

Minutes of the Extraordinary General Meeting of Shareholders No.1/2023
of
JD Food Public Company Limited

Date, time, and venue:

The meeting was held on Friday, August 11, 2023, at 15.30 hrs., at the meeting room, 3rd floor, the Company's head office building (hereinafter referred to as the "Company"), No. 116, 116/1, 116/2 Moo. 3 Bangthorat, Muang Samutsakorn, Samutsakorn, 74000, Thailand.

The Meeting commenced:

Miss Juthamas Siangpongpan, the Company Secretary, informed the meeting that the company has determined the names of shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No.1/2023 as of June 19, 2023 (Record Date). The Company has the paid registration of THB 300,000,000 divided into ordinary shares of 600,000,000 shares. At the commencement of the meeting, there were 47 shareholders attending in person, representing the total number of 334,257,625 shares, and 5 shareholders attending by proxy, representing the total number of 114,389,800 shares, attending the meeting, totally of 52 shareholders representing the total number of 448,647,425 shares, equivalent to 74.7746 percent of the total number of shares of the Company, constituted as a quorum according to the Company's regulations and continue to be registered

For the meeting documents, the Company has been published it in the Company's website and notified to the Stock Exchange of Thailand since July 6, 2023, for shareholders to study the information in advance of the meeting and promotion of good corporate governance.

For this meeting, the Company will collect, use, and disclose the personal information data of the attendees for any actions related to this meeting of shareholders. according to the framework specified by law.

Then the Company Secretary introduced the Board of Directors, Executive Directors and Legal Advisors who attended the meeting were as follows:

The Board of Directors, there were 8 directors (accounted for 88.89 percent of the directors attending the meeting)

- | | |
|----------------------------------|---|
| 1. Prof. Dr. Surapon Nitikraipot | Chairman of the Board of Directors / Independent Director |
| 2. Mr. Sorasit Soontornkes | Independent Director / Chairman of the Audit Committee /
Member of the Risk Management Committee |

Address

116.116/1,116/2 หมู่ 3 ตำบลบางโหนด อำเภอเมืองสมุทรสาคร จังหวัดสมุทรสาคร 74000
116, 116/1, 116/2 Moo 3, T. Bangthorat, A.Muangsamutsakhon, Samutsakhon 74000 Thailand
เลขประจำตัวผู้เสียภาษี 0107563000151

(Translation)

- | | |
|-----------------------------|--|
| 3. Mr. Danai Watanachariya | Independent Director / Chairman of the Nomination and Remuneration Committee / Member of the Audit Committee |
| 4. Mr. Jirawat Liwprasert | Independent Director / Member of the Audit Committee |
| 5. Dr. Tanai Charinsarn | Independent Director / Member of the Nomination and Remuneration Committee |
| 6. Ms. Ratana Eaiprasertsak | Director / Chairman of the Executive Committee / Chief Executive Officer and Managing Director |
| 7. Mr. Dhirabul Hosajakul | Director / Member of the Executive Committee / Member of the Nomination and Remuneration Committee |
| 8. Mr. Pawin Hosajakul | Director / Member of the Executive Committee / Member of the Risk Management Committee |

Executive Directors, 3 persons

- | | |
|---------------------------|-----------------------------|
| 1. Ms. Theerada Hosajakul | Deputy Managing Director |
| 2. Ms. Bunthiya Seepung | Senior Supply Chain Manager |
| 3. Ms. Nichchada Kaewnate | Account and Finance Manager |

Legal Advisors

Ms. Nilubol Lertnuwat

Professor Dr. Surapon Nitikraipot, Chairman of the Board of Directors (the "Chairman"), stated the opening speech to welcome the shareholders and proxies attending the Extraordinary General Meeting of Shareholders No.1/2023. Prior to starting to consider the agendas, the Chairman assign the Company Secretary to inform the shareholders regarding the voting method, vote counting, and how to ask questions or express opinions for the meeting as follows;

1. In voting at the Meeting, one share was equivalent to one vote.
 - The agenda items 1 would be passed by a majority vote of the shareholders who attend the Meeting and cast their votes.
 - The agenda item 2, to consider and approve the amendment of the Company's objectives and Clause 3 of the Memorandum of Association of the Company to be in line with the

Address

116,116/1,116/2 หมู่ 3 ตำบลบางไทรไร่ อำเภอเมืองสมุทรสาคร จังหวัดสมุทรสาคร 74000
116, 116/1, 116/2 Moo 3, T. Bangthorat, A.Muangsamutsakhon, Samutsakhon 74000 Thailand
เลขประจำตัวผู้เสียภาษี 0107563000151



amendment of the Company's objectives, must be passed by a vote of not less than three-fourths of the votes of the shareholders present and eligible to vote.

2. In voting for each agenda, the Chairman will ask whether any shareholder disagrees or abstains. Ask the shareholders who disagree or abstain to show his/her hands. The officer of the Company would collect such ballots. The Company will take the votes against and abstention. Including the votes according to the void ballot (if any) to be deducted from the total number of votes of the meeting. The results obtained will be approved votes for that agenda. For the agenda regarding the appointment of the Directors, the officer of the Company would collect the ballots with a vote of approval, disapproval or abstention for individual vote counting for appointment of Directors in line with the quality assessment guidelines for good meeting arrangements.
3. The Company has appointed Ms. Nilubol Lertnuwat to be responsible for auditing the vote counting to ensure transparency and comply with the law and the Company's regulations.
4. The company has already collected the votes of the shareholders who gave proxies and voted. Proxies who attend the meeting do not have to vote again.
5. The shareholders or proxies attending the meeting later would be entitled to vote only on the agenda items which were being considered at the time of their arrival and thereafter only.
6. After the meeting, please return the ballots to an officer for each agenda item before leaving the meeting.
7. Any shareholder has any questions or would like the Board of Directors or the Executives to clarify any issues. Please declare his/her name and surname, including whether his/her is a shareholder or a proxy to record in the minutes of the meeting. The shareholders may ask questions at the end of the presentation of each agenda item. The shareholders were asked to use the microphone provided by the company for clarity of questions. Please inquire only on issues related to that agenda so as not to affect the meeting time. Questions and suggestions irrelevant to the agenda under consideration Shareholders can ask questions or give opinions on other agenda items. In addition, the Company will summarize clarifications attached to the minutes of the shareholders' meeting and publish them through the information system of the Stock Exchange of Thailand and the Company's website within 14 days after the meeting.

When the shareholders acknowledged and had no other opinions on voting methods, vote counting and methods of asking questions or expressing opinions as proposed above, the Chairman proceeded with the meeting according to the agenda as follows:

Address

116.116/1.116/2 หมู่ 3 ตำบลบางไทรไร่ อำเภอเมืองสมุทรสาคร จังหวัดสมุทรสาคร 74000
116, 116/1, 116/2 Moo 3, T. Bangthorat, A.Muangsamutsakhon, Samutsakhon 74000 Thailand
เลขประจำตัวผู้เสียภาษี 0107563000151

Agenda 1 To adopt the minutes of the 2023 Annual General Meeting of Shareholders held on April 20, 2023

The Chairman assigned the Company Secretary to present the details of this agenda to the meeting.

The Company Secretary informed the meeting that the Company held the 2023 Annual General Meeting of Shareholders on April 20, 2023, in which the Company had already sent the minutes of the meeting to the shareholders together with the invitation letter. The Board of Directors considered and agreed to propose to the Extraordinary General Meeting of Shareholders to certify the Minutes of the Annual General Meeting of Shareholders for the year 2023 held on April 20, 2023.

The Chairman allowed shareholders to submit the questions or express opinions.

There was no further question or opinion, therefore, the Chairman requested to consider and adopt the minutes of the 2023 Annual General Meeting of Shareholders held on April 20, 2023. This agenda required a majority vote of the shareholders who attended and voted at the meeting.

Resolution: The Meeting resolved to endorse the Minutes of the 2023 Annual General Meeting of Shareholders, held on April 20, 2023, with the majority vote of the Shareholders who attended the meeting and were cast their votes as follows:

Approved	448,647,425	Votes	equal to	100.0000
Disapproved	0	Votes	equal to	0.0000
Abstained	0	Votes	equal to	0.0000
Voided Ballot	0	Votes		

Agenda 2 To consider and approve the amendment of the Company's objectives and the amendment of Clause 3 of the Memorandum of Association of the Company to be consistent with the amendment of the Company's objectives.

The Chairman assigned the Company Secretary to present the details of this agenda to the meeting.

The Company Secretary informed the meeting that the Company intends to amend the objectives of the Company in order to cover the Company's objectives and be consistent with business operations and support future business operations. It is an amendment to one original objective and adding two new objectives from the original 31 to 33, with the following details:

Address

116,116/1,116/2 หมู่ 3 ตำบลบางไทรไร่ อำเภอเมืองสมุทรสาคร จังหวัดสมุทรสาคร 74000
116, 116/1, 116/2 Moo 3, T. Bangthorat, A.Muangsamutsakhon, Samutsakhon 74000 Thailand
เลขประจำตัวผู้เสียภาษี 0107563000151

Proposed amendments of the original objective.

The original purpose	Proposed Amendments
<p>Clause 6 To be a partner with limited liability of the limited partnership and shareholder of company limited and public company limited.</p>	<p>Clause 6 To be a partner with limited liability of the limited partnership and shareholder of company limited and public company limited <u>or other limited partnerships, or merge, transfer business with other companies or enter into a joint venture agreement with another person. Both domestically and internationally, regardless of whether the partnership or other company has the same objectives as the company or not.</u></p>

Added 2 new objectives from 31 to 33 objectives.

Clause 32 To do the Restaurant business, restaurant, production, import for sale, distribution, franchise business and food trade business and all kinds of condiments, beverages, liquor, desserts, bakery and other consumables, including catering services, organizing exhibitions, displaying products, consulting and related businesses.

Clause 33 To operations providing training, training facilities, cooking class which include foods, beverages, desserts and other consumables.

Additionally, the Meeting was resolved to approve the amendment to Clause 3 of the Memorandum of Association of the Company to conform to changes to the Company's objectives, as follows:

"The Company's entire set of objectives is divided into 33 Clauses, as illustrated in the form BorMorJor. 002 attached hereto."

In addition, the amendments to the Company's commercial objectives, the Board of Directors or the authorized directors or persons assigned by the Board of Directors or authorized directors have the power to register the amendments of the Memorandum of Association at the Department of Business Development, Ministry of Commerce and to undertake other necessary action, in accordance with the register's order so as to complete the registration.

The Chairman allowed shareholders to submit the questions or express opinions.

Mr. Nara Sripetch, a proxy, appreciate companies that organize physical meetings, even though there are only a few agenda items to provide opportunities for shareholders to meet with executives and asked that why did the Company urgently seek approval to amend the objectives of the Company in the Extraordinary General Meeting of Shareholders? And what is the direction of the business or the future business plan?

Address

116,116/1,116/2 หมู่ 3 ตำบลบางไทรไร่ อำเภอเมืองสมุทรสาคร จังหวัดสมุทรสาคร 74000
116, 116/1, 116/2 Moo 3, T. Bangithorat, A.Muangsamutsakhon, Samutsakhon 74000 Thailand
เลขประจำตัวผู้เสียภาษี 0107563000151

The Chief Executive Officer and Managing Director explained that one of the Company's strategic plans is to expand the customer base in the HORECA market. Most entrepreneurs want to expand their customer base, to maintain the standard of product and service quality, to control the cost of raw materials and make a difference of products and test for their own customer. The Company foresees that its products contribute to the expansion of this business group. As this will be an opportunity for the Company to generate income from growth in the business group, HORECA therefore has an idea to set up a product showcase of the Company (Products Showcase) with the objective to showcase the use of raw materials such as seasonings and ready-to-eat foods through the preparation of food and beverage menus to attract the HORECA customers and be a role model for entrepreneurs to see new business opportunities. In addition, the Company will grow from new business units, new products, or services (New S-Curve). The Company may have to invest or find business partners to create business growth together. Therefore, it is necessary to seek approval from the shareholders' meeting for the amendment of the Company's objectives to be in line with future operational guidelines.

Miss. Suphattra Sittichai, a shareholder present in person, asked how the Company had set a budget for such matters and how much budget would be required in the 5-year plan?

The Chairman explained that the budget in this section is within the budget used in the business of the Company that the Board of Directors has approved. In addition, the Company has a goal that in 2023 the Company will have operating income of 740 million baht and within 5 years, the Company will have sales over 1,000 million baht.

The Chief Executive Officer and Managing Director further explained that the Company has allocated a budget for such operations, included in the sales and administrative expenses, approximately 20 to 24 percent of the sales.

Miss. Suphattra Sittichai, a shareholder present in person, asked how much of the current balance of the utilization of increased capital from initial public offering (IPO)?

The Chief Executive Officer and Managing Director explained that as of June 30, 2023, the Company had a balance of 62.45 million baht, divided into funds to research and develop new product line with strong growth potential of 27.11 million baht, to expand the market in the CLMV countries, southern China and India of 29.17 million baht, to improve the manufacturing process and buy semi-automated machinery for a new production line of 5.67 million baht and to install the solar rooftop project of 0.50 million. Baht.

There was no further question or opinion, therefore, the Chairman requested to consider and approve the amendment of the Company's objectives and Clause 3 of the Memorandum of Association of the Company to be in line with the amendment of the Company's objectives. This agenda required to receive a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting.

Address

116.116/1.116/2 หมู่ 3 ตำบลบางไทรไร่ อำเภอเมืองสมุทรสาคร จังหวัดสมุทรสาคร 74000
116. 116/1. 116/2 Moo 3, T. Bangthorat, A.Muangsamutsakhon, Samutsakhon 74000 Thailand
เลขประจำตัวผู้เสียภาษี 0107563000151



Resolution: The Meeting resolved to approve the amendment of the Company's objectives and Clause 3 of the Memorandum of Association of the Company to be in line with the amendment of the Company's objectives with the vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting as follows:

Approved	448,647,425	Votes	equal to	100.0000
Disapproved	0	Votes	equal to	0.0000
Abstained	0	Votes	equal to	0.0000
Voided Ballot	0	Votes		

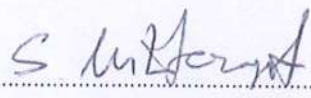
Agenda 3 To consider other matters (If any)


The Company Secretary informed the meeting that when the meeting has completely considered the agenda specified in the meeting invitation letter. This agenda is set for the shareholders to ask questions and/or for the directors to clarify their questions or doubts (if any). Therefore, there will be no other matters proposed to the meeting for approval. and there was no voting for this agenda.

The Chairman asked the meeting if there were any additional questions or comments. There were no further questions or opinions.

The Chairman concluded that the meeting had completed all agenda items. The Board of Directors and Executive of the Company would like to thank all shareholders and proxies for taking the time to attend the meeting and expressing their opinions. and closed the meeting.

Meeting Adjourned: 16.15 hrs.

Sign..........Chairman of the meeting.
(Professor Dr. Surapon Nitikraipot)

Sign..........Minutes Recorder.
(Miss Juthamas Siangpongpan)
Company Secretary

Address

116.116/1.116/2 หมู่ 3 ตำบลบางไทรไร่ อำเภอเมืองสมุทรสาคร จังหวัดสมุทรสาคร 74000
116. 116/1. 116/2 Moo 3, T. Bangthorat, A.Muangsamutsakhon, Samutsakhon 74000 Thailand
เลขประจำตัวผู้เสียภาษี 0107563000151