



No. SAPPE 003/2025

Date: 11 April 2025  
Subject: Resolutions of the 2025 Annual General Shareholders' Meeting  
To: The President  
The Stock Exchange of Thailand

Sappe Public Company Limited (the "Company") would like to report the resolutions of the 2025 Annual General Shareholders' Meeting ("AGM") held on 11 April 2025 at 13.30 hours, at Srinakarin 1 Room, 9<sup>th</sup> Floor, The Grand Fourwings Convention Hotel, 333 Srinakarin Rd., Huamak, Bangkok, Bangkok. In counting votes cast in each agenda, the Company will count the number of votes cast by the shareholders and proxy holders attending the AGM in person and by authorizing the Independent Directors as a proxy recorded in advance. It shall be divided into 3 categories as follows:

- 1) Agenda item which requires approval by majority vote from the shareholders who attend and cast their votes. The Company will calculate the voting count base by counting only the number of approval and disapproval votes, casted by the shareholders who attended the meeting and voted and excluding the number of abstain votes.
- 2) Agenda item which requires approval by votes of not less than two-thirds (2/3) of the total number of votes of shareholders who attend the meeting. The Company will calculate vote counting base by counting all votes ; approval, disapproval and abstention casted by the shareholders who attend the meeting including those having no right to vote.
- 3) Agenda item which requires approval by votes of not less than three-fourths (3/4) of the total number of votes of shareholders who attend and are entitled to vote. The Company will calculate the voting count base by counting all votes ; approval, disapproval and abstention casted by the shareholders who attend and are entitled to vote, excluding the number of shareholders who attend and are not entitled to vote.

The Meeting has passed the resolution as follows:



**Agenda 1**      **Matter to be informed by Chairman**

**Agenda 2**      **To consider and approve the Minutes of the 2024 Annual General Shareholders' Meeting, held on 18 April 2024**

The vote casting;

Approved	260,238,752 votes or 100.0000%
Disapproved	0 votes or 0.0000%
Void Ballot	0 votes or 0.0000%
Abstained	0 votes or 0.0000%

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved the Minutes of the 2024 Annual General Shareholders' Meeting which was held on 18 April 2024.

**Agenda 3**      **To acknowledge the Company's operating results for the year 2024**

The meeting acknowledged the 2024 operating results of the Company.

**Agenda 4**      **To consider and approve the Company's Financial Statements for the year 2024, ended 31 December 2024**

The vote casting;

Approved	261,088,852 votes or 100.0000%
Disapproved	0 votes or 0.0000%
Void Ballot	0 votes or 0.0000%
Abstained	0 votes or 0.0000%

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved the Company's Financial Statements for the year 2024, ended 31 December 2024.

**Agenda 5**      **To consider and approve dividend payment from the Company's performance for the year 2024**

The vote casting;



Approved	261,088,852 votes or 100.0000%
Disapproved	0 votes or 0.0000%
Void Ballot	0 votes or 0.0000%
Abstained	0 votes or 0.0000%

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved dividend payment from the Company's performance for the year 2024 at a rate of 2.25 Baht per share from net profit of the Company's performance during 1 January 2024 to 31 December 2024. This payment will be made from the net profit eligible for investment promotion (BOI) at a rate of 0.10 Baht per share and from the net profit not eligible for investment promotion (Non-BOI) at a rate of 2.15 baht per share, totaling 693.65 million baht (or 55.65% of net profit for the year specified on the separate financial statements). The dividends will be paid to shareholders who are entitled to receive the dividends as listed on the Record Date on 23 April 2025, and the company will pay dividends on 8 May 2025.

**Agenda 6**      **To consider and re-elect the directors, who are due to retire by rotation**

The vote casting;

Name of Directors	Approved	Disapproved	Void Ballot	Abstained
Mr. Adisak Ruckariyapong	257,102,457 votes 98.4732%	3,986,395 votes 1.5268%	0 vote 0.0000%	0 vote 0.0000%
Mr. Thana Thienachariya	257,477,102 votes 98.6167%	3,611,750 votes 1.3833%	0 vote 0.0000%	0 vote 0.0000%
Mr. Surath Pralongsil	257,477,102 votes 98.6167%	3,611,750 votes 1.3833%	0 vote 0.0000%	0 vote 0.0000%

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved the re-election of the **3 directors who are due to retire by rotation**, comprising Mr. Adisak Ruckariyapong, Mr. Thana Thienachariya, and Mr. Surath Pralongsil, as the Company's directors for another term.

**Agenda 7**      **To consider and approve an increase in the number of directors by one person (from 9 to 10 directors) and to propose the appointment of a new director as an Independent Director and a member of the Audit Committee of the Company**



The vote casting;

Approved	261,088,852 votes or 100.0000%
Disapproved	0 votes or 0.0000%
Void Ballot	0 votes or 0.0000%
Abstained	0 votes or 0.0000%

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved an increase in the number of directors by one person, from 9 directors to 10 directors, and appointed **Ms. Sutapa Amornvivat** to serve as an Independent Director and a member of the Audit Committee of the company.

**Agenda 8**      **To consider and approve the remuneration for the Board of Directors and Sub-Committee for the Year 2025**

The vote casting;

Approved	261,078,852 votes or 99.9962%
Disapproved	10,000 votes or 0.0038%
Void Ballot	0 votes or 0.0000%
Abstained	0 votes or 0.0000%

It is resolved that the meeting with not less than two-thirds (2/3) of the total votes of shareholders who were present at the meeting approved the remuneration of Baht 19,000,000 (nineteen million).

**Agenda 9**      **To consider and appoint the Company's auditor and determine remuneration of the auditor for the year 2025**

The vote casting;

Approved	261,088,852 votes or 100.0000%
Disapproved	0 votes or 0.0000%
Void Ballot	0 votes or 0.0000%
Abstained	0 votes or 0.0000%

It is resolved that the meeting, by majority of the total votes by shareholders who were present at the meeting and casted their votes, approved the appointment of KPMG Phoomchai Audit Limited ("KPMG")



as Company's auditor and one of the following names, to be the auditor of the Company and give opinion to the Company's financial statements for the year 2025.

Name	Certified Public Accountant No.	Service Year as the Company's auditor
Mr. Piyanat Singkhorn	11641	2 years (2023-2024)
Ms. Marisa Tarathornbanpakul	5752	-
Ms. Sasitorn Pongadisak	8802	-

And approved to appoint the auditors of the direct subsidiaries, details as follow;

1. KPMG to be the auditor of Sappe Holding (Thailand) Company Limited

And approved to appoint the auditors of the indirect subsidiaries, details as follow;

1. KPMG to be the auditor of All Coco Group Company Limited and K Best Farm Company Limited
2. Peak Audit Company Limited to be the auditor of All Coco Company Limited
3. KPMG to be the auditor of Wope Company Limited
4. Stephen YS Chan & Co. to be the auditor of Sappe Hong Kong Company Limited and Sappe Trading (Hong Kong) Company Limited
5. Shanghai LiXin JiaCheng DongShen CPAs to be the auditor of Sappe Trading (Shanghai) Company Limited
6. KPMG R.G. Manabat & Co. to be the auditor of Sappe Philippines Corporation

The auditors' remuneration of the Company and its direct and indirect subsidiaries for the year 2025 is totaled in an amount of not exceeding Baht 4,500,000. The 2025 remuneration includes audit fee, related expenses, for examples, transportation, document/printing, postal, communication expenses which shall not exceed 10% of the audit fee.

Please be informed accordingly.

Sincerely Yours,

(Ms. Piyajit Ruckariyapong)  
Director and Chief Executive Officer