



2021 Annual General Meeting of Shareholders Buriram Sugar Public Company Limited

Thursday 29th April 2021 at 10.00 hrs. (Registration 9.00 hrs.)

through Electronic Media (E-AGM)

according to the Emergency Decree on Electronic Meeting B.E. 2563

Convene the meeting through electronic media (E-AGM) only

Attend in person:

Shareholders will be able to register through the system from 7 April 2021 at 9.00 a.m. onwards

Attend by proxy (Recommend to grant proxy to Independent Director)

Shareholder shall submit the registration documents to the Company within Thursday 22 April 2021 via the following channels

1. E-mail: Companysecretary@brr.co.th or
2. Post: 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

No. BRR2 2021/009

April 2th, 2021

Subject: Invitation to the 2021 Annual General Meeting of Shareholders

To: Shareholders of Buriram Sugar Public Company Limited

Attachment

1. Copy of the minutes of the 2020 Annual General Meeting of Shareholders held on August 26th, 2020 (For consideration of agenda 1)
2. 2020 Annual Report (Digital File) in the form of QR Code including consolidated statements of financial position, profit/loss financial statements and statement of comprehensive income 2020 (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. Company's articles of association concerning to the shareholders' meeting
7. Guidelines of the 2021 Annual General Meeting of Shareholders
 - Necessary documents and evidences for meeting attendance
 - Proxy authorization and method of proxy authorization
 - Voting procedures and votes counting
8. Procedures to attend the 2021 Annual General Meeting of Shareholders
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. Registration Form for attending the Annual General Meeting of Shareholders through Electronic Media (E-AGM)
12. Requisition form for a printed copy of 2020 Annual Report

The Board of Directors' Meeting No. 1/2021 of Buriram Sugar Public Company Limited which was held on February 23, 2021 had the resolution to convene the 2021 Annual General Meeting of Shareholders ("AGM") **on Thursday 29 April 2021, at 10.00 A.M. (Registration at 09.00-10.00 A.M.) via electronics meeting (E-AGM) only in accordance with the criteria specified in the laws on electronic meeting** at the Meeting room of the Buriram Sugar Public Company Limited (Bangkok Office), which is located on No. 128/77-78 Phayathai Plaza Building 7th Fl., Phayathai Road, Thungphayathai, Ratchathewi, Bangkok 10400 to consider the following agenda.

Agenda 1 **To certify the Minutes of the 2020 Annual General Meeting of Shareholders held on Wednesday 26 August, 2020**

Facts and Rationale: The minutes of 2020 Annual General Meeting of Shareholders which was held on Wednesday 26 April, 2020 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 2020 Annual General Meeting of Shareholders had correctly been stated. Thus, The Board of Directors agrees to propose to the 2021 Annual General Meeting of Shareholders to consider and approve 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 2020**

Facts and Rationale: The Company summarized the performance and importance changes of the year 2020 that are disclosed in the 2020 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 2020.

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, 2020**

Facts and Rationale: The Board of Directors has provided financial statement of the company for the year ended December on 31, 2020 which has been audited by the certified public accountant to propose to the 2021 Annual General Meeting of Shareholders to consider and approve in conformance with the Section 112 of Public Company Limited Act, B.E. 2535 (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, 2020 which has been audited by the certified public accountant of PricewaterhouseCoopers ABAS Ltd. 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.



Buriram Sugar Public Company Limited

Financial Statements

Unit: Million Baht

	As at December 31					
	2018 (Consolidated)		2019 (Consolidated)		2020 (Consolidated)	
	Amount	Percent	Amount	Percent	Amount	Percent
Assets						
Current Assets						
Cash and Deposits with financial institutions	179.13	1.74	40.61	0.47	60.42	0.70
Trade receivables – net	360.41	3.51	388.69	4.49	131.09	1.51
Farmer receivables – net	598.55	3.52	210.62	2.43	366.58	4.23
Accrued revenue – Office of Cane and Sugar Fund	301.51	2.93	325.52	3.76	300.84	3.47
Inventories	1,337.51	13.02	911.95	10.53	568.44	6.56
Current portion of long-term borrowings to farmers	134.93	1.31	127.43	1.47	38.25	0.44
Other current assets	58.48	0.57	65.31	0.75	25.79	0.30
Total current assets	2,970.52	28.91	2,070.13	23.90	1,491.41	17.22
Non-current assets						
Farmer non-current receivables	27.11	0.26	31.12	0.36	117.24	1.35
Non-current accrued revenue– Office of Cane and Sugar Fund	148.08	1.44	158.76	1.83	170.20	1.96
Other long-term investments – net	2.05	0.02	1.41	0.02	-	-
Investment in an associate	1,208.11	11.76	1,111.34	12.83	1,004.93	11.60
Financial assets measured at fair value through Other comprehensive income					11.41	0.13
Long-term borrowings to farmers – net	272.94	2.66	193.26	2.23	145.24	1.68
Real estate investment	3.97	0.04	3.97	0.05	3.97	0.05
Property, plant and equipment – net	5,432.15	52.86	5,674.84	65.50	5,532.25	63.86
Right - of-use assets, net					13.88	0.16
Intangible assets – net	31.09	0.30	31.06	0.36	27.25	0.31
Deferred tax assets – net	162.60	1.58	126.61	1.46	128.15	1.48
Other non-current assets	17.60	0.17	26.75	0.31	17.31	0.20
Total non-current assets	7,305.71	71.09	7,359.12	84.95	7,171.82	82.78
Total assets	10,276.23	100.00	9,429.25	108.84	8,663.23	100.00

Unit: Million Baht

	As at December 31					
	2018 (Consolidated)		2018 (Consolidated)		2018 (Consolidated)	
	Amount	Amount	Amount	Amount	Amount	Amount
Liabilities and equity						
Current liabilities						
Bank overdrafts	0.34	0.00	-	-	-	-
Trade and other payables	817.89	7.96	839.19	8.90	674.59	7.79
Short-term borrowings from financial institutions	2,617.91	25.48	2,611.88	27.70	758.87	8.76
Short-term borrowings from others					349.36	4.03



Buriram Sugar Public Company Limited

Current portion of long-term borrowings from financial institutions due within 1 year	384.14	3.74	295.99	3.14	261.25	3.02
Current portion of long-term borrowings from an associate due within 1 year	202.51	1.97	211.24	2.24	223.57	2.58
Current portion of hire-purchase liabilities due within 1 year	10.89	0.11	7.18	0.08	-	-
Debentures	-	-	-	-	-	-
Long-term borrowings from financial institutions	-	-	-	-	-	-
Current portion of hire-purchase liabilities					7.25	0.08
Current portion of lease liabilities						
Current portion of employee benefit obligations due within 1 year	7.50	0.07	8.04	0.09	6.68	0.08
Income tax payable	6.46	0.06	4.67	0.05	16.37	0.19
Other current assets	14.42	0.14	9.83	0.10	15.53	0.18
Total current liabilities	4,062.06	39.53	3,988.02	42.29	2,313.46	26.70
Non-current liabilities	-	-				
Long-term borrowings from financial institutions	487.79	4.75	488.47	5.18	1,470.11	16.97
Long-term borrowings from an associate – net due within 1 year	3,177.32	30.92	3,024.41	32.07	2,918.13	33.68
Hire-purchase liabilities – net due within 1 year	10.50	0.10	8.67	0.09	-	-
Lease liabilities, net					13.51	0.16
Deferred tax liabilities – net					29.89	0.35
Debentures	-	-	-	-	-	-
Retirement benefit obligations – net	38.04	0.37	56.74	0.60	59.17	0.68
Other non-current liabilities	-	-	-	-	3.12	0.04
Total non-current liabilities	3,713.65	36.14	3,578.30	37.95	4,493.94	51.87
Total liabilities	7,775.72	75.67	7,566.32	80.24	6,807.40	78.58

Unit: Million Baht

	As at December 31					
	2018 (Consolidated)		2018 (Consolidated)		2018 (Consolidated)	
	Amount	Amount	Amount	Amount	Amount	Amount
Equity	-	-	-	-	-	-
Share capital	-	-	-	-	-	-
Authorized share capital	812.10	7.90		-		-
Issued and paid-up share capital	812.10	7.90	812.10	8.61	812.10	9.37
Premium on ordinary shares	954.67	9.29	954.67	10.12	954.67	11.02
Retained earnings	-	-	-	-	-	-
Appropriated – Legal reserve	56.60	0.55	56.60	0.60	65.97	0.76
Unappropriated	675.70	6.58	38.25	0.41	13.75	0.16
Other components of equity	0.06	0.00	-	-	8.00	0.09
Non-controlling interests	1.38	0.01	1.32	0.01	1.35	0.02
Total equity	2,500.51	24.33	1,862.93	19.76	1,855.83	21.42
Total liabilities and equity	10,276.23	100	9,429.25	100	8,663.23	100



	As at December 31		As at December 31		As at December 31	
	2018 (Consolidated)		2018 (Consolidated)		2018 (Consolidated)	
	Amount	Amount	Amount	Amount	Amount	Amount
Revenue						
Revenue from sales and services	5,555.97	95.06	4,985.16	123.18	3,892.61	96.18
Other revenue	288.84	4.94	131.48	2.57	154.55	3.82
Total revenue	5,844.81	100	5,116.64	100	4,047.16	100
Expenses		-		-		-
Cost of sales and service	4,508.87	77.14	4,469.21	110.43	3,267.59	80.74
Selling expenses	321.61	5.50	304.18	7.52	127.14	3.14
Administrative expenses	388.31	6.64	501.31	12.39	260.01	6.42
Reversal of expected credit (loss)					17.49	0.43
Other gain (loss), net					13.33	0.33
Total expenses	5,218.79	89.29	5,274.70	130.33	3,685.55	91.06
Finance costs	385.99	6.60	384.00	9.49	331.35	8.19
Share of profit from an associate	71.85	1.23	63.78	1.58	0.81	0.02
Profit before income tax expense	311.88	5.34	- 478.28	- 11.82	31.08	0.77
Income tax expense	40.21	0.69	33.49	0.83	24.92	0.62
Net profit for the year	271.67	4.65	- 511.77	- 12.65	6.17	0.15
Profit from measurement in value of available-for-sale investments – net of tax	- 0.07	- 0.00	- 0.06	- 0.00	-	-
Actuarial gain	-	-	- 3.93	- 0.10	1.36	0.03
Total comprehensive income for the year	271.60	4.65	- 515.76	- 12.74	7.53	0.19
Profit attributable to:	-	-	-	-	-	-
Owners of the parent	271.62	4.65	- 511.71	- 12.64	6.14	0.15
Non-controlling interests	0.05	0.00	- 0.06	- 0.00	0.03	0.00
Earnings per share (Baht)**	0.33		-0.63		0.008	

	2018	2019	2020
	(Consolidated)	(Consolidated)	(Consolidated)
	Amount	Amount	Amount
Cash flows from operating activities			
Profit before income tax expense	311.88	- 478.28	31.08
Adjustments to reconcile profit for the year to net cash provided by operations:			
- Depreciation and amortization	289.56	344.22	323.90
- Expected credit loss (reversal)			17.49
- Alliance for decrease in value of long-term borrowings to subsidiaries			-
- Interest income	- 82.89	- 59.30	- 38.71
- Dividend income	- 0.20	- 0.20	- 0.31
- Allowance for doubtful accounts	- 5.95	4.62	-
- Allowance for declining in value of inventories	12.27	7.62	21.00
- Losses on impairment of property, plant and equipment	-	98.42	- 98.42

	2018	2019	2020
	(Consolidated)	(Consolidated)	(Consolidated)
	Amount	Amount	Amount
- (Gains) from available-for-sale investments		- 0.15	-
- (Gains) losses on disposals of property, plant and equipment	- 1.58	1.57	2.81
- Losses on write-off of property, plant and equipment	11.16	30.63	33.34
- Losses on disposals of investments	-	-	-
- Finance costs	385.99	384.00	331.35
- Share of profit from an associate	- 71.85	- 63.78	- 0.81
- Employee benefit expenses of employment termination or retirement	5.13	18.63	6.67
- Loss on termination of lease			1.80
- (Gain) from measurement in fair value of derivative			- 6.85
Cash flows before changes in operating assets and liabilities	853.53	272.75	624.34
Changes in operating assets and liabilities			
- Trade and other receivables	- 103.55	- 27.76	257.26
- Accrued revenue – Office of Cane and Sugar Fund	- 301.51	- 24.01	24.68
- Farmer receivables	274.51	382.80	- 160.27
- Inventories	- 289.01	433.17	322.52
- Other current assets	- 25.42	- 6.82	46.37
- Farmer non-current receivables	- 27.11	- 4.01	- 96.90
- Other receivable – Office of the Cane and Sugar Fund	- 148.08	- 10.68	- 11.44
- Other non-current assets	- 9.23	- 9.14	5.97
- Trade and other payables	92.21	18.84	- 93.65
- Other current liabilities	- 10.12	- 4.58	- 5.28
- Employee benefit obligations	- 1.60	- 3.92	- 3.90
- Other non-current liabilities	-	-	-
Cash generated from (used in) operating activities	304.63	1,016.63	909.69
Income tax return		12.18	27.81
- Income tax paid	- 49.10	- 10.40	- 11.21
- Finance costs	- 376.29	- 381.57	- 338.52
Net cash generated from (used in) operating activities	- 120.76	636.84	587.78
Cash flows from investing activities			
Interest received	82.89	59.30	38.71
Dividend income	91.08	65.91	33.50
Proceeds from capital decrease of an associate		94.85	74.03
Purchase of investment in an associate	-	-	-
Proceeds from available-for-sale investments		0.72	-
Proceeds from long-term borrowings to farmers	226.45	123.39	123.78
Payments on long-term borrowings to farmers	- 101.16	- 36.21	- 2.44
Purchases of Real estate investment	- 3.97	-	-
Proceeds from disposals of property, plant and equipment	2.70	0.31	14.00
Purchases of property, plant and equipment	- 907.20	- 692.67	- 182.85
Capitalized borrowing costs to property, plant and equipment	- 11.71	- 18.98	- 5.23
Net cash (used in) generated from investing activities	- 620.92	- 403.39	93.52
Cash flows from financing activities			
Increased (decreased) from short-term borrowings from financial institutions	1,481.95	- 6.38	- 1,503.66
Proceeds from long-term borrowings from financial institutions	-	299.63	1,000.00
Proceeds from long-term borrowings from an associate	-	-	-
Proceeds from issuance of debentures	-	-	-

	2018	2019	2020
	(Consolidated)	(Consolidated)	(Consolidated)
	Amount	Amount	Amount
Repayments on long-term borrowings from financial institutions	- 383.72	- 387.09	- 53.10
Repayments on long-term borrowings from an associate	- 149.55	- 144.18	- 93.96
Repayments on long-term borrowings from a subsidiary			-
Repayments on debentures	-	-	-
Repayments on lease liabilities	- 13.16	- 12.15	-
Repayments on hire-purchase liabilities			- 10.77
Proceeds from issuance of ordinary shares from non-controlling interests	0.00		
Repayments on stock payable	-	-	-
Borrowings of directors increased (decreased)	-	-	-
Dividend paid	- 243.78	- 121.78	-
Net cash generated from (used in) financing activities	691.74	- 371.96	- 661.49
Net increase (decrease) in cash and cash equivalents	- 49.94	- 138.51	19.81
Cash and cash equivalents at opening balance	229.07	179.13	40.61
Cash and cash equivalents at closing balance	179.13	40.61	60.42

Unit: Million Baht

	2018	2019	2020
<u>Liquidity ratio</u>			
Current ratio (times)	0.73	0.52	0.64
Quick ratio (times)	0.40	0.29	0.40
Current cash flow ratio (times)	- 0.04	0.16	0.25
Accounts receivable turnover (times)	17.48	12.99	14.98
Average collection period (day)	20.60	27.71	24.04
Inventories receivable turnover (times)	3.76	3.97	4.41
Average selling period (day)	95.74	90.60	81.55
Accounts payable turnover (times)	5.88	5.39	4.32
Payment period (days)	61.24	66.74	83.39
Cash Cycle (day)	55.10	51.57	22.20
<u>Profitability ratio</u>			
Gross profit (%)	18.85	10.35	16.06
Operating profit (%)	17.77	5.01	17.63
Other profit (%)	4.94	2.57	3.82
Operating cash flow turnover (%)	- 12.23	254.80	85.64
Net Profit Margin (%)	4.65	- 10.00	0.15
Net profit (%)	0.33	- 0.63	0.01
Dividend per share	0.30	0.15	-
Return on equity (%)	10.86	23.46	0.33
<u>Efficiency ratio</u>			
Return on total asset (%)	2.81	5.19	0.07
Return on fixed asset (%)	10.96	3.02	5.89
Total asset turnover (time)	0.60	0.52	0.45
<u>Financial policy ratio</u>			
Debt to equity (time)	3.11	4.06	3.67
Interest coverage (time)	2.48	3.84	3.67
Cash basis (time)	- 0.07	1.73	- 0.40
Payout ratio (%)	45.45	0.24	-

Agenda 4 **To consider and approve the allocation of net profit as a legal reserve fund and the dividend payment from the company's operating results for the fiscal year ended December 31, 2020**

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 9,369,515.07 Baht for the year 2020 from net profits on the separate financial statement for the operating result as of December, 31 2020.

Moreover, it is proposed to allocate the dividend payment from net profits on the separate financial statement for the operating result of 2020 **at the rate of 0.06 Baht per share from the company's earnings with the corporate income tax exemption (BOI) at the rate of 0.0252 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 0.0348 Baht per share. Thus, the total dividend payment is 48,725,990.70 Baht** or equivalent to 26.01% of net profits of the separate financial statement of the Company and will be allocated as legal reserve of 9,369,515.07 Baht. 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 **14th May 2021** and the dividend payment date is set **within 28th May 2021**. (within 1 month counted to AGM date) by specifying the list of shareholders

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 December 31, 2020. 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 2018 , 2019 and 2020

Details	2018	2019	2020
1. Net profit from the consolidated financial statements (Million Baht)	271.67	Omission of the allocation of profit as a legal reserve fund and the dividend payment from the company's operating results for the fiscal year ended December 31, 2020	187.39(net profits on the separate financial statement of BRR)
2. Number of shares (Million Shares)	812.09		812.09
3. Dividend per Share (Baht per Share)	0.15		0.06
4. Total dividend payment (Million Baht)	121.81		48.72
5. Dividend Payout Ratio on Net Profit (%)	44.84%		26.01%
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.	Not in compliance with the company's dividend policy; the Company experienced an operating loss and needed to maintain the revolving fund balance for the operations and investment.	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.

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 2021

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. Miss Chittima Tangtrongwechakit
Director, Executive Committee Member, Risk Management Committee Member and Deputy Chief Executive Officer in Domestic Sugar Sale and Purchasing Department as well as Executive Director of the Company and its subsidiaries and Authorized Director
2. Mr. Adisak Tangtrongweachakit
Director, Executive Committee Member, Risk Management Committee Member, Nomination and Compensation Committee Member, Corporate Governance Committee Member and Deputy Chief Executive Officer in Sugar Production, CSR

and Corporate Communications as well as Executive Director of the Company and its subsidiaries and Authorized Director

3. Assoc. Prof. Dr. Djitt Laowattana
Director (Independent Director), Chairman of the Audit Committee, Corporate Governance Committee and Nomination and Remuneration Committee
4. Mrs. Weechadchada Yongsuwankul
Director (Independent Director) and Audit Committee Member

Thus, the criteria of director nomination is considered and approved by the Nomination and Compensation Committee and the Board of Directors by selecting the persons who possess the knowledge and experience concerning to the company's business, accounting and finance, including qualifications that are consistent with the company's strategy and business goals. 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.

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 November 2, 2020 – February 1, 2021.

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 2021 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.

Thus, the Board of Directors has considered and approved to reappoint the 4 directors who have retired by rotation: Miss Chittima Tangtrongwechakit, Mr. Adisak Tangtrongweachakit, Assoc. Prof. Dr. Djitt Laowattana and Mrs. Weechadchada Yongsuwankul to be directors for another term.

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 with details as follows:

1. **Miss Chittima Tangtrongwechakit:** (Possesses knowledge and experiences in management of agricultural business, sugar industry)
Proposed to be a Director (Authorized Director and Member of Sub-Committees: Executive Director and Member of the Risk Management Committee as well as Deputy Chief Executive Officer in Domestic Sugar Sale and Purchasing Department and Executive of the Company and its Subsidiaries)
2. **Mr. Adisak Tangtrongweachakit:** (Possesses knowledge and experiences in management of agricultural business, sugar industry, and energy business)
Proposed to be a Director (Authorized Director and Member of Sub-Committees: Executive Director, Member of the Risk Management Committee, Deputy Chief Executive Officer - Sugar Production, CSR and Corporate Communications and Executive of the Company and its subsidiaries)

- 3. Assoc. Prof. Dr. Djitt Laowattana:** (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 in other listed companies)

Proposed to be an Independent director and Chairman of the Audit Committee, including sub-committees namely; Nomination and Compensation Committee Member and Corporate Governance Committee Member

- 4. Mrs. Weechadchada Yongsuwankul:** (Possesses knowledge and experiences in marketing planning, product development, organization management, strategic planning, and accounting)

Proposed to be an Independent director and Member of the Audit 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 2021 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 are Assoc. Prof. Dr. Djitt Laowattana and Mrs. Weechadchada Yongsuwankul possessing the qualification in line with the definition of the independent director, 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.

The profiles of the persons who are nominated as directors are shown in Attachment No. 3, and 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 2021**

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 2021 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 2021 (as proposed) is the same rate as 2019. Besides such cash compensation, there is no other type of compensation proposed such as meeting allowance, welfares or other benefits to the directors and sub-committees.

Regarding the 2 Corporate Governance 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, no annual bonus, as well as welfares or other benefits.

Moreover, this will be proposed to be effective in the year of 2021 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 2021 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 2021 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.

1. The remuneration of the directors and 3 sub-committees; Audit Committee, Risk Management Committee, and Executive Committee for the year 2021(as proposed) is the same rate as 2019 as follows:

Board/Committee	2020		2021 (as proposed)	
	Remuneration (Baht/Month)	Annual Bonus (Baht)	Remuneration (Baht/Month)	Annual Bonus (Baht)
Chairman of Board of Directors	15,000	320,000	15,000	400,000
Directors	10,000	120,000	10,000	150,000
Chairman of Audit Committee	15,000	120,000	15,000	150,000
Member of Audit Committee	10,000	80,000	10,000	100,000
Chairman of Risk Management Committee	-	-	15,000	150,000
Member of Risk Management Committee	-	-	10,000	100,000
Chairman of Executive Committee	-	-	15,000	150,000
Member of Executive Committee	-	-	10,000	100,000

2. The 2021 meeting allowance rate is proposed for the 2 sub-committees; Corporate Governance Committee and Nomination and Remuneration Committee as follows:

Committee	2020	2021 (as proposed)
	Meeting Allowance (Baht/Time)	Meeting Allowance (Baht/Time)
Chairman of Corporate Governance Committee	15,000	15,000
Member of Corporate Governance 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, no annual bonus, as well as welfares or other benefits.

- *In 2020, the remuneration was paid to only independent directors and/or directors who are not the executives of the Company or the subsidiaries since the Company experienced a loss.*

The projection of remuneration for each director for the year 2021

Name of Directors	Position	Remuneration (Baht)		
		2019	2020	2021 (as proposed)
1. Mr. Sirichai Sombutsiri	Chairman of the Board of Directors (Independent Director)/ Chairman of Audit Committee) (Appointed as the Chairman of the Board of Directors and Chairman of Audit Committee on May 1, 2020)	910,000	910,000	910,000
2.Mr. Anant Tangtongwechakit	Director/ Chairman of Executive Committee/ Chairman of Risk Management Committee	930,000	120,000	930,000
3.Mrs. Wanphen Punyaniran	Director	270,000	30,000	270,000
4.Mrs. Jirawan Pongpichitkul	Director/ Executive Committee Member/ Risk Management Committee Member	710,000	90,000	710,000
5.Miss Chittima Tangtrongwechakit	Director/ Executive Committee Member/ Risk Management Committee Member/ Corporate Governance Committee Member/ Nomination and Remuneration Committee Member	770,000	110,000	750,000
6.Mr. Sarit Tangtrongwechakij	Director/ Executive Committee Member/ Risk Management Committee Member	710,000	90,000	710,000
7.Mr. Adisak Tangtrongweachakit	Director/ Executive Committee Member/ Risk Management Committee Member/ Corporate Governance Committee Member/ Nomination and Remuneration Committee Member	770,000	110,000	750,000
8.Mrs. Seenual Tasanapant	Independent Director/ Audit Committee Member/ Chairman of Corporate Governance Committee/ Chairman of Nomination and Remuneration Committee	580,000	515,000	550,000
9.Assoc. Prof. Dr. Djitt Laowattana	Independent Director and Member of Corporate Governance Committee	290,000	260,000	530,000
10. Mrs. Weechadchada Yongsuwankul	Independent Director and Audit Committee Member	-	293,333	990,000
11. Mrs. Porntip Sookatup	Independent Director and Audit Committee Member	-	293,333	490,000
Mr. Prachuab Chaiyasan	Former Chairman of the Board of Directors (Independent Director)/ Chairman of Audit Committee (Passed away on April 1,2020)	910,000	200,000	490,000
Mr. Vichate Tantiwanich	Former Independent Director and Audit Committee Member and Nomination and Remuneration Committee Member (Resigned on Mar 31, 2020)	290,000	90,000	
Total		6,720,000	2,881,666	7,050,000

Agenda 7 **To consider and approve the appointment of auditors, and determination of auditors' remuneration for the year 2021**

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 PricewaterhouseCoopers ABAS Ltd. as the company's auditors for the year 2021. 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. Sa-Nga Chokenitisawat (Primary auditor) and/or	11251	3
2. Mr. Boonrueng Lerdwiseswit and/or	6552	-
3. Mr. Pongthavee Ratanakoses	7795	-

Remark: In the event that the above-mentioned auditors are not able to perform the duty, PricewaterhouseCoopers ABAS Ltd. shall appoint other auditors from PricewaterhouseCoopers ABAS Ltd. 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. Sa- Nga Chokenitisawat, Certified Public Accountant No. 11251 and/ or Mr. Boonrueng Lerdwiseswit, Certified Public Accountant No. 6552 and/or Mr. Pongthavee Ratanakoses, Certified Public Accountant No. 7795 from PricewaterhouseCoopers ABAS Ltd. as auditors of the company and its subsidiaries (the company and its subsidiaries use auditing service from the same auditing firm) for the fiscal year 2021. 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 as the following details:

Unit: Baht/Year

List	2021 (as proposed)	2020
Audit fee	1,075,000	1,875,000
Non-Audit Fee - Out of Pocket Expenses for the Company and service fee for reviewing the documents of projects that are beyond the scope of audit services. **In 2020, BRR Logistics Management (“BRLM”), a subsidiary, started its operations and the amendments on laws including Transfer Pricing and TFRS 9 affected to financial statement preparation. In addition, there were more accounting units required to be audited since the Company’s subsidiary which is BRD transfred its entire business to BSF.	N/A	203,514.64
Total	1,075,000	2,078,514.64

The proposed audit fee of the company in 2021 is lower than 2020 with the amount of 800,000 Baht or 42.67% due to the impact of COVID-19 pandemic crisis, 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 2021 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 2021 Annual General Meeting of Shareholders at the specified date, time via DAP e-Shareholder Meeting. The company will conduct the meeting according to the company’s Articles of Association which related to the shareholders meeting (Attachment No.6) and the meeting procedures (Attachment No.7). Nevertheless, kindly be informed that the shareholders should prepare the required documents for the shareholders’ meeting as detailed in the regulations for 2021 Annual General Meeting of Shareholders (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 (Attachment No.10.1 and 10.2) and consign to the company before attending the meeting. Besides, form C (Attachment No.10.3) is only for foreign investors who authorize the custodian in Thailand to keep and safeguard their shares.

Furthermore, the company also attaches the registration Form for the Annual General Meeting of Shareholders through Electronic Media (E-AGM) in the Attachment No.11, and the requisition form for printed copy of 2020 Annual Report in Attachment No.12.

The record date for shareholders entitled to 2021 Annual General Meeting of Shareholders is March 11, 2021.

Respectfully Yours,



(Mr. Sirichai Sombutsiri)

Chairman of the Board of Directors
Buriram Sugar Public Company Limited

Copy of Minutes of 2020 Annual General Meeting of Shareholders
held on August 26, 2020

Minutes of 2020 Annual General Meeting of Shareholders
Buriram Sugar Public Company Limited
Wednesday 26 August 2020, at 1.00 p.m.
at the School of agriculturalist's meeting room
Buriram Sugar Public Company Limited (Head Office), Buriram

Date, time, and venue

The meeting was held on Wednesday 26 August 2020, 1.00 p.m. at the School of agriculturalist's meeting room Buriram Sugar Public Company Limited (Head Office) No. 237 Moo.2 Baan Sao-Ae, Hinlekkhai, Khumueang, Buriram

Meeting Attendance Directors

- | | |
|--------------------------------------|---|
| 1. Mr. Sirichai Sombutsiri | Chairman of the Board of Directors, Independent Director and Chairman of the Audit Committee |
| 2. Mr. Anant Tangtongwechakit | Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer |
| 3. Mrs. Wanphen Punyaniran | Director |
| 4. Mrs. Jirawan Pongpichitkul | Director, Member of Executive Committee, and Member of Risk Management Committee |
| 5. Miss Chittima Tangtrongwechakit | Director, Member of Executive Committee, Member of Risk Management Committee, Member of Corporate Governance Committee, and Member of Nomination and Remuneration Committee |
| 6. Mr. Sarit Tangtrongwechakit | Director, Executive Director and Risk Management Committee |
| 7. Mr. Adisak Tangtrongwechakit | Director, Executive Director, Risk Management Committee, Corporate Governance Committee and Nomination and Remuneration Committee |
| 8. Assoc. Prof. Dr. Djitt Laowattana | Independent Director and Member of Corporate Governance Committee |
| 9. Mrs. Weechadchada Yongsuwankul | Independent Director and Member of Audit Committee |
| 10. Mrs. Porntip Sookatup | Independent Director and Member of Audit Committee |

Directors Absence the Meeting

- | | |
|----------------------------|--|
| 1. Mrs. Seenual Tasanapant | Independent Director, Member of Audit Committee, Chairman of Corporate Governance Committee, and Chairman of Nomination and Remuneration Committee |
|----------------------------|--|

Thus, there were 10 directors who attended the meeting from 11 persons that accounted for 90.90%.

Executives Attending the Meeting

- | | | | |
|----|-------------|----------------|--|
| 1. | Mr. Pitak | Chaosoun | Deputy Managing Director in Finance and Operation (CFO) |
| 2. | Mr. Adul | Suravadhikul | Deputy Managing Director in Financial Management |
| 3. | Ms. Paveena | Sukhakit | Assistant Managing Director in Foreign Affairs and Industry Policy |
| 4. | Mr. Somyot | Changyongsuwan | Assistant Managing Director in Accounting (Accounting Controller) |

Associates Attending the Meeting

- | | | | |
|----|-------------------------------------|---------------|---|
| 1. | Mr. Vichate | Tantiwanich | Advisor to the Board of Directors |
| 2. | Miss Nantararat | Techapantukul | Auditor from PricewaterhouseCoopers ABAS Ltd. |
| 3. | Miss Pisamai | Chuwongkomol | Legal Advisor from Legal Advisory Council Limited |
| 4. | Ms. Patcharee | Kosanam | Company Secretary (performed as secretary of the Meeting) |
| 5. | Company Officers | | Responsible for facilities preparation and arrangement |
| 6. | OJ International Co., Ltd. officers | | Responsible for registration and vote counting via barcode system |

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 as well as OJ International Co., Ltd.; the company who responsible for registration and vote counting via barcode system. Buriram Sugar Public Company Limited (“the Company”) recorded audio, photos and video to ensure such evidence.

In addition, the Company is aware of and concerns about the risk of 2019 Coronavirus Disease (COVID-19) outbreak, as well as and the safety of the shareholders. Therefore, the Company will provide the live broadcast to facilitate shareholders via Facebook Live (<https://www.facebook.com/CSRBRR2015/>) or by searching “CSR of Buriram Sugar Group” or “CSR BRR” and give the opportunity for shareholders to submit questions in advance of the shareholders’ meeting. There were shareholders who submitted their questions related to the Company’s operating results. The Board of Directors and the Management will answer questions submitted by shareholders in relevant agenda items. To prevent and reduce the risk of spreading disease, The Company will set up a screening point and follow the guidelines of the Department of Disease Control, Ministry of Public Health.

In order to promote the good corporate governance and the awareness of shareholders’ rights, the Company had posted an announcement via the Stock Exchange of Thailand (“SET”) portal system and the Company’s website from October 30, 2019 to January 31, 2020 for the period of 3 months for inviting shareholders to propose additional agenda, question and suggestion, and/or to nominate qualified persons to be elected as directors in compliance with the Company’s criteria as indicated before sending the invitation letter to shareholders. However, there was no shareholder proposing any person to be elected as a director to the Company for consideration, which was notified at the Board of Directors’ meeting.

However, there is the agenda item regarding the share repurchase proposed by the shareholder. This matter was then notified to the Board. But, the Company could not include such proposed matter into the agenda of the shareholders’ meeting and accept the proposal as requested by the shareholder since the Company’s qualification was not eligible for share repurchase according to 66/1 (2) Public Companies Limited Act, B.E. 1992 in accompanied with No. 6 (1) of Ministerial Regulation Prescribing Rules and Procedures for the Repurchase of

Shares, Disposal of Repurchased Share and Deduction of Repurchased Share of Companies, B.E. 2001. There was no excess liquidity within the Company, by considering the capability to debt repayment within the next 6 months. If buying back the shares, it will affect the Company's debt repayment.

The Company had uploaded the invitation letter on its website and published the news via the SET portal system since July 24, 2020 for the period of 33 days prior to the meeting date, and sent the invitation letter to shareholders prior to the meeting date not less than 21 days to let shareholders sufficiently understand and acknowledge the agenda items before the meeting date.

The record date for shareholders entitled to attend the meeting was on July 16, 2020. There were 3,022 shareholders who were entitled to attend the meeting with 812,099,845 total shares consisted of Thai shareholders 3,017 persons with 809,483,985 shares accounted for 99.68% and 5 foreign shareholders with 2,615,860 shares accounted for 0.32%.

In the Meeting, there were shareholders

▪ Attending in person	23 persons	total shares accounted for	5,266,718 shares
▪ Proxy	129 persons	total shares accounted for	541,939,629 shares
▪ Total	152 persons	total shares accounted for	547,206,347 shares
▪ Percentage	67.3817 of total purchased shares		812,099,845 shares

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 that had been purchased to meet the quorum requirement. 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. Sirichai Sombutsiri, Chairman of the Board of Directors, independent director and Chairman of the Audit Committee, presided over the meeting as Chairman of the 2020 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, would like to welcome shareholders to 2020 Annual General Meeting of Shareholders.

In addition, the Board of Directors has recognized minority local shareholders in Buriram province and other neighboring provinces in the northeast to have the opportunity to participate in the shareholders' meeting and to make inquiries about the Company's operating results directly to the Board of Directors and the Management. In this regard, the Annual General Meeting of Shareholders ("AGM") was proposed to hold at the Company's head office which is located in Buriram province and the Chairman would like to thank you all of shareholders who have spent their valuable time attending the meeting and officially opened 2020 Annual General Meeting of shareholders ("AGM").

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

Miss Patcharee Kosanam, a company secretary and investor relations, the secretary of the meeting ("the secretary"), informed the procedures of agenda consideration in 2020 Annual General Meeting of Shareholders. The consideration will be conducted consecutively from agenda item no. 1 to agenda item no. 8, 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. 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 or giving opinion 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.
 3. 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.
 4. In each agenda, the Company will give the opportunity for shareholders to ask about related issues and ask if any shareholder would like to provide against or abstained vote.
 - For those who approve, please mark in the ballot and sign, the company will ask to collect every approved ballot at the end of the meeting.
 - In case there is a shareholder who provides against or abstained vote, the company secretary will ask the shareholder who provides against or abstained vote to mark in the ballot and sign, and request him/her to raise his/her hand to allow the company's officers to collect ballot.
 - The company shall conduct vote counting via barcode system. 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.
 - Acknowledgement agenda (Agenda item 2) shall have no vote.
 - According to the agenda item no. 5 "To consider and approve the reappointment of directors whose term have expired in the year of 2019 the Company shall use split sheets indicating each candidate names for election as the directors separately in order to allow shareholders to consider each candidate individually. The Company shall collect every ballot and collect disapproved and abstained ballot first, and then collect approved ballot accordingly. The directors who have conflict of interest in this agenda will not participate in voting and the shares of the aforementioned directors will be removed from the vote counting calculation base in accordance with the good corporate governance.
 - 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.
 - For proxy that shareholders have not already casted their vote, the proxy must cast their vote as the specified voting procedures.
 5. In cases that the voting result regarded as invalid or voided are as follows:
 - Ballot is voted in non-compliance with the current agenda.
 - Voter does not mark any symbol in ballot.
 - Ballot with more than one mark except in case of a custodian who is capable to divide the votes for approved, disapproved, abstained ballot in each agenda.
 - Damaged ballot to the point that deems incapable to consider the voter's decision.

6. 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 would like to cast votes in remaining agenda, please deliver ballot together with signature to the Company's officers before leaving the meeting room in order to allow the Company to record votes.
7. 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 publish the minutes of meeting together with amount of votes in each agenda within 14 days to notify the shareholders and allow them to verify the minutes of meeting.
8. For transparency and conducting the meeting in accordance with the good shareholders' meeting preparation by the Securities and Exchange Commission, a shareholder who desire to be a volunteer in eyewitness of vote counting together with OJ International Company Limited which is a company that verifies registration and counts vote. Thus, Ms. Jarunya Buntherng, Proxy who attended the meeting in person, volunteered for eyewitness of vote counting.

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

Agenda 1 To certify the Minutes of the 2019 Annual General Meeting of Shareholders held on Thursday 25 April, 2019

The Chairman assigned the secretary of the meeting, to inform the meeting that the minutes of 2019 Annual General Meeting of Shareholders held on Thursday 25 April, 2019 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 2019 Annual General Meeting of Shareholders. The copy of the minutes for consideration is shown in Attachment No. 1 in the meeting invitation letter which was already sent to shareholders.

The Chairman allowed shareholders to ask, comment and vote. As there was no question, comment or requisition for amendment to the minutes from shareholders, then the Chairman requested to vote on this agenda.

Resolution The meeting certified the minutes of 2019 Annual General Meeting of Shareholders held on Thursday 25 April, 2019 by the majority vote of the shareholders who attended the meeting and voted as follows:

Approved	548,689,730	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 1,483,383 shares. Total shareholders present amounted to 160 people with 548,689,730 shares.

Agenda 2 To acknowledge the report on the Company's operating results for the year 2019

The Chairman informed the meeting that this agenda is for acknowledgement and not casting of vote and then assigned Mr. Anant Tangtongwechakit, Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer, to report on the Company's operating results for the year 2019. The details were as follows:

The report on the operating results for year ended December 31, 2020 of the Company and its subsidiaries had the total revenue 5,116.64 Million Baht and net loss 511.71 Million Baht. The management discussion and analysis (MD&A) would be explained by Mr. Pitak Chaosoun, Deputy Managing Director in Finance and Operation (CFO), in the next agenda item to consider and approve the audited financial statements for the year ended December 31, 2020.

Mr. Anant Tangtongwechakit, Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer, clarified to the meeting that for the operating results of the Company were at loss for the first time in the year 2019. The main reasons for the loss were as follows:

1. The early production stage of white sugar or refined sugar, which would be more profitable than raw sugar. In 2019, the sugar price in global market has dropped, resulting in higher production cost of refined sugar and higher manufacturing cost accordingly.

2. As for the investment in Sugarcane Ecoware Company Limited ("SEW"), the project of pulp mill construction required a great amount of working capital.

3. The new Thai Financial Reporting Standards No.9 (TFRS 9) takes effect on the allowance for doubtful accounts when many sugarcane farmer account receivables are unable to repay their loans. These factors that had occurred during the operations caused losses in 2019.

However, the Company anticipates generating returns from the investments during the year 2019 to the Company at the end of 2020 onwards, especially when the COVID-19 situation is better.

Shareholders shall find more information of operating results and business highlight in the 2019 Annual Report enclosed in the invitation letter in Attachment No. 2 accessible through QR Code is shown in the Notification of Meeting (Subject: Company/ Securities Information), and also sent to shareholders completely, disclosed and uploaded on the Company's website. Additionally, the Board of Directors considered such information with the accuracy and sufficiency, therefore the Company would like to propose at the meeting to acknowledge the operating results.

Then, The Chairman assigned Assoc. Prof. Dr. Djitt Laowattana, Independent Director and Member of Corporate Governance Committee, reported the operation of anti-corruption of the Company to shareholders as follows:

The Company certified as a member of the Collective Action Coalition Against Corruption (CAC). Throughout 2018, The Company has placed emphasis on compliance with the good corporate governance and anticorruption by conducting its businesses in accordance with the policy and measures on anti-corruption, including the risk assessment and the internal control system. Besides, the whistleblowing channels have been implemented for stakeholders who report potential corruption, or other serious wrongdoings and give suggestions via suggestion box and postal mail, directly to the Chairman of the Corporate Governance Committee, or the internal audit office manager. Such channels can be found in the Company's website www.buriramsugar.com, and in the good corporate governance handbook. However, there was no any whistleblowing issue or suggestion received from stakeholders, as well as communicated and informed such matter to business partners and related parties, including organized in-house seminars and campaigns on a regular basis. Moreover, the related regulations were regularly reviewed and amended.

Presently, the Company is in the process of preparing information and supporting documents, with the objective to renew the certified membership of Collective Action Coalition Against Corruption to the CAC within December 2020.

Thereafter, the Chairman allowed shareholders to ask and comment.

<p>Ms. Budsakorn Ngampasutadal, Shareholder</p>	<p>Asking:</p> <ol style="list-style-type: none"> 1. What is the tendency of the overall operating results of the Company in 2020? 2. Buriram Power Plus Company Limited (“BPP”) still has the accumulated loss. In what year, the Company would be able to make profits? 3. Sugarcane Ecoware Company Limited (“SEW”), why does it suffer a loss?
<p>Mr. Anant Tangtongwechakit, Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer</p>	<p>Explaining the following issues:</p> <ol style="list-style-type: none"> 1. In 2020, the quantity of cane crushing was approximatively 1.8 - 2 million tons which was much lower than expected since the decrease of cane growing areas has affected by drought. It also has influence on the decrease of domestic sugarcane volume considerably. Therefore, the reduced production affected to the overall operating results of the Company. However, the Company has implemented the cost-cutting measures in all ways, such as, unnecessary cost-reduction and manufacturing cost control, including the entire business transfer transaction of the subsidiaries for reducing their operating procedure and inter organizational cost, etc. Due to the above business measures, it is estimated that the operating results of the Company will return for the betterment. 2. Buriram Power Plus Company Limited (“BPP”) was established to support the expansion of sugar manufacturing production business effectively. It has been operated to generate electricity for only 4 times a year. Nevertheless, the Company has planned to further join the “Quick Win” project launched by the government so that local communities will involve in this power project and receive

	<p>revenue shares from the power plants in order to generate returns to their communities by using the village fund. For this reason, BPP will have ability to make a continuous profit from its own operations, which is in the best interest of the business group and shareholders.</p> <p>3. Sugarcane Ecoware Company Limited (“SEW”) has been disrupted by the outbreak of Coronavirus Disease 2019 (COVID-19), affecting to the exportation of its packaging products that is the Company’s key business. It is accounted for 80-90% of all the manufactured and distributed products. Currently, there are 4 major domestic clients, one of which is Makro as the main business partner whom SEW has involved in the production of their own packaging products, namely Original Equipment Manufacturer: OEM. However, the order quantity has not reached the maximum point for full production capacity otherwise it would cause loss costs. Additionally, box storage container is recognized as the main product available domestically. Thus, it is anticipated that SEW’s operating results in 2020 will be still in loss unavoidably. However, by the end of 2020, there will be the announcement for SEW organic packaging products with natural color and more eco-friendly by applying as the pulp invented by the Company as the main material.</p>
Mr. Dorn Sisopha, President of Buriram Sugarcane Planters Association	<p>Saying in the meeting:</p> <ul style="list-style-type: none"> ● In 2019, Buriram province has suffered from severe drought situation for several years. Therefore, the quantity of sugarcane significantly decreased which was lower than expected. By the way, the estimated amount of sugarcane in the crop year of 2020/2021 will be certainly improved. Please be ensured in the sugarcane farmers who are also minor shareholders of the Company, to plant the best quality of sugarcane. Moreover, the sugarcane farmers also trust in the executives and the board of directors of the Company; therefore, the shareholders should also believe that the Company is growing.

Since no shareholders would like to ask questions or make comments, it was considered that the meeting acknowledged the Company's operating results for the year 2019.

Remark While the meeting was considering this agenda item, no additional shareholder was present at the meeting with 0 shares. Total shareholders present amounted to 160 people with 548,689,730 shares.

Agenda 3 To consider and approve the audited financial statements for the year ended on December 31, 2019.

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, 2019 that was audited by the certified public accountant and approved by the Audit Committee and the Board of Directors, as disclosed in the 2019 Annual Report in Attachment No. 2 accessible through QR Code is shown in the Notification of Meeting (Subject:

Company/ Securities Information), together with the invitation letter as well as uploaded on the Company's website. Then Mr. Pitak Chaosoun, Deputy Managing Director in Finance and Operation (CFO), was assigned to summarize and report the financial statements and management discussion and analysis or MD&A for the shareholders. The details were as follows:

Statement of Financial Position

The total assets on December 31st, 2019 were decreased from 2018 in amount of 846.98 million Baht or -8.24%. The Company has changed in some parts of the loan policy for farmers, replacing the loan by the Company with taking out the loan from the financial institution with a subsidiary as a guarantor. This allows sugarcane farmer account receivables considerably low. In addition, the inventories were decreased due to the delivery of sugar.

The total liabilities on December 31st, 2019 were decreased from 2018 in amount of 209.40 million Baht or -2.69%. The decrease of total liabilities was mostly derived from the loan repayment for the associate company, namely Buriram Sugar Group Power Plant Infrastructure Fund ("BRRGIF").

The total shareholder equity in 2019 was decreased due to the Company has operated at loss and dividend payment.

Statements of Comprehensive Income

The total revenue of the Company was decreased from 2018 in amount of 5,116.64 million Baht or -12.46%. Since the export sugar sale volume was decreased with the result from the sugarcane production lower than the previous year and the global sugar market price was continuously decreased. As well as, it is affected by the appreciation of the Thai Baht. In addition, in the production year 2018/2019 the final sugarcane price and the final return on production and distribution of sugar will be lower than the initial stage. According to the Cane and Sugar Act, B.E. 2527, Section 56 stipulates that the Cane and Sugar Fund will pay compensation for sugarcane and compensation for the return on production and distribution of sugar to the Company equal to such difference.

Factor Affecting Net Profit Change

In 2019, the Company had the net loss 511.71 Million Baht since the global sugar market price was continuously decreased. The business group had export sugar sale volume was decreased compared with the previous year and affected by the appreciation of the Thai Baht as well. In addition, it also affected with respect to the costs and expenses from the amended rule of the Cane and Sugar Fund which was determined to make contributions 20 baht per ton of sugarcane effective from January 2017 onwards whereas the Company has acknowledged the completed financial statements of this current year. Moreover, it was the first year of sugar refinery operation system during the period of the experiment, therefore it has not yet reached its production capacity. It leads to high production cost. Including, the allowance for land impairment loss and the investment in the subsidiary as a result of the deceleration of new sugar factory construction.

Factor Affecting Gross Profit Change

The gross profit in year ended of 2019 was equivalent to 515.95 Million Baht or 10.35% of gross profit margin which was decreased since the global sugar market price was decreased together with the Company has launched the first year of sugar refinery operation system and has not yet reached its production capacity. It leads to high expenditure for depreciation.

Due to the COVID-19 pandemic, the Company has established the working teams for the business continuity and crisis management with the purpose to determine the plan and to monitor

the business continuity and the crisis management, by creating the plan to recover any threat occurred to the main business of its business group, including the production, transportation and distribution as well as human resource plan. Moreover, the Company has also set up “Working from home” measure for employees working at Bangkok office with the support of technologies.

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. The details are as follows:

Mrs. Rosalin Numknisorn Shareholder	Asking: 1. How is the Company’s policy for consideration of the granting advance credit to the sugarcane farmers? 2. When the Company will receive the accrued revenue from the Cane and Sugar Fund
Mr. Pitak Chaosoun Deputy Managing Director of Financial and Operations Group (CFO)	Explaining the first question: 1. The Company provides the advance credit to sugarcane farmers, by considering the crop yield of sugarcane per Rai.
Mr. Anant Tangtongwechakit, Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer	Explaining the second question: 2. Regarding the accrued revenue that will be paid from the Cane and Sugar Fund, firstly, the sugar manufacturing companies must be approved by the Cabinet in order to receive their compensation by the fund. However, there are many methods for the compensation, such as the soft loan.
Ms. Budsakorn Ngampasutadal – Shareholder	Asking: 1. Why is it appeared that selling general and administrative expense for the year 2019 is higher than 2018? 2. In 2020, the Company should be able to make profits. Why the Company’s operating results are still in loss? 3. Why was the D/E Ratio increased from 3 times to 4 times?
Mr. Somyot Changyongsuwan Assistant Managing Director in Accounting (Accounting Controller)	Explaining the first and second question: 1. Selling, general and administrative expense increased since the non-operating subsidiaries have purchased the land and the employee benefits have been changed in 2019. 2. In the crop year 2019/20, the amount of cane crushing was decreased to 1.8 million tons; compared with the same period in the previous year at 3 million tons, which caused the decrease of sugar production, selling volume, and gross profit accordingly. Moreover, the loss of exchange rate was caused by the Baht appreciation. Lastly, Sugarcane Ecoware Company Limited (“SEW”) has no ability to reach the full production capacity and to export due to the outbreak of COVID-19. Therefore, it is anticipated that SEW will be still in loss at approximately 30 Million baht by the end of 2020. According to the above

	factors, it is forecast that the overall operating results at the year ended of 2020 will still remain at loss.
Mr. Pitak Chaosoun Deputy Managing Director of Financial and Operations Group (CFO)	Explaining the final question: 3. the D/E Ratio of the Company is not calculated with BRRGIF in accordance with the conditions of financial institutions. The clarification is shown in note to the financial statement for the year 2019 No. 22. Whereas, the shareholding proportion was decreased due to the dividend payment in 2019, the total liabilities were slightly declined. The D/E Ratio of the Company in the third quarter of 2020 was equivalent to 1.86 times. Nonetheless, it is acceptable for the financial institutions, the D/E Ratio is not over 2.5 times. The higher D/E Ratio due to BRRGIF, it will not affect to the loan ability from the financial institutions since it is not required to pay interest.
Mr. Anant Tangtongwechakit, Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer	Explaining more the following issues: <ul style="list-style-type: none"> Under the long-term loan agreement between the subsidiary of the Company and the financial institutions, the Company has to remain the debt to equity ratio at maximum 2.5:1. The financial institutions would not calculate the long-term loans of BRRGIF as the component of interest-bearing debt. However, the Company's operating results of 2020 is expected to show non-profitable. This is due to the operating loss of SEW and the significant decrease of sugarcane crushing volume, which affected to the decrease of sugar and the volume of sales. In addition, the operating loss occurred when the allowance for doubtful accounts of sugarcane farmer receivables is impacted by Thai Financial Reporting Standards No. 9 (TFRS 9); meanwhile the farmer receivables are unable to repay their loans in full. As for the allowance for doubtful accounts, if the volume of sugar increases in the future, it will turn into the positive.

Since no more shareholders would like to ask questions or make comments, the Chairman requested to vote on this agenda item.

Resolution While the meeting was considering this agenda item, additional shareholders were present with 0 shares. Total shareholders present amounted to 160 people with 548,689,730 shares.

Approved	548,689,730	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 0 shares. Total shareholders present amounted to 160 people with 548,689,730 shares.

Agenda 4 To consider and approve the omission of the allocation of profit as a legal reserve fund and the dividend payment from the Company's operating results for the fiscal year ended December 31, 2020

The Chairman reported to the meeting that the Company's operating results is at loss and requires the working capital in its business operations. Therefore, it is proposed to the shareholders' meeting to consider and approve for the omission of dividend payment from the Company's operating results for the year 2019 and allocation of profit as a legal reserve fund as follows:

The summarized comparison on the annual dividend payment from the operating results for the year 2016 – 2019

Details	2016	2017		2018	2019
		Interim	Annual		
7. Net profit from the consolidated financial statements (Million Baht)	- Net profit: 113.32* - Retained Earnings Before Dividend Payout: 729.47*	525.41		271.67	Omission of the dividend payment from the Company’s operating results for the fiscal year ended December 31, 2020 and the allocation of profit as a legal reserve fund.
8. Number of shares (Million Shares)	676.75	812.09		812.09	
9. Dividend per Share (Baht per Share)	- Stock Dividend Payout: 0.2000 (5 existing shares :1 new share) - Cash Dividend Payout: 0.022222222222**	0.15	0.30	0.15	
10. Total dividend payment (Million Baht)	150.38	121.81	243.63	121.81	
11. Dividend Payout Ratio on Net Profit (%)	130.71%	70.05%		44.84%	
12. The dividend payment is whether in compliance with the dividend policy of the Company	In compliance with the Company’s dividend policy			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.	Because the Company’s operating results is at loss and the need to be used as the working capital in business operations.

*Remark: *In 2016, the dividend payment derived from the net profit on the consolidated financial statements and retained earnings of the Company.*

***In 2016, the total dividend was subject to withholding tax at the rate as the legal requirement by the Company.*

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 omission of the allocation of profit as a legal reserve fund and the dividend payment from the operating results for the year ended December 31, 2020 since the Company's operating results is at loss and requires the working capital in its business operations, by the majority vote of the shareholders who attended the meeting and voted as follows:

Approved	548,689,730	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 shareholder was present at the meeting with 0 shares. Total shareholders present amounted to 160 people with 548,689,730 shares.

Agenda 5 To consider and approve the reappointment of directors whose term have expired in the year of 2020

The Chairman assigned the secretary of the meeting, 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
Chairman of the Board of Director (Independent Director) and Chairman of the Audit Committee
2. Mrs. Seenual Tasanapant
Director (Independent Director), Audit Committee Member, Chairman of Nomination and Compensation Committee and Chairman of Corporate Governance Committee
3. Mrs. Porntip Sookatup
Director (Independent Director) and Audit Committee Member
4. Mrs. Jirawan Pongpichitkul
Director, Executive Committee Member, Risk Management Committee Member and Deputy Chief Executive Officer - Raw Material Supply (Authorized Director)

The Board of Directors, excluding those who may have conflict of interest in this agenda item, had considered and approved to propose to the meeting to consider and approve the reappointment of 4 directors whose terms had expired. The profile of these 4 directors is shown in Attachment No.3 in the invitation letter which was already sent to all shareholders.

In order to comply with the good corporate governance and vote transparently, 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.

Thus, the criteria of director nomination is considered and approved carefully with the criteria and process by the Nomination and Remuneration Committee and the Board of Directors by applying the Board Skill Matrix to consider qualifications and expertise of each director: therefore; they possess the knowledge and experience concerning to the Company's business, accounting and finance including the qualification in accordance with Public Limited Company 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. As for the selection of independent directors in accordance with the criteria as mentioned above, it is further considered in line with the definition of the independent director of the Company is shown in Attachment No. 4.

Moreover, the Company had provided the opportunity to all shareholders to nominate qualified persons to be elected as a director in accordance with legal obligation and requirement to nominate persons to be elected as director which had been disclosed on the Company's website since October 30, 2019 to January 31, 2020 for the period of 3 months. However, there was no any proposal of director nomination submitted to the Company, which had already been notified at the Board of Directors' meeting.

Then, the secretary notified the working experiences and the expertise of each director as follows:

1. Mr. Sirichai Sombutsiri: Proposed to be the Chairman of the Board of Director, Independent director and the Chairman of the Audit Committee
2. Mrs. Seenual Tasanapant: Proposed to be an Independent director and Member of the Audit Committee, including sub-committees namely; Chairman of Nomination and Compensation Committee and Chairman of Corporate Governance Committee Member
3. Mrs. Porntip Sookatup: Proposed to be an Independent director and Member of the Audit Committee
4. Mrs. Jirawan Pongpichitkul: Proposed to be a Director (Authorized Director), Member of Executive Committee and Member of the 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 this year 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.

The secretary 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 by voting each nominated director one by one.

Resolution The meeting approved the re-appointment of the 4 directors to serve as directors for another term. The voting results are as follows:

1. **Mr. Sirichai Sombutsiri is appointed as Chairman of the Board of Director, Independent Director and Chairman of the Audit Committee** with the majority of votes of shareholders who attended the meeting and voted as follows:

Approved	548,284,610	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	120	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

Remark While the meeting was considering this agenda item, additional shareholder was present at the meeting with 0 shares. Total shareholders present amounted to 160 people with 548,689,730 shares.

- 2. Mrs. Seenual Tasanapant is appointed as Independent Director, Audit Committee Member, Chairman of Nomination and Compensation Committee and Chairman of Corporate Governance Committee** with the majority of votes of shareholders who attended the meeting and voted as follows:

Approved	548,689,730	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 shareholder was present at the meeting with 0 shares. Total shareholders present amounted to 160 people with 548,689,730 shares.

- 3. Mrs. Porntip Sookatup is appointed as Independent Director and Audit Committee Member** with the majority of votes of shareholders who attended the meeting and voted as follows:

Approved	548,689,730	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 shareholder was present at the meeting with 0 share. Total shareholders present amounted to 160 people with 548,689,730 shares.

- 4. Mrs. Jirawan Pongpichitkul is appointed as Director (Authorized Director), Executive Committee Member and Risk Management Committee Member** with the majority of votes of shareholders who attended the meeting and voted as follows:

Approved	515,800,610	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	120	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

Remark While the meeting was considering this agenda item, no additional shareholder was present at the meeting with 0 shares. Total shareholders present amounted to 160 people with 548,689,730 shares.

Agenda 6 To consider and approve the remuneration of directors and sub-committees for the year 2020

The Chairman assigned the secretary of the meeting, to clarify the remuneration of directors and directors of sub-committees for the year 2020 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.

Nevertheless, the Board of Directors has considered that the Company's operation of 2019 is at loss and in accordance with the economic condition at present and the good corporate governance. Therefore, it is appropriate to revise the remuneration for the year 2020 in total amount not exceeding 3,000,000 Baht from 8,000,000 Baht, to decrease the annual bonus (Baht/year) by 20 % and to omit the remuneration for the directors who are the executives of the Company or the subsidiaries (by requiring the remuneration only paid for independent directors and/or the directors who are not executives of the Company and the subsidiaries.)

The 2020 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. Regarding the Corporate Governance Committee, and Nomination and Remuneration Committee, the Board of Directors shall be paid 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.

The remuneration of the directors and three sub-committees; Audit Committee, Executive Committee and Risk Management Committee for the year 2020 (as proposed) as follows:

Board/Committee	2019		2020 (as proposed)	
	Remuneration (Baht/Month)	Annual Bonus (Baht)	Remuneration (Baht/Month) (only independent directors and/or directors who are not the executives of the Company or the subsidiaries)	Annual Bonus (Baht) (only independent directors and/or directors who are not the executives of the Company or the subsidiaries)
Chairman of Board of Directors	15,000	400,000	15,000	320,000
Directors	10,000	150,000	10,000	120,000
Chairman of Audit Committee	15,000	150,000	15,000	120,000
Member of Audit Committee	10,000	100,000	10,000	80,000
Chairman of Risk Management Committee	15,000	150,000	-	-
Member of Risk Management Committee	10,000	100,000	-	-
Chairman of Executive Committee	15,000	150,000	-	-
Member of Executive Committee	10,000	100,000	-	-

Remark: Besides such cash compensation mentioned above, there is no other type of compensation proposed such as meeting allowance, welfares or other benefits.

The 2020 meeting allowance rate is proposed for the 2 sub-committees; Corporate Governance Committee and Nomination and Compensation Committee as follows:

Committee	2019	2020 (as proposed)
	Meeting Allowance (Baht/Time)	Meeting Allowance (Baht/Time) (only independent directors and/or directors who are not the executives of the Company or the subsidiaries)
Chairman of Corporate Governance Committee	15,000	15,000
Member of Corporate Governance 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 such cash compensation mentioned above, there is no other type of compensation proposed, including welfares or other benefits.

The projection of remuneration for each director for the year 2020

Name of Directors	Position	Remuneration (Baht)		
		2018	2019	2020 (as proposed)
1.Mr. Prachuab Chaiyasan	Former Chairman of the Board of Directors (Independent Director)/ Chairman of Audit Committee	910,000	910,000	200,000
2.Mr. Anant Tangtongwechakit	Director/ Chairman of Executive Committee/ Chairman of Risk Management Committee	930,000	930,000	-
3.Mrs. Wanphen Punyaniran	Director (Executive of the subsidiaries)	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/ Corporate Governance Committee Member/ Nomination and Remuneration Committee Member	750,000	770,000	-
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 Committee Member/ Nomination and Remuneration Committee Member	750,000	770,000	-

8.Mrs. Seenual Tasanapant	Independent Director/ Audit Committee Member/ Chairman of Corporate Governance Committee/ Chairman of Nomination and Remuneration Committee	550,000	580,000	500,000
9.Mr. Sirichai Sombutsiri	Chairman of the Board of Directors (Independent Director)/ Chairman of Audit Committee (Appointed as the Chairman of the Board of Directors and Chairman of Audit Committee on May 1, 2020)	490,000	490,000	680,000
10.Assoc. Prof. Dr. Djitt Laowattana*	Independent Director and Member of Corporate Governance Committee	170,000	290,000	460,000
11.Mr. Vichate Tantiwanich	Former Independent Director and Audit Committee Member and Nomination and Remuneration Committee Member (Resigned on Mar 31, 2020)	170,000	290,000	120,000
12. Mrs. Weechadchada Yongsuwankul*	Independent Director and Audit Committee Member (Appointed on May 1, 2020)	-	-	320,000
13. Mrs. Porntip Sookatup*	Independent Director and Audit Committee Member (Appointed on May 1, 2020)	-	-	320,000
Total		6,410,000	6,720,000	2,600,000

Remark: Remuneration for 2020 is estimated for the additional nomination of the directors no. 10, 12 and 13 as the member of other Sub-committees.

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 2020 excluded the remuneration of directors in subsidiaries in the amount not exceeding 3,000,000 Baht per year. The remuneration shall be effective in the year of 2020 onwards, or until the resolution to change approved by the shareholders.

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

Resolution The meeting approved the remuneration of directors and sub-committees for the year 2020 as proposed by not less than two-thirds (2/3) of the total votes of the shareholders who attended the meeting as follows:

Approved	548,688,730	votes	equivalent to	99.9998%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	1,000	votes	equivalent to	0.0002%
Voided Ballot	0	votes	equivalent to	-

Remark While the meeting was considering this agenda item, additional shareholder was present at the meeting with 0 shares. Total shareholders present amounted to 160 people with 548,689,730 shares

Agenda 7 To consider and approve the appointment of auditors, and determination of auditors' remuneration for the year 2020

The Chairman assigned the secretary of the meeting to clarify the appointment of auditors, and to determine their remuneration for the year 2020 as follows:

The Company shall propose to the shareholders meeting to consider for the appointment of the certified public accountants from PricewaterhouseCoopers ABAS Ltd. as the Company's auditors for the year 2020. 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.

The Board of Directors and Audit Committees considered and agreed to propose at the shareholders' meeting in order to consider and approve to appoint the auditors from PricewaterhouseCoopers ABAS Ltd. as auditors of the Company for the fiscal year 2020 as follows:

Name	Certified Public Accountant No.	Performance Period
1. Mr. Sa-Nga Chokenitisawat (Primary auditor) and/or	11251	2
2. Mr. Boonrueng Lerdwiseswit and/or	6552	-
3. Mr. Pongthavee Ratanakoses	7795	-

Remark: 1. In the event that the above-mentioned auditors are not able to perform the duty, PricewaterhouseCoopers ABAS Ltd. shall appoint other auditors from PricewaterhouseCoopers ABAS Ltd. to perform as the company's auditors instead.

2. Due to the COVID-19 pandemic crisis, The Annual General Meeting of Shareholders has to be postponed. Such postponement has affected the review of quarterly financial statements. According to the Notification of the Capital Market Supervisory Board No. TorJor. 35/2563 Re: The preparation and submission of financial statements within the deadline in 2020 for the listed companies which are unable to hold the Annual General Meeting of Shareholders due to the outbreak of the coronavirus disease 2019 or COVID-19, they have concurred with waiver resolution for the listed companies impacted by the COVID-19 to be able to submit the quarterly financial statements within the year of 2020 reviewed by the auditor appointed by the Company and approved by the Office of the Securities and Exchange Commission ("SEC"). In this regard, the Board of Directors passed the following resolutions to approve the appointment of Mr. Sa-nga Chokenitisawat, the principal auditor, to audit the financial statements for the 1st and 2nd quarter of 2020.

The above nominated auditors have been considered on the qualifications, independence, and appropriateness; they have no relationship or interest with the company, subsidiaries, executives, major shareholders or related to such person in any way.

The Company has set the auditing remuneration of the Company for the year 2020 as follows:

Unit: Baht/Year

List	2020 (as proposed)	2019
Audit fee	1,875,000	1,500,000
Non-Audit Fee Such as out of pocket expenses and service fee for reviewing a document of project that is beyond the scope of audit service.	N/A	298,432
Total	1,875,000	1,798,432

As for the auditing remuneration of the Company agreed to propose at the meeting in 2020 to consider and approve, it is at 1,875,000 Baht, which is higher than the previous year by 375,000 Baht equivalent to 25%. The increase can be explained by the expansion in subsidiaries, the change in law affected to financial statements which are the Regulation of Transfer pricing and Thai Financial Reporting Standards No.9 (TFRS 9). The auditing remuneration of the Company and its subsidiaries are not included other expenses (out-of-pocket expenses), taxes and other service fees.

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

Ms. Budsakorn Ngampasutadal Shareholder	Asking: 1. What is the reason for the increase of audit fee, not decrease by PricewaterhouseCoopers ABAS Limited (“PWC”) because listed companies have been mostly affected by the impact of spreading COVID-19?
Mr.Sirichai Sombutsiri, Chairman of the Board of Directors, Independent Director and Chairman of the Audit Committee	Explaining the following issues: <ul style="list-style-type: none"> The Company has more subsidiaries, resulting in higher expenditure for their additional operations together with the implementation of the new Thai Financial Reporting Standard No.9 (TFRS 9). Miss Nuntarat Techaphantukul, Auditor from PricewaterhouseCoopers ABAS Limited. (“PwC”) corroborated with the above statement clarified by the Chairman.
Mrs. Rosalin Numknisorn Shareholder	Asking: Could the non-audit fee be included in the audit fee? Why is it excluded from the audit fee?
Mr. Somyot Changyongsuwan Assistant Managing Director in Accounting (Accounting Controller)	Explaining the following issues: <ul style="list-style-type: none"> As for the non-audit fee, it consists mostly of travel expenses, accommodation costs and photocopy fee, etc. In general, other expenses are excluded from the audit-fee. Nevertheless, the Company has performed the management, control, and examination to ensure that such expense is considered appropriate for the scope.

Resolution The meeting approved the appointment of auditors, and determination of auditors' remuneration for the year 2020 as proposed above with the majority of votes of shareholders who attended the meeting and voted as follows:

Approved	548,688,730	votes	equivalent to	100.0000%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	1,000	votes	equivalent to	-
Voided Ballot	0	votes	equivalent to	-

Remark While the meeting was considering this agenda item, no additional shareholder was present at the meeting with 0 share. Total shareholders present amounted of 160 people with 548,689,730 shares

Agenda 8 **To consider and approve the amendments to articles 23 and 28 of the Company's Articles of Association in order to conduct a meeting via electronic means**

The Chairman assigned the secretary to clarify the detail of the amendments to articles 23 and 28 of the Company's Articles of Association in order to conduct a meeting via electronic means as follows:

As request to amend the Company's Articles of Association subject to Emergency Decree on Electronic Meetings, B.E. 2563 through the repeal of Announcement of the National Council for Peace and Order No. 74/2557 Re: Electronic Conferencing on July 27, 2014. This eliminated two significant points which are 1. The attendee, at least one-third of the quorum, are present at any general meeting. 2. The attendees are present in the kingdom. Regardless of their current location, the attendees with electronic media can conveniently join the consultations and exchange of ideas. This would provide flexibility for business's operation especially with the spread of the COVID-19.

In addition, the Board of Directors has proposed to authorize directors or any person assigned by the Board of Directors, to have power 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 Article 23 and Article 28 of 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 for the mentioned matter, and so on.

The detail of the Article 23 and Article 28 of the Company's Articles of Association are as follows;

Existing Version	Propose Version
<p>Article 23. The meeting of the Board of Directors shall be held at least once every 3 months.</p> <p>The meeting shall be held in the locality where the head office of the company is located or in other locations as deemed appropriate.</p> <p>To conduct the Board of Directors' meeting, the Chairman may conduct the meeting or conference via electronic means in which the meeting or conference must comply with the principles indicated in laws or related</p>	<p>Article 23. The meeting of the Board of Directors shall be held at least once every 3 months.</p> <p>The meeting shall be held in the locality where the head office of the company is located or in other locations as deemed appropriate.</p> <p>To conduct the Board of Directors' meeting, the Chairman may conduct the meeting or conference via electronic means in which the meeting or conference must comply with the</p>

announcements, including any amendments thereof.

In case the Chairman requests the meeting or conference to be held via electronic means, to call the Board of Directors for the meeting or conference, the Chairman or the authorized person shall serve a notice to the directors for not less than 7 days prior to the meeting or conference, or the notice of the meeting shall be served to the directors by e-mail instead.

The directors who attend such meeting must be at least 1/3 of the total directors to form a quorum in the same meeting location, and all of the directors must be in Thailand during the meeting. If the meeting allowances are provided to the directors, it must be provided to the directors who are physically present at the electronic meeting.

Such electronic meeting as prescribed under paragraph five must be held via a controlled electronic system applying IT security measures by voice and/or video recording (as the case maybe) of all meeting attendants throughout the meeting period, including computer traffic data from such voice or video record. Such controlled electronic system must contain fundamental components according to the relevant laws.

Any director who attends a meeting of the Board of Directors through electronic means in compliance with procedures and criteria as aforementioned shall be deemed as part of the quorum and such electronic meeting shall be regarded as a meeting held in accordance with the laws and this Articles of Association.

Article 28. In calling s 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.

principles indicated in laws or related announcements, including any amendments thereof. The quorum and voting of the meeting of Board of Directors via electronic means shall be subject to the Company's Articles of Association. All provisions and methods provided by laws, law notifications, and regulations relating to the electronic meeting that shall be applied to the other articles of the Company's Articles of Association as related.

In case the Chairman requests the meeting or conference to be held via electronic means, to call the Board of Directors for the meeting or conference, the Chairman or the authorized person shall serve a notice to the directors for not less than 7 days prior to the meeting or conference, or the notice of the meeting shall be served to the directors by e-mail instead.

If the meeting allowances are provided to the directors, it must be provided to the directors who are physically present at the electronic meeting.

Such electronic meeting must be held via a controlled electronic system applying IT security measures by voice and/or video recording (as the case maybe) of all meeting attendants throughout the meeting period, including computer traffic data from such voice or video record. Such controlled electronic system must contain fundamental components according to announcements or regulations of the relevant authorities or laws.

Article 28. In calling s 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

	<p><u>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.</u></p> <p><u>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.</u></p>
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The Board of Directors agreed to propose to the meeting to consider and approve the amendment to Article 23 and 28 in line with the Emergency Decree on Electronic Meetings, B.E. 2563.

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

Resolution The meeting approved the amendments to articles 23 and 28 of the Company's Articles of Association in order to conduct a meeting via electronic means with the resolution by not less than three-fourth (3/4) of the total votes of the shareholders who attended the Meeting and have the right to vote as follows:

Approved	548,688,730	votes	equivalent to	99.9998%
Disapproved	0	votes	equivalent to	0.0000%
Abstained	1,000	votes	equivalent to	0.0002%
Voided Ballot	0	votes	equivalent to	-

Remark While the meeting was considering this agenda item, no additional shareholder was present at the meeting with 0 share. Total shareholders present amounted of 160 people with 548,689,730 shares

Agenda 9 **To consider any other matter**

The Chairman allowed shareholders to ask, or give opinion and requested shareholders to state their name and surname as well as status before asking or giving opinion. There were shareholders asking more questions as follows:


Mr.Atiwit Chirasuttrakul, Shareholder	<p>Asking:</p> <ol style="list-style-type: none"> 1. At the beginning of 2020, the world sugar market price dropped to approximately 10-12 cents/lbs. Is the Company operating performance affected by decrease in sugar price? 2. During the first quarter of 2020, Sugar price was at 15 cents/lbs, whereas it was adjusted to 10 cents/lbs in the end of first quarter. When does the Company usually get the sugar reference price and recognize the revenue?
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	<ol style="list-style-type: none"> How much the amount of cane crushing is expected in the crop year 2020/2021 and How much the Company's production capacity of refined sugar will be? In case that the Company's performance is getting worse in the future. How is it going to influence on the D/E ratio of the Company?
Ms. Paveena Sukhakit Assistant Managing Director of Foreign Affairs and Industry Policy	<p>Explaining the following issues:</p> <ol style="list-style-type: none"> During the first quarter of 2020, the world market price of sugar dropped. The effect of the COVID-19 crisis resulted in lower global sugar consumption, as well as the fuel use and sugar consumption. Consequently, there is no positive driving factors in the market. It has affected to all sugar manufacturing companies in Thailand. The revenue recognition is dependent on the pricing and the sugar delivery period. Generally, the manufacturing sugar companies in Thailand mainly get the sugar reference price during the months of March, May, and July in every year. They are the period for sugar sales. For example, the Company generally sells sugar during the months of January to March, therefore the pricing will be calculated with reference to the global sugar price in March. At that time, the price might be fluctuated to higher or lower price. The Company would sell sugar in the future market. For the crop year of 2020/2021, the quantity of cane crushing is forecast at approximately 1.8 - 2 million tons. The sugar yield per tons cane is consequently expected at 120 kilograms per tons cane. Regarding the Company's plan for refined sugar production, it is subject to the volume of fuel used and the selling plans since the Company is going to produce refined sugar in the sugaring-off season with the production capacity of 80,000 tons.
Mr. Anant Tangtongwechakit, Director, Chairman of Executive Committee, Chairman of Risk Management Committee, and Chief Executive Officer	<p>Explaining more the following issues:</p> <ul style="list-style-type: none"> In Thailand, most sugar producing companies generally sell sugar during March, May, and July and determine sugar selling price with reference and compared to the Office of Cane and Sugar Board ("OCSB"). For more details on the pricing of sugar manufacturing companies at the website of OCSB to forecast the sugar price.
Mr. Somyot Changyongsuwan Assistant Managing Director in Accounting (Accounting Controller)	<p>Explaining the last following issues:</p> <ol style="list-style-type: none"> Such D/E ratio is separately calculated by the financial institutions, not including the Buriram Sugar Group Power Plant Infrastructure Fund (BRRGIF). At present, the third quarter of 2021 is equivalent to 1.8 times which the number is approved by the financial institutions. If the D/E ratio

	increases in the future, This will have impact on the decrease of its shareholding proportions. Nonetheless, the Management team will improve the Company's operating results by controlling the D/E ratio not to be over 2 times.
Mr. Pitak Chaosoun Deputy Managing Director of Financial and Operations Group (CFO)	Explaining more the following issues: <ul style="list-style-type: none"> The Company has the measure to maintain the D/E ratio in compliance with the conditions of financial institutions such as, cost-cutting measures and requesting the lower interest rate from the financial institutions.

Since no more shareholders would like to ask questions or make comments, 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 2020 Annual General Meeting of Shareholders was officially completed and requested the shareholders to submit the remaining ballots to the staff to collect as the evidences accordingly.

Closing of the Meeting 3.45 p.m.

Signed  Chairman of the Meeting
(Mr. Sirichai Sombutsiri)

Attachment No. 2**For consideration of Agenda 2 and 3**

Annual Report 2020, including consolidated statements of financial position, profit/loss financial statements and statement of comprehensive income 2020

Annual Report 2020, including consolidated statements of financial position, profit/loss financial statements and statement of comprehensive income 2020 in the form of QR code is shown in the Notification of Meeting (Subject: Company/ Securities Information)



QR Code Downloading Procedures for the Annual Report 2020

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 the mobile camera to QR Code to scan it.

Attachment No.3
For Consideration of Agenda 5

Profiles of the Nominated Directors to be Re-Elected for Another Term



Name: Miss Chittima Tangtrongwechakit

Nationality: Thai

Age: 51 years old

Position: Director, Executive Committee Member, Risk Management Committee Member, Deputy Chief Executive Officer in Domestic Sugar Sale and Purchasing Department (Authorized Director and Executive of the Company and its subsidiaries)

Proposed Position: Director and Sub-Committees's Director as used to take the position.

Appointment Date: 12 May 1995

Tenure: 15 years, 11 months, 13 days (counted to 2021 AGM date) (If be nominated to be director for another term, the person will be act as Director for 18 years and 11 months)

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

Number of BRR Shares Held: 32,889,000 shares (equivalent to 4.05%) (No shares held by spouse or de facto partner and underage child) as of December 30, 2020.

Family Relationships with Directors/ Executives/ Major Shareholders: Younger sister of Mr. Anant Tangtongwechakit, Mrs. Wanphen Punyaniran and Mrs. Jirawan Pongpichitkul and elder sister of 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 subsidiaries, and also 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. In 2021 AGM, the Director has interest in Agenda 5 regarding the reappointment of Directors.

Education & Training Background:

- Bachelor of Business Administration (Marketing), Buriram Rajabhat University
- Director Accreditation Program (DAP), Class 98/2012, Thai Institute of Directors (IOD)
- Anti-Corruption The Practical Guide (ACPG), Class 30/2016, Thai Institute of Directors (IOD)
- Director Certification Program (DCP), Class 243/2017, 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 2020:

Annual General Meeting of Shareholder: 1/1	Board of Directors' Meetings: 9/9
Risk Management Committee's Meeting: 4/4	Executive Committee's Meeting: 14/14
Nomination and Remuneration Committee's Meeting: 3/3	Corporate Governance Committee's Meeting: 2/2

Work Experience: Past 5 Years - Present
Position in the Company & Subsidiaries: 10 Companies

1995 - Present	Director/ Executive Committee Member/ Risk Management Committee Member/ Nomination and Compensation Committee Member/ Corporate Governance Committee Member/ Deputy Chief Executive Officer in Domestic Sugar Sale and Purchasing Department	Buriram Sugar Public Company Limited
2011 - Present	Director/ Executive Committee Member/ Deputy Managing Director (Marketing Department)	Buriram Sugar Factory Co., Ltd.
2005– Present	Director	Buriram Energy Co., Ltd.
2011– Present	Director	Key Brand Fertilizer Co., Ltd.
2011– Present	Director	Buriram Power Co., Ltd
2015– Present	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: 2 Companies -None-

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

2012–Present	Director	Buriram Capital Co., Ltd.
2018–Present	Director	Ekachon Buriram Hospital

Position in Other Limited Companies/ Organizations: -None-
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 and sugar industry



Name: Mr. Adisak Tangtrongweachakit

Nationality: Thai

Age: 47 years old

Position: Director, Executive Committee Member, Risk Management Committee Member, Nomination and Remuneration Committee Member, Corporate Governance Committee Member and Deputy Chief Executive Officer in Sugar Production, CSR, and Corporate Communications (Authorized Director and

Executive of the Company and its subsidiaries)

Proposed Position: Director and Sub-Committees's Director as used to take the position.

Appointment Date: 25 June 2004

Tenure: 6 years, 10 months, and 4 days (counted to 2021 AGM date) If be nominated to be director for another term, the person will be act as Director for 9 years and 10 months)

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

Number of BRR Shares Held: 32,889,000 shares (equivalent to 4.05%) (No shares held by spouse or de facto partner and underage child) as of December 30, 2020.

Family Relationships with Directors/ Executives/ Major Shareholders: Younger brother of Mr. Anant Tangtongwechakit, Mrs. Wanphen Punyaniran, 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 subsidiaries, and also 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. In 2021AGM, the Director has interest in Agenda 5 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



Buriram Sugar Public Company Limited

Meeting attendance in 2020:

Annual General Meeting of Shareholder 1/1	Board of Directors' Meetings: 9/9
Risk Management Committee's Meeting 4/4	Executive Committee's Meeting 14/14
Nomination and Remuneration Committee's Meeting 3/3	Corporate Governance Committee's Meeting 2/2

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 Committee Member/ Deputy Chief Executive Officer in Sugar Production, CSR and Corporate Communications	Buriram Sugar Public Company Limited
2011 - Present	Director/ Executive Committee Member/ Managing Director	Buriram Sugar Factory Co., Ltd.
2005– Present	Director/ Executive Committee Member	Buriram Energy Co., Ltd.
2011– Present	Director	Key Brand Fertilizer Co., Ltd.
2011– Present	Director/ Executive Committee Member	Buriram Power Co., Ltd
2015– Present	Director/ Executive Committee Member	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

2007 – Present	Director	B.R.S. Train Terminal Logistics Co., Ltd.
2014 – Present	Vice Chairman of Board of Directors	The Federation of Buriram Industries
2012 – Present	Director	Buriram Capital Co., Ltd.

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, sugar industry and energy business.



Name: Assoc. Prof. Dr. Djitt Laowattana

Nationality: Thai

Age: 59 years old

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

Proposed Position: Independent Director and Sub-Committees' director: Audit Committee Member, Corporate Governance Committee Member, and Nomination and Remuneration Committee Member

Appointment Date: 25 April 2018

Tenure: 3 years and 4 days (counted to 2021 AGM date) If be nominated to be director for another term, the person will be act as Director for 6 years)

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

Number of BRR Shares Held: No shares (No shares held by spouse or de facto partner and underage child) as of December 30, 2020.

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 2021 AGM except Agenda item 5 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
 - Director Certification Program (DCP), 93/2007
 - Audit Committee Program, 29/2009
 - Monitoring Fraud Risk Management, MFM 1/2009
 - Monitoring Internal Audit Function, MIA 7/2009
 - AC Hot Update
 - Understanding the Fundamental of Finance Statement (UFS), 2008
 - Roles of Chairman Program, 19/2008
 - Monitoring the System of Internal and Risk Management, MIR 7/2009
 - Monitoring Financial Reporting, MFR 9/2009
 - Financial Institutions Governance Program, FGP 3/2011

Meeting attendance in 2020:

Annual General Meeting of Shareholder 1/1

Board of Directors' Meetings: 9/9

Corporate Governance 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: 3 Companies

2014 – Present	Director (Independent Director)	TOT Public Company Limited
2015 – 2020	Director (Independent Director) Chairman of Audit Committee	Gunkul Engineering Public Company Limited
2014 – 2015	Technology consultant	Siam Commercial Bank 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: Mrs. Weechadchada Yongsuwankul

Nationality: Thai

Age: 51 years old

Position: Independent Director and Audit Committee Member

Proposed Position: Director

Appointment Date: 1 May 2020

Tenure: 11 months and 99 days (counted to 2021 AGM date) If be nominated to be director for another term, the person will be act as Director for 3 years and 11 months)

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

Number of BRR Shares Held: No shares (No shares held by spouse or de facto partner and underage child) as of December 30, 2020.

Family Relationships with Directors/ Executives/ Major Shareholders: None

Prohibited Qualifications: 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 2021 AGM.

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 2021 AGM except Agenda item 5 regarding the reappointment of Directors

Education & Training Background:

- Bachelor of Accountancy, Bangkok University
- Certificate Course in Biblical Studies, Hope of Bangkok Church
- Adizes Institute, USA: Symbergetic Diagnosis in Serbia 2019: Organization Transformation
- Adizes Institute, USA: Leading Highly Effective Team 2018: Organization Transformation
- CEDI BABSON Entrepreneurial Leadership Program 2013-2016: Innovative Entrepreneur
- 7 Habits for Highly Effective People in 2007 : Paradigm shift to be the most effective person
- Leadership Greatness in 2007: Planning and empowering team at the utmost efficiency
- Director Certification Program (DCP) Class 226/2016, Thai Institute of Directors (IOD)

Meeting attendance in 2019:

Annual General Meeting of Shareholder 1/1

Board of Directors' Meetings: 6/6

Audit Committee's Meeting 4/4

Work Experience: Past 5 Years - Present
Position in the Company & Subsidiaries: 1 Companies

2020 - Present	Independent Director/ Audit Committee Member	Buriram Sugar Public Company Limited
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Position in Listed Companies: -None-
Position in Other Limited Companies/ Organizations: 4 Companies 3 Organizations

2016 - Present	Founder and Chief Executive Officer	Firm Company Limited
2017 - Present	Chief Executive Officer	Sharp Wrapbiz Company Limited
2018 - Present	Founder and Chief Executive Officer	2morrow Scaler Company Limited
2019 - Present	Director	Prudent Business Consultant Company Limited
1987 - Present	Leaders and develop of Christian member	Nexus Foundation
2017 - Present	Life support development	Christian Prison Ministry Foundation
2017 - Present	Advocate	Life Raft Organization

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

Qualifications for Business Operation/ Proficiency in Business: Possesses knowledge and experiences in marketing planning, product development, organization management, strategic planning and accounting.

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
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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**General Information**

Name- Surname:	Mr. Sa-nga Chokenitisawat
Nationality:	Thai
Workplace:	PricewaterhouseCoopers ABAS Limited
Period of Employment:	3 Years
Position in PWC:	Partner

Work Experience:

Mr. Sa-nga Chokenitisawat has almost 22 years of experience in auditing practices with PwC Thailand. He is currently the Partner in Assurance and has been providing accounting and auditing services to a wide-range of multi-national and domestic clients in a variety of industries such as manufacturing, automotive products, retail business, consumer & industrial products sector and construction & engineering. His key clients mainly are in automotive industry and multi-national companies.

<p style="text-align: center;">Articles of Association of the Company Concerning to the Shareholders' Meeting</p>
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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

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.

Section 6
The Capital Increase and Decrease

42. The company may decrease the amount of its the registered capital by decreasing the value of each share, or decreasing number of shares, or cutting off shares that have not been sold or issued, but it may not reduce the capital to an amount lower than 1/4 of the total capital.

In case where the company has an accumulated loss and it has already compensated for it according to the Article No. 40 of this articles of association, and the accumulated loss still, however, remains the company may reduce its capital to the amount less than 1/4 of the total capital.

The amount and method to reduce share value or share amount under paragraph one or paragraph two shall be performed in accordance with the resolution of the meeting of shareholders by, a vote of not less than 3/4 of the total number of votes of the shareholders attending the meeting and having the right to vote. Thus, the company shall register the approved share upon the resolution within 14 days as from the date on which when the meeting has passed a resolution.

Regulation of 2021 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.

Guidelines for attending the Annual General Meeting of Shareholders through Electronic Media and appointment of Proxy

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

Documents and evidences identified the right to attend the meeting. In case the shareholders attending the E-AGM by themselves

1.1 Please fill "Registration Form for attending the Annual General Meeting of Shareholders through Electronic Media (E-AGM)" attached to this guideline. **Kindly fill email and your cell phone number clearly in order to be used for the meeting registration** and attach identification document to confirm the attendance of E-AGM as follows:

- **In the event that the shareholder is an ordinary person** – a valid certified true copy of ID card or passport or other official documents issued by government authority.
- **In the event that the shareholder is a juristic person** – an executed version of the power of attorney or a proxy and supporting documents as per the detail in item "Supporting documents for the appointment of proxy" below.

Please submit "Registration Form for attending the Annual General Meeting of Shareholders through Electronic Media (E-AGM)" and such identification document to the Company by **Thrusday 22 April 2021** via the following channels:

E-mail: Companysecretary@brr.co.th or

Post: Company Secretary, Director Office

Buriram Sugar Public Company Limited

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

Thung Phayathai, Ratchathewi, Bangkok 10400

1.2 Please find the manual for registration and attending the 2021 Annual General Shareholders' meeting via electronic means (E-AGM) access through link https://www.set.or.th/en/eservice/files/Shareholder_Manual_Book_20210301.pdf or scanning by QR Code provided below



Prepare a copy of ID card for identification to login at DAP e-Shareholder Meeting via Web Browser (including Google Chrome, Safari, Firefox, Internet Explorer, etc.) between 7 – 29 April 2021. On 29 April 2021, the registration system will be opened at 9:00 a.m.

Documents and evidences identified the right to attend the meeting. In case the shareholders appointing proxy to attend the E-AGM

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.

In case that a shareholder is unable to attend the E-AGM meeting in person, he/she may authorize another person or the Company's Independent Director, to attend and vote on his/her behalf. The name of Independent Directors are as follows:

- Mrs. Seenual Tasanapant, Independent Director (as Attachment No. 9 of the invitation letter of the 2021 Annual General Meeting)
- Mrs. Porntip Sookatup, Independent Director (as Attachment No. 9 of the invitation letter of the 2021 Annual General Meeting)

Independent Directors have no special interest in every agenda of the meeting. In this regard, please fill out the information and sign on the Proxy Form (as Attachment No. 10.1, 10.2 and 10.3) together with THB 20 stamp duty as well as cross out a copy of identification

document with the date for the correctness and acceptance as legally binding, and please submit the Proxy form and a copy of supporting documents for the appointment of proxy to the Company **by 22 April 2020** via the following channels:

E-mail: companysecretary@brr.co.th or

Post: 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

Remark: Shareholders may appoint any person to act as their proxy and attend the meeting in person via electronic means. Please find the manual for registration and attending the 2021 Annual General Shareholders' meeting via electronic means (E-AGM) access through link https://www.set.or.th/en/eservice/files/Shareholder_Manual_Book_20210301.pdf



Registration of Attendance

The registration and vote counting at the 2021 Annual General Meeting of Shareholders shall be made through the electronic means. The Company shall also invite a representative from a law firm to examine the voting process and the Meeting to be transparent and in accordance with the law and the Articles of Association of the Company, including the good governance principle, in order to comply with the shareholders' meeting requirements of the Office of Securities and Exchange Commission.

• **Voting Procedures and Votes Counting**

Criteria of Voting and Votes Counting

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 and let shareholders cast their vote in provided ballot and raise his/her hand to let the Company's officer to collect and gather all ballot for counting. The Company shall appoint an intermediary to collect and count ballot in every agenda.

1 The AGM 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.
4. To vote in each agenda, only shareholders who disapprove or abstain from voting through electronic meeting system application shall cast their votes.
5. To count the votes, disapproved, abstained and invalid votes will be deducted from the total votes of the shareholders who attend the Meeting and are entitled to vote.
6. **For Agenda Item 5 regarding to considering and approving the reappointment of directors whose term have expired in the year of 2021**, all shareholders shall cast their votes, whether to approve, disapprove or abstain from voting, through electronic meeting system application. Shareholders who do not cast their votes will be deemed to have abstained from voting.
7. Before casting the vote in each agenda, the Chair of the Meeting will give shareholders an opportunity to shareholders to make inquiries or comments on the issues related to such agenda as appropriate. In this regard, shareholders who wish to make the inquiries or comments are requested to push the live notification button, place a question by typing in a question box and wait notification from the system administrator to prepare for turning on camera and microphone and make inquiries and comments accordingly. Shareholder are requested to notify their names before making the inquiries or comments in the Meeting.
8. To pass a resolution, a simple majority vote of the shareholders who attend the Meeting and are entitled to vote is required, **except Agenda Item 6** regarding to considering and approving the remuneration of directors and sub-committees for the year 2021, which requires the vote of not less than two-thirds of the total shares held by the shareholders who attend the Meeting **and Agenda Item 2** regarding the acknowledging the report on the company's operating results for the year 2020 as it is an acknowledgement agenda.
9. 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 **except Agenda item 5 regarding to considering and approving the reappointment of directors whose term have expired in the year of 2021** that the Independent Director as a proxy may have special interest in this agenda item, shall abstain the vote of this agenda item.
10. The Chair of the Meeting will announce voting result to the Meeting once the vote counting for such agenda is completed.

Remark: For registration or login troubleshooting, please contact the system administrator at 02-216-5820-2 ext. 302 - 303 available from Monday – Friday during 7 – 29 April 2021 at 9:00 a.m. – 5.00 p.m.

Attachment No. 8

Procedures to attend the 2021 AGM of shareholders

**Registration opens via electronic
DAP e-Shareholder meeting system
from 7 – 29 March 2021**
(Registration system will be opened at 9:00 a.m. of 29 April 2021)

Attending in person

Prepare Notification of Meeting and
registration documents (the details in page no. 60-62)

Register via DAP e-Shareholder Meeting through
<https://portal.eservice.set.or.th/Account/?refer=9d3dAXhxRvUHguOPevplk%2f136phYXUwkIwO8EabitmMc0ML3W4RA%2bA%3d%3d> or scan QR Code and
fill out the information with supporting documents (the details in page no. 60-62)

Document Verification

Shareholders will receive an email confirming
your registration result. If you cannot
find the email, please check Junk email or
contact the company's staff.
Tel. 02-216-5820-2 ext. 302-303

Note:

- Counting votes by method of deducting "disagree" vote, "no" vote and voided ballot for all shares of shareholders
- Please send voting cards back to company officers when the meeting is finished



Attending by proxy

Prepare Notification of Meeting, Proxy form and
supporting documents (the details in page no. 60-62)

Register via DAP e-Shareholder Meeting through
<https://portal.eservice.set.or.th/Account/?refer=9d3dAXhxRvUHguOPevplk%2f136phYXUwkIwO8EabitmMc0ML3W4RA%2bA%3d%3d> or scan QR Code and
fill out the information with supporting documents (the details in page no. 60-62)

Document Verification

Shareholders will receive an email confirming
your registration result. If you cannot
find the email, please check Junk email or
contact the company's staff.
Tel. 02-216-5820-2 ext. 302-303

Login at
<https://portal.eservice.set.or.th>



Meeting Opened by Chairman (10.00 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".



Name: Mrs.Seenual Tasanapant

Nationality: Thai

Age: 75 years old

Position: Director (Independent Director), Member of Audit Committee, Chairman of Corporate Governance Committee, and Chairman of Nomination and Compensation Committee

Appointment Date: 3 October, 2014

Tenure: 6 years, 8 months 25 days (counted to 2021 AGM date)

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

Number of BRR Shares Held: No shares (No shares held by spouse or de facto partner and

underage child) As of December 30, 2020

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 2021 AGM.

Education & Training Background:

- Bachelor of Law, Thammasat University
- Bachelor of Accounting, Thammasat University
- Director Accreditation Program (DAP) Class 55/2006, Thai Institute of Directors (IOD)
- Director Certification Program (DCP) Class 79/2007, Thai Institute of Directors (IOD)
- Audit Committee Program (ACP) Class 17/2007, Thai Institute of Directors (IOD)
- Certified Public Accountant No. 2974
- Board Nomination & Compensation Program (BNCP) Class 3/2018, Thai Institute of Directors (IOD)

Meeting attendance in 2020:

Annual General Meeting of Shareholders 0/1

Board of Directors 9/9

Audit Committee 5/5

Corporate Governance Committee 2/2

Nomination and Compensation Committee 3/3

Work Experience: Past 5 Years - Present

Position in the Company & Subsidiaries: 1 Company

2014 - Present	Director (Independent Director)/ Audit Committee Member / Chairman of Corporate Governance Committee / Chairman of Nomination and Compensation Committee	Buriram Sugar Public Company Limited
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Position in Listed Companies: 1 Company

2006 – Present	Independent Director/ Audit Committee Member/ Chairman of Nomination and Compensation Committee	The Steel Public Company Limited
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Position in Other Limited Companies/ Organizations: 1 Company

2012 – 2016	Director	Taiping Ethanol Co., Ltd.
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Position in Competition/ Related to Businesses of the Company: -None-

Qualifications for Business Operation/ Proficiency in Business: Possesses the knowledge and experience in laws, accounting and auditing.



Name: Mrs. Porntip Sookatup
Nationality: Thai
Age: 64 years old
Position: Independent Director and Audit Committee Member
Appointment Date: 1 May 2020
Tenure: 11 months 29 days (counted to 2021 AGM date)
Address: 128/77-78, 7th FL., Phayathai Plaza, Phayathai Road, Ratchathewi, Bangkok, 10400
Number of BRR Shares Held: No shares (No shares held by spouse or de facto partner and underage child) As of December 30, 2020

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 2021 AGM.

Education & Training Background:

- Bachelor of Accountancy, Chulalongkorn University
- Thai Institute of Directors (IOD)
- Audit Committee Program (ACP) Class 37/2014
- Audit Committee Program (ACP) Class 37/2014

Meeting attendance in 2020:

Annual General Meeting of Shareholder 1/1
 Audit Committee's Meeting 4/4

Board of Directors' Meetings: 6/6

Work Experience: Past 5 Years - Present

Position in the Company & Subsidiaries: 1 Company

2020 - Present	Independent Director and Audit Committee Member	Buriram Sugar Public Company Limited
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Position in Listed Companies: -None-

Position in Other Limited Companies/ Organizations: 1 Coampany and 1 Organization

2017 - Present	Consider and amend the Revenue Code Subcommittee	Office of the Council of State
2017 - Present	Sub-Branch Office Coordination Subcommittee	Federation of Accounting Professions
2016 - Present	Academic Affairs Subcommittee	Chulalongkorn University Alumni Association
2012 - Present	Director	Tax Research and Development Institute Foundation
2009 - Present	Director of Tax Law and Regulations	Board of Trade of Thailand
2009 - Present	Revenue Tax Subcommittee	Board of Trade of Thailand

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

Qualifications for Business Operation/ Proficiency in Business: Possesses the knowledge and experience in tax laws, accounting, and auditing.

Attachment 10.1, 10.2 and 10.3**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.



Buriram Sugar Public Company Limited

Please
stamped
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 the 2021 Annual General Meeting of Shareholders to be held on April 29, 2021, at 10.00 A.M. via electronics meeting (E-AGM) according to the Emergency Decree on Electronic Meeting B.E. 2563, 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
stamped
revenue
stamp
20 Baht

Proxy Form B.

Attachment No.102

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) Mrs. Seenuat Tasanapant, Director (Independent Director), Audit Committee Member, Chairman of Corporate Governance Committee, and Chairman of Nomination and Remuneration Committee, 75 years old Contact Address: 128/77-78 7th Fl., Phayathai Plaza, Phayathai Road, Ratchathewi, Bangkok, 10400

☐ (4) Mrs. Porntip Sookatup, Director (Independent Director) and Audit Committee Member, 64 years old, Contact Address: 128/77-78 7th Fl., Phayathai Plaza, Phayathai Road, Ratchathewi, Bangkok, 10400

Any one of them as my/our proxy to attend and vote on my/our behalf at 2021 Annual General Meeting of Shareholders to be held on April 29, 2021, at 10.00 A.M. via electronics meeting (E-AGM) according to the Emergency Decree on Electronic Meeting B.E.2563, it may postpone or move the general meeting to another date, time and/or place.

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

☐ **Agenda 1** **To certify the Minutes of the 2020 Annual General Meeting of Shareholders held on Wednesday 26 August 2020**

☐ (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 2020

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

☐ **Agenda 3** To consider and approve the audited financial statements for the year ended on December 31, 2020

☐ (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 allocation of net profit as a legal reserve fund and the dividend payment from the company's operating results for the fiscal year ended December 31, 2020

☐ (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 2021

☐ (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

Name:..... Miss Chittima Tangtrongwechakit.....

☐ Agree

☐ Disagree

☐ No vote

Name:..... Mr. Adisak Tangtrongweachakit.....

☐ Agree

☐ Disagree

☐ No vote

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

☐ Agree

☐ Disagree

☐ No vote

Name:..... Mrs. Weechadchada Yongsuwankul.....

☐ Agree

☐ Disagree

☐ No vote

☐ **Agenda 6** To consider and approve the remuneration of directors and sub-committees for the year 2021

☐ (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 2021

☐ (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 2021 Annual General Meeting of Shareholders held on April 29, 2021, at 10.00 A.M. via electronics meeting (E-AGM) according to the Emergency Decree on Electronic Meeting B.E. 2563, it may postpone or move the general meeting to another date, time and/or place.

☐ 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



Buriram Sugar Public Company Limited

☐ 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 2021 Annual General Meeting of Shareholders held on April 29, 2021, at 10.00 A.M. via electronics meeting (E-AGM) according to the Emergency Decree on Electronic Meeting B.E.2563, it may postpone or move the general meeting to another date, time and/or place.

(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 2020 Annual General Meeting of Shareholders held on Wednesday 26 August, 2020**

☐ (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 2020

**** 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 December 31, 2020

☐ (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 omission of the allocation of net profit as a legal reserve fund and the dividend payment from the company's operating results for the fiscal year ended December 31, 2020

☐ (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 for 2021

☐ (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

Name: Miss Chittima Tangtrongwechakit

☐ Agree ☐ Disagree ☐ No vote

Name: Mr. Adisak Tangtrongweachak

☐ Agree ☐ Disagree ☐ No vote

Name: Assoc. Prof. Dr. Djitt Laowattana

☐ Agree ☐ Disagree ☐ No vote

Name: Mrs. Weechadchada Yongsuwankul

☐ Agree ☐ Disagree ☐ No vote

- ☐ **Agenda 6** To consider and approve the remuneration of directors and sub-committees for the year 2021

☐ (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 2021

☐ (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 2021 Annual General Meeting of Shareholders held on April 29, 2021, at 10.00 A.M. via electronics meeting (E-AGM) according to the Emergency Decree on Electronic Meeting B.E.2563, it may postpone or move the general meeting to another date, time and/or place.

☐ 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



Buriram Sugar Public Company Limited

☐ 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



Registration Form for attending the Annual General Meeting of Shareholders through Electronic Media (E-AGM)

Written at _____
Date _____ Month _____ Year _____

I/We _____ Nationality _____
Address No _____ Road _____ Sub-District _____ District _____
Province _____ Postal Code _____ Email _____
Tel _____ as a shareholder of Buriram Sugar Public Company Limited
("the Company") holding the total number of _____ Shares

hereby confirm to attend the meeting and cast the votes in the 2021 Annual General Meeting of Shareholders on Thursday 29 April 2021 at 10.00 hrs. through Electronic Media (E-AGM). Please send a weblink for attending the E-AGM, Username, and Password my/our email as follows.
Email _____

In case of giving proxy and submitting documents via any electronic channels such as E-mail, I hereby certify that the written information is true in every respect and authorize the Company to proceed as the evidence and supporting documents for attending the meeting and voting or other matters relating to the 2021 Annual General Shareholders' meeting.

Sign _____ Shareholder/Proxy

(_____)

Remark: Kindly send this "Registration Form for attending the Annual General Meeting of Shareholders through Electronic Media (E-AGM)" which has been completely filled out, and attached identification document for inspection in relation to attending the E-AGM to the Company **by 22 April 2021** via the following channels

E-mail: Companysecretary@brr.co.th or

Post: 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

Attachment No. 12

Requisition Form for a Printed Copy of 2020 Annual Report

To Shareholders of
Buriram Sugar Public Company Limited

Buriram Sugar Public Company Limited would like to kindly inform that any shareholders who wish to receive a printed copy of 2020 Annual Report can send the requisition form by fill in the form clearly and send the form back to the Company **within April 30, 2021** for the Company to deliver the report. The Company's contacts are as follow:

- Fax : (02) 216-5823
- Tel. : (02) 216-5820-2 Ext. 301 or 302 or 303
- E-mail : companysecretary@brr.co.th

Shareholder's Details

Name

(Mr./Mrs./Miss) _____

Address _____

Tel. _____ E-mail _____

Please mark ✓ in front of preferred method to acquire a copy

☐ Send to the specified address





BRR

น้ำตาลสร้างใหม่



BURIRAM SUGAR PUBLIC COMPANY LIMITED

Head office/Factory 237 Moo. 2, Hinlekhai,

Khumueang, Buriram 31190

Bangkok office 128/77-78 Phayathai Plaza Building 7th

Fl., Phayathai Road,

Thungphayathai, Ratchathewi, Bangkok 10400

Tel.0-4466-6592-3, 0-2216-5820-2

www.buriramsugar.com