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Bor Mor Jor. Jor Por Or. 090/2021

27 October 2021

Subject: the Date to Determine the Names of Shareholders of the Company (Record Date) who will Receive the Allocation of Ordinary Shares of Siam Makro Public Company Limited in Public Offering in Proportion to their Shareholding in the Company and the Report on the Progress of the Offering of Ordinary Shares of the Siam Makro Public Company Limited to the Public (Public Offering) by C.P. Merchandising Company Limited, the subsidiary of the Company

Attention: President
The Stock Exchange of Thailand

As the Board of Directors' Meeting of the Company held on 31 August 2021 resolved to approve C.P. Merchandising Company Limited ("**CPM**"), the subsidiary of Charoen Pokphand Foods Public Company Limited (the "**Company**"), to offer a portion of the ordinary shares in Siam Makro Public Company Limited ("**MAKRO**") held by CPM in the public offering, the offering of such shares will be the offering of MAKRO's shares at the same time as the offering by MAKRO, CP All Public Company Limited ("**CPALL**") and Charoen Pokphand Holding Company Limited ("**CPH**"), which MAKRO, CPALL, CPM and CPH will allocate the certain portions of ordinary shares of MAKRO that will be offered in the public offering to the existing shareholders of the Company, MAKRO and CPALL, at the same offering price as the offering price of the public offering.

In this regard, we hereby notify that the Board of Directors' Meeting of the Company held on 25 October 2021 resolved to approve that 23 November 2021 shall be the date to determine the names of shareholders of the Company (Record Date) who will receive the allocation of the ordinary shares of MAKRO in proportion to their shareholding in the Company.

The details of the allocation of the ordinary shares of MAKRO to the existing shareholders of the Company, MAKRO and CPALL are as follows:

- (1) For the existing shareholders of the Company (other than the CPG group as specified in Form 56-1 for the year 2020 of the Company), they will be allocated at the ratio of 70 ordinary shares of the Company to 1 ordinary share of MAKRO being offered on this occasion.
- (2) For the existing shareholders of MAKRO (other than CPALL and subsidiaries of CPALL, CPM and CPH), they will be allocated at the ratio of 10 ordinary shares of MAKRO to 1 ordinary share of MAKRO being offered on this occasion.
- (3) For the existing shareholders of CPALL (other than the CPG group as specified in Form 56-1 for the year 2020 of CPALL), they will be allocated at the ratio of 15 ordinary shares of CPALL to 1 ordinary share of MAKRO being offered on this occasion.

In this regard, MAKRO, CPALL, CPM and CPH reserve the right not to offer or allocate ordinary shares to any persons or any subscribers or any types of subscribers if such offering or allocation of ordinary shares will or may result in MAKRO, CPALL, CPM and CPH being in violation of foreign law or rules and regulations or having obligations to carry out any actions in addition to those required under relevant Thai laws or regulations in connection with the issuance and offering of securities, or will result in the shares offering being in non-compliance with the rules, methods or conditions prescribed for the offering or allocation of shares. With this respect, the initial approaches for the offering or the allocation of certain

portions of the total number of the ordinary shares of MAKRO that will be offered in the public offering to existing shareholders are as follows:

- (a) MAKRO, CPALL, CPM and CPH reserve the right to offer or allocate ordinary shares of MAKRO to any existing shareholder whose place of residence is outside of Thailand only if such existing shareholder can give a representation that it may lawfully be offered, subscribe for, obtain and/or receive shares of MAKRO in the jurisdiction in which it resides or is currently located, and reserve the right not to offer or allocate shares of MAKRO to any persons or any subscribers whose place of residence is in the Restricted Territories and any other jurisdictions as MAKRO, CPALL, CPM and CPH deem appropriate.
- (b) Only those ordinary shareholders of the Company, MAKRO and CPALL who have the rights to receive the shares allocation may indicate their intention to subscribe for ordinary shares of MAKRO in accordance with their allocated ratio for the exercise of such rights, or in excess of the allocated rights (oversubscription) without cap of entitled right, or below the allocated rights, or waive the subscription rights for the ordinary shares of MAKRO on this occasion. The ordinary shareholders of the Company, MAKRO and CPALL who have the rights to receive the shares allocation and who have indicated their intention to oversubscribe for ordinary shares of MAKRO will be allocated the oversubscribed ordinary shares of MAKRO only if there are ordinary shares of MAKRO remaining after the allocation to ordinary shareholders of the Company, MAKRO and CPALL who have the rights to receive the shares allocation and who have subscribed for the shares in accordance with their rights has been completed.
- (c) In the case where the calculation of the allocation of ordinary shares of MAKRO to the ordinary shareholders of the Company, MAKRO and CPALL who have the rights to receive the shares allocation results in fractions of shares, the fraction shall be rounded off in whole. In the case where there are ordinary shares of MAKRO remaining after the allocation in this respect, MAKRO, CPALL, CPM and CPH will include such remaining shares and fractions of shares from the rounding in the allocation in respect of the public offering of the ordinary shares of MAKRO at the same offering price.

For the public offering of the ordinary shares of MAKRO to achieve the most success, MAKRO, CPALL, CPM and CPH, together with the the lead underwriter and initial purchaser abroad, reserve the right to amend or supplement or determine the details and conditions relating to the allocation of certain portions of the total number of the ordinary shares of MAKRO that will be offered in the public offering to existing shareholders, including to determine the maximum number of shares that will be allocated to existing shareholders (claw back/claw forward), and have the full discretion to determine the details and conditions relating to the allocation of certain portions of the total number of the ordinary shares of MAKRO that will be offered in the public offering to existing shareholders, the details and conditions of which shall be as set out in Part 3 of the registration statement for securities offering (the “**Form 69-1**”) and and the effective prospectus. In addition, the above allocation of ordinary shares of MAKRO will only occur after MAKRO has received the approval for the offering of newly issued ordinary shares to the public from the Securities and Exchange Commission (the “**SEC Office**”) and the Form 69-1 and the prospectus have become effective.

In this respect, MAKRO has submitted the application for approval for offering of newly issued ordinary shares, the Form 69-1 and the draft prospectus with the SEC Office on 27 October 2021, where CPM, CPALL and CPH, in their capacity as shareholders of MAKRO who will jointly offer a portion of the shares being held in MAKRO at the same time as the Public Offering of the Ordinary Shares of MAKRO, have also submitted the Form 69-1 and the draft prospectuses with the SEC Office at the same time. Investors may refer to the Form 69-1 and the full draft prospectus of MAKRO which have been submitted to the SEC Office at www.sec.or.th for detailed information on the public offering of the ordinary shares of MAKRO.

Material details in relation to public offering of the ordinary shares of MAKRO are as follows:

The total number of ordinary shares of MAKRO that will be offered on this occasion (the “ Total Number of the Ordinary Shares of MAKRO that will be Offered in the Public Offering ”)	Not more than 2,270,000,000 shares
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consisting of:	Number of shares that will be offered
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1) The number of newly issued ordinary shares of MAKRO that will be offered by MAKRO	Not more than 1,362,000,000 shares
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2) The number of existing ordinary shares of MAKRO that will be offered by the CPALL	Not more than 363,200,000 shares
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3) The number of existing ordinary shares of MAKRO that will be offered by CPH	Not more than 363,200,000 shares
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4) The number of existing ordinary shares of MAKRO that will be offered by CPM	Not more than 181,600,000 shares
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In case an over-allotment of shares is required, the number of existing ordinary shares of MAKRO that the over-allotment agent may request to borrow from the CPALL will not be more than 340,500,000 shares, representing not more than 15 percent of the Total Number of the Ordinary Shares of MAKRO that will be Offered in the Public Offering.	Not more than 340,500,000 shares
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The offering price to the public will be further determined following the receipt of the approval for the offering of shares to the public from the SEC Office.

Please kindly be informed accordingly.

Sincerely yours,

Kobboon Srichai

(Mrs. Kobboon Srichai)

Company Secretary

Remark: the Company hereby discloses the Information Memorandum on the Board of Directors' resolution regarding the date to determine the names of shareholders of the Company (Record Date) above via the Stock Exchange of Thailand's information system on 27 October 2021, in line with the submission of the application for approval for offering of newly issued ordinary shares, the Form 69-1 and the draft prospectus with the SEC Office on 27 October 2021 as set out above.

The information contained herein is restricted and is not for release, publication or distribution, directly or indirectly, in whole or in part in, into or from the Restricted Territories or any other jurisdiction where to do so would constitute a violation of the relevant laws of such jurisdiction. The shares of MAKRO have not been and will not be registered under the securities laws of such jurisdictions and may not be offered, sold, taken up, exercised, resold, renounced, transferred or delivered, directly or indirectly, within such jurisdictions except pursuant to an exemption from and in compliance with any applicable securities laws.

This report is for information purposes only and does not constitute or form part of any offer to issue or sell, or the solicitation of an offer to acquire, purchase or subscribe for, any securities in any jurisdiction and should not be relied upon in connection with any decision to subscribe for or acquire any shares of MAKRO. In particular, this announcement does not constitute or form part of any offer to issue or sell, or the solicitation of an offer to acquire, purchase or subscribe for, any securities in the Restricted Territories or any other jurisdiction in which such an offer or solicitation would be unlawful.

This report and the information contained herein does not constitute or form a part of any offer or solicitation to purchase or subscribe for securities in the United States. The shares of MAKRO have not been and will not be registered under the US Securities Act of 1933 (the "**US Securities Act**"), and may not be offered or sold in or into the United States except pursuant to an exemption from, or in a transaction not subject to, the registration requirements of the US Securities Act. The shares of MAKRO will not be registered under or offered in compliance with applicable securities laws of any state, province, territory, county or jurisdiction of the United States or the other Restricted Territories or anywhere outside of Thailand. Accordingly, unless an exemption under the relevant securities law is applicable, the shares of MAKRO may not be offered, sold, taken up, exercised, renounced, resold, delivered or distributed, directly or indirectly, in or into the United States or the other Restricted Territories or any other jurisdiction if to do so would constitute a violation of the relevant laws of, or require registration thereof in, such jurisdiction. There will be no public offering of shares of MAKRO in the United States.