



Thai Beverage Public Company Limited

ANNOUNCEMENT

Date: 31 January 2025
To: Singapore Exchange Securities Trading Limited
Subject: Resolutions of the 2025 Annual General Meeting of Shareholders

We, Thai Beverage Public Company Limited (the “**Company**”, and together with its subsidiaries, the “**Group**”), would like to announce that at the 2025 Annual General Meeting of Shareholders (“**2025 AGM**”) of the Company held on 31 January 2025, the following resolutions relating to the following matters as set forth in the Invitation to the 2025 AGM were duly passed:

1. Resolution 1 in relation to the proposed adoption of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2024 which was held on 20 September 2024 was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.
2. Agenda 2 in relation to the proposed acknowledgement of the business operation for the year ended 30 September 2024 and the report of the Board of Directors was proposed for acknowledgement by the shareholders. Therefore, there was no voting on this agenda.
3. Resolution 3 in relation to the proposed approval on the Financial Statements for the year ended 30 September 2024 together with the Auditor Report was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.
4. Resolution 4 in relation to the proposed approval on the dividend payment and the appropriation for legal reserve and the determination of the Book Closure Date for dividend payment was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.
5. Resolution 5 in relation to the proposed approval on the election of directors to replace those who retire by rotation, the appointment of a new director, and the determination of director authorities, were as follows:
 - 5.1 Dr. Pasu Loharjun who retires by rotation, has stated his intention not to offer himself up for re-election as a director. The 2025 AGM duly considered and cast their votes individually for the election of the following 5 directors (i.e., excluding Dr. Pasu Loharjun). Accordingly, the resolutions proposing the election of the directors to replace those who retire by rotation and the corresponding voting results are as follows:



- (1) That Clinical Prof. Emeritus Piyasakol Sakolsatayadorn, M.D., who retires by rotation, be re-elected as a Director of the Company, was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.

Clinical Prof. Emeritus Piyasakol Sakolsatayadorn, M.D. will remain as an Audit Committee Member and is considered to be independent pursuant to Rule 704 (8) of the Listing Manual.

- (2) That Mr. Panote Sirivadhanabhakdi, who retires by rotation, be re-elected as a Director of the Company, was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.
- (3) That Mr. Ueychai Tantha-Obhas, who retires by rotation, be re-elected as a Director of the Company, was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.
- (4) That Mr. Sithichai Chaikriangkrai, who retires by rotation, be re-elected as a Director of the Company, was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.
- (5) That Dr. Pisanu Vichiensanth, who retires by rotation, be re-elected as a Director of the Company, was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.

5.2 The resolution proposing the appointment of Dr. Nithinart Sinthudeacha as a new director of the Company, was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.

5.3 In accordance with Resolution 5.1 and 5.2, the resolution proposing the determination of director authorities to bind the Company is as follows.

“Any two directors jointly sign with the Company’s seal affixed except Ms. Potjaneer Thanavarani, Mr. Piyasakol Sakolsatayadorn, Mr. Timothy Chia Chee Ming, Mr. Khemchai Chutiwongse, Mr. Chatri Banchuin, Mrs. Kritika Kongsompong, Mr. Wee Joo Yeow, Mrs. Busaya Mathelin, and Ms. Nithinart Sinthudeacha.”

The resolution was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.

6. Resolution 6 in relation to the proposed approval on the payment of director remuneration for the period from January 2025 to December 2025 was duly passed by voting of not less than two-thirds of the total votes of the shareholders who attended the 2025 AGM and were entitled to cast their votes. Details of the parties who were required to abstain from voting on Resolution 6 are as follows:

<u>Name of party</u>	<u>Number of shares held</u>
Mr. Wee Joo Yeow	190,000 shares
Mr. Vivat Tejapaibul	1,541,500 shares
Mr. Thapana Sirivadhanabhakdi	107,000,000 shares
Mr. Panote Sirivadhanabhakdi	107,000,000 shares
Mr. Ueychai Tantha-Obhas	1,534,388 shares
Mr. Sithichai Chaikriangkrai*	364,389 shares
Dr. Pisanu Vichiensanth*	364,388 shares
TOTAL NUMBER OF SHARES	<u>217,994,665</u> shares

*The number of shares reflected in this table is an aggregate number of the shares held by the party with the Thailand Securities Depository Co., Ltd. and The Central Depository (Pte) Ltd.

7. Resolution 7 in relation to the proposed approval on the appointment and the determination of the remuneration for the Company's auditor for the year 2025 was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes.
8. Resolution 8 in relation to the proposed approval on the purchase of Directors & Officers Liability Insurance (D&O Insurance) for directors and executives was duly passed by voting of not less than two-thirds of the total votes of the shareholders who attended the 2025 AGM and were entitled to cast their votes. Details of the parties who were required to abstain from voting on Resolution 8 are as follows:

<u>Name of party</u>	<u>Number of shares held</u>
Mr. Wee Joo Yeow	190,000 shares
Mr. Vivat Tejapaibul	1,541,500 shares
Mr. Thapana Sirivadhanabhakdi	107,000,000 shares
Mr. Panote Sirivadhanabhakdi	107,000,000 shares
Mr. Ueychai Tantha-Obhas	1,534,388 shares
Mr. Sithichai Chaikriangkrai*	364,389 shares
Dr. Pisanu Vichiensanth*	364,388 shares
TOTAL NUMBER OF SHARES	<u>217,994,665</u> shares

*The number of shares reflected in this table is an aggregate number of the shares held by the party with the Thailand Securities Depository Co., Ltd. and The Central Depository (Pte) Ltd.

9. Resolution 9 in relation to the proposed approval on the renewal of the Shareholders' Mandate for Interested Person Transactions (Shareholders' Mandate) was duly passed by the majority of votes of the shareholders who attended the 2025 AGM and cast their votes. Details of the parties who were required to abstain from voting on Resolution 9 are as follows:

<u>Name of party</u>	<u>Number of shares held</u>
Mr. Thapana Sirivadhanabhakdi	107,000,000 shares
Mr. Panote Sirivadhanabhakdi	107,000,000 shares
Ms. Atinant Bijananda	88,660,756 shares
Ms. Wallapa Traisorat	107,000,000 shares
Ms. Thapanee Techajareonvikul	107,000,000 shares
Siriwana Co., Ltd.	11,368,060,000 shares
Siriwanan Co., Ltd.	<u>5,176,627,762</u> shares
TOTAL NUMBER OF SHARES	<u>17,061,348,518</u> shares

10. Resolution 10 in relation to the proposed approval on the sale of 619,999,998 shares in Foods Company Holdings Co., Ltd. ("**FCH**"), representing approximately 100% of the total number of issued shares of FCH, by the Company to Foods Group Co., Ltd. ("**Foods Group**") was duly passed by voting of not less than three-fourths of the total votes of the shareholders who attended the 2025 AGM and were entitled to cast their votes.

The voting results for the resolutions are as set out below:

Resolution number	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Resolution 1	22,004,773,631	22,004,495,431	99.9987	278,200	0.0012
	Remark: There were 24,909,020 abstain votes.				
Agenda 2	<i>Remark: This agenda is for acknowledgement only.</i>				
Resolution 3	22,002,847,595	21,999,027,632	99.9826	3,819,963	0.0173
	Remark: There were 26,835,056 abstain votes.				
Resolution 4	22,004,973,631	22,004,695,431	99.9987	278,200	0.0012
	Remark: There were 24,709,020 abstain votes.				
Resolution 5.1(1)	22,004,773,631	21,370,759,606	97.1187	634,014,025	2.8812
	Remark: There were 24,909,020 abstain votes.				
Resolution 5.1(2)	22,004,773,631	20,058,786,863	91.1565	1,945,986,768	8.8434
	Remark: There were 24,909,020 abstain votes.				
Resolution 5.1(3)	22,004,308,247	21,527,201,871	97.8317	477,106,376	2.1682
	Remark: There were 25,374,404 abstain votes.				
Resolution 5.1(4)	22,004,308,247	20,766,985,575	94.3769	1,237,322,672	5.6230
	Remark: There were 25,374,404 abstain votes.				
Resolution 5.1(5)	22,004,308,247	21,527,201,871	97.8317	477,106,376	2.1682
	Remark: There were 25,374,404 abstain votes.				
Resolution 5.2	22,004,773,631	21,892,733,255	99.4908	112,040,376	0.5091
	Remark: There were 24,909,020 abstain votes.				
Resolution 5.3	21,998,541,631	21,998,263,431	99.9987	278,200	0.0012
	Remark: There were 31,141,020 abstain votes.				
Resolution 6	21,789,121,447	21,788,377,863	99.8824	743,584	0.0034
	Remark: There were 24,909,020 abstain votes.				

Resolution number	Total number of shares represented by votes for and against the relevant resolution	For		Against	
		Number of shares	As a percentage of total number of votes for and against the resolution (%)	Number of shares	As a percentage of total number of votes for and against the resolution (%)
Resolution 7	22,004,773,631	21,905,216,760	99.5475	99,556,871	0.4524
	Remark: There were 24,909,020 abstain votes.				
Resolution 8	21,787,195,411	21,786,451,827	99.8735	743,584	0.0034
	Remark: There were 26,835,056 abstain votes.				
Resolution 9	4,943,425,113	4,943,146,913	99.9943	278,200	0.0056
	Remark: There were 24,909,020 abstain votes.				
Resolution 10	22,004,773,631	22,004,495,431	99.8856	278,200	0.0012
	Remark: There were 24,909,020 abstain votes.				

The auditor from KPMG Phoomchai Audit Ltd. was the appointed independent scrutineer for this meeting.

The Company also wishes to inform that it intends to hold the 2025 Annual Information Meeting for shareholders (the “**2025 AIM**”) later this year. The 2025 AIM is an event organized by the Company to provide an opportunity for its shareholders to hear from key directors and management. The Company will circulate the Invitation to the 2025 AIM to shareholders in due course.

Please be informed accordingly.

Yours faithfully,

Nantika Ninvoraskul
Company Secretary