



**BRR**

น้ำตาลสร้างใหม่

## **2024 Annual General Meeting of Shareholders**

### **Buriram Sugar Public Company Limited**

**Monday 22nd April 2024 at 13.30 hrs. (Registration 12.00 hrs.)**

**Via Hybrid Meeting at Siam Hall, 6rd Floor of Eastin Grand Hotel**

**Phayathai and through electronics means (E-AGM) in accordance**

**with the criteria specified in the laws**

#### **Attend in person via electronic means (E-AGM)**

Shareholders will be able to register through the system from April 10-19, 2024 at 10.00 hrs. onwards.

For more information, please contact the administrator of AGM Voting Tel. 06-2505-6395 or 0-2483-6259 or E-mail: [support@jventures.co.th](mailto:support@jventures.co.th)

#### **Attend by grating a proxy to an Independent Director**

Shareholder shall submit the registration documents to the Company within April 19, 2024 via the following channels

1. E-mail: [companysecretary@brr.co.th](mailto:companysecretary@brr.co.th) or

2. Post: Attn: Company Secretary, Director Office

Buriram Sugar Public Company Limited

128/77-78 Phayathai Plaza Building 7th Fl., Phayathai Road,

Thung Phayathai, Ratchathewi, Bangkok 10400



บริษัท น้ำตาลบุรีรัมย์ จำกัด (มหาชน)

(Translation)

No. BRR3 2024/005

March 25<sup>th</sup>, 2024

Subject: Invitation to Annual General Meeting of Shareholders 2024

To: Shareholders of Buriram Sugar Public Company Limited

Attachment

1. Copy of the minutes of the Annual General Meeting of Shareholders No.1/2023 held on April 27,2023 (For consideration of agenda 1)
2. 2023 Annual Report (Digital File) in the form of QR Code including Financial Statement for the fiscal year ended on December 31, 2023. (For consideration of agenda 2 and 3)
3. Profiles of the directors proposed for re-election in replacement of the directors retired by rotation (For consideration of agenda 5)
4. Scope of duties of the Board of Directors and definition of the independent directors (For consideration of agenda 5)
5. Profile of the newly appointed auditor (For consideration of agenda 7)
6. The Company's Articles of Association which related to the shareholders meeting
7. Regulation for attending the 2024 Annual General Meeting of Shareholders
  - Necessary documents and evidences for meeting attendance
  - Procedures in attending meeting through electronic means (E-AGM)
  - Proxy authorization and method of proxy authorization
  - Voting procedures and votes counting
8. Guidelines for attending the 2024 Annual General Meeting of Shareholders at the meeting venue and via electronic means (E-AGM)
9. Profiles of the proxy independent directors
10. Proxy form A, B and C. (Attachment No.10.1, 10.2 and 10.3 respectively)
11. Map of the meeting venue
12. Privacy Notice

The Board of Directors' Meeting No. 1/2023 of Buriram Sugar Public Company Limited which was held on Wednesday 28 February 2024 had the resolution to convene the 2024 Annual General Meeting of Shareholders ("AGM") **on Monday 22 April 2024, at 13.30 P.M. (Registration at 12.00-13.30 A.M.) via Hybrid Meeting** at Siam Hall, 6rd Floor of Eastin Grand Hotel Phayathai which is located on 18 Phaya Thai Road, Thung Phaya Thai Subdistrict, Ratchathewi District, Bangkok 10400 and through electronics means (E-AGM) only in accordance with the criteria specified in the laws on electronic meeting to consider the following agenda.

**Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders No.1/2023 held on April 27, 2023**

**Facts and Rationale:** The Minutes of the Annual General Meeting of Shareholders No.1/2023 held on April 27, 2023 was completed within 14 days since the meeting date and submitted to the Stock Exchange of Thailand (“SET”) and Ministry of Commerce within legally required period. (Attachment No.1)

**Board of Directors’ Opinion:** The Board of Directors found that the Minutes of the Annual General Meeting of Shareholders No.1/2023 had correctly been stated. Thus, The Board of Directors approved to propose to the 2023 Annual General Meeting of Shareholders to consider and adopt the mentioned minutes. The copy of the minutes can be found in Attachment No.1

**Required Voting:** The majority of votes cast by shareholders attending the meeting and casting vote would be deemed as a resolution.

**Agenda 2 To acknowledge the report on the company’s operating results for the year 2023**

**Facts and Rationale:** The Company summarized the performance and importance changes of the year 2023 that are disclosed in the 2023 annual report in the form of QR code as Attachment No.2

**Board of Directors’ Opinion:** The Board of Directors found that it appropriates for the meeting to acknowledge the operating results in 2023.

**Required Voting:** Voting for this agenda is not required

**Agenda 3 To certify and approve the audited financial statements for the year ended on December 31, 2023**

**Facts and Rationale:** The Board of Directors has provided financial statement of the company for the year ended on December 31, 2023 which has been audited by the certified public accountant to propose to the 2024 Annual General Meeting of Shareholders to consider and approve in conformance with the Section 112 of Public Company Limited Act, B.E. 2535 The details can be found in Attachment No.2.

**Board of Directors’ Opinion:** The Board of Directors found that it appropriates for the meeting to consider and approve the financial statements of the company for the year ended on December 31, 2023 which has been audited by the certified public accountant of EY Office Company Limited and approved by the Audit Committee. The summary of the Company's financial statements are stated in the next page.

**Required Voting:** The majority of votes cast by shareholders attending the meeting and casting vote would be deemed as a resolution.

**Financial Statements for the year ended on December 31, 2023 in the form of QR code**

QR Code for downloading the Company's financial statements for the year ended on December 31, 2023

**For iOS System**

1. Turn on the mobile camera.
2. Focus the mobile camera to QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the financial statements of the Company.

Remark: In case the notification does not appear on the screen of mobile phone, the QR Code can also be scanned with other applications such as QR CODE READER, Facebook or Line.

**For Android System**

1. Open applications such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

- Open Line application and click on "Add friend"
- Choose "QR Code"
- Scan the QR Code

2. Focus on the mobile camera to scan the QR Code to display the company's financial statements.

**Agenda 4 To consider and approve the appropriation of net profit as the legal reserve and dividend payment from the operating results for the year ended December 31,2023**

**Facts and Rationale:** According to Public Limited Companies Act, B.E. 2535 Section. 116, Public Listed Companies must appropriate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten percent of the registered capital, unless a greater amount of the reserve fund is required by the articles of association of the company or other laws. In this regard, as the Company does not allocate net profits as a legal reserve fund in accordance with the law and therefore will allocate as a legal reserve fund in the amount of 5,321,117.01 Baht for the year 2023 from net profits on the separate financial statement for the operating result as of December, 31 2023.

Moreover, it is proposed to allocate the dividend payment from net profits on the consolidated financial statement for the operating result of 2023 in the amount of 812,100,366 ordinary shares at the rate of 0.20 Baht per share from

the Company's earnings is subject to 20% of the corporate income tax at the rate of 0.20 Baht per share. Thus, the total dividend payment is 162,420,073.20 Baht or equivalent to 30% of net profits of the consolidated financial statement of the Company. Therefore, the allocation of dividend payment which does not comply with the Company's dividend payment policy since the Company aimed to use as the working capital in business operations and invest so the Company agreed to reserve the working capital for support this matter.

The Record Date specifies the list of shareholders entitled to receive dividend (Record Date) is on May 3, 2024 and the dividend payment date is set within May 21, 2024. (Within 1 month counted to AGM date).

**Board of Directors' Opinion:** The Board of Directors considered and approved to propose to the shareholders' meeting in order to consider and approve for the allocation of net profits as a legal reserve fund and dividend payment from the Company's operating results for the fiscal year ended on December 31, 2023. Thus, the summarized comparison on the dividend payment and the Company's dividend payment policy is as follows:

**The summarized comparison on the annual dividend payment in 2021 - 2023**

Dividend Payment Detail	Financial Results for the year ended 31 December 2021	Financial Results for the year ended 31 December 2022	Financial Results for the year ended 31 December 2023
1. Net profit from the consolidated financial statements (Million Baht)	127.04 (net profits of the consolidated financial statement of the Company)	760.55 (net profits of the consolidated financial statement of the Company)	539.78 (net profits of the consolidated financial statement of the Company)
2. Number of shares (Million Share)	812.09	812.09	812.10
3. Dividend per share (Baht/Share)	0.07	0.20	0.20
4. Total dividend payment (Million Baht)	56.85	162.42	162.42
5. Payout ratio on net profit	44.74%	21.35%	30.00%
6. Dividend payout is whether in compliance with the company's dividend policy	Not in compliance with the Company's dividend policy; the Company needed to maintain the revolving fund balance for the operations and investment.	Not in compliance with the Company's dividend policy; the Company needed to maintain the revolving fund balance for the operations and investment.	Not in compliance with the Company's dividend policy; the Company needed to maintain the revolving fund balance for the operations and investment.

*Remark: The Company places a policy of dividend payment for not less than 50% of net profit in each year after corporate income tax deduction and allocation of profit as a legal reserve fund. However, the Company may pay the dividend in lower proportion than initially stipulated at the rate as mentioned above. The variations would be operation performance, financial status, financial liquidity, and the necessity to operational expansion and working capital in administrative management.*

**Required Voting:** The majority of votes cast by shareholders attending the meeting and casting vote would be deemed as a resolution.

**Agenda 5 To consider and approve the reappointment of directors whose term have expired in the year of 2024**

**Facts and Rationale:** According to Public Company Limited Act, B.E. 2535, Section 71 and the Company's article of association item 15, at every Annual General Meeting, one-third (1/3) of the directors shall retire.

If the number cannot be divided into three (3) parts exactly, the number nearest to one-third shall retire. The directors retiring in the first year and second year following the registration of the company shall be drawn by lots. In every subsequent year, the directors who have been in office longest shall retire. A retiring director maybe re-elected.

This year, there are four directors whose terms have expired as follows:

1. Assoc. Prof. Dr. Djitt Laowattana

Director (Independent Director), Chairman of Audit Committee, Corporate Governance and Sustainability Committee Member, and Nomination and Remuneration Committee Member

2. Mr. Anant Tangtongwechakit

Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer and Managing Director and Authorized Director as well as Director and Executive of the Company' subsidiaries

3. Mrs. Wanphen Punyaniran

Director (Authorized Director)

4. Mr. Adisak Tangtrongweachakit

Director, Executive Committee Member, Risk Management Committee Member, Nomination and Remuneration Committee Member, Corporate Governance and Sustainability Committee Member and Authorized Director Deputy Chief Executive Officer of Sugar Production, Energy Business and Corporate Social Responsibility and Communication as well as Director and Executive of the Company' subsidiaries

In this regard, the nomination of persons to be appointed as directors of the Company at this time is considered in accordance with the nomination process as determined by the Company, including the Nomination and Remuneration Committee and the Board of Directors has considered and approved with carefully and cautiously according to criteria specified in the Company and the process by selecting the persons who possess relevant knowledge and experience that are beneficial for the business operation of the Company, finance, accounting, law, technology and innovation including qualifications that are consistent with the Company's strategy and business objectives. by using the Board skill matrix as a tool for consideration. Moreover, the qualification must be in accordance with Public Company Limited Act, B.E. 2535 and notification of the Securities and Exchange Commission and the Capital Market Supervisory Board, as well as related notification of the Stock Exchange of Thailand and in compliance with the relevant criteria as specified.

In addition to the nomination of independent directors in accordance with the criteria as mentioned above, the definition of the independent director is also considered. The detail is disclosed in Attachment No. 4.

Nevertheless, the Company had provided the opportunity to all shareholders to nominate qualified persons to be elected as a director in accordance with terms and conditions to nominate persons to be elected as director which has been disclosed on the Company's website since October 25, 2023 – January 30, 2024.

However, giving an opportunity to propose an agenda, and propose qualified person to be considered for the election as a director as well as questions and suggestions in advance for the 2024 annual general meeting of shareholders for a period of 3 months in accordance with the principles of good corporate governance. There was no any proposal of director nomination submitted to the Company, which has already been notified at the Board of Directors' meeting.

**Board of Directors' Opinion:** The Board of Directors, excluding those who may have conflict of interest in this agenda item, has considered and found it appropriate for the meeting to consider and approve the appointment of the 4 directors who have retired by rotation to continue their terms as the directors of the company

1. Assoc. Prof. Dr. Djitt Laowattana: (Possesses knowledge and experiences in technology, innovation and Corporate governance)

Proposed to be a Director (Independent Director)

2. Mr. Anant Tangtongwechakit: (Possesses knowledge and experiences in management of agricultural business, fertilizer business, sugar industry and energy business as well as strategic planning)

Proposed to be a Director (Authorized Director) and Chairman of Sub-Committees: Chairman of Executive Committee and Chairman of Risk Management Committee)

3. Mrs. Wanphen Punyaniran: (Possesses knowledge and experiences in management of agricultural business, fertilizer business and sugar industry)

Proposed to be a Director (Authorized Director)

4. Mr. Adisak Tangtrongweachakit: (Possesses knowledge and experiences in management of agricultural business, fertilizer business, sugar industry as well as energy business)

Proposed to be a Director (Authorized Director) and Member of Sub-Committees: Member of Executive Committee and Member of Risk Management Committee)

Hence, the Board of Directors and Nomination and Remuneration Committee excluded the directors who have conflict of interest in this agenda commented that 4 directors whose term has expired in the year 2023 and possess the knowledge and ability as well as the experiences that shall generate the benefits on the business operation of the company, consider the previous operating results and give the comments in order to develop the company including perform the other relevant business in scope of duties and responsibility of the director appropriately and qualified by the regulation of the Public Company Limited Act, and no characteristics prohibited by the Securities and Exchange Commission.

Additionally, the Board of Directors agreed that the nominated persons serving as the independent directors, whose names is Assoc. Prof. Dr. Djitt Laowattana he possessed the qualification in line with the definition of the independent director of the Company, and can give comments and opinions independently and in compliance with the relevant criteria as specified. Moreover, such person does not hold office as a director or an executive in other business that may cause a conflict of interest or is deemed as a competitive business against the Company and its subsidiaries.

The profiles of the 4 persons who are nominated as directors are shown in Attachments No. 3 as well as scope of authorities and responsibilities of the Board of Directors, including the independence of the Board of Directors and the definition of the independent director are shown in Attachment No. 4.

**Required Voting:** The majority of votes cast by shareholders attending the meeting and casting vote would be deemed as a resolution. The director who has conflict of interest in this agenda will not participate in voting and the share(s) of the aforementioned director will be removed from the vote-counting calculation base.

#### **Agenda 6 To consider and approve the remuneration of directors and sub-committees for the year 2024**

**Facts and Rationale:** The Nomination and Compensation Committee had defined the remuneration for directors and sub-committees appropriately in accordance with the duties and responsibilities as assigned which shall comply with the overview performance and operating results of the company and compare to the similar business types of other companies and propose to the Board of Directors to consider and approve the remuneration of the Board of Directors and sub-committees for the year 2024 as follows: *The remuneration of the Board of Directors has been improved by increasing compensations in the form of meeting allowances for the Board of Directors apart from monthly compensation and annual bonus to the Chairman of the Board of Directors at the rate of 7,500 baht per meeting and the company directors at the rate of 5,000 baht per meeting and The 2024 annual remuneration for directors and 3 sub-committees namely Audit Committee, Risk Management Committee and Executive Committee shall be paid with the same criteria in term of monthly compensation and annual bonus, and the amount of compensation for the year 2024 (as proposed) is the same rate as 2023. Regarding the 2 Corporate Governance and Sustainability Committee, and Nomination and Remuneration Committee, the Board of Directors has considered the sub-committees' performance on the previous year, and found it appropriate to propose at the meeting for the remuneration in type of a meeting allowance. Besides such cash remuneration, in the amount not exceeding 8,000,000 Baht per year is the same rate as 2023. there is no other type of compensation proposed, as well as welfares or other benefits to the directors and sub-committees.*

Moreover, this will be proposed to be effective in the year of 2024 onwards, or until the resolution to change approved by the shareholders.

**Board of Directors' Opinion:** The Board of Directors has found it appropriate for the meeting to consider and approve the remuneration of the Board of Directors and sub-committees for the year 2024 excluded the remuneration of subsidiaries' directors in the amount not exceeding 8,000,000 Baht per year. The remuneration



shall be effective in the year of 2023 onwards, or until the resolution to change approved by the shareholders in accordance with the Board of Directors' consideration on the criteria and conditions for such remuneration.

**Required Voting:** The resolution on this agenda is required to be approved by *not less than two-thirds (2/3) of the votes* of the shareholders attending the meeting.

The remuneration of the Board of Directors has been improved by increasing compensations in the form of meeting allowances for directors, especially the Chairman of the Board of Directors at the rate of 7,500 baht per meeting and the company directors at the rate of 5,000 baht per meeting. This improved compensation was made due to the fact that the cost of living has increased. Additionally, the remuneration of 3 sub-committees, namely Audit Committee, Risk Management Committee, and Executive Committee for the year 2024 continued to be paid with the same criteria in terms of monthly compensation and annual bonus at the same rate as in 2023, as follows:

Board/Committee	2023		2024 (as proposed)		
	Remuneration (Baht/Month)	Annual Bonus (Baht)	Remuneration (Baht/Month)	Meeting Allowance (Baht/Time)	Annual Bonus (Baht)
Chairman of Board of Directors	15,000	400,000	15,000	7,500	400,000
Directors	10,000	150,000	10,000	5,000	150,000
Chairman of Audit Committee	15,000	150,000	15,000	-	150,000
Member of Audit Committee	10,000	100,000	10,000	-	100,000
Chairman of Risk Management Committee	15,000	150,000	15,000	-	150,000
Member of Risk Management Committee	10,000	100,000	10,000	-	100,000
Chairman of Executive Committee	15,000	150,000	15,000	-	150,000
Member of Executive Committee	10,000	100,000	10,000	-	100,000

*Remark:* - Besides the remuneration in type of the meeting allowance, there is no other type of compensation proposed, as well as welfares or other benefits.

The 2024 meeting allowance rate is proposed for the 2 sub-committees; Corporate Governance and Sustainability Committee and Nomination and Remuneration Committee as follows:

Committee	2023	2024 (as proposed)
	Meeting Allowance (Baht/Time)	Meeting Allowance (Baht/Time)
Chairman of Corporate Governance and Sustainability Committee	15,000	15,000
Member of Corporate Governance and Sustainability Committee	10,000	10,000
Chairman of Nomination and Remuneration Committee	15,000	15,000
Member of Nomination and Remuneration Committee	10,000	10,000

*Remark:* - Besides the remuneration in type of the meeting allowance, there is no other type of compensation proposed, as well as welfares or other benefits.

**The remuneration for each director for the past 2 years**

Name of Directors	Position	Remuneration (Baht)	
		2022	2023
1. Mr. Sirichai Sombutsiri <sup>1</sup>	Chairman of the Board of Directors (Independent Director)/	580,000	580,000
2. Mr. Anant Tangtongwechakit	Director/ Chairman of Executive Committee/ Chairman of Risk Management Committee	930,000	930,000
3. Mrs. Wanphen Punyaniran	Director	270,000	270,000
4. Mrs. Jirawan Pongpichitkul	Director/ Executive Committee Member/ Risk Management Committee Member	710,000	710,000
5. Miss Chittima Tangtrongwechakit	Director/ Executive Committee Member/ Risk Management Committee Member/	710,000	710,000
6. Mr. Sarit Tangtrongwechakit	Director/ Executive Committee Member/ Risk Management Committee Member	710,000	710,000
7. Mr. Adisak Tangtrongweachakit	Director/ Executive Committee Member/ Risk Management Committee Member/ Corporate Governance and Sustainability Committee Member/ Nomination and Remuneration Committee Member	760,000	760,000
8. Mr. Surachai Kositsareewong	Independent Director, Member of Audit Committee, Chairman of Corporate Governance and Sustainability Committee, and Chairman of Nomination and Compensation Committee (Appointment on April 27,2022)	-	356,667
9. Assoc. Prof. Dr. Djitt Laowattana	Independent Director, Audit Committee Member, Corporate Governance and Sustainability Committee Member/ Nomination and Remuneration Committee Member	650,000	650,000
10. Mrs. Porntip Sookatup	Independent Director and Audit Committee Member	490,000	490,000
11. Mr. Kitipat Chollavuth.	Independent Director (Appointment on April 27,2022)	-	180,000
12. Mrs. Weechadchada Yongsuwankul	Independent Director and Audit Committee Member (Resigned on February 24, 2022)	81,667	-
13. Mrs. Seenual Tasanapant	Independent Director/ Audit Committee Member/ Chairman of Corporate Governance and Sustainability Committee/ Chairman of Nomination and Remuneration Committee (Resigned on February 24, 2022)	565,000	280,333
<b>Total</b>		<b>6,456,667</b>	<b>6,555,000</b>

**Agenda 7 To consider and approve the appointment of auditors, and determination of auditors' remuneration for the year 2024**

**Facts and Rationale:** According to the Company's Articles of Association No. 35 (5) and Section 120 of Public Company Limited Act, B.E. 2535, the appointment of auditors and their annual remuneration shall generally be defined in Annual General Meeting of Shareholders. Thus, the Company shall propose to the shareholders' meeting to consider for the appointment of the certified public accountants from EY Office Limited. as the Company's auditors for the year 2024. The Audit Committee has already considered the auditor's qualifications, independence, appropriateness, duty and responsibility. The nominated auditors have no relationship or interest with the Company, its subsidiaries, executives, major shareholders or related to such person in any way. The auditors' names are as follows. (The profile of the primary auditor stated in the Attachment No.5)

Name	Certified Public Accountant No.	Performance Period
1. Mr. Serm Brisuthikun (Primary auditor) and/or	9452	-
2. Ms. Krongkaew Limkittikul and/or	5874	-
3. Mr. Natthawut Santipet and/or	5730	-

*Remark: In the event that the above-mentioned auditors are not able to perform the duty, EY Office Limited shall appoint other auditors from EY Office Limited to perform as the company's auditors instead.*

**Board of Directors' Opinion:** The Board of Directors and Audit Committee agreed to propose to shareholder meeting in order to consider and approve to appoint Mr. Serm Brisuthikun, Certified Public Accountant No. 9452 and/or Ms. Krongkaew Limkittikul, Certified Public Accountant No. 5874 and/or Mr. Natthawut Santipet, Certified Public Accountant No. 5730 from EY Office Limited as auditors of the Company and its subsidiaries (the Company and its subsidiaries use auditing service from the same auditing firm) for the year 2024. Regarding these above auditors are independent and appropriate as well as have neither conflict of interest nor relationship with the company and its subsidiaries, executives, major shareholders or related to such person in any way. Therefore, there are determined of audit remuneration of the company and its subsidiaries as the following details:

List	Unit: Baht/Year	
	2024 (as proposed)	2023
1. Audit fee		
- The Company	1,350,000	1,350,000
- Subsidiaries	4,300,000	4,300,000
2. Non-Audit Fee/ Out-of-pocket		
- The Company	N/A	N/A
- Subsidiaries		371,944
3. Non-audit service		
- The Company		-
- Subsidiaries	N/A	N/A
<b>Total</b>	<b>5,650,000</b>	<b>5,650,000</b>

The proposed audit fee of the Company group in 2024 is 1,350,000 baht, at the same rate as in 2023, which excluded out-of-pocket expenses, taxes and other service fees. The out-of-pocket expenses shall be included the travelling fee, accommodation fee, telecommunication fee, postage fee, copy fee which are calculated as the actual expenses. Accordingly, the Board of Directors and Audit Committee agreed to propose to the shareholders' meeting for the audit fees of 2024 as mentioned above.

**Required Voting:** The majority of votes cast by shareholders attending the meeting and casting vote would be deemed as a resolution.

**Agenda 8 To consider any other matter (if any)**

Therefore, would like to invite to attend the 2024 Annual General Meeting of Shareholders ("AGM") on April 22, 2024 at 13.30 hrs. as hybrid meeting at Siam Hall, 6th Floor of Eastin Grand Hotel which is located on 18

Phaya Thai Road, Thung Phaya Thai Subdistrict, Ratchathewi District, Bangkok 10400 and through electronics means (E-AGM) in accordance with the criteria specified in the laws on electronic conferencing via Blockchain AGM Voting system. The Company will conduct the meeting according to the Company's Articles of Association which related to the shareholders meeting in Attachment No. 6. Nevertheless, kindly be informed that the shareholders should prepare the required documents for the shareholders' meeting as and the detailed in the regulation for attending the 2024 Annual General Meeting of Shareholders in Attachment No. 7 and guidelines for attending the 2024 Annual General Meeting of Shareholders at the meeting venue and via electronic means (E-AGM) in Attachment No.8

In addition, would you like to appoint a representative to attend and vote at the meeting on your behalf, please complete the proxy form A or B in Attachment No. 10.1 and 10.2 and 10.3 then consign to the Company before attending the meeting. Besides, form C in Attachment No. 10.3 is only for foreign investors who authorize the custodian in Thailand to keep and safeguard their shares. However, if shareholders cannot attend the meeting, the Company would ask for shareholder cooperation to give a proxy to independent directors. The independent directors' information is represented as a proxy and the letter of power of attorney for attending a general meeting and voting on behalf of the shareholder in Attachment 9.


Futuremore, the Company is concerned of the protection of personal information as well as the several rights according to Personal Data Protection Act. The Company has established the Privacy Policy to protection of personal information according to Personal Data Protection Act B.E. 2562 (2019). additionally, the details of Privacy Notice are stated in the Attachment No.12 and the shareholders are able to learn more about Privacy Policy as below URL and QR Code;

<https://www.buriramsugar.com/en/privacy-policy>



The record date for shareholders entitled to the 2024 Annual General Meeting of Shareholders is March 14, 2024.

Respectfully Yours,



(Mr. Sirichai Sombutsiri)

Chairman of the Board of Directors  
Buriram Sugar Public Company Limited

Copy of Minutes of the Extraordinary General Meeting of Shareholders No. 1/2023

**Minutes of 2023 Annual General Meeting of Shareholders****Buriram Sugar Public Company Limited (“the Company”)**

Thursday 27 April 2023, 10.00 a.m.

**Date, time, and venue**

The meeting was held on Thursday 27 April 2023, 10.00 a.m. as a hybrid meeting at Arnoma 2-3 meeting room, 3<sup>rd</sup> Floor of Arnoma Grand Hotel Bangkok which is located on 99 Ratchadamri Road, Lumpini Subdistrict, Pathumwan District, Bangkok 10330 and through electronic media (E-AGM) in accordance with the criteria specified in the laws on electronic means.

**Directors Attending the Meeting**

- |    |                        |                   |   |
|----|------------------------|-------------------|---|
| 1. | Mr. Anant              | Tangtongwechakit  | Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer and Managing Director (The Chairman)                    |
| 2. | Mrs. Seenual           | Tasanapant        | Independent Director, Member of Audit Committee, Chairman of Corporate Governance and Sustainability Committee, and Chairman of Nomination and Remuneration Committee |
| 3. | Assoc. Prof. Dr. Djitt | Laowattana        | Independent Director, Chairman of Audit Committee, Member of Corporate Governance and Sustainability Committee and Member of Nomination and Remuneration Committee    |
| 4. | Mrs. Porntip           | Sookatup          | Independent Director and Member of Audit Committee  |
| 5. | Mrs. Wanphen           | Punyaniran        | Director  |
| 6. | Mrs. Jirawan           | Pongpichitkul     | Director, Executive Director, and Member of Risk Management Committee   |
| 7. | Miss Chittima          | Tangtrongwechakit | Director, Executive Director, and Member of Risk Management   |

- Committee
8. Mr. Sarit Tangtrongwechakij Director, Executive Director,  
and Member of Risk Management Committee
9. Mr. Adisak Tangtrongweachakit Director, Executive Director, Member of Risk Management  
Committee, Member of Corporate Governance and  
Sustainability Committee, and Member of Nomination and  
Remuneration Committee

**Apologies**

1. Mr. Sirichai Sombutsiri Chairman of the Board of Directors, Independent Director

**\*Absence of duty due to an accident**

Thus, there were 9 directors who attended the meeting from 10 persons that accounted for 90.00%.

**Executives Attending the Meeting**

1. Mr. Vichate Tantiwanich Advisor to the Board of Directors
2. Mr. Adul Suravadhikul Deputy Managing Director of Domestic and Foreign Investment
3. Mr. Pitak Chaosoun Deputy Managing Director in Accounting, Finance and  
Operations Group
4. Ms. Paveena Sukhakit Assistant Managing Director in Foreign Affairs and Industry  
Policy of Buriram Factory Co., Ltd. (the Subsidiary)
5. Mr. Somyot Changyongsuwan Financial and Accounting Director (CFO)
6. Ms. Kanittha Kantichote Deputy Finance & Accounting Director (Accounting Controller)

**Associates Attending the Meeting**

1. Mr. Supachai Phanyawattano Auditor from EY Office Limited
2. Miss Pisamai Chuwongkomol Legal Advisor from Legal Advisory Council Limited
3. Miss Patcharee Kosanam Company Secretary and Investor Relations  
(performed as a secretary of the meeting)
4. Company Officers Responsible for meeting arrangement, shareholders'
5. J Ventures Company Limited Officers Responsible for registering and counting votes for meetings  
in the meeting room with Barcode system and electronic media  
via Blockchain AGM Voting system.
6. Asking Me Company Limited Officers Responsible for providing voice recording and film a video of

the meeting is recorded as evidence.

### **Beginning of the Meeting**

Miss Patcharee Kosanam, the company secretary and investor relations, performed as a host of the Meeting, introduced Board of Directors, Executives, auditors, and a legal advisor.

In this year, the Company meeting in the form of hybrid meeting at Arnoma 2-3 meeting room, 3<sup>rd</sup> Floor of Arnoma Grand Hotel Bangkok and through electronic media (E-AGM) in accordance with the criteria specified in the laws on electronic means.

In this regard, the Company is using J Ventures Company Limited services for the shareholders' registration and voting counting. The Company officers would be responsible for supervising and counting the votes accordingly. the method of vote counting in the meeting room is a barcode system and For the electronic conferencing systems or E-EGM voting system is calculated by Blockchain AGM Voting system, this E-AGM was conducted through Microsoft Teams which is a system with standard and compliance with the announcement of the Ministry of Digital Economy and Society on the Security Standards of Electronic Conferencing B.E. 2563 (2020) including certification of meeting control system from the Electronic Transactions Development Agency (ETDA),

In addition, the Company has engaged Asking Me Company Limited to record audio and film video of the meeting as evidence, the Company organized this meeting by operating in accordance with the Personal Data Protection Act B.E. 2562 (2019) and the company's privacy policy and as required by relevant laws, regulations or notifications of the regulatory agencies. The details of the personal data protection practices and the privacy policy are disclosed and uploaded on the Company's website.

The company has conducted the meeting under the conceptual framework "Toward a Sustainable Future," based on the Thailand Convention and Exhibition Bureau (an organization) or TCEB, which is a response to the global sustainability trend, including consideration for the environment, society, and corporate governance. Which is a development that is consistent with the United Nations Sustainable Development Goals (UN's SDGs), the Company organized the meeting in a Hybrid Meeting through electronic means and encouraging attendees to register in advance. Additionally, the QR Code was also prepared for shareholders to download the meeting documents instead of printing documents. In addition, the Company chose to use the services of hotels that have been certified with environmental standards, such as the ASEAN MICE Venue Standard (AMVS) and hotel projects that are Environmentally friendly (Green Hotel) and the hotel is located nearby public transportation. The event is also decorated with reusable materials, for example, signboards from old calendars, ballot boxes and refrain from decorating with fresh flowers and foam. For food and beverages, the company has prepared bottled drinking water, avoid using disposable plastic straws, and deployed packaging made from bagasse from Sugarcane Ecoware Company Limited (SEW) (the subsidiary) for food packing that can decompose within 45 days. The Company uses packaging made from bagasse for food packing and preparing sugar, which is the Company's product and is packed in jars to scoop instead of sugar sachets to reduce the amount of incoming plastic waste, and special trash cans have also been prepared for food waste. The hotel has a waste management system that processes food waste into animal feed and biofertilizer.

As for the meeting documents, the Company had published the invitation letter on the Company's website and posted an announcement via the Stock Exchange of Thailand (“SET”) portal system and the Company’s website since April 5, 2023 for the period of 22 days prior to the meeting date and sent the invitation letter to shareholders completely prior to the meeting date since April 5, 2023 for the period of 22 days to let shareholders sufficiently understand and acknowledge the agenda items prior to the meeting date.

The record date for shareholders entitled to attend the meeting was on March 15, 2023. There were 4,381 shareholders who were entitled to attend the meeting with 812,099,845 total shares consisted of Thai shareholders 4,377 persons with 810,852,785 shares accounted for 99.85% and 4 foreign shareholders with 1,247,060 shares accounted for 0.15%.

In conformance to the Articles of Association of the Company No.30, The number of shareholders and proxy (if any) present in the meeting of shareholders is no less than 25 persons and the shares represented shall be accounted for more than one third of the total shares (34%) that had been purchased to meet the quorum requirement. Ergo, based on such number of shareholders and shares.

In the Meeting, there were shareholders;

■ Attending in person	38 persons	total shares accounted for	383,733
		shares	
■ Proxy	45 persons	total shares accounted for	617,183,624 shares
■ Online Register	3 persons	total shares accounted for	111,000 shares
■ Total	86 persons	total shares accounted for	617,678,357
		shares	
■ Percentage	76.05941 of total purchased shares		812,099,845 shares

Ergo, based on such number of shareholders and shares, it deems that the quorum was considered in compliance with the Company’s Articles of Association.

Mr. Anant Tangtongwechakit Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer and Managing Director presided over the meeting as Chairman of the 2023 Annual General Meeting of Shareholders (“the Chairman”). In this opportunity, as a representative of the Board of Directors, Executives, and staff of Buriram Sugar Public Company Limited (“the Company”), would like to welcome shareholders to 2023 Annual General Meeting of Shareholders.

Due to the Coronavirus pandemic virus outbreak situation (COVID-19), the Company has decided to organize a hybrid meeting in 2023 so that the Board of Directors and executives can meet with shareholders and exchange opinions quickly and conveniently. However, the Board of Directors has recognized minority shareholders in other provinces as having the opportunity to participate in the shareholders' meeting, which would be equally fair to all shareholders.



In addition, the Company's operating meetings and activities contribute to reduce greenhouse gas emissions. Carbon footprint or carbon emissions concerns are part of the Company's plan and goals for sustainable growth, which it plans to implement from 2023 onwards.

Thereafter, the Chairman has assigned the meeting's secretary to inform the agenda consideration, including procedures of voting.

Miss Patcharee Kosanam, a company secretary and investor relations, performing as the secretary of the meeting ("the secretary"), informed the procedures of agenda consideration in 2023 Annual General Meeting of Shareholders. The consideration will be conducted consecutively from agenda item no. 1 to agenda item no. 9, voting procedures and counting and result notification as follows:

1. According to the voting in compliance with Articles of Association of the Company No. 31, it has been specified that one share represents one vote. The resolution of AGM would like consist of the following votes:
  - In ordinary cases, the majority of votes cast by shareholders attending the meeting and have the right to vote would be deemed as a resolution. In the case of a tie, the Chairman of the meeting shall have a casting vote.
  - In other cases where the law or the Company's Articles of Association prescribes differently from ordinary cases, the proceedings would be in accordance to such prescriptions. The Chairman shall inform the shareholders before voting on each of the particular agenda items.
2. The Company shall conduct vote counting via barcode system in the meeting room. In vote counting, the system shall treat all votes as Approved initially. Disapproval and Abstention votes will be collected by the staff and then be deducted from the total number of votes of shareholders present at the meeting.
  - For those who approve: please mark in the ballot and sign, The Company will ask to collect all approved ballots at the end of the meeting.
  - In case there is a shareholder who provides against or abstained vote, please mark in the ballot and sign, and request him/her hand to allow the Company's officers to collect ballot.
3. The Company provided the opportunity for the shareholders to register for the electronic conferencing systems or E-AGM in advance before the meeting through Blockchain AGM Voting from April 10 to 24, 2023; voting will be conducted by the Blockchain AGM Voting system as well as attend the meeting via Microsoft Teams as follows:

3.1 Launch the AGM Voting application, select the meeting you wish to attend and click the Next button to begin the meeting.

3.2 The system will require you to verify that you authenticate using the Join application, which is the standard for identification. You must follow the instructions on the screen to verify your credentials and take a photo of yourself with a straight face.

3.3 The system will switch back to the AGM voting system.

3.4 During the voting session, the Chairman will announce the voting results to the meeting after the Company officer in charge of the meeting open the platform for comments in each agenda.

3.5 When the Chairman of the meeting announces the casting of a vote, The system will require you to provide a correct password (Pin Code) every time before casting ballots even if, it has been determined that voting selections are agreed in order to demonstrate that they will be counted as the basis for counting votes to indicate that they are still engaged within such agenda.

3.6 There are 3 alternatives for voting: "Approve", "Disapprove," and "Abstain" If shareholders who wish to vote "Disapprove" or "Abstain," please click the button "Disapprove" or "Abstain" If you wish to vote "approve," please click the "approve" button; the system will process the voting results. If you do not cast a vote, the company will assume and summarize the voting result in each agenda.

4. Agenda item no. 2 is an acknowledgement agenda shall have no vote, and the agenda item no.5 is "To consider and approve the reappointment of directors. For casting votes on this agenda, its aims to consider the appointment of individual directors and divide the ballot into parts which indicate each agenda item of the person who was proposed to be appointed as the director separately.
5. Shareholders who wish to ask questions or would like a director or an executive to clarify in any matters have to state their name and surname as well as notify either shareholder or proxy before asking in order to accurately and thoroughly record minutes. The Chairman will give an opportunity to ask questions at the end of each agenda item or after considering every agenda item.
6. Any shareholders who are regarded as interested parties in any matters cannot vote in regarding matter or the Company may request the shareholders to leave the meeting room during considering the matter.
7. In this regard, shareholders who attend the meeting via electronic media, wish to make the inquiries or comments are requested to click the menu "Hand" icon to express an inquiry. Then the Company officer will allow you to open the

microphone or place a question by typing in a "Chat" box. Shareholder are requested to notify their names before making the inquiries or comments in the Meeting.

8. Criteria of Votes Counting: for proxy that shareholders have already casted their vote in proxy form, the Company had already recorded vote in the system. The proxy does not have to vote again. In case of shareholders have not already casted their vote, the proxy must cast their vote as the specified voting procedures.

9. The cases of invalid vote or voided ballot in the meeting room are as follows:

- The ballot paper which is marked any symbols does not pursuant to the current voting agenda.
- The ballot paper which does not hold any symbols.
- The ballot paper, which holds more than one mark, except for the case of the proxy who is custodian, can divide their amount of shares for voting in each of the voting selections, which are agreed, disagree and no vote, as much as they have the rights for voting.
- The ballot paper is damaged so that it cannot be seen the chosen selections

10. However, there would not be any invalid vote or voided ballot while using the electronic conference

system to vote. There will be no reason for the voting to be inconsistent with the agenda because the system determines to enable user to select agree, disagree or abstain button or there will not be any reasons mentioned above that would lead to an invalid vote or a voided ballot.

11. At the end of consideration of each agenda, the secretary will ask to collect ballots as well as notify and

summarize the voting result in each agenda.

- In case that collecting ballot from the shareholders has been finished within such agenda, the company secretary will notify and summarize the voting result immediately.
- In case that collecting ballot takes long time, it is to consider the next agenda. The secretary will notify and summarize resolution of the meeting of shareholders in the next agenda or when finish collecting vote.
- Voting results shall be considered the counted votes of the shareholders who attend in person and proxy. Each agenda item will count the latest number of owners' shares present in such agenda.

- If any shareholders or proxies would like to leave before the end of the meeting and wish to vote on the remaining agenda, kindly send the ballots with signature to the Company's staff before leaving the meeting room so that the score will be recorded but for shareholder attend the meeting via electronic meeting such shareholder would not be able to cast votes in remaining agenda. Since the system will be required to press the password every session before voting. please kindly reserve the right to vote by presenting at the meeting until the meeting is completed.

12. The Company will notify the meeting's resolution via portal system of the Stock Exchange of Thailand within 09.00 a.m. of the next business day as well as disclose the minutes of the Meeting, with the votes cast on each agenda on the Company website within 14 days from the meeting date to notify the shareholders and allow them to verify the minutes of meeting.

For transparency and conducting the meeting in accordance with the good shareholders' meeting preparation by the Securities and Exchange Commission Thus, the Company invited Mr. Keerati Jantawat, a shareholder who attended the meeting in person, volunteered for eyewitness of vote counting and check the completeness of the vote with the Company officers.

The shareholders had acknowledged the procedures for vote, vote counting, and result notification. Thus, the Chairman proposed the meeting to consider matters in well-arranged agenda items as follows:

**Agenda 1 To certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2023 held on Monday 23 January, 2023**

The Chairman assigned the meeting's secretary to inform the meeting that the minutes of the Extraordinary General Meeting of Shareholders No.1/2023 held on Monday 23 January, 2023 was done within 14 days since the meeting date. Additionally, the Company had recorded the meeting accurately and submitted the minutes to the Stock Exchange of Thailand and the Ministry of Commerce within legally required period. The Board of Directors requested the meeting to consider and certify the minutes of the Extraordinary General Meeting of Shareholders No.1/2023. The copy of the minutes for consideration is disclosed in Attachment No. 1 in the meeting invitation letter.

Thereafter, the Chairman allowed shareholders to ask questions and express comment on the agenda-related matter and requested shareholders to state their name and surname as well as status of being shareholder or proxy before asking or giving opinion. In this respect, there were 1 shareholder asking question in this agenda or making comments as follows:

Mr. Tongchai Lakanavisid a shareholder attending the meeting in person	Inquiring about the following 2 issues:
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	<ol style="list-style-type: none"> <li>1. According to the company held the Extraordinary General Meeting of Shareholders No. 1/2023, if I do not attend the meeting as a shareholder, do I have the right to cast a vote on this agenda?</li> <li>2. Can the company use the word "<u>unanimously approved</u>" to certify the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023?</li> </ol>
Miss Patcharee Kosanam Company Secretary and Investor Relations	<p>Clarified on issue No.1:</p> <p>For the agenda to consider and adopt the minutes of the Extraordinary General Meeting of Shareholders No. 1/2023, the shareholders attending the meeting can vote to adopt the said minutes and the company sent the invitation letter as well as disclose the copy of the minutes of the meeting, was sent to shareholders prior to the meeting date since April 5, 2023, so that shareholders could acknowledge and read the documents prior to the meeting date.</p>
Miss Pisamai Chuwongkomol Legal Advisor from Legal Advisory Council Limited	<p>Clarified on issue No.2:</p> <p>Criteria for adopting the resolution of such a meeting the majority vote cast by shareholders attending the meeting and have the right to vote would be deemed a resolution. In this case, a shareholder shall have a casting vote as "approved," so the word "unanimously approved" can be used.</p>

**Resolution** The meeting unanimously approved the minutes of the Extraordinary General Meeting of Shareholders No.1/2023 held on Monday 23 January, 2023 by the majority vote of the shareholders who attended the meeting and voted as follows:

Approved	617,574,422	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	0	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, additional shareholders were present, with 12 people at the meeting. Total shareholders present amounted to 98 since the two shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 2 To acknowledge the report on the Company's operating results for the year 2022**

The Chairman informed the meeting that this agenda is for acknowledgement and not casting of vote and then assigned the meeting's secretary to report on the Company's operating results for the year 2022. The details were as follows:

As of the Company's performance in 2022 reflects the achievements in the past year as follows:

1. Higher productivity due to caring for farmers and production factors. Every production processes reflects the ability to produce efficiency as follows.
  - The commercial cane sugar ("C.C.S.") is approximately 13.75%, which is higher than the national average of 12.71 C.C.S., and ranked the top 5 highest sweetness C.C.S. in the country.
  - The sugarcane yield is 12.37 tons per rai, which is higher than the national average of 10.32 tons per rai and the sugar production of the Company group is ranked among the top 5 highest in the country.
  - The amount of crushed sugarcane in the production season of 2021/2022 is 2.37 million tons, which is higher than the target as planned by the company of 2.35 million tons.
2. On account of managing and overseeing the Company with good corporate governance, this resulted in awards and certificates. Therefore, the various awards and certifications have consistently certified the Company's sustainable corporate governance.
  - The Company was evaluated as "Excellent CG Scoring" or scoring of 5-star for 5<sup>th</sup> consecutive Years with an average score of 96%, under the project of the Assessment of Good Corporate Governance Report of Thai Listed Companies (CGR) by Thai Institute of Directors Association which score is higher than the average score of the overall listed companies on the stock exchange of Thailand at 85%
  - The Company was assessed as 100 full score in the 2022 Annual General Meeting of Shareholders (AGM Checklist) by Thai Investors Association (TIA) for the sixth consecutive years.
  - Sugarcane Ecoware Company Limited ("SEW"), the subsidiary of the company, acquired the Green Industry level 2 certificate from the Ministry of Industry, which reflects business management concerned about the environment.
3. Business cooperation with Jaymart Group Holdings Public Company Limited (Jaymart) as a potential business partner and its subsidiaries by Buriram Model Project that operated from 2022 to the present are as follows
  - Short-term loans to sugarcane farmers: Singer Thailand Public Company Limited (SINGER) has

supported a loan to promote sugarcane cultivation. or short-term loans for sugarcane farmers, which is currently at 300 million baht.

- Fuel Vending Machines Project: Set a goal to install petrol vending machines in the promotion Sugarcane planting area in Buriram and neighboring provinces, about 100 units.
4. In January 2023, the Company issued and offered 2 sets of warrants to purchase ordinary shares as follows:
- The issuance and offering of Warrants to purchase the newly issued ordinary shares of the Company No. 1 (“BRR-W1”) in an amount of not exceeding 162,419,969 units, the exercise price shall be Baht 7.50 per share, and the term shall be for a period of 6 months. the first exercise date is April 28, 2023, and the last exercise date is scheduled on August 11, 2023. the objective of issuance of Warrants is to spend the earning from fundraising as working capital in the Company’s business operations and to repay the Company’s loan to increase the potential and strengthen business operations, including reducing the burden of interest expense, which is earning good returns and encouraging the long-term growth of the company.
  - The issuance and offering of Warrants to purchase the newly issued ordinary shares of the Company No.2 (“BRR-W2”) in an amount of not exceeding 81,209,984 units, the exercise price shall be Baht 13.00 per share, and the term shall be for a period of 3 years. the first exercise date is June 30, 2023 and the last exercise date is scheduled on February 13, 2026. The objective of issuance of Warrants is to prepare readiness and enhance financial position of the Company for the Company’s business operations project in the future, as well as to reserve working capital for the Company, which will increase the potential of the Company’s business operations and the Company fund for expansion of projects for the Company’s business operations in the future, which will consequently increase value for shareholders in the long term.

In addition, the Company aims to expand the business to earn 8,095 million baht in revenue within 3 years. in 2022, the Company was able to generate the highest total revenue of 7,507 million baht and the Company set a revenue target of 10,000 million baht within 5 years apart from sugar production and distribution supporting businesses, including wood pellets business, which is the future of renewable energy, as well as environmental packaging businesses that meet the needs of domestic and foreign consumers. These businesses help strengthen the higher revenue rate of the Company’s operations as targeted. The factors mentioned above were the justification for issuing and offering of warrants to purchase the newly issued ordinary shares of the company for 6 months and 3 years, respectively.

The Company and its subsidiaries have established objectives for sustainable business operations that align with business plans for goals and strategies for sustainable development in 2023–2027. The Company believes that sustainable business

growth is not only a good performance growth but also takes into account the environment, society, and good governance ("ESG"). However, these environmental, social and good governance factors will impact the company's direct and indirect performance, the performance of ESG in various dimensions in the past year as follows:

- **Environmental dimension:** The Company has conducted data collection and studies on the renewal of the carbon footprint reduction certificate at the sugar product level and prepared the carbon footprint at the corporate level, reducing the amount of sugarcane burning and increasing the quantity of fresh sugarcane by 98%. In 2022, the company can purchase fresh sugarcane in the proportion of 89.54%. The company tends to purchase more fresh sugarcane in line with the procurement policy. Green Procurement and the environmental packaging business from bagasse operated by Sugar Cane Ecoware Company Limited ("SEW") has been certified Green Industry Level 2 (Green Activity).
- **Social Dimension:** The company has increased the employment of people with disabilities in the locality through a network of 10 sub-district health promotion hospitals throughout Khu Mueang District. And other government agencies currently employ 11 people with disabilities, and the proportion is increasing annually.

Then, The Chairman assigned Assoc. Prof. Dr. Djitt Laowattana, Independent Director, Chairman of Audit Committee, Member of Corporate Governance and Sustainability Committee and Member of Nomination and Remuneration Committee, reported the operation of Economic and Corporate Governance Dimensions to shareholders as follows:

- **Economic and Corporate Governance Dimensions:** The company operates its business with good governance and business ethics. It has been evaluated for corporate governance as "Excellent CG Scoring" or scoring of 5-star for the 5th consecutive years, under the project of the Assessment of Good Corporate Governance Report of Thai Listed Companies (CGR) by Thai Institute of Directors Association reflecting the Company's engaged and efficient in corporate governance operating results and the Company is determined to continue implementing the anti-corruption policy including communicating and announcing such matters to business partners and stakeholders in all sectors, including organizing training for personnel and conducting internal campaigns continuously. In addition, a channel for complaints and suggestions has been opened (Whistleblowing) to receive complaints from stakeholders via post or email: ia.brr@brr.co.th, *there was no any whistleblowing issue or suggestion received from shareholders.*

The Chairman assigned the meeting's secretary to report on the Company's operating results and development of Cyber Security. The details were as follows:

- The Company has set a Cyber Security policy to support the areas of operation for the organization.
- The company established the project of testing a cyber-attacks system by simulating a hacking attack on the system to detect the attack to find vulnerabilities or weaknesses in the protective system.



- The company has created a project to detect system vulnerabilities. It is divided into external and internal vulnerability testing.
- The Company has set up a Security Operations Center (SOC) to monitor and protect important systems or equipment of the organization from intrusion or unauthorized access without permission.
- The company has developed a Phishing emails test project to simulate the email sent to the users within the organization to measure the level of an organization's risk of phishing threats and determine user awareness to distinguish Phishing Emails by keeping a record of test results and analyzed.

Thereafter, the Chairman allowed shareholders to ask questions and express comment on the agenda-related matter and requested shareholders to state their name and surname as well as status of being shareholder or proxy before asking or giving opinion. In this respect, there were 2 shareholder asking question in this agenda or making comments as follows:

<p>Ms. Budsakom Ngampasutadol a shareholder attending the meeting in person</p>	<p>Inquiring about the following 4 issues:</p> <ol style="list-style-type: none"> <li>1. It is a good concept to generate meeting documents as QR codes for shareholders to download instead of printing them. But on the other hand, it inconveniences the shareholders with a small mobile phone. However, the Company should prepare 2-3 sheets of an executive summary to facilitate the shareholders, and the Company should prepare a 56-1 One report in hard copy for convenience in studying the details of the Company for shareholders who wish to receive them.</li> <li>2. From the financial statement, the Company's total revenue has a noticeable growth rate from 3,700 million baht, and in 2022 the Company has a total revenue of 7,300 million baht. According to the abovementioned presentation, the Company sets a target revenue growth of 10,000 million baht within 5 years. so, what is the proportion of revenue growth of each type of business, and as a result of the Company's revenue growth in 2022, whether it results from organic growth or inorganic growth?</li> <li>3. Has the rising global sugar price impacted the Company's revenue? How much of the bottom line, in terms of percentages, is affected if it impacts the Company?  <i>(Remark</i> This question will be answered in agenda 3 to consider and approve the Company's financial statements for the fiscal year ended December 31, 2022)</li> <li>4. How does the business intend to manage droughts brought on by global warming whether or not these circumstances will have an impact on sugar cane production.</li> </ol>
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<p>Mr. Somyot Changyongsuwan Financial and Accounting Director (CFO)</p>	<p>Clarified on issue No.2:</p> <p>With the benefit of carrying out 40,000 tons of sugar for export next year, the world sugar price continues to trend in the right direction. The Company plans to achieve a revenue target of 7,000–8,000 million baht within three years, and the Company has always communicated with investors and shareholders to create diversity in business expansion. Additionally, the Company is attempting to increase the crushing of 2.8 million tons and 3 million tons of sugar cane over the next three and five years, respectively. Currently, the revenue of the sugar production and distribution business group is between 80 and 90% of the total company group revenue. However, the Company has been looking for opportunities to operate related businesses that reduce dependence on agricultural raw materials to hedge the risk from the fluctuation of sugar prices in the world market.</p> <ul style="list-style-type: none"><li>• For the fertilizer business, there is a revenue growth rate resulting from the policy to encourage sugarcane planting, which raises the demand for fertilizer.</li><li>• The biodegradable packaging business, which is operated by Sugarcane Ecoware Company Limited (SEW), to expand the business and increase the number of machines from 14 to 28 machines in the next 3 years, making the packaging and environment business have an estimated revenue of 600 million baht.</li><li>• The Wood Pellet business project in the province of Surin is currently studying the feasibility of a project with an investment budget of 700 million baht, generating an additional 300–400 million baht in revenue for the wood pellet industry. In addition, the Company intends to invest in the Lao People's Democratic Republic for a second phase in the next 5 years.</li></ul> <p>However, if the business operates as planned, the percentage of total revenue from the sugar business will decrease to 60%, while the percentage of total revenue from the aforementioned related businesses will rise if the company can operate as planned. The forecasted three-year revenue for the business group is as follows:</p> <ol style="list-style-type: none"><li>1. The sugar industry generates 6,300 million Thai baht in revenue.</li></ol>
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	<ol style="list-style-type: none"> <li>2. The power plant business group earns 500 million Thai baht.</li> <li>3. The fertilizer business group generates 700 million Thai Baht.</li> <li>4. The biodegradable packaging business generates 600 million Thai Baht</li> </ol>
Mr. Anant Tangtongwechakit Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer and Managing Director	<p>Clarified on issue No.4:</p> <p>The Company is concerned about important drought issues as the weather is a factor that affects the agricultural business, so the Company has prepared a measure by increasing the amount of sugarcane planting by 100,000 rai to replace the sugarcane plantations damaged by the flood in 2022 and by elevating the water and fertilizer management to improve sugarcane varieties of productivity and quality for a higher sugar yield per ton. The sugarcane during the production season of 2022–2023 is a 1.9 million tons decrease from the previous year will be affected the 2023 revenue. Conversely, the cost of raw sugar also increased, reaching a record revenue high of 26–27 cents per pound on the global market. The Company expects sugar prices to achieve the highest price to increase their export revenue and replace the less sugarcane crushed. The Company expects sugarcane yield to be crushed during the production season of 2023–2024, estimated at 2.3–2.4 million per ton, and planting 100,000 rai of sugarcane during drought season, increasing sugarcane productivity relies on the moisture in the soil and reducing dependence.</p> <p>The conflict of the Russia- Ukraine war impacts the global market's biodegradable packaging business and affects global oil prices because the main revenue is exported to the Americas and Europe. Furthermore, the wood pellet project is a low-risk business with high growth potential, including having a business plan with clear guidelines, especially in the area of concession area of 40,000 rai in the Lao People's Democratic Republic, including supported by Kyuden Mirai Energy Company Limited (KME), a developer of biomass power plants in Japan, in addition to being a main buyer under a 15-year contract also support investment loans.</p> <p>Hence the overall sugar industry in the global market has fluctuations in the price of raw sugar, which is an opportunity to generate more revenue from the company's operations and the strength to increase the efficiency of sugarcane plantations.</p> <p>The price of raw sugar fluctuates throughout the entire sugar industry on the global market, which presents a chance for the business to increase its revenue. The ability to improve sugarcane plantation efficiency</p> <p>clarified details of the information as follows:</p>

<p>Mrs. Jirawan Pongpichitkul Director, Executive Committee Member, Risk Management Committee</p>	<p>The Company has changed the way of planting sugarcane in the watershed about 60% and began planting sugarcane after the rainy season by using tools to prepare the soil so that plants can efficiency absorb water in the soil and minerals including when harvested fresh sugar cane the remaining sugarcane leaves will gather in the sugarcane fields to protect crops from sunlight. the organic fertilizers to preserve the moisture level in the soil. The creation of sugarcane varieties suitable for dry climate area. The coordination with the Northeastern Royal Rainmaking Operations Center, Satuk District Buriram Province to support for royal rainmaking in areas where drought situations begin to occur. In the end, sugarcane farmers are the main role in maintaining sugarcane cultivation activities under drought conditions.</p>
<p>Mr. Supot Uachailertkul a shareholder attending the meeting in person</p>	<p>There were suggestions and inquiring about the following 3 issues:</p> <ol style="list-style-type: none"> <li>1. The Company could prepare an abbreviated invitation letter and a summary of the financial statement distributed to the shareholders attending the meeting, including sending the annual report to shareholders who wish to receive the annual report in hard copy.</li> <li>2. What are the profit, break-even points of the wood pellet business in the Lao People's Democratic Republic and business strengths to be trusted by buyers and sponsors?</li> <li>3. Does the Company research and develop a variety of sugar products?</li> </ol>
<p>Mr. Anant Tangtongwechakit Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer and Managing Director</p> <p>Mr. Sarit Tangtrongwechakij Director, Executive Director, and</p>	<p>Clarified on issue No.2 and 3:</p> <p>Issues No. 2</p> <p>Currently, the Company obtained a concession area of 40,000 rai in the Lao People's Democratic Republic for producing wood pellets under factory construction; then, the products will be exported to business partners from Japan under the contract to buy wood pellets of 100,000 tons per year for 15 years, which will be able to recognize revenue in the third quarter of 2023. Acacia auriculiformis will be planted as raw materials for production, and planting trees in the area can also benefit from the extension of carbon credits. There is a plan to expand the investment in the second phase to increase the amount of share, which is many Japanese companies are interested in becoming business partners of the Company.</p> <p>clarified details of the information as follows:</p>

Member of Risk Management Committee	For the Company strength has a land concession in line with the contract of support from the Japanese government to Kyuden Mirai Energy Company Limited (KME), a biomass power plant in Japan, which has been a business partner of the Company for 25 years and this investment is a joint venture with 25% Siphandon Ratch-Lao Company Limited operated by RATCH-Lao Service Company Limited., which has a strong business in each area to jointly develop a successful wood pellets production and distribution project to steady revenue growth.
Miss Patcharee Kosanam Company Secretary and Investor Relations	clarified as follows:  Buriram Green Energy Company Limited (“BGE”), an indirect subsidiary of the Company which holds 45% of shares in Siphandon Rach-Lao Company Limited, RATCH-Lao Service Company Limited, a subsidiary of RATCH Group Public Company Limited, holds 25 % of shares and Siphon Don Boliven Pattana Co., Ltd. holds 10% of the shares in addition, 20% of the shares are owned by Kyuden Mirai Energy Company Limited (KME).
Mr. Anant Tangtongwechakit Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer and Managing Director	Issues No. 3  The sugar industry has research and development on goods that can extend knowledge to produce various products, including yeast, bioplastics, Etc. In other words, sugar is a form of energy derived from carbohydrates that can eventually replace fossil fuels in the future but cannot compete on the price. The Company has operated related businesses arising from the expansion of the Company's products, including fertilizer business, power plant business, and especially the packaging business made from bagasse which can be biodegradable. The Company has submitted a patent for brown bagasse pulp without bleaching, according to the Company's research team have studied which is a challenge amid increasing competition even though there is a loss. However, the Company as an entrepreneur might expand the business with competitive pricing.

**Remark** While the meeting was considering this agenda item, shareholders were present with 16 people at the meeting. The total shareholders present amounted to 114 people.

**Agenda 3 To certify and approve the audited financial statements for the year ended on December 31, 2022.**

The Chairman informed the meeting that according to Section 112 of the Public Limited Company Act B.E. 2535, the Company had made the annual financial report for the year ended on December 31, 2022 that was audited by the certified public

accountant and approved by the Audit Committee and the Board of Directors, as disclosed in the 2022 Annual Report in form of QR Code is shown in the invitation letter as well as uploaded on the Company's website.

Then the Chairman has assigned the meeting's secretary to summarize and report the financial statements and management discussion and analysis or MD&A for the shareholders. The details were as follows:

In 2022, the Company's revenue proportion as follows:

- Sugar business's total revenue increased from 71% to 78%.
- Power plant business's total revenue decreased from 9% to 6%.
- Fertilizer business's total revenue decreased from 9% to 8%.
- Other businesses, the proportion of total revenue decreased from 11% to 8%.

As the proportion of the total revenue of the sugar business has increased significantly, so, the proportion of different businesses has reduced, but when considering the total revenue for each business, it can be seen that there has been an increase in all businesses.

- **Total Revenue** As of 31 December 2022, the Company had total revenue of 7,507 million baht, an increase of 85% from the previous year.
- **EBITDA stands for Earnings Before Interest, Taxes, Depreciation, and Amortization** in 2022, the Company's EBITDA was at 1,449 million baht, an increase of 133% from the previous year.
- **Net Profit** in 2022, the Company's net profit was at 761 million baht, a rise of 499% from the previous year.

An overview of the sugar industry's financial performance in 2022 regarding total revenue and net profit has certainly increased from 2021. The main contributors were an increase in sugar sales volume of 148,950 tons, or equivalent to 86%, and an average increase in selling prices for both domestically and internationally of 18% per ton of sugar, along with efficient budget management policies and expense management practices as a result, the Company group's net profit margin was at 10.13%, including the exchange rate depreciation and the expansion of related businesses such as the production and distribution of electricity business, the distribution of agriculture business, etc.

- **Statement of Financial Position** in 2022, total assets were at 9,459 million baht, an increase of 4%, total liabilities were 6,845 million baht, a decrease of 4%, and owners' equity was 2,614 million baht, an increase of 35% due to an increase in owner's equity from an increase in retained earnings, reflecting the rising wealth of shareholders.

- **Financial Obligations** in 2022, all liabilities, liabilities excluding Buriram Sugar Group Power Plant Infrastructure Fund ("BRRGIF"), and interest-bearing debt to equity or (Interest-Bearing) Debt to Equity Ratio: IBD/E) excluding BRRGIF fund's equity was decreased from 2021.
- **Debt to Equity Ratio (D/E Ratio)** In 2022, the D/E Ratio was 2.62, the D/E Ratio excluding BRRGIF's equity was 1.60, and the IBD/E excluding equity was 1.60. The BRRGIF fund is at 1.12, a lower rate from 2021. In 2022, the company restructured loans and repaid short-term loans from financial institutions this reflects the ability to better manage debt.
- **Current Ratio** In 2022, the Current Ratio was 1.2 times, reflecting the Company's liquidity ability to manage current assets better.
- **Debt Service Coverage Ratio (DSCR)** In 2022, the DSCR ratio was at 1.05 times. This was as a consequence of the better ability to pay off short-term loan from financial institutions due to increase of 13% EBITDA.

Thereafter, the Chairman allowed shareholders to ask, comment on the agenda-related matter and requested shareholders to state their name and surname as well as status before asking or giving opinion. There were 2 shareholders asking questions or making comments as follows:

Ms. Budsakom Ngampasutadol a shareholder ,Shareholder attending in person	Inquiring about the following 2 issues: <ol style="list-style-type: none"> <li>1. What is the main reason of retained earnings (RE) increased and the revenue in the fourth quarter was 675 million baht, so the earnings per share in the first quarter was -0.19? Then the sugar industry's 1st–3rd quarter revenue will be in a good direction. However, will the revenue decrease in the fourth quarter or not?</li> <li>2. What is the Company's policy on retained earnings?</li> <li>3. According to the statement of financial position, the net profit was 767 million baht with all the Company's profits in the form of retained earnings or not?</li> </ol>
Mr. Somyot Changyongsuwan Financial and Accounting Director (CFO)	Explaining the following issues: <ol style="list-style-type: none"> <li>1. The net profit was 760 million baht, and when consistent with the retained earnings, the equity and D/E ratio improved from the previous year. In addition, the sugar industry is a seasonal business. In the 1st and 2nd quarters, cash flow from operating activities (operating cash flow) will be used to purchase sugar cane production in the production season. Then the Company's revenue was recognized from the sale of sugar and the selling price of sugar on the world market at that</li> </ol>

	<p>time. In addition, in the fourth quarter, Biomass power plants will temporarily stop operation for a month to maintain the machines, including the time to prepare for the sugarcane crushing process for the next production season.</p> <p>2. The company considers the appropriateness of the internal situation. In the past, the Company has increased revenue and profit while also raised funds in the form of liabilities in the statement of financial position. Therefore, the cost of finance is higher. If the financial structure is solid, it will help reduce financial expense, and enable the Company to increase dividends payments to shareholders.</p> <p>3. The net profit is typically included with retained earnings. Hence there is a resolution approved the dividend payment to the shareholders of the Company. Therefore, the retained earnings will be allocated for further dividend payments.</p>
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**Resolution** The meeting approved the audited financial statements for the year ended on December 31, 2022 by the majority vote of the shareholders who attended the meeting and voted as follows:

Approved	617,577,731	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	843	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, no additional shareholders was present, at the meeting. Total shareholders present amounted to 114 since the 2 shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 4 To consider and approve the dividend payment from the Company’s operating results for the fiscal year ended December 31, 2022 and the allocation of net profit as a legal reserve fund**

The Chairman has assigned the meeting’s secretary to inform the meeting that according to Public Limited Companies Act, B.E. 2535 Section. 116, Public Listed Companies must appropriate part of its annual net profits to a reserve fund in an amount of not less than five percent of the annual net profits with the deduction therefrom the amount representing the accumulated loss carried forwards (if any) until this reserve fund reaches the amount of not less than ten percent of the registered capital, unless a greater amount of the reserve fund is required by the articles of association of the Company or other laws. In this regard, as the Company does not allocate net profits as a legal reserve fund in accordance with the law and therefore will allocate as a legal reserve fund in the amount of 2,438,701 Baht for the year 2022 from net profits on the separate financial statement for the operating result as of December, 31 2022.



Moreover, The Company places a policy of dividend payment for not less than 50% of net profit in each year after corporate income tax deduction and allocation of profit as a legal reserve fund. However, the Company may pay the dividend in lower proportion than initially stipulated at the rate as mentioned above. The variations would be operation performance, financial status, financial liquidity, and the necessity to operational expansion and working capital in administrative management.

In this year, after due consideration, The Board of Directors has proposed to allocate the dividend payment from net profits on the consolidated financial statement for the operating result of 2022 at the rate of 0.20 Baht per share from the Company's earnings with the corporate income tax exemption (BOI) at the rate of 0.0089 Baht per share, and the dividend payment drawn from the Company's earnings is subject to 20% of the corporate income tax at the rate of 0.1911 Baht per share. Thus, the total dividend payment is 162,419,969 Baht, equivalent to 21.35% of net profits of the consolidated financial statement of the Company.

However, the allocation of dividend payment which does not comply with the Company's dividend payment policy since the Company aimed to use as the working capital in business operations and investment so the Company agreed to reserve the working capital for support this matter. Thus, The Record Date specifies the list of shareholders entitled to receive dividend (Record Date) is on May 15, 2023 and the dividend payment date is set within May 25, 2023. (Within 1 month counted to AGM date) by specifying the list of shareholders and the Company's dividend payment policy is as follows:

**The summarized comparison on the annual dividend payment  
from the operating results for the year 2020– 2022**

Dividend Payment Detail	Financial Results for the year ended 31 December 2020	Financial Results for the year ended 31 December 2021	Financial Results for the year ended 31 December 2022
1. Net profit from the consolidated financial statements (Million Baht)	187.39( net profits on the separate financial statement of BRR)	127.04 (net profits on the consolidate financial statement of BRR)	760.55 (net profits of the consolidated financial statement of BRR)
2. Number of shares (Million Shares)	812.09	812.09	812.09
3. Dividend per Share (Baht per Share)	0.06	0.07	0.20
4. Total dividend payment (Million Baht)	48.72	56.85	162.42
5. Dividend Payout Ratio on Net Profit (%)	26.01%	44.74%	21.35%

6. The dividend payment is whether in compliance with the dividend policy of the Company	Do not comply with the Company dividend payment policy since the Company aimed to extend the business and invest so the Company agreed to reserve for the working capital to support this matter.	Do not comply with the Company dividend payment policy since the Company aimed to extend the business and invest so the Company agreed to reserve for the working capital to support this matter.	Do not comply with the Company dividend payment policy since the Company aimed to extend the business and invest so the Company agreed to reserve for the working capital to support this matter.
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The Chairman allowed shareholders to ask, comment and vote. Since no shareholders would like to ask questions or make comments, the secretary requested to vote on this agenda item.

**Resolution** The meeting approved the dividend payment from the Company’s operating results for the fiscal year ended December 31, 2022 and the allocation of net profit as a legal reserve fund for shareholders of the Company as proposed, by the majority vote of the shareholders who attended the meeting and voted as follows:

Approved	617,578,574	votes	equivalent to	100.0000 %
Disapproved	0	votes	equivalent to	0.0000%
Abstained	0	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, no additional shareholders was present, at the meeting. Total shareholders present amounted to 114 since the 2 shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 5 To consider and approve the reappointment of directors whose term have expired in the year of 2023**

The Chairman has assigned the meeting’s secretary to clarify the detail to consider and approve the reappointment of directors whose term had expired. The voting details and related information are as follows:

According to Public Company Limited Act, B.E. 2535, Section 71 and the Company’s article of association item 15, at every Annual General Meeting, one-third (1/3) of the directors shall retire. If the number cannot be divided into three (3) parts exactly, the number nearest to one-third shall retire. The directors retiring in the first year and second year following the registration of the Company shall be drawn by lots. In every subsequent year, the directors who have been in office longest shall retire. A retiring director maybe re-elected.

This year, there were four directors whose terms had expired as follows.

1. Mr. Sirichai Sombutsiri
2. Mrs. Jirawan Pongpichitkul
3. Ms. Chittima Tangtrongwechakit
4. Mrs. Seenual Tasanapant

In this regard, the nomination of persons to be appointed as directors of the Company at this time is considered in accordance with the nomination process as determined by the Nomination and Remuneration Committee including considering the qualifications for being a director of Buriram Sugar Public Company Limited and its subsidiaries. Moreover, the qualification must be in accordance with the regulation of the Public Company Limited Act, and no characteristics prohibited by the Securities and Exchange Commission. Such 4 person does not hold office as a director or an executive in other business that may cause a conflict of interest or is deemed as a competitive business against the Company. However, The Board of Directors, excluding those who may have conflict of interest in this agenda item, has resolved to approve the appointment of the 3 directors who have retired by rotation, namely Mr. Sirichai Sombutsiri, Mrs. Jirawan Pongpichitkul and Ms. Chittima Tangtrongwechakit, to continue their terms as a directors of the Company and member of sub-committees and proposed the appointment of Mr. Surachai Kositsareewong as an independent director to replace Mrs. Seenual Tasanapant, an independent director who retired by rotation to comply with good corporate governance principles that independent directors should hold office for nine-year tenure limit.

In order to vote transparently and comply with the good corporate governance, the directors who had conflict of interest would not participate in voting and the shares of aforementioned directors were removed from the vote counting calculation base. All three directors are requested to leave the meeting until the meeting on this agenda item is completed.

**Agenda 5.1** To consider and approve the reappointment of Mr. Sirichai Sombutsiri to serve as a director for another term.

Mr. Sirichai Sombutsiri possesses knowledge and expertise in Business Administration, Financial management and investment. In this regard, the Board of Directors proposed to appoint Mr. Sirichai Sombutsiri as a Chairman of the Board of Directors (Independent Director) for another term.

The Chairman allowed shareholders to ask, comment and vote. Since no shareholders would like to ask questions or make comments, the secretary requested to consider and approve the appointment of Mr. Sirichai Sombutsiri to be a director of the Company for another term.

**Resolution** The meeting approved the reappointment of Mr. Sirichai Sombutsiri to continue their terms as a Chairman of the Board of Directors of the company by the majority vote of the shareholders who attended the meeting and voted. The voting results are as follows:

Approved	616,541,994	votes	equivalent to	99.89767 %
Disapproved	631,580	votes	equivalent to	0.10233 %
Abstained	0	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, no additional shareholders was present, at the meeting. Total shareholders present amounted to 114 since the 2 shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 5.2** To consider and approve the reappointment of Mrs. Jirawan Pongpichitkul to serve as a director for another term.

Mrs. Jirawan Pongpichitkul possesses knowledge and expertise in Agricultural business management, Fertilizer and Sugar industry management. In this regard, the Board of Directors proposed to appoint Mrs. Jirawan Pongpichitkul as a director (Authorized Director) and member of sub-committees of the Company, namely Risk Management Committee and executive director of the company and subsidiaries for another term.

The Chairman allowed shareholders to ask, comment and vote. Since no shareholders would like to ask questions or make comments, the secretary requested to consider and approve the appointment of Mrs. Jirawan Pongpichitkul to be a director of the Company for another term.

**Resolution** The meeting approved the reappointment of Mrs. Jirawan Pongpichitkul to continue their terms as director of the Company by the majority vote of the shareholders who attended the meeting and voted. The voting results are as follows:

Approved	587,983,434	votes	equivalent to	99.89272 %
Disapproved	631,460	votes	equivalent to	0.10728 %
Abstained	0	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, additional shareholders were present, with two people at the meeting. Total shareholders present amounted to 116 since the two shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 5.3** To consider and approve the reappointment of Ms. Chittima Tangtrongwechakit to serve as a director for another term.

Ms. Chittima Tangtrongwechakit possesses knowledge and expertise in Agricultural business management, Fertilizer and Sugar industry management. In this regard, the Board of Directors proposed to appoint Ms. Chittima Tangtrongwechakit as a director (Authorized Director) and member of sub-committees of the Company, namely Risk Management Committee and executive director of the company and subsidiaries for another term.

The Chairman allowed shareholders to ask, comment and vote. Since no shareholders would like to ask questions or make comments, the secretary requested to consider and approve the appointment of Ms. Chittima Tangtrongwechakit to be a director of the Company for another term.

**Resolution** The meeting approved the reappointment of Ms. Chittima Tangtrongwechakit to continue their terms as director of the Company by the majority vote of the shareholders who attended the meeting and voted. The voting results are as follows:

Approved	587,983,535	votes	equivalent to	99.89272 %
Disapproved	631,460	votes	equivalent to	0.10728 %
Abstained	0	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, additional shareholders were present, with one person at the meeting. Total shareholders present amounted to 117 since the two shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 5.4** To consider and approve the appointment of Mr. Surachai Kositsareewong to serve as a new director of the Company to replace Mrs. Seenual Tasanapant directors, who retired by rotation in the year 2023.

Mr. Surachai Kositsareewong possesses knowledge and expertise in Strategic Planning, Business Administration, Financial Management, Investment and Energy business as well as the experiences that shall generate benefits for the Company's business operation. He has experience as a former senior executive of Bangchak Corporation Public Company Limited, and completed the directors training course from Thai Institute of Directors (IOD). Moreover, the qualified by the regulation of the Public Company Limited Act, and no characteristics prohibited to be appointed as a director of the Company by the Securities and Exchange Commission. Such a person does not hold office as a director or an executive in other business that may cause a conflict of interest or is deemed as a competitive business against the Company. The Board of Directors

therefore proposed to appoint Mr. Surachai Kositsareewong as a director of the Company (Independent Director) to replace Mrs. Seenual Tasanapant directors, who retired by rotation in the year 2023.

The Chairman allowed shareholders to ask, comment and vote. Since no shareholders would like to ask questions or make comments, the secretary requested to consider and approve the appointment of Mr. Surachai Kositsareewong to serve as a new director of the Company to replace Mrs. Seenual Tasanapant directors, who retired by rotation in the year 2023.

**Resolution** The meeting approved the re-appointment of Mr. Surachai Kositsareewong to serve as a new director of the Company to replace Mrs. Seenual Tasanapant directors, who retired by rotation in the year 2023 by the majority vote of the shareholders who attended the meeting and voted. The voting results are as follows:

Approved	616,947,535	votes	equivalent to	99.89775 %
Disapproved	631,460	votes	equivalent to	0.10225 %
Abstained	0	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, no additional shareholders was present, at the meeting. Total shareholders present amounted to 117 since the 2 shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 6** To consider and approve the increase of the number of directors from 10 to 11 persons and the appointment of new director, namely Mr. Kitipat Chollavuth

The Chairman has assigned the meeting's secretary to clarify the detail of the change in the number of the Board of Directors as follows:

The Company had provided the opportunity to shareholders. (Which is a person or shareholders holding the Company's shares with at least 10,000 shares until the record date of the share register book for the right to attend the AGM) to nominate qualified persons to be elected as a director in accordance with terms and conditions to nominate persons to be elected as director which has been disclosed on the Company's website and the Stock Exchange of Thailand ("SET") portal system since October 28, 2022 - January 31, 2023 for a period of 3 months prior to the Board of Directors meeting date to consider such matters according to the principles of good corporate governance.

A Company shareholder from Jay Mart Group Holdings Public Company Limited has proposed to indicate the person who was proposed to be appointed as the director, namely Mr. Kitipat Chollavuth, to be elected as a director for the year 2023.

According to Consistent with the Company's expansion and increased financial investment in business efficiency related to Financial, lending, retail, technology, and insurance business. The Company has considered and found it appropriate

for the meeting to consider and approve the increase of the number of directors from 10 to 11 persons and the appointment of a new director, namely Mr. Kitipat Chollavuth, who is an Executive of Jay Mart Group Holdings Public Company Limited which is the second major shareholder holding 9.19% of the Company shares, in this regard, the Board of Directors proposed to appoint Mr. Kitipat Chollavuth as a Non-Executive Director.

The Chairman allowed shareholders to ask, comment and vote. Since no shareholders would like to ask questions or make comments, the secretary requested to consider and approve the increase of the number of directors from 10 to 11 persons and the appointment of new director, namely Mr. Kitipat Chollavuth.

**Resolution** The meeting approved the increase of the number of directors from 10 to 11 persons and the appointment of a new director, namely Mr. Kitipat Chollavuth, as a Non-Executive Director due to his appropriately qualified for the company's business operations and no characteristics prohibited according to the facts and reasons proposed with the specified law by the majority vote of the shareholders who attended the meeting and voted with details as follows:

Approved	616,947,535	votes	equivalent to	99.89775 %
Disapproved	631,460	votes	equivalent to	0.10225 %
Abstained	0	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, no additional shareholders was present, at the meeting. Total shareholders present amounted to 117 since the 2 shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 7 To consider and approve the remuneration of directors and sub-committees for the year 2023**

The Chairman assigned the secretary of the meeting, to clarify the remuneration of directors and directors of sub-committees for the year 2023 as follows:

The Nomination and Compensation Committee had defined the remuneration for directors and sub-committees appropriately in accordance with the duties and responsibilities as assigned which shall comply with the overview performance and operating results of the Company and compare to the similar business types of other companies and propose to the Board of Directors to consider and approve. The 2023 annual remuneration for directors and 3 sub-committees namely Audit Committee, Risk Management Committee and Executive Committee shall be paid with the same criteria in term of monthly compensation and annual bonus, and the amount of compensation for the year 2023 (as proposed) is the same rate as 2022. Regarding the Corporate Governance and sustainability Committee, and Nomination and Remuneration Committee, the Board of Directors has considered the sub-committees' performance on the previous year, and found it appropriate to propose at the meeting for the remuneration in type of a meeting allowance. Besides such cash remuneration, there is no other type of compensation proposed, as well as welfares or other benefits.

Thus, the remuneration of the directors and three sub-committees; Audit Committee, Executive Committee and Risk Management Committee for the year 2023 (as proposed) as follows:

Board/Committee	2022		2023 (as proposed)	
	Remuneration (Baht/Month)	Annual Bonus (Baht)	Remuneration (Baht/Month)	Annual Bonus (Baht)
Chairman of Board of Directors	15,000	400,000	15,000	400,000
Directors	10,000	150,000	10,000	150,000
Chairman of Audit Committee	15,000	150,000	15,000	150,000
Member of Audit Committee	10,000	100,000	10,000	100,000
Chairman of Risk Management Committee	15,000	150,000	15,000	150,000
Member of Risk Management Committee	10,000	100,000	10,000	100,000
Chairman of Executive Committee	15,000	150,000	15,000	150,000
Member of Executive Committee	10,000	100,000	10,000	100,000

*Remark: - Besides the remuneration in type of the meeting allowance, there is no other type of compensation proposed, as well as welfares or other benefits.*

The 2023 meeting allowance rate is proposed for the sub-committees; Corporate Governance and sustainability Committee and Nomination and Compensation Committee as follows:

Committee	2022	2023 (as proposed)
	Meeting Allowance (Baht/Time)	Meeting Allowance (Baht/Time)
Chairman of Corporate Governance and sustainability Committee	15,000	15,000
Member of Corporate Governance and sustainability Committee	10,000	10,000
Chairman of Nomination and Remuneration Committee	15,000	15,000
Member of Nomination and Remuneration Committee	10,000	10,000

*Remark: - Besides the remuneration in type of the meeting allowance, there is no other type of compensation proposed, as well as welfares or other benefits.*



**The Director remuneration to each director for the last 2 years.**

Name of Directors	Position	Remuneration (Baht)	
		2021	2022
1. Mr. Sirichai Sombutsiri <sup>1</sup>	Chairman of the Board of Directors (Independent Director)/	653,333	580,000
2.Mr. Anant Tangtongwechakit	Director/ Chairman of Executive Committee/ Chairman of Risk Management Committee	930,000	930,000
3.Mrs. Wanphen Punyaniran	Director	270,000	270,000
4.Mrs. Jirawan Pongpichitkul	Director/ Executive Committee Member/ Risk Management Committee Member	710,000	710,000
5.Miss Chittima Tangtrongwechakit	Director/ Executive Committee Member/ Risk Management Committee Member/	710,000	710,000
6.Mr. Sarit Tangtrongwechakij	Director/ Executive Committee Member/ Risk Management Committee Member	710,000	710,000
7.Mr. Adisak Tangtrongweachakit	Director/ Executive Committee Member/ Risk Management Committee Member/ Corporate Governance and Sustainability Committee Member/ Nomination and Remuneration Committee Member	750,000	760,000
8.Mrs. Seenual Tasanapant	Independent Director/ Audit Committee Member/ Chairman of Corporate Governance and Sustainability Committee/ Chairman of Nomination and Remuneration Committee	550,000	550,000
9.Assoc. Prof. Dr. Djitt Laowattana <sup>1</sup>	Independent Director, Audit Committee Member, Corporate Governance and Sustainability Committee Member/ Nomination and Remuneration Committee Member	621,667	650,000
10. Mrs. Weechadchada Yongsuwankul	Independent Director and Audit Committee Member (Resigned on February 24, 2022)	490,000	81,667
11. Mrs. Porntip Sookatup	Independent Director and Audit Committee Member	490,000	490,000
<b>Total</b>		<b>6,885,000</b>	<b>6,641,667</b>

*Remark:* <sup>1</sup> - Mr. Sirichai Sombutsiri retired from the Chairman of the Audit Committee in February 2021 and retired from the Audit Committee in March 2021, the Board of Directors has appointed Assoc. Prof. Dr. Djitt Laowattana to replace.

In this regard, The Board of Directors has found it appropriate for the meeting to consider and approve the remuneration of the Board of Directors and sub-committees for the year 2023 excluded the remuneration of directors in subsidiaries in the amount not exceeding 8,000,000 Baht per year. The remuneration shall be effective in the year of 2023 onwards, or until the resolution to change approved by the shareholders.

The Chairman has assigned the meeting's secretary to allow shareholders to ask and comment on the agenda-related matter and requested that shareholders state their name, surname, and status before asking or giving an opinion. There was one shareholder asking questions or making comments as follows:

Mrs. Kanueng Makkatiranuwat a shareholder attending in person	Inquiring as follows:  Has the Company set the remuneration for the directors in the amount not exceeding 8,000,000 Baht per year, whether or not they are in an executive position?
Miss Patcharee Kosanam Company Secretary and Investor Relations	Clarified as follows:  The proposed compensation for the directors and subcommittees has been set by the Company in the amount not exceeding 8,000,000 Baht per year, excluding executives' compensation for being employees.

**Resolution** The meeting has passed the resolution for the remuneration of directors and sub-committees for the year 2023 as proposed by not less than two-thirds (2/3) of the total votes of the shareholders who attended the meeting as follows:

Approved	617,578,995	votes	equivalent to 100.0000
Disapproved	0	votes	equivalent to 0.0000
Abstained	0	votes	equivalent to 0.0000
Voided Ballot	0	votes	equivalent to -

**Remark** While the meeting was considering this agenda item, no additional shareholders was present, at the meeting. Total shareholders present amounted to 117 since the two shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 8 To consider and approve the appointment of auditors, and determination of auditors' remuneration for the year 2023**

The Chairman assigned Assoc. Prof. Dr. Djitt Laowattana, Independent Director, as the Chairman of Audit Committee, to clarify the detail and related information are as follows: According to the Company's Articles of Association No. 32 (5) and Section 120 of Public Limited Company Act, B.E. 2535, the appointment of auditors and their annual remuneration shall generally be defined in Annual General Meeting of Shareholders.

Thus, the Company shall propose to the shareholders meeting to consider for the appointment of the certified public accountants from EY Office Limited as the Company and its subsidiaries's auditors for the year 2023 the auditors' names are as follows:

Name	Certified Public Accountant No.	Performance Period
1. Mr. Supachai Phanyawattano (Primary auditor) and/or	3930	1 year
2. Ms. Krongkaew Limkittikul and/or	5874	-
3. Mr. Natthawut Santipet and/or	5730	-
4. Ms. Sutthirak Fakon	7712	-

The Audit Committee has already considered the auditor's qualifications, independence, appropriateness, duty and responsibility. The nominated auditors have no relationship or interest with the Company, subsidiaries, executives, major shareholders or related to such person in any way.

Mr. Supachai Phanyawattano, the primary auditor, has audited the Company for one year. his profile and performance can be found in the meeting invitation letter. In the event that the above-mentioned auditors are not able to perform the duty, EY Office Limited shall appoint other auditors from EY Office Limited to perform as the company's auditors instead.

However, the Audit Committee has already considered the three leading accounting firms in the world, the Audit Committee has selected EY Office Company Limited. to be the Company's and its subsidiaries external auditor prior to proposing to the Board of Directors and shareholders for further approval because of the company has experiences and expertise in sugar industry auditing together with the appropriate audit fee.

The proposed audit fee of the Company group in 2023 at a price not exceeding 1,350,000 million Thai Baht per year, at the same rate as in 2022, which excluded out-of-pocket expenses, taxes and other service fees. The out-of-pocket expenses shall be included the travelling fee, accommodation fee, telecommunication fee, postage fee, copy fee which are calculated as the actual expenses.

The Company has set the auditing remuneration of the Company and subsidiaries for the year 2023 as follows:

Unit: Baht/Year

List	2023 (as proposed)	2022
1.Audit fee		
- The Company	1,350,000	1,350,000
- Subsidiaries	4,300,000	4,050,000
2.Non-Audit Fee/ Out-of-pocket		
- The Company	N/A	57,482
- Subsidiaries		371,944
3.Non-audit service		
- The Company	N/A	-
- Subsidiaries		200,000
<b>Total</b>	<b>5,650,000</b>	<b>6,029,426</b>

Thereafter, the Chairman allowed shareholders to ask, comment and vote. Since no shareholders would like to ask questions or make comments, the secretary requested to vote on this agenda item.

**Resolution** The meeting has passed the resolution for the appointment of auditors, and determination of auditors' remuneration for the year 2023 as proposed above with the majority of votes of shareholders who attended the meeting and voted as follows:

Approved	617,578,995	votes	equivalent to	100.0000
Disapproved	0	votes	equivalent to	0.0000
Abstained	0	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, no additional shareholders was present, at the meeting. Total shareholders present amounted to 117 since the two shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 9 To consider and approve the amendment to Articles 22, 23, 24, 27, 28, 30, 38 and 42 of the Company's Articles of Association to be in line with the Public Company Limited Act (No. 4) B.E. 2565 (2022)**

The Chairman assigned the secretary of the meeting, to clarify the amendment of the Company's Articles of Association as follows:

In accordance with the Public Limited Companies Act B.E. 2535 (1992), as amended in 2022 to Accommodate the development and transformation of technology by obligating the use of electronic methods In the Board of Directors and shareholder meetings for public limited companies to propose dismissing the original message and using a new one instead, including distributing meeting invitations or meeting documents and granting proxies in shareholders' meetings. the details are disclosed in the meeting invitation letter according to attachment No. 7.

The Company has proposed to granting the Board of Directors, who have the authority to sign on behalf of the Company according to the Company's affidavit or any person designated by the Board of Directors, to has the authority to take any actions related to complete the registration of amendments to the Articles of Association of the Company. as approved, including having the authority to amend and add words in the Articles of Association of the Company revised version in case the registrar has an order and/or suggestions to amend some wording in this matter to comply with the order of the registrar of public limited company without affecting the significance of the amendment to the Articles of Association of the Company as approved with details stated in the Attachment No.7.

Thereafter, the Chairman allowed shareholders to ask and comment on the agenda-related matter and requested that shareholders state their name, surname, and status before asking or giving an opinion. There was one shareholder asking questions or making comments as follows:

Mrs. Kanueng Makkatiranuwat a shareholder attending in person	Inquiring about the following 2 issues: <ol style="list-style-type: none"><li>1. Will the 2024 AGM be held in the form of hybrid meeting if a resolution to amend the company's articles of association is approved?</li><li>2. For determining the venue for the upcoming shareholders' meeting because there won't many people attend the meeting, I wish to advise that the meeting should be arranged at the company's meeting room to save the company's expenses.</li></ol>
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<p>Miss Patcharee Kosanam Company Secretary and Investor Relations</p>	<p>Clarified as follows:</p> <ol style="list-style-type: none"> <li>1. The amendment of such Articles of Association of the Company is the channels to facilitate the shareholders by arranging a variety of meeting methods, such as holding a meeting in a meeting room, conducting the online meeting via electronic media, and organizing the meeting in the form of hybrid meeting. The Board of Directors resolved to hold the Extraordinary General Meeting of Shareholders No. 1/2023 and this Annual General Meeting of Shareholders in a hybrid meeting to allow shareholders who cannot travel to attend the meeting. In this regard, the Company would like to accept the opinions of all shareholders to consider and decide at the next meeting.</li> <li>2. For organizing meetings at the meeting room of the Company, currently the Bangkok branch office could be more uncondusive to supporting the shareholders' meeting. We want to apologize to everyone unable to organize the meeting as proposed.</li> </ol>
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**Resolution** The meeting approved the amendment to Articles 22, 23, 24, 27, 28, 30, 38 and 42 of the Company's Articles of Association to be in line with the Public Company Limited Act (No. 4) B.E. 2565 (2022) and to support the development and transformation of technology and the delegation of power to authorize directors or any person assigned by the Board of Directors, to have authority to perform any acts related to the amendment of the Articles of Association in case the registrar of public limited company and/or any relevant state agencies have the orders to amend some wording in this matter including perform any acts related to amend the Company's Articles of Association and other business for the purpose of completing the amendment as mentioned including but not limited to the document preparation, the authorized signing, the submission and/or requisition, and other relevant document preparation, and coordinating with Department of Business Development, Ministry of Commerce, governmental agencies and other governmental or private sections or any person for the mentioned matter, and so on Not less than three-fourths (3/4) of the votes of the shareholders who attend the meeting and have the right to vote would be deemed as a resolution as follows:

Approved	617,578,995	votes	equivalent to	100.0000
Disapproved	0	votes	equivalent to	0.0000
Abstained	0	votes	equivalent to	0.0000
Voided Ballot	0	votes	equivalent to	-

**Remark** While the meeting was considering this agenda item, no additional shareholders was present, at the meeting.

Total shareholders present amounted to 117 since the two shareholders with 110,700 shares attending the meeting via Blockchain AGM voting system did not cast a vote, which is not used as a basis for calculating the vote.

**Agenda 10 To consider any other matter**

The Chairman allowed shareholders to ask questions and express comment on the agenda-related matter and requested shareholders to state their name and surname as well as status of being shareholder or proxy before asking or giving opinion. In this respect, there were 2 shareholders asking question in this agenda or making comments as follows:

<p>Mr. Suwit Pochanasopanakul a shareholder ,Shareholder attending in person</p>	<p>Inquired as follows:</p> <p>As the Company Group has diversified its business into a variety of businesses will have an impact on the allocation of raw materials for the power plant business and packaging business from bagasse, which may result in the purchase of raw materials from outside and could affect the Gross Profit Margin of the mentioned business?</p>
<p>Mr. Anant Tangtongwechakit Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer and Managing Director</p>	<p>clarified as follows:</p> <p>The company assured that the 3,000,000 tons of sugarcane from the promotion of sugarcane cultivating would be sufficient to be allocated to the power plants business to produce electricity and utilized as raw materials in the production of packaging from bagasse including the minor quantity of raw materials needed to produce packaging from bagasse within one year is equivalent to the amount of bagasse utilized in one month of biomass power plant production compared to the amount to produce packaging.</p>
<p>Mr.Kitisak siripolwat a shareholder ,Shareholder attending in person</p>	<p>Inquired about the following 3 issues:</p> <ol style="list-style-type: none"> <li>1. How does the Company establish the international sugar selling prices based on the forward contracts? What terms and conditions are applicable, how long will the Company enter into the contract, and which month will the contract be implemented in 2024?</li> <li>2. How much sugar cane will be crushed during the 2022–2023 production season, and how will the drought affect sugarcane yields in 2023–2024?</li> <li>3. How much sugar remains to determine the selling price base on forward contracts?</li> </ol>

<p>Ms. Paveen Sukhakit Assistant Managing Director in Foreign Affairs and Industry Policy of Buriram Factory Co., Ltd. (the Subsidiary)</p>	<p>Clarification of issues No.1 and 2</p> <p>issues No.1</p> <p>Government agencies have set the selling price of sugar in the country. And for the sale of sugar abroad, Thai Cane and Sugar Co., Ltd. (TCSC) is the agency that conducts the auction to obtain the sugar premium price and set sales proportion for export sugar prices and the exchange rate. The Company uses the policy to determine the proportion of sales, selling price, and the Company's exchange rate by using the price and exchange rate criteria of TCSC as a benchmark of the Company exceeding or equivalent to TCSC.</p> <p>Hence the Company setting the selling sugar export price depends on the situation's direction in the world market, including the price and volume of sugar sold to foreign countries at NTC. In this regard, the Company has set the price according to sugar futures contracts for more than 90%, and the remaining sugar will be delivered in the second half of 2023.</p> <p>In 2024, the Company has not entered into forward contracts, so the selling price of sugar has yet to be determined. The contracts are still being determined, mainly completed in 6 months - 1 year. In addition, the Company uses other financial instruments, such as futures contracts through the futures market to mitigate the risk of fluctuations in sugar prices and exchange rates for the rest of the sugar.</p> <p>issues No.2</p> <p>Currently, the Company's remaining amount of sugar the selling price base on forward contracts of 10%. However, the operations of the sugar industry will not deliver sugar during the fourth quarter due to concerns about the quality and distribution of goods to support the acceptance of cane crushing in the next production season.</p>
<p>Mr. Anant Tangtongwechakit Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer and Managing Director</p>	<p>Provide additional detail:</p> <p>The sugar market has set sugar prices in advance for 1-2 years. Because the selling price of sugar will be one of the factors used to determine the cost of selling sugarcane for farmers, the selling price and exchange rate are nearly equivalent to the proportion of sales, selling price, and exchange rate in exports.</p>



Mr. Somyot Changyongsuwan  Financial and Accounting Director (CFO)	Clarification of issues No.3  The amount of sugar cane to be crushed in the 2022/23 production season was 1.96 million tons, and the amount of sugar cane to be crushed in the 2021/22 production season was 2.37 million tons, a decrease of 400,000 tons or 17% from the previous year and equivalent to the amount of sugar is 47,000 tons. However, the selling price of sugar abroad in 2023 is 10 % higher than the last year, which has a better price direction than in 2022.
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As of this Meeting, the company may reduce its carbon footprint by 5,022.80 kilograms of carbon dioxide or the equivalent of planting 304 trees due to the abovementioned activities and operations.

Thereafter, the Chairman expressed his gratitude to all shareholders who present at the meeting and confirmed that the Company's Board of Directors, the executives and all employees operate with knowledge and experience which is in the best interest of the Company and shareholders. Then, the Chairman declared the 2023 Annual General Meeting of Shareholders was officially completed.

Closing of the Meeting 13.10 p.m.

Signed \_\_\_\_\_ Chairman of the Meeting

(Mr. Anant Tangtongwechakit)

Signed \_\_\_\_\_ Secretary of the Meeting

(Ms. Patcharee Kosanam)

Annual Report 2023, including Financial Statement for the fiscal year ended on December 31, 2023

Annual Report 2023, including Financial Statement for the fiscal year ended on December 31, 2023 in the form of QR code is shown in the Notification of Meeting (Subject: Company/ Securities Information) or this QR code

**Annual Report 2023**



**Financial Statement for the fiscal year ended on December 31, 2023**



**QR Code Downloading Procedures for the document**

**For iOS System**

1. Turn on the mobile camera.
2. Focus the mobile camera to QR Code to scan it.
3. The notification will appear on top of the screen. Click on the notification to access documents regarding the meeting.

Remark: In case the notification does not appear on the screen of mobile phone, the QR Code can also be scanned with other applications such as QR CODE READER, Facebook or Line.

**For Android System**

1. Open applications such as QR CODE READER, Facebook or Line.

How to scan the QR Code with Line application

- Open Line application and click on “Add friend”
- Choose “QR Code”
- Scan the QR Code

2. Focus on the mobile camera to scan the QR Code to display the document.

**Profiles of the directors proposed for re-election in replacement of the directors retired by rotation**



**Name:** Assoc. Prof. Dr. Djitt Laowattana

**Nationality:** Thai **Age:** 62 years old

**Address:** 128/77-78, 7th FL., Phayathai Plaza, Phayathai Road, Ratchathewi, Bangkok, 10400

**Position:** Independent Director, Audit Committee Member, Corporate Governance and Sustainability Committee Member, and Nomination and Remuneration Committee Member

**Appointment Date:** 25 April 2018

**Proposed Position:** Independent Director

**Tenure:** 5 years, 11 months and 29 days (counted to 2024 AGM date)

**Criteria, and guidelines for appropriate nomination of directors:** Nominate candidates for election as independent directors by the management, which has been considered and reviewed in accordance with the principles of good corporate governance established by the Nomination and Remuneration Committee and the Board of Directors, respectively. In a result, such person has qualified and consistent with the law, the definition of an independent director and related regulations, and possess the knowledge and experience that are beneficial for the business operation of the Company and subsidiaries.

**Number of BRR Shares Held:** No shares (No shares held by spouse or de facto partner and underage child) as of December 28, 2023

**Family Relationships with Directors/ Executives/ Major Shareholders:** -None-

**Prohibited Qualifications:** Never dishonestly committed an offence against property and never entered into any transaction which may cause conflict of interest against the company during the previous year.

**Special Interest:** No any special interests or any other benefits except for the remuneration paid to all directors in compliance with the regulation of the company, there is a conflict of interest in agenda item 5 in 2024 AGM regarding the reappointment of directors.

**Education & Training Background:**

- Bachelor of Engineering (Honor), King Mongkut's University of Technology Thonburi
- Precision Mechanics and Robotics, Kyoto University, Japan
- Ph.D. in Mechanics Engineering, Carnegie Mellon University, USA
- Certificate in Management of Technology and Innovation Massachusetts Institute of Technology (MIT), USA
- "Regulatory Skills for Directors and Senior Management of Enterprises and Public Organizations", 3/2010, Public Director Institute
- Leader Program 15/2013, Capital Market Academy
- Courses organized by Thai Institute of Directors (IOD)
  - Finance for Non-Finance Director (FN), 2008
  - Understanding the Fundamental of Finance Statement (UFS), 2008
  - Director Certification Program (DCP), 93/2007
  - Roles of Chairman Program, 19/2008
  - Audit Committee Program, 29/2009
  - Monitoring the System of Internal and Risk Management, MIR 7/2009

- Monitoring Fraud Risk Management, MFM 1/2009
- Monitoring Internal Audit Function, MIA 7/2009
- AC Hot Update for Audit Committee
- Monitoring Financial Reporting, MFR 9/2009
- Financial Institutions Governance Program, FGP 3/2011

**Meeting attendance in 2023:**

Annual General Meeting of Shareholder: 1/1      Extraordinary General Meeting of Shareholder: 1/1      Board of Directors' Meeting: 10/10  
 Audit Committee: 4/4      Corporate Governance and Sustainability Committee's Meeting: 3/3  
 Nomination and Remuneration Committee's Meeting: 2/2

**Work Experience: Past 5 Years - Present**

**Position in the Company & Subsidiaries: 1 Company**

2018 – Present	Independent Director/ Audit Committee Member	Buriram Sugar Public Company Limited
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**Position in Listed Companies: 2 Companies**

2014 – Present	Director (Independent Director)	TOT Public Company Limited
2015 – 2020	Director (Independent Director) Chairman of Audit Committee	Gunkul Engineering Public Company Limited

**Position in Other Limited Companies/ Organizations: 2 Companies and 2 Organizations**

2010 – Present	Director	Thai Engineering Co., Ltd.
2005 – Present	Confucius scholars the “Brainchild”	Channel 3Thailand
2004 – Present	Consultant	Thai Robotics Society
2002 – Present	Chairman of the Technical Committee	ABU RoboCon (Thailand)

**Position in Competition/ Related to Businesses of the Company: - None -**

**Qualifications for Business Operation/ Proficiency in Business:** Possesses knowledge and experiences of engineering and technology for development of the agricultural business and other businesses of the Company with up-to-date innovations as well as enhancement of the good corporate governance and experiences as Audit Director.



**Name:** Mr. Anant Tangtongwechakit

**Nationality:** Thai

**Age:** 59 years old

**Address:** 128/77-78, 7th FL., Phayathai Plaza, Phayathai Road, Ratchathewi, Bangkok, 10400

**Position:** Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer and Managing Director (Authorized Director and Executive of the Company and subsidiaries)

**Appointment Date:** 13 September, 1988

**Proposed Position:** Executive Director and member of sub-committees of the Company, and subsidiaries as used to take the position

**Tenure:** 35 years, 7 months and 9 days (counted to 2024 AGM date)

**Criteria, and guidelines for appropriate nomination of directors:** Nominate candidates for election as directors, executive, risk management committee which has been considered and reviewed in accordance with the principles of good corporate governance established by the Nomination and Remuneration Committee and the Board of Directors, respectively. In a result, such person has qualified and consistent with the law and related regulations, and possess the knowledge and experience that are beneficial for the business operation of the Company and subsidiaries.

**Number of BRR Shares Held:** 29,399,320 shares (equivalent to 3.62%) (Owned by 29,374,000 shares and Mrs. Sureewan Tangtongwechakit, spouse by 25,320 shares) as of December 28, 2023

**Family Relationships with Directors/ Executives/ Major Shareholders:** Elder brother of Mrs. Wanphen Punyaniran, Mrs. Jirawan Pongpichitkul, Miss Chittima Tangtrongwechakit, Mr. Sarit Tangtrongwechakit and Mr. Adisak Tangtrongwechakit

**Prohibited Qualifications:** Never dishonestly committed an offence against property and never entered into any transaction which may cause conflict of interest against the company during the previous year

**Special Interest:** No any special interests or any other benefits except for the remuneration paid to all directors in compliance with the regulation of the company, there is a conflict of interest in agenda item 5 in 2024 AGM regarding the reappointment of directors.

**Education & Training Background:**

- Bachelor of Business Administration (Marketing), Assumption University
- Master of Art (Political Science, Politics and Government), Ramkhamhaeng University
- Certificate of Sugar Technology class 1, Faculty of Agro-Industry, Kasetsart University
- Director Accreditation Program (DAP) Class 99/2012, Thai Institute of Directors (IOD)
- Capital Market Academy Leadership Program Class 15, Capital Market Academy
- Diploma, The National Defense Course of the National Defense College Class 56
- Director Certification Program (DCP) Class 239/2017, Thai Institute of Directors (IOD)
- Professional Strategic Management and Professional business management for executive by Dr. Tanai Charinsarn

**Meeting attendance in 2023:**

Annual General Meeting of Shareholder	1/1	Extraordinary General Meeting of Shareholder	1/1	Board of Directors' Meetings	10/10
Executive Committee	15/17	Risk Management Committee	4/4		

**Work Experience: Past 5 Years - Present**

**Position in the Company & Subsidiaries: 12 Companies**

2012 – Present	Chairman of Executive Committee/ Director/ Chairman of Risk Management Committee/ Chief Executive Officer and Managing Director	Buriram Sugar Public Company Limited
2011 – Present	Chairman of Board of Directors	Buriram Sugar Factory Co., Ltd.
2005 – Present	Chairman of Board of Directors	Buriram Energy Co., Ltd.
2011- Present	Chairman of Board of Directors	Key Brand Fertilizer Co., Ltd.
2011- Present	Chairman of Board of Directors	Buriram Power Co., Ltd.
2015 – Present	Chairman of Board of Directors	Buriram Power Plus Co., Ltd.
2015 – Present	Chairman of Board of Directors	Chamni Sugar Factory Co., Ltd.
2015 – Present	Chairman of Board of Directors	Buriram Sugar Capital Co., Ltd.
2018 – Present	Chairman of Board of Directors	Sugarcane Ecoware Co., Ltd
2019 – Present	Chairman of Board of Directors	BRR Logistics Management Co., Ltd.
2020 – Present	Chairman of Board of Directors	Buriram Green Energy Co., Ltd.
2022 – Present	Chairman of Board of Directors /Managing Director	BRR Green Holding Co., Ltd

**Position in Listed Companies: -None-**

**Position in Other Limited Companies/ Organizations: 7 Companies and 1 organization**

1975 – Present	Director	Thai Sugar and Bio-Energy Producers Association
1995 – Present	Director	The Thai Sugar Trading Co., Ltd.
1994 – Present	Director	Suriwan Enterprise Co., Ltd.
2010 – Present	Director	Siphandone Bolaven Development Co., Ltd.
2012 – Present	Chairman of Board of Directors	Buriram Capital Co., Ltd.
2018 – Present	Director	BR Molasses Trading Co., Ltd.
2020 – Present	Director	Siphandone-Ratch Lao Co., Ltd.
2022 – Present	Director	BRR Innovation Renewable Co., Ltd. (Associated)

**Position in Competition/ Related to Businesses of the Company: -None-**

**Qualifications for Business Operation/ Proficiency in Business:** Possesses knowledge and experiences in management of agricultural business, fertilizer industry, sugar industry and strategic planning



**Name:** Mrs. Wanphen Punyaniran

**Nationality:** Thai

**Age:** 57 years old

**Address:** 128/77-78, 7th FL., Phayathai Plaza, Phayathai Road, Ratchathewi, Bangkok, 10400

**Position:** Director (Authorized Director)

**Appointment Date:** 7 July, 2011

**Proposed Position:** Director

**Tenure:** 12 years, 5 months and 16 days (counted to 2024 AGM date)

**Criteria, and guidelines for appropriate nomination of directors:** Nominate candidates for election as directors which has been considered and reviewed in accordance with the principles of good corporate governance established by the Nomination and Remuneration Committee and the Board of Directors, respectively. In a result, such person has qualified and consistent with the law and related regulations, and possess the knowledge and experience that are beneficial for the business operation of the Company and subsidiaries.

**Number of BRR Shares Held:** 29,014,000 shares (equivalent to 3.57 %)/ no shares held by spouse or de facto partner and underage child) as of December 28, 2023

**Family Relationships with Directors/ Executives/ Major Shareholders:** Younger sister of Mr. Anant Tangtongwechakit, and elder sister of Mrs. Jirawan Pongpichitkul, Miss Chittima Tangtrongwechakit, Mr. Sarit Tangtrongwechakit and Mr. Adisak Tangtrongwechakit

**Prohibited Qualifications:** Never dishonestly committed an offence against property and never entered into any transaction which may cause conflict of interest against the company during the previous year.

**Special Interest:** Special interest may exist since this director is the executive of its subsidiaries receiving the remuneration and welfare as an employee defined by the company's salary policy. The remuneration is paid to all directors in compliance with the company's regulation. Besides, there is no other benefits provided other than the mentioned remuneration, there is a conflict of interest in agenda item 5 in 2024 AGM regarding the reappointment of directors.

**Education & Training Background:**

- Secondary School Grade 2, Marywiththaya Prachinburi School
- Director Accreditation Program (DAP) Class 98/2012, Thai Institute of Directors (IOD)
- Director Certification Program (DCP) Class 242/2017, Thai Institute of Directors (IOD)
- Professional Strategic Management and Professional business management for executive by Dr. Tanai Charinsarn

**Meeting attendance in 2023:**

Annual General Meeting of Shareholder 1/1      Extraordinary General Meeting of Shareholder 1/1      Board of Directors' Meetings 10/10



<b>Work Experience: Past 5 Years - Present</b>		
<b>Position in the Company &amp; Subsidiaries: 2 Companies</b>		
2011 – Present	Director	Buriram Sugar Public Company Limited
2012 – 2022	Director	Key Brand Fertilizer Co., Ltd.
<b>Position in Listed Companies: -None-</b>		
<b>Position in Other Limited Companies/ Organizations: 5 Companies</b>		
2004 – Present	Executive Director	Borthong Steel Co., Ltd.
2007 – Present	Executive Director	Premasuk Hotel Ordinary Partnership
2012 – Present	Director	Buriram Capital Co., Ltd.
2016 – Present	Executive Director	Kodung Klongrung Limited Partnership
2021 – Present	Executive Director	Warehouse 304 Co., Ltd.
<b>Position in Competition/ Related to Businesses of the Company: -None-</b>		
<b>Qualifications for Business Operation/ Proficiency in Business:</b> Possesses knowledge and experiences in management of agricultural business, fertilizer industry, sugar industry		



**Name:** Mr. Adisak Tangtrongweachakit

**Nationality:** Thai

**Age:** 50 years old

**Address:** 128/77-78, 7th FL., Phayathai Plaza, Phayathai Road, Ratchathewi, Bangkok, 10400

**Position:** Director, Executive Committee Member, Risk Management Committee Member, Nomination and Remuneration Committee Member, Corporate Governance and Sustainability Committee Member and Deputy Chief Executive Officer of Sugar Production, Energy Business and Corporate Social Responsibility and Communication (Authorized Director and Executive of the Company and subsidiaries)

**Appointment Date:** 25 June, 2004

**Proposed Position:** Executive Director and member of sub-committees of the Company, and subsidiaries as used to take the position

**Tenure:** 19 years, 9 months and 28 days (counted to 2024 AGM date)

**Criteria, and guidelines for appropriate nomination of directors:** Nominate candidates for election as directors, executive, risk management committee which has been considered and reviewed in accordance with the principles of good corporate governance established by the Nomination and Remuneration Committee and the Board of Directors, respectively. In a result, such person has qualified and consistent with the law and related regulations, and possess the knowledge and experience that are beneficial for the business operation of the Company and subsidiaries.

**Number of BRR Shares Held:** 28,964,000 shares (equivalent to 3.57 %) (as of December 28, 2023/ no shares held by spouse or de facto partner and underage child)

**Family Relationships with Directors/ Executives/ Major Shareholders:** Younger brother of Mr. Anant Tangtongwechakit, Mrs. Wanphen Punyaniran, and Mrs. Jirawan Pongpichitkul, Miss Chittima Tangtrongwechakit and Mr. Sarit Tangtrongwechakit

**Prohibited Qualifications:** Never dishonestly committed an offence against property and never entered into any transaction which may cause conflict of interest against the company during the previous year.

**Special Interest:** Special interest may exist since this director is the executive of its subsidiaries receiving the remuneration and welfare as an employee defined by the company's salary policy. The remuneration is paid to all directors in compliance with the company's regulation. Besides, there is no other benefits provided other than the mentioned remuneration, there is a conflict of interest in agenda item 5 in 2024 AGM regarding the reappointment of directors.

**Education & Training Background:**

- Bachelor of Business Administration (Marketing), University of the Thai Chamber of Commerce
- Master of Business Administration (Management), Bellevue University, USA
- Director Accreditation Program (DAP) Class 98/2012, Thai Institute of Directors (IOD)
- Risk Management Program for Corporate Leaders (RCL) Class 4/2016, Thai Institute of Directors (IOD)
- Director Certification Program (DCP) Class 246/2017, Thai Institute of Directors (IOD)
- Board Nomination & Compensation Program (BNCP) 3/2018 Thai Institute of Directors (IOD)
- Professional Strategic Management and Professional business management for executive by Dr. Tanai Charinsarn

**Meeting attendance in 2023:**

Annual General Meeting of Shareholder 1/1    Extraordinary General Meeting of Shareholder 1/1    Board of Directors' Meetings 10/10  
 Executive Committee 17/17    Risk Management Committee 4/4    Nomination and Remuneration Committee's Meeting: 2/2  
 Corporate Governance and Sustainability Committee's Meeting: 3/3

**Work Experience: Past 5 Years - Present**

**Position in the Company & Subsidiaries: 10 Companies**

2004– Present	Director/ Executive Committee Member/ Risk Management Committee Member/ Nomination and Compensation Committee Member/ Corporate Governance and Sustainability Committee Member/ Deputy Chief Executive Officer of Sugar Production, Energy Business and Corporate Social Responsibility and Communication	Buriram Sugar Public Company Limited
2005– Present	Director/Acting Managing Director	Buriram Energy Co., Ltd.
2011 - Present	Director/ Managing Director	Buriram Sugar Factory Co., Ltd.
2011– Present	Director	Key Brand Fertilizer Co., Ltd.
2011– Present	Director/Acting Managing Director	Buriram Power Co., Ltd
2015– Present	Director/Acting Managing Director	Buriram Power Plus Co., Ltd.
2015– Present	Director	Chamni Sugar Factory Co., Ltd.
2015– Present	Director	Buriram Sugar Capital Co., Ltd.
2018 – Present	Director	Sugarcane Ecoware Co., Ltd.
2019 - Present	Director	BRR Logistics Management Co., Ltd.

**Position in Listed Companies: -None-**

**Position in Other Limited Companies/ Organizations: 1 Company and 1 Organization**

2012–Present	Director	Buriram Capital Co., Ltd.
2014–Present	Vice Chairman of Board of Directors	The Federation of Buriram Industries

**Position in Competition/ Related to Businesses of the Company: -None-**

**Qualifications for Business Operation/ Proficiency in Business:** Possesses knowledge and experiences in management of agricultural business, fertilizer industry, sugar industry and energy business

**Scope of Duties and Responsibilities of the Board of Directors**

1. Administer the business of the company in order to generate the profit maximization for shareholders. According to the business operation of the Company, the directors shall perform duties with the responsibility, discretion, honesty in compliance with laws, Articles of Association and regulation including the resolutions from shareholders' meeting as well as the Board of Directors' meeting.
2. Consider and approve the important matters concerning to the operation of the Company, for example, vision, mission, policies, business strategy, goals and operation plan, financial target and budgeting of the Company, subsidiaries and associates.
3. Supervise the business operation in general as well as the management department in accordance with vision, mission, policies, business strategy, goals and operation plan, financial target and budget of the Company.
4. Organize the accounting system, financial reporting and auditing as well as the system of internal control, internal audit, risk management and anti-corruption including set up the effective measures to follow the performance of the Company, subsidiaries, and associates.
5. Provide an annual report of the company and/or the Board of Directors according to the laws and regulations.
6. Supervise and provide the mechanism of supervision and prevent the conflict of interest between stakeholders with companies, subsidiaries and associates.
7. Consider and approve and/or consider and give opinion in order to present to the shareholders' meeting for approval of the transactions that are significant to the company in compliance with laws, regulations, and related applicable rules and/or the articles of association of the company, subsidiaries, and associates.
8. Appoint one of the Directors of the company as Chairman of the Board of Directors and the Vice Chairman according to the appropriate number.
9. Arrange and/or change the name of Directors who have the authority.
10. Recruitment and appointment of person who have knowledge, ability, experience and qualified according to law and regulation to be a Directors in the case of the position of Directors becomes vacant due to reasons other than retirement by rotation.
11. Recruit individuals who have the knowledge, ability and experience according to the laws and related regulations to propose to the shareholders' meeting to consider and appoint as the Directors of the company.
12. The person who has been appointed or nominated as the Directors or executives of subsidiaries and/or associates should be in accordance with the shareholding proportion of subsidiaries and associates. Thus, the said nominated persons must have the qualifications of the roles and responsibilities, must not have characteristics indicating a

lack of appropriateness in respect of trustworthiness in managing business as specified in the notification of the SEC.

13. Consider the annual and interim dividend of the company, subsidiaries and associates.
14. Consider the remuneration criteria of the Board of Directors, sub-committees, and Chief Executive Officer or equivalent position.
15. Considering the amount of the remuneration of the Directors in the company according to the criteria for compensation. Then, the Board of Directors proposes such remuneration at the shareholders' meeting to consider and approve.
16. Evaluate, Consider, and Determine the remuneration amount of Chief Executive Officer or equivalent position according to the remuneration criteria specified by the Board of Directors.
17. Appoint the sub-committees by recruiting the person who have knowledge, ability, and experience and qualified as the Board of Directors seem appropriate to be appointed as member in sub-committees, as well as specify the authority and scope of work of such committees.
18. Appoint one of the Executive Directors of the company as the Chief Executive Officer or equivalent position including instruct the scope of authority of the Chief Executive Officer or equivalent position.
19. Appoint the company secretary by recruiting the person who have knowledge, ability, and experience and qualified according to law and regulation.
20. Arrange the succession plan of Chief Executive Officer or equivalent position by reviewing the plan annually.
21. Appoint and/or authorize the Directors or other person to have the power to take any action that is within the jurisdiction of the Board of Directors as the Board deems appropriate. The Board of Directors may abolish, rescind, or change such authority.
22. Supervise to provide a channel to communicate with each shareholders group and the stakeholders of the company.
23. Supervise to disclose significant information related the company and the subsidiaries correctly, completely, and transparently via easily accessible channel with equal and trustworthy treatment.
24. Create and modify laws and regulations within the company.
25. Have duties and responsibilities as defined in laws and regulations, articles of association, and resolution of shareholders' meeting.
26. Establish, review policies, and enhance the effectiveness of anti-corruption practices as well as monitor executives and management to comply with anti-corruption policy, code of conduct, and code of ethics, and act as a model steering such awareness to be a part in an organization culture. Thus, in case of any evidence indicating that one of the Board of Directors involves any actions or accepting or supporting corruption, the company will punish in line with the working regulations, the highest penalty is the dismissal from service or termination of contract. In addition, in case of any actions breaking rules or laws, those who violate any laws will be punished in accordance relevant applicable laws.

27. Specify and review the good corporate governance and code of conduct, and be aware of the duties and responsibilities as a leader to create sustainable value for the company, as well as supervise the development plan for enhancing the corporate governance suitable for the company's nature of business.

In addition, the Board of Directors or any authorized persons who have conflict of interest with company and/or subsidiaries and/or related companies do not have the right to approve the administration of conflict of interest or connected transactions except such transactions operated under policies and criteria considered and approved by the Board of Directors and/or shareholders' meeting (as the case may be), which must be in accordance with laws, regulations, objectives and articles of association.

#### **Definition of the Independent Directors**

1. The Board of Directors must be neutral, not be influenced by the control of executives or management or a group or juristic person because the Board of Directors is the representative of shareholders who select in order to protect the interests of all shareholders.
2. The Board of Directors should have leadership, vision and independence in making decisions for the best benefit of the Company Group, and all shareholders. The Chairman must be able to control the operation of the executives or management effectively.
3. The Board of Directors should provide a clearly separation of roles and responsibilities between the Board and the management.
4. Maintain the balance of power within the Board of Directors, so all directors can express their opinions independently. Therefore, the composition of the Board of Directors shall consist of executive and non-executive directors.
5. The independent directors are able to access the financial data and business information adequately in order to provide opinions independently and preserve the benefit of all shareholders and company.
6. The independent directors must have the independent qualifications in accordance with the Securities and Exchange Commission as well as other qualifications are required. For the composition and appointment of independent directors, the Board of Directors will fundamentally consider the qualifications of a person who will be appointed as an independent director with the qualifications and disqualification of directors under the Limited Public Company Act, law on the securities and exchange, Notification of the Capital Markets Supervisory Board, as well as relevant notifications, rules and/or regulations. Moreover, the Board of Directors will consider and select an independent director who is qualified, expertise, competent, and use other appropriate elements for additional consideration, and then propose such matter at the shareholders' meeting for further appointment. Thus, the company has a policy to appoint the independent directors at least 1/3 of the total number of directors, which consists of not less than 3 persons. The qualification of the independent directors must comply with the Securities and Exchange Commission No. 28/2008 for permission and grant of permission to offer newly issued shares on 15th December 2008 (as amended) as follow:

- The person must hold no more than 1% of shares with voting rights of the Company, the parent Company, the subsidiaries, the associates, the major shareholders or the entities with the authority to control the Company; inclusive of shareholding by individuals related to such independent directors
- The person must not be serving, or have served, as a director who is involved with the management, or a staff member, an employee or a consultant with a monthly wage. The person also must not be or be an individual with the authority to control the Company, the parent Company, the subsidiaries, the associates, the associates of the same level, the major shareholders or of the entities with the authority to control the Company, with the exception of the case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director. The ineligibility however does not include the case where an independent director has previously served as a public servant or a consultant of a government agency which is a major shareholder of, or an entity with the authority to control the Company.
- The person must not be related by blood or law as father, mother, spouse, sibling or child, spouse of son or daughter of executives, major shareholders, individuals with the authority to control the Company or candidates for the position of an executive or an individual with the authority to control the Company or a subsidiary.
- The person must not have, or have had, a business relationship with the Company, the parent Company, the subsidiaries, the associates, the major shareholders or the entities with the authority to control the Company, in such a manner that may interfere with one's independent discretion. The person also must have not been or has been a shareholder, individuals with the authority to control the Company, of the person who has business relationship with the Company, the parent Company, the subsidiaries, the associates, the major shareholder or the entities with the authority to control the Company. There is an exception in the case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director. The business relationship as described is inclusive of normal trading transactions for the conduct of business; lease or letting of immovable; transactions relating to assets or service; provision or acceptance of financial assistance through acceptance or provision of loans and guarantees, the use of assets as collateral and other such practices which result in the Company or the party to the agreement being under the obligation to repay the other party for an amount from 3% of net tangible assets of the Company or from Twenty Million Baht whichever is lower. The calculation of such obligation to debt is to be in accordance with the related transaction value calculation method as per the Announcement of the Capital Market Supervisory Board on the Related Transaction Criteria with exceptions. The said obligation to debt includes that which has materialized during the period of one year prior to the day of business relationship with the same individual.
- The person must not be, or has been, an auditor of the Company, the parent Company, the subsidiaries, the associates, the major shareholders or the entities with the authority to control the Company. The person also must not be a significant shareholder, an individual with the authority to control or a partner of the audit office with which the auditor the Company, the parent Company, subsidiaries, the associates, the major shareholders or the entities with the authority

to control the Company is associated. There is an exception in such case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director.

- The person must not be, or has been, a provider of a professional service including the service as a legal consultant or a financial consultant for which greater than Two Million Baht of fee is paid per year by the Company, the parent Company, subsidiaries, the associates, the major shareholders or the entities with the authority to control the Company. The person also must not be a significant shareholder or an individual with the authority to control or a partner of such provider of professional service. There is an exception in such case where he or she has retired from such a position for at least two years prior to the day on which he or she is appointed as an independent director.
- The person must not be a director appointed to represent a director of the Company, a major shareholder or a shareholder who is related to a major shareholder.
- The person must not be in a business of the same nature as, and of significant competition to, that of the Company or an associate. The person also must not be a significant partner in a partnership; a director who is involved with the management; a staff member; an employee; a consultant with a monthly wage; as well as, a shareholder who holds more than 1% of shares with voting rights of another Company which is engaged in a business of the same nature as and of significant competition to that of the Company or a subsidiary.
- The person must not have any other characteristic which is an obstacle to the giving of free opinion on the operation of the Company.
- The person must not be assigned by the Board of Directors to make a consideration relating to the business operations of the Company, the subsidiaries, the associates, for the subsidiaries in the same level, the major shareholders, or controlling persons.



**The Primary Auditor's Profile and Experiences of the newly appointed Auditor****General Information**

Name- Surname:	Mr. Serm Brisuthikun
Nationality:	Thai
Workplace:	EY Office Limited
Period of Employment:	-
Position:	Partner

**Work Experience:**

Mr. Serm Brisuthikun is a Certified Public Accountant (Thailand). He obtained a bachelor's degree in accounting from Chulalorkorn University (2<sup>nd</sup> class honors). He has been providing auditing service to listed groups and their subsidiaries in Thailand for over 20 years. he has also been providing auditing services to the Thailand subsidiaries of large multinationals and has extensively worked with global audit teams. He has comprehensive experience in construction, real estate, hospitality, automotive, packaging, consumer products and servicing sector.

Articles of Association of the Company Concerning to  
the Shareholders' Meeting

**Section 3**

**Board of Directors**

13. The Board of Directors of the Company shall consist of not less than 5 (five) members and not less than one-half of all members of director shall have residence within the Kingdom. The directors of the Company shall possess necessary qualification as stated by laws.
14. The meeting of shareholders shall elect directors in accordance with the following rules and procedures:
- (1) Each shareholder shall have one vote for one share.
  - (2) Each shareholder shall exercise all of one's voting rights to elect the persons nominated for directors, one at a time.
  - (3) The persons receiving the highest votes shall be elected as directors in respective order of the votes for the number of directors of the Company, or for the number of directors which should be elected at such election. In case of tie votes causing the number of person elected to be in excess of the number to be elected at such meeting, the chairman shall have a casting vote.
15. At every Annual General Meeting, one-third (1/3) of the directors shall retire. If the number cannot be divided into three (3) parts exactly, the number nearest to one-third shall retire. The directors retiring from office in the first year and second year after the registration of the Company shall be selected by drawing lots. In every subsequent year, the directors who have been in office longest shall retire. A retiring director may be re-elected.
16. The directors of the Company shall be entitled to receive remuneration for performing their duties in form of salary, meeting allowance, allowance and bonus in conformance to regulations or approval of shareholder meeting which can be specific amount or criteria and can be for a period or continually until change. The directors are entitled to allowance and other benefits in accordance to the Articles of Association of the Company.
17. Otherwise than retirement by rotation, the directors shall vacate office upon:
- (1) death;
  - (2) resignation;
  - (3) disqualification, or possessing characteristics prohibited by laws;
  - (4) removal by a resolution of the meeting of shareholders passed;
  - (5) removal by a court order.
18. Any director wishing to resign from his/her office shall submit a resignation letter to the Company. The resignation shall be effective on the date the letter reaches the Company.

The resigning director under the first paragraph may notify the registrar of his/her resignation.

19. In case an office of directors is vacant for reasons other than a retirement by rotation, the board of directors shall elect a person who is qualified and possesses no prohibited characteristics under the laws governing public limited companies and the laws governing securities and exchange as a replacement director at the next board of directors' meeting, unless the remaining term of the former director is less than two (2) months. The replacement director shall hold office only for the remaining term of office of the director whom he/she replaces.

The resolution of the board of directors under the first paragraph shall be passed by a vote of not less than three-fourth (3/4) of the number of remaining directors.

20. Shareholders' meeting may vote any director to resign prior to his/her maturity period with the votes of not less than three quarters of the total number of shareholders attending the meeting and having voting rights and number of shares held by the shareholders attending the meeting and having voting rights is not less than half.

#### **Section 4**

##### **Meeting of Shareholders**

27. The Board of Directors shall arrange for an annual ordinary meeting of shareholders within 4 (four) months from the last day of the fiscal year of the Company.

Meeting other than those aforementioned shall be called an extraordinary meeting. The Board of Directors may summon an extraordinary meeting of shareholders whenever the Board of Directors may deem appropriate or when the shareholders holding shares altogether at not less than one-fifth (1/5) of the total number of shares sold or the shareholders of a number of not less than 25 (twenty-five) persons holding shares altogether at not less than one-tenth (1/10) of the total number of shares sold may submit their names in a letter requesting the Board of Directors to summon an extraordinary meeting of shareholders at any time but they shall give reasons for such request in the said letter. In such case, the Board of Directors shall arrange for the meeting of shareholders to be held within 1 (one) month from the date of receipt of such letter of request from the shareholders.

28. In calling a shareholders' meeting, the board of directors shall prepare a notice thereof specifying the place, date and time, agendas of the meeting and the matters to be proposed to the meeting together with proper details by indicating whether they are proposed for acknowledgement, approval or consideration, as the case maybe, including opinions of the board of directors thereon. The notice of such meeting shall be sent to the shareholders and the registrar not less than seven (7) days prior to the date of the meeting, and be published in a newspaper for not less than three (3) consecutive days not less than three (3) days prior to the date of the meeting.

The shareholders' meeting may be held in the province in which the head office of the Company is located or in any other place as specified by the board of directors.

The Shareholders' meeting can be held via electronic means in which the meeting must comply with the principles indicated in laws or related announcements, including any amendments thereof. The meeting via electronic means shall run through a meeting control system which has information technology security standard as specified by announcements or regulations of the relevant authorities or laws.

In case of attending and voting in the electronic shareholders' meeting, such shareholder and grantee shall comply with the procedures and the conditions of the Company which shall be in accordance with the related announcements or regulations and applicable laws, including any amendments.

29. At a meeting of shareholders, a shareholder may appoint any other person to attend and vote at the meeting on his or her behalf. The instrument appointing a proxy shall be dated and signed by the shareholder who is the principal and in a form as prescribed by the Registrar pursuant to the laws governing public limited company. The proxy form must be deposited with the chairman or the person designated by the chairman at the place of the meeting before the proxy attends the meeting.

30. At a general meeting of shareholders, there shall be shareholders and proxies (if any) present at the meeting at a number of not less than 25 (twenty-five) persons and such shareholders shall hold shares altogether at not less than one-third (1/3) of the total number of shares sold, or there shall be shareholders and proxies not less than one half of the total number of shareholders and such shareholders shall hold shares altogether at not less than one-third (1/3) of the total number of shares sold, in order to constitute a quorum.

If after one hour from the time fixed for any general meeting of shareholders the number of shareholders present is still not enough to form a quorum as specified, if such general meeting of shareholders was requested for by the shareholders, such meeting shall be cancelled. If such meeting of shareholders was not called for by the shareholders, the meeting shall be called for again and in the latter case notice calling for meeting shall be sent to shareholders not less than 7 (seven) days before the date of the meeting. In the subsequent meeting, a quorum shall not be required.

In all shareholders' meeting, the Chairman of the Board of Directors shall be the chairman of the shareholder meeting. If the Chairman of the Board of Directors is not present at a meeting or cannot perform his or her duty for any reason, the Vice-Chairman present at the meeting shall be the chairman of the meeting. If there is no the Vice-Chairman, or the Vice-Chairman cannot perform his duty as well, the shareholders present at the meeting shall elect one shareholder to be the Chairman of the meeting.

31. In voting, one share equals to one vote and a resolution of the shareholder meeting shall consist of the following votes:

- (1) in any ordinary event, the majority vote of the shareholders who attend the meeting and have the right to vote.  
In case of a tie vote, the chairman of the meeting shall have a casting vote;
  - (2) in the following events, a vote of not less than three-quarters (3/4) of the total number of votes of the shareholders who attend the meeting and are entitled to vote:
    - (A) the sale or transfer of the whole or important parts of business of the Company to other persons;
    - (B) the purchase or acceptance of transfer of business of other companies or private companies by the Company;
    - (C) the making, amending, or terminating of contracts with respect to the granting of a lease of the whole or important parts of the business of the Company, the assignment of management of the business of the Company to any other person or the amalgamation of the business of the Company with other persons for purpose of profit and loss sharing;
    - (D) the amendment of Memorandum of Association or Articles of Association of the Company;
    - (E) the increase or decrease of the Company's registered capital or issuance of debentures;
    - (F) the amalgamation or dissolution of the Company.
32. The purposes of an annual general meeting of shareholders are as follows:
- 1) Acknowledgement of the report of the Board of Directors proposed to the meeting, stating the operating performance of the Company in the previous year.
  - 2) Consideration and approval of the balance sheet and profit and loss statements in the last fiscal year.
  - 3) Consideration of allocation of profit and appropriation of a reserve fund.
  - 4) Consideration and approval of appointment of directors to replace the directors who have retired by rotation, and determination of directors' remuneration.
  - 5) Consideration and approval of appointment of auditor and fixing an annual auditing fee.
  - 6) Other matters.

#### **Section 5**

#### **Accounts, Finance, and Audit**

33. The accounting period of the Company shall commence on 1st January and end on 31st December of every year.
34. The Company shall arrange for the preparation and keeping of accounts, as well as auditing thereof in accordance with relevant laws, and shall arrange for the preparation of a balance sheet or statement of financial position, and a profit and loss account at least once every twelve (12) months, which is the accounting period of the Company
35. The board of directors shall arrange for the preparation of the balance sheet or statement of financial position, and the profit and loss account as at the end of the accounting period, and propose them to the annual general meeting of shareholders for consideration and approval. The board of directors shall arrange for the auditor to complete the auditing of the balance sheet or statement of financial position, and the profit and loss account before proposing them to the shareholders meeting.
36. The board of directors shall send the following documents to the shareholders together with the notice of the annual general meeting:

- (1) copy of the audited balance sheet or statement of financial position, and the profit and loss account, together with the auditor's report.
  - (2) An annual report of the board of directors, together with supporting documents.
37. The auditor has a duty to attend every shareholders meeting that is held to consider the balance sheet or statement of financial position, the profit and loss account, and any issues relating to the accounts of the Company in order to clarify the auditing of accounts to the shareholders. The Company shall also submit to the auditor all the reports and documents duly be received by the shareholders at such shareholders meeting. Auditor shall not be Directors, employees or any person holding any position in the company. The auditor shall at all reasonable time have access to the books and accounts and documents relating to revenue, expenses, assets and liabilities of company during working hours also may examine Directors, employee any person holding any position in the company or any other agents include facts or documents relating to the affairs of the company.
38. No dividends shall be paid other than out of profits. In case the Company still sustains an accumulated loss, no dividends shall be paid, except in the case of preferred stock which the articles of association state other way. Dividends shall be distributed according to the number of shares in equal amount for each share. Dividend payment must be approved by the meeting of shareholders. The Board of Directors may pay interim dividends to the shareholders from time to time if they deem that the Company has a reasonable profit in which to do so, but shall be informed of such dividends distribution at the next general meeting.  
  
Dividend payment shall be made within 1 (one) month from the date the resolution passed by the meeting of shareholders or by the meeting of the Board of Directors, as the case may be. The shareholders shall be notified in writing of such dividend payment and the notice shall also be published in a newspaper for 3 (three) consecutive days. No interest shall be charged against the Company if a dividend payment is made under the period specified by laws.
39. In the case where the company still cannot sell its shares up to number registered or the company has registered an increase of capital, the company may pay dividend in full or in part by issuing new ordinary shares to the shareholders, with approval of the meeting of shareholders
40. The Company must allocate part of the annual net profit as reserve fund in an amount not less than 5 (five) percent of the annual net profit deducted by the total accumulated loss brought forward (if any) until the reserve fund amounts to not less than 10 (ten) percent of the registered capital. With approval of the meeting of shareholders, the company may transfer other reserve fund, legal reserve, and a surplus reserve separately from the reserve fund to compensate for the accumulated losses of the company.

**Regulation for attending the 2024 Annual General Meeting of Shareholders**

According to policy of Securities and Exchange Commission about principle for shareholder meeting of registered company, dated 19 February, 1999 which intends for listed companies to have guideline for good governance which will help develop confident to shareholders, investors, and all related parties, as well as conducting shareholders' meeting in conformance with transparency, fairness, and benefit to shareholders, the Company has resolved to conduct review of documents and evidence to identify shareholdership or oneself as a proxy of shareholder who have the right to attend the meeting for shareholders to perform accordingly. Due to some shareholders may be unfamiliar with principle of shareholders' meeting, the Company reserves right for lessen the presentation of documents or evidences to identify shareholdership or oneself as a proxy of shareholders as deemed appropriate.

**1. Documents and evidences identified the right to attend the meeting**

- **Attend the Shareholders' Meeting at Siam Hall, 6rd Floor of Eastin Grand Hotel Phayathai which is located on 18 Phaya Thai Road, Thung Phaya Thai Subdistrict, Ratchathewi District, Bangkok 10400**

The Company would like shareholder is show evidence and principle of shareholders' meeting as follows.

<b>Participant</b>	<b>Documents</b>
<b>1. Individual</b>	<ul style="list-style-type: none"><li>■ Registration form</li></ul>
1.1 Thai Shareholder	<ul style="list-style-type: none"><li>■ valid identification of shareholder (I.D. Card or government identification card or state of enterprise officer card)</li><li>■ evidence of name - surname change (if any)</li></ul>
1.2 Foreign Shareholder	<ul style="list-style-type: none"><li>■ I.D. Card of Foreigner or passport or document substituted for valid passport</li></ul>
<b><u>In case of proxy (a copy must be certified as true and correct copy by the grantor)</u></b>	
<ul style="list-style-type: none"><li>■ The proxy form, correctly and completely filled in and signed by the grantor and the proxy</li><li>■ Copy of grantor's valid identification issued by the government agency as specified</li><li>■ The proxy's valid identification issued by the government agency as specified</li></ul>	

Participant	Documents
<b>2. Juristic person</b>	<ul style="list-style-type: none"> <li>Registration form</li> </ul>
2.1 Juristic person registered in Thailand <i>Remark:</i> A copy must be certified as true and correct copy by the authorized representative with juristic person's seal	<ul style="list-style-type: none"> <li>Certificate of juristic person issue not over 30 days by Department of Business Development, Ministry of Commerce</li> <li>I.D. Card or passport (In case of foreigner)</li> <li>The proxy form, correctly and completely filled in and signed by the grantor and the proxy</li> <li>evidence of name - surname change (if any)</li> <li>I.D. Card or passport (In case of foreigner) of proxy</li> </ul>
2.2 Juristic person registered in abroad <i>Remark:</i> A copy must be certified as true and correct copy by the authorized representative with juristic person's seal and the document provided in abroad should be certified and signed by notary public.	<ul style="list-style-type: none"> <li>Certificate of juristic person</li> <li>I.D. Card or passport (In case of foreigner) of authorized director in certificate of juristic person</li> <li>The proxy form, correctly and completely filled in and signed by the grantor and the proxy</li> <li>evidence of name - surname change (if any)</li> <li>I.D. Card or passport (In case of foreigner) of proxy</li> </ul>
<b>In case of proxy (a copy must be certified as true and correct copy by the grantor)</b> <ul style="list-style-type: none"> <li>The proxy form, correctly and completely filled in and signed by the grantor and the proxy</li> <li>Copy of certificate of juristic person certified and signed by authorized person of juristic person of proxy.</li> <li>The proxy's valid identification issued by the government agency as specified</li> </ul>	

• **Attend via electronic meeting system; Blockchain AGM Voting**

The system requires digital identification and authentication, so the application is available for Thai shareholders who attend in person.

**2. Proxy and procedure of proxy**

Proxy

Announcement of Department of Business Development about defined proxy form ( vol. 5), 2007 dated 2 February, 2007, defined format of proxy in subscriber meeting and shareholder meeting of public company limited in 3 formats, which shareholder shall use one of any formats as attached with invitation letter of the meeting.

Form	Description	In case
Form A	General proxy form, simple to use	In case that a shareholder requires a general proxy
Form B	Proxy form that detailed authorization of each agenda item thoroughly, clearly, and fixedly.	In case that a shareholder requires other person or independent director to be a proxy
Form C	Specific form used only if a shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.	Only if a shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.



Procedure to appoint other person to be a proxy

- A shareholder can appoint only one proxy to attend and vote on his/her behalf and may not split the number of shares to any proxies for spitting votes.
- The proxy form must be correctly and completely filled in and signed by the grantor and the proxy.
- Stamp duty of Baht 20 is to be affixed to the proxy form as well as cross out and assign a date which proxy form has been made to ensure correctness and legal affiliation.
- Send original proxy form affixed with stamp and support document ***within April 19, 2024*** via registered postal service address to

Company Secretary, Director Office

Buriram Sugar Public Company Limited

128/77-78 7<sup>th</sup> FL., Phayathai Plaza Building, Phayathai Road, Ratchathewi, Bangkok, 10400

- If a proxy attends the meeting in person, please bring the proxy form to the Company's officer at the meeting venue to register 1 hour before the meeting starts to allow the Company's officers to review the documents in time.

**Remark:** Buriram Sugar Public Company Limited reserves the right to allow only person who has correct and completed documents to attend the meeting.

***Shareholders who wish to attend the meeting via electronic means (E-AGM) with the Blockchain AGM Voting application must attend the meeting in person because the system requires identity verification***

### 3. Voting Procedures and Votes Counting

Criteria of Voting

Voting was to be done openly. The chairman of the meeting will recommend shareholders to consider and vote in each agenda. The chairman will ask for each agenda if shareholders agree, disagree, or no vote. The Company shall appoint an intermediary to check ballot and count vote in every agenda both the meeting room and Blockchain AGM Voting system.

- 1 The resolution would consist of the following votes:
  - In ordinary circumstances, the majority of votes cast by shareholders attending the meeting and casting vote would be deemed as a resolution. In the case of a tie, the Chairman of the meeting would cast the final vote.
  - In other circumstances where the law and/or Company's regulations prescribed differently from ordinary circumstances, the proceedings would be in accordance to such prescriptions. The Chairman would inform the shareholders before voting on each of the particular agenda.
2. For proxy voting, proxies would cast votes as defined by the proxy grantors in proxy forms only.

3. A shareholder having special interest in any matter cannot vote on such matter. The Chairman of the Meeting may request such shareholder to leave the Meeting room during such time.

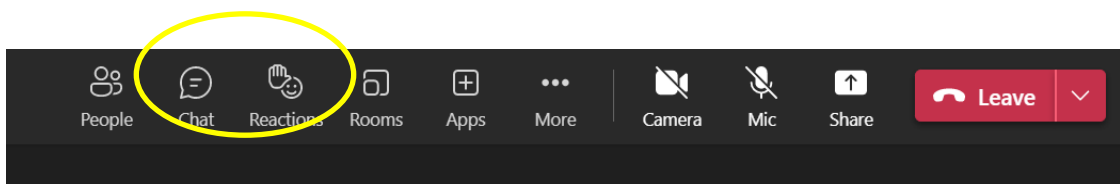
#### Criteria of Votes Counting

In accordance with the Company's Articles of Association item 31 stating that one share represented one vote. The Company would count the votes for agree, disagree, and no vote from the number of attending shareholders or proxies who attend and have the rights to vote. The Company would count ballots via barcode system in the meeting room and use Blockchain AGM Voting system via electronic means (E-AGM)

Before the meeting starts, the Chairman will inform that the Company would count the votes by deducting the disapproval vote, the abstain vote and voided ballot from the total number of votes (shares) present at the meeting and have the voting right. The remaining would be deemed the approval votes. The chairman would inform the Meeting about the voting result of each agenda before continuing to next agenda.

#### Voting Procedures and Votes Counting

1. A shareholder or proxy who attend in the meeting room, will receive ballot to vote for each agenda (total 6 agendas items excluding acknowledgement agenda). Each ballot contains name of the shareholder or proxy as well as rights to vote on a one share one vote basis. The shareholder or proxy shall use each ballot correctly in accordance with agenda item.
2. To mark on ballot, shareholder can vote for agree, disagree, or no vote in each agenda by putting either ✓ or ✗ only one mark in the voting card.
3. For attending the meeting through electronic media (E-EGM), shareholder can vote for agree, disagree, or no vote in each agenda by clicking only one button.
4. Before casting the vote in each agenda, the chairman of the Meeting will give shareholders an opportunity to make inquiries or comments on the issues related to such agenda as appropriate. In this regard, shareholders who attend the meeting via Microsoft Teams, wish to make the inquiries or comments are requested to push the live notification button "Raise Hand", after that the officer will allow you to open the microphone or place a question by typing in a "Chat" box. Shareholder are requested to notify their names and status (shareholder or proxy) before making the inquiries or comments in the Meeting.



5. Proxy shall cast a vote only as specified in the Proxy; non-compliance shall not constitute a valid vote by shareholders. In the event no instruction has been specified, or instruction is not clear on the Proxy on each agenda, or the Meeting considers or votes on any issue other than those specified on the Proxy, or there would be any amendment to or change in facts, then proxy shall have discretion to consider and vote as appropriate.
6. The chairman of the Meeting will announce voting result to the Meeting once the vote counting for such agenda is completed.

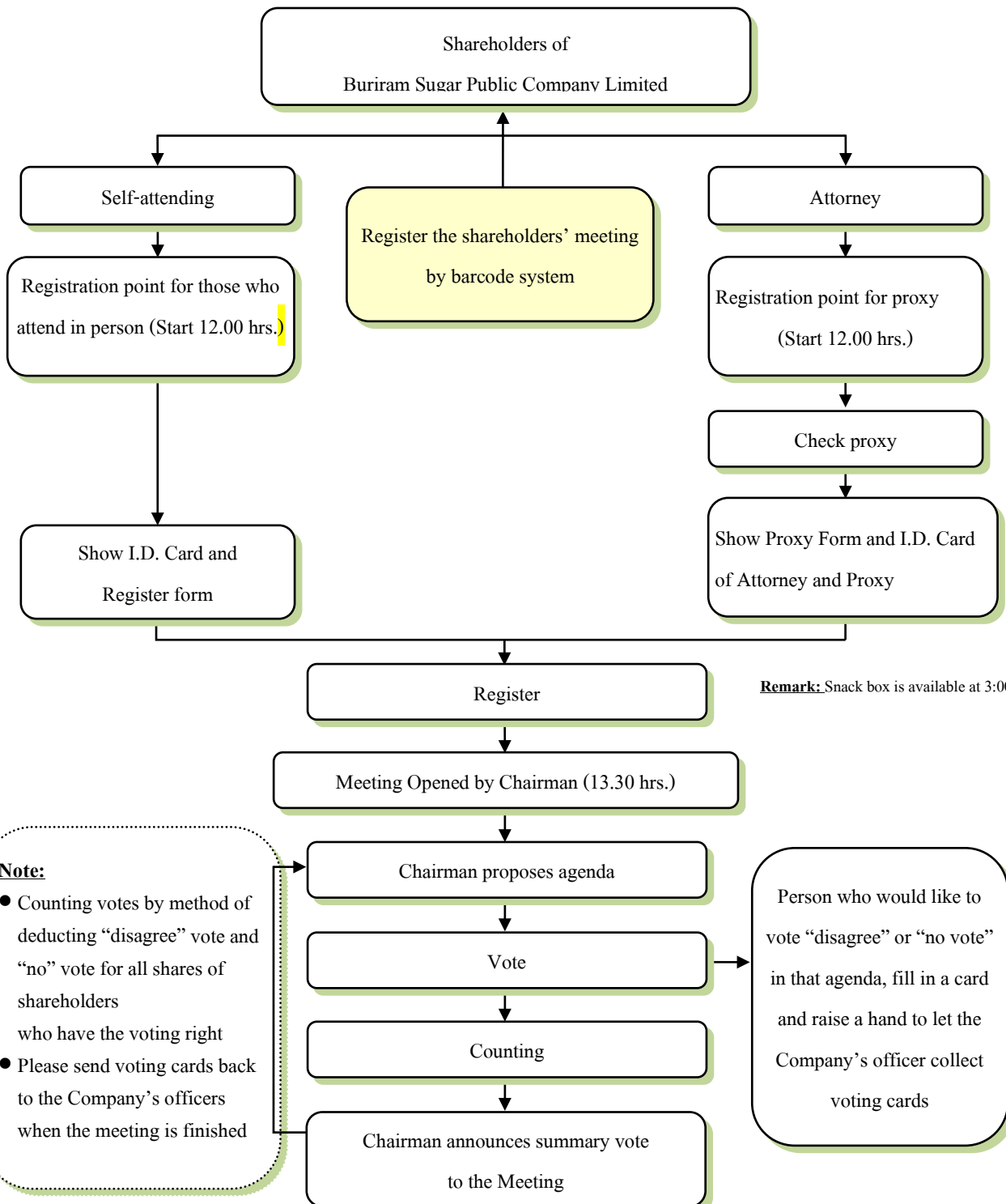
***Remark:*** For registration through electronic media or login troubleshooting, please contact the AGM conference system provider via Telephone 06-2505-6395 or 0-2483-6259 or E-mail: support@jventures.co.th

#### Voided ballot

The cases of invalid vote or voided ballot are as follows:

1. The ballot paper which is marked any symbols does not pursuant to the current voting agenda.
2. The ballot paper which does not hold any symbols.
3. The ballot paper which holds more than one mark, except for the case of the proxy who is custodians. They can divide their amount of shares for voting in each of voting selections, which are agree, disagree and no vote, as much as they have the rights for voting.
4. The ballot paper is damaged so that it cannot be seen the chosen selections

However, there would not be any invalid vote or voided ballot while using the electronic conference system to vote. There will be no reason for the voting to be inconsistent with the agenda because the system determines to enable user to select agree, disagree or abstain button or there will not be any reasons mentioned above that would lead to an invalid vote or a voided ballot.

**Guidelines for attending the 2024 Annual General Meeting of Shareholders at the meeting venue and via electronic means (E-AGM)**
**Guidelines for attending the Annual General Meeting of Shareholders at the meeting venue**


**Guidelines for attending the Annual General Meeting of Shareholders via electronic means (E-AGM)**

**Registration opens via electronic meeting system;  
Blockchain AGM Voting from 10 – 19 April 2024  
(Registration system will be opened at 10.00 hrs.)**

Attending in person

Attending by proxy

Register via Blockchain AGM Voting, read more Procedures in attending meeting through electronic means (E-AGM) in page no.72

The system requires digital identification and authentication, so the application is available for Thai shareholders who attend in person.

Registration Verification

Shareholders will receive an email confirming your registration result and URL for meeting attending. If you cannot find the email, please check Junk email or contact the staff.  
Tel. 06-2505-6395 or 0-2483-6259

Click the link in the email to join the meeting via Microsoft Teams and vote via AGM Voting

Meeting Opened by Chairman (13.30 hrs.)

Chairman proposes agenda

Vote

Counting

Chairman announces summary vote to the Meeting

Choose the agenda to vote. There are 3 voting options: "Approve", "Disapprove" and "Abstain".

**Note:**

- Counting votes by method of deducting "disagree" vote, "no" vote and voided ballot for all shares of shareholders who have voting right
- After closing the voting of each agenda and announcement the voting result, the shareholders can click to view the voting results of each agenda by themselves.



**Name:** Mr. Surachai Kositsareewong

**Nationality:** Thai

**Age:** 61 years old

**Address:** 128/77-78, 7th FL., Phayathai Plaza, Phayathai Road, Ratchathewi, Bangkok, 10400

**Position:** Independent Director, Member of Audit Committee, Chairman of Corporate Governance and Sustainability Committee, and Chairman of Nomination and Compensation Committee

**Appointment Date:** 27 April, 2023

**Tenure:** 11 months and 27 days (counted to 2024 AGM date)

**Number of BRR Shares Held:** No shares (No shares held by spouse or de facto partner and underage child) as of December 28, 2023

**Family Relationships with Directors/ Executives/ Major Shareholders:** -None-

**Prohibited Qualifications:** Never dishonestly committed an offence against property and never entered into any transaction which may cause conflict of interest against the company during the previous year.

**Special Interest:** No any special interests or any other benefits except for the remuneration paid to all directors in compliance with the regulation of the company, and no interest in any agenda item in 2024 AGM

**Education & Training Background:**

- Bachelor of Business Administration, Chulalongkorn University
- Master of Business Administration, Stetson School of Economics and Business Administration Mercer University, USA
- Director Certification Program (DCP152/2011), Thai Institute of Directors (IOD)
- Director Accreditation Program (DAP49/2006), Thai Institute of Directors (IOD)
- Audit Committee Program (ACP16/2007), Thai Institute of Directors (IOD)
- CFO Certification Program, Federation of accounting professions
- The Training Program on Structured Notes, Thailand Securities Institute
- Frontiers in Infrastructure Finance Distance Learning Course, The World Bank Institute
- Energy Training Program, AON
- Executive Development Program (EDP), Fiscal Policy Research Institute
- CEDI BABSON Entrepreneurial Leadership Program, Babson College Wellesley, Massachusetts, USA
- Diploma, The National Defence Course (NDC56), The National Defence College
- Intermediate Certificate Course in Good Governance for Middle Level Executives, Class 12, Public Director Institute
- Top Executive Program, Class 23, Capital Market Academy (CMA), Stock Exchange of Thailand
- Certificate, Program for Thai – Chinese Leadership Institute, Huachew Chalermprakiet University
- Certificate, Program for Thammasat World Leadership Program (TWLP3)

**Meeting attendance in 2023:**

Annual General Meeting of Shareholders	0/0	Extraordinary General Meeting of Shareholders	0/0	Board of Directors	8/8
Audit Committee	2/2	Corporate Governance and Sustainability Committee	1/1		
Nomination and Compensation Committee	1/1				

**Work Experience: Past 5 Years - Present**

**Position in the Company & Subsidiaries: -None-**

**Position in Listed Companies: 3 Companies**

2009 - 2013	Senior Executive Vice President, Accounting and Finance	The Bangchak Petroleum Public Company Limited
2012 – 2014	Director	MCOT Public Company Limited
2014 – 2017	Senior Executive Vice President, Accounting and Finance Group (Chief Financial Officer : CFO)	Bangchak Corporation Public Company Limited

**Position in Other Limited Companies/ Organizations: 10 Companies**

2007 - 2009	Vice President (Administration) and Chief Finance Officer	Dhanarak Asset Development Company Limited
2012 – 2014	Director	Government Saving Bank
2014 – 2017	Commissioner	The Electronic Transactions Commission
2012 – 2018	Commissioner	Arbitration Committee
2015 – 2022	Director	BCP Innovation Pte.Ltd.
2018 – 2022	Director	BCV Innovation Company Limited
2018 – 2022	Director	BCV Energy Company Limited
-	Director	BBGI Bio Diesel Company Limited
2018 – 2022	Director	BCPR Company Limited
2018 – 2022	Director	BCPR Pte. Ltd.

**Position in Competition/ Related to Businesses of the Company: -None-**

**Qualifications for Business Operation/ Proficiency in Business:** Possesses knowledge and experiences in strategic planning, business administration, financial and auditing especially energy business.



**Name:** Assoc. Prof. Dr. Djitt Laowattana

**Nationality:** Thai

**Age:** 62 years old

**Address:** 128/77-78, 7th FL., Phayathai Plaza, Phayathai Road, Ratchathewi, Bangkok, 10400

**Position:** Independent Director, Audit Committee Member, Corporate Governance and Sustainability Committee Member, and Nomination and Remuneration Committee Member

**Appointment Date:** 25 April 2018

**Tenure:** 5 years, 11 months and 29 days (counted to 2024 AGM date)

**Number of BRR Shares Held:** No shares (No shares held by spouse or de facto partner and underage child) as of December 28, 2023

**Family Relationships with Directors/ Executives/ Major Shareholders:** -None-

**Prohibited Qualifications:** Never dishonestly committed an offence against property and never entered into any transaction which may cause conflict of interest against the company during the previous year.

**Special Interest:** No any special interests or any other benefits except for the remuneration paid to all directors in compliance with the regulation of the company, there is a conflict of interest in agenda item 5 in 2024 AGM regarding the reappointment of directors.

#### **Education & Training Background:**

- Ph.D. in Mechanics Engineering, Carnegie Mellon University, USA
- Bachelor of Engineering (Honor), King Mongkut's University of Technology Thonburi
- Precision Mechanics and Robotics, Kyoto University, Japan
- Certificate in Management of Technology and Innovation Massachusetts Institute of Technology (MIT), USA
- "Regulatory Skills for Directors and Senior Management of Enterprises and Public Organizations", 3/2010, Public Director Institute
- Leader Program 15/2013, Capital Market Academy
- Courses organized by Thai Institute of Directors (IOD)
  - Finance for Non-Finance Director (FN), 2008
  - Understanding the Fundamental of Finance Statement (UFS), 2008
  - Director Certification Program (DCP), 93/2007
  - Roles of Chairman Program, 19/2008
  - Audit Committee Program, 29/2009
  - Monitoring the System of Internal and Risk Management, MIR 7/2009
  - Monitoring Fraud Risk Management, MFM 1/2009
  - Monitoring Financial Reporting, MFR 9/2009
  - Monitoring Internal Audit Function, MIA 7/2009
  - Financial Institutions Governance Program, FGP 3/2011

#### **Meeting attendance in 2023:**

Annual General Meeting of Shareholder: 1/1      Extraordinary General Meeting of Shareholder: 1/1      Board of Directors' Meeting: 10/10  
Audit Committee: 4/4      Corporate Governance and Sustainability Committee's Meeting: 3/3  
Nomination and Remuneration Committee's Meeting: 2/2



<b>Work Experience: Past 5 Years - Present</b>		
<b>Position in the Company &amp; Subsidiaries: 1 Company</b>		
2018 – Present	Independent Director/ Audit Committee Member	Buriram Sugar Public Company Limited
<b>Position in Listed Companies: 2 Companies</b>		
2014 – Present	Director (Independent Director)	TOT Public Company Limited
2015 – 2020	Director (Independent Director) Chairman of Audit Committee	Gunkul Engineering Public Company Limited
<b>Position in Other Limited Companies/ Organizations: 2 Companies and 2 Organizations</b>		
2010 – Present	Director	Thai Engineering Co., Ltd.
2005 – Present	Confucius scholars the “Brainchild”	Channel 3Thailand
2004 – Present	Consultant	Thai Robotics Society
2002 – Present	Chairman of the Technical Committee	ABU RoboCon (Thailand)
<b>Position in Competition/ Related to Businesses of the Company: - None -</b>		
<b>Qualifications for Business Operation/ Proficiency in Business:</b> Possesses knowledge and experiences of engineering and technology for development of the agricultural business and other businesses of the Company with up-to-date innovations as well as enhancement of the good corporate governance and experiences as Audit Director.		

**Attachment 12.1, 12.2 and 12.3****Proxy Forms**

Attachment 10.1 proxy form A	is general proxy form, simple to use.
Attachment 10.2 proxy form B	is proxy form that detailed authorization of each agenda item thoroughly, clearly, and fixedly.
Attachment 10.3 proxy form C	is specific form used only if the shareholder whose name is in the shareholders' register is an offshore investor who appoints a local custodian in Thailand to keep his/her shares in the custody.

Please  
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revenue  
stamp  
20 Baht

**Proxy Form A.****Attachment No. 10.1**Made at .....  
Date .....

1. I/We, ..... Nationality .....  
Residing at House No. .... Road ..... Sub-district .....  
District ..... Province ..... Zip Code .....

2. Being a shareholder of **Buriram Sugar Public Company Limited**,  
holding ..... shares in total which are entitled to cast ..... vote as follows:  
Ordinary share ..... shares in total which are entitled to cast ..... votes;  
Preference share ..... shares in total which are entitled to cast ..... votes

3. I/We wish to appoint

(1) Age ..... year  
Residing at House No. .... Road ..... Sub-district .....  
District ..... Province ..... Zip Code .....

(2) Age ..... year  
Residing at House No. .... Road ..... Sub-district .....  
District ..... Province ..... Zip Code ..... or

(3) Age ..... year  
Residing at House No. .... Road ..... Sub-district .....  
District ..... Province ..... Zip Code .....

Any one of them as my/our proxy to attend and vote on my/our behalf at 2024 Annual General Meeting of Shareholders to be held on April 22, 2024, at 13.30 hrs. via Hybrid Meeting at Siam Hall, 6th Floor, of Eastin Grand Hotel Phayathai which is located on 18 Phaya Thai Road, Thung Phaya Thai Subdistrict, Ratchathewi District, Bangkok 10400 and through electronics means (E-AGM) in accordance with the criteria specified in the laws on electronic conferencing, it may postpone or move the general meeting to another date, time and/or place.

Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our acts and performance in all aspects.

Signed ..... Grantor  
(.....)Signed ..... Grantee  
(.....)Signed ..... Grantee  
(.....)Signed ..... Grantee  
(.....)

**Remark:** A shareholder can appoint only one proxy to attend and vote on his/her behalf and may not split the number of shares to any proxies for spitting votes.

Please  
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revenue  
stamp  
20 Baht

**Proxy Form B.****Attachment No. 10.2**Made at.....  
Date.....

1. I/We, ..... Nationality .....

Residing at House No. .... Road ..... Sub-district .....

District ..... Province ..... Zip Code .....

2. Being a shareholder of **Buriram Sugar Public Company Limited**,  
holding ..... shares and vote as ..... vote as follows.

Ordinary share ..... shares and vote as ..... vote

Preference share ..... shares and vote as ..... vote

3. Authorized

(1) Age ..... year

Residing at House No. .... Road ..... Sub-district .....

District ..... Province ..... Zip Code .....

(2) Age ..... year

Residing at House No. .... Road ..... Sub-district .....

District ..... Province ..... Zip Code ..... or

(3) Mr. Surachai Kositsareewong, Independent Director, Audit Committee Member, Chairman of Corporate Governance and Sustainability Committee, and Chairman of Nomination and Remuneration Committee, 61 years old, Contact Address: 128/ 77- 78 7<sup>th</sup> Fl., Phayathai Plaza, Phayathai Road, Thung Phaya Thai Subdistrict, Ratchathewi, Bangkok, 10400 or

(4) Assoc. Prof. Dr. Djitt Laowattana, Independent Director, Chairman of Audit Committee and Corporate Governance and Sustainability Committee Member and Nomination and Remuneration Committee Member, 62 years old, Contact Address: 128/ 77-78 7<sup>th</sup> Fl., Phayathai Plaza, Phayathai Road, Thung Phaya Thai Subdistrict, Ratchathewi, Bangkok, 10400

Any one of them as my/our proxy to attend and vote on my/our behalf at 2024 Annual General Meeting of Shareholders to be held on April 22, 2024, at 13.30 hrs. via Hybrid Meeting at Siam Hall, 6th Floor, of Eastin Grand Hotel Phayathai which is located on 18 Phaya Thai Road, Thung Phaya Thai Subdistrict, Ratchathewi District, Bangkok 10400 and through electronics means (E-AGM) in accordance with the criteria specified in the laws on electronic meeting or such other date, time, and place as may be adjourned.

In the event of a force majeure event, the independent director who has acted as my/our proxy is unable to present at the meeting. I hereby authorize that the aforementioned independent director shall be deemed to be acting on my/our behalf in all aspects.

4. I was authorized attorney is vote acting me in this meeting as follows:

**Agenda 1** To certify the Minutes of the Annual General Meeting of Shareholders No.1/2023 held on April 27, 2023

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

**Agenda 2** To acknowledge the report on the Company's operating results for the year 2023

**\*\*No vote casting for this agenda as it is an acknowledgement agenda.\*\***

**Agenda 3** To certify and approve the audited financial statements for the year ended on December 31, 2023

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

**Agenda 4** To consider and approve the dividend payment from the Company's operating results for the fiscal year ended December 31, 2023 and the allocation of net profit as a legal reserve

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

**Agenda 5** To consider and approve the reappointment of directors whose term have expired in the year of 2024

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

The appointment of the entire board

Agree

Disagree

No vote

The appointment of the individual person

5.1 Name:..... Assoc. Prof. Dr. Djitt Laowattana.....

Agree

Disagree

No vote

5.2 Name:..... Mr. Anant Tangtongwechakit.....

Agree

Disagree

No vote

5.3 Name:..... Mrs. Wanphen Punyaniran.....

Agree

Disagree

No vote

5.4 Name:..... Mr. Adisak Tangtrongwechakit.....

Agree

Disagree

No vote

**Agenda 6 To consider and approve the remuneration of directors and sub-committees for the year 2024**

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

**Agenda 7 To consider and approve the appointment of auditors, and determination of auditors' remuneration for the year 2024**

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

**Agenda 8 To consider any other matter (if any)**

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

5. The proxy's voting for any agenda that is not consistent with the intention specified under this proxy shall be deemed invalid and shall not be considered as my voting as the shareholder.

6. In case the Meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

Any acts or performance caused by the proxy at the above meeting shall be deemed as my/our acts and performance in all aspects.

Signed ..... Grantor  
( ..... )

Signed ..... Grantee  
( ..... )

Signed ..... Grantee  
( ..... )

Signed ..... Grantee  
( ..... )

**Remark:**

- (1) The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and may not split the number of shares to many proxies for splitting votes.
- (2) The proxy may split the votes. In this regard, if the content is too long, it can be specified in the Attachment to Proxy Form B.

**Attachment to Proxy Form B.****A proxy is granted by a shareholder of Buriram Sugar Public Company Limited**

For the 2024 Annual General Meeting of Shareholders held on April 22, 2024, at 13.30 hrs. via Hybrid Meeting at Siam Hall, 6th Floor, of Eastin Grand Hotel Phayathai which is located on 18 Phaya Thai Road, Thung Phaya Thai Subdistrict, Ratchathewi District, Bangkok 10400 and through electronics means (E-AGM) in accordance with the criteria specified in the laws on electronic meeting or such other date, time, and place as may be adjourned.

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject Appointment of Directors (Continued) .....

Name: .....

Agree

Disagree

No vote

Name: .....

Agree

Disagree

No vote

Name: .....

Agree

Disagree

No vote

Name: .....

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote



Please  
stamped  
revenue  
stamp  
20 Baht

**Proxy Form C.****(For foreign shareholder who appointed custodian in Thailand only)**

Writing at \_\_\_\_\_  
Date \_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_  
Nationality \_\_\_\_\_  
1. I am, \_\_\_\_\_  
Residing at House No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Zip Code \_\_\_\_\_  
In position of owner business as depository and custodian to \_\_\_\_\_  
As shareholder of **Buriram Sugar Public Company Limited** \_\_\_\_\_  
total holding of shares \_\_\_\_\_ shares and vote as \_\_\_\_\_ vote as follows.  
Ordinary share \_\_\_\_\_ shares and vote as \_\_\_\_\_ vote  
Preference share \_\_\_\_\_ shares and vote as \_\_\_\_\_ vote  
2. Authorized  
(1) Age \_\_\_\_\_ year  
Residing at House No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Zip Code \_\_\_\_\_  
(2) Age \_\_\_\_\_ year  
Residing at House No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Zip Code \_\_\_\_\_ or  
(3) Age \_\_\_\_\_ year  
Residing at House No. \_\_\_\_\_ Road \_\_\_\_\_ Sub-district \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Zip Code \_\_\_\_\_

Any one of them as my/our proxy to attend and vote on my/our behalf at 2024 Annual General Meeting of Shareholders to be held on April 22, 2024, at 13.30 hrs. via Hybrid Meeting at Siam Hall, 6th Floor, of Eastin Grand Hotel Phayathai which is located on 18 Phaya Thai Road, Thung Phaya Thai Subdistrict, Ratchathewi District, Bangkok 10400 and through electronics means (E-AGM) in accordance with the criteria specified in the laws on electronic conferencing, it may postpone or move the general meeting to another date, time and/or place.

In the event of a force majeure event, the independent director who has acted as my/our proxy is unable to present at the meeting. I hereby authorize that the aforementioned independent director shall be deemed to be acting on my/our behalf in all aspects.

3. I was authorized attorney is vote acting me in this meeting as follows.

- Authorized as all share number was hold and right of vote.
- Partly authorized which are  
Ordinary share \_\_\_\_\_ shares and vote as \_\_\_\_\_ vote  
Preference share \_\_\_\_\_ shares and vote as \_\_\_\_\_ vote  
Total right of vote \_\_\_\_\_ vote

4. I was authorized attorney is vote acting me in this meeting as follows.

**Agenda 1** To certify the Minutes of the Annual General Meeting of Shareholders No.1/2023 held on April 27, 2023

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree  Disagree  No vote

**Agenda 2** To acknowledge the report on the Company's operating results for the year 2023

**\*\*No vote casting for this agenda as it is an acknowledgement agenda.\*\***

**Agenda 3** To certify and approve the audited financial statements for the year ended on December 31, 2023

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree  Disagree  No vote

**Agenda 4** To consider and approve the dividend payment from the Company's operating results for the fiscal year ended December 31, 2023 and the allocation of net profit as a legal reserve

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree  Disagree  No vote

**Agenda 5** To consider and approve the reappointment of directors whose term have expired in the year of 2024

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

The appointment of the entire board

Agree  Disagree  No vote

The appointment of the individual person

5.1 Name:..... Assoc. Prof. Dr. Djitt Laowattana.....

Agree  Disagree  No vote

5.2 Name:..... Mr. Anant Tangtongwechakit.....

Agree  Disagree  No vote

5.3 Name:..... Mrs. Wanphen Punyaniran.....

Agree  Disagree  No vote

5.4 Name:..... Mr. Adisak Tangtrongwechakit.....

Agree  Disagree  No vote

**Agenda 6 To consider and approve the remuneration of directors and sub-committees for the year 2024**

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

**Agenda 7 To consider and approve the appointment of auditors, and determination of auditors' remuneration for the year 2024**

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

**Agenda 8 To consider any other matter (if any)**

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

5. The proxy's voting for any agenda that is not consistent with the intention specified under this proxy shall be deemed invalid and shall not be considered as my voting as the shareholder.

6. In case the Meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

Signed ..... Grantor  
(.....)

Signed ..... Grantee  
(.....)

Signed ..... Grantee  
(.....)

Signed ..... Grantee  
(.....)

**Remark:**

(1) This Proxy form C shall be applicable only for the shareholders who appoint the Custodian in Thailand as depository and custodian share.

(2) The follow document shall be attached with this proxy from:

- a) Proxy from shareholder authorizing a custodian to sign the proxy from on behalf of the shareholder
- b) Certified letter of Custodian on permission for custodian business.

(3) The shareholder appointing the proxy must authorize only one proxy to attend and vote at the Meeting and may not split the number of shares to many proxies for splitting votes.

(4) In case there is agenda other than the agenda specified, the Additional can be specified in Continuation of Proxy Form C.

**Attachment Proxy Form C.****A proxy is granted by a shareholder of Buriram Sugar Public Company Limited**

For the 2024 Annual General Meeting of Shareholders held on April 22, 2024, at 13.30 hrs. via Hybrid Meeting at Siam Hall, 6th Floor, of Eastin Grand Hotel Phayathai which is located on 18 Phaya Thai Road, Thung Phaya Thai Subdistrict, Ratchathewi District, Bangkok 10400 and through electronics means (E-AGM) in accordance with the criteria specified in the laws on electronic meeting or such other date, time, and place as may be adjourned.

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject Appointment of Directors (Continued) .....

Name: .....

Agree

Disagree

No vote

Name: .....

Agree

Disagree

No vote

Name: .....

Agree

Disagree

No vote

Name: .....

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

Agenda No. .... Subject .....

(a) The proxy is entitled to cast the votes on my/our behalf at its own discretion.

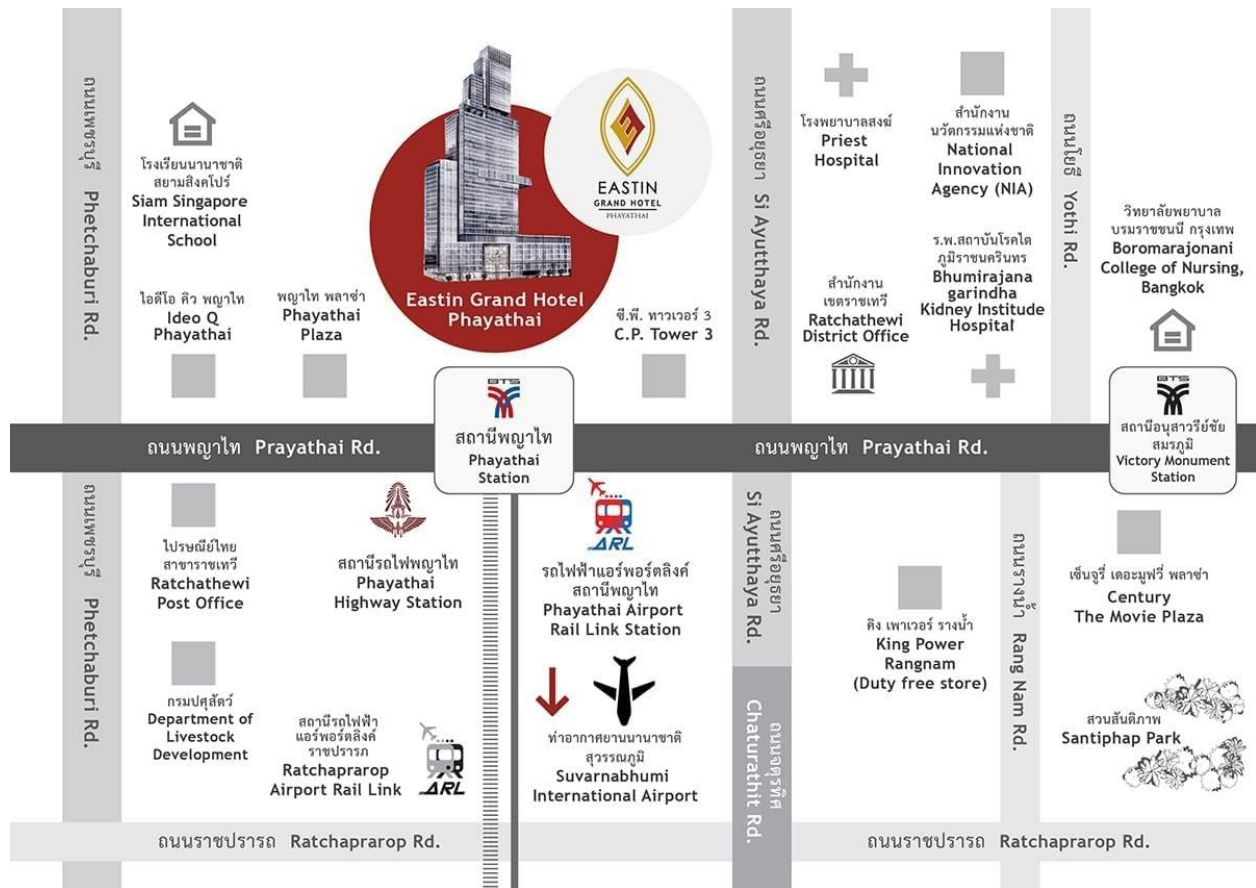
(b) The proxy must cast the votes in accordance with the following instructions:

Agree

Disagree

No vote

**Map of the Meeting Venue**



**How to travel to the meeting venue:**

<b>BTS Sky Train</b>	Phayathai BTS Station, Exit 1 and walk from Skybridge around 200 meter to the hotel
<b>Airport Link</b>	Phayathai Station
<b>Bus</b>	Bus line 29, 34, 36,54, 59, 172, 177,187
<b>Train</b>	Phayathai Railway Halt then go down the street around 100 meters.
<b>Car</b>	<b>From Pathuwan junction</b> , go straight to Phayathai Rd., heading for Ratchathewi junction. Keep the direction around 200 meters. The hotel is on the left-hand side

**Privacy Notice**

The Company shall certify the following practices in order for shareholders and/or proxies to recognise and comprehend the collection, use, disclosure, and processing of Personal Data in accordance with the Personal Data Protection Act B.E. 2562 (2019);

**1. Personal Data to be collected**

It is necessary for the Company to collect Personal Data directly from shareholders and/or proxy holders. Personal Data consists of the following:

- 1.1 Personal Data of shareholders and/or proxy holders e.g., name, family name, identification number, date of birth, gender, shareholder's registration number, number of shares, photograph, video recording in the event.
- 1.2 Contact information e.g., address, telephone number, email, etc.

In the event of giving authorization, it is necessary for the Company to request for a copy of identification card/passport of authorized persons and/or proxy holders which may contain religion and nationality information. The Company does not wish to collect such sensitive information. The information's owner can conceal it prior to the document submission to the Company, Thailand Securities Depository Office and/or other relevant parties

**2. Personal Data collection**

A direct collection of Personal Data from the owner will be proceeded as deemed necessary to be in line with clear purposes as mentioned. The Company may collect Personal Data from any other sources, but only in necessity by means prescribed by law.

**3. Purposes of collection, use and disclosure of Personal Data**

The Company collects, uses, and discloses Personal Data for the following purposes:

- 3.1 to call for, hold and organize the shareholders' meeting which includes your identity authentication, document transmission, performing any action in order to comply with the resolution of the shareholders' meeting, organizing activities, and sending any newsletter or information offers for the benefit of the shareholders;
- 3.2 to prepare the minutes of the shareholders' meeting and for your meeting attendance, to protect the security, and to exercise any relevant action as deemed necessary for legitimate interests of the Company and individuals within the limit which you might reasonably have been expected.

Therefore, the Company will collect, use, and disclose your Personal Data and the referred person without your consent as authorized by the Personal Data Protection Act, B.E. 2562 (2019): for legitimate interests of the Company or any other persons or juristic persons or for compliance with law to which the Company is subjected.

#### **4. Your rights as the owner of Personal Data**

As the owner of Personal Data, you have the rights as stipulated in the Personal Data Protection Act, B.E. 2562 (2019), which include the right to withdraw the consent, the right to access and obtain a copy of your Personal Data, the right to correct, delete or destroy your Personal Data, the right to request suspension of the processing of your Personal Data, the right to transfer your Personal Data according to the measures stipulated by law, the right of complaint and the right to dissent to the processing or disclosing of your Personal Data.

#### **5. Disclosure of personal data to other persons or agencies**

The Company may be required to disclose Personal Data to other persons or juristic persons or regulatory authorities, who work in cooperation with the Company for the compliance of the purposes as mentioned in this notice.

#### **6. Personal Data Retention Period**

The Company will retain your Personal Data under item 1 within the period specified by relevant law and/or as deemed necessary to achieve the purpose under item 3. The Company will later delete and destroy such data. Unless it is necessary to further retain such data as required by relevant law or for the protection of benefits of the Company.

#### **7. Contact Information**

For more details of Personal Data Protection, please contact:

To: Company Secretary, Director Office  
Buriram Sugar Public Company Limited  
128/77-78 Phayathai Plaza Building 7th Fl., Phayathai Road,  
Thung Phayathai, Ratchathewi, Bangkok 10400





## **BURIRAM SUGAR PUBLIC COMPANY LIMITED**

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**Telephone : +66-2216-5820-2 Fax : +66-2216-5823**

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