



Minutes of the 2026 Annual General Meeting of Shareholders

IFS Capital (Thailand) Public Company Limited

Date, Time and Venue

The 2026 Annual General Meeting of Shareholders of IFS Capital (Thailand) Public Company Limited (the “Meeting”) was held physically (Physical AGM) on 21 April 2026 at 2.00 p.m. at the Wanalai Ballroom, 12th Floor, Grande Centre Point Lumpini Hotel, 1188 Rama 4 Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand.

Directors Present:

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| 1) Mr. Randy Sim Cheng Leong | Director, 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. Taveesak Saengthong | Independent Director and Member of the Audit Committee |
| 4) Ms. Chionh Yi Chian | Director |
| 5) Mr. Tan Ley Yen | Director and Chief Executive Officer |

Absent with Apologies:

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| 1) Mr. Sutee Losoponkul | Independent Director, Member of the Audit Committee and Chairman of the Compensation and Nomination Committee |
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83% of the Board of Directors attended the Meeting.

Management Present:

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| 1) Ms. Areeya Kanchanabat | Chief Financial Officer |
| 2) Mr. Voon Ee Huei | General Manager, Business Development |
| 3) Mrs. Sutida Supanugoolsamai | General Manager, Risk Management |
| 4) Mr. Perapong Srivipapattana | Vice President, Client Relations |
| 5) Mr. Weerachai Adulcharoenthong | Vice President, Operations and Information Technology |
| 6) Mrs. Pensri Pettong | Head, Finance and Accounts |
| 7) Mr. Kamplon Duncharoen | Head, Business Development |
| 8) Mrs. Natsaran Pumpichet | Head Team 1, Client Relations |
| 9) Mr. Meechai Watcharasottikul | Head Team 2, Client Relations |



Company Secretary Present:

- 1) Ms. Kanokporn Suntornsripitak Head, Investor Relations, Secretariat and Compliance

Auditors Present:

- 1) Ms. Lasita Magut Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd.
2) Ms. Thunyalux Wiroonrod 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. Sutee Losoponkul was not present due to his illness. He then declared the 2026 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, the Company Secretary to the Meeting, and requested Mr. Yuttapong Petchot to act as the representative for the inspection of votes counting.

Mrs. Churairat Panyarachun informed the Meeting that, as there were 52 shareholders attending the Meeting in person and 35 proxies, totalling 87 attendees representing 367,281,403 shares, or 74.4237% 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 the Meeting 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, meeting management, etc. For this Meeting, the Company recorded the video of the Meeting, and shareholders could review the privacy notice details via 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 item 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 on each agenda. Proxies from foreign shareholders who had custodians in Thailand might split votes on each agenda (by using Proxy Form C).
3. The Company had provided ballots for every agenda that 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 submit the ballots to the Company’s officer for vote counting. If the shareholders had specified their votes on 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 was 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 the director election would be on an individual basis.
7. Before asking any questions or expressing opinions, shareholders should provide their names and surnames clearly and specify whether as shareholders or proxies. The shareholder could also write down the question and submit it to the staff. Shareholders could ask questions at the end of each agenda or after completion of all agenda items and should refrain from asking questions or expressing opinions on duplicated issues or on issues that were not related to the agenda being considered.

Then, the Moderator informed the Meeting that the Company provided shareholders with the opportunity to submit questions in advance regarding the agenda items of the shareholders' meeting via the Company's website at www.ifscapthai.com under the "Investor Relations" section or by email at info@ifscapthai.com. Such questions would be addressed and recorded as appropriate. However, no shareholders submitted any questions to the Company in advance.

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

Agenda 1 To consider and adopt the Minutes of the 2025 Annual General Meeting of Shareholders

Mrs. Churairat Panyarachun proposed the Meeting to consider and adopt the Minutes of the 2025 Annual General Meeting of Shareholders, which was held on 21 April 2025, a copy of which was sent to the shareholders together with the Invitation to the Meeting, as well as published the same on the Company's website: www.ifscapthai.com.

Mrs. Churairat Panyarachun then 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 2025 Annual General Meeting of Shareholders held on 21 April 2025.

In this agenda, a resolution shall be passed by a majority vote of shareholders attending and eligible to vote.

Resolution: The Meeting considered the Minutes and unanimously resolved that the Minutes of the 2025 Annual General Meeting of Shareholders held on 21 April 2025 be adopted as per the details below:

Approved by	367,293,686	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 2025

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 2025, and requested Ms. Areeya Kanchanabat, the CFO, to report the Operating Results of the Company for the year 2025 to the Meeting.

The CFO reported on the Operating Results for the year 2025, 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 total factoring volume increased by 11% from Baht 32,186 million in 2024 to Baht 35,754 million in 2025; while the new volume of leasing and hire purchase remained relatively unchanged from 2024 at approximately Baht 48 million, and the volume of inventory finance slightly decreased from Baht 887 million in 2024 to Baht 861 million in 2025, or a decrease of approximately 3%.



The increase in overall volume was due to the expansion of the new client base and contributions of strategic partnership. As a result, the Company's total revenue increased from Baht 442 million in 2024 to Baht 468 million in 2025 or an increase of approximately 6%, mainly from the factoring business, which accounted for 88.39% of total revenue.

In 2025, the Company had a net profit of Baht 95.39 million compared to Baht 137.01 million in 2024, a decrease of Baht 41.62 million, or 30%. The Company's earnings per share was Baht 0.19 in 2025 compared to Baht 0.28 in 2024. The decrease in net profit was mainly due to an increase in impairment loss and higher investment in information technology to enhance operating efficiency.

For the Company's financial position of 2025, the Company had total assets of Baht 4,196 million, total liabilities of Baht 2,347 million, and total shareholders' equity of Baht 1,849 million. The Company's debt-to-equity (D/E) ratio was 1.27 times in 2025 compared to 1.24 times in 2024.

In terms of cash flows, in 2025, the Company had net cash used in operating activities of Baht 6 million, compared to net cash received of Baht 1 million in 2024, mainly due to increased lending activities during the year. Net cash used in investing activities was Baht 3 million, compared to Baht 49 million in 2024, mainly due to investment in a joint venture, namely Beyond Leasing Co., Ltd., in 2024. Net cash used in financing activities was Baht 4 million, compared to net cash received of Baht 129 million in 2024, due to partial repayment of borrowings. In addition, cash and cash equivalents at the end of the period amounted to Baht 421 million compared to Baht 434 million in 2024.

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 30 December 2023 to 30 December 2026. The Company would submit a renewal application within the third quarter of 2026 before its expiration.

Mrs. Churairat Panyarachun then 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 2025 as presented.

Agenda 3 To consider and approve the Financial Statements of the Company for the year ended 31 December 2025

Mrs. Churairat Panyarachun informed the Meeting that the Financial Statements of the Company for the year ended 31 December 2025 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.

The shareholder (นางสาวสุพร ปทุมสุวรรณวดี)	:	The shareholder expressed appreciation to the Company for organizing this shareholders' meeting and asked whether hard copies of the financial statements were available for distribution.
Independent Director (Mrs. Churairat Panyarachun)	:	Mrs. Churairat Panyarachun clarified that the Company had prepared and submitted the Notice of the Meeting, together with the financial statements for the year 2025, in electronic form to all shareholders via the Stock Exchange of Thailand's electronic system and had also published them on the Company's website. However, hard copies of the financial statements as well as the annual report will be separately provided for distribution at the next shareholders' meeting

As there were no further questions, Mrs. Churairat Panyarachun proposed the Meeting to consider and approve the Financial Statements of the Company for the year ended 31 December 2025.



In this agenda, a resolution shall be passed by a majority vote of shareholders attending and eligible to vote.

Resolution: The Meeting considered the matter and unanimously approved the Financial Statements of the Company for the year ended 31 December 2025 as per the details below:

Approved by	367,293,686	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 2025

Mrs. Churairat Panyarachun informed the Meeting that in 2025, the Company had a net profit of Baht 95,387,217 and no accumulated loss. As a result, the Company was able to distribute dividends 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 a legal reserve and to distribute dividends for the year 2025 as follows:

- There was no legal reserve to be appropriated from the Company’s Net Profit in 2025 as the Company’s legal reserve had reached the amount required by law.
- To approve the Payment of Dividend for the year 2025 at the rate of Baht 0.104 per share or 10.40 Satang for 493,499,975 shares, totaling Baht 51,323,997 to the shareholders whose names appeared on the Record Date on which the shareholders were entitled to receive the dividend on 5 March 2026. The Dividend Payment would be made on 13 May 2026. 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 2025 and 2024 was shown in the table below:

Dividend Payment	2025	2024
1. Net Profit (Million Baht)	95.39	137.01
2. Number of shares (Shares)	493,499,975	493,499,975
3. Dividend (Baht/Share)	0.104	0.148
4. Total amounts paid (Million Baht)	51.32	73.04
5. Dividend Paid as a percentage of net profit	53.81*	53.31*

*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 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 2025 as per the details proposed above.

In this agenda, a resolution shall be passed by a majority vote of shareholders attending and eligible to vote.

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 2025 as proposed above in all respects as per the details below:

Approved by	367,293,686	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 those retiring by rotation

Mrs. Churairat Panyarachun informed the Meeting that to ensure adherence to good corporate governance, Ms. Chionh Yi Chian and Mr. Taveesak Saengthong would leave the meeting room as they would be nominated for re-election for another term.

Mrs. Churairat Panyarachun 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 2026 Annual General Meeting of Shareholders, 2 directors retired by rotation, namely:

1. Ms. Chionh Yi Chian Director
2. Mr. Taveesak Saengthong Independent Director and Member of the Audit 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 2026 Annual General Meeting of Shareholders during the period of 1 October 2025 – 15 December 2025. However, there was none proposed to the Company.

The Board of Directors adopted the policy of selecting and nominating persons who possess qualifications, knowledge, capabilities, and experience that could be of benefit to the business of the Company, and who perform their duties with responsibility, integrity, and in compliance with applicable laws and the Company's objectives, for election as directors by the shareholders. The selection process included 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 deemed it appropriate to propose the re-election of the 2 directors who retired by rotation to resume their directorships and positions for another term as follows:

1. Ms. Chionh Yi Chian Director who retired by rotation to be re-elected as a Director for another term as a director.
2. Mr. Taveesak Saengthong Director who retired by rotation to be re-elected as a Director for another term, as an Independent Director and Member of the Audit Committee

In this regard, the Board of Directors had considered that Mr. Taveesak Saengthong possessed the qualifications to express opinions independently in accordance with the relevant laws and regulations. In addition, neither nominated director held any directorship or executive position in any other business that may cause a conflict of interest with the Company.

The biography and profile of the two candidates were submitted to the shareholders together with the Invitation for this Meeting.

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

As there were no questions, Mrs. Churairat Panyarachun then proposed the Meeting to approve the election of the directors to replace those retiring by rotation on an individual basis as proposed above.

In this agenda, a resolution shall be passed by a majority vote of shareholders attending and eligible to vote.



Resolution: After due consideration, the Meeting unanimously approved the election of Ms. Chionh Yi Chian and Mr. Taveesak Saengthong, who retired by rotation, to resume their directorships and positions for another term, with the votes on an individual basis as per the details below:

1. Ms. Chionh Yi Chian				
Approved by	367,293,686	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. Taveesak Saengthong				
Approved by	367,293,686	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		

Mrs. Churairat Panyarachun invited Ms. Chionh Yi Chian and Mr. Taveesak Saengthong to re-enter the Meeting.

Agenda 6 To consider and approve an increase in the number of directors of the Company

Mrs. Churairat Panyarachun informed the Meeting that the Company currently had 6 directors. To enhance the effectiveness of the Board of Directors' performance and corporate governance, and to align with the Company's size and business direction, the Compensation and Nomination Committee has considered and recommended an increase in the number of the Company's directors from 6 to 7. The Board of Directors had considered the matter and deemed it appropriate to propose that the Meeting consider and approve an increase in the number of the Company's directors from 6 to 7 as recommended by the Compensation and Nomination Committee. In this regard, the Board of Directors authorized the Company's authorized director(s) to proceed with the amendment of the registration particulars with the Department of Business Development, Ministry of Commerce.

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

The shareholder (นายธรรมา ชลปรางณี)	:	The shareholder suggested that, in presenting the agenda on the increase in the number of directors, the Company should clearly specify the type of director, clarify which sub-committees the new director will serve on, and present the profile of the individual nominated for directorship in due course.
Independent Director (Mrs. Churairat Panyarachun)	:	Mrs. Churairat Panyarachun thanked the shareholder and informed the Meeting that Mr. Tan Ley Yen, the Chief Executive Officer and Director of the Company, would retire from the position of Chief Executive Officer at the end of April 2026 and would be appointed an Advisor of the Company, while continuing to serve as a Director of the Company. Accordingly, the Board of Directors had resolved to appoint Mr. Voon Ee Huei as the new Chief Executive Officer to succeed him. In this regard, it was necessary to obtain shareholders' approval for the appointment of Mr. Voon as a Director of the Company. The appointment of an additional director and the amendment to the directors' authority to sign and bind the Company would be presented to the Meeting under the next agenda item.
Chief Executive Officer (Mr. Tan Ley Yen)	:	Mr. Tan added that the person proposed for appointment as an additional Director would serve as an Executive Director and would not hold any position in any of the Company's sub-committees.

As there were no further questions, Mrs. Churairat Panyarachun then proposed the Meeting to consider and approve the increase in the number of Directors of the Company as proposed above.



In this agenda, a resolution shall be passed by a majority vote of shareholders attending and eligible to vote.

Resolution: After due consideration, the Meeting unanimously approved an increase in the number of the Company's directors from 6 to 7 as proposed above in all respects as per the details below:

Approved by	367,293,686	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 an additional director and the amendment to the directors' authority to sign and bind the Company

Mrs. Churairat Panyarachun informed the Meeting that, after the shareholders approved the increase in the number of directors of the Company as proposed in Agenda 6 and to comply with the principles of good corporate governance, Mr. Voon Ee Huei, the executive of the Company, who had been nominated for appointment as an additional director, would be required to leave the meeting room during the consideration of this agenda.

Mrs. Churairat Panyarachun then informed the Meeting that the Compensation and Nomination Committee had considered people who were knowledgeable, competent, and visionary, possessed relevant work experience beneficial to and aligned with the Company's business strategy, who would perform their duties with responsibility and integrity, met the qualifications prescribed by law, and were not subject to any legal prohibitions. Therefore, the Compensation and Nomination Committee had considered and recommended the appointment of an additional director. Upon the appointment of the director, the Board of Directors would consist of 7 directors. Therefore, the Board of Directors had considered and deemed it appropriate to propose that the shareholders approve the appointment of Mr. Voon Ee Huei as the Company's Director. In addition, to align with the structure of the Board of Directors following the change of the Company's directors, which would affect the directors' authority to sign and bind the Company, it was deemed appropriate to propose that the shareholders approve the amendment of the directors' authority concurrently, as these matters were interrelated, as follows:

Existing:

"Mr. Tan Ley Yen or Mr. Randy Sim Cheng Leong to sign and affix the Company's common seal."

Amended to:

"Mr. Tan Ley Yen or Mr. Randy Sim Cheng Leong or Mr. Voon Ee Huei to sign and affix the Company's common seal."

In this regard, the appointment of the additional director and the amendment to the directors' authority to sign and bind the Company shall be effective from 1 May 2026.

The Board of Directors authorized the Company's authorized director(s) to proceed with the amendment of the registration particulars with the Department of Business Development, Ministry of Commerce.

The biography and profile of Mr. Voon Ee Huei was submitted to the shareholders together with the Invitation for this Meeting.

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

As there were no questions, Mrs. Churairat Panyarachun then proposed the Meeting to appoint the additional director and approve the amendment to the directors' authority to sign and bind the Company as proposed above.

In this agenda, a resolution shall be passed by a majority vote of shareholders attending and eligible to vote.



Resolution: After due consideration, the Meeting unanimously approved the appointment of Mr. Voon Ee Huei as the Company's Director and the amendment to the Directors' authority to sign and bind the Company to be "Mr. Tan Ley Yen or Mr. Randy Sim Cheng Leong or Mr. Voon Ee Huei shall sign and affix the Company's common seal," with effect from 1 May 2026 as proposed in all respects as per the details below:

Approved by	367,294,275	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			

Mrs. Churairat Panyarachun invited Mr. Voon Ee Huei to re-enter the Meeting.

Following the appointment of the additional Director, the Board of Directors consisted of 7 directors as follows:

No.	Name	Position
1	Mr. Randy Sim Cheng Leong	Director / Chairman
2	Mrs. Churairat Panyarachun	Independent Director
3	Mr. Sutee Losoponkul	Independent Director
4	Mr. Taveesak Saengthong	Independent Director
5	Ms. Chionh Yi Chian	Director
6	Mr. Tan Ley Yen	Director
7	Mr. Voon Ee Huei	Director

The appointment of the newly appointed Director (No. 7) shall be effective from 1 May 2026.

Agenda 8 To consider and approve the determination of remuneration of the Directors

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 had approved the remuneration of Directors for the year 2026 at the same rate as 2025, and approved the payment of bonus to the Directors as follows:

8.1 Annual Basic Fee and Attendance Fee for the year 2026 (Same rate as 2025)

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

8.2 Payment of bonus totaling Baht 2,142,000 for the year 2025 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.

The shareholder (นางสาวสุพร ปทุมสุวรรณวงศ์)	:	The shareholder suggested that director remuneration should be appropriately determined in line with the directors' duties and responsibilities, particularly in relation to the bonus paid to the directors.
Independent Director (Mrs. Churairat Panyarachun)	:	Mrs. Churairat Panyarachun thanked the shareholder and informed the Meeting that the bonus for the directors proposed at this Meeting was at the same rate proposed and paid to the directors for several years and in line with the directors' duties and responsibilities.

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 attending 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	367,294,275 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 9 To consider and approve the appointment of Auditors and the determination of remuneration of the Auditors for the year 2026

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 it 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 2026, namely:

1. Ms. Lasita Magut	Certified Public Accountant No. 9039 and/or,
2. Mr. Chavala Tienpasertkij	Certified Public Accountant No. 4301 and/or,
3. Mrs. Wilasinee Krishnamra	Certified Public Accountant No. 7098 and/or,
4. Mrs. Darunee Chantra	Certified Public Accountant No. 8625



As for the Auditors' remuneration, the Board of Directors deemed it appropriate to fix the audit fees for the year 2026 at an amount not exceeding Baht 2,330,000 (excluding out-of-pocket expenses and group reporting expenses), the same rate as paid in 2025.

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

The shareholder (นายธรรมา ชลปราณี)	:	The shareholder asked about the increase in other service fees in 2025 as follows: 1. Why did the other service fees increase in 2025 compared to 2024? 2. Based on the financial statements for 2025, the Company's revenue increased while net profit decreased. The shareholder therefore requested the Company to clarify whether the increase in other service fees contributed to the decline in net profit.
Chief Financial Officer (Ms. Areeya Kanchanabat)	:	Ms. Areeya Kanchanabat replied that the increase in other service fees compared to 2024 was mainly due to the Company's change in the Expected Credit Loss ("ECL") model used for calculating the allowance for loan losses, which required validation of the model's accuracy. As a result, the Company incurred higher other service fees in 2025.
Chief Executive Officer (Mr. Tan Ley Yen)	:	Mr. Tan Ley Yen added that the increase in other service fees in 2025 compared to 2024 was not significant and did not contribute to the decline in the Company's net profit. However, the decrease in net profit was mainly due to an increase in the allowance for loan losses in 2025, as the Company operated a lending business and was required to set aside loan loss provisions similar to that of commercial banks.
The shareholder (นายปราโมทย์ ลิขรัตน์กุล)	:	The shareholder asked if the ECL model had not been changed, the Company's net profit for 2025 would have improved.
Chief Executive Officer (Mr. Tan Ley Yen)	:	Mr. Tan Ley Yen replied that the change in the ECL model would not have any impact on the Company's net profit.

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

In this agenda, a resolution shall be passed by a majority vote of shareholders attending and eligible to vote.

Resolution: The Meeting considered the matter and unanimously 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 2026 as proposed above in all respects as per the details below:

Approved by	367,294,381	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 10 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 (นางสาวสุพร ปทุมสุวรรณคดี)	:	The shareholder requested the list of the Company's top 10 major shareholders.
Independent Director (Mrs. Churairat Panyarachun)	:	Mrs. Churairat Panyarachun showed the list of the Company's Top 10 shareholders to the Meeting.
The shareholder (นายธรา ชลปรางค์)	:	The shareholder asked: 1. Whether the Company could estimate the other service fees relating to the audit fee for the year 2026, and whether the Company was required to update the ECL model on an annual basis. 2. Which organization determined the criteria or conditions for changes to the ECL model?
Independent Director (Mrs. Churairat Panyarachun)	:	Mrs. Churairat Panyarachun replied that the increase in other service fees in 2025 was due to the enhancement of the ECL model used in calculating the Company's allowance for loan losses, including the refinement of related assumptions, which had already been completed. However, there was no requirement for the ECL model to be enhanced every year.
The Auditor (Ms. Lasita Magut)	:	Ms. Lasita Magut clarified that in Thailand, the ECL model under TFRS 9 had been in effect for several years. During that period, the Company applied the ECL model to calculate allowance for loan losses. In 2025, the Company revised the ECL model for the first time as the underlying factors used to determine the assumptions had changed. This was intended to enhance the accuracy of the ECL model and to ensure its consistent application in subsequent years. However, the Company was not required to revise the ECL model annually.

Mr. Randy Sim Cheng Leong, the Chairman, informed the Meeting that amid the current uncertainties, particularly in the Company's lending business, the Company should focus on 3 key priorities: (1) protecting the business in light of economic uncertainties and some external factors, including identifying which client segments to focus on and how best to manage them; (2) seeking opportunities for growth despite the uncertain and challenging environment; and (3) maintaining consistent and transparent communication with stakeholders, both internally and externally, including auditors, regulators, creditors, and shareholders.

The Chairman then addressed the shareholders' questions regarding the ECL model and clarified that a well-developed ECL model would serve as an important early warning tool, enabling the Company to manage its operations appropriately and efficiently.

Finally, the Chairman expressed his confidence and hoped that the shareholders would continue to support the Company's management team, which combined experience with new perspectives from the next generation of executives who had been progressively assuming management responsibilities.

As there was no other business being proposed to the Meeting to consider, the Chairman thanked all shareholders attending the Meeting and declared the Meeting adjourned at 15.47 hours.



(At the end of the Meeting, shareholders, who registered to attend the Meeting, comprised 65 shareholders attending in person and 41 shareholders by proxies, totaling 106 shareholders present, representing a total of 367,294,382 shares. This accounted for 74.4264% of the Company's total outstanding shares.)

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

Minutes by

(Ms. Kanokporn Suntornsripitak)
Company Secretary