



Charoen Pokphand Foods Plc.

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The Annual General Shareholders Meeting No 1/2014 of CPF



Led by Mr. Adirek Sripratak (6th from left) Vice chairman, President and CEO. Charoen Pokphand Foods Plc. held the Annual General Shareholder's Meeting No. 1/2014 on April 25, 2014 at Panyapiwat Institute of Management, Chaeng Wattana Road

CPF's resolution of the Annual General Shareholders' Meeting No1/2014

Charoen Pokphand Foods Public Company Limited would like to inform that the Annual General Shareholders' Meeting No. 1/2014 convened on April 25, 2014 passed the resolutions as follows:

1. Adoption of the Minutes of the Annual General Shareholders' Meeting No. 1/2013 held on April 24, 2013. The voting results were as follows:

- Approved 5,574,732,426 votes, equal to 99.99% of the total number of votes of shareholders who attend the meeting and cast their votes.
- Objected 19,000 votes and Abstained 328,500 votes.

2. Acknowledgement of the report on the Company's operating results for the year 2013

3. Approval of the statements of financial position and the statements of income for the year ended December 31, 2013. The voting results were as follows:

- Approved 5,575,176,748 votes, equal to 99.99% of the total number of votes of shareholders who attend the meeting and cast their votes.
- Objected 19,000 votes and Abstained 259,920 votes.

4. Approval of no appropriation of profit as an additional legal reserve, and approval of dividend payment from the Company's operating results of the year 2013 at Baht 0.50 per share in total. In this regard, the Company already distributed the first dividend payment to shareholders as an interim dividend at Baht 0.25 per share on September 6, 2013. Therefore, the remaining dividend for the second dividend payment shall be at Baht 0.25 per share for 7,742,941,932 ordinary shares, which have the rights to receive the dividend, totaling Baht 1,935,735,483.00. The details of the second dividend payments are as follows:

- (1) The dividend of Baht 0.20 per share, totaling Baht 1,548,588,386.40, will be paid from dividends received from the Company's subsidiaries. Such dividends were appropriated from the taxable profits of the subsidiaries, which are subject to 23% corporate income tax; and
- (2) The dividend of Baht 0.05 per share, totaling Baht 387,147,096.60, will be derived from dividends which the Company received from its subsidiaries. Such dividends were appropriated from the taxable profits of the subsidiaries, which are subject to 20% corporate income tax.

Therefore, recipients who receive dividends stated in clause (1) and (2) are subject to withholding tax according to rules and conditions of the Revenue Code. However, recipients who are natural persons shall be entitled to a tax credit in accordance with Section 47 bis of the Revenue Code.

In this regard, the record date for the right to receive the dividend is set on May 8, 2014 and the share register book shall be closed on May 9, 2014 for Thailand Securities Depository Co., Ltd. to collect the shareholders' names in compliance with Section 225 of the Securities and Exchange Act B.E. 2535. Additionally, the dividend payment will be made on May 23, 2014. The voting results were as follows:

- Approved 5,575,287,048 votes, equal to 99.99% of the total number of votes of shareholders who attend the meeting and cast their votes.
- Objected 30,000 votes and Abstained 243,320 votes.

5. Approval of the re-appointment of 5 directors, whose terms were due on the date of this Annual General Shareholders' Meeting No. 1/2014, namely Mr. Arsa Sarasin, Professor Dr. Pongsak Angkasith, Dr. Veeravat Kanchanadul, Mr. Sunthorn Arunanondchai and Mrs. Arunee Watcharananan be directors of the Company for another term, with the following voting results:

- 1) Mr. Arsa Sarasin
 - Approved 5,512,863,108 votes, equal to 98.88% of the total number of votes of shareholders who attend the meeting and cast their votes.
 - Objected 62,623,100 votes and Abstained 406,120 votes.
- 2) Professor Dr. Pongsak Angkasith
 - Approved 5,575,427,708 votes, equal to 99.99% of the total number of votes of shareholders who attend the meeting and cast their votes.
 - Objected 54,000 votes and Abstained 410,620 votes.
- 3) Dr. Veeravat Kanchanadul
 - Approved 5,541,899,518 votes, equal to 99.40% of the total number of votes of shareholders who attend the meeting and cast their votes.
 - Objected 33,582,190 votes and Abstained 410,620 votes.
- 4) Mr. Sunthorn Arunanondchai
 - Approved 5,471,480,589 votes, equal to 98.14% of the total number of votes of shareholders who attend the meeting and cast their votes.
 - Objected 103,532,190 votes and Abstained 879,549 votes.
- 5) Mrs. Arunee Watcharananan
 - Approved 5,546,014,128 votes, equal to 99.49% of the total number of votes of shareholders who attend the meeting and cast their votes.
 - Objected 28,345,590 votes and Abstained 1,532,620 votes.
6. Approval of the remuneration of directors for the year 2014 at the same rate as those of the year 2013 as follows:
 - 1) Monthly remuneration

Chairman	200,000 Baht per month
Vice Chairman	150,000 Baht per month
Director	100,000 Baht per month
 - 2) Special remuneration of entire Board of Directors at the rate of 0.50% of the annual dividend of each year. The special remuneration will be allocated to each director at the discretion of the Board of Directors.

Nonetheless, any director being the Company's employee or holding a position as a member of audit committee shall receive the director's remuneration as above mentioned in addition to his/her salary as employee or remuneration as member of audit committee, as the case may be.

The voting results were as follows:

- Approved 5,540,613,039 votes, equal to 99.37% of the total number of votes of shareholders who attend the meeting.
- Objected 458,420 votes and Abstained 580,920 votes.

In this agenda, there were 34,250,969 shares had no right to vote.

7. Approval of the appointment of Mrs. Munchupa Singsuksawat, C.P.A. (Thailand) Registration No. 6112, Mr. Charoen Phosamritlert, C.P.A (Thailand) Registration NO. 4068 and Mr. Veerachai Ratanajaratkul, C.P.A. (Thailand) Registration No.4323 of KPMG Phoomchai Audit Ltd. be the auditors of the Company for the year 2014, whereby any of the appointed auditors shall have the authority to audit and express their opinions on the financial statements of the Company.

In addition, the shareholders approved the annual audit fee of Baht 3,290,000 for the annual audit and quarterly review of the separate financial statements and the consolidated financial statements of the Company for the year 2014. The voting results were as follows:

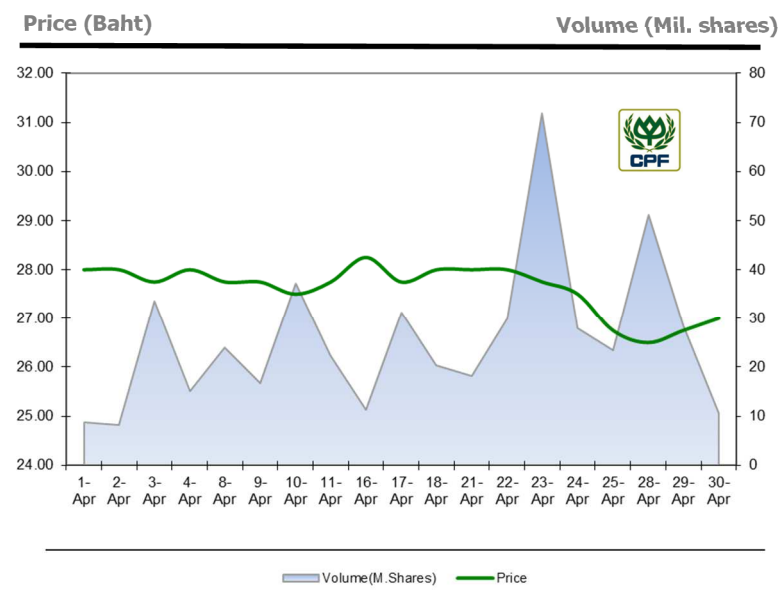
- Approved 5,574,914,058 votes, equal to 99.99% of the total number of votes of shareholders who attend the meeting and cast their votes.
 - Objected 326,920 votes and Abstained 684,320 votes.
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Five Star India celebrates the success of 100 branches



Mr. Sanjeev Pant, Senior Vice President of branded food business for Charoen Pokphand India together with managements and executives organized a “Thank You Party” to celebrate the success of Five Star India which can expanded to 100 branches within 18 months (from October 2555). The party is to thank you franchisees, vendors and staffs for this success. The event was held at CP Tower, Bangalore India.

Price Performances: CPF



April 2014	
Highest Price	28.50
Lowest Price	26.50
Closed Price	27.00
Average Volume/Day (Shares)	25,780,000

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