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Bor Mor Jor. Jor Por Or. 028/2023

April 3, 2023

Re: Entry into an acquisition of "FIVE STAR" trademarks which is a transaction made with a connected person by a subsidiary

Attention: President
The Stock Exchange of Thailand

We, Charoen Pokphand Foods Public Company Limited (the "**Company**") would like to inform that the Board of Directors' Meeting convened on April 3, 2023 resolved to approve CPF Restaurant and Food Chain Co., Ltd. ("**CPFRF**"), a subsidiary of the Company, to enter into the acquisition of the "FIVE STAR" trademarks and service marks which are registered in 12 countries from Charoen Pokphand Group Co., Ltd. ("**CPG**"), the Company's major shareholder, to support the growth of the restaurant business under "FIVE STAR" trademarks and service marks. The said transaction is considered a connected transaction of the Company by the subsidiary in the category of asset or service related transaction, with the details of the transaction set out in the Attachment.

In this regard, the size of the above transaction is THB 317.09 million which is equivalent to 0.18% of net tangible asset value of the Company and its subsidiaries according to the latest audited consolidated financial statements ended December 31, 2022. The Company has not entered into any other transaction with CPG and its related persons over the past six months (from October 3, 2022 to April 2, 2023).

Please be informed accordingly.

Sincerely yours,

Kobboon Srichai

(Mrs. Kobboon Srichai)

Company Secretary

Information Memorandum Regarding the Connected Transaction
The acquisition of “FIVE STAR” trademarks and service marks being registered in foreign countries from Charoen Pokphand Group Co., Ltd.

1. Transaction Date

On April 3, 2023, the Board of Directors' Meeting of Charoen Pokphand Foods Public Company Limited (the “**Company**”) resolved to approve its subsidiary to enter into the acquisition of “FIVE STAR” trademarks and service marks being registered overseas in 12 countries, totaling 27 marks (collectively referred to as “**“FIVE STAR” Trademarks and Service Marks**”), from Charoen Pokphand Group Co., Ltd. (“**CPG**”). The registration of ownership assignment of the FIVE STAR Trademarks and Service Marks might take approximately 3 to 18 months from the filing date of applications and relevant documents to regulatory agencies, depending on relevant laws and regulations of each jurisdiction, which will be proceeded after the execution date of the agreement.

2. Involved Parties

Purchaser : CPF Restaurant and Food Chain Co., Ltd. (“**CPFRF**”)¹
 Seller : Charoen Pokphand Group Co., Ltd. (“**CPG**”)
 Relationship with Company : CPG is a major shareholder of the Company

3. Nature of the Transaction and Total Value of Transaction

CPFRF is to acquire the “FIVE STAR” Trademarks and Service Marks in the total consideration of THB 317,088,000 (excluding value-added tax, fees and expenses of the trademark registration for ownership assignment) from CPG which is a connected person of the Company; therefore, the transaction is a connected transaction of a listed company by its subsidiary in the category of asset or service related transaction pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 21/2551 Re: Rules on Connected Transactions (including amendments thereto), and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions B.E. 2546 (2003) (including amendments thereto).

4. Basis of Determination of the Value of Consideration

The price for acquisition of “FIVE STAR” Trademarks and Service Marks references the appraisal value by the independent appraiser in the approved list of the Office of the Securities and Exchange Commission.

5. Transaction Size

The size of the transaction is equivalent to 0.18% of net tangible asset value of the Company and its subsidiaries according to the latest audited consolidated financial statements ended December 31, 2022.

6. Details and Scope of Interest of Connected Person

CPG, a major shareholder of the Company, will receive the consideration in respect of this transaction in the total amount of THB 317,088,000.

7. Source of Fund

Cash flow within the group

¹ CPF Global Food Solution Public Company Limited (“**CPFGS**”) (formerly, CPF Trading Co., Ltd.) holds 99.99% shares in CPFRF and CPFGS is a subsidiary of CPF due to CPF's direct and indirect shareholding of 99.99% of total issued shares of CPFGS through C.P. Merchandising Co., Ltd.

8. Opinion of the Board of Directors

The Board of Directors (excluding director with the conflict of interest) considered the above transaction and viewed that the said transaction is reasonable and beneficial to CPFRF as it will allow CPFRF to exclusively own the “ห้าดาว” trademarks and “FIVE STAR” Trademarks and Service Marks which will support the growth of restaurant business under such trademarks and service marks. The criteria determining the transaction value are appropriate. In this regard, the interested directors who had no voting right in respect of the transaction at the meeting are:

| <u>Directors of the Company</u> | <u>Nature of Interest</u> |
|---------------------------------|---------------------------|
| (a) Mr. Soopakij Chearavanont | director of CPG |
| (b) Mr. Suphachai Chearavanont | director of CPG |
| (c) Mr. Phongthep Chiaravanont | director of CPG |

9. Opinion of the Audit Committee

Member of the Company's Audit Committee has no different opinion from that of the Board of Directors.