

**Notice of 2023 Annual General Meeting of Shareholders
of JD Food Public Company Limited**

March 13, 2023

Subject	Invitation to attend the 2023 Annual General Meeting of Shareholders
To	Shareholders of JD Food Public Company Limited
Attachments	<ol style="list-style-type: none">Minutes of the 2022 Annual General Meeting of ShareholdersAnnual Report for the year 2023 (Form 56-1 One Report) (QR Code)Profiles of the Nominated Candidates for the Election of New Directors in Replacement of those to be Retired by RotationProfiles of the proposed Auditors for year 2023Supporting documents for attending the meeting<ol style="list-style-type: none">Registration Form, Documents Required prior to attending the Meeting and Supporting documents for proxiesProxy Form A, and Form B, and Form C as specified by Department of Business Development, Ministry of CommerceThe Company's Articles of Association Relating to the General Meeting of ShareholdersVoting, Counting and Announcement of the Vote in the General Meeting of ShareholdersDefinition of Independent DirectorsLists of the Independent Directors proposed by the Company to act as Proxy for the shareholdersPrivacy NoticeAttendance Form for 2023 Annual General Meeting of ShareholdersQuestion Form for 2023 Annual General Meeting of ShareholdersMap of JD Food Public Company Limited

NOTICE IS HEREBY GIVEN that, by virtue of the resolution of the Board of Directors of JD Food Public Company Limited (the "Company") No.1/2023 held on February 24, 2023, the 2023 Annual General Meeting of Shareholders will be held on **Thursday, April 20, 2023 at 10:00 a.m. at the meeting room, 3rd floor, the Company's head office building, No. 116, 116/1, 116/2 Moo. 3 Bangthorat, Muang Samutsakorn, Samutsakorn.** to consider matters according to the agenda together with the Board of Directors' opinions as follows:

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Agenda 1 To adopt the minutes of the 2022 Annual General Meeting of Shareholders held on April 1, 2022

Objectives and rationale:

The Company held the 2022 Annual General Meeting of Shareholders on April 1, 2022, with a copy of the said minutes of the meeting recorded correctly and consistent with the resolutions of the shareholders' meeting, which is provided herewith in Attachment No.1.

Board of Directors' opinion:

The Board requests the Meeting to acknowledge the minutes of the 2022 Annual General Meeting of Shareholders was convened and recorded correctly and recommended that the 2022 Annual General Meeting of Shareholders adopt the said minutes.

Vote required:

This agenda must be approved by simple majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda 2 To acknowledge the Company's Annual Report for the year 2022

Objectives and rationale:

The summary of the Company's performance and major changes during the year 2022 is shown in the Annual Report for the year 2022, which is provided herewith in Attachment No.2.

Board of Directors' opinion:

The Board requests the Meeting to acknowledge the Company's Annual Report for the year 2022 stating the Company's performance and major changes during the year 2022.

Vote required:

This agenda is for shareholders' acknowledgement; therefore, voting is not required.

Agenda 3 To consider and approve the Financial Statements for the year ending December 31, 2022

Objectives and rationale:

To be in compliance with relevant law and the Company's Articles of Association stipulating, The Company's shall prepare its financial statements at the end of the fiscal year of the Company and arrange for them to be audited and certified by the auditor prior to proposing for the shareholders' approval.

Board of Directors' opinion:

The Board requests the Meeting to consider and approve the Financial Statements for the year ending December 31, 2022, as duly audited and certified by the auditor from EY Company Limited and reviewed by the Audit Committee. The summary of key points compared to the previous year are as follows:

The statements of financial position and income statements

Items	Year 2022	Year 2021	+/-
Financial Statements			
Total Assets	884,750,226	862,124,914	22,625,312
Total Liabilities	215,947,918	586,688,218	(370,740,300)
Total Shareholders' Equity	668,802,308	275,436,696	393,365,612
Profit and Loss Statements			
Revenue from sales	573,178,015	576,923,581	(3,745,566)
Total revenue	579,525,811	585,704,894	(6,179,083)
Profit for the year	11,881,674	45,389,111	(33,507,437)
Earnings per share (Baht/Share)	0.02	0.12	(0.10)

The details thereof are shown in the part of Financial Statements in the 2022 Annual Report, distributed to the shareholders together with this notice, which is provided herewith in Attachment No.2.

Vote required:

This agenda must be approved by simple majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda 4 To consider and approve the dividend payment and allocation of net profits for the operating results of 2023 as legal reserve

Objectives and rationale:

To consider and approve the dividend payment.

The Company has a policy to distribute dividends at the rate of not less than 50% of the net profit after deducting various reserves and the dividend payment must not affect the operation, financial position, liquidity, business expansion, and other factors related to the management of the Company.

In 2022, the Company has a profit for the year (net profit) according to the Financial Statements in the amount of 11,881,674 baht, therefore retained earnings can be allocated to pay dividends to shareholders.

To consider and approve the allocation of net profits for the operating results of 2023 as legal reserve.

To be in compliance with relevant law and the Company's Articles of Association stipulating, The Company's shall allocate not less than 5% of its annual profit less the accumulated losses brought to a reserve fund unit this fund attains an amount not less than 10% of the registered capital, Also The company has to allocate profits as a legal reserve.

Board of Directors' opinion:

The Board requests the Meeting to consider and approve as follows;

1) To approve the distribution of dividends for the year 2022 at 0.02 Baht per share, totaling an amount of 12,000,000 Baht, or 28.32% of unappropriated retained earnings remaining after tax and all types of reserves as required by law. The dividends payment from retained earnings.

Comparison of dividend distribution the previous year as follows:

Details of dividend payment	Year 2023 (offered year)	Year 2022
1. Dividend payment from	Retained Earnings	-
2. Net profit for the year on consolidated financial statements	11,881,674 Baht	45,389,111 Baht
3. Unappropriated retained earnings	42,366,485 Baht	27,936,696 Baht
4. Shares	600,000,000 Shares	600,000,000 Shares
5. Dividend payment per share	0.02 Baht/Share	-
6. Total amount of dividends paid	12,000,000 Baht	-
7. Proportion of dividends on profit for the year on consolidated financial statements	101%	-
8. Proportion of dividends on profit of unappropriated retained earnings	28.32%	-
9. Determination of dividend payment	May 18, 2023	-

The above dividend distribution shall be payment to the shareholders entitled to receive the dividend in accordance with the Company's Articles of Association and who were listed on the record date on April 28, 2023 (The XD, or the date on which a share purchaser will not be entitled to receive the dividend, will be on April 27, 2023). The dividend payment will be made on May 18, 2023. The payment will be made upon approval from the shareholders' meeting.

2) To approve the allocation of profit as a legal reserve in the amount of 760,000 Baht, representing not less than 5% of its annual profit less the accumulated losses brought to a reserve fund. The Company has allocated legal reserves in the amount of 23,260,000 Baht.

Vote required:

This agenda must be approved by simple majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda 5 To consider and approve the reduction of the member of Board of Directors

Objectives and rationale:

The laws and the Company's Articles of Association require the Board of Directors to select qualified persons who have no prohibited characteristics under the law on public limited companies to be a substitute director at the next Board of Directors' meeting. Unless the remaining term of the director is less than 2 months.

At present, the structure of the Board of Directors of the Company consists of 11 directors. The Company's 3 directors are Mr. Predee Daochai, Mr. Nipon Jaisin and Miss Teerada Horsatchakul resigned due to health problems and other missions which is not resigning at the same time. The company has not yet appointed directors to replace 2 resigned directors. The Nomination and Remuneration Committee has carefully considered the structure of the Board of Directors and the overall management of the Company and is of the view that the remaining nine directors are appropriate and sufficient for effective business management under the circumstances. Current management Therefore, it was deemed appropriate to propose to the shareholders' meeting to approve the reduction of the member of Board of Directors of the Company from 11 persons to 9 persons.

Board of Directors' opinion:

The Board requests the Meeting to consider and approve the reduction of the member of Board directors of the Company from 11 persons to 9 persons according to the opinion of the Nomination and Remuneration Committee which has been carefully considered and was of the opinion that 9 directors were appropriate and sufficient numbers for efficient management of the Company's business.

Vote required:

This agenda must be approved by simple majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda 6 To consider and approve the appointment of the directors to substitute the directors who are retired by rotation.

Objectives and rationale:

To be in compliance with relevant law and the Company's Articles of Association stipulating, one-third of directors must retire from office by rotation at the Annual General Meeting of Shareholders. 3 directors to be retired by rotation in this meeting are as follows:

- (1) Mr. Sorasit Soontornked Independent Director,
Chairman of the Audit Committee,
Risk Management Committee

- | | |
|----------------------------|---|
| (2) Mr. Danai Watanajariya | Independent Director,
Audit Committee,
Chairman of the Nomination and Remuneration
Committee |
| (3) Mr. Thanai Charinsarn | Independent Director,
Member of the Nomination and Remuneration
Committee |

From October 1 to December 31, 2022, the Company provided an opportunity to its shareholders to propose agenda for the meeting and list of qualified candidates for the directorship. There was not any proposal from shareholders.

The Nomination and Remuneration Committee proposed for the Board of Directors' consideration the qualified candidates for directorship in replacement of those to be retired by rotation at the 2023 Annual General Meeting of Shareholders. The candidate has been considered in accordance with the process specified by the Company and the directors also have the qualifications and are free from any prohibited characteristic under the law and related notices. And not holding a position as a director or executives in other businesses that may cause conflicts of interest or is in business competition with the Company. The qualifications of each individual candidate were considered with all due circumspection, including taking into account the diversity of the Board of Directors, and the composition of qualification, knowledge, particular professional skills and the Board Skill Matrix to be in line with the business strategies.

Board of Directors' opinion:

The Board of Directors, excluding the directors to be retired by rotation has extensively discussed and thoroughly considered all the candidates nominated by The Nomination and Remuneration Committee as well as the qualification of each candidate who is qualified with expertise, knowledge, professional skills, as well as clear and unblemished career records, all of which are beneficial to the business operation of the Company. By considering the performance of duties of the existing directors 3 due to retire by rotation in accordance with the Nomination Policy and the qualifications and independence of the candidate nominated for directorship, the Board of Directors, unanimously resolved to propose the 3 directors as 1) Mr. Sorasit Soontornked, 2) Mr. Danai Watanajariya and 3) Mr. Thanai Charinsarn qualified candidates are existing qualified directors to be elected as the directors for another term.

Profiles and expertise of the nominated candidates, period of their directorship duration, last year attendances at meetings of the Board and sub-committees, numbers of shares held in the Company, positions as directors or executives in listed companies, other businesses and a company that may be deemed to have the same nature of business as and to be in competition with the Company and independent qualification, as well as relationships of the proposed candidates, are provided here in Attachment No. 3.

Note: Clause 17 of the Articles of Association of the Company stipulates voting procedures as follows:

- (1) A shareholder shall have one vote for each share he holds or represents.
- (2) The shareholder shall be votes to elect one or more persons to be directors. In the event that several persons are elected as directors, the votes cannot be divided for any individual.
- (3) The candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as Directors in that order until the Director positions are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of Directors to be exceeded, the remaining appointment shall be choose by drawing lots.

Vote required:

This agenda must be approved by simple majority of the total number of votes of the shareholders who attend the meeting and cast their votes. It will seek approval for the election of directors individually.

Agenda 7

To consider and approve the 2023 remuneration of Board of Directors and Sub-Committees of the Company

Objectives and rationale:

The law and the Company's Articles of Association prescribe that Company Directors shall receive remuneration in the form of meeting allowances, gratuities, or other benefits in the amount specified by the shareholders' meeting.

The Nomination and Remuneration Committee has carefully considered the appropriateness of the remuneration that is in line with the duties and responsibilities of the directors, as well as the performance and benefits that the Company expects to receive. which is comparable to the listed companies in the Stock Exchange of Thailand which are in the same industry group and have a similar size as well as being appropriate enough to motivate the directors to achieve the Company's goals and efficiency. It was deemed appropriate to maintain the remuneration for all items at the same rate. There are details of remuneration for the Board of Directors and sub-committees for the year 2023 compared to the previous year as follows:

Compensation Details	Comparison	
	Year 2023 (offered year)	Year 2021
1. Board meeting allowance		
Chairman of the Board Director	50,000 Baht/ Person/ Time	50,000 Baht/ Person/ Time
Board Director	30,000 Baht/ Person/ Time	30,000 Baht/ Person/ Time

Compensation Details	Comparison	
	Year 2023 (offered year)	Year 2021
2. Sub-committee meeting allowance (Audit Committee/ Nomination and Remuneration Committee/ Risk Management Committee/ Executive Committee)		
Chairman of the Sub-committee	30,000 Baht/ Person/ Time/ Meeting Committee	30,000 Baht/ Person/ Time/ Meeting Committee
Sub-committee	20,000 Baht/ Person/ Time/ Meeting Committee	20,000 Baht/ Person/ Time/ Meeting Committee
3. Annual Compensation		
Chairman of the Board	700,000 Baht/ Person/ Year	700,000 Baht/ Person/ Year
Independent Director	300,000 Baht/ Person/ Year	300,000 Baht/ Person/ Year
Chairman of the Audit Committee	100,000 Baht/ Person/ Year	100,000 Baht/ Person/ Year
4. Monthly Compensation		
Board of Directors	-	-
Executive Chairman	65,000 Baht/ Person/ Month	65,000 Baht/ Person/ Month
Executive Director	65,000 Baht/ Person/ Month	65,000 Baht/ Person/ Month
5. Compensation Rewards Incentives		
Board of Directors	Not more than 2% from dividends paid to shareholders	Not more than 2% from dividends paid to shareholders

In addition to the above the Company Directors do not receive any other benefits. In this regard, the Company's directors and/or sub-committees who are executives or employees of the Company will not receive the above remuneration.

Board of Directors' opinion:

The Board requests the Meeting to consider and approve the 2023 remuneration of Board of Directors and Sub-Committees of the Company in accordance with the same criteria and rates approved by the shareholders' meeting in which the Nomination and Remuneration Committee has carefully considered the scope of duties and responsibilities, performance and suitability in various matters as well as being compared to other listed companies in the same industry and of similar size.

Vote required:

This agenda must be approved not less than two-thirds of the total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda 8 To consider and approve the appointment of auditors and the determination of the audit fee for the year 2023

Objectives and rationale:

The law and the Company's Articles of Association require that the Annual General Meeting of Shareholders appoint an auditor and determine the amount of audit fee of the Company every year. The same auditor may be elected. The Audit Committee has considered the qualifications and work experiences of the auditors and is of the view that EY Company Limited as an audit firm due to the availability of both quality criteria and audit fees along with having an understanding of the company's business can provide advice and present insights gained from the audit including continually providing knowledge on new matters that are beneficial to the Company, the Audit Committee therefore deemed it appropriate to propose to the shareholders' meeting for approve an auditor from EY Company Limited to be the Company's auditor for the accounting period ended December 31, 2023 and approved the audit fee The details are as follows.

1) To appoint an auditor of the Company of the year 2023 according to below;

- | | |
|---------------------------------|--------------------------------------|
| (1) Ms. Kamontip Lertwitworatep | Certified Public Account No. 4377 or |
| (2) Ms. Satida Ratanurak | Certified Public Account No. 4753 or |
| (3) Ms. Siriwan Nitdamrong | Certified Public Account No. 5906 |

Of EY Company Limited by being qualified auditors according to the announcement of The Securities and Exchange Commission, Thailand (SEC). However, the companies that are audit firms and auditors listed above have no relationship or interest with the company/company. Subsidiaries/ Executives/ Major Shareholders or persons related to such persons in a manner that will affect the independent performance of duties in any way Information of the nominated auditors for the year 2023, which is provided herewith in Attachment No.4.

2) To approve the auditor's remuneration for the year 2023 of the Company, total amount of 2,420,000 Baht, details are as follows.

Unit : Baht

Audit Fee	Year 2023	Year 2022
1. Audit of financial statements for the year ended	1,760,000 ¹	1,640,000
2. The review of interim financial statements (Total 3 quarters, 220,000 baht per quarter)	660,000	660,000
3. Other information checks in the annual report	-	120,000 ²

Note:

¹ Including the service fee for verifying other information in the annual report. (For listed companies) Thai Standards on Auditing (TSA) 720, amount 120,000 Baht.

² Fees for checking other information in the annual report (For listed companies) Thai Standard on Auditing (TSA) 720

In this regard, the above auditing fees do not include the auditor's fees for auditing projects that have received investment promotion in which the company wishes to apply for corporate income tax exemption privileges. If the company has a profit of 150,000 Baht per project in the amount not exceeding 450,000 Baht and other service fees (Non-Audit Fee) such as travel expenses, document preparation expenses, etc.

Board of Directors' opinion:

The Board requests the Meeting to consider and approve as follows:

- 1) Approved the appointment of auditors from EY Company Limited to be the Company's auditor for the fiscal year ended December 31, 2023 as approved by the Audit Committee as follows:
 - (1) Ms. Kamontip Lertwitworatep Certified Public Account No. 4377 or
 - (2) Ms. Satida Ratanurak Certified Public Account No. 4753 or
 - (3) Ms. Siriwan Nitdamrong Certified Public Account No. 5906
- 2) Approved the auditor's remuneration for the year 2023 in the amount of 2,420,000 Baht, excluding the auditor's remuneration for auditing promoted projects. and other service fees (Non-Audit Fee) according to the details that the Audit Committee has reviewed appropriately.

Vote required:

This agenda must be approved by simple majority of the total number of votes of the shareholders who attend the meeting and cast their votes.

Agenda 9

To consider and approve the amendment of the Company's regulations

Objectives and rationale:

The amendments of the Public Limited Companies Act B.E. 2535 allow public limited companies to use electronic means to convene the Board of Directors' and Shareholders' meetings, deliver notice or documents and appoint a proxy at the Shareholders' meeting. Therefore, it was deemed appropriate to propose to the shareholders' meeting to consider and approve the amendment to the Company's Articles of Association with details as follows:

Current Regulations	Proposed Amendments
<u>Category 3</u>	
<u>Directors and Directors' Authority</u>	
Clause 26. The meeting of the Board of Directors of the Company shall be held at the locality where the	Clause 26. The meeting of the Board of Directors of the Company shall be held at the locality where the

Current Regulations	Proposed Amendments
<p>Company's head office is located. or nearby provinces or at any other places as the Chairman of the Board of Directors or the person assigned by the chairman to determine or the Chairman may prescribe the meeting to be held via electronic means.</p>	<p>Company's head office is located or nearby provinces or at any other places as determined by the Board or the Board may prescribe that the meeting be held via electronic means.</p>
<p>Clause 27. In calling for a meeting of the Board of Directors, either in person or via electronic conferencing from the chairman or the person assigned, sending the meeting notice to the directors no less than seven (7) days prior to the meeting date. Except in case of urgent necessity to protect the rights or benefits of the Company will notify the meeting by other means and set the date of the meeting earlier than that However, if the meeting at that time is a meeting via electronic media, the Company can send the meeting invitation letter by electronic mail. In case two or more directors request a meeting of the Board of Directors The Chairman of the Board shall schedule the date of the meeting within fourteen (14) days from the date of receipt of such request.</p>	<p>Clause 27. In calling for a meeting of the Board of Directors, either in person or via electronic conferencing. The chairman of the board shall call the meeting. And the notice of the meeting shall be delivered to the directors at least three (3) days prior to the meeting date. Except in case of urgent necessity to protect the rights or benefits of the Company will notify the meeting by electronic means or other methods and set the date of the meeting earlier than that <u>Delivery of meeting notices can be made by electronic means according to the criteria set by the Public Company Registrar</u> <u>In the absence of the Chairman The vice chairman shall call the meeting of the board of directors.</u> <u>In the absence of the Vice Chairman for any reason Two (2) or more directors may jointly call a meeting of the Board of Directors.</u> <u>When there is a reasonable cause or to protect the interests of the company Two (2) or more directors may request a meeting of the Board of Directors.</u> The</p>

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Current Regulations	Proposed Amendments
	<p>chairman shall call and schedule the meeting within fourteen (14) days from the date of receiving such a request. <u>If the chairman does not take action The requested directors may jointly call and schedule a meeting of the Board of Directors to consider the requested matter within fourteen (14) days from the expiration of the above period.</u></p>
<p>Category 4 Shareholder Meeting</p>	
<p>Clause 36. In calling the shareholders' meeting, whether in person or through electronic means, The Board of Directors shall prepare a meeting notice specifying the place, date, time and agenda of the meeting. and matters to be proposed to the meeting with appropriate details. It clearly states that it is proposed for acknowledgment, approval, or consideration, together with the opinions of the Board of Directors on such matters and delivered to the shareholders and the public company registrar for acknowledgment at least seven (7) days prior to the meeting date. And the notice of the meeting shall also be advertised in a newspaper at least three (3) days prior to the meeting date. which must be advertised for a period of three (3) consecutive days. The company can send the meeting</p>	<p>Clause 36. In calling the shareholders' meeting, whether in person or through electronic means, The Board of Directors shall prepare a meeting notice specifying the place, date, time and agenda of the meeting. and matters to be proposed to the meeting with appropriate details. It clearly states that it is proposed for acknowledgment, approval, or consideration. together with the opinions of the Board of Directors on such matters and delivered to the shareholders and the public company registrar for acknowledgment at least seven (7) days prior to the meeting date. The notice of the meeting shall also be advertised in a newspaper at least three (3) days prior to the meeting date. The advertisement must be advertised for a period of three (3) consecutive days. <u>The advertisement in newspapers may</u></p>

Current Regulations	Proposed Amendments
<p>invitation by electronic mail instead. Which must be delivered and advertised in newspapers within the period specified above.</p>	<p><u>be advertised via electronic media instead according to the rules prescribed by the Public Company Registrar. If the shareholder wishes or gives consent The Board of Directors can send meeting invitations by electronic means. The actions of the Board of Directors shall be in accordance with the rules prescribed by the Public Companies Registrar.</u></p>
<p>Clause 38. In the shareholders' meeting, Shareholders may appoint proxies to others to attend the meeting. and may vote on their behalf. The proxy must be made in writing with the signature of the grantor. Following the form prescribed by the Public Company Registrar by giving it to the Chairman of the Board or a person designated by the Chairman of the Board of Directors at the meeting venue before the proxy attends the meeting and at least have the following items.</p> <p>(1) The number of shares held by the grantor.</p> <p>(2) Proxy's name.</p> <p>(3) Number of the meeting where the proxy was given to attend the meeting and vote.</p>	<p>Clause 38. In the shareholders' meeting, Shareholders may appoint proxies to others to attend the meeting. and may vote on their behalf. The proxy must be made in writing with the signature of the grantor. Following the form prescribed by the Public Company Registrar by giving it to the Chairman of the Board or a person designated by the Chairman of the Board of Directors at the meeting venue before the proxy attends the meeting and at least have the following items.</p> <p>(1) The number of shares held_by the grantor.</p> <p>(2) Proxy's name.</p> <p>(3) Number of the meeting where the proxy was given to attend the meeting and vote.</p> <p><u>However, the proxy may be made by electronic means instead. It must use a method that is safe and reliable that the proxy is made by the shareholder. according to</u></p>

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Current Regulations	Proposed Amendments
	<u>the criteria set by the Public Company Registrar</u>
<p>Clause 46. When the company wishes to reduce its capital, there must be a letter notifying the resolution of the capital reduction to the company's creditors within fourteen (14) days from the date of the resolution of the shareholders' meeting. The objection must be submitted within two (2) months from the date of receipt of the notice of the resolution. Advertise the said resolution in a newspaper within a period of fourteen (14) days as well, provided that it shall be advertised for a period of three (3) consecutive days.</p>	<p>Clause 46. When the company wishes to reduce its capital, there must be a letter notifying the resolution of the capital reduction to the company's creditors within fourteen (14) days from the date of the resolution of the shareholders' meeting. The objection must be submitted within two (2) months from the date of receipt of the notice of the resolution. Advertise the said resolution in a newspaper within a period of fourteen (14) days as well, provided that it shall be advertised for a period of three (3) consecutive days.</p> <p><u>However, advertisements in newspapers may be advertised through electronic media instead according to the rules prescribed by the Public Company Registrar.</u></p> <p><u>If the creditor requests or gives consent The company can send a letter of resolution by electronic means. The Company's operations shall be in accordance with the rules prescribed by the Public Companies Registrar.</u></p>

Board of Directors' opinion:

The Board requests the Meeting to consider and approve the amendment of Articles 26, 27, 36, 38 and 46 of the Company's Articles of Association to be in line with the amended law. Including for the benefit of organizing meetings of the Board of Directors and shareholders in line with the current situation. by canceling the old message and using a new message Including approval of the assignment to the person authorized to delegate. Has the power to register the amendments to the Articles of Association of the Company, as well as to amend and/or change the contents to

comply with the Registrar's order as necessary and appropriate. in order to complete the amendment to the Articles of Association of the Company

Vote required:

This agenda must be approved No less than three quarters of the total number of votes of the shareholders present at the meeting and eligible to vote.

Agenda 10 To consider other matters (if any)

All shareholders are cordially invited to attend 2023 Annual General Meeting of Shareholders on **Thursday, April 20, 2023 at 10.00 a.m. at the meeting room, 3rd floor, the Company's head office building, No. 116, 116/1, 116/2 Moo. 3 Bangthorat, Muang Samutsakorn, Samutsakorn.** Therefore, the Company scheduled the date to determine the name of the shareholders who are entitled to attend the 2023 Annual General Meeting of Shareholders on March 13, 2023 (Record Date). The commencement for registration to attend the meeting will be from 08.30 a.m. In this regard, please study the practices for participating in the shareholders' meeting and the proxy, which is provided herewith in Attachment No. 5.1. The Company will conduct a meeting according to the regulations of the Company including voting, counting and announcement of the vote in the General Meeting of Shareholders, which is provided herewith in Attachment No. 5.3 and 5.4

Shareholders who may not be able to attend the Meeting and wish to grant proxy to the Company's independent directors as definition of independent directors , which is provided herewith in Attachment No. 5.5 to attend the Meeting and vote on their behalf, the shareholders may grant proxy by using Proxy Form A, B or C (Form C is only for foreign investors who authorize their custodians in Thailand to keep and manage their shares), which is provided herewith in Attachment No. 5.2 or download at www.jdfthailand.com. **Please choosing to use one of them as specified only and return the document to the Company's office by Monday April 17, 2023.**

In addition, shareholders may appoint the Company's independent directors as their proxies to attend the meeting and vote on your behalf by giving a clear vote instruction for each agenda item (please use Form B). The names of the independent directors not due to retire by rotation at the 2023 Annual General Meeting of Shareholders are as follows:

- 1) Mr. Surapon Nitikraipot
- 2) Mr. Jirawat Lewprasert
- 3) Mr. Pisit Serewiwattana

Lists of the Independent Directors are provided herewith in Attachment No. 5.7

Shareholders who wish to attend the meeting by themselves or proxies are requested to wear a face mask all the time and test with Antigen Test Kit (ATK) before attending the Shareholders meeting if they may encounter with signs or suspected infection.

In this regard, shareholders or proxies are encouraged to submit questions in advance to the Annual General Meeting of Shareholders by Monday, April 10, 2023 via channels provided, which is provided

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herewith in Attachment No.8. Questions will then be gathered, and only those directly related to the agenda items where voting is involved will be addressed during the meeting. The remaining questions and suggestions will be summarized and attached to the minutes of the Annual General Meeting of Shareholders, which will be disclosed on the SET Portal and published on the Company's website within 14 days of the date of the Annual General Meeting of Shareholders

To be comply with the Personal Data Protection Act B.E. 2562 (2019), the Company has determined the Personal Data Protection Policy as per Attachment No. 5.7. The Company would like to ask for cooperation from the shareholders and/or their proxies to read and understand the Personal Data Protection Policy in order to acknowledge the purpose of collection and processing of the personal data that has been provided to the Company as well as protection, access and right of the personal data owner as required by law.

Yours faithfully



(Mr. Surapon Nitikraipot)

Chairman of the Board of Directors

JD Food Public Company Limited

Notes:

1. To attend the 2023 Annual General Meeting of Shareholders, the Company has sent the Registration Form with barcode together with the Notice to the shareholders via post.
2. The Notice to shareholders and its attachments are also publicized on the Company's website www.jdfthailand.com. For any queries, please forward your questions to the E-mail address: ir@jdfthailand.com or registered post to Corporate Secretary Office, JD Food Public Company Limited, No. 116, 116/1, 116/2 Moo. 3 Bangthorat, Muang Samutsakorn, Samutsakorn. or fax to 034 – 440 683, with the complete contact information.
3. Please refrain from taking photos, videos or voice recordings of the Meeting.

For more information, please contact: Miss Juthamas Siangpongpan

Company Secretary

Phone: 034 – 440 681 – 2 Fax: 034 – 440 – 683

E-mail address: ir@jdfthailand.com