

Invitation to The 2025 Annual General Meeting of Shareholders (Physical AGM)

IFS Capital (Thailand) Public Company Limited

Monday, 21st April 2025 at 14.00 hours
(Meeting Attendance Registration: 13.00 hours)

Infinity Room, 7th Floor, AETAS Lumpini Hotel,
1030/4 Rama IV Road, Tungmahamek,
Sathorn, Bangkok



IFS Capital (Thailand) PCL
บริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)



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- Translation -

IFS Capital (Thailand) Public Company Limited

20th Floor Lumpini Tower, 1168/55 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120 www.ifscapthai.com

Tel. 66 (2) 285-6326-32, (2) 679-9140-4 Fax. 66 (2) 285-6335, (2) 679-9157 **Registration No. 010755000033**

14th March 2025

Dear The Shareholders

Re: Notice of the 2025 Annual General Meeting of Shareholders (Physical AGM)

- Enclosures:
1. A Copy of the Minutes of the 2024 Annual General Meeting of Shareholders held on 22nd April 2024;
 2. A Copy of Form 56-1 One Report 2024 in the form of a QR Code with a Barcode, and registration form for attending the meeting;
 3. Profiles of the nominated persons for the election of the directors to replace the directors who retire by rotation;
 4. Profiles of the auditors proposed to be the Company's auditor for 2025;
 5. Guidelines for the registration process and required documents, proxy, vote casting and vote counting, inquiries, or expressing opinions;
 6. Proxy Form A, Form B and Form C;
 7. Profile of Independent Director proposed as a proxy of shareholders;
 8. The Company's Articles of Association relating to shareholders' meeting;
 9. QR code user manual to download supporting documents for shareholders' meeting;
 10. Map of the meeting venue

The Board of Directors of IFS Capital (Thailand) Public Company Limited (the “**Company**”) resolved to convene the 2025 Annual General Meeting of Shareholders (the “**Meeting**”) physically on Monday, 21st April 2025 at 14.00 hours at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, 1030/4 Rama 4 Road, Tungmahamek, Sathorn Bangkok 10120, Thailand, to consider the following agenda items:

Agenda 1

To consider and adopt the Minutes of the 2024 Annual General Meeting of Shareholders

Facts and Rationale

The 2024 Annual General Meeting of Shareholders on Monday, 22nd April 2024 with the details shown in a copy of the minutes as per **Attachment No. 1** has been delivered to the shareholders together with this Notice of the Meeting, as well as publicized the same on the Company's website: www.ifscapthai.com.

The Board's Opinion

The Board of Directors is of the opinion that the Minutes of the 2024 Annual General Meeting of Shareholders held on Monday, 22nd April 2024 were recorded correctly and completely. Thus, it is deemed appropriate to propose that the Meeting consider and adopt the Minutes of the 2024 Annual General Meeting of Shareholders.

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.



Agenda 2

To acknowledge the Annual Report of the Board of Directors and the operating results of the Company for the year 2024

Facts and Rationale

The Annual Report of the Board of Directors and the Company's operating results for 2024 shown in Form 56-1 One Report 2024 as per **Attachment No. 2**, which has been delivered to the shareholders via QR Code together with this Notice of the Meeting, as well as publicized the same on the Company's website: www.ifscapthai.com.

The Board's Opinion

The Board of Directors is of the opinion that the Meeting should acknowledge the Annual Report of the Board of Directors and the operating results of the Company for the year 2024.

Resolution

The vote is not required as this agenda is for acknowledgment.

Agenda 3

To consider and approve the Financial Statements of the Company for the fiscal year ended 31st December 2024

Facts and Rationale

The Financial Statements of the Company for the fiscal year ended 31st December 2024 have been audited by the Company's auditor and reviewed by the Audit Committee. The details are shown in Form 56-1 One Report 2024 of **Attachment No. 2**, which has been delivered to the shareholders together with this Notice of the Meeting.

The Board's Opinion

The Board of Directors is of the opinion that the Meeting should approve the Financial Statements of the Company for the fiscal year ended 31st December 2024, which have been audited by the Company's auditor and reviewed by the Audit Committee.

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 4

To consider and approve the appropriation of net profit and dividend payment for 2024

Facts and Rationale

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendment thereto) and Article 51 of the Company's Articles of Association, which stipulate that "the Company shall appropriate to reserve funds at least five (5) percent of the annual net profit less the total accumulated loss brought forward (if any) until the reserve fund reaches an amount not less than ten (10) percent of the registered capital of the Company." The Company has a net profit of Baht 137,009,306 and no accumulated loss, therefore the Company is able to distribute dividends to the shareholders pursuant to Section 115 of the Public Limited Company Act B.E. 2535 (1992) (including any amendment thereto). The Company has a dividend policy to pay dividends at a rate of not less than fifty (50) percent of the net profit available after the payment of the Company's corporate income tax and allocation of legal reserve. However, subject to the operating results, financial positions, liquidity, and the Company's necessity of operation expansion and working capital requirements, the dividend payment rate could be less than such rate.

The comparison of dividend payments between the year 2024 and the year 2023 is as follows:



Dividend Payment	Year 2024	Year 2023
1. Net Profit (Loss) (MB)	137.01	158.41
2. Number of Shares (Shares)	493,499,975	493,499,975
3. Dividend (Baht/share)	0.1480	0.1680
4. Total Amounts Paid (MB)	73.04	82.91
5. Dividend Payout Ratio (%)	53.31*	52.34*

*The dividend payout ratio is in accordance with the Company's dividend policy.

The Board's Opinion

The Board of Directors is of the opinion that the Meeting should approve

- (1) There was no appropriation of the net profit in 2024 as a legal reserve since the Company's legal reserve had reached the amount required by laws in accordance with Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendment thereto) and Article 51 of the Company's Articles of Association.
- (2) The dividend payment from the net profit of 2024 at Baht 0.1480 per share, for 493,499,975 shares, totaling Baht 73,037,996 to be paid to the shareholders whose names appeared on the record date on 6th March 2025, and the payment shall be made on 14th May 2025.

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 5

To consider and approve the election of the directors to replace the directors who retire by rotation

Facts and Rationale

According to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendment thereto) and Article 18 of the Articles of Association of the Company specify that "at every general meeting one-third (1/3) of directors shall retire. If the number of directors is not multiple of three (3), the number of directors closest to one-third shall be retired. The directors retiring from office in the first and second years after the registration of the Company shall be selected by drawing lots. In subsequent years, the director who has held office the longest shall retire. A director who retires by rotation may be re-elected." For the 2025 Annual General Meeting of Shareholders, 2 directors shall retire by rotation as follows:

1. Mr. Randy Sim Cheng Leong Director, Chairman of the Board
(Serves as a director for 4 years 7 months of Directors, and Member of the
from the date of the first appointment on Compensation and Nomination
21st September 2020) Committee
2. Mr. Tan Ley Yen Director and Chief Executive
(Serves as a director for 18 years Officer
from the date of the first appointment on 18th April 2007)

For the selection of directors, shareholders were cordially invited to nominate a candidate (s) to be elected as the Company's director ahead of the 2025 Annual General Meeting of Shareholders from 1st October 2024 – 15th December 2024. The details have been publicized on the Company's website, and via the Stock Exchange of Thailand (SET)'s news system. However, there were none proposed to the Company.

The Compensation and Nomination Committee has selected and nominated persons who are knowledgeable, competent, visionary, and possess work experience to benefit the Company's business operations and perform duties with responsibility and integrity. In addition, the Compensation and Nomination Committee considered suitable qualifications that are in line with



the composition and structure of the Board of Directors according to the Company's business strategy, the qualifications consistent with relevant regulations, and the principle of good corporate governance. Therefore, the Board of Directors deems it appropriate to propose that the Meeting should re-elect two directors who retired by rotation for another term.

The Board's Opinion

The Board of Directors has carefully considered and was of the opinion that the persons nominated as directors have qualifications, knowledge, abilities and work experience to benefit the Company's business operations and perform duties with responsibility and integrity and in accordance with laws and the Company's objectives. Therefore, the Board of Directors deems it appropriate to propose the Meeting consider and approve the election of the two directors namely 1) Mr. Randy Sim Cheng Leong, and 2) Mr. Tan Ley Yen who retired by rotation as the Company's directors and other positions for another term.

The profiles of the two directors appear in **Attachment No. 3**, which has been delivered to the shareholders together with the Notice of the Meeting.

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

(To be elected individually)

Agenda 6

To consider and approve the determination of the remuneration of the directors

Facts and Rationale

Pursuant to Article 34 Paragraph 2 of the Company's Articles of Association stating "directors have the right to receive remuneration from the Company in the form of award, meeting fee, reward, bonus or any other benefits in accordance with the Articles of Association or as approved by a meeting of shareholders which may be a fixed sum or subject to any conditions applicable from time to time. The directors may also be entitled to allowances and fringe benefits in accordance with the Company's Regulations." The Board of Directors has considered and is of the opinion that the remuneration and bonuses of the directors should be determined as follows.

6.1

To consider and approve the determination of to remuneration of the directors

The Board's Opinion

The Board of Directors has considered and recommended the Meeting to approve the determination of the remuneration of the directors for the year 2025. The structure of the remuneration of the directors and members of the sub-committees is at the same rate as previously approved which is equal to the year 2024 as follows:

Board of Directors

	<u>Annual fee (Baht)</u>	<u>Attendance Fee (Baht)</u>
Chairman	140,000	25,000/Meeting
Deputy Chairman	110,000	20,000/Meeting
Director	80,000	20,000/Meeting

Audit Committee

	<u>Annual fee (Baht)</u>	<u>Attendance Fee (Baht)</u>
Chairman	110,000	25,000/Meeting
Member	75,000	20,000/Meeting

Compensation and Nomination Committee

	<u>Annual fee (Baht)</u>	<u>Attendance Fee (Baht)</u>
Chairman	75,000	25,000/Meeting
Member	50,000	20,000/Meeting



6.2

The Board's Opinion

To consider and approve the payment of bonus to the directors

The Board of Directors has considered and recommended the Meeting to approve the payment of a bonus totaling Baht 2,142,000 to the directors for the year 2024 based on the appropriateness of the scope of duties, performance and responsibilities of directors which is at the same rate as the previous year as follows:

	<u>Baht</u>
1. Mr. Randy Sim Cheng Leong	714,000
2. Mrs. Churairat Panyarachun	357,000
3. Mr. Sutee Losoponkul	357,000
4. Mr. Taveesak Saengthong	357,000
5. Ms. Chionh Yi Chian	357,000
6. Mr. Tan Ley Yen	-
Total	<u>2,142,000</u>

Note: In 2024 and 2023, there were no other benefits other than those proposed for approval.

The payment of the directors' remuneration under Items 6.1 and 6.2 to the directors representing IFS Capital Limited (Singapore), the Company's major shareholder namely, Mr. Randy Sim Cheng Leong and Ms. Chionh Yi Chian, shall be made to the name of IFS Capital Limited (Singapore).

Resolution

This agenda shall be approved by a vote of not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting.

Agenda 7

To consider and approve the appointment of the auditor and the determination of the remuneration of the auditor for the year 2024

Facts and Rationale

Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (any amendment thereto) and Article 59 and Article 60 of the Company's Articles of Association, the Audit Committee has considered and proposed selecting the auditor for the Board of Directors to propose to the Meeting to approve the appointment of the auditor of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditor for the year 2025, with details as follows:

	Name of Auditor	CPA License No.	Year (s) as the auditor of the Company
1	Ms. Lasita Magut	9039	-3-
2	Mr. Chavala Tienpasertkij	4301	-0-
3	Mr. Wee Sujarit	7103	-1-
4	Mrs. Wilasinee Krishnamra	7098	-0-

(Profiles of the auditors proposed to be the Company's auditor for 2025 appear in Attachment No.4)

All 4 of them are reliable persons with the ability to provide services and consultant on financial reporting standards and certify financial statements in a timely manner as well as having no relationship or no conflict of interest between the auditor and the Company, executives, or major shareholders or related persons of such persons. Therefore, they are independent in auditing and expressing their opinions on the Company's financial statements with the audit fee for 2025 not exceeding Baht 2,330,000 (excluding out-of-pocket



expenses and Group Reporting), increased by 2.87 % compared to the rate paid in 2024.

Note: The Company has no subsidiaries.

The Board's Opinion

The Board of Directors, after considering the opinion of the Audit Committee, deems it appropriate to propose to the Meeting to approve the appointment of the auditor of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditor for the year 2025 and the determination of the remuneration of the auditor for the year 2025 of not exceeding Baht 2,330,000 (excluding out-of-pocket expenses and Group Reporting). The list of the auditors is as follows:

- | | |
|------------------------------|------------------------------|
| 1. Ms. Lasita Magut | CPA License No. 9039 and/or, |
| 2. Mr. Chavala Tienpasertkij | CPA License No. 4301 and/or, |
| 3. Mr. Wee Sujarit | CPA License No. 7103 and/or, |
| 4. Mrs. Wilasinee Krishnamra | CPA License No. 7098 |

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 8

To consider other matters (if any)

The Company would like to cordially invite shareholders to attend the Meeting on the date, at the time and the place specified in the Notice of the Meeting. The meeting attendance registration will start at 13.00 hours. Any shareholder who wishes to appoint any other person as a proxy to attend the Meeting and vote on his/her behalf, please fill in the details and sign the proxy form: either Form A, Form B, or Form C (please choose only one form) in **Attachment No. 6**.

To make the Meeting registration more convenient and faster, shareholders or proxies shall bring the registration form in **Attachment No. 2** and/or the proxy form along with supporting documents to show the right to attend the Meeting on the Meeting date as detailed in the Guidelines for the registration process and required documents, proxy, vote casting and vote counting, inquiries, or expressing opinions in **Attachment No. 5**.

If any shareholder wishes to appoint an independent director as a proxy, the Company would like to inform you that the Company has one independent director proposed to act as shareholders' proxy, namely Mrs. Churairat Panyarachun. The profile of the independent director proposed as a proxy of shareholders appears in **Attachment No. 7**. Thus, shareholders can deliver the proxy form together with its original supplementary documents to the Company by 18th April 2025 as addressed below:

IFS Capital (Thailand) Public Company Limited
Investor Relations, Secretariat & Compliance Dept.
1168/55, 20th Floor, Lumpini Tower, Rama 4 Road
Tungmahamek, Sathorn, Bangkok 10120

or use a **business reply envelope** (the "envelope") provided by the Company (no postal stamp required). The Proxy Form B and the envelope have been enclosed along with this Notice of the Meeting. For shareholders' convenience, the Company will facilitate affixing the stamp duty for the proxy upon registration to the Meeting.



Shareholders may download the Notice of the Meeting together with its attachments and proxy forms at the Company's website: <https://www.ifscapthai.com/en/investorrelations/document/shareholder-meetings?year=2025>. Shareholders are welcome to submit inquiries regarding the agenda items of the Meeting to the Company in advance via the Company's website: www.ifscapthai.com under the topic "Investor Relations" or via E-mail: info@ifscapthai.com by specifying the name and surname of the shareholder so that your inquiries will be clarified and recorded as appropriate.

Yours faithfully
By Resolution of the Board of Directors
IFS Capital (Thailand) Public Company Limited

(Ms. Kanokporn Suntornsripitak)
Company Secretary

Investor Relations, Secretariat and Compliance Dept.
Tel: 0-2285-6326-32 ext. 611/612

IFS Capital (Thailand) Public Company Limited places importance on the personal data protection of shareholders and proxies. The Company shall protect and treat shareholders' personal data in compliance with the Personal Data Protection Act B.E. 2562 (2019). Thus, the Company would like to inform you of the details of taking action with personal data that may be arising, including the rights as a data subject under the Privacy Notice for Directors and Shareholders as appeared on the Company's website: <https://www.ifscapthai.com/th/privacy-notice>.

(Translation)

**Minutes of the 2024 Annual General Meeting of Shareholders
of
IFS Capital (Thailand) Public Company Limited**

Date, Time and Venue

The 2024 Annual General Meeting of Shareholders of IFS Capital (Thailand) Public Company Limited (the “Meeting”) was held physically on 22nd April 2024 at Infinity Room, 7th Floor, AETAS Lumpini, 1030/4, Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand.

Directors Present:

- | | |
|-------------------------------|--|
| 1) Mr. Randy Sim Cheng Leong | Chairman of the Board and Member of the Compensation and Nomination Committee |
| 2) Mrs. Churairat Panyarachun | Independent Director, Chairperson of the Audit Committee and Member of the Compensation and Nomination Committee |
| 3) Mr. Sutee Losoponkul | Independent Director and Member of the Audit Committee and Chairman of the Compensation and Nomination Committee |
| 4) Ms. Chionh Yi Chian | Director |
| 5) Mr. Tan Ley Yen | Director and Chief Executive Officer (the “CEO”) |

Absent with Apologies:

- | | |
|----------------------------|--|
| 1) Mr. Taveesak Saengthong | Independent Director and Member of the Audit Committee |
|----------------------------|--|

83% of the Board of Directors attended the Meeting.

Management Present:

- | | |
|---------------------------------|---|
| 1) Ms. Areeya Kanchanabat | Chief Financial Officer (the “CFO”) |
| 2) Mr. Paknam Sarakul | General Manager – Client Relations |
| 3) Ms. Kwanjai Sae-Lai | General Manager – Operations |
| 4) Mr. Voon Ee Huei | General Manager – Business Development |
| 5) Mrs. Pensri Pettong | Deputy General Manager – Head of Finance & Accounts |
| 6) Mr. Kamplon Duncharoen | Head of Business Development |
| 7) Mrs. Natsaran Pumpichet | Head of Client Relations Team 1 |
| 8) Mr. Meechai Watcharasottikul | Head of Client Relations Team 2 |

Company Secretary Present:

- | | |
|----------------------------------|---|
| 1) Ms. Kanokporn Suntornsripitak | Vice President – Investor Relations, Secretariat and Compliance |
|----------------------------------|---|



Auditors Present:

- | | |
|-----------------------------|---|
| 1) Ms. Lasita Magut | Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. |
| 2) Ms. Manita Pakakarasakul | Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. |

Legal Consultant Present:

- | | |
|--------------------------|----------------------|
| 1) Mr. Yuttapong Petchot | Rachakate Law Office |
|--------------------------|----------------------|

The Meeting started at 2.00 p.m. sharp.

Mr. Randy Sim Cheng Leong, the Chairman of the Board of Directors presided as the Chairman of the Meeting (the “**Chairman**”) pursuant to the Articles of Association of IFS Capital (Thailand) Public Company Limited (the “**Company**” or “**IFS**”).

The Chairman welcomed and thanked the shareholders who attended the Meeting in person and proxies. He introduced 6 Directors, 5 of whom attended the Meeting, representing 83% of the total number of directors, whereas Mr. Taveesak Sangthong was not present due to a business trip. He then declared the 2024 AGM opened, and assigned Mrs. Churairat Panyarachun (the “**Independent Director**”) to help him conduct the Meeting in Thai.

Mrs. Churairat Panyarachun introduced the Company’s Management, the Auditors, the Legal Consultant and the Company Secretary to the Meeting, and requested Mr. Yuttapong Petchot to act as the representative for inspection of the votes counting.

Mrs. Churairat Panyarachun informed the Meeting that as there were 44 shareholders attending the Meeting in person and 31 proxies, totalling 75 attendees representing the total number of 368,440,386 shares or 74.6586% of the total issued shares, the quorum was thus constituted pursuant to the Company’s Articles of Association. Prior to the consideration of the agenda of the Meeting, Mrs. Churairat Panyarachun assigned Ms. Areeya Kanchanabat, the CFO, to act as the meeting moderator.

The meeting moderator informed that regarding personal data protection, the Company collected, used and disclosed personal data including images, sounds and videos of all participants with the aim of recording and preparing the minutes of the Meeting and management etc. For this Meeting, the Company recorded the video of the Meeting and the shareholders could study the details of the privacy notice from the link provided in the invitation letter.

The meeting moderator then clarified the meeting procedures, voting and counting methods, asking questions or expressing opinions in each agenda as follows:

1. In casting the votes at the shareholders’ meeting, every shareholder was entitled to one vote for one share.
2. Shareholders attending the Meeting in person and proxies pursuant to Proxy Form A and Form B could not split votes in each agenda. Proxies from foreign shareholders who had custodians in Thailand might split votes in each agenda (by using Proxy Form C).
3. The Company had provided ballots for every agenda which required voting. The Company would distribute the ballots to each of the shareholders and the proxies at the time of registration. The shareholders or the proxies who registered after the Meeting had commenced would only receive the ballots for the remaining agenda.
4. The shareholders who approved the matter should not put any mark on the ballots, while the shareholders who disapproved or abstained should put a mark on the ballots and submitted the ballots to the Company’s officer for vote counting. In the case that the shareholders had specified their votes in the proxy forms, the Company would record such votes at the time of registration by the proxies. The Company would deduct the disapproval and abstention votes from the total votes. The remaining votes would be deemed as approval votes.



5. There would be one minute for voting on each agenda. After voting is closed for each agenda, the result would then be announced.
6. To comply with the principles of good corporate governance of the Stock Exchange of Thailand (SET), voting for director election would be on an individual basis.
7. Before asking questions or expressing opinions, shareholders should provide their names and surnames clearly and specify whether being a shareholder or a proxy, once receiving permission, or write it down and submit it to the staff. Shareholders could ask questions at the end of each agenda item or after completion of all agenda items and were asked to refrain from asking questions or expressing opinions on duplicate issues or on issues that were not related to the agenda being considered.

Mrs. Churairat Panyarachun then proceeded with the agenda of the Meeting and proposed the Meeting to consider the matters according to the following agenda:

Agenda 1 To consider and adopt the Minutes of the 2023 Annual General Meeting of Shareholders

Mrs. Churairat Panyarachun proposed the Meeting to consider and adopt the Minutes of the 2023 Annual General Meeting of Shareholders which was held on 18th April 2023, a copy of which was sent to the shareholders together with the invitation to the Meeting, as well as publicized the same on the Company's website: www.ifscapthai.com.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

As there were no questions, Mrs. Churairat Panyarachun then requested the Meeting to adopt the Minutes of the 2023 Annual General Meeting of Shareholders held on 18th April 2023.

In this agenda, a resolution shall be passed by a majority vote of shareholders who attended the Meeting and cast their votes.

Resolution: The Meeting considered the said Minutes and unanimously resolved that the Minutes of the 2023 Annual General Meeting of Shareholders held on 18th April 2023 be adopted as per the details as follows:

Approved by	371,283,317	votes	equivalent to	100.0000	percent
Disapproved by	0	votes	equivalent to	0.0000	percent
Abstained by	0	votes	equivalent to	0.0000	percent
Voided	0	votes			

Agenda 2 To acknowledge the Annual Report of the Board of Directors of the Company and the Operating Results for the year 2023

Mrs. Churairat Panyarachun proposed the Meeting to acknowledge the Annual Report of the Board of Directors of the Company and the Operating Results of the Company for the year 2023, and requested Ms. Areeya Kanchanabat, the CFO, to report the Operating Results of the Company for the year 2023 to the Meeting.

The CFO reported on the Operating Results for the year 2023, the details of which appeared in the Annual Report of the Company, which was sent to the shareholders together with the invitation to this Meeting. The CFO reported that the total factoring volume decreased by 4.95% from Baht 32,206 million in 2022 to Baht 30,612 million in 2023; new volume of leasing and hire purchase increased by 31.70% from Baht 81 million in 2022 to Baht 108 million in 2023 and the new volume of inventory finance decreased by 3.37% from Baht 919 million in 2022 to Baht 888 million in 2023.

Hence, the decrease in overall volume resulted from economic conditions and tighter lending. However, due to the higher interest income rate, the Company's total revenue increased by Baht 10.58 million to Baht 431 million in 2023 from Baht 421 million in 2022 or an increase of 2.51%, which mainly came from the factoring business or accounting for 85.82% of total revenue.



In 2023, the Company had a net profit of Baht 158.41 million compared to Baht 156.91 million in 2022 or an increase of 0.95%. The Company's earnings per share was Baht 0.32 in 2023 which was the same as in 2022. On the financial status, the Company had total assets of Baht 3,818 million, total liabilities of Baht 2,046 million, and total shareholders' equity of Baht 1,772 million. The Company's debt to equity (**D/E**) ratio was 1.15 times in 2023 compared to 1.22 times in 2022.

The CFO informed the Meeting that the Company had been re-certified as a member of the Thai Private Sector Collective Action Against Corruption (CAC) for the 2nd time for another three years effective from 30th December 2023 to 30th December 2026.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

As there were no further questions, Mrs. Churairat Panyarachun requested the Meeting to acknowledge the agenda as no voting was required. The Meeting acknowledged the Annual Report of the Board of Directors of the Company and the Operating Results of the Company for the year 2023 as proposed.

Agenda 3 To consider and approve the Financial Statements of the Company for the Fiscal Year ended 31st December 2023

Mrs. Churairat Panyarachun informed the Meeting that the Financial Statements of the Company for the Fiscal Year ended 31st December 2023 had been audited by the Company's auditors and reviewed by the Audit Committee, the details of which had been sent to the shareholders together with the Invitation to this Meeting.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

As there were no further questions, Mrs. Churairat Panyarachun proposed the Meeting to consider and approve the Financial Statements of the Company for the Fiscal Year ended 31st December 2023.

In this agenda, a resolution shall be passed by a majority vote of shareholders who attended the Meeting and cast their votes.

Resolution: The Meeting considered the matter and unanimously approved the Financial Statements of the Company for the Fiscal Year ended 31st December 2023 as per the details below:

Approved by	371,283,521	votes	equivalent to	100.0000	percent
Disapproved by	0	votes	equivalent to	0.0000	percent
Abstained by	0	votes	equivalent to	0.0000	percent
Voided	0	votes			

Agenda 4 To consider and approve the appropriation of net profit and dividend payment for 2023

Mrs. Churairat Panyarachun informed the Meeting that in 2023 the Company had a net profit of Baht 158,405,386 and no accumulated loss. As a result, the Company was able to distribute dividend to the shareholders pursuant to Section 115 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) (**the "PLC Act"**). The Board of Directors had considered and deemed it appropriate for the Company to appropriate the net profit as legal reserve and to distribute dividend for the year 2023 as follows:

- (a) There was no legal reserve to be appropriated from the Company's Net Profit in 2023 as the Company's legal reserve had reached the amount required by laws.
- (b) To approve the Payment of Dividend for the year 2023 at the rate of Baht 0.168 per share or 16.8 Satangs for 493,499,975 shares, totaling Baht 82,907,996 to the shareholders whose names appeared on the Record Date on which the shareholders were entitled to receive the dividend on 6th March 2024. The Dividend Payment would be made on 15th May 2024. This dividend would be paid from the taxable profit of corporate income tax of 20 percent. The tax credit shall be the product of the dividend times 20/80.



The comparison of dividend payment between the years 2023 and 2022 was shown in the table below:

Dividend Payment	2023	2022
1. Net Profit (Million Baht)	158.41	156.91
2. Number of shares (Shares)	493,499,975	493,499,975
3. Dividend (Baht/Share)	0.168	0.1633
4. Total amounts paid (Million Baht)	82.91	80.59
5. Dividend Paid as a percentage of net profit	52.34*	51.36*

*Dividend payout ratio was in line with the Company's dividend policy.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

As there were no further questions, Mrs. Churairat Panyarachun then proposed the Meeting to approve the appropriation of the net profit as legal reserve and the dividend payment for the year 2023 as per the details proposed above.

In this agenda, a resolution shall be passed by a majority vote of shareholders who attended the Meeting and cast their votes.

Resolution: The Meeting considered the matter and unanimously approved the appropriation of the net profit as legal reserve and the dividend payment for the year 2023 as proposed above in all respects as per the details below:

Approved by	371,285,722	votes	equivalent to	100.0000	percent
Disapproved by	0	votes	equivalent to	0.0000	percent
Abstained by	0	votes	equivalent to	0.0000	percent
Voided	0	votes			

Agenda 5 To consider and approve the election of the directors to replace the directors who retired by rotation

The Chairman, Mr. Randy Sim Cheng Leong, informed the Meeting that to ensure adherence to good corporate governance, Mrs. Churairat Panyarachun and Mr. Sutee Losoponkul would leave the meeting room as they would be nominated for re-election for another term. The Chairman then proceeded with the Meeting and asked Ms. Areeya Kanchanabat, the CFO, to help him translate in Thai.

The Chairman informed the Meeting that pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Article 18 of the Company's Articles of Association, which indicated that "at every general meeting of shareholders, one-third of the directors (or the number nearest to one-third) who had served the Company the longest must retire from office; however, the retired directors were eligible for re-election." For the 2024 Annual General Meeting of Shareholders, there were 2 directors who retired by rotation, namely:

1. Mrs. Churairat Panyarachun Independent Director, Chairperson of the Audit Committee and Member of the Compensation and Nomination Committee
2. Mr. Sutee Losoponkul Independent Director, Member of the Audit Committee and Chairman of the Compensation and Nomination Committee

For the selection of directors, the Company had invited the shareholders to propose the names of qualified candidates to be elected as the Company's directors ahead of the 2024 Annual General Meeting of Shareholders during the period of 1st October 2023 – 15th December 2023. However, there were none proposed to the Company.

The Board of Directors adopted the policy of selecting and nominating persons who were knowledgeable, competent, visionary, possessing work experience that could be of benefit to the business of the Company and having a strong sense of responsibility and honesty for appointment by the shareholders as directors of the Company. The selection process included the criteria that their respective qualifications were in line with the components and structure of the Board of Directors in terms of the Company's business strategy and in conformant to the principles of good corporate governance. Therefore, the Board of Directors was of the opinion that the shareholders should re-elect a director who retired by rotation for another term as follows:



1. Mrs. Churairat Panyarachun the director who retired by rotation, shall be re-elected for another term and shall act as Independent Director, Chairperson of the Audit Committee and Member of the Compensation and Nomination Committee
2. Mr. Sutee Losoponkul the director who retired by rotation, shall be re-elected for another term and shall act as Independent Director, Member of the Audit Committee and Chairman of the Compensation and Nomination Committee

In this regard, the Board of Directors considered and deemed that Mrs. Churairat Panyarachun and Mr. Sutee Losoponkul had the qualifications to give comments independently in line with the relevant criteria, and did not hold any directorship or executive position in any business which might cause a conflict of interest with the Company.

The biography and profile of the two candidates were delivered to the shareholders together with the invitation letter for this Meeting.

The Chairman asked the Meeting if there were any questions.

As there were no other questions, the Chairman then proposed the Meeting to elect the directors in place of the directors who retired by rotation on an individual basis as proposed above.

In this agenda, a resolution shall be passed by a majority vote of shareholders who attended the Meeting and cast their votes.

Resolution: After due consideration, the Meeting unanimously approved the re-election of the directors who retired by rotation for another term as follows:

1. Mrs. Churairat Panyarachun the director who retired by rotation, shall be re-elected for another term and shall act as Independent Director, Chairperson of the Audit Committee and Member of the Compensation and Nomination Committee
2. Mr. Sutee Losoponkul the director who retired by rotation, shall be re-elected for another term and shall act as Independent Director, Member of the Audit Committee and Chairman of the Compensation and Nomination Committee

The details of the votes cast for each director who was nominated for election were as follows:

1. Mrs. Churairat Panyarachun

Approved by	371,285,725	votes	equivalent to	100.0000	percent
Disapproved by	0	votes	equivalent to	0.0000	percent
Abstained by	0	votes	equivalent to	0.0000	percent
Voided	0	votes			
2. Mr. Sutee Losoponkul

Approved by	371,285,725	votes	equivalent to	100.0000	percent
Disapproved by	0	votes	equivalent to	0.0000	percent
Abstained by	0	votes	equivalent to	0.0000	percent
Voided	0	votes			

The Chairman invited Mrs. Churairat Panyarachun and Mr. Sutee Losoponkul to re-enter the Meeting.



Agenda 6 To consider and approve the determination of remuneration of the directors

The Chairman then assigned Mrs. Churairat Panyarachun to conduct the rest of the agenda in Thai.

Mrs. Churairat Panyarachun informed the Meeting that the Compensation and Nomination Committee of the Company had considered the remuneration of the directors by taking into account the appropriateness of the remuneration compared to the duties and responsibilities assigned, including the ability to motivate directors pursuant to the directors' remuneration policy. Thus, the Board of Directors of the Company approved the remuneration of directors for the year 2024, and approved the payment of bonus to the directors as follows:

6.1 Annual Basic Fee and Attendance Fee for the year 2024 (Same rate as 2023)

Board of Directors of the Company

	<u>Annual Basic Fee (Baht)</u>	<u>Attendance Fee (Baht)</u>
Chairman	140,000	25,000/meeting
Deputy Chairman	110,000	20,000/meeting
Director	80,000	20,000/meeting

Audit Committee

	<u>Annual Basic Fee (Baht)</u>	<u>Attendance Fee (Baht)</u>
Chairman	110,000	25,000/meeting
Member	75,000	20,000/meeting

Compensation & Nomination Committee

	<u>Annual Basic Fee (Baht)</u>	<u>Attendance Fee (Baht)</u>
Chairman	75,000	25,000/meeting
Member	50,000	20,000/meeting

6.2 Payment of bonus totaling Baht 2,142,000 for the year 2023 to the following directors of the Company:

	<u>Baht</u>
1. Mr. Randy Sim Cheng Leong	714,000
2. Mrs. Churairat Panyarachun	357,000
3. Mr. Sutee Losoponkul	357,000
4. Mr. Taveesak Saengthong	357,000
5. Ms. Chionh Yi Chian	357,000
6. Mr. Tan Ley Yen	-
	<u>2,142,000</u>

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

As there were no further questions, Mrs. Churairat Panyarachun then proposed the Meeting to consider and approve the determination of the remuneration of the directors as per the details proposed above.

In this agenda, a resolution shall be passed by a vote of not less than two-thirds of the total number of votes of shareholders who attended the meeting.

Resolution: The Meeting considered the matter and unanimously approved the determination of the remuneration of the directors as proposed above in all respects as per the details below:

Approved by	371,296,232	votes	equivalent to	100.0000	percent
Disapproved by	0	votes	equivalent to	0.0000	percent
Abstained by	0	votes	equivalent to	0.0000	percent
Voided	0	votes			



Agenda 7 To consider and approve the appointment of Auditors and the determination of remuneration of the Auditors for the year 2024

Mrs. Churairat Panyarachun informed the Meeting that pursuant to Section 120 of the Public Limited Companies Act and Articles 59 and 60 of the Company’s Articles of Association, which indicated that at every Annual General Meeting of Shareholders, the Auditors must be appointed and their remuneration must be fixed, and the retiring Auditor was eligible for re-appointment. The Board of Directors, based on the Audit Committee’s recommendation, had considered and deemed appropriate to propose to the Meeting to appoint the Auditors of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company’s Auditor for the year 2024, namely:

- | | |
|-----------------------------|--|
| 1. Ms. Lasita Magut | Certified Public Accountant No. 9039 and/or, |
| 2. Mr. Wee Sujarit | Certified Public Accountant No. 7103 and/or, |
| 3. Mr. Kasiti Ketsuriyongk | Certified Public Accountant No. 8833 and/or, |
| 4. Ms. Vayuree Jirakittidul | Certified Public Accountant No. 9140 |

As for the Auditors’ remuneration, the Board of Directors deemed it appropriate to fix the audit fees for the year 2024 at the amount of not more than Baht 2,265,000 (excluding out-of-pocket expenses and group reporting expenses), which was the same rate as paid in 2023.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

As there were no further questions, Mrs. Churairat Panyarachun then proposed the Meeting to consider and approve the appointment of the Auditors and the remuneration of the Auditors as per the details proposed above.

In this agenda, a resolution shall be passed by a majority vote of shareholders who attended the Meeting and cast their votes.

Resolution: The Meeting considered the matter and resolved to approve the appointment of the Auditors of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company’s Auditor and the determination of remuneration of the Auditors for the year 2024 as proposed above in all respects by the majority votes of the shareholders who attended the Meeting and cast their votes as per the details below:

Approved by	371,294,732 votes	equivalent to	99.9995 percent
Disapproved by	1,500 votes	equivalent to	0.0004 percent
Abstained by	0 votes	equivalent to	0.0000 percent
Voided	0 votes		

Agenda 8 To consider other matters (if any)

Mrs. Churairat Panyarachun asked if any shareholder had any further queries or any matter to propose to the Meeting for consideration.

The shareholders asked the following questions:


The shareholder (Mr. Kamchai Jarungkijkul)	:	The shareholder asked: 1. how did the Company set its profit growth target for 2024 compared to last year? What factors could obstruct the Company from achieving its set goals? 2. the progress of the establishment of a joint-venture company named Beyond Leasing Co., Ltd. (“ Beyond Leasing ”) What was the nature of business? Was it different from the existing leasing business of IFS? When would the joint-venture company start generating revenue for the Company?
The CEO	:	Mr. Tan, the CEO, replied that:



(Mr. Tan Ley Yen)		<ol style="list-style-type: none">1. same as with every year, the Company would ensure that the business continued to grow and profitable. However, the weak and uncertain Thai economy might cause the Company to miss the targets.2. for the joint-venture company between the Company and Susco PCL (the “JV Company”), the Joint-Venture Agreement would be signed within April 2024 and the JV Company incorporated in May or June of this year. The JV Company, Beyond Leasing, would mainly provide operating lease services such as the rental of electric vehicles or traditional cars with a focus on the Government Sector and Private Corporates. IFS, on the other hand, focused mainly on the financial lease business for industrial machineries. So, there would be no conflict of interest.
The shareholder (Ms. Supattra Sitthichai)	:	The shareholder asked: the Management’s vision to grow the business of the Company.
The CEO (Mr. Tan Ley Yen)	:	Mr. Tan, the CEO, replied that 1) the Company would continue to focus on growing its core business of factoring as there was still a lot of opportunity for the Company to grow its Domestic (local) Factoring business, 2) the Company would focus more in 2024 to develop its Export Factoring business which currently accounted for only a small portion of its factoring business, 3) the Company would focus to develop its Supply Chain Finance business to make it a success in 2024, 4) the Company would be entering into a new operating lease business in a joint venture with SUSCO and would help to make this business a success, and 5) the Company would continue to lookout new business opportunities.

As there was no other business being proposed to the Meeting to consider, the Chairman thanked all shareholders attending this Meeting and declared the Meeting adjourned at 15.09 hours.

(After 14.00 hours, there were shareholders registered to attend the Meeting, with shareholders in person totaling up to 58 shareholders and by proxies totaling up to 34 shareholders, making a total of 92 shareholders present at the Meeting with a total of 371,296,232 shares. This was equal to 75.2373% of the Company’s total outstanding shares.)

(Signature)  Chairman of the Meeting
Mr. Randy Sim Cheng Leong

Company Secretary



Ms. Kanokporn Suntornsripitak

Profiles of the nominated persons for the election of directors to replace the directors who retire by rotation

Name : **Mr. Randy Sim Cheng Leong**
Age : 46 years
Nationality : Singapore
Present Position : Director, Chairman of the Board and Member of the Compensation and Nomination Committee
Proposed Position : Director, Chairman of the Board and Member of the Compensation and Nomination Committee
Date of first appointment : 21st September 2020
Date of latest appointment : 20th April 2022
Years as the Director : 4 years 7 months
Education / Training : Bachelor of Engineering (Honours) in Electrical and Electronics Engineering, Nanyang Technological University, Singapore
Shareholding in the Company: -None-
Family relationship between director and executive: -None-

**Work Experience for the past 5 years**

Year	Position	Company / Organization
2022 - Present	President Commissioner	PT IFS Capital Indonesia
2022 - Present	Director	IFS Capital (Malaysia) Sdn. Bhd.
2020 - Present	Director, Chairman of the Board, and Member of the Compensation and Nomination Committee	IFS Capital (Thailand) Public Company Limited
2020 - Present	Director	IFS Factors (Malaysia) Sdn. Bhd.
2020 - Present	Director	IFS Capital Holdings (Thailand) Limited
2020 - Present	Group CEO / Executive Director	IFS Capital Limited (Singapore)
2020 - Present	Director	IFS Asset Management Private Limited
2018 - Present	Director	IFS Consumer Services Private Limited
2016 - Present	Director	IFS Capital Assets Private Limited
2016 - Present	Director	Lendingpot Private Limited
2016 - Present	Director	IFS Ventures Private Limited
2016 - 2022	Director	Multiply Capital Limited
2016 - 2020	CEO / Country Head	IFS Capital Limited (Singapore)

Present Position in Other Companies**Other Listed Companies:**

Year	Position	Company / Organization
2020 - Present	Group CEO / Executive Director	IFS Capital Limited (Singapore)

Non-Listed Companies / Other Organizations:

Year	Position	Company / Organization
2022 - Present	President Commissioner	PT IFS Capital Indonesia
2022 - Present	Director	IFS Capital (Malaysia) Sdn. Bhd.
2020 - Present	Director	IFS Factors (Malaysia) Sdn. Bhd.
2020 - Present	Director	IFS Capital Holdings (Thailand) Limited
2020 - Present	Director	IFS Asset Management Private Limited
2018 - Present	Director	IFS Consumer Services Private Limited
2016 - Present	Director	IFS Capital Assets Private Limited
2016 - Present	Director	Lendingpot Private Limited
2016 - Present	Director	IFS Ventures Private Limited

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have Conflicts, at present or in the past 2 years

- Being an executive director, an employee, or an advisor who is paid a monthly salary : Yes
- Being a professional service provider : No
- Having significant business relations that may affect abilities to perform independently : No

Prohibited Qualifications

1. No records of commission of criminal offenses for offenses related to the property which is committed dishonestly.
2. No records of entering into a transaction that may cause a conflict of interest with the Company in the past year.

Meeting Attendance in 2024

Board of Directors' Meeting	:	5/5 Times
Compensation and Nomination Committee's Meeting	:	1/1 Time
Annual General Meeting of Shareholders	:	1/1 Time

Profiles of the nominated persons for the election of directors to replace the directors who retire by rotation

Name : **Mr. Tan Ley Yen**

Age : 68 years

Nationality : Singapore

Present position : Director and CEO

Proposed position : Director and CEO

Date of first appointment : 18th April 2007
(Held the position of Director since 2000, prior to the Company's registration as a Public Limited Company on 18th April 2007)

Date of latest appointment : 20th April 2022

Years as the Director : 18 years

Education : Master of Business Administration in International Management, Royal Holloway College, University of London, UK
: Bachelor of Science (Honours) in Management Sciences, University of Manchester Institute of Science and Technology, UK

Training : Seminar on Prevention and Suppression of Inappropriate Behaviors of Listed Companies, The Stock Exchange of Thailand
: Director Accreditation Program (DAP 65/2007), Thai Institute of Directors (IOD)

Shareholding in the Company (%): 0.04



Family relationship between director and executive: -None-

Work Experience for the past 5 years

Year	Position	Company / Organization
2024 - Present	Director	Beyond Leasing Company Limited
2007 - Present	Director and CEO	IFS Capital (Thailand) Public Company Limited
2021 - 2022	Member of the Risk Management Committee	IFS Capital (Thailand) Public Company Limited
2015 - 2019	Member of the Risk Management Committee	IFS Capital (Thailand) Public Company Limited
2006 - Present	Director	IFS Capital Holdings (Thailand) Limited
2017 - 2019	Director	Advance Finance Public Company Limited

Present Position in Other Companies

Other Listed Companies: -None-

Non-Listed Companies/Other Organizations:

Year	Position	Company / Organization
2024 - Present	Director	Beyond Leasing Company Limited
2006 - Present	Director	IFS Capital Holdings (Thailand) Limited

Having interests in the Company/parent company/subsidiaries/affiliates or legal entities that have a conflict at present or in the past 2 years:

- Being an executive director, an employee, or an advisor who is paid a monthly salary : Yes
- Being a professional service provider : No
- Having significant business relations that may affect abilities to perform independently : No

Prohibited Qualifications

1. No records of commission of criminal offenses for offenses related to the property which is committed dishonestly.
2. No records of entering into a transaction that may cause a conflict of interest with the Company in the past year.

Meeting Attendance in 2024

Board of Directors' Meeting : 5/5 Times
Annual General Meeting of Shareholders : 1/1 Time

Profiles of the auditors proposed to be the Company's auditor for 2025



Ms. Lasita Magut
Audit Partner

Name – Surname	Ms. Lasita Magut
Age	43 years
Education	<ul style="list-style-type: none"> • Master of Science in Accounting, Chulalongkorn University • Bachelor of Accounting, Thammasat University
Certified public accountant registration number	9039
Audit firm	Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. AIA Sathorn Tower, 23 rd – 27 th Floor 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 02-034-0000 Fax. 02-034 0100
Professional Experience	<ul style="list-style-type: none"> • Certified Public Accounting (CPA), Thailand, approved by the Office of the Securities and Exchange Commission (SEC), Thailand • Member of the Federation of Accounting Professions, Thailand • Sub-committee of the Ethics for Professional Accountants
Direct or indirect benefit or interest in the Company, its subsidiaries, management, the Company's major shareholders, or related persons	None



Mr. Chavala Tienpasertkij
Audit Partner

Name – Surname	Mr. Chavala Tienpasertkij
Age	57 years
Education	<ul style="list-style-type: none"> • Master of Accounting, Chulalongkorn University • Master of Management, College of Management, Mahidol University • Bachelor of Accounting, Bangkok University
Certified public accountant registration number	4301
Audit firm	<p>Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. AIA Sathorn Tower, 23rd – 27th Floor, 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel. 02-034 0000 Fax. 02-034 0100</p>
Professional Experience	<ul style="list-style-type: none"> • Certified Public Accounting (CPA), Thailand, and approved by the Office of the Securities and Exchange Commission (SEC), Thailand • Member of the Federation of Accounting Professions, Thailand • Sub-Committee of the Screening Accounting Standard Sub-Committee (SASSC)
Direct or indirect benefit or interest in the Company, its subsidiaries, management, the Company’s major shareholders, or related persons	None



Mr. Wee Sujarit
Audit Partner

Name – Surname	Mr. Wee Sujarit
Age	45 years
Education	<ul style="list-style-type: none"> • Master of Business Administration, Hult International Business School, USA • Bachelor of Accounting, Thammasat University
Certified public accountant registration number	7103
Audit firm	Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. AIA Sathorn Tower, 23 rd – 27 th Floor, 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel. 02-034 0000 Fax. 02-034 0100
Professional Experience	<ul style="list-style-type: none"> • Certified Public Accounting (CPA), Thailand, and approved by the Office of the Securities and Exchange Commission (SEC), Thailand • Member of the Federation of Accounting Professions, Thailand • Certified Public Accountant (CPA) of USA (California) • Regular Member of the American Institute of Certified Public Accountants (AICPA), USA
Direct or indirect benefit or interest in the Company, its subsidiaries, management, the Company’s major shareholders, or related persons	None



Mrs. Wilasinee Krishnamra
Audit Partner

Name – Surname	Mrs. Wilasinee Krishnamra
Age	46 years
Education	<ul style="list-style-type: none"> • Master of Commerce in Accounting, University of Sydney, Australia • Bachelor of Business Administration (Accounting), Kasetsart University
Certified public accountant registration number	7098
Audit firm	Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. AIA Sathorn Tower, 23 rd – 27 th Floor 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 02-034-0000 Fax. 02-034 0100
Professional Experience	<ul style="list-style-type: none"> • Certified Public Accounting (CPA), Thailand, and approved by the Office of the Securities and Exchange Commission (SEC), Thailand • Member of the Federation of Accounting Professions of Thailand • Sub-committee on Oversight and Investigations of the Federation of Accounting Professions
Direct or indirect benefit or interest in the Company, its subsidiaries, managements, the Company’s major shareholders or related persons	None

Guidelines for Registration Process and Required Documents

Proxy, Vote Casting and Vote Counting, Inquiries or Expressing Opinions

A. Registration Process and Required Documents to be presented before the meeting

Registration will be open one hour before the start of the meeting or from 13.00 hours onwards on 21st April 2025 at the Infinity Room, 7th floor, AETAS Lumpini Hotel. To facilitate the registration, the shareholders or proxies who shall attend the meeting in person are required to prepare the registration form and the proxy form together with all related documents to be presented before the meeting attendance.

- **A Shareholder is a Natural Person:**

- 1. A shareholder who attends the meeting in person:**

- 1.1 At the registration point, the shareholder shall present valid documents issued by government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card or passport (For Foreigner).
- 1.2 Receive the ballots provided separately by each agenda.

- 2. A shareholder who appoints a proxy to attend the meeting**

- 2.1 At the registration point, the proxy shall present the following documents:
 - (A) Any type of proxy form attached to the notice of meeting to shareholders filled in correctly and completely and signed by the shareholder and proxy.
 - (B) A copy of the shareholder's valid documents issued by the government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card, or passport (For Foreign), and the shareholder has already signed to certify a true copy.
 - (C) The proxy's valid documents issued by the government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card, or passport (For Foreigner).
- 2.2 Receive the ballots provided separately by each agenda.

- **A Shareholder is a Juristic Person:**

- 1. A representative of a juristic person (authorized director) attending the meeting in person**

- 1.1 At the registration point, the representative shall present a copy of the shareholder's affidavit, limited to 6 months, certified true copy by the representative with a corporate seal affixed (if any), and a message showing that the representative of the juristic person who attends the meeting has the authority to act on behalf of the juristic person who is the shareholder.
- 1.2 The representative of the juristic person shall present valid documents issued by government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card or passport (For Foreigner).
- 1.3 Receive the ballots provided separated by each agenda.

2. A shareholder who is a juristic person appoints a proxy holder to attend the meeting

2.1 At the registration point, the proxy shall present the following documents:

- (A) Any type of proxy form attached to the notice of the meeting filled in correctly and completely and signed by the shareholder and proxy holder.
- (B) A copy of the shareholder's affidavit, limited to 6 months, certified as a true copy by the representative with a corporate seal affixed (if any), and a message showing that the representative of the juristic person who attends the meeting has the authority to act on behalf of the juristic person who is the shareholder.
- (C) The valid documents of the juristic person's representative issued by government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card or passport (For Foreigner), and the juristic person's representative has already signed to certify a true copy.
- (D) The proxy holder's valid documents issued by the government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card or passport (For Foreigner).

2.2 Receive the ballots provided separated by each agenda.

3. A shareholder who is a foreigner and appoints a Custodian in Thailand as share depository and keeper:

3.1 Documents to be prepared are the same as those specified in Item 1 or 2 above.

3.2 In case that the shareholder is a foreigner who appoints a custodian to sign the proxy form, the additional documents as listed below are required:

- 1) A copy of a power of attorney of the foreign shareholder who authorizes a custodian to sign the proxy form on his/her behalf, certified as a true copy by the foreign shareholder.
- 2) A copy of a letter certifying that the custodian who signs the proxy form is permitted to operate the custodian business, certified as a true copy by the foreign shareholder.

3.3 Receive the ballots provided separately by each agenda.

If the original document is written in any language other than English, that document shall be provided together with an English translation, and the shareholder or the authorized person shall sign to certify a true copy.

4. A shareholder is dead

A real representation shall attend the meeting in person or appoint a proxy to attend the meeting on his/her behalf by presenting a court order appointing the real representation signed by an authorized person and limited to 6 months before the meeting date.

5. A shareholder is a minor

Parents or a legal guardian shall attend the meeting in person or appoint a proxy to attend the meeting on his/her behalf by also presenting a copy of the house registration of the shareholder who is a minor.

6. A shareholder who is an incapacitated person or quasi disability

A curator or a custodian shall attend the meeting in person or appoint a proxy to attend the meeting on his/her behalf by presenting a court order appointing such a person to be the curator or the custodian, certified as a true copy by an authorized person and limited to 6 months before the meeting.

B. Proxy

If any shareholder wishes to appoint a person to attend the meeting and vote on his/her behalf. To be convenient for shareholders, the Company provides 3 types of proxy forms attached to this notice of the meeting as follows:

1. Proxy Form A. is a general form that is simple and uncomplicated.
2. Proxy Form B. is an explicit form that sets out specific details of authorization.
3. Proxy Form C. is a form to be used only for foreign shareholders whose names appear in the registration book and who have appointed a Custodian in Thailand to be share depository and keeper.

↳ **Please select** only one proxy form out of 3 types of forms enclosed with this notice of the meeting or download from the Company's website at www.ifscapthai.com under the section "Investor Relations" and "Shareholders Meeting". Please fill in the proxy form selected accurately and completely with a Baht 20 duty stamp, cross it out, and specify the date the proxy form is made.

To retain the shareholders' rights and benefits, if the shareholder is unable to attend the meeting in person and wishes to authorize an independent director of the Company to attend and vote on his/her behalf, please fill in the proxy form and indicate the name of **Mrs. Churairat Panyarachun, Independent Director as shareholders' proxy**. The details of the profile are shown in **Attachment No. 7**. Thus, please deliver the proxy form together with its original supplementary documents to the Company by 18th April 2025 at 17.30 hours as addressed below:

<p>IFS Capital (Thailand) Public Company Limited Investor Relations, Secretariat and Compliance Dept. 1168/55, 20th Floor, Lumpini Tower Rama 4 Road, Tungmahamek, Sathorn, Bangkok 10120</p>

or use a **business reply envelope** (the "envelope") provided by the Company (no postal stamp required). The Proxy Form B and the envelope have been enclosed along with the Notice of the Meeting. In addition, the Company will facilitate affixing the stamp duty for the proxy upon registration to the Meeting.

C. Vote Casting and Vote Counting
--

Vote Casting

1. In casting votes for each agenda, one share shall have one vote.
2. A shareholder who attends the meeting in person and a proxy under Proxy Form A. and Form B. shall be unable to split his/her votes in each agenda, while a proxy from a foreign shareholder who appoints a custodian in Thailand to be share depository and keeper shall be able to split his/her votes in each agenda. (Proxy Form C.).
3. To comply with the principle of good corporate governance, the Company provides ballots for every agenda that requires voting, and the ballots shall be distributed to each shareholder and proxy at the registration point. The shareholder or the proxy who registers after the meeting has commenced shall only receive the ballots for the remaining agenda items.
4. Before voting on each agenda, the registration will be temporarily closed and shall start again once vote counting of each agenda item ends.

5. A shareholder who approves the matter shall not put any mark on the ballots, while the shareholder who disapproves or abstains his/her votes shall put a mark on the ballots and submit the ballots to the Company's staff for vote counting. Shareholders who have already authorized their proxies and voted, the Company shall record such votes at the time of registration by the proxies.

Vote Counting

1. For vote counting, the Company shall deduct disapproval and abstention votes from the total number of votes. The remaining votes shall be deemed as approval votes.
2. After the end of vote casting in each agenda, the Chairman shall announce the voting results by specifying the number and percentage of votes which are in approved votes, disapproved votes, and abstained votes separately. Void ballots shall not be calculated as the voting result of each agenda. For shareholders or proxies who submit disapproved or abstained votes after the Chairman has announced the voting result of each agenda, such votes shall not be counted as the voting result.

D. Inquiries or Expressing Opinions

1. Before inquiring or expressing opinions, shareholders shall raise their hands. Upon the Chairman's permission, please introduce the name and surname, and status of either the shareholder or the proxy. The shareholder may write a question in the paper and submit it to the Company's staff. The questions can be raised when the presentation of each agenda ends, or when all meeting agenda items are considered completely.
2. Shareholders shall refrain from asking questions or expressing opinions on duplicate issues or those not related to the agenda under consideration.

แบบหนังสือมอบฉันทะ แบบ ก.

(ปิดอากรแสตมป์ 20 บาท)

(Duty Stamp Baht 20)

Proxy Form A.

(แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

(General Form)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref : Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date

Month

Year

(1) ข้าพเจ้า..... สัญชาติ.....

I/We

Nationality

อยู่บ้านเลขที่..... ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....

Residing at Road Tambol/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์..... เบอร์โทร..... อีเมล.....

Province Postal Code Contact Number E-mail

(2) เป็นผู้ถือหุ้นของบริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

being a shareholder of IFS Capital (Thailand) Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม..... หุ้น และออกเสียงลงคะแนนได้เท่ากับ..... เสียง ดังนี้

holding the total number of shares, and having the right to vote equivalent to votes as follows:

หุ้นสามัญ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ..... เสียง

ordinary share of shares, having the right to vote equivalent to votes,

หุ้นบุริมสิทธิ..... หุ้น ออกเสียงลงคะแนนได้เท่ากับ..... เสียง

preference share of shares, having the right to vote equivalent to votes.

(3) ขอมอบฉันทะให้

Hereby appoint:

(1)..... อายุ..... ปี อยู่บ้านเลขที่.....

Name

age

years, residing at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์..... หรือ

Province Postal Code, or

(2)..... อายุ..... ปี อยู่บ้านเลขที่.....

Name

age

years, residing at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์..... หรือ

Province Postal Code, or

(3)..... อายุ..... ปี อยู่บ้านเลขที่.....

Name

age

years, residing at

ถนน..... ตำบล/แขวง..... อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด..... รหัสไปรษณีย์.....

Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันจันทร์ที่ 21 เมษายน 2568 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทัส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

any one of them to be my/our proxy to attend and vote on my/our behalf at the 2025 Annual General Meeting of the Shareholders on Monday, 21st April 2025, at 14.00 hours, at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy at the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคน เพื่อแยกการลงคะแนนเสียงได้

Remark

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 several proxies for splitting votes.

แบบหนังสือมอบฉันทะ แบบ ข.

Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Form containing specific details)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref : Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

(เปิดอากรแสตมป์ 20 บาท)

(Duty Stamp Baht 20)

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....สัญชาติ.....

I/We

Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Residing at Road Tambol/Khwaeng

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

Amphur/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

being a shareholder of IFS Capital (Thailand) Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding the total number of shares, and having the right to vote equivalent to votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share of shares, having the right to vote equivalent to votes,

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preference share of shares, having the right to vote equivalent to votes.

(3) ขอมอบฉันทะให้

Hereby appoint

 (1).....อายุ.....ปี อยู่บ้านเลขที่.....

Name age years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

 (2).....อายุ.....ปี อยู่บ้านเลขที่.....

Name age years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

 (3).....อายุ.....ปี อยู่บ้านเลขที่.....

Name age years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....

Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันจันทร์ที่ 21 เมษายน 2568 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทัส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

any one of them to be my/our proxy to attend and vote on my/our behalf at the 2025 Annual General Meeting of the Shareholders on Monday, 21st April 2025, at 14.00 hours, at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

- วาระที่ 1 เรื่องพิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2567
Agenda No. 1 Re: To consider and adopt the minutes of the 2024 Annual General Meeting of the Shareholders
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- วาระที่ 2 เรื่องรับทราบรายงานประจำปีของคณะกรรมการบริษัทและผลการดำเนินงานของบริษัทในรอบปี 2567
Agenda No. 2 Re: To acknowledge the Annual Report of the Board of Directors and the operating results for the year 2024
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- วาระที่ 3 เรื่องพิจารณาอนุมัติงบการเงินของบริษัท สำหรับรอบปีบัญชีสิ้นสุด วันที่ 31 ธันวาคม 2567
Agenda No. 3 Re: To consider and approve the Financial Statements of the Company for the fiscal year ended 31st December 2024
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- วาระที่ 4 เรื่องพิจารณาอนุมัติการจัดสรรกำไรสุทธิและการจ่ายเงินปันผลประจำปี 2567
Agenda No. 4 Re: To consider and approve the appropriation of net profit and dividend payment for the year 2024
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- วาระที่ 5 เรื่องพิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ
Agenda No.5 Re: To consider and approve the election of the directors to replace the directors who retire by rotation
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
1. นายแรนดี้ ซิม เชน เหลียง
Mr. Randy Sim Cheng Leong
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
2. นายตัน เล เยน
Mr. Tan Ley Yen
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

- วาระที่ 6 เรื่องพิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ
Agenda No.6 Re: To consider and approve the determination of the remuneration of the directors
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- วาระที่ 7 เรื่องพิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนแก่ผู้สอบบัญชีประจำปี 2568
Agenda No.7 Re: To consider and approve the appointment of the auditors and the determination of the remuneration of the auditor for the year 2025
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- วาระที่ 8 เรื่องพิจารณาอื่น ๆ (ถ้ามี)
Agenda No. 8 Re: To consider other matters (if any)
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ

Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคน เพื่อแยกการลงคะแนนเสียงได้

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 several proxies for splitting votes.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In respect of the agenda as to the election of the directors, either the whole set of nominated candidates or an individual nominee may be voted for.

3. ในกรณีที่มิ่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there are any further agendas apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form B. as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.
ALLONGE OF PROXY FORM B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)
The appointment of proxy by the shareholder of IFS Capital (Thailand) Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันจันทร์ที่ 21 เมษายน 2568 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทัส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the 2025 Annual General Meeting of the Shareholders on Monday, 21st April 2025 at 2.00 p.m., at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

วาระที่.....เรื่อง.....
Agenda No. Re:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่.....เรื่อง.....
Agenda No. Re:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่.....เรื่อง.....
Agenda No. Re:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่.....เรื่อง.....
Agenda No. Re:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

- วาระที่.....เรื่อง.....
Agenda No. Re:
- (ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|--|--|--|
| <input type="checkbox"/> เห็นด้วย
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

- วาระที่.....เรื่อง.....เลือกตั้งกรรมการ (ต่อ)
Agenda No. Re: Election of director(s) (Continued)
- ชื่อกรรมการ.....
Director's name
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- ชื่อกรรมการ.....
Director's name
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- ชื่อกรรมการ.....
Director's name
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- ชื่อกรรมการ.....
Director's name
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
- ชื่อกรรมการ.....
Director's name
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

แบบหนังสือมอบฉันทะ แบบ ค.

(ปิดอากรแสตมป์ 20 บาท)

(Duty Stamp Baht 20)

Proxy Form C.

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

(For foreign shareholders who have custodians in Thailand only)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref : Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....สัญชาติ.....

I/We.....Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Residing at Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....เบอร์โทร.....อีเมล.....

Province Postal Code Contact Number E-mail

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....

as a Custodian for

ซึ่งเป็นผู้ถือหุ้นของบริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

being a shareholder of IFS Capital (Thailand) Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding the total number of shares, and having the right to vote equivalent to votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share of shares, having the right to vote equivalent to votes,

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preference share of shares, having the right to vote equivalent to votes.

(2) ขอมอบฉันทะให้

Hereby appoint

 (1).....อายุ.....ปี อยู่บ้านเลขที่.....

Name age years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

 (2).....อายุ.....ปี อยู่บ้านเลขที่.....

Name age years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

 (3).....อายุ.....ปี อยู่บ้านเลขที่.....

Name age years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....

Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันจันทร์ที่ 21 เมษายน 2568 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทาส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่แจ้งไว้ในวัน เวลา และสถานที่อื่นด้วย

any one of them to be my/our proxy to attend and vote on my/our behalf at the 2025 Annual General Meeting of the Shareholders on Monday, 21st April 2025, at 14.00 hours, at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

- (3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี ดังนี้

I/We hereby authorize the proxy to attend and vote on my/our behalf at this meeting as follows:

- มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้
To grant the total amount of shareholding and having the right to vote
- มอบฉันทะบางส่วน คือ
To grant the partial shares as follows:
- | | | |
|--|---|--------|
| <input type="checkbox"/> หุ้นสามัญ..... | หุ้น และมีสิทธิออกเสียงลงคะแนนได้..... | เสียง |
| ordinary share | shares, and having the right to vote equal to | votes, |
| <input type="checkbox"/> หุ้นบุริมสิทธิ..... | หุ้น และมีสิทธิออกเสียงลงคะแนนได้..... | เสียง |
| preference share | shares, and having the right to vote equal to | votes. |
| รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด..... | เสียง | |
| Total amount of voting rights | | votes. |

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

- วาระที่ 1 เรื่องพิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2567
Agenda No. 1 Re: To consider and adopt the minutes of the 2024 Annual General Meeting of the Shareholders
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |
- วาระที่ 2 เรื่องรับทราบรายงานประจำปีของคณะกรรมการบริษัทและผลการดำเนินงานของบริษัทในรอบปี 2567
Agenda No. 2 Re: To acknowledge the Annual Report of the Board of Directors and the operating results for the year 2024
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |
- วาระที่ 3 เรื่องพิจารณาอนุมัติงบการเงินของบริษัท สำหรับรอบปีบัญชีสิ้นสุด วันที่ 31 ธันวาคม 2567
Agenda No. 3 Re: To consider and approve the Financial Statements of the Company for the fiscal year ended 31st December 2024
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |
- วาระที่ 4 เรื่องพิจารณาอนุมัติการจ่ายปันผลกำไรสุทธิและการจ่ายเงินปันผลประจำปี 2567
Agenda No. 4 Re: To consider and approve the appropriation of net profit and dividend payment for the year 2024
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |

- วาระที่ 5 เรื่องพิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ
Agenda No. 5 Re: To consider and approve the election of the directors to replace the directors who retire by rotation
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
1. นายแรนดี้ ซิม เชน เหลียง
Mr. Randy Sim Cheng Leong
 เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
2. นายตัน เล เยน
Mr. Tan Ley Yen
 เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- วาระที่ 6 เรื่องพิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ
Agenda No. 6 Re: To consider and approve the determination of the remuneration of the directors
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- วาระที่ 7 เรื่องพิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนแก่ผู้สอบบัญชีประจำปี 2568
Agenda No. 7 Re: To consider and approve the appointment of the auditors and the determination of the remuneration of the auditor for the year 2025
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- วาระที่ 8 เรื่องพิจารณาอื่น ๆ (ถ้ามี)
Agenda No. 8 Re: To consider other matters (if any)
- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be the vote of a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In case I/we have not specified my/our voting intention in any agenda or not clearly specified or 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

Only foreign shareholders whose names appear in the registration book and have appointed a Custodian in Thailand can use the Proxy Form C.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

Evidence to be attached with this Proxy Form are:

(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

Power of Attorney from the shareholder authorizing a Custodian to sign the Proxy Form on behalf of the shareholder.

(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)

Letter of certification to certify that a person executing the Proxy Form has obtained a permit to act as a Custodian.

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

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 several proxies for splitting votes.

4. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำตอบหนังสือมอบฉันทะแบบ ค. ตามแนบ

In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form C. as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
ALLONGE OF PROXY FORM C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

The appointment of proxy by the shareholder of **IFS Capital (Thailand) Public Company Limited**

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2568 ในวันจันทร์ที่ 21 เมษายน 2568 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทัส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the 2025 Annual General Meeting of the Shareholders on Monday, 21st April 2025 at 2.00 p.m., at 14.00 hours, at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

วาระที่.....เรื่อง.....

Agenda No. Re:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่.....เรื่อง.....

Agenda No. Re:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่.....เรื่อง.....

Agenda No. Re:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่.....เรื่อง.....

Agenda No. Re:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

วาระที่.....เรื่อง.....

Agenda No. Re:

(ก) ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

(ข) ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

วาระที่.....เรื่อง เลือกตั้งกรรมการ

Agenda No. Re: Election of director(s)

ชื่อกรรมการ.....

Director's name

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

ชื่อกรรมการ.....

Director's name

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

ชื่อกรรมการ.....

Director's name

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

ชื่อกรรมการ.....

Director's name


เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

ชื่อกรรมการ.....

Director's name

เห็นด้วย.....เสียง ไม่เห็นด้วย.....เสียง งดออกเสียง.....เสียง
 Approve votes Disapprove votes Abstain votes

Profile of Independent Director Proposed as Proxy for Shareholders

Name	:	Mrs. Churairat Panyarachun	
Age	:	71 years	
Position	:	Independent Director, Chairperson of the Audit Committee and Member of the Compensation and Nomination Committee	
Date of first appointment	:	18 th April 2018	
Date of latest appointment	:	22 nd April 2024	
Years as the Director	:	7 years	
Address	:	IFS Capital (Thailand) Public Company Limited 1168/55, 20 th Floor, Lumpini Tower, Rama 4 Road Tungmahamek, Sathorn, Bangkok 10120	
Education	:	Master of Science in Economics (Finance), Kasetsart University, Thailand Master of Arts in Leadership (Business, Social and Political Leadership), Rangsit University, Thailand Bachelor of Arts in Economics (Money & Banking), Kasetsart University, Thailand	
Training	:	The importance of the Audit Committee and Confidence in the Thai Capital Market, The Federation of Accounting Professions, The Thai Institute of Directors (IOD) and The Thai Listed Companies Associations Hot Issue for Directors: Climate Governance 2/2023 Thai Institute of Directors (IOD) Director Certification Program (DCP) (Class 41/2004), Thai Institute of Directors (IOD) Top Executive Program in Management of Public Economics, King Prajadhipok's Institute, Thailand Top Executive Program, The Administrative Court of Thailand Top Executive Program in Commerce and Trade Commerce Academy, The Thai Chamber of Commerce and Board of Trade of Thailand Top Executive Program in Business and Investment, Institute of Business and Industrial Development Forensic Accounting Certificate, Federation of Accounting Professions	
Shareholding in the Company:		-None-	
Family relationship between director and executive:		-None-	

Work Experience for the past 5 years

Year	Position	Company / Organization
2021 – Present	Director	Rachakarn Asset Management Co., Ltd.
2018 – Present	Independent Director, Chairperson of the Audit Committee, and Member of the Compensation and Nomination Committee	IFS Capital (Thailand) PCL.
2018 – 2019	Member of the Risk Management Committee	IFS Capital (Thailand) PCL.
2016 – Present	Associate Judge	Central Intellectual Property and International Trade Court, Thailand
2015 – Present	Director of the Assets and Finance Committee	King Mongkuts’s University of Technology North Bangkok

Interest in any agenda Item proposed in this AGM:

- Agenda 6 To consider and approve the determination of the remuneration of the directors

There is no special interest different from other directors in every agenda item proposed in this AGM.

The Company's Articles of Association Relating to the Shareholders' Meeting

Article 36. The shareholders' meeting shall be convened at least once a year and shall be called the annual general meeting. Such annual general meeting of shareholders shall be convened within four (4) months of the last day of the fiscal year of the Company.

The shareholders' meetings other than those specified above shall be called extraordinary general meetings of shareholders.

The board of directors may call an extraordinary general meeting of shareholders at any time as it is deemed appropriate, or when one or several shareholder(s) holding shares in aggregate of not less than ten (10) percent of the total issued shares may jointly subscribe their names requesting the board of directors to call an extraordinary meeting at any time, provided that matters and reasons for calling such meeting shall be clearly stated in the said notice. In such case, the board of directors shall convene a shareholders' meeting within forty-five (45) days from the date of the receipt of such notice from the shareholders.

In the case where the board of directors does not convene the meeting within the period specified under paragraph three, the shareholders who have subscribed their names or other shareholders holding shares in the required aggregate number may themselves call the meeting within forty-five (45) days from the end of the period under paragraph three. In this case, such shareholders' meeting shall be deemed to be called by the board of directors, and the Company shall be responsible for necessary expenses incurred in the course of convening such meeting and shall provide reasonable facilitation.

In the case where, at a shareholders' meeting called by the shareholders under paragraph four, the number of shareholders attending the meeting does not constitute a quorum as prescribed in Article 38. of these Articles of Association, the shareholders under paragraph four shall jointly be responsible to and compensate the Company for the expenses incurred from convening of such meeting.

Article 37. To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda and matters to be proposed at the meeting together with any other appropriate details. The notice must clearly specify the matter for acknowledgment, approval or consideration, together with the opinion of the board of directors on those matters. The notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper at least three (3) days before the meeting date for a period of three (3) consecutive days.

Article 38. A quorum of a meeting of shareholders requires a lesser of a number of twenty-five (25) shareholders or one-half or more of the total number of shareholders, holdings in aggregate one-third (1/3) or more of the total issued shares, present in person or by proxy (if any).

If after one (1) hour from the time fixed for a meeting of shareholders a quorum has not been constituted, the meeting which was called at the request of shareholders must be dissolved. If the meeting is called other than at the request of the shareholders, an adjourned meeting must be called and a notice of the meeting must be sent to the shareholders seven (7) days or more before the date of the adjourned meeting. No quorum is required at the adjourned meeting.

Article 41. The Chairman of the board of directors will act as the Chairman of the meeting of shareholders. If the Chairman is not present or is unable to discharge his/her duties, the Vice-Chairman will serve as the Chairman. If there is no Vice-Chairman or the Vice-Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as the Chairman.

Article 42. In every meeting of shareholders, a shareholder has one vote for each share.

A shareholder who has a special interest in any matter may not cast votes on that matter, except for the election of directors.

Article 43. A resolution of shareholders must be passed by a majority of the votes cast by the shareholders attending and eligible to vote at the meeting, except where it requires otherwise in these Articles of Association or by law or in any of the following cases where a resolution must be passed by three-quarters (3/4) or more of the votes cast by the shareholders attending and eligible to vote at the meeting:

- (a) a sale or transfer of all or substantial part of the business of the Company to any person;
- (b) a purchase or acceptance of transfer of business of other public or private companies;
- (c) an entering into, amendment or termination of any agreement concerning a lease out of all or substantial part of the business of the Company or an assignment of the management control of the business of the Company to any person or a merger with any person for the purposes of profit and loss sharing;
- (d) an amendment to the Memorandum or Articles of Association of the Company;
- (e) an increase or reduction of capital;
- (f) an issue of debentures; or
- (g) an amalgamation or a dissolution of the Company.

QR Code User Manual to Download Supporting Documents for Shareholders' Meeting

Thailand Securities Depository Company Limited (TSD) as a securities registrar, under the Stock Exchange of Thailand (SET), has developed a system that enables every listed company to submit the supporting documents for the shareholders' meeting and annual report in an electronic form via QR Code ("QR Code"). With this system, the shareholders can access the information rapidly and comfortably. The information may be downloaded via QR Code by the following steps.

For iOS Operating System

1. Turn on the camera on your mobile phone.
2. Scan (by turning the camera on your mobile phone to) QR Code.
3. The notification will pop up on your mobile phone screen. Click that message.
4. Click "File Download" to view the Notice of the Meeting and Form 56-1 One Report for the year 2024.

Note: If no notification is shown on the mobile phone, the shareholder may scan the QR Code from other applications, e.g. QR CODE READER, Facebook, and Line, etc.

For Android Operating System

1. Turn on the application, e.g. QR CODE READER, Facebook, or Line.
2. Steps of scanning QR Code via Line
 - Turn on Line, and select Add Friend
 - Select QR Code
 - Scan QR Code
 - Click "File Download" to view the Notice of the Meeting and Form 56-1 One Report for the year 2024.

Map of the Meeting Location

Infinity Room, 7th Floor, AETAS Lumpini Hotel

1030/4 Rama 4 Road, Tungmahamek, Satorn, Bangkok 10120

Tel : 02-618-9555



Bus Routes passing by AETAS Lumpini Hotel: No. 4, 13, 14, 22, 45, 46, 47, 74, 115, 141, 149, 173 and 507



For MRT, get off at Lumpini Station, and take Exit No.1 (Rama 4 Road, way to Soi Ngam Du Phli)



For private vehicles, parking is available on the 2nd – 6th Floor of the hotel.



IFS Capital (Thailand) PCL

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