



Thai Beverage Public Company Limited

ANNOUNCEMENT

Date: 28 January 2022
To: Singapore Exchange Securities Trading Limited
Subject: Resolutions of the 2022 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 2022 Annual General Meeting of Shareholders (“**2022 AGM**”) of the Company held on 28 January 2022, the following resolutions relating to the following matters as set forth in the Invitation to the 2022 AGM were duly passed:

1. Resolution 1 in relation to the proposed adoption of the Minutes of the 2021 Annual General Meeting of Shareholders which was held on 29 January 2021 was duly passed by the majority of votes of the shareholders who attended the 2022 AGM and cast their votes.
2. Agenda 2 in relation to the proposed acknowledgement of the business operation for the year ended 30 September 2021 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 2021 together with the Auditor Report was duly passed by the majority of votes of the shareholders who attended the 2022 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 2022 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 and the determination of director authorities, were as follows:
 - 5.1 The 2022 AGM duly considered and cast their votes individually for the election of the following 6 directors. 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 2022 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 2022 AGM and cast their votes.
- (3) That Mr. Thapana 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 2022 AGM and cast their votes.
- (4) 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 2022 AGM and cast their votes.
- (5) 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 2022 AGM and cast their votes.
- (6) 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 2022 AGM and cast their votes.

- 5.2 In accordance with Resolution 5.1, 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. Potjanee Thanavarant, 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.”

The resolution was duly passed by the majority of votes of the shareholders who attended the 2022 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 2022 to December 2022 was duly passed by voting of not less than two-thirds of the total votes of the shareholders who attended the 2022 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. Vivat Tejapaibul	1,541,500 shares
Mr. Panote Sirivadhanabhakdi	107,000,000 shares
Mr. Thapana Sirivadhanabhakdi	107,000,000 shares
Mr. Ueychai Tantha-Obhas*	1,350,588 shares
Mr. Sithichai Chaikriangkrai*	180,589 shares
Dr. Pisanu Vichiensanth*	180,588 shares
TOTAL NUMBER OF SHARES	<u>217,253,265</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 2022 was duly passed by the majority of votes of the shareholders who attended the 2022 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 2022 AGM and were entitled to cast their votes, the AGM resolved to approve Resolution 8 on the basis that the purchase of D&O Insurance for directors and executives with Southeast Insurance Public Company Limited and/or other insurance companies as the Board of Directors deems appropriate. 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. Vivat Tejapaibul	1,541,500 shares
Mr. Panote Sirivadhanabhakdi	107,000,000 shares
Mr. Thapana Sirivadhanabhakdi	107,000,000 shares
Mr. Ueychai Tantha-Obhas*	1,350,588 shares
Mr. Sithichai Chaikriangkrai*	180,589 shares
Dr. Pisanu Vichiensanth*	180,588 shares
TOTAL NUMBER OF SHARES	<u>217,253,265</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.

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Mr. Vivat Tejapaibul	1,541,500 shares
Mr. Panote Sirivadhanabhakdi	107,000,000 shares
Mr. Thapana Sirivadhanabhakdi	107,000,000 shares
Mr. Ueychai Tantha-Obhas*	1,350,588 shares
Mr. Sithichai Chaikriangkrai*	180,589 shares
Dr. Pisanu Vichiensanth*	180,588 shares
TOTAL NUMBER OF SHARES	<u>217,253,265</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 2022 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. Panote Sirivadhanabhakdi	107,000,000 shares
Mr. Thapana 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
Maxtop Management Corp.*	3,706,627,762 shares
Siriwana Co., Ltd.	11,368,060,000 shares
Golden Capital (Singapore) Limited*	1,470,000,000 shares
TOTAL NUMBER OF SHARES	<u>17,061,348,518</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.

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	22,136,543,443	22,135,663,943	99.9960	879,500	0.0039
	Remark: There were 29,007,500 abstain votes.				
Agenda 2	<i>Remark: This agenda is for acknowledgement only.</i>				
Resolution 3	22,142,817,373	22,141,937,873	99.9960	879,500	0.0039
	Remark: There were 29,806,300 abstain votes.				
Resolution 4	22,143,616,173	22,142,736,673	99.9960	879,500	0.0039
	Remark: There were 29,007,500 abstain votes.				
Resolution 5.1(1)	22,138,031,689	22,092,900,298	99.7961	45,131,391	0.2038
	Remark: There were 34,591,984 abstain votes.				
Resolution 5.1(2)	22,143,616,173	21,528,526,372	97.2222	615,089,801	2.7777
	Remark: There were 29,007,500 abstain votes.				
Resolution 5.1(3)	22,143,616,173	21,392,345,066	96.6072	751,271,107	3.3927
	Remark: There were 29,007,500 abstain votes.				
Resolution 5.1(4)	22,143,616,173	22,091,428,440	99.7643	52,187,733	0.2356
	Remark: There were 29,007,500 abstain votes.				
Resolution 5.1(5)	22,143,616,173	20,507,885,154	92.6130	1,635,731,019	7.3869
	Remark: There were 29,007,500 abstain votes.				
Resolution 5.1(6)	22,143,616,173	22,127,842,823	99.9287	15,773,350	0.0712
	Remark: There were 29,007,500 abstain votes.				
Resolution 5.2	22,143,616,173	22,142,736,673	99.9960	879,500	0.0039
	Remark: There were 29,007,500 abstain votes.				
Resolution 6	21,923,613,196	21,907,033,856	99.7732	16,579,340	0.0755
	Remark: There were 33,199,350 abstain votes.				
Resolution 7	22,125,790,273	22,119,079,943	99.9696	6,710,330	0.0303
	Remark: There were 46,833,400 abstain votes.				
Resolution 8	21,926,909,176	21,920,198,846	99.8332	6,710,330	0.0305
	Remark: There were 29,903,370 abstain votes.				
Resolution 9	3,404,106,239	3,403,226,039	99.9741	880,200	0.0258
	Remark: There were 6,883,796,678 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 2022 Annual Information Meeting for shareholders (the “**2022 AIM**”) later this year. The 2022 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 2022 AIM to shareholders in due course.

Please be informed accordingly.

Yours faithfully,

Nantika Ninvoraskul
Company Secretary