of share(s)/debenture(s) being directly and indirectly held in the Company, its affiliates, associates, or related companies (as of 11 December 2023)	<ul style="list-style-type: none"> - Common share(s) - Debenture(s) 	<ul style="list-style-type: none"> None None 	
Any relationship (including immediate family relationships) with any existing Director, existing Executive Officer, the Company, and/or Substantial Shareholder of the Company or any of its principal subsidiaries	None		
Director has direct & indirect interests in any contract entered into by Company or subsidiaries	None		

Director operates any business which has the same nature and is in competition with the business of the Company None

Director in other listed companies None

Work Experience within the 10 preceding years

Period	Position	Company
February 2019 - Present	Nomination Committee Member / Remuneration Committee Member	Thai Beverage Public Company Limited
January 2018 - Present	Independent Director	Thai Beverage Public Company Limited
2017 - Present	Chairman	Ethics Committee of Medical Council of Thailand (TMC)
2015 - Present	Chairman of Medical Committee	Social Security Office, Ministry of Labour
2012 - Present	Committee member and Treasurer	Bhumirajanakarindra Kidney Institute Foundation
2012 - Present	Chairman of Kidney Disease Prevention Committee	Bhumirajanakarindra Kidney Institute
2012 - Present	Committee Member	Sirinthorn Rehabilitation Institute Foundation
2012 - Present	Committee Member	Chewitpathana Foundation, Thailand
Present	Chairman of Sub-committee for Consideration of Financial Compensation Request (Under Section 41) - Bangkok	National Health Security Office (NHSO)
	etc.	

Present Principal Commitments (other than Directorships) (as at 30 September 2023) None

Past Principal Commitments in the last 5 years (other than Directorships) None

Information on Director seeking re-appointment

The Board's comments on the re-appointment	Dr. Chatri has experience and skills. According to the Nomination Committee's proposal, the Board has considered his performance, previous experience, and appropriateness and opines that he has adequate experience and skills to be re-appointed as a director.
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the Company	Yes
(1) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No

(2) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No
(3) Whether there is any unsatisfied judgment against him?	No
(4) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No
(5) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No
(6) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No
(7) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No
(8) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No
(9) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No

(10)	Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:	
(10.1)	any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No
(10.2)	any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No
(10.3)	any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No
(10.4)	any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No
(11)	Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No

Director Profile

Name Assoc. Prof. Dr. Kritika Kongsompong
Current Position Independent Director
Date of first appointment as a director 31 January 2018
Date of last re-election as a director 29 January 2021
Nationality Thai
Age 58 years
Address 278/3 Soi Sermasuk 5, Prachachuen Road, Lad-yao Sub-district,
 Chatujak District, Bangkok 10900



Country of principal residence Thailand

Academic & Professional Qualifications

- Ph.D. in Marketing from Thammasat University
- Graduate in Management from University of Southern Queensland
- Master of Business Administration from Sasin Graduate Institute of Business Administration of Chulalongkorn University
- Bachelor of Business Administration from The George Washington University
- Design Thinking Certificate from Stanford University
- Hospitality Marketing Certificate from Cornell University
- Marketing Essentials and Customer Focus Certificate from Harvard Management Mentor
- Crossing Culture with Competence Certificate from Interchange Institute, Washington, D.C.
- Director Certification Program (DCP) 125/2009
 Director Refreshment 2021
 Thai Institute of Directors Association (IOD)
- Business Future Series (BFS 3)
 Board and Directors Fundamentals (BDF)
 AC Chapter Pit-Stop (AC Pit-Stop)
 Essentials Series (DFF)
 Imagining the unimaginable (CTP 6)
 Directors Conference 2021
 Singapore Institute of Directors (SID)
- The Cambridge - Earth on Board - Board Director Programme

Type(s) of Director to be proposed Independent Director

No. of year(s) being the Director 5 years 8 months

No. of time(s) to attend the meeting 4/5 of BOD Meetings as of 30 September 2023

No. of share(s)/debenture(s) being directly and indirectly held in the Company, its affiliates, associates, or related companies (as of 11 December 2023)

- Common share(s)	None
- Debenture(s)	None

Any relationship (including immediate family relationships) with any existing Director, existing Executive Officer, the Company, and/or Substantial Shareholder of the Company or any of its principal subsidiaries None

Director has direct & indirect interests in any contract entered into by Company or subsidiaries None

Director operates any business which has the same nature and is in competition with the business of the Company None

Director in other listed companies None

Work Experience within the 10 preceding years

Period	Position	Company
January 2018 - Present	Independent Director	Thai Beverage Public Company Limited
2022 - Present	Sasin Fellow	Sasin Graduate Institute of Business Administration of Chulalongkorn University
Present	Director	Vejthani Public Company Limited
Present	Vice Chairman	General Sundhara Kongsompong Foundation
2019 - 2022	Member of KMITL Council	King Mongkut's Institute of Technology Ladkrabang
2003 - 2022	Faculty of Marketing	Sasin Graduate Institute of Business Administration of Chulalongkorn University
2018 - 2020	President	Thai Army Wives Association
June 2017 - 2018	Assistant to Director for Alumni Association	Sasin Graduate Institute of Business Administration of Chulalongkorn University
2014 - 2017	Director	Bangkok Media & Broadcasting Co., Ltd.
January 2012 - May 2014	Assistant Director, Marketing & PR, Faculty of Marketing	Sasin Graduate Institute of Business Administration of Chulalongkorn University

etc.

Present Principal Commitments (other than Directorships) (as at 30 September 2023) None

Past Principal Commitments in the last 5 years (other than Directorships) None

Information on Director seeking re-appointment

The Board's comments on the re-appointment

Assoc.Prof.Dr.Kritika has experience and skills. According to the Nomination Committee's proposal, the Board has considered her performance, previous experience, and appropriateness and opines that she has adequate experience and skills to be re-appointed as a director.

Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the Company	Yes
(1) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No
(2) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No
(3) Whether there is any unsatisfied judgment against him?	No
(4) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No
(5) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No
(6) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No
(7) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No
(8) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No
(9) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No

(10)	Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:	
(10.1)	any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No
(10.2)	any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No
(10.3)	any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No
(10.4)	any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No
(11)	Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No

Director Profile

Name	Mr. Wee Joo Yeow	
Current Position	Independent Director	
Date of first appointment as a director	29 January 2021	
Date of last re-election as a director	-	
Nationality	Singaporean	
Age	76 years	
Address	12 Siglap Link, #27-07, 448870 Singapore	
Country of principal residence	Singapore	
Academic & Professional Qualifications	<ul style="list-style-type: none"> - Master of Business Administration, New York University, USA - Bachelor of Business Administration (BBA Honours), University of Singapore - Listed Entity Director (LED) Program - Environmental, Social and Governance Essentials Singapore Institute of Directors (SID) - The Cambridge - Earth on Board - Board Director Programme 	
Type(s) of Director to be proposed	Independent Director	
No. of year(s) being the Director	2 years 8 months	
No. of time(s) to attend the meeting	5/5 of BOD Meetings as of 30 September 2023	
No. of share(s)/debenture(s) being directly and indirectly held in the Company, its affiliates, associates, or related companies (as of 11 December 2023)	- Common share(s)	190,000 shares
	- Debenture(s)	None
Any relationship (including immediate family relationships) with any existing Director, existing Executive Officer, the Company, and/or Substantial Shareholder of the Company or any of its principal subsidiaries	None	
Director has direct & indirect interests in any contract entered into by Company or subsidiaries	None	
Director operates any business which has the same nature and is in competition with the business of the Company	None	
Director in other listed companies	<ul style="list-style-type: none"> - Frasers Property Limited (Listed Company on SGX) - Great Eastern Holdings Limited (Listed Company on SGX) 	



Work Experience within the 10 preceding years

Period	Position	Company
January 2021 - Present	Independent Director	Thai Beverage Public Company Limited
October 2022 - Present	Nominating Committee / Remuneration Committee / Sustainability and Risk Management Committee	Frasers Property Limited (Listed Company on SGX)
March 2014 - Present	Non-Executive and Independent Director / Board Executive Committee / Audit Committee	Frasers Property Limited (Listed Company on SGX)
Present	Director	WJY Holdings Pte Ltd
Present	Director	WTT Investments Pte Ltd
January 2016 - September 2023	Non-Executive and Non-Independent Director / Member of Remuneration Committee / Nominating Committee	Great Eastern Holdings Limited (Listed Company on SGX)
January 2014 - January 2023	Non-Executive and Independent Director / Member of Risk Management Committee	Oversea-Chinese Banking Corporation Limited (Listed Company on SGX)
January 2014 - April 2022	Member of Executive Committee / Remuneration Committee / Chairman of Nominating Committee	Oversea-Chinese Banking Corporation Limited (Listed Company on SGX)
December 2013 - February 2020	Independent Director	PACC Offshore Services Holdings Ltd
September 2010 - August 2019	Independent Non-Executive Director	Mapletree Industrial Trust Management Ltd, Manager of Mapletree Industrial Trust
2002 - June 2013	Managing Director / Head of Corporate Banking Singapore	United Overseas Bank Limited

etc.

Present Principal Commitments (other than Directorships) (as at 30 September 2023) None

Past Principal Commitments in the last 5 years (other than Directorships) None

Information on Director seeking re-appointment

The Board's comments on the re-appointment	Mr. Wee has experience and skills. According to the Nomination Committee's proposal, the Board has considered his performance, previous experience, and appropriateness and opines that he has adequate experience and skills to be re-appointed as director.
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the Company	Yes

(1) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No
(2) Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No
(3) Whether there is any unsatisfied judgment against him?	No
(4) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No
(5) Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No
(6) Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No
(7) Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No
(8) Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No
(9) Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No

(10) Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:	
(10.1) any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No
(10.2) any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No
(10.3) any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No
(10.4) any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No
(11) Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	Yes
On his appointment to the board of a company listed on the Singapore Exchange Securities Trading Limited on 2 January 2014, Mr. Wee had notified (the " Initial Notice ") that listed company of his interest in shares in that listed company. Due to an inadvertent oversight, his direct interest in a further 10,000 shares in that listed company, which were purchased prior to his appointment to the board of that listed company, was omitted from the Initial Notice. Upon realising the omission on 14 January 2014, he immediately notified that listed company. As disclosure was not made in respect of all his interest in shares in that listed company within the prescribed time period, the Monetary Authority of Singapore on 6 February 2014 issued a supervisory warning to Mr. Wee to comply with Section 133 of the Securities and Futures Act (Chapter 289 of Singapore) and other applicable laws and regulations at all times.	

Director Profile

Name	Mrs. Busaya Mathelin	
Current Position	Independent Director	
Date of first appointment as a director	29 January 2021	
Date of last re-election as a director	-	
Nationality	Thai	
Age	64 years	
Address	222/90 Moo 2, Tambon Bangkhunkrong, Amphoe Bangkrui, Nonthaburi Province 11130	
Country of principal residence	Thailand	
Academic & Professional Qualifications	<ul style="list-style-type: none"> - Bachelor of Arts (French) (First Class Honours, Gold Medal), Chulalongkorn University - Master of Arts (Political Science), University of Michigan, USA - Master of Arts (Asian Studies), University of Michigan, USA - The Civil Service Executive Development Program (Class No. 51, 2016), Office of the Civil Service Commission - IOD National Director Conference 2021 Director Certification Program (DCP) 2021 Thai Institute of Directors Association (IOD) - SID Directors Conference 2021 Listed Entity Director (LED) Program (Module 1, 2, 3, 4) Singapore Institute of Directors (SID) - The Cambridge - Earth on Board - Board Director Programme 	
Type(s) of Director to be proposed	Independent Director	
No. of year(s) being the Director	2 years 8 months	
No. of time(s) to attend the meeting	5/5 of BOD Meetings as of 30 September 2023	
No. of share(s)/debenture(s) being directly and indirectly held in the Company, its affiliates, associates, or related companies (as of 11 December 2023)	- Common share(s)	None
	- Debenture(s)	None
Any relationship (including immediate family relationships) with any existing Director, existing Executive Officer, the Company, and/or Substantial Shareholder of the Company or any of its principal subsidiaries	None	
Director has direct & indirect interests in any contract entered into by Company or subsidiaries	None	
Director operates any business which has the same nature and is in competition with the business of the Company	None	
Director in other listed companies	Fraser's Property (Thailand) Public Company Limited	



Work Experience within the 10 preceding years

Period	Position	Company
January 2021 - Present	Independent Director	Thai Beverage Public Company Limited
January 2021 - Present	Independent Director	Frasers Property (Thailand) Public Company Limited
December 2021 - Present	Member, Board of Directors	Thailand Foundation
November 2021 - Present	Director	Suesat Rama 1 Co., Ltd.
March 2021 - Present	Advisor, International Studies Center	Ministry of Foreign Affairs of Thailand
December 2020 - Present	Advisor, Devawongse Varopakarn Institute of Foreign Affairs	Ministry of Foreign Affairs of Thailand
October 2020 - September 2022	Member	National Strategy Drafting Committee on Security
January 2017 - January 2021	Expert Member	Chulabhorn Royal Academy Council
October 2016 - September 2020	Permanent Secretary	Ministry of Foreign Affairs of Thailand
2015 - 2016	Ambassador of Thailand to Belgium and Luxembourg	Royal Thai Embassy, Belgium and Luxembourg
2015 - 2016	Ambassador and Head of Mission of Thailand to the European Union	Royal Thai Embassy, the European Union
2013 - 2015	Ambassador of Thailand to Spain	Royal Thai Embassy, Spain
2012 - 2013	Ambassador of Thailand to Senegal	Royal Thai Embassy, Senegal
2010	Director-General of European Affairs Department	Ministry of Foreign Affairs of Thailand

etc.

**Present Principal Commitments (other than Directorships)
(as at 30 September 2023)** None

Past Principal Commitments in the last 5 years (other than Directorships) None

Information on Director seeking re-appointment

The Board's comments on the re-appointment	Mrs. Busaya has experience and skills. According to the Nomination Committee's proposal, the Board has considered her performance, previous experience, and appropriateness and opines that she has adequate experience and skills to be re-appointed as a director.
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the Company	Yes

(1)	Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No
(2)	Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No
(3)	Whether there is any unsatisfied judgment against him?	No
(4)	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No
(5)	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No
(6)	Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No
(7)	Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No
(8)	Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No
(9)	Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No

(10)	Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:	
(10.1)	any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No
(10.2)	any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No
(10.3)	any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No
(10.4)	any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No
(11)	Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No

Director Profile

Name	Mr. Thapana Sirivadhanabhakdi
Current Position	President and CEO / Sustainability and Risk Management Committee Member / Executive Committee Member
Date of first appointment as a director	26 October 2003
Date of last re-election as a director	28 January 2022
Nationality	Thai
Age	48 years
Address	288/37 Surawongse Road, Si Phraya Sub-district, Bangrak District, Bangkok 10500
Country of principal residence	Thailand
Academic & Professional Qualifications	<ul style="list-style-type: none"> - Honorary Doctoral Degree in Buddhism from Mahachulalongkornrajavidyalaya - Honorary Doctoral Degree in Business Administration from Chiang Mai University - Doctor of Business Administration (Business Innovation Management) from Silpakorn University - Honorary Doctor of Arts in Art and Design from Bangkok University - Honorary Doctorate Degree in Business Administration (Management) from Rajamangala University of Technology Isan - Honorary Doctorate Degree in Business Administration from Sasin Graduate Institute of Business Administration of Chulalongkorn University - Honorary Doctoral Degree in Science (Logistics Management) from King Mongkut's Institute of Technology Ladkrabang - Honorary Doctoral Degree of Arts from Rajamangala University of Technology Phra Nakhon - Honorary Doctoral Degree in Hospitality from Rajamangala University of Technology Krungthep - Honorary Doctoral Degree in Community Development from Chiang Mai Rajabhat University - Honorary Doctoral Degree of Business Administration in Strategic Logistic and Supply Chain Management from Suan Sunandha Rajabhat University - Honorary Doctoral Degree of Philosophy in General Management from Ramkhamhaeng University - Master of Science Administration in Financial Economics from Boston University, USA - Bachelor of Business Administration (Finance) from Boston University, USA - Director Accreditation Program (DAP) 2004 Thai Institute of Directors Association (IOD) - The Cambridge - Earth on Board - Board Director Programme



Type(s) of Director to be proposed	Director
No. of year(s) being the Director	19 years 11 month
No. of time(s) to attend the meeting	5/5 of BOD Meetings as of 30 September 2023
No. of share(s)/debenture(s) being directly and indirectly held in the Company, its affiliates, associates, or related companies (as of 11 December 2023)	<ul style="list-style-type: none"> - Common share(s) 107,000,000 shares - Debenture(s) None
Any relationship (including immediate family relationships) with any existing Director, existing Executive Officer, the Company, and/or Substantial Shareholder of the Company or any of its principal subsidiaries	<ul style="list-style-type: none"> - Son of Mr. Charoen Sirivadhanabhakdi (Chairman and Substantial Shareholder) - Brother of Mr. Panote Sirivadhanabhakdi (Director)
Director has direct & indirect interests in any contract entered into by Company or subsidiaries	See details in the Annual Report 2023 Re: Interested Persons Transactions for period ended 30 September 2023
Director operates any business which has the same nature and is in competition with the business of the Company	None
Director in other listed companies	<ul style="list-style-type: none"> - Univentures Public Company Limited - Amarin Corporations Public Company Limited (formerly known as Amarin Printing and Publishing Public Company Limited) - Sermsuk Public Company Limited - Thai Group Holdings Public Company Limited - The Siam Cement Public Company Limited - Fraser and Neave, Limited (Listed Company in Singapore Exchange Securities Trading Limited) - Frasers Property Limited (Listed Company in Singapore Exchange Securities Trading Limited)

Work Experience within the 10 preceding years

Period	Position	Company
January 2008 - Present	President and CEO	Thai Beverage Public Company Limited
June 2005 - Present	Sustainability and Risk Management Committee Member (formerly, Risk Management Committee)	Thai Beverage Public Company Limited
February 2004 - Present	Executive Committee Member	Thai Beverage Public Company Limited
October 2003 - Present	Director	Thai Beverage Public Company Limited

Period	Position	Company
October 2023 - Present	Director	ThaiBev HC Development Co., Ltd.
September 2023 - Present	Chairman	International Beverage Holdings (New Zealand) Limited
July 2023 - Present	Chairman	The C Canvas Co., Ltd.
April 2023 - Present	Director	Cambodia Breweries Pte. Ltd.
January 2023 - Present	Director	Frasers Property Limited
December 2022 - Present	Director	ThaiBev Co., Ltd.
July 2022 - Present	Chairman	VietBev Company Limited
April 2022 - Present	Director	Super Food Brands Company Pte. Ltd.
January 2022 - Present	Chairman	Beer Thai (1991) Public Company Limited
October 2021 - Present	Chairman	Bistro Asia Co., Ltd.
August 2021 - Present	Independent Director	SCG Chemicals Public Company Limited (formerly known as SCG Chemicals Co., Ltd.)
July 2021 - Present	Director	Chang Corporation Co., Ltd.
June 2021 - Present	Chairman	South East Asia Logistics Pte. Ltd.
May 2021 - Present	Director	Asia Breweries Limited
May 2021 - Present	Director	Siam Breweries Limited
October 2020 - Present	Chairman of the Executive Committee	Univentures Public Company Limited
October 2020 - Present	Director	Food and Beverage United Co., Ltd.
October 2020 - Present	Director	Chang Beer Company Limited
June 2020 - Present	Independent Director	The Siam Cement Public Company Limited
April 2020 - Present	Director	BeerCo Training Co., Ltd.
December 2019 - Present	Director	BeerCo Limited (Incorporated in Singapore)
July 2018 - Present	Director	Thai Group Holdings Public Company Limited
June 2018 - Present	Chairman	Red Bull Distillery Group of Companies
March 2018 - Present	Director	Tspace Digital Company Limited

Period	Position	Company
February 2018 - Present	Executive Chairman	Beer Thai (1991) Public Company Limited
November 2017 - Present	Vice Chairman and Chairman of the Executive Committee	Amarin Corporations Public Company Limited (formerly known as Amarin Printing and Publishing Public Company Limited)
January 2017 - Present	Chairman of Executive Committee	Sermsuk Public Company Limited
April 2016 - Present	Director	Pracharath Rak Samakkee Social Enterprise (Thailand) Co., Ltd.
March 2015 - Present	Vice Chairman No. 3	Sermsuk Public Company Limited
March 2013 - Present	Vice Chairman	Times Publishing Limited
February 2013 - Present	Director	Fraser and Neave, Limited
November 2012 - Present	Director	InterBev Investment Limited
September 2011- Present	Director	Plantheon Co., Ltd.
September 2011- Present	Director	Sermsuk Public Company Limited
July 2007 - Present	Vice Chairman of the Board	Univentures Public Company Limited
July 2007 - Present	Director	Adelfos Co., Ltd.
April 2004 - Present	Director	Beer Thai (1991) Public Company Limited
September 2003 - Present	President	International Beverage Holdings Limited
Present	Director	TCC Group of Companies
February 2018 - January 2022	Vice Chairman	Beer Thai (1991) Public Company Limited
October 2016 - August 2022	Chief Center of Excellence	Thai Beverage Public Company Limited
January 2008 - September 2022	Vice Chairman	Southeast Life Insurance Public Company Limited
January 2008 - September 2022	Vice Chairman	Southeast Capital Co., Ltd.
October 2018 - September 2020	Chief Beer Product Group	Thai Beverage Public Company Limited
December 2017 - November 2020	Chairman / Director / Executive Chairman	GMM Channel Holding Co., Ltd.

Period	Position	Company
May 2015 - February 2020	Director	TCC Holdings (2519) Co., Ltd.
April 2013 - February 2020	Director	Golden Land Property Development Public Company Limited
February 2011 - February 2020	Chairman of the Executive Committee	Oishi Group Public Company Limited
January 2006 - February 2020	Vice Chairman of the Board of Directors	Oishi Group Public Company Limited
2004 - June 2018	Vice Chairman	Red Bull Distillery Group of Companies
April 2004 - February 2018	Executive Vice Chairman	Beer Thai (1991) Public Company Limited
December 2001 - February 2017	Director	Berli Jucker Public Company Limited
May 2007 - August 2015	Vice Chairman	Siam Food Products Public Company Limited
October 2003 - January 2008	Director and Executive Vice President	Thai Beverage Public Company Limited

etc.

**Present Principal Commitments (other than Directorships)
(as at 30 September 2023)** None

Past Principal Commitments in the last 5 years (other than Directorships) None

Information on Director seeking re-appointment

The Board's comments on the re-appointment	Mr. Thapana has wide and deep experience in the Company's business, including his leadership which will be benefit to the Company. The Board, having considered the recommendation of the Nominating Committee and assessed Mr. Thapana's performance, past experience and suitability, is of the view that he has the requisite experience and capability to be re-appointed as a Director.
Undertaking (in the format set out in Appendix 7.7) under Rule 720(1) has been submitted to the Company	Yes
(1) Whether at any time during the last 10 years, an application or a petition under any bankruptcy law of any jurisdiction was filed against him or against a partnership of which he was a partner at the time when he was a partner or at any time within 2 years from the date he ceased to be a partner?	No

(2)	Whether at any time during the last 10 years, an application or a petition under any law of any jurisdiction was filed against an entity (not being a partnership) of which he was a director or an equivalent person or a key executive, at the time when he was a director or an equivalent person or a key executive of that entity or at any time within 2 years from the date he ceased to be a director or an equivalent person or a key executive of that entity, for the winding up or dissolution of that entity or, where that entity is the trustee of a business trust, that business trust, on the ground of insolvency?	No
(3)	Whether there is any unsatisfied judgment against him?	No
(4)	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving fraud or dishonesty which is punishable with imprisonment, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such purpose?	No
(5)	Whether he has ever been convicted of any offence, in Singapore or elsewhere, involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or has been the subject of any criminal proceedings (including any pending criminal proceedings of which he is aware) for such breach?	No
(6)	Whether at any time during the last 10 years, judgment has been entered against him in any civil proceedings in Singapore or elsewhere involving a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, or a finding of fraud, misrepresentation or dishonesty on his part, or he has been the subject of any civil proceedings (including any pending civil proceedings of which he is aware) involving an allegation of fraud, misrepresentation or dishonesty on his part?	No
(7)	Whether he has ever been convicted in Singapore or elsewhere of any offence in connection with the formation or management of any entity or business trust?	No
(8)	Whether he has ever been disqualified from acting as a director or an equivalent person of any entity (including the trustee of a business trust), or from taking part directly or indirectly in the management of any entity or business trust?	No
(9)	Whether he has ever been the subject of any order, judgment or ruling of any court, tribunal or governmental body, permanently or temporarily enjoining him from engaging in any type of business practice or activity?	No

(10)	Whether he has ever, to his knowledge, been concerned with the management or conduct, in Singapore or elsewhere, of the affairs of:	
(10.1)	any corporation which has been investigated for a breach of any law or regulatory requirement governing corporations in Singapore or elsewhere; or	No
(10.2)	any entity (not being a corporation) which has been investigated for a breach of any law or regulatory requirement governing such entities in Singapore or elsewhere; or	No
(10.3)	any business trust which has been investigated for a breach of any law or regulatory requirement governing business trusts in Singapore or elsewhere; or	No
(10.4)	any entity or business trust which has been investigated for a breach of any law or regulatory requirement that relates to the securities or futures industry in Singapore or elsewhere, in connection with any matter occurring or arising during that period when he was so concerned with the entity or business trust?	No
(11)	Whether he has been the subject of any current or past investigation or disciplinary proceedings, or has been reprimanded or issued any warning, by the Monetary Authority of Singapore or any other regulatory authority, exchange, professional body or government agency, whether in Singapore or elsewhere?	No

Opinion of Remuneration Committee on the Payment of Director Remuneration

At the Remuneration Committee Meeting No. 1/2023-2024 held on 22 November 2023, the Meeting has considered the appropriate and reasonable amount of remuneration to be paid to directors and agreed that the Board of Directors propose to shareholders for the approval of director remuneration for the period from January 2024 to December 2024. Such remuneration is the budget not to exceed Baht 40,000,000 (Baht forty million) per year (which is the same amount as proposed to the latest Annual General Meeting). The Chairman is authorized to allocate the remuneration as deemed appropriate.

Approval on the appointment of the auditor for the Financial Statements for the year 2024 and determination of the remuneration

According to the resolution of Board of Directors' Meeting No. 1/2023-2024 held on 22 November 2023, the Meeting had agreed to propose the appointment of the auditor for the Financial Statements for the year 2024 and determine the remuneration of the auditor which was considered by the Audit Committee. The details are as follows:

- **Names of auditors and the audit firm:**

- | | |
|-----------------------------------|-------------------------------|
| 1. Ms. Nittaya Chetchotiros | CPA Registration No. 4439 or |
| 2. Ms. Yuvanuch Thepsongvaj | CPA Registration No. 5371 or |
| 3. Ms. Kanokorn Phooriphanyawanit | CPA Registration No. 10512 or |
| 4. Ms. Nadsasin Wattanapaisal | CPA Registration No. 10767 |
- of KPMG Phoomchai Audit Ltd.

- **Year of audit services to Thai Beverage Public Company Limited**

1. Ms. Nittaya Chetchotiros sign on the 2008 - 2011 Company's financial statements, totaling 4 years, the 2015 - 2018 Company's financial statements, totaling 4 years, and the 2022 - 2023 Company's financial statements, totaling 2 years.
2. Ms. Yuvanuch Thepsongvaj never signs on the Company's financial statements.
3. Ms. Kanokorn Phooriphanyawanit never signs on the Company's financial statements.
4. Ms. Nadsasin Wattanapaisal never signs on the Company's financial statements.

- **Audit fee**

As regards the audit of the Company's 2024 financial statements, KPMG Phoomchai Audit Ltd. proposes an audit fee as follows:

Thai Beverage Public Company Limited's audit fee	(Unit: Baht)
Annual audit fee	10,080,000
Quarterly review fee	<u>792,000</u>
Total	<u>10,872,000</u>

- **Non-Audit fee**

None

- **Relationship with the Company**

The auditors who are being proposed for appointment have no other relationship with the Company.

- **Being the same audit firm as the one in the previous year**

The proposed auditor is the company's auditor in 2022, the duration of 2 years to conduct the company's auditing.

- **Thai Beverage Public Company Limited's audit fee comparison**

(Unit: Baht)

Item	2024	2023	2022	2021	2020
Annual audit fee	10,080,000	9,730,000	9,520,000	9,520,000	9,520,000
Quarterly/half year review fee	792,000	792,000	792,000	792,000	1,200,000
Total	10,872,000	10,522,000	10,312,000	10,312,000	10,720,000

This Appendix of the Proposed Renewal of the Shareholders' Mandate for Interested Person Transactions (the "Shareholders' Mandate") will be proposed to the 2024 Annual General Meeting of Shareholders for consideration and approval.

APPENDIX

Proposed Renewal of Shareholders' Mandate for Interested Person Transactions

1. Background

The Board of Directors of Thai Beverage Public Company Limited (the "**Company**") refers to (a) the Notice of Annual General Meeting of the Company dated 8 January 2024 (the "**Notice**"), accompanying the 2023 annual report (the "**Annual Report**"), convening the Annual General Meeting ("**AGM**") of the Company to be held on 29 January 2024, and (b) Resolution No. 9 set out in the Notice.

2. Definitions

The following definitions, or such other definitions as the SGX-ST may from time to time determine, shall apply throughout this Appendix (including the Schedules attached hereto), unless the context otherwise requires:

"approved exchange"	A stock exchange that has rules which safeguard the interests of shareholders against Interested Person Transactions according to similar principles to Chapter 9 of the Listing Manual
"associate"	(a) In relation to any director, chief executive officer, substantial shareholder or controlling shareholder (being an individual): (i) his immediate family member (that is, the person's spouse, child, adopted child, step-child, sibling and parent); (ii) the trustees of any trust of which he or his immediate family is a beneficiary or, in the case of a discretionary trust, is a discretionary object; and (iii) any company in which he and his immediate family together (directly or indirectly) have an interest of 30% or more; and (b) in relation to a substantial shareholder or controlling shareholder (being a company), any other company which is its subsidiary or holding company or is a subsidiary of such holding company or one in the equity of which it and/or such other company or companies taken together (directly or indirectly) have an interest of 30% or more
"associated company"	A company in which at least 20% but not more than 50% of its shares are held by the Company or the THBEV Group
"Baht"	Thai Baht, the lawful currency of Thailand
"CDP"	The Central Depository (Pte) Limited
"control"	The capacity to dominate decision-making, directly or indirectly, in relation to the financial and operating policies of a company
"controlling shareholder"	A person who: (a) holds directly or indirectly 15% or more of the total voting rights in the company. The SGX-ST may determine that a person who satisfies this paragraph is not a controlling shareholder; or (b) in fact exercises control over the company

“Director”	A director of the Company
“entity at risk”	The Company, a subsidiary of the Company that is not listed on the SGX-ST or an approved exchange, or an associated company of the Company that is not listed on the SGX-ST or an approved exchange and that is controlled by the THBEV Group, or the THBEV Group and its interested person(s)
“Group”	The Company, its subsidiaries and associated companies
“Independent Directors”	Shall bear the meaning set out in paragraph 9.1 of this Appendix
“Interested Person Transaction”	A transaction between an entity at risk and an interested person
“interested person”	A director, chief executive officer or controlling shareholder of the Company or an associate of any such director, chief executive officer or controlling shareholder
“Listing Manual”	The listing manual of the SGX-ST
“Shareholders”	The registered holders of shares in the capital of the Company
“Shareholders’ Mandate”	The general mandate previously approved by Shareholders, and for which renewal is now being sought, to permit the Company and its subsidiaries to enter into certain types of recurrent transactions of a revenue or trading nature or those necessary for day-to-day operations with specified classes of the Company’s interested persons
“SGX-ST”	Singapore Exchange Securities Trading Limited
“subsidiary”	Shall bear the meaning ascribed to it under Section 5 of the Companies Act 1967 of Singapore
“THBEV Group”	The Company and its subsidiaries

3. Shareholders’ Mandate

Pursuant to the prospectus issued by the Company dated 19 May 2006 (the “**Prospectus**”), approval of the Shareholders was deemed obtained for a shareholders’ mandate to enable the Company and its subsidiaries which are considered to be “entities at risk” within the meaning of Rule 904(2) of the Listing Manual, in their ordinary course of businesses, to enter into categories of Interested Person Transactions with specified classes of the Company’s interested persons, provided that such transactions are entered into on an arm’s length basis and on normal commercial terms. The details of the Interested Person Transactions and the Shareholders’ mandate were disclosed in pages 124 to 148 of the Prospectus. The said shareholders’ mandate was last renewed at the AGM held on 27 January 2023, in the manner set out on pages 313 to 326 of the Company’s annual report for the financial year ended 30 September 2022.

4. Proposed Renewal of the Shareholders’ Mandate

The Shareholders’ Mandate was expressed to take effect until the conclusion of the subsequent AGM. Accordingly, the Directors propose that the Shareholders’ Mandate be renewed at the forthcoming AGM on 29 January 2024 (the “**2024 AGM**”), to take effect until the next AGM of the Company.

5. Details of the Shareholders’ Mandate

Details of the Shareholders’ Mandate, including the rationale for it and the ensuing benefits to the Company, the review procedures for determining transaction prices with interested persons and other general information relating to Chapter 9 of the Listing Manual, are set out in Schedule 1 to this Appendix.

6. Audit Committee Statement

- 6.1 The Audit Committee has reviewed the terms of the Shareholders' Mandate and confirms that the review procedures established by the Company for determining the transaction prices of the Interested Person Transactions as set out under the Shareholders' Mandate in Schedule 1 to this Appendix, if adhered to, are sufficient to ensure that the Interested Person Transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of the Company and its minority Shareholders.
- 6.2 If, during the periodic reviews by the Audit Committee, it is of the view that the established internal controls and review procedures referred to in Schedule 1 to this Appendix are no longer appropriate or sufficient to ensure that the Interested Person Transactions will be transacted on normal commercial terms and will not be prejudicial to the interests of the Company and minority Shareholders, the Company will seek a fresh mandate from Shareholders based on new internal controls and review procedures.

7. Directors' and Substantial Shareholders' Interests

The interests of the Directors and substantial shareholders of the Company in the issued shares in the capital of the Company as at 21 October 2023 and 11 December 2023 respectively can be found in the Annual Report in respect of the financial year ended 30 September 2023 to be or which has been, distributed to the Shareholders.

8. Abstention from Voting

Mr. Charoen Sirivadhanabhakdi, who is a Director and controlling shareholder of the Company, and Mr. Thapana Sirivadhanabhakdi and Mr. Panote Sirivadhanabhakdi, who are Directors of the Company, will abstain, and have undertaken to ensure that their respective associates will abstain, from voting on Resolution No. 9, being the Ordinary Resolution relating to the proposed renewal of the Shareholders' Mandate, in respect of their shareholdings in the Company, if any, at the 2024 AGM. Such persons will also not accept appointment as proxies for any Shareholder to vote on the said resolution unless specific voting instructions have been given by the Shareholder as to how he wants his votes to be cast in respect of the said resolution.

9. Independent Directors' Recommendation

- 9.1 The Directors who are considered independent for the purposes of the proposed renewal of the Shareholders' Mandate are Mr. Ueychai Tantha-Obhas, Mr. Sithichai Chaikriangkrai, Dr. Pisanu Vichiensanth, Mr. Vivat Tejapaibul, Ms. Potjane Thanavarant, Clinical Prof. Emeritus Piyasakol Sakolsatayadorn, M.D., Mr. Timothy Chia Chee Ming, Prof. Khemchai Chutiwongse, Dr. Chatri Banchuin, Assoc. Prof. Dr. Kritika Kongsompong, Mr. Wee Joo Yeow, Dr. Pasu Loharjun, and Mrs. Busaya Mathelin (the "**Independent Directors**"). The Independent Directors are of the opinion that the entry into the Mandated Transactions described in Schedule 1 to this Appendix and with the Mandated Interested Persons is in the ordinary course of its business, will enhance the efficiency of the Group and is in the best interests of the Company.
- 9.2 For the reasons set out in Schedule 1 to this Appendix, the Independent Directors recommend that Shareholders vote in favour of Resolution No. 9, being the Ordinary Resolution relating to the renewal of the Shareholders' Mandate at the 2024 AGM.

10. Directors' Responsibility Statement

The Directors collectively and individually accept responsibility for the accuracy of the information given in this Appendix and confirm after making all reasonable enquiries that, to the best of their knowledge and belief, this Appendix constitutes full and true disclosure of all material facts about the proposed renewal of the Shareholders' Mandate, the Company and its subsidiaries, and the Directors are not aware of any facts the omission of which would make any statement in this Appendix misleading. Where information in this Appendix has been extracted from published or otherwise publicly available sources or obtained from a named source, the sole responsibility of the Directors has been to ensure that such information has been accurately and correctly extracted from those sources and/or reproduced in this Appendix in its proper form and context.

11. Action to Be Taken by Shareholders

- 11.1 Shareholders, other than those who hold their shares in the Company through CDP, who are unable to attend the 2024 AGM and wish to appoint a proxy to attend and vote at the 2024 AGM on their behalf, will find attached to the Invitation to the 2024 AGM a Proxy Form which they are requested to complete, sign and return in accordance with the instructions printed thereon as soon as possible and, in any event, (a) so as to arrive at the Office of Corporate Secretariat of Thai Beverage Public Company Limited, at Sangsom Building, 6th floor, 14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900, Thailand, no later than 24 hours before the time fixed for the 2024 AGM; or (b) at the venue of the 2024 AGM before the meeting commences and for the attention of the Company Secretary. The sending of a Proxy Form by a Shareholder does not preclude him from attending and voting in person at the AGM if he finds that he is able to do so.
- 11.2 Persons who hold Shares in Securities Accounts with CDP may instruct CDP to exercise the voting rights for their deposited Shares; such persons will find, attached to the Invitation to the 2024 AGM, a Voting Instructions Form which they are requested to complete, sign and return in accordance with the instructions printed thereon as soon as possible and, in any event so as to arrive at CDP at the address stated in the Voting Instructions Form no later than 5.00 p.m. (Singapore time) on 19 January 2024. However, it should be noted that as a matter of Thai law, and as disclosed in the Company's prospectus dated 19 May 2006, CDP shall be the only holder of record of such Shares and, accordingly, the only person recognised as a Shareholder and legally entitled to attend and vote at the 2024 AGM.
- 11.3 Persons who hold Shares in Securities Accounts with CDP who wish to personally attend and vote in their own names at the 2024 AGM must take such steps as are necessary to transfer their Shares out of the CDP system and to have the relevant Shares registered with the Company in their own names by 8 January 2024, being the date on which the register of the Shareholders of the Company will be closed for the purpose of determining the rights of the Shareholders to attend and to vote at the 2024 AGM. It should be further noted that such Shares which have been transferred out of the CDP system cannot be traded on the SGX-ST unless they are transferred back into the CDP system. In this regard, such transfers shall be subject to applicable taxes and fees. Please contact CDP at (65) 6535 7511 (or via email at cdp@sgx.com) should you require any guidance on the process of such transfer and registration.

12. Others

- 12.1 The SGX-ST takes no responsibility for the accuracy of any statements or opinions made or reports contained in this Appendix.
- 12.2 If you are in any doubt as to the contents herein or as to the action you should take, you should consult your stockbroker, bank manager, solicitor, accountant or other independent professional adviser immediately.
- 12.3 If you have sold all your ordinary shares in the Company, please forward this document to the purchaser or bank or stockbroker or agent through whom the sale was effected for onward transmission to the purchaser.
- 12.4 WongPartnership LLP is the Singapore legal adviser to the Company for this Document to Shareholders.

SCHEDULE 1 TO THE APPENDIX

General Mandate for Interested Person Transactions

We anticipate that we would, in the ordinary course of business, continue to enter into certain transactions with our interested persons, including but not limited to those categories of transactions described below. In view of the time-sensitive nature of commercial transactions, it would be advantageous for us to obtain a shareholders' mandate to enter into certain Interested Person Transactions in our ordinary course of business, provided that all such transactions are carried out on normal commercial terms and are not prejudicial to the interests of our Company and our minority Shareholders.

Chapter 9 of the Listing Manual allows a listed company to obtain a mandate from its shareholders for recurrent interested person transactions which are of a revenue or trading nature or for those necessary for its day-to-day operations. These transactions may not include the purchase or sale of assets, undertakings or businesses which are not part of our day-to-day operations.

Pursuant to Rule 920(1) of the Listing Manual, a general mandate is subject to annual renewal. The information required by Rule 920(1)(b) is as follows:

- (a) the class of interested persons with which the entity at risk (as defined in Rule 904(2) of the Listing Manual) will be transacting;
- (b) the nature of the transactions contemplated under the mandate;
- (c) the rationale for and benefit to the entity at risk;
- (d) the methods or procedures for determining transaction prices;
- (e) the independent financial adviser's opinion on whether the methods or procedures in (d) above are sufficient to ensure that the transactions will be carried out on normal commercial terms and will not be prejudicial to the interests of our Company and our minority Shareholders (where applicable);
- (f) an opinion from our Audit Committee if it takes a different view to the independent financial adviser (where applicable);
- (g) a statement from us that we will obtain a new mandate from our Shareholders if the methods or procedures in (d) above become inappropriate; and
- (h) a statement that the interested person will abstain, and has undertaken to ensure that its associates will abstain, from voting on the resolution approving the transaction.

The Shareholders' Mandate, if renewed, will be effective until the next annual general meeting.

For the purposes of the Shareholders' Mandate, the definitions of words and expressions in the Appendix to which this Shareholders' Mandate is a Schedule shall apply, save as otherwise set out below:

- "Group" means our Company, its subsidiaries and associated companies which are considered "entities at risk" within the meaning of Rule 904(2) of the Listing Manual; and
- "THBEV Group" means our Company and its subsidiaries.

Classes of Mandated Interested Persons

The Shareholders' Mandate will apply to our Group's transactions with associates of our controlling shareholders Mr. Charoen Sirivadhanabhakdi and the estate of the late Khunying Wanna Sirivadhanabhakdi (such controlling shareholders' associates collectively referred to as the "**Mandated Interested Persons**" and each a "**Mandated Interested Person**").

Transactions with Mandated Interested Persons which do not fall within the ambit of the Shareholders' Mandate shall be subject to the relevant provisions of Chapter 9 of the Listing Manual.

Mandated Transactions

The transactions with Mandated Interested Persons which will be covered by the Shareholders' Mandate ("**Mandated Transactions**") relating to the provision to, or obtaining from, Mandated Interested Persons of products and services in the ordinary course of business of our Group or which are necessary for the day-to-day operations of our Group (but not in respect of the purchase or sale of assets, undertakings or businesses which are not part of our day-to-day operations) are as follows:

- (a) purchases from Mandated Interested Persons of raw materials and packaging materials including new and used glass bottles, aluminium cans, molasses, herbs for the production of beer concentrate, cartons and caps;
- (b) obtaining from Mandated Interested Persons of insurance and insurance-related services;
- (c) purchases from Mandated Interested Persons of all kinds of consumer products, office and storage supplies including tissue paper and sugar for office use, scrap steel, malt bags and wooden pallets;
- (d) obtaining from Mandated Interested Persons of services, including procurement services, services relating to provision of accommodation, vehicles and facilities for the directors of the Company and/or subsidiaries, staff training, telecommunications and software licensing, marketing and advertising and management services and services for the manufacturing and distributorship of products;
- (e) obtaining from Mandated Interested Persons of leases or subleases of office space, warehouses, passenger cars and land;
- (f) provision to Mandated Interested Persons of services including procurement services, property improvement services, advertising and sales services and manufacturing services;
- (g) lease or sub-lease to Mandated Interested Persons of office space, warehouses, passenger cars and land;
- (h) sale to Mandated Interested Persons of molasses and by-products including fertilizer, used bottles, and factory remnants such as aluminium and glass remnants and scrap paper;
- (i) sale to Mandated Interested Persons of our beer, spirits, water, soda and other products; and
- (j) provision or the obtaining of such other products and/or services which are incidental to or in connection with the provision or obtaining of products and/or services in sub-paragraphs (a) to (i) above.

Rationale for and the Benefits of the Shareholders' Mandate

The transactions with the Mandated Interested Persons are entered into or to be entered into by our Group in its ordinary course of business. They are recurring transactions that are likely to occur with some degree of frequency and arise at any time and from time to time. Our Directors are of the view that it will be beneficial to our Group to transact or continue to transact with the Mandated Interested Persons.

Our Directors believe that our Group will be able to benefit from its transactions with the Mandated Interested Persons. The Shareholders' Mandate and the renewal of the Shareholders' Mandate on an annual basis will eliminate the need to convene separate general meetings from time to time to seek Shareholders' approval as and when potential Interested Person Transactions with the Mandated Interested Persons arise, thereby reducing substantially the administrative time and expenses in convening general meetings, without compromising the corporate objectives or adversely affecting the business opportunities available to us.

The Shareholders' Mandate is intended to facilitate transactions in our ordinary course of business which are transacted from time to time with the Mandated Interested Persons, provided that they are carried out on normal commercial terms and are not prejudicial to the interests of our Company and our minority Shareholders.

Disclosure will be made in the format required by the Listing Manual, and to the extent required by the SGX-ST, of the aggregate value of Interested Person Transactions conducted pursuant to the Shareholders' Mandate during the current financial year in the annual report for the current financial year.

Review Procedures for Interested Person Transactions

Our Audit Committee has oversight of all Interested Person Transactions undertaken by our Group including, the review and where required, approval of such transactions. For this purpose, our Board of Directors has appointed Mr. Timothy Chia Chee Ming, an independent non-executive Director and member of the Audit Committee, to lead the Audit Committee in its role in respect of Interested Person Transactions undertaken by our Group (the **“Lead Independent Director for IPTs”**). We have also established the following procedures to ensure that the Interested Person Transactions are undertaken on an arm’s length basis and on normal commercial terms.

Review Procedures and Threshold Limits

In general, there are procedures established by our Group to ensure that Interested Person Transactions, including the Mandated Transactions with the Mandated Interested Persons, are undertaken on an arm’s length basis and on normal commercial terms consistent with our Group’s usual business practices and policies, and on terms which are generally no more favorable to the interested persons than those extended to or obtained from unrelated third parties.

In particular, the following review procedures have been implemented:

- (1) *Procurement and purchase of goods and obtaining services*
 - (a) All procurement and purchases made by our Group of a recurring nature which are in the ordinary course of business of our Group or which are necessary for the day-to-day operations of our Group, including procurement and purchases which are Mandated Transactions with Mandated Interested Persons (such as the transactions referred to in paragraphs (a), (b), (c), (d) and (j) above under “General Mandate for Interested Person Transactions - Mandated Transactions”) will be governed by internal control procedures, which detail matters such as the constitution of internal approving authorities, their approval limits, the number of vendors (minimum of two) who provide us quotes, and the review procedures. The guiding principle is to objectively obtain the best goods and/or services on the best terms through competitive quotations, if appropriate. In determining whether the price and terms offered by interested persons are fair and reasonable, factors such as, but not limited to, delivery schedules, specification compliance, track record, experience and expertise, preferential rates, discounts or rebates offered for bulk purchases, will be taken into consideration. In addition, each Interested Person Transaction entered into by our Group will be monitored as an individual transaction and based on the value of the transaction, will require the prior approval of the corresponding approving authority who is a Director or management employee of the Group (not being an interested person or his associate) and who does not have any interests, whether direct or indirect, in relation to the transactions (the **“Relevant Approving Authority”**) as follows:

Approval Limits	Relevant Approving Authority
Interested Person Transaction not exceeding Baht 500,000 in value	A deputy managing director or officer of equivalent rank
Interested Person Transaction above Baht 500,000 but not exceeding Baht 5 million in value	A managing director or officer of equivalent rank
Interested Person Transaction above Baht 5 million but not exceeding Baht 10 million in value	A vice-chairman or officer of equivalent rank
Interested Person Transaction above Baht 10 million but not exceeding Baht 20 million in value	A chairman
Interested Person Transaction above Baht 20 million but not exceeding 3% of the latest audited net tangible assets of the THBEV Group in value	Any two vice-chairmen and/or chairmen or officers of equivalent rank
Interested Person Transaction above 3% of the latest audited net tangible assets of the THBEV Group in value	Any two Audit Committee members, one of whom must be the Lead Independent Director for IPTs

In relation to paragraph (j) above under “General Mandate for Interested Person Transactions - Mandated Transactions”, the Relevant Approving Authority (as determined by the value of the transaction) will also assess and approve that the proposed transaction is one which is incidental to or in connection with the provision or obtaining of products and/or services in sub-paragraphs (a), (b), (c) and (d) above under “General Mandate for Interested Person Transactions - Mandated Transactions.”

- (b) In the event that we cannot obtain competitive quotations (for instance, if there are no unrelated third party vendors of similar products and services (taking into account quantum, specifications and delivery schedules among others), or if the product is proprietary in nature), based on the value of the proposed Interested Person Transaction, the corresponding Relevant Approving Authority as set out above (not being an interested person or his associate) and who does not have any interests, direct or indirect, in relation to the transaction, will determine whether the price and terms offered by the interested person are fair and reasonable.
 - (c) Purchases under the prevailing terms of the Glass Bottle Purchase Agreement dated 16 November 2021 entered into between Thai Beverage Recycle Co., Ltd. (formerly known as Bang-Na Logistic Co., Ltd.) and Thai Malaya Glass Co., Ltd. (the **“Glass Bottle Purchase Agreement”**) will be covered under the Shareholders’ Mandate, provided that any amendment to the material provisions of the Glass Bottle Purchase Agreement, including any adjustment authorized by the agreement to the purchase price for glass bottles pursuant to and any renewal or extension of tenure of the Glass Bottle Purchase Agreement, requires the approval of our Board of Directors and the Audit Committee.
- (2) *Other Interested Person Transactions of a recurring nature*

- (a) We intend to conduct other Interested Person Transactions not covered by paragraph (1) above which are of a recurring nature and that occur in the ordinary course of business of our Group. These transactions are necessary for the day-to-day operations of our Group and include the sale of products and provisions of services to interested persons and lease or sub-lease of property to or from interested persons and the Mandated Transactions with Mandated Interested Persons referred to in paragraphs (e), (f), (g), (h), (i) and (j) under “General Mandate for Interested Person Transactions - Mandated Transactions” above. We intend to conduct these transactions at the prevailing market rates or prices of the product or service to be provided, and at prevailing market rentals for leases and sub-leases of property, on terms no more favorable to the interested person than the usual commercial terms extended to or, where applicable, by unrelated third parties (including, where applicable, preferential rates, discounts to favored customers or for bulk purchases) or otherwise in accordance with applicable industry norms, provided that:
 - (i) in relation to the sale of products and provision of services which are not contemporaneously in time as the proposed Interested Person Transaction being sold or provided to an unrelated third party, quotes from at least two other suppliers who are unrelated third parties not being the relevant interested person or his associates of similar products or services will be obtained; and
 - (ii) in relation to the lease or sub-lease of property, we are required to obtain enquiries with at least two landlords and/or tenants who are unrelated third parties not being the relevant interested person or his associates of similarly sized and located properties put to similar use.

In addition, each Interested Person Transaction entered into by our Group will be monitored as an individual transaction and based on the value of the transaction, will require the prior approval of the corresponding Relevant Approving Authority who is a Director or management employee of the Group (not being an interested person or his associate) and who does not have any interests, whether direct or indirect, in relation to the transactions as follows:

Approval Limits	Relevant Approving Authority
Interested Person Transaction not exceeding Baht 200,000 in value	A deputy managing director or officer of equivalent rank
Interested Person Transaction above Baht 200,000 but not exceeding Baht 500,000 in value	A managing director or officer of equivalent rank
Interested Person Transaction above Baht 500,000 but not exceeding Baht 5 million in value	A vice chairman or officer of equivalent rank
Interested Person Transaction above Baht 5 million but not exceeding 3% of the latest audited net tangible assets of the THBEV Group in value	A chairman
Interested Person Transaction above 3% of the latest audited net tangible assets of the THBEV Group in value	Any two Audit Committee members, one of whom must be the Lead Independent Director for IPTs

In relation to paragraph (j) above under “General Mandate for Interested Person Transactions - Mandated Transactions”, the Relevant Approving Authority (as determined by the value of the transaction) will also assess and approve that the proposed transaction is one which is incidental to or in connection with the provision or obtaining of products and/or services in sub-paragraphs (e), (f), (g), (h) and (i) above under “General Mandate for Interested Person Transactions - Mandated Transactions”.

- (b) Where the prevailing market rates or prices are not available, whether due to the nature of products to be sold or services to be provided, the unavailability or impracticality of obtaining quotes from third party sources or otherwise, our Group’s pricing for these products and services will be determined in accordance with the Group’s usual business practices and pricing policies, consistent with the usual margin our Group will obtain for the same or substantially similar type of transaction with unrelated third parties. In determining the transaction price payable by Mandated Interested Persons for these products or services, factors such as, but not limited to, quantity, volume, consumption, customer requirements, specifications, duration of contract and strategic purposes of the transaction will be taken into account. In relation to leases and sub-leases of property, where prevailing market rentals are not available, whether due to the unavailability or impracticality of obtaining rental comparisons or otherwise, rental will be determined according to the Group’s usual business practices and policies. In addition, based on the value of the proposed Interested Person Transaction, the corresponding Relevant Approving Authority as set out in paragraph (a) above (not being an interested person or his associate) and who does not have any interests, direct or indirect, in relation to the transaction, will determine whether the price and terms offered by the interested person are fair and reasonable.

(3) *Non-recurring Interested Person Transactions*

We may from time to time also conduct Interested Person Transactions not covered by paragraphs (1) and (2) above and which do not form part of the Shareholders' Mandate. These transactions are not of a recurring nature or occur outside the ordinary course of business of our Group or which may not be necessary for the day-to-day operations of our Group and include the purchase or sale of assets, undertakings or businesses which are not part of our day-to-day operations. We intend to conduct such transactions in accordance with the Listing Manual, including the threshold, approval and other requirements under Rules 905 and 906 of the Listing Manual. In addition, we will monitor each transaction on an individual basis, and each transaction will require the prior approval of the corresponding Relevant Approving Authority below who is a Director or management employee of the Group (not being an interested person or his associate) and who does not have any interests, whether direct or indirect, in relation to the transaction. The Relevant Approving Authority will also review the transaction to ensure that it is carried out on normal commercial terms and not prejudicial to the interests of our Company and minority Shareholders:

Approval Limits	Relevant Approving Authority
Interested Person Transaction not exceeding Baht 200,000 in value	A deputy managing director or officer of equivalent rank
Interested Person Transaction above Baht 200,000 but not exceeding Baht 500,000 in value	A managing director or officer of equivalent rank
Interested Person Transaction above Baht 500,000 but not exceeding Baht 5 million in value	A vice chairman or officer of equivalent rank
Interested Person Transaction above Baht 5 million but not exceeding 3% of the latest audited net tangible assets of the THBEV Group in value	A chairman
Interested Person Transaction above 3% of the latest audited net tangible assets of the THBEV Group in value	Any two Audit Committee members, one of whom must be the Lead Independent Director for IPTs

In the event that these Interested Person Transactions require the approval of our Shareholders, additional information may be required to be presented to Shareholders and an independent financial adviser may be appointed for an opinion.

Other Review Procedures

Our Audit Committee led by the Lead Independent Director for IPTs will also review all Interested Person Transactions, including Mandated Transactions to ensure that the prevailing rules and regulations of the SGX-ST (in particular, Chapter 9 of the Listing Manual) are complied with.

Our Group has also implemented the following procedures for the identification of Interested Person Transactions (including Mandated Transactions) and interested persons (including Mandated Interested Persons) and the recording of all our Interested Person Transactions:

- (a) our Group Chief Financial Officer will maintain a register of all transactions carried out with interested persons, including the Mandated Interested Persons (and the basis, including the quotations obtained to support such basis, on which these transactions are entered into), whether mandated or non-mandated; and
- (b) on a quarterly basis, our Group Chief Financial Officer will submit a report to our Audit Committee of all recorded Interested Person Transactions, and the basis of all recorded Interested Person Transactions, entered into by our Group. Our Company's annual internal audit plan will incorporate a review of all Interested Person Transactions, including the established review procedures for the monitoring of the Interested Person Transactions including Mandated Transactions, entered into or existing Interested Person Transactions that are renewed or revised during the current financial year, pursuant to the Shareholders' Mandate.

In addition, our Audit Committee led by the Lead Independent Director for IPTs will review, on a quarterly basis, internal controls and review procedures for Interested Person Transactions to determine if they are adequate and/or commercially practicable in ensuring that the transactions between our Group and interested persons are conducted on normal commercial terms and are not prejudicial to the interests of our Company and our minority Shareholders. In conjunction with this review, our Audit Committee will also ascertain whether we have complied with the established review procedures. Further, if during these periodic reviews by our Audit Committee, our Audit Committee is of the view that the internal controls and review procedures for Interested Person Transactions are inappropriate or not sufficient to ensure that the Interested Person Transactions will be on normal commercial terms and not prejudicial to the interests of our Company and our minority Shareholders, our Audit Committee will (pursuant to Rule 920(1)(b)(iv) and (vii) of the Listing Manual) revert to our Shareholders for a new Shareholders' Mandate based on new internal controls and review procedures for transactions with the Mandated Interested Persons. During the period prior to obtaining a new mandate from Shareholders, all transactions with interested persons will be subject to prior review and approval by the Audit Committee.

For the purposes of the above review of the internal controls and review procedures, any member of our Audit Committee who is not considered independent will abstain from participating in the Audit Committee's review of the internal controls and review procedures.

Our Audit Committee will have overall responsibility for determining the review procedures with the authority to delegate to individuals or committees within our Group as they deem appropriate.

SCHEDULE 2 TO THE APPENDIX

Examples of Mandated Interested Persons as at the date of the Appendix

The Mandated Interested Persons as at the date of this Appendix include but are not limited to the corporations and entities set out below. For the avoidance of doubt, the list of corporations and entities below is not an exhaustive list of the Mandated Interested Persons:

1. TCC Corporation Limited	21. PS Recycle Co., Ltd.
2. Bang-Na Glass Co., Ltd.	22. Pisetkij Co., Ltd.
3. Berli Jucker Cellox Co., Ltd.	23. Plaza Athenee Hotel (Thailand) Co., Ltd.
4. BJC Industrial and Trading Company Limited	24. Queen's Park Hotel Co., Ltd.
5. Berli Jucker Foods Co., Ltd.	25. Regent Gold Property Fund
6. Berli Jucker Logistics Co., Ltd.	26. Siam Realty Co., Ltd.
7. Berli Jucker Public Company Limited	27. Southeast Capital Co., Ltd.
8. Berli Jucker Specialties Co., Ltd.	28. The Southeast Insurance Public Company Limited
9. BJC Marketing Co., Ltd.	29. The Southeast Life Insurance Public Company Limited
10. BJC Healthcare Co., Ltd.	30. The Suphanburi Sugar Industry Co., Ltd.
11. Chalitlarp Co., Ltd.	31. T.C.C. Service Apartment Co., Ltd.
12. Golden Wealth Co., Ltd.	32. Terragro Co., Ltd.
13. Indara Insurance Public Company Limited	33. Southeast Group Co., Ltd.
14. Lake View Golf and Yacht Club Co., Ltd.	34. T.C.C. Commercial Property Management Co., Ltd.
15. Lake View Land Co., Ltd.	35. T.C.C. Technology Co., Ltd.
16. TCC Value Hotels Co., Ltd.	36. Thai Beverage Can Co., Ltd.
17. N.C.C. Management and Development Co., Ltd.	37. The Chonburi Sugar Corporation Limited
18. New Noble Property and Loan Fund	38. Thai Glass Industries Public Company Limited
19. Nongkhai Country Golf Club Co., Ltd.	39. Thip Sugar Kamphaengphet Co., Ltd.
20. North Park Golf and Sports Club Co., Ltd.	40. The New Imperial Hotel Public Company Limited

41. Thip Sugar Sukhothai Co., Ltd.	61. Lan Chang Development Co., Ltd.
42. Plantheon Trading Co., Ltd.	62. Thippatana Arcade Co., Ltd.
43. Thai Alcohol Public Company Limited	63. N.C.C. Image Co., Ltd.
44. Thai Malaya Glass Co., Ltd.	64. Bang Pa-In Paper Mill Industry Co., Ltd.
45. Fraser and Neave, Limited	65. TCC Sports and Recreation Company Limited
46. Univentures Public Company Limited	66. TCCCL Asoke Co., Ltd.
47. Business Process Outsourcing Co., Ltd.	67. North Park Service Apartment Company Limited
48. Wattanapat Trading Co., Ltd.	68. Pridiprapa Co., Ltd.
49. Terragro Fertilizer Co., Ltd.	69. Concept Land 9 Co., Ltd.
50. Rachyothin Tower Co., Ltd.	70. Pornpathanasin Co., Ltd.
51. TCC Land Co., Ltd.	71. Rubia Industries Limited
52. TCC Capital Land Limited	72. Asset World Estate Co., Ltd.
53. TCCCL Sena Co., Ltd.	73. Wiengsiri Co., Ltd.
54. TCC Hotel Collection Co., Ltd.	74. Dhanasindhi Engineering Service Co., Ltd.
55. Siam Food Products Public Company Limited	75. Grand Unity Development Co., Ltd.
56. Value Hotels Co., Ltd.	76. F&N Foods Pte Ltd
57. TCC Luxury Hotels & Resorts Co., Ltd.	77. F&N Dairies (Thailand) Limited
58. F&B International Co., Ltd.	78. F&N Beverages Marketing Sdn Bhd
59. Cristalla Co., Ltd.	79. F&N United Limited
60. Terragro Bio-Tech Co., Ltd.	80. F&N Interflavine Pte Ltd

81. Gaew Grung Thai Co., Ltd.	103. Hotels World 5 Co., Ltd.
82. Asiatic Hotel Collection Co., Ltd.	104. Hotels World 10 Co., Ltd.
83. North Sathorn Realty Co., Ltd.	105. Hotels World 8 Co., Ltd.
84. Golden Land Property Development Public Company Limited	106. Hotels World 9 Co., Ltd.
85. Terragro Land 1 Co., Ltd.	107. The Street Retail Development Co., Ltd.
86. Grand U Living Co., Ltd.	108. Retail World 6 Co., Ltd.
87. Asiatic House Co., Ltd.	109. Golden Ventures Leasehold Real Estate Investment Trust
88. TCC Engineering Service Co., Ltd.	110. One Bangkok Company Limited
89. Concept Land 10 Co., Ltd.	111. Big C Supercenter Public Company Limited
90. Thai - Lysaght Co., Ltd.	112. Big C Supercenter Huahin Company Limited
91. Forward System Co., Ltd.	113. Phitsanulok Big C 2015 Ltd.
92. Gaewsarnsiri Co., Ltd.	114. Big C Fairy Ltd.
93. TCC Hotel Asset Management Co., Ltd.	115. Leap Solutions Asia Co., Ltd.
94. New Multi Mine Co., Ltd.	116. Asia Horeca Co., Ltd.
95. The Hotel Sukhumvit 50 Co., Ltd.	117. Phu Thai Group Joint Stock Company
96. Asia Books Co., Ltd.	118. North Park Property Development Company Limited
97. Golden Land Residence Co., Ltd.	119. Tor Yod Market AEC Co., Ltd.
98. Asset World Leisure Co., Ltd.	120. Inter Horeca Co., Ltd.
99. TCC Assets (Thailand) Co., Ltd.	121. Media Front Co., Ltd.
100. Kasem Subsiri 1 Co., Ltd.	122. CW Towers Co., Ltd.
101. Hotels World 7 Co., Ltd.	123. BJC Specialties Co., Ltd.
102. Hotels World 4 Co., Ltd.	124. Tonic International Co., Ltd.

125. TCC Bang Sai Phumipat Co., Ltd.	147. Sub Permpoon 5 Co., Ltd.
126. Pacific Coast Assets Inc.	148. M S & K C Development Co., Ltd.
127. One Bangkok Holding Co., Ltd.	149. TCCCL Fourteen Co., Ltd.
128. Asset World Corp Public Company Limited	150. Chatchavalruamtun Co., Ltd.
129. Imperial Nakhon Ratchasima Limited	151. Best Wishes Co., Ltd.
130. Frasers Property (Thailand) Public Company Limited	152. Chiva-som International Health Resorts Co., Ltd.
131. Mongkolkarn Pattanakij Co., Ltd.	153. Green Metropolis Property and Loan Fund
132. Kasetthip (2010) Co., Ltd.	154. Kesana - Golf Co., Ltd.
133. Lastica Co., Ltd.	155. InterContinental Singapore
134. Menghua's United Commercial Co., Ltd.	156. T.C.C. Empire Tower Co., Ltd.
135. Paksong Capital Co., Ltd.	157. Fraser & Neave (Malaya) Sdn Bhd
136. VS&B Recycle Network Co., Ltd.	158. Times Printers Private Limited
137. Waste Recycling Management Center Co., Ltd.	159. Commercial Solution Co., Ltd.
138. Hermitage Consultant Co., Ltd.	160. Tawana Bang Phli Company Limited
139. P.I.T. Factory Co., Ltd.	161. PI Hotel Management Limited
140. Pacific Leisure (Thailand) Limited	162. K.K. Shinkobe Holding
141. Shinasub Co., Ltd.	163. Sathon Supsin Co., Ltd.
142. Concept Land 8 Co., Ltd.	164. Sub Mahakij 8 Co., Ltd.
143. Charoenwannakij Co., Ltd.	165. Ananke Holdings Pty Ltd.
144. F&N Vietnam Limited Liability Company	166. Mosho Entertainment Co., Ltd.
145. Greenland 2 Co., Ltd.	167. Xiangkeo Hotel & Resort Co., Ltd.
146. Wattanasiri Communication Company Limited	168. 39 QGG Management Limited

169. Hotels World 12 Co., Ltd.	191. Frasers Property Alexandra Point Pte. Ltd.
170. Frasers Residential Investment Partnership LP	192. Fraser & Neave (Singapore) Pte. Limited
171. TCC Land Retail Co., Ltd.	193. Frasers Property Limited
172. Im Hotels And Hostels Co., Ltd.	194. Golden Capital (Singapore) Limited
173. Hotels World 6 Co., Ltd.	195. MM Mega Market (Vietnam) Company Limited
174. Kasemsubvadhana Co., Ltd.	196. Plaza Athenee Hotel Company Limited
175. TCC-Ha Chiang Co., Ltd.	197. S.A.S-CTAMAD CO., LTD
176. TCC Asset World Corporation Co., Ltd.	198. TBC-BALL Beverage Can Vietnam Limited
177. Tspace Digital Co., Ltd.	199. Kasetthip (2017) Co., Ltd.
178. Thapae Hotel Co., Ltd.	200. Kasemsubsiri Co., Ltd.
179. F&N Beverages Manufacturing Sdn Bhd	201. Frasers Property BFTZ Co., Ltd.
180. F&N Global Marketing Sdn Bhd	202. Frasers Property Industrial (Thailand) Co., Ltd.
181. Malmaison Trading Limited	203. N.C.C. Exhibition Organizer Co., Ltd.
182. Frasers Hospitality (UK) Limited	204. Asset World Retail Co., Ltd.
183. Emerald Brewery Myanmar Limited	205. Thai Dairy Healthcare Co., Ltd.
184. F&N Dairies Manufacturing Sdn Bhd	206. Coffee Concepts Retail Co., Ltd.
185. Vacaron Company Sdn Bhd	207. Tarad Dot Com Group Co., Ltd.
186. F&N Properties Sdn Bhd	208. TCC Hotels Group Co., Ltd.
187. Kasemsabbhakdi Co., Ltd.	209. TCC Phumiphat CO., Ltd.
188. Borneo Springs Sdn Bhd	210. TCC Retail Group Co., Ltd.
189. Frasers Town Hall Residences Operations Pty Ltd	211. North Park Real Estate Co., Ltd.
190. F&N Global Marketing Pte. Ltd.	212. Bangna Pattanakij Co., Ltd.

213. BJH Medical Company Limited	235. Sint Ek Panich Co., Ltd.
214. BJC Move Co., Ltd.	236. TCC Hotels Lanna Co., Ltd.
215. Univentures Consulting Co., Ltd.	237. TCC Intertrade Co., Ltd.
216. Vadhanabhakdi Co., Ltd.	238. TCC Land International (Thailand) Co., Ltd.
217. Sport & Recreation Management Co., Ltd.	239. TCC Verngnakornkhasem Co., Ltd.
218. Siriwana Co., Ltd.	240. Thai Charoen Property Co., Ltd.
219. Surasate Co., Ltd.	241. Fraser & Neave Holdings BHD
220. Adelfos Co., Ltd.	242. Frasers Property Holdings (Thailand) Co., Ltd.
221. Amarin Television Co., Ltd.	243. Kaset Thip Ayothaya Co., Ltd.
222. Amarin Book Center Co., Ltd.	244. LSPV (2001) Co., Ltd.
223. ESPN International Co., Ltd.	245. Mathungsong Recycle Co., Ltd.
224. Thai Group Holdings Public Company Limited	246. MM Mega Market (Thailand) Co., Ltd.
225. Amarin Printing and Publishing Public Company Limited	247. North Sathorn Hotel Co., Ltd.
226. Cha-Am Resort Town Co., Ltd.	248. Siam Food (2513) Co., Ltd.
227. Charoenwannasilp Co., Ltd.	249. Talent Management Co., Ltd.
228. Grungthai Reenergy Co., Ltd.	250. Tawanna Night Bazaar Co., Ltd.
229. Malaya - Vietnam Glass Limited	251. Pattana Intercool Co., Ltd.
230. Me Linh Point Limited	252. Big C Food Services Co., Ltd.
231. Pay Solution Company Limited	253. Wattanasiri Communication Co., Ltd.
232. Phenibox Co., Ltd.	254. Silom Corporation Co., Ltd.
233. Quality Pineapple Products Co., Ltd.	255. Must Be Co., Ltd.
234. Retail World 8 Co., Ltd.	

Guideline for Shareholder to Submit Questions before the Meeting, Access to the Documents, Documents and Evidences Required for Attending the Meeting, and Personal Data Protection Notice for the Meeting

1. Submissions of Questions

- 1.1 All shareholders whose names appear in the share registration book as at 8 January 2024 and Depositors and Depository Agents with shares of the Company standing to the credit of their securities accounts with the Central Depository (Pte) Limited ("**CDP**") as at 5.00 p.m. (Singapore time) on Friday, 5 January 2024 ("**CDP Investors**") can submit written questions in advance of the Meeting. CDP Investors who hold shares in the Company through a Depository Agent should approach their respective Depository Agent for further information on how to submit questions in advance of the Meeting.
- 1.2 Shareholders and CDP Investors can submit substantial and relevant questions related to the resolutions to be tabled for approval at the Meeting, in advance of the Meeting, in the following manner:
- (i) by post to:
- (a) the Office of Corporate Secretariat of Thai Beverage Public Company Limited, at Sangsom Building, 6th Floor, 14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900, Thailand; or
- (b) the Share Registry Services, Boardroom Corporate & Advisory Services Pte. Ltd., 1 Harbourfront Avenue, Keppel Bay Tower, #14-07, Singapore 098632; or
- (ii) by electronic mail to the Company at ir@thaibev.com.
- 1.3 When submitting questions by post or email, all questions shall be in either the Thai or English language, and the shareholder or CDP Investor must provide the following for verification purposes:
- (i) Full name, address, NRIC/Passport Number/Company Registration No., and phone number; and
- (ii) Thailand Securities Depository Co., Ltd. or CDP Securities Account Number (where applicable).
- 1.4 All questions submitted in advance of the Meeting must be received by 4.00 p.m. (Bangkok Time) or 5.00 p.m. (Singapore time) on 19 January 2024 ("**Question Submission Deadline**").
- 1.5 The Company will address all substantial and relevant questions received from shareholders and CDP Investors by the Question Submission Deadline (i) by publishing its responses to such questions on:
- the Company's website at <http://www.thaibev.com/ir.html>; and
 - the SGX website at <https://www.sgx.com/securities/company-announcements>
- at least 48 hours prior to the closing date and time for the lodgment of proxy forms; or (ii) at the AGM itself. The Company will respond to questions or follow-up questions submitted after the Question Submission Deadline either within a reasonable timeframe before the AGM, or at the AGM itself. Where substantially similar questions are received, the Company will consolidate such questions and consequently not all questions may be individually addressed.
- 1.6 Shareholders and (where applicable) duly appointed proxies and representatives who attend the Meeting can also ask substantial and relevant questions related to the resolutions to be tabled for approval at the Meeting, at the Meeting itself.

2. Access to the Documents

The Company's annual report for the financial year ended 30 September 2023 ("**Annual Report 2023**") and the Invitation to the 2024 Annual General Meeting of Shareholders dated 8 January 2024 ("**Invitation to the 2024 AGM**") have been published and may be accessed at the Company's website as follows:

- (i) the Annual Report 2023 may be accessed at <http://www.thaibev.com/ir.html>; and
- (ii) the Invitation to the 2024 AGM dated 8 January 2024 may be accessed at <http://www.thaibev.com/ir.html>.

The above documents may also be accessed at the SGX website at <https://www.sgx.com/securities/company-announcements>.

3. Documents and Evidences Required for Attending the Meeting

3.1 In case the shareholder attends the Meeting in person

- a shareholder who is of a Thai nationality shall present his/her identification card
- a shareholder who is a foreigner shall present his/her passport

3.2 In case the shareholder attends the Meeting by a proxy-holder

If the Shareholder is unable to attend the Meeting in person, please send your proxy who has already come of age to attend the Meeting by completing any of the attached proxy form.

3.2.1 In the case of the shareholder being a Thai natural person or a foreign natural person

- a proxy form provided by the Company which is filled out, signed and affixed with a stamp duty of Baht 20
- a certified copy of the identification card or passport of the appointer
- a certified copy of the identification card or passport of the appointee

3.2.2 In the case of the shareholder being a juristic person registered in Thailand

- a proxy form provided by the Company which is filled out, signed and affixed with a stamp duty of Baht 20
- a copy of the Affidavit issued by the Department of Business Development which shows the present name(s) of authorised director(s) and signing requirements and certified by the authorised director(s) of the company
- a certified copy of the identification card of the authorised director(s) who signs in the proxy form
- a certified copy of the identification card or passport of the appointee

3.2.3 In the case of the shareholder being a juristic person registered overseas

- a proxy form provided by the Company which is filled out, signed and affixed with a stamp duty of Baht 20
- a copy of Certificate of Incorporation or By-Laws document or any other kind of Letter of Certification which shows the present names of authorised director(s) and signing requirements of the company issued by the relevant governmental authority and certified by the authorised director(s) of the company
- a certified copy of the identification card or passport of the authorised director(s) who signs in the proxy form
- a certified copy of the identification card or passport of the appointee

A proxy-holder shall send the signed proxy form together with their evidences in accordance with the instructions as per abovementioned (i) to the Office of Corporate Secretariat of Thai Beverage Public Company Limited, at Sangsom Building, 6th Floor, 14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900, Thailand no later than 24 hours before the time fixed for the Meeting or (ii) at the venue of the Meeting before the Meeting commences, and for the attention of the Company Secretary so that the Company's officers are given enough time to check the documentation.

4. Personal Data Protection Notice for the Meeting

The Company places importance on personal data of shareholders and/or proxies (“You”). The Company thus issued the Personal Data Protection Notice for shareholders, investors, and potential investors to duly inform about the details pertaining to the collection, use, and disclosure of personal data of shareholders, investors, and potential investors who are deemed data subjects in accordance with the personal data protection laws, as announced on the Company’s website (see <https://www.thaibev.com> for the details). The Company would like to inform You, a data subject, the details relating to the Meeting as follows:

4.1 Personal data

The Company collects, uses, and discloses your personal data, namely, name, surname, date of birth, marital status, address, telephone number, information specified in national identification card or passport, bank account number, e-mail address, fax number, securities holder number, photograph, audio, and video from the Meeting.

4.2 Objectives of personal data collection, use, and disclosure

The Company collects, uses, and discloses your personal data for the following objectives:

- For setting up, attending, and managing the Meeting such as registration and record of the votes
- For recording photographs, audios, and/or videos during the Meeting and broadcasting the Meeting via the Company’s website and other communication channels, or for the attendants to view later, or publicizing them for the Company’s or the attendants’ benefit
- For recording the Meeting and preparing the minutes of the Meeting, which will be further submitted to relevant organizations such as the Department of Business Development, the Stock Exchange of Thailand or the Singapore Exchange, legal advisors of the Company, and shareholders, as well as publicizing the details on the Company’s website and other communication channels

4.3 Sources of personal data

The Company directly receives your personal data from You and from TSD which is the Company’s Securities Registrar in Thailand, Boardroom Corporate & Advisory Services Pte. Ltd. which is the Company’s Securities Registrar in Singapore, and The Central Depository (Pte) Limited (CDP) which is the Company’s Securities Depository in Singapore.

4.4 Personal data retention

The Company will keep your personal data for as long as necessary to fulfill the aforementioned objectives unless the law permits a longer retention period.

4.5 Rights of the data subject

The data subject has the rights to request access to or obtain a copy of your personal data or request the disclosure of the acquisition of your personal data obtained without your consent, obtain your personal data in electronic form or transfer your personal data to other persons, object to the collection, use, and disclosure of your personal data, erase or destroy the personal data or anonymize the personal data to become the anonymous data which cannot identify the data subject, restrict the use of your personal data, revise or modify your personal data to be accurate, up-to-date, complete, and not misleading, withdraw consent given to the Company, complain to any competent authority in case the data subject believes that the Company’s dealing with your personal data does not comply with the personal data protection laws.

4.6 Contact information

To exercise your aforementioned rights, please contact the Company by the following means:

- (i) Telephone: 02-975-5566
- (ii) E-mail: pdpa_info@thaibev.com
- (iii) Letter: Office of Corporate Secretariat – Thai Beverage Public Company Limited, Sangsom Building, 6th Floor, 14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900, Thailand.

PROXY FORM (Form B)

Made at.....

Date.....Month.....Year.....

(1) I/We.....Nationality.....
 residing/located at No.....Road.....Sub-district.....
 District.....Province.....Postal Code.....

(2) Being a shareholder of Thai Beverage Public Company Limited, holding the total number of.....shares
 and have the rights to vote equal to.....votes as follows:

ordinary share.....shares and have the rights to vote equal to.....votes

preference share.....shares and have the rights to vote equal to.....votes

(3) Hereby appoint

1. Name.....Ms. Potjane Thanavarant (Independent Director and Audit Committee Chairman) Age.....77.....Years

residing/located at No. 178/1 Soi Phaholyothin 30 Road.....Phaholyothin.....Sub-district.....Chan Kasem

District.....Chatuchak.....Province.....Bangkok.....Postal Code.....10900.....or

2. Name.....Mr. Charoen Sirivadhanabhakdi (Chairman) Age.....79.....Years

residing/located at No. 288/37 Road.....Surawongse.....Sub-district.....Si Phraya

District.....Bangrak.....Province.....Bangkok.....Postal Code.....10500.....or

3. Name.....Age.....Years

residing/located at No.Road.....Sub-district.....

District.....Province.....Postal Code.....or

anyone of these persons to be my/our proxy to attend and vote, on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on 29 January 2024 at 10.00 a.m. (Bangkok Time) at Plenary Hall, 1st Floor, No. 60 Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok 10110, Thailand or at any adjournment thereof to any other day, time and venue.



(4) In this meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

Agenda 1 Adoption of the Minutes of the 2023 Annual General Meeting of Shareholders which was held on 27 January 2023

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- For Against Abstain

Agenda 2 Acknowledgement of the business operation for the year ended 30 September 2023 and the report of the Board of Directors

Agenda 3 Approval of the Financial Statements for the year ended 30 September 2023 together with the Auditor Report

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- For Against Abstain

Agenda 4 Approval of the dividend payment and the appropriation for legal reserve and the determination of the Book Closure Date for dividend payment

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- For Against Abstain

Agenda 5 Approval of the election of directors to replace those who retire by rotation and the determination of director authorities

5.1 Election of the directors to replace those who retire by rotation

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- Election of all proposed directors to replace those who retire by rotation
- For Against Abstain
- Election of some directors to replace those who retire by rotation as follows:-
1. Ms. Potjaneer Thanavarant

For Against Abstain
 2. Dr. Chatri Bunchuin

For Against Abstain
 3. Assoc. Prof. Dr. Kritika Kongsompong

For Against Abstain
 4. Mr. Wee Joo Yeow

For Against Abstain
 5. Mrs. Busaya Mathelin

For Against Abstain
 6. Mrs. Busaya Mathelin

For Against Abstain

5.2 Determination of the director authorities

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For

Against

Abstain

Agenda 6 Approval of the payment of director remuneration for the period from January 2024 to December 2024

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For

Against

Abstain

Agenda 7 Approval of the appointment and the determination of the remuneration for the Company's auditor for the year 2024

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For

Against

Abstain

Agenda 8 Approval of the purchase of Directors & Officers Liability Insurance (D&O Insurance) for directors and executives

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For

Against

Abstain

Agenda 9 Approval of the renewal of the Shareholders' Mandate for Interested Person Transactions (Shareholders' Mandate)

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For

Against

Abstain

Agenda 10 Other business (if any)

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For

Against

Abstain

(5) If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.

(6) In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.



Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

Signed.....Grantor
(.....)

Signed.....Proxy
(.....)

Signed.....Proxy
(.....)

Signed.....Proxy
(.....)

Remarks

1. The Shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The Shareholder cannot split his/her votes to different proxies to vote separately.
2. In the Agenda for the election of directors, the vote may be made for all or certain directors.
3. In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form (Form B) provided.



Attachment to the Proxy Form (Form B)

A proxy is granted by a shareholder of Thai Beverage Public Company Limited.

For the 2024 Annual General Meeting of Shareholders to be held on 29 January 2024 at 10.00 a.m. (Bangkok Time) at Plenary Hall, 1st Floor, No. 60 Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok 10110, Thailand or at any adjournment thereof to any other day, time and venue:

Agenda..... Approval on.....

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- For Against Abstain

Agenda..... Approval on.....

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- For Against Abstain

Agenda..... Approval on.....

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- For Against Abstain

Agenda..... Approval on.....

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- For Against Abstain

Agenda..... Approval on.....

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- For Against Abstain



Agenda.....Approval on the election of directors (Continued)

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain

Name of Director

For Against Abstain



PROXY FORM (Form C)

(For the shareholder who is specified in the register as a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper)

Made at.....

Date.....Month.....Year.....

- (1) I/We.....Nationality.....
 residing/located at No.....Road.....Sub-district.....
 District.....Province.....Postal Code.....
 who is a shareholder of Thai Beverage Public Company Limited, holding the total number of.....
 shares and have the rights to vote equal to.....votes as follows:
 ordinary share.....shares and have the rights to vote equal to.....votes
 preference share.....shares and have the rights to vote equal to.....votes

- (2) Hereby appoint
1. Name..... Ms. Potjanee Thanavaranit (Independent Director and Audit Committee Chairman) Age..... 77.....Years
 residing/located at No. 178/1 Soi Phaholyothin 30 Road..... Phaholyothin Sub-district..... Chan Kasem
 District..... Chatuchak Province..... Bangkok Postal Code..... 10900.....or
2. Name..... Mr. Charoen Sirivadhanabhakdi (Chairman) Age..... 79.....Years
 residing/located at No. 288/37 Road..... Surawongse Sub-district..... Si Phraya
 District..... Bangrak Province..... Bangkok Postal Code..... 10500.....or
3. Name..... Age.....Year
 residing/located at No.Road.....Sub-district.....
 District.....Province.....Postal Code.....or

anyone of these persons to be my/our proxy to attend and vote, on my/our behalf at the 2024 Annual General Meeting of Shareholders to be held on 29 January 2024 at 10.00 a.m. (Bangkok Time) at Plenary Hall, 1st Floor, No. 60 Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok 10110, Thailand or at any adjournment thereof to any other day, time and venue.

- (3) In this meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:
- (A) To grant my/our proxy the total amount of shares held and having the rights to vote.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
- For.....votes Against.....votes Abstain.....votes



(4) In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

Agenda 1 Adoption of the Minutes of the 2023 Annual General Meeting of Shareholders which was held on 27 January 2023

(A) To grant my/our proxy the total amount of shares held and having the rights to vote.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda 2 Acknowledgement of the business operation for the year ended 30 September 2023 and the report of the Board of Directors

This agenda is for acknowledgement. There is no voting on this agenda.

Agenda 3 Approval of the Financial Statements for the year ended 30 September 2023 together with the Auditor Report

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda 4 Approval of the dividend payment and the appropriation for legal reserve and the determination of the Book Closure Date for dividend payment

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda 5 Approval of the election of directors to replace those who retire by rotation and the determination of director authorities

5.1 Election of the directors to replace those who retire by rotation

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

Election of all proposed directors to replace those who retire by rotation

For.....votes Against.....votes Abstain.....votes

Election of some directors to replace those who retire by rotation as follows:-

1. Ms. Potjane Thanavarant

For.....votes Against.....votes Abstain.....votes

2. Dr. Chatri Bunchuin

For.....votes Against.....votes Abstain.....votes

3. Assoc. Prof. Dr. Kritika Kongsompong

For.....votes Against.....votes Abstain.....votes

4. Mr. Wee Joo Yeow

For.....votes Against.....votes Abstain.....votes

5. Mrs. Busaya Mathelin

For.....votes Against.....votes Abstain.....votes

6. Mrs. Busaya Mathelin

For.....votes Against.....votes Abstain.....votes

5.2 Determination of the director authorities

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
 - For.....votes Against.....votes Abstain.....votes

Agenda 6 Approval of the payment of director remuneration for the period from January 2024 to December 2024

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
 - For.....votes Against.....votes Abstain.....votes

Agenda 7 Approval of the appointment and the determination of the remuneration for the Company’s auditor for the year 2024

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
 - For.....votes Against.....votes Abstain.....votes

Agenda 8 Approval of the purchase of Directors & Officers Liability Insurance (D&O Insurance) for directors and executives

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
 - For.....votes Against.....votes Abstain.....votes

Agenda 9 Approval of the renewal of the Shareholders’ Mandate for Interested Person Transactions (Shareholders’ Mandate)

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
 - For.....votes Against.....votes Abstain.....votes

Agenda 10 Other business (if any)

- (A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (B) The proxy shall have the right to approve in accordance with my/our intention as follows:
 - For.....votes Against.....votes Abstain.....votes

- (5) If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company’s shareholders.
- 6) In the event that I/we have not specified my/our voting intention on any agenda item or have not clearly specified or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.



Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

Signed.....Grantor
(.....)

Signed.....Proxy
(.....)

Signed.....Proxy
(.....)

Signed.....Proxy
(.....)

Remarks

1. This Proxy form C is only used for the Shareholder who as specified in the register is a foreign investor and has appointed a custodian in Thailand to be a share depository and keeper.
2. The documents needed to be attached to this Proxy form are:
 - (1) Power of attorney from the Shareholder empowering the custodian to sign this Proxy form on his/her behalf
 - (2) A letter of certificate confirming that the person who signed the proxy has been authorized to engage in a custodian business
3. The Shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The Shareholder cannot split his/her votes to different proxies to vote separately.
4. In the Agenda for the election of directors, the vote may be made for all or certain directors.
5. In case where the statement exceeds those specified above, additional details may be specified in the Attachment to Proxy Form (Form C) provided.

Attachment to the Proxy Form (Form C)

A proxy is granted by a shareholder of Thai Beverage Public Company Limited.

For the 2024 Annual General Meeting of Shareholders to be held on 29 January 2024 at 10.00 a.m. (Bangkok Time) at Plenary Hall, 1st Floor, No. 60 Queen Sirikit National Convention Center, Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok 10110, Thailand or at any adjournment thereof to any other day, time and venue:

Agenda..... Approval on.....

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda..... Approval on.....

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda..... Approval on.....

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda..... Approval on.....

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For.....votes Against.....votes Abstain.....votes

Agenda..... Approval on.....

(A) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(B) The proxy shall have the right to approve in accordance with my/our intention as follows:

For.....votes Against.....votes Abstain.....votes



Agenda.....Approval on.....the election of directors (Continued)

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes

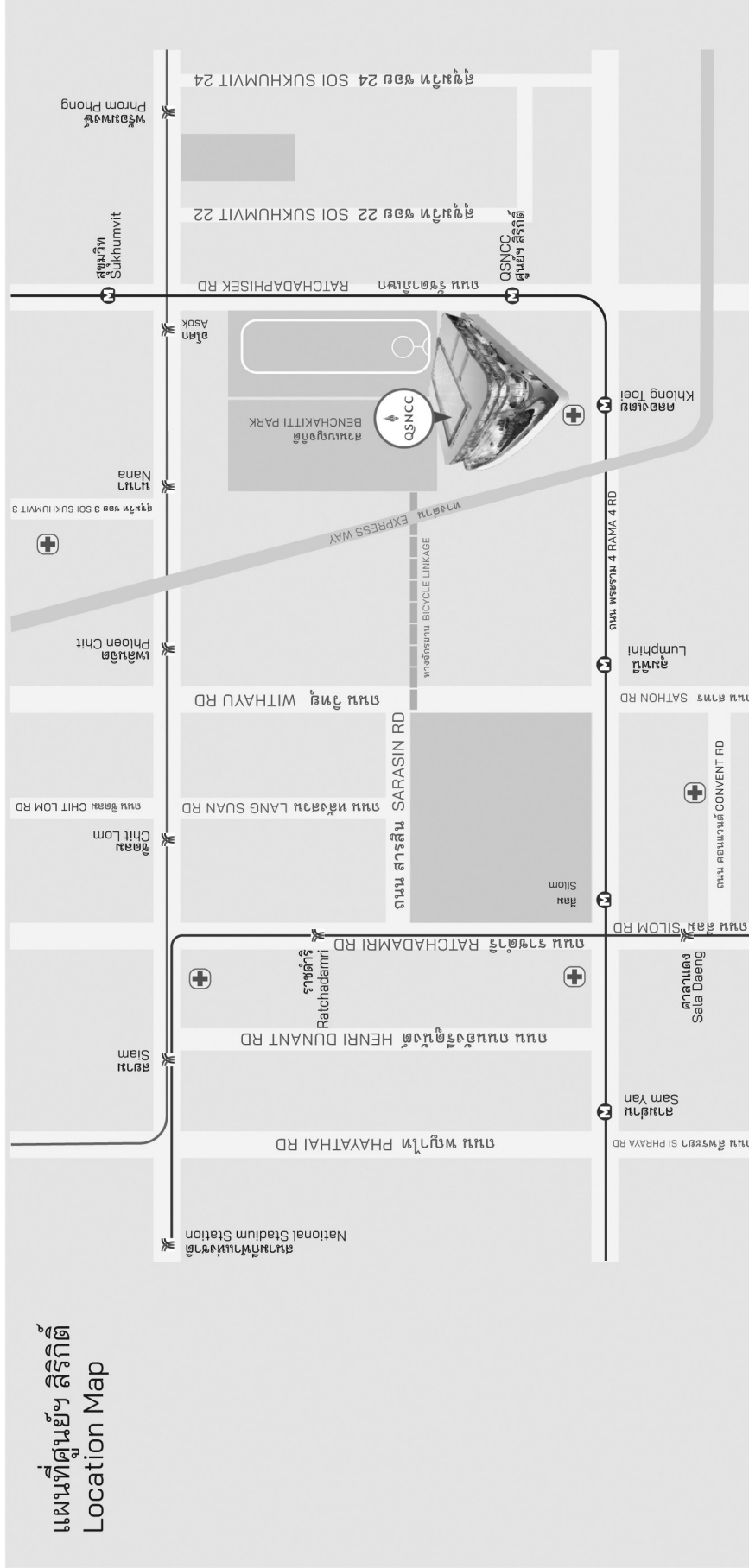
Name of Director
 For.....votes Against.....votes Abstain.....votes

Name of Director
 For.....votes Against.....votes Abstain.....votes



Map of the meeting place of the 2024 Annual General Meeting of Shareholders Thai Beverage Public Company Limited

Plenary Hall, 1st Floor, No. 60 Queen Sirikit National Convention Center (QSNCC), Ratchadaphisek Road, Khlong Toei Sub-district, Khlong Toei District, Bangkok 10110, Thailand



แผนที่ศูนย์ฯ สิริกิติ์
Location Map

Queen Sirikit National Convention Center (QSNCC)
Tel: +66 2229 3000
E-mail: info@qsncc.com
Website: www.qsncc.com

NOTE

NOTE



Thai Beverage Public Company Limited

14 Vibhavadi Rangsit Road, Chomphon Sub-district, Chatuchak District, Bangkok 10900 Thailand

Tel: +66 2 785 5555 Fax: +66 2 272 3026

www.thaibev.com

Register 0107546000342