

Agenda for the Annual General Shareholders' Meeting No. 1/2026
Charoen Pokphand Foods Public Company Limited

Item 1 To adopt the Minutes of the Annual General Shareholders' Meeting No. 1/2025

Facts and Reasons

The Annual General Shareholders' Meeting No. 1/2025 was held on April 24, 2025. A copy of the minutes of the Meeting was published on the Company's website within 14 days after that meeting and distributed together with the invitation letter.

Board's Opinion

After due consideration, the Board of Directors is of the opinion that the said minutes should be adopted at the Shareholders' Meeting.

Resolution

This matter shall be passed by the affirmative resolution of a majority vote of shareholders who attend the Meeting and cast their votes.

Item 2 To acknowledge the report on the Company's operating results for the year 2025

Facts and Reasons

The operating results of the Company for the year 2025, including Management Discussion and Analysis, as reported in the Annual Report 2025 (Form 56-1 One Report), were distributed together with the invitation letter.

Board's Opinion

For the Meeting's acknowledgement of the operating results of the Company for the year 2025.

Item 3 To approve the statements of financial position and the statements of income for the year ended December 31, 2025

Facts and Reasons

The audited statements of financial position and statements of income for the year ended December 31, 2025 and the report of the Certified Public Accountant were distributed together with the invitation letter.

Board's Opinion

After due consideration, the Board of Directors is of the opinion that the Meeting should approve the audited statements of financial position and statements of income for the year ended December 31, 2025.

Resolution

This matter shall be passed by the affirmative resolution of a majority vote of shareholders who attend the Meeting and cast their votes.

Item 4 To approve the appropriation of profit and annual dividend payment for the year 2025

Facts and Reasons

Under the provisions of the Public Limited Company Act B.E. 2535, the Company must appropriate at least 5% of its annual net profit as a legal reserve until the reserve reaches 10% of its registered share capital. At present, the Company's legal reserve is sufficient in compliance with the law. Therefore, the Company does not need to appropriate 2025 annual net profit as a legal reserve.

With regard to dividend payment, the Company has a policy to pay dividends to shareholders twice a year. The total dividend paid each year will not be less than 30% of annual net profit (which is attributable to equity holders of the Company according to the consolidated financial statements). The dividend payments may be subject to change, depending on the Company's operations results, its financial position, future projects and prevailing economic conditions at the time.

In accordance with the Company's operating results of the year 2025, the Board of Directors is of the opinion that the Company should distribute its profits as the dividend to shareholders at Baht 1.25 per share in total. In this regard, the Company already paid the first dividend payment to shareholders as an interim dividend at Baht 1.00 per share, totaling Baht 8,243 million, on September 12, 2025.

The Board of Director then proposes that the Meeting should approve the second dividend payment at Baht 0.25 per share, totaling Baht 2,042 million (calculated from the total number of issued shares of the Company minus 239,478,400 repurchased shares at February 25, 2026). This dividend when combined with the first dividend payment paid during the year 2025 will totally be Baht 10,285 million, or 41% of 2025 net profit (attributable to equity holders of the Company according to the consolidated financial statements), which is in line with the Company's dividend policy. The second dividend payment will be paid from dividends received from the Company's subsidiaries appropriated from the taxable profits of the subsidiaries which were subject to 20% corporate income tax. Therefore, recipients who receive dividends 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 Board of Directors proposed to set the record date for the right to receive the dividend on May 6, 2026 and the dividend payment will be made on May 22, 2026.

Board's Opinion

After due consideration, the Board of Directors is of the opinion that the Meeting should approve that the Company need not appropriate annual net profit as a legal reserve since its amount is in compliance with the law and approve the proposed dividend payment for the year 2025 as follows:

Details of Dividend Payment	2025	2024
Dividend payment (Baht/share)	1.25	1.00
- The first dividend payment	1.00	0.45
- The second dividend payment	0.25	0.55
Total amount of the dividend payment (Baht)	10,284,931,831	8,243,060,785
Dividend payout ratio base on consolidated financial statements (%)	41	42
Number of shares having the rights to receive dividend (shares)		
- The first dividend payment	8,243,060,785 ¹	8,243,060,785 ¹
- The second dividend payment	8,167,484,185 ²	8,243,060,785 ¹

¹ Calculated from the total number of issued shares of the Company minus 163,901,800 repurchased shares

² Calculated from the total number of issued shares of the Company minus 239,478,400 repurchased shares, as of February 25, 2026

Resolution

This matter shall be passed by the affirmative resolution of a majority vote of shareholders who attend the Meeting and cast their votes.

Item 5 To appoint directors to replace directors who retire by rotation

Facts and Reasons

According to the Company's Articles of Association, one-third of the directors shall retire from office at every Annual General Shareholders' Meeting. There will be 5 directors whose retirement coincides with the Annual General Shareholders' Meeting No. 1/2026, namely;

1. Mr. Sek Wannamethee
2. Mrs. Arunee Watcharananan
3. Dr. Sujint Thammasart, D.V.M.
4. Mr. Montri Suwanposri
5. Mr. Siripong Aroonratana

Mr. Siripong Aroonratana has resigned from directorship of the Company, effective January 1, 2026.

The Company also provided an opportunity for shareholders, during the period from October 1, 2025 to December 31, 2025, to nominate qualified candidates for directorship. There was no shareholder proposed candidates to be nominated for directorship.

After due care consideration as proposed by the Remuneration and Nominating Committee, the Board of Directors is of the opinion that the Meeting should re-appoint Mr. Sek Wannamethee, Mrs. Arunee Watcharananan, Dr. Sujint Thammasart, D.V.M., and Mr. Montri Suwanposri, who retire by rotation, as directors for another term and appoint Mrs. Kobboon Srichai as a director in place of Mr. Siripong Aroonratana. These nominated persons have knowledge, capability and experience that will benefit the Company's business and possess the qualifications required by the Public Limited Company Act B.E. 2535, the Notification of the Board of Governors of the Stock Exchange of Thailand

and the Notification of the Capital Market Supervisory Board as well as Corporate Governance and Sustainable Development Policy of the Company.

In addition, the Remuneration and Nominating Committee has also taken into account the board skills matrix, diversity and the criteria for determining good qualification for a company director by various organizations as additional factors in nominating such persons. For the person to be nominated as an independent director, the Board of Directors is of the opinion that the said person are qualified as an independent director per the relevant criteria and regulations and shall be able to provide independent opinion in compliance with relevant rules and regulations. The personal data of each nominated person were distributed together with the invitation letter.

Board's Opinion

After due consideration, the Board of Directors is of the opinion that the Meeting should approve the re-appointment of Mr. Sek Wannamethee, Mrs. Arunee Watcharananan, Dr. Sujint Thammasart, D.V.M. and Mr. Montri Suwanposri, who retire by rotation, as directors for another term and the appointment of Mrs. Kobboon Srichai as a director in place of Mr. Siripong Aroonratana.

Resolution

This matter shall be passed by the affirmative resolution of a majority vote of shareholders who attend the Meeting and cast their votes with the following rules and procedures.

- (1) Each shareholder shall have one vote for each share.
- (2) Each shareholder shall use all votes he/she has in accordance with (1) above to elect one or many persons to be director(s), provided that split vote is prohibited.
- (3) The persons who are respectively received the most votes shall be appointed to be directors corresponding to the number of directors that would be appointed in such Meeting. In the event of equal votes among the persons last so appointed that cause the number of directors exceed the number that would be appointed, the election shall be made by casting vote of the Chairman.

Item 6 To approve the remuneration of the directors for the year 2026

Facts and Reasons

According to Article 24 of the Company's Articles of Association, the Company shall pay remuneration to the directors related to their performance as deemed necessary and appropriate.

After due consideration as proposed by the Remuneration and Nominating Committee, the Board of Directors is of the opinion that the remuneration paid to the directors for the year 2025 as approved by the Annual General Shareholders' Meeting No 1/2025 was appropriate to the duties and responsibilities of directors and is consistent with the Company's business context and value. Therefore, the Meeting should approve the remuneration of the directors for the year 2026 at the same rates as those for 2025, as follows:

(1) Monthly remuneration

The monthly remuneration for each director in accordance with the position in the Board of Directors is as follows:

Chairman	Bath 200,000 per month
Vice Chairman	Bath 150,000 per month
Director	Bath 100,000 per month

(2) Special remuneration

The special remuneration for entire Board of Directors is at the rate of 0.50% of annual dividend payment of each year. The special remuneration will be allocated at the discretion of the Board of Directors.

(3) Other remuneration

None

However, any director being the Company's employee or holding a position as a member of the Audit and Risk Management Committee or other sub-committees shall receive the director's remuneration as above mentioned in addition to his salary as employee or remuneration as member of the Audit and Risk Management Committee or other sub-committees, as the case may be.

For the remuneration of the sub-committees, the Board of Directors considers it appropriate to revise the remuneration as proposed by the Remuneration and Nominating Committee, whereby members of each sub-committee will receive remuneration according to their positions as follows

(Unit : Baht)		Year 2026		Year 2025	
		Chairman	Member	Chairman	Member
Audit and Risk Management Committee	(per month)	300,000	200,000	450,000	200,000
Corporate Governance and Sustainable Development Committee	(per meeting)	50,000	30,000	50,000	30,000
Remuneration and Nominating Committee	(per meeting)	50,000	30,000	50,000	30,000

Board's Opinion

After due consideration, the Board of Directors is of the opinion that the Meeting should approve the remuneration of the directors for the year 2026 as proposed.

Resolution

This matter shall be passed by the affirmative resolution of a vote of not less than two-thirds of the total number of votes of shareholders who attend the Meeting.

Item 7 To appoint the Company's auditors and fix the remuneration for the year 2026

Facts and Reasons

In compliance with the law and the Articles of Association of the Company, the Meeting should appoint the auditors to audit and express an opinion on the financial statements of the Company, and fix the auditors' remuneration for the year 2026.

The Audit and Risk Management Committee has reviewed the auditors' qualifications and performance in the year 2025 and opined that auditors from KPMG Phoomchai Audit Ltd. ("KPMG") have good working standards, perform duties independently and responsibly; therefore, proposed to the Board of Directors for consideration.

After due consideration as proposed by the Audit and Risk Management Committee, the Board of Directors is of the opinion that the Meeting should appoint auditors from KPMG Phoomchai Audit Ltd. ("KPMG") as the auditors of the Company for the year 2026 as follows:

Name of auditors		Registration No.	Number of years certified the Company's financial statements
1.	Miss Sawitree Ongksirimemongkol	10449	_1
2.	Mr. Charoen Phosamritlert	4068	_2
3.	Mrs. Munchupa Singsuksawat	6112	6 ³

¹ The principal auditor who will sign to certify the Company's financial statements for the fiscal year 2026 as the first year

² Certified the Company's financial statements for the fiscal year 2007-2011 and 2017-2019

³ Certified the Company's financial statements for the fiscal year 2012-2016 and 2020-2025

Any of the auditors shall have the authority to audit and express their opinions on the financial statements of the Company. Those nominated auditors are approved by the Office of the Securities and Exchange Commission, and have no significant relationship or interest with the Company, its subsidiaries, management, major shareholders or their related persons which may have an effect on performing their tasks independently. Details of auditors were distributed together with the invitation letter. In case that some of the Company's subsidiaries are not audited by the same auditor firm, the Company's Board of Directors is responsible for ensuring that such subsidiaries are able to prepare their financial statements within the schedules.

For the auditors' remuneration, the shareholders should approve the annual fee of Baht 4,250,000 for the annual audit and quarterly review of the separate financial statements and the consolidated financial statements of the Company for the year 2026, which is the same rate as year 2025. In addition, in 2025, the Company paid remuneration to

KPMG for service of verifying the compliance with the conditions of Investment Promotion Certificate (BOI) in the amount of Baht 120,000 which is the same rate as year 2024.

Board's Opinion

After due consideration, the Board of Directors is of the opinion that the Meeting should approve the Company's auditors and fix the remuneration for the year 2026 as proposed.

Resolution

This matter shall be passed by the affirmative resolution of a majority vote of shareholders who attend the Meeting and cast their votes.

Item 8 To approve the increase of debenture issuance limit

Facts and Reasons

The Annual General Shareholders' Meeting No. 1/2018 on April 24, 2018 passed a resolution approving the Company to issue and offer debentures in the total amount of Baht 150,000 million. As of January 31, 2026, the Company's outstanding face value amount of debentures, which not be redeemed, was totaled Baht 148,000 million. Accordingly, the Company has a remaining debenture issuance limit of Baht 2,000 million. Therefore, in order to enhance the Company's financing flexibility and to replace higher cost funding sources with more favorable alternatives (Refinancing), the Meeting should consider the increase of the debenture issuance limit by Baht 50,000 million in adding, totaling Baht 200,000 million, so that the aggregate face value amount of debentures issuing at each time when combined with the aggregate face value amount of outstanding debentures of all types, which not be redeemed, at each certain debenture issuance, shall not exceed Baht 200,000 million or the equivalent in other currencies. However, key terms and conditions of the Company's debentures to be offered and issued¹ shall be summarized as follows:

Type	:	All types of debentures, with name or bare registered, unsecured, with or without debenture holders' representative in accordance with market conditions at each time of offering
Currency	:	Thai Baht and/or the equivalent in other currencies
Interest Rate	:	Depending on market conditions at the time of each offering and issuance
Term	:	Depending on market conditions at the time of each offering and issuance which the Company may redeem debentures prior to their maturity
Offering Method	:	To offer domestically and/or internationally through a public offering and/or a private placement to specific invertors and/or high net worth investors and/or institutional investors

and empower the authorized directors of the Company as set forth in the Company's Affidavit to perform any necessary actions for the issuance and offering of the debentures, including, but not limited to, certifying the accuracy and completeness of information contained in registration statement and draft prospectus.

Board's Opinion

The Board of Directors is of the opinion that the shareholders' meeting should approve the increase of debenture issuance limit of Baht 50,000 million in adding, from Baht 150,000 million to Baht 200,000 million.

Resolution

This matter shall be passed by an affirmative resolution of not less than three-fourths of the total number of votes of shareholders attending the meeting and having the right to vote.

Item 9 To respond to the queries

¹ The significant terms and conditions are not difference from those approved by the Annual Genera shareholders' Meeting No. 1/2018