



Asia Sermkij Leasing Public Company Limited

Invitation Letter to Annual General Meeting of Shareholders No. 36/2020

August 7, 2020 at 3:00 p.m.,

At Grand Hall, The Bangkok Club 28th Floor, Sathorn City Tower,

175 South Sathorn Road, Tungmahamek, Sathorn, Bangkok

Measures and guidelines to prevent the spread of the Corona Virus disease 2019 (COVID-19)
for the Annual General Meeting of Shareholders No. 36/2020

According to the outbreak of the COVID-19, the Company has concerned about the situation and the health and safety of shareholders and attendees of the meeting, the Company would like to request your cooperation to appoint Independent Director as your proxy voting instead of attending the meeting in person. To appoint proxy, please complete the Proxy Form B (which is sent with invitation letter) and send it together with required documents to Investor Relations Department, Asia Sermkij Leasing Public Company Limited, 24th floor Sathorn City Tower, 175 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120 within August 3, 2020. Shareholders can send questions in relating to the agenda of the meeting in advance by email to kanokporn.ch@ask.co.th or by mail to the above address before July 31, 2020 and please specify name and shareholder's registration number with questions. The Company reserves the right for shareholders who have right to attend the meeting on the record date and will record questions and answers in the minutes of the shareholders' meeting as appropriate.

For shareholders who attend the meeting in person, shareholders / proxies must clear screening by having their body temperature checked. The Company reserves the right to not allow shareholders / proxies who have temperature of 37.5 Celsius degree or higher, or have respiratory system symptoms such as coughing, sore throat or runny nose to enter the meeting venue. However, shareholders who are not allowed to enter the meeting venue can authorize Independent Director as proxy to vote for meeting agenda instead of attending the meeting in person. Shareholders / proxies who attend the meeting must wear a face mask at all times when they are in the meeting venue.

In addition, the company needs to arrange a meeting place with a social distancing. This will make the number of seats in the meeting room limited to about 30 seats. The Company will arrange additional area at the Company's meeting room at 25th floor with about 40 seats. Therefore, when the seats are fully occupied, there will be no more participant allowed to enter the meeting venue. The shareholders can appoint Independent Director as proxy to vote on behalf of the shareholders.

The Company will not provide snacks and beverages and not allow eating in the meeting room and venue.

(Translation)

Registration No. Bor Mor Jor 0107546000393

No. 2020/16

Date : July 7, 2020

Subject : Invitation to the Annual General Meeting of Shareholders No. 36/2020

To : Shareholders

- Enclosure:
1. A copy of the Minutes of the Annual General Meeting of Shareholders No. 35/2019 held on April 19, 2019
 2. The annual report of the Board of Directors for the year 2019 with the audited financial statements and the Independent Auditor's Report as at December 31, 2019 in QR Code
 3. List of directors retiring upon the expiration of their term, who are proposed for re-appointment and their curriculum vitae in brief, and the profile of the independent director/ member of the Audit Committee who is proposed to be appointed as a proxy
 4. Definition of independent directors
 5. List of documentation required to attend the Meeting
 6. Articles of Association relating to Shareholders' Meeting
 7. Proxy Forms (Form B)
 8. The Venue for the Annual General Meeting of Shareholders No. 36/2020
 9. Registration Form

Whereas, the meeting of the Board of Directors of Asia Sermkij Leasing Public Company Limited (the "**Company**") No. 8/2020 held on June 17, 2020 deems it is appropriate to hold the Annual General Meeting of Shareholders No. 36/2020 on August 7, 2020 at 3:00 p.m., at Grand Hall, The Bangkok Club 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Tungmahamek, Sathorn, Bangkok 10120.

The agenda to be considered are as follows:

- Agenda 1. To consider certifying the Minutes of the Annual General Meeting of Shareholders No. 35/2019 held on April 19, 2019.**

Fact and reason

The Company had prepared Minutes of the Annual General Meeting of Shareholders No. 35/2019 held on April 19, 2019 and submitted such Minutes to the Stock Exchange of Thailand and Ministry of Commerce within the time frame required. The Meeting is therefore required to certify the said Minutes of the Annual General Meeting of Shareholders No. 35/2019 as per Enclosure 1 distributed to shareholders together with this invitation letter.

Board of Directors' Opinion

The Minutes of the Annual General Meeting of Shareholders No. 35/2019 held on April 19, 2019 had been recorded accurately and completely. Therefore, they should be proposed to the Shareholders' Meeting for certification.

Remark: This agendum requires the resolution of more than half of the votes of all shareholders presented at the Meeting and casted their vote.

Agenda 2. To consider acknowledging the annual report of the Board of Directors for the year 2019.

Facts and reason

According to Article 113 of the Public Limited Companies Act B.E. 2535, the annual report of the Board of Directors shall be presented at the Annual General Meeting of Shareholders to acknowledge the Company's operating result. The annual report of the Board of Directors for the year 2019 is enclosed herein, as Enclosure 2, distributed to shareholders together with this invitation letter.

Board of Directors' Opinion

The annual report of the Board of Directors for the year 2019 should be proposed to the Shareholders' Meeting for acknowledgement.

Remark: No resolution is required since this agendum is to inform the Meeting.

Agenda 3. To consider approving the Company's audited financial statements and the report of the Independent Auditor as at December 31, 2019, which were reviewed by the Audit Committee and audited by the certified auditor.

Facts and reason

According to Article 112 of the Public Limited Companies Act B.E. 2535, the Company shall propose the financial statements for each fiscal year, which have been audited by the certified auditor, to the Annual General Meeting of Shareholders. Details of the audited financial statements and the report of the Independent Auditor as at December 31, 2019, which have been reviewed by the Audit Committee and audited by the certified auditor, are presented in the annual report for the year 2019 and enclosed herein, as Enclosure 2, distributed to shareholders together with this invitation letter.

Board of Directors' Opinion

The Company's audited financial statements and the report of the Independent Auditor as at December 31, 2019, which were reviewed by the audit committee and audited by the certified auditor, should be proposed to the Shareholders' Meeting for approval.

Remark: This agendum requires the resolution of more than half of the votes of all shareholders presented at the Meeting and casted their vote.

Agenda 4. To consider acknowledging the interim dividend payment from operating performance of the year 2019.

Facts and reason

According to Article 115 the Public Limited Companies Act B.E. 2535 and Clause 38 of the Company's Articles of Association, if the Company has no accumulated loss, it may distribute a dividend and the Board of Directors may pay interim dividends to shareholders when it is apparent that the company has such reasonable profits as to justify

such payment, and, when dividends have been paid, the board of directors shall report it to the shareholders at the next meeting. The Company's dividend policy is at 40 percent - 70 percent of the annual net profit.

Board of Directors' Opinion

The Board of Directors is of the opinion that the interim dividend payment which was paid on May 8, 2020 at the rate equivalent to Baht 1.72 per share in the total amount of Baht 605,260,501 and the payout ratio is 69.61% of profit of the year 2019 should be proposed to the Shareholders' Meeting for acknowledgement.

The interim dividend payment is aimed to avoid the impact on shareholders' right to receive dividend from the postponement of the Annual General Meeting of Shareholders. Therefore, the Board of Directors will not propose to pay further dividend from year 2019 operating result.

Comparison of Dividend Payment for year 2020 and 2019

Dividend Payment Detail	2020 (Interim Dividend)	2019
1. Net Profit (Consolidated)	869,534,452 Baht (Year 2019 performance)	811,289,457 Baht (Year 2018 performance)
2. No. of Shares	351,895,640 shares	351,895,640 shares
3. Dividend Payment per Share	1.72 Baht	1.61 Baht
4. Total Dividend Paid	605,260,501 Baht	566,551,980 Baht
5. Dividend Payout Ratio	69.61%	69.83%

Remark: No resolution is required since this agenda is to inform the Meeting.

Agenda 5. To consider approving the re-appointment of the directors who are going to vacate the office upon the expiration of their term.

Facts and reason

According to Article 71 of the Public Limited Companies Act B.E. 2535 and Clause 13 of the Company's Articles of Association, at least one-third of directors must vacate office upon the expiration of their term. If the number is not a multiple of three, then the number nearest to one-third of the directors must vacate the office. The vacating directors can be re-elected.

Due to the fact that one of the directors who are going to vacate the office upon the expiration of their term resigned in February, one director position is vacant.

The 4 directors who are going to vacate the office upon the expiration of their term and will be proposed to be re-appointed by the Meeting are as follows

- | | |
|--------------------------|---|
| 1. Mr. Lee, Jung-Tao | Vice Chairman of the Board of Directors |
| 2. Mr. Chen, Fong-Long | Director |
| 3. Mr. Tientavee Saraton | Director |
| 4. Mrs. Patima Chavalit | Independent Director |

Please see the curriculum vitae of the re-appointed directors in Enclosure 3, distributed to shareholders together with this invitation letter

Criteria for selection of Directors

The Company does not have an established nominating committee to select directors. The Board of Directors considers a nomination who was selected to be a director in the structure, board diversity policy such gender, nationality (the Company' directors are both Thai and foreign) and the expertise to complement the existing skill of the Board of Directors and personal qualification for directorship as well as experience, skills, directorship performance and unprohibited person by the law and the regulation of the Securities and Exchange Commission. In addition, the Company provide the opportunity for shareholders to propose qualified persons to be appointed as the Company's director during October 8, 2019 – December 31, 2019. However, there is no shareholder proposes name of qualified candidates to be appointed as director.

Board of Directors' Opinion

The Board of Directors has considered that the above 4 retired directors have the appropriate qualifications as well as the experience, knowledge, skills in the business and have performed their directorship effectively to the Company. They are appropriated and also qualified under the Public Limited Companies Act B.E. 2535. The Board of Directors has considered that they should be proposed to the Shareholders' Meeting for re-appointment for another term.

The Board of Directors has together considered in the structure, board diversity policy such gender, nationality (the Company directors are both Thai(s) and foreigner(s)) and the expertise to complement the existing skill of the Board of Directors and personal qualification for directorship as well as experience, skills.

For Mrs. Patima Chavalit, as an Independent Director who has been appointed for 26 years and 29 years continuously provided that she is reelected for another term, has performed effectively for her directorship. She has direct experiences in the Company' businesses, knowledge and is unprohibited people by the law and the regulation of the Securities and Exchange Commission. Moreover, The Board of Directors has considered that Mrs. Patima Chavalit can provide opinion independently and in accordance with the related regulation.

Therefore, the Board of Directors has considered that Mrs. Patima Chavalit has the appropriate qualifications and should be proposed to the Shareholders' Meeting for re-appointment as the Independent Director for another term.

Remark: This agendum requires the resolution of more than half of the votes of all shareholders presented at the Meeting and casted their vote.

Agenda 6. To consider approving the remuneration of directors for the year 2020.

Facts and reason

According to Article 90 of the Public Limited Companies Act B.E. 2535 and Clause 31 of the Company's Articles of Association, the Company may pay directors' remunerations which shall be fixed by the Annual General Meeting of Shareholders in order to support their contribution to the Company. The Board of Directors then resolved that the

remuneration of the directors for year 2020 be proposed to the shareholders' meeting for approval as follows:

Comparison of the remuneration of directors for year 2020 and 2019

Unit: Baht

Position	2020			2019		
	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (Y2019 performance)	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (Y2018 performance)
1. Chairman of the Board of Directors	40,000	-	-	40,000	-	-
2. Chairman of the Audit Committee/ Independent Director	40,000	10,000	320,000	40,000	10,000	320,000
1. Audit Committee Member/ Independent Director/ Non-Executive Director	30,000	10,000	240,000	30,000	10,000	240,000
4. Other Director	20,000	-	-	20,000	-	-

The Company has 3 types of remunerations i.e., monthly fixed remuneration, meeting allowance, and bonus. The Board of Directors has been carefully considered in comparison with appropriate industry sector and the Company's profitability. The Company does not provide any additional benefits to the Board of Directors.

Board of Directors' Opinion

The remuneration of the directors for the year 2020 should be proposed to the Meeting of Shareholders for approval as follows:

Unit: Baht

Position	2020		
	Monthly Fixed Remuneration (per month)	Meeting Allowance (per meeting)	Bonus (Y2019 performance)
1. Chairman of the Board of Directors	40,000	-	-
2. Chairman of the Audit Committee/ Independent Director	40,000	10,000	320,000
3. Audit Committee Member/ Independent Director/ Non-Executive Director	30,000	10,000	240,000
4. Other Director	20,000	-	-

Remark: This agenda requires the resolution of two-thirds of the votes of all shareholders presented at the Meeting and casted their vote.

Agenda 7. To consider approving the appointment of the certified auditors and the auditing fees for the year 2020.

Facts and reason

According to Article 120 of the Public Limited Companies Act B.E. 2535 and Clause 31 of the Company's Articles of Association, the appointment of the Company's auditors and the fixing of the auditing fees shall be annually determined by the Annual General Meeting of Shareholders. In this regard the audit committee, by the approval of the Board of Directors, elected the Company's auditors in accordance with the Public Company

Limited Act B.E. 2535 and the Notification of the SEC no. Kor. Chor 39/2548 re: the criteria, conditions and methods for the disclosure of information as to the financial status and the business performance of the companies issuing securities (No. 20). It is hereby proposed to the meeting to appoint the following persons as the Company's auditors;

1. Ms. Vissuta Jariyathanakorn Certified Public Accountant (Thailand) No.3853 and/or
2. Ms. Sumalee Reewarabandith Certified Public Accountant (Thailand) No.3970 and/or
3. Ms. Manee Rattanabunnakit Certified Public Accountant (Thailand) No.5313 and/or
4. Mrs. Ponnard Paچارoen Certified Public Accountant (Thailand) No.5238

of EY Office Limited to be auditors of the Company for the fiscal year ending December 31, 2020. In this regard, any of the said persons shall audit and certify the financial statements of the Company. In the event the above auditors are unable to perform their duties, EY Office Limited is authorized to assign another of its auditors to perform the audit and express an opinion on the Company's financial statements in their plan. In addition, the said auditors have no relationship or interest related to the Company, its affiliates, management, major shareholders, or any persons related to the said entities and persons. Therefore, the company's auditors are independent in auditing and giving opinion on the Company's financial statements. Moreover, the auditors have not been appointed for more than 5 consecutive years in auditing, reviewing or giving opinion on the Company's financial statements. Ms. Vissuta Jariyathanakorn has audited the financial statements of the Company for 1 year. Mrs. Ponnard Paچارoen has audited the financial statements of the Company for 2 years. Ms. Sumalee Reewarabandith has been proposed as the Company's auditors for 15 years but has never audited the financial statements of the Company. Ms. Manee Rattanabunnakit has been proposed as the Company's auditors for 3 years but has never audited the financial statements of the Company.

The said auditors shall also be the auditors of the Company's subsidiaries, Bangkok Grand Pacific Lease Public Co., Ltd. and SK Insurance Broker Co., Ltd. The audit committee, by the approval of the Board of Directors, hereby requests the Meeting to approve the remuneration of the auditors for the fiscal year ending December 31, 2020 for an amount of not more than Baht 1,790,000.

Comparison of Auditing Fees for year 2020 and 2019

	Unit : Baht			
	2020	2019	Difference	% Change
Auditing Fee for financial statements	1,790,000	1,710,000	80,000	4.68

During the last fiscal year, the Company paid other additional expense relating to auditing service totaling Baht 33,825. The company didn't pay any fee to the office related to the audit firm.

Audit Committee's Opinion

The Audit Committee considered that the certified auditors and the auditing fees are appropriated. Therefore, the Audit Committee recommended the Board of Director propose this matter to the Annual General Shareholders' Meeting for approval.

Board of Directors' Opinion

As per the recommendation made by the Audit Committee, the appointment of auditors and the fixing of the auditing fees for the year 2020 described above should be proposed to the Shareholders' Meeting for approval.

Remark: This agendum requires the resolution of more than half of the votes of all shareholders presented at the meeting and casted their vote.

Agenda 8. To consider approving the issuance of debentures.

Fact and reason

At present, the Company's operating funds mainly depend on loans from financial institutions as well as capital and profits generated from the Company's performance. The Board of Directors deems it appropriate for the Company to raise funds to manage the liquidity and financial costs and to enhance flexibility in managing the Company structure and efficiency of its strategic plan according new SEC regulation by issuing the short-term and/or long-term debentures under the program with the below details:

- Type : Short-term and/or long-term debentures with or without the name of the holder specified, subordinated, non-subordinated, with or without security or representative.
- Initial Program Amount : The initial principle amount of debentures, including debentures issued but not redeemed and debentures in Medium Term Notes Program (MTN), at any time shall not exceed Baht 40,000 million. Debentures may be issued in Baht or other currency in equivalent amount as applied by exchange rate prevailing at the time when the debentures are issued and offered. The outstanding of the short-term and/or long-term debentures to be issued by resolution of this Shareholders' Meeting and debentures issued by permission of the Securities and Exchange Commission (SEC) in the prior period. A replacement tranche shall be entitled to issue to replace a matured tranche, provided the total outstanding balance shall not exceed the initial principle amount.
- Term : Not exceeding 5 years from the date of issuance depending on market condition at the time when the debentures are to be offered
- Allocation : Offer to the public and/or institutional investors and/or high net-worth investors and/or certain investors (private placement) and/or local investors and/or foreign investors in accordance with the relevant notifications of the Office of the Securities and Exchange Commission. The debentures may be issued and offered in one or more tranches in one or several occasions under the Medium Term Note Program (MTN) or each issuance of the debentures

The Board of Directors and/ or an appropriate person appointed by the Board of Directors shall have the authority to determine the terms and conditions relating to the issuance and offer for sale of the short-term and/or long-term debentures as follows:

- (1) Structure, determine, specify and adjust any details such as title, type of security of short-term and/or long-term debentures, the terms and conditions, issue size,

redemption period, pre-redemption, interest rate, payment of principal and interest, subscription period, security or guarantee, offering/allocation method etc., (including but not limited to) an appointment of arranger/underwriter, registrar and/or bondholders representative (if any) or advisor or other personnel in relation to the issuance and offer for sale of the short-term and/or long-term debentures, and the short-term and/or long-term debentures registration with the stock exchanges or other secondary market and the coordination with the relevant authorities.

- (2) Negotiate, execute, sign, initial and deliver any agreement and/or other documents with respect to the issuance and offer of the short-term and/or long-term debentures; and
- (3) Do all such other acts and things the Authorised Persons deems necessary or desirable for the purpose of facilitating or implementing the issuance and offer of the short-term and/or long-term debentures.

Board of Directors' Opinion

The issuance of debentures as the detailed above should be approved by the shareholders' meeting.

Remark: This agenda requires the resolution of not less than three-fourths of the total votes of the shareholders attending the Meeting and having the right to vote.

Agenda 9. Other business (if any)

Kindly attend the meeting on the date and at the time and venue above-mentioned. If you cannot attend the meeting and wish to appoint a person to attend and vote at the meeting on your behalf, please complete and duly execute the enclosed Proxy Form in Enclosure 7, together with the Registration Form in Enclosure 9, to this invitation letter.

Remark: To facilitate the completion of the attendee registration, please submit to the Meeting the applicable documents pursuant to the list of documentation required to attend the meeting, enclosed herein, as Enclosure 5, with this invitation letter.

Yours sincerely,



(Mr. Yang, Tze-Ting)
Chairman of the Board of Directors

(Translation)

Minutes of the Annual General Meeting of Shareholders No. 35/2019
of
Asia Sermkij Leasing Public Company Limited (“Company”)

Time and Place

The Meeting was held on April 19, 2019 at 3:00 p.m., at Grand Hall, The Bangkok Club, 28th Floor, Sathorn City Tower, No. 175, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120.

Attending Directors

- | | | |
|----|---------------------------|--|
| 1. | Mr. Yang, Tze-Ting | Chairman of the Board of Directors/ Chairman of the Executive Board of Directors |
| 2. | Mr. Pradit Sawattananond | Chairman of the Audit Committee/ Independent Director |
| 3. | Mr. Anant Svattananon | Member of the Audit Committee/ Independent Director |
| 4. | Dr. Supriya Kuandachakupt | Member of the Audit Committee/ Independent Director |
| 5. | Mr. Kasem Akanesuwan | Member of the Audit Committee/ Independent Director |
| 6. | Mrs. Patima Chavalit | Independent Director |
| 7. | Mr. Tientavee Saraton | Director |
| 8. | Mr. Shen, Ying-Hui | Director |

Attending Management

- | | | |
|----|--------------------------------|---|
| 1. | Mr. Tang, Lai-Wang | Managing Director/ Chairman of the Risk Management Committee |
| 2. | Mr. Chonpichet Tantigittipinyo | General Manager |
| 3. | Mr. Danai Lapaviwat | Chief Financial Officer/ Company Secretary/ Secretary of the Board of Directors |
| 4. | Mr. Sarayuth Chaisawadi | Chief Information Officer/ Acting Chief Administrative Officer |
| 5. | Mr. Kitisak Leelaharat | Chief Credit Officer |
| 6. | Mr. Anurit Wongudom | Chief Marketing Officer |
| 7. | Mr. Patrapol Kangwalsakul | Chief Legal Officer |
| 8. | Mr. Prateep Jusuwan | Managing Director of SK Insurance Brokerage Co., Ltd. |

Attending Auditors

- | | | |
|----|----------------------------|---------------------------|
| 1. | Ms. Vissuta Jariyatanakorn | EY Office Company Limited |
| 2. | Mr. Wijit Buasri | EY Office Company Limited |

Attending Independent Legal Advisors

- | | | |
|----|----------------------------|---|
| 1. | Ms. Sawita Peetawan | Hunton Andrews Kurth (Thailand) Limited |
| 2. | Ms. Nanthana Thamtherdthai | Hunton Andrews Kurth (Thailand) Limited |

Independent Vote Teller

Inventech Systems (Thailand) Co., Ltd.

Preliminary Proceeding

Ms. Sawita Peetawan, an Independent Legal Advisor of the Company (“**Independent Legal Advisor**”), acted as a moderator of the Meeting.

Mr. Yang, Tze-Ting, the Chairman of the Board of Directors, welcomed the shareholders and attendees and assigned Mr. Pradit Sawattananond, the Chairman of the Audit Committee to act as the Chairman of the meeting (“**Chairman**”). The Meeting was conducted in Thai.

The Chairman informed to the Meeting that 85 shareholders were present in person at the Meeting, holding the aggregation of 2,266,598 shares, and 133 shareholders were present by proxy, holding the aggregation of 254,602,623 shares. The total shareholders attending in person and present by proxy were 218 shareholders, holding the aggregation of 256,869,221 shares, constituting 72.9959 percent of total issued shares sold as there were shareholders attending the meeting not less than twenty-five persons and one-third of the total number of shares sold as prescribed by law and the Company’s Articles of Association. Thus, a quorum of the Meeting was constituted.

The Independent Legal Advisor introduced the attending Directors, Management, Auditors, Independent Legal Advisors, and Independent Vote Teller to the Meeting. The Independent Legal Advisor informed the shareholders that before the Meeting, the Company had informed the shareholders to propose the agenda of Shareholders’ Meeting, qualified persons to be appointed as the Company’s directors, and submission of the questions in advance for the Annual General Meeting of Shareholders no. 35/2019 during October 8, 2018 to December 31, 2018. There was no shareholder proposing additional agenda, name of qualified candidates to be appointed as directors, or questions in advance.

The Independent Legal Advisor informed the voting procedure of each agenda item to the Meeting as follows:

1. In casting a vote in the Meeting, the shareholders shall have the vote equal to the number of shares holding, one share is equivalent to one vote.
2. In the case that the shareholders were present in person or by proxy at the Meeting, the voting procedure shall be as follows;
 - 2.1 Before the casting of the vote in each agenda item, the shareholders shall sign their names on the ballot for the purpose of transparency in voting.
 - 2.2 In calculating the votes, the Company will deduct the disapproval votes and the abstention from the total votes of shareholders who are entitled to vote in the Meeting. The remaining votes are considered the votes for approval. The shareholders voting to approve the agenda shall keep the ballots and return them to the Company’s staffs after the end of the Meeting. The voting in this Meeting is an open voting, not a secret ballot, and all the ballots of all the shareholders will be kept for the purpose of the transparency.
 - 2.3 A ballot specified in the following manners is deemed invalid ballot and such vote shall be void.
 1. A ballot that has more than one mark in a space provided;
 2. A ballot that cast a vote expressing a conflict of intent;
 3. A ballot that is crossed out with no signature; or
 4. A ballot that cast more than the permitted number of votes.

Enclosure 1
Supporting Document for Agenda 1

- 2.4 If a shareholder intends to correct his/her vote on the ballot, the existing vote shall be crossed out, together with the shareholder's signature added.
- 2.5 In the case that a shareholder exercises his/her rights through Proxy Form B to assign other person to attend the Meeting or grants a proxy to a director or independent director to vote on his/her behalf and specifies the proxy to vote in accordance the intention of such shareholder or the proxy, the proxy shall cast the vote in accordance with the intention of the shareholder or the proxy.
- 2.6 The shareholders who are foreign shareholders who appointed a custodian in Thailand to be a share depository and keeper and exercise the right through Proxy Form C can cast their vote, approving, disapproving or abstain from voting, for each agenda item by separating a vote equal to the total amount of share of each shareholder.
- 2.7 If any shareholder would like to leave the Meeting before the Meeting is adjourned or is not present in the meeting room during any agenda item, such shareholder can exercise his/her rights by submitting the ballot to the staff of the Company in advance before leaving the meeting room.
- 2.8 The total number of shareholders and votes the shareholders cast on each agenda item may not be consistent on account of the entering of the meeting room of shareholders and proxies from time to time. Therefore, the number of persons attending the Meeting for each agenda item may vary.
- 2.9 The method of the vote casting in agenda item 5 to consider and approve the reappointment of directors who were due to retire by rotation shall be as follows:
- A shareholder who exercises his/ her right through Proxy Form to assign other person to attend the Meeting or grants a proxy to a director to vote on his/her behalf and specifies the proxy to vote in accordance the intention of such shareholder or the proxy, the Company shall cast the vote in accordance with the intention of the shareholder or the proxy.
 - The Company will propose the consideration to elect the director on individual basis and the Company will read all names of nominated directors. After that, the shareholders shall cast approval or disapproval vote or abstain from voting. The Company's staff will firstly collect the ballots from the shareholders who vote for disapproving or abstain from voting. The shareholders' approval ballots will be collected thereafter, except for the shareholders who are not given out the ballots as they already cast their votes in advance.
- 2.10 In the casting of the vote in each agenda item, the Company will not calculate the vote from any shareholder who has a vested interest in such relevant agenda item.
- 2.11 Before the casting of the vote in each agenda item, the Company will give an opportunity for the attending shareholders to interrogate questions in the relevant issues in such agenda item as considered appropriate. The shareholders or proxies who would like to interrogate questions are requested to declare their names to the Meeting before asking every question or rendering opinions.
- 2.12 In the case shareholders have a question or opinion which is relevant to matter other than the agenda item under consideration, such shareholder is requested to interrogate a question or render an opinion concerning other agenda items in the last session of the Meeting. The interrogation and opinion expression are requested to be concise and the repetition of the issue should be avoided in order to give the opportunity for other shareholders to exercise their rights. The

Enclosure 1
Supporting Document for Agenda 1

shareholders are therefore kindly asked to give the cooperation in this regard so as for the Meeting to be smoothly proceeded within the time specified.

Later, the Chairman declared the opening of the Meeting to consider the following agenda items.

Agenda 1 To consider certifying the Minutes of the Annual General Meeting of Shareholders No. 34/2018 held on April 11, 2018.

Mr. Danai Lapaviwat, the Company Secretary (“**Secretary**”), informed the Meeting that the Company had prepared the Minutes of the Annual General Meeting of Shareholders No. 34/2018 held on April 11, 2018 (“**Minutes**”) and submitted the copy of such Minutes to the Stock Exchange of Thailand and Ministry of Commerce within the time frame required. The Meeting is therefore required to certify the Minutes as enclosed together with the invitation letter to the Meeting.

The Board of Directors viewed that the Minutes had been recorded accurately and completely. Therefore, they should be proposed to the Shareholders’ Meeting for certification.

The Independent Legal Advisor asked the Meeting whether any shareholders would like to interrogate question or render opinion concerning this agenda item. There was no question or opinion concerning this agenda item.

The Chairman, therefore, requested the Meeting to consider and certify the Minutes.

The Meeting considered and the resolution was as follows:

Resolution: The Meeting resolved to certify the Minutes of the Annual General Meeting of Shareholders No. 34/2018 held on April 11, 2018, with the vote results as follows.

Result	Vote (amount)	Percent
Approved	257,168,932	100.0000
Disapproved	0	0.0000
Abstained	0	-
Invalid Ballot	0	-
Total	257,168,932	-

Remark: This agenda item requires the resolution of the majority of the votes of all shareholders present at the Meeting and casting their votes.

Agenda 2 To consider acknowledging the annual report of the Board of Directors for the year 2018.

The Secretary informed the Meeting that, according to Article 113 of the Public Limited Companies Act B.E. 2535, the annual report of the Board of Directors shall be presented to the Annual General Meeting of Shareholders for the Shareholders to consider and acknowledge the Company’s operating result. The annual report of the Board of Directors for the year 2018 was enclosed together with the invitation letter to the Meeting.

Enclosure 1
Supporting Document for Agenda 1

The Chairman reported to the Meeting a summary of the operating results for year 2018 as follows:

Economy and Industry in 2018

In 2018, Thai economy ended up with a GDP growth of 4.1%, slightly increasing from 3.9% in 2017. This expansion was driven by private consumption and private investment which helped to offset the slowdown of external demand since the export in 2018 was recorded growth at 6.7% less than 9.8% in the previous year. Meanwhile, the household debt still maintained at the high level.

In order to reduce financial stability risks and build policy space to cushion against possible risks in the future, in December 2018 the Bank of Thailand has raised the monetary policy rate for the first time by 0.25% from 1.50% to 1.75% after keeping the rate unchanged since April 2015.

For the automobile industry, the total domestic new car sales in 2018 were 1,041,739 units largely increased 19.51% from 871,650 units in 2017 due to the numbers of marketing activities, and promotions by carmakers to stimulate the sales together with the introduction of many new car models. For non-one-ton pickup commercial vehicle sales in 2018 were 130,413 units, substantially increasing 28.97% from 101,118 units in 2017 for the same reason. Trucks and buses sales in 2018 were 29,101 units, increasing 7.61% from 27,044 units in 2017.

Performance in 2018

On a consolidated basis, as of December 31, 2018, the Company recorded the total assets of THB 36,252 million, increasing 6.63% from THB 33,999 million at the end of year 2017 due to the portfolio growth from hire-purchase business. The total disbursement in 2018 was THB 19,648 million, increasing 1.42% from THB 19,372 million in 2017

The total liabilities as of December 31, 2018 were THB 31,131 million, increasing 6.73% from THB 29,168 million at the end of 2017 to support the portfolio growth. The shareholders' equity as of December 31, 2018 was THB 5,121 million increasing 6.00% from THB 4,831 million at the end of 2017 resulting from the Company's profit increase. The Company has the paid-up capital at THB 1,759 million with the retained earnings of THB 2,642 million.

The total revenues in 2018 amounted to THB 3,083 million, increasing 5.11% from THB 2,933 million in 2017 resulting from the continuing growth of portfolio. The financial costs in 2018 amounted to THB 764 million, decreasing 1.04% from THB 772 million in 2017 due to the capability of decreasing the loan interest rate. The total operating expenses in 2018 amounted to THB 1,318 million increasing 6.20% from THB 1,241 million in 2017 mainly due to increase in selling and administrative expense. Consequently, the total profit for the year 2018 was recorded at THB 811 million, increasing 8.86% from THB 745 million in 2017.

The total portfolio in 2018 amounted to THB 35,892 million, increasing 6.43% from THB 33,724 million in 2017 due to the growth of business volume of hire-purchase. The NPLs ratio at the end of 2018 was at 1.60% of the total portfolio and the allowance for doubtful accounts to NPLs ratio stood at 144.29% at the end of 2018, indicating asset quality is still well controlled.

Corporate Governance and Corporate Social Responsibility

The Board of Directors has adhered to corporate governance policy and corporate social responsibility to enhance efficiency, effectiveness, transparency, and assessability of the management for the confidence and long-term benefits to all shareholders, investors, society, and environment.

The Company engaged in the social activities to provide scholarships to students. In 2018, the Company received 92.5 score from the AGM Assessment Program of Listed Companies organized by the “Securities and Exchange Commission” in conjunction with the “Thai Investors Association”. In addition, the company received the announcement of the “Very Good” status from the last 7 years for the Corporate Governance Report of Thai Listed Companies 2018 published by the “Thai Institute of Directors Association”. Additionally, the company received the Approval of certified membership of Thailand’s Private Sector Collective Action Coalition against Corruption (CAC) from the Thailand’s Private Sector Collective Action Coalition against Corruption Council.

Business Prospect and Strategy in 2019

Thai GDP in 2019 is forecasted to grow 4.0% slightly decreasing from 2018. The key factors to drive the growth are the government investments in the mega infrastructure projects, Eastern Economic Corridor (EEC) project, and the continuing growth in export and tourism sector. Moreover, private consumption is expected to improve due to the higher agricultural products prices. However, the export is forecasted to expand by 3.8% decreasing from the previous year due to the slowdown in global trade volume.

The domestic new car sales in 2019 are expected to maintain flat at 1,000,000 units slightly less than 1,041,739 units high record in 2018 since there are still concerns from the country's elevated household debt and higher interest rate hike. However, the Mega Infrastructure Projects from government, the growth in logistics business, and also the return of Chinese Tourists will support the demand for construction vehicles and equipments and also related transportation vehicles. As a result, our hire-purchase and leasing businesses can earn the benefit.

The Company still pursues the opportunities from EEC and also the government mega infrastructure projects. Moreover, we continue to expand the market via opening new branches in upcountry to grasp the opportunity from the growth of logistics business which can support us to grow our business.

Later, the Chairman on behalf of the Company’s Board of Directors would like to convey heartfelt gratitude to shareholders, customers, creditors, and employees for their support and confidence

The Board of Directors had considered and deemed appropriate to propose the shareholders to acknowledge the Annual Report for the year 2018 of the Company.

The Independent Legal Advisor asked the Meeting whether any shareholders would like to interrogate question or render opinion concerning this agenda item. The questions and opinions of the shareholders regarding this agenda item are as follows:

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Supporting Document for Agenda 1

Mr. Thongthod Phanglad Rendered opinion that the Company, for the next Shareholder's Right Advocate Volunteer, Meeting, should conduct a comparison graph of operating result on a Thai Investor Association screen as a reference for the consideration of this agenda.

The Chairman Thanked for the opinion and would proceed in the next Shareholder's Meeting

There was no additional question from shareholders. The Chairman, therefore, proposed the Meeting to consider and acknowledge the matter.

Resolution: The Meeting resolved to acknowledge the annual report for the year 2018 of the Board of Directors.

Remark: This agenda is for acknowledgement and thus, there is no casting of votes.

Agenda 3 To consider approving the Company's audited financial statements and the report of the Independent Auditor as at December 31, 2018, which were reviewed by the Audit Committee and audited by the certified auditor.

The Secretary informed the Meeting that, according to Article 112 of the Public Limited Companies Act, the Company shall propose the financial statements for each fiscal year which have been audited by the certified auditor to the AGM of Shareholders for the approval. Details of the audited financial statements and the report of the Independent Auditor as at December 31, 2018, which have been reviewed by the Audit Committee and audited by the certified auditor, were set out in the annual report for the year 2018 and enclosed, as the Enclosure 2, with the invitation letter to the Meeting which was delivered to shareholders.

The Board of Directors had considered and deemed appropriate to that the Company's audited financial statements and the report of the Independent Auditor as at December 31, 2018, which were reviewed by the Audit Committee and audited by the certified auditor, should be proposed to the Meeting for approval.

The Independent Legal Advisor asked the Meeting whether any shareholders would like to interrogate question or render opinion concerning this agenda item. There was no question or opinion concerning this agenda item.

The Chairman, therefore, proposed the Meeting to consider and approve the matter.

The Meeting considered and the resolution was as follows:

Resolution: The Meeting resolved to approve the Company's audited financial statements and the report of the Independent Auditor as at December 31, 2018, which have been reviewed by the Audit Committee and audited by the certified auditor with the voting results as follows:

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Result	Vote (amount)	Percent
Approved	257,243,657	100.0000
Disapproved	0	0.0000
Abstained	0	-
Invalid Ballot	0	-
Total	257,243,657	-

Remark: This agenda item requires the resolution of the majority of the votes of all shareholders present at the Meeting and casting their votes.

Agenda 4 To consider approving the appropriation of the annual net profit and dividend payment from operating performance of the year 2018.

The Secretary informed the Meeting that according to Article 116 of the Public Limited Companies Act and Clause 38 of the Company's Articles of Association, if the Company has no accumulated loss, it may distribute a dividend by taking into consideration the Company's dividend policy from 40 percent to 70 percent of the annual net profit. The allocation of not less than 5 percent of the annual net profit, less the accumulated loss brought forward (if any), to a legal reserve fund shall be made until the fund attains an amount of not less than 10 percent of the registered capital.

The Company and the Company's subsidiaries' operating result for the year 2018 from January 1, 2018 - December 31, 2018 generated an annual net profit of THB **811,289,457**. The Board of Directors thus deemed appropriate to propose the Meeting the allocation of the annual profit for the year 2018 and the dividend payment from the operating result for the year 2018 for approval as follows:

1. Since the Company already allocated net profits from the previous operating results of the Company as the legal reserve at the amount of not less than 10 percent of the registered capital of the Company in which equals to THB **176,000,000** (details as per specified in the financial statement of the Company as at December 31, 2018) which is in accordance with the laws and the Articles of Association of the Company. Therefore, the Company deemed appropriate to suspend the allocation of profits from the operating results of the Company for the year 2018 ending December 31, 2018 to be the legal reserve of the Company because the legal reserve of the Company reached 10 percent of its registered capital.
2. Dividend payment from year 2018 operating result was at the rate equivalent to THB **1.61** per share, in the total amount of THB **566,551,980** in the forms of cash dividend. The payout ratio is **69.83** percent and such payment of dividends shall be subjected to withholding tax at the rate specified by law. The Company fixed the record date on March 8, 2019 to determine the shareholders' right to receive dividends. The dividend payment shall be made on April 30, 2019. In 2018, the rate of corporate income tax the Company paid was 20 percent.

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The Independent Legal Advisor asked whether any shareholders would like to interrogate question or render opinion concerning this agenda item. The questions and opinions concerning this agenda item were as follows:

Mr. Basant Kumar Dugar Rendered opinion regarding dividend payment that the Company is able to pay dividend, relying on several tax rates of corporate income tax. Thus, the Company should consider paying dividend based on corporate income tax at an appropriate rate for a maximum benefit of the Shareholders.

The Chairman Thanked for the opinion and would take this matter for consideration in the next Board of Director's Meeting.

There was no additional question from shareholders. The Chairman, therefore, proposed the Meeting to consider and approve the matter.

The Meeting considered and the resolution was as follows:

Resolution: The Meeting resolved to approve the suspension of annual net profit's appropriation and the proposed dividend payment from operating results of the year 2018, with the vote results as follows.

Result	Vote (amount)	Percent
Approved	257,246,657	100.0000
Disapproved	0	0.0000
Abstained	0	-
Invalid Ballot	0	-
Total	257,246,657	-

Remark: This agenda item requires the resolution of the majority of the votes of all shareholders present at the Meeting and casting their votes.

Agenda 5 To consider approving the the re-appointment of directors are going to vacate office upon the expiration of their term and to consider approving the appointment of director for the vacant position

The Secretary informed the Meeting that according to Article 71 of the Public Limited Companies Act and Clause 13 of the Company's Articles of Association, at least one-third of the Board of Directors shall retire by rotation. If the number is not a multiple of three, then the number nearest to one-third of the directors shall retire. Such retired directors can be re-elected.

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Supporting Document for Agenda 1

As Mr. Li, Yuan-I, one of the directors who was due to retire by rotation, resigned since February 2019, one position of a director became vacant.

In the Meeting, 3 directors who were due to retire by rotation and would be proposed to be re-appointed for another term by the Meeting were as follows:

- | | |
|--------------------------|----------------------|
| 1. Mr. Yang, Tze-Ting | Director |
| 2. Mr. Anant Svattananon | Independent Director |
| 3. Mr. Kasem Akanesuwan | Independent Director |

A person who was proposed to be appointed as a new director of the Company was as follows:

- | | |
|-----------------------|----------|
| 1. Mr. Lai-Wang, Tang | Director |
|-----------------------|----------|

The Board of Directors considered that such 3 retired directors have appropriate qualifications as well as experience, knowledge and skills in the businesses of the Company and have performed their directorship efficiently. They were qualified under the Public Limited Companies Act B.E. 2535 thus appropriate to be re-elected as the directors of the Company. The Board of Directors considered that they should be proposed to the Meeting for the re-appointment for another term.

The person who was proposed to be appointed as a new director has appropriate qualifications as well as experience, knowledge and skills in the businesses of the Company. He was qualified under the Public Limited Companies Act B.E. 2535 thus appropriate to be re-elected as the director of the Company. The Board of Directors considered that he should be proposed to the Meeting for appointing the said person to be a director.

The Board of Directors considered structure of the Board of Directors by taking the Board Diversity Policy such as gender, nationality (the Company directors are both Thai(s) and foreigner(s)) and the expertise to complement the existing skill of the Board of Directors and personal qualification for directorship as well as experience and skills which would be beneficial for the Company into account.

Mr. Anant Svattananon, as an Independent Director who has been appointed for 14 consecutive years, including the 3-year extension term of appointment, totaling 17 years and Mr. Kasem Akanesuwan, as an Independent Director who has been appointed for 10 consecutive years, including the 3-year extension term of appointment, totaling 13 years had knowledge, skills and direct experiences in the Company' businesses and have performed their independent directorship efficiently without any prohibited characteristics under the law and the regulations of the Securities and Exchange Commission. Therefore, the Board of Directors considered that Mr. Anant Svattananon and Mr. Kasem Akanesuwan will be able to provide opinions independently and in accordance with related regulations.

As such the Board of Directors sees that it is appropriate to propose the Meeting to approve Mr. Anant Svattananon and Mr. Kasem Akanesuwan to be re-appointed as the Independent Directors for another term.

The Independent Legal Advisor asked whether any shareholders would like to interrogate question or render opinion concerning this agenda item. The questions and opinions concerning this agenda item were as follows:

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Mr. Basant Kumar Dugar Shareholder Rendered opinion that the Company should procure all the Company's directors to participate in training course of Thai Institute of Directors (IOD) for the development of skills, ability for the purpose of the upholding of the Company's good governance.

Mrs. Patima Chavalit Director Thanked for the opinion

The Independent Legal Advisor informed the criteria for the cast of votes in this agenda item to the Meeting. Prior to the vote casting for the election of director on individual basis, the Independent Legal Advisor invited the directors who were due to retire by rotation to leave the meeting room temporarily for the purpose of transparency in voting.

The Chairman, therefore, proposed the Meeting to consider and approve the matter.

The Meeting considered and the resolution was as follows:

Resolution: The Meeting resolved to approve the re-appointment of the directors who were due to retire by rotation and approve the appointment of director for the vacant position, with the vote results as follows:

Agenda 5.1	Mr. Yang, Tze-Ting	Director	
	Result	Vote (Amount)	Percent
	Approved	256,902,745	99.8958
	Disapproved	267,914	0.1041
	Abstained	0	-
	Invalid Ballot	0	-
	Total	257,170,659	-

Agenda 5.2	Mr. Anant Svattananon	Independent Director	
	Result	Vote (Amount)	Percent
	Approved	256,401,643	99.7009
	Disapproved	769,016	0.2990
	Abstained	0	-
	Invalid Ballot	0	-
	Total	257,170,659	-

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Agenda 5.3 Mr. Kasem Akanesuwan Independent Director

Result	Vote (Amount)	Percent
Approved	256,309,843	99.7008
Disapproved	769,016	0.2991
Abstained	91,800	-
Invalid Ballot	0	-
Total	257,170,659	-

Agenda 5.4 Mr. Lai-Wang, Tang Director

Result	Vote (Amount)	Percent
Approved	257,170,659	100.0000
Disapproved	0	0.0000
Abstained	0	-
Invalid Ballot	0	-
Total	257,170,659	-

- Remarks:**
1. The directors who were shareholders abstained from voting in this agenda.
 2. This agenda item requires the resolution of the majority of the votes of all shareholders present at the Meeting and casting their votes.

Agenda 6 To consider approving the remuneration of directors for the year 2019.

The Secretary informed the Meeting that according to Article 90 of the Public Limited Companies and Clause 31 of the Company's Articles of Association, the directors are entitled to remuneration from the Company which shall be considered by the AGM of Shareholders. The Company should determine appropriate remuneration for the Board of Directors in order to support their contribution to the Company. The Board of Directors considered and deemed appropriate to propose the Meeting to consider and approve the remuneration of the Board of Directors for the year 2019.

The remuneration of the Board of Directors for the year 2019 should be proposed to the Meeting of Shareholders for approval as follows

(Unit:THB)

Position	2019		
	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (2018 Operating Results)
1. Chairman of the Board of Directors	40,000	-	-

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Position	2019		
	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (2018 Operating Results)
2. Chairman of the Audit Committee/ Independent Director	40,000	10,000	320,000
3. Audit Committee Member/ Independent Director/ Non-Executive Director	30,000	10,000	240,000
4. Other Directors	20,000	-	-

The Company did not provide other additional benefits to the Board of Directors.

The Independent Legal Advisors clarified the Meeting that although this agenda item was with regard to the consideration and approval of the remuneration of the Board of Directors, the directors who were shareholders of the Company and present at the Meeting **were not** shareholders who had a vested interest in the consideration under this agenda item according to the law. However, the directors who were shareholders proposed to abstaining from voting in this agenda item.

The Independent Legal Advisor asked whether any shareholders would like to interrogate question or render opinion concerning this agenda item. The questions and opinions concerning this agenda item were as follows:

Mr. Basant Kumar Dugar Rendered opinion that the bonus of the Board of Directors of the Shareholder Company should be determined based on the percentage of the Company's net profit or link to dividend payment to encourage the Directors on their duties.

The Chairman Thanked for the opinion

The Chairman, therefore, proposed the Meeting to consider and approve the matter.

The Meeting considered and the resolution was as follows:

Resolution: The Meeting resolved to approve the remuneration of the Board of Directors of the Company for the year 2019, with the vote results as follows:

Result	Vote (Amount)	Percent
Approved	256,697,660	99.9992
Disapproved	0	0.0000

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Abstained	2,000	0.0004
Invalid Ballot	0	-
Total	256,699,660	-

Remarks: 1. The directors who were shareholders abstained from voting in this agenda.
2. This agenda item requires the resolution of two-thirds of the votes of all shareholders present at the Meeting.

Agenda 7 To consider approving the appointment of the certified auditors and the audit fees for the year 2019.

The Secretary informed the Meeting that according to Article 120 of the Public Limited Companies Act and Clause 31 of the Company's Articles of Association, the appointment of the Company's auditors and the determination of the audit fees shall be annually considered by the AGM of Shareholders. In this regard, the Audit Committee, by the approval of the Board of Directors, elected the Company's auditors in accordance with the Public Company Limited Act B.E. 2535 and the Notification of the SEC no. Kor. Chor. 39/2548 re: the Criteria, Conditions and Methods for the Disclosure of Information on Financial Status and Operating Result of the Issuing Company (No. 20). It was hereby proposed the Meeting to appoint the following persons as the Company's auditors;

- 1) Ms. Sumalee Reewarabandith Certified Public Accountant (Thailand) No. 3970 or
- 2) Mrs. Poonnard Paocharoen Certified Public Accountant (Thailand) No. 5238 or
- 3) Ms. Manee Rattanabunnakit Certified Public Accountant (Thailand) No. 5313

of EY Office Limited to be auditors of the Company for the fiscal year ending December 31, 2019. In this regard, any of the said persons shall audit and certify the financial statements of the Company. However, if any of the aforementioned auditors cannot perform the duties, EY Office Limited may appoint another auditor of EY Office Limited to audit and certify the financial statements of the Company instead of such auditor. In addition, the said auditors have no relationship or interest related to the Company, the Company's subsidiaries, management, major shareholders, or any persons relevant to such entities and persons. Therefore, the company's auditors are independent in auditing and rendering opinion on the Company's financial statements. Moreover, the auditors have not been appointed to audit, review or render opinion on the Company's financial statements for more than 5 consecutive years; Mrs. Poonnard Paocharoen has been an auditor of the Company for 2 years, Ms. Sumalee Reewarabandith has been nominated to be an auditor of the Company for 14 years, but she has not ever signed before, and Ms. Manee Rattanabunnakit has been nominated to be an auditor of the Company for 2 years, but she has not ever signed before.

Such appointed auditors shall also be the auditors of the Company's subsidiaries, Bangkok Grand Pacific Lease Public Co., Ltd. and SK Insurance Broker Co., Ltd. The Audit Committee, by the approval of the Board of Directors, hereby requested the Meeting to approve the audit fees for the fiscal year ending December 31, 2019 for an amount not exceeding THB 1,710,000.

Comparison of Auditing Fees for year 2019 and 2018

	2019	2018	Difference	Unit: THB
				percent of Difference
Audit Fees	1,710,000	1,660,000	50,000	3.01

Opinion of the Audit Committee

Having considered and deemed appropriate for the appointment of the auditors and the determination of audit fees, the Audit Committee deem appropriate that the Board of Directors should propose to the Meeting for approval.

Opinion of the Board of Directors

As per the recommendation made by the Audit Committee, the Board of Directors had considered and deemed appropriate to propose the Meeting to consider and approve the appointment of the auditors of the Company and the audit fees for the year 2018 described above.

The Independent Legal Advisor asked whether any shareholders would like to interrogate question or render opinion concerning this agenda item. The questions and opinions concerning this agenda item were as follows:

Mr. Chukiat Hanpramukkul
Shareholder

Asked the question regarding 2018 audit fees that according to the resolution of the Annual General Meeting of Shareholders 2018, approving the 2018 audit fee in the amount of THB 1,660,000. However, it appears in the 2018 annual report that the audit expenses are approximately THB 4 million which is more than amount approved in 2018. What is the reason for such excess amount and will there be any excess amount in 2019 for the approving THB 1,710,000?

The Chairman

Clarified that, in 2018 the Company pays audit fees in the amount of THB 1,660,000 which is in accordance with the approval of the shareholders' meeting. The excess expenses cover an expense for conducting advices and training course regarding International Financial Reporting Standards No. 9 or IFRS 9 which is the new International Financial Reporting Standards to be enforced. However, such expenses are not included in the audit fee approved at the Annual General Meeting of Shareholders 2018.

Mr. Danai Lapaviwat
The Chief Financial Officer
("Chief Financial Officer")

Additionally clarified that the expenses in the amount of THB 3,825,000 are only paid for one time. There will not be such expenses in 2019.

The Chairman, therefore, proposed the Meeting to consider and approve the matter.

The Meeting considered and the resolution was as follows:

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Supporting Document for Agenda 1

Resolution: The Meeting resolved to approve the appointment of the auditors and the determination of audit fees for the year 2019, with the vote results as follows:

Result	Vote (Amount)	Percent
Approved	257,001,108	99.8958
Disapproved	267,914	0.1041
Abstained	0	-
Invalid Ballot	0	-
Total	257,269,022	-

Remark: This agenda item requires the resolution of the majority of the votes of all shareholders present at the Meeting and casting their votes.

Agenda 8 Other business (if any)

The Chairman gave the opportunity to the shareholders to provide suggestions, opinions or interrogate questions. Certain shareholders raised additional questions to the Company as follows:

Mr. Pipat Chunsirisup
Shareholder Asked the question whether the Company provided a reserve fund in pursuant to the Financial Reporting Standards Course No. 9 or IFRS 9 and what was the current amount of the reserve fund?

The Chief Financial Officer Clarified that the Company would have to follow the Financial Reporting Standards Course No. 9 or IFRS 9 in the early of 2020. However, the Company has been preparing since 2017 in which the Company has enough reserve fund.

The Chairman Additionally clarified that when the Financial Reporting Standards Course No. 9 came into force, the reserve fund shall be provided in pursuant to the rules of the Financial Reporting Standards Course No. 9, which may be higher than the current rules. Having been preparing for such potential rules for 1-2 year, the Company has enough reserve fund.

Mrs. Phatchanee Hanpramukul
Shareholder Asked the Company to clarify the strategy of the Company and the expending of branches in the future bringing the growth of the Company and asked if how the Company applied digital technology to the Company's operation.

Mr. Chonpichet Tantigittipinyo Clarified that in 2019, the Company is confident to the growth

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The General Manager	of the Company because the Company expands 2 branches in Nakorn Sawan and Chiang Mai in 2018 and also Surat Thani in the early 2019. The Company plans to employ credit officers for the additional businesses, especially truck business which expectantly grow 15% further than in 2018.
Mr. Sittichok Boonvanich Shareholder	Asked the question regarding the Company's remaining amount of cash
The Chief Financial Officer	Clarified that on 31 December 2018, the Company's remaining cash is approximately THB 3 million, which is considerably low.
Mr. Assawin Likitsup Shareholder	Asked the question regarding the Company's credit portfolio that the credit portfolio consists of what types of customer, how many retail customers and corporate customers were, what types of car were included in the loan for hire purchase of cars, and what the proportion of them was.
Mr. Chonpichet Tantigittipinyo The General Manager	Clarified that the current retail customer and the corporate customer are estimated at 60% and 40%, respectively. The loan for hire purchase of cars consists of 60% trucks, 6% taxis, 5% saloon, 20% pick-up truck and approximately 4-5% for other types of cars.

There was no other business proposed and no further question from the shareholders. The Chairman, therefore, declared that the Meeting adjourned at 4.30 p.m.

(Mr. Pradit Sawattananond)
Chairman

Enclosure 3
Supporting Document for Agenda 5

Personal profiles of the independent director/ member of the Audit Committee who is proposed to be appointed as a proxy

Mr. Pradit Sawattananond	Chairman of the Audit Committee/ Independent Director
<u>Address</u>	Appointed as director on June 18, 2004 353/5 Soi Santiparb 1, Sub Road, Sripraya, Bangrak, Bangkok 10500
<u>Age</u>	71 years
<u>Highest Education</u>	Master of Business Administration, Central State University, Oklahoma, U.S.A.
<u>Experience</u>	
2004 - Present	Chairman of the Audit Committee/ Independent Director, Asia Sermkij Leasing Public Company Limited
2018 - Present	Member of the Audit Committee/ Independent Director/ Member of Corporate Governance Committee, LH Financial Group Public Company Limited
2018 - Present	Member of the Audit Committee/ Independent Director/ Member of Corporate Governance Committee/ Member of Nomination and Remuneration Committee/ Member of Risk Oversight Committee, Land and House Bank Public Company Limited
2015 - Present	Chairman of the Audit Committee/ Independent Director, Nusasiri Public Company Limited
2004 - 2019	Audit Committee Member/ Independent Director, Thai Film Industries Public Company Limited
2000 - Present	Audit Committee Member / Independent Director, KGI Securities Public Company Limited
<u>Director program</u>	Director Certification Program No. 3/2000, Thai Institute of Directors Association Audit Committee Program No. 3/2004, Thai Institute of Directors Association Chief Financial Officer Certification Program No. 1/2004, The Institute of Certified Accountants and Auditor of Thailand Improving the Quality of Financial Reporting No.4/2006, Thai Institute of Directors Association Monitoring the Quality of Financial Reporting No.5/2007, Thai Institute of Directors Association Monitoring the Internal Audit Function No. 5/2008, Thai Institute of Directors Association Monitoring the System of Internal Control and Risk Management No. 2/2008, Thai Institute of Directors Association Role of the Compensation Committee No. 6/2008, Thai Institute of Directors Association Advance Audit Committee Program No. 13/2013, Thai Institute of Directors Association How to Develop a Risk Management Plan (HRP) No. 4/2013, Thai Institute of Directors Association Corporate Governance for Capital Market Intermediaries No. 1/2014, Thai Institute of Directors Association
<u>Year of Directorship</u>	15 years
<u>Position in others listed Company</u>	3 Companies 1. Member of the Audit Committee/ Independent Director/ Member of Corporate Governance Committee, LH Financial Group Public Company Limited 2. Chairman of the Audit Committee/ Independent Director, Nusasiri Public Company Limited 3. Member of the Audit Committee / Independent Director, KGI Securities Public Company Limited

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Mr. Pradit Sawattananond (Continue)	Chairman of the Audit Committee/ Independent Director
<u>Position in Non-Listed Company</u>	1 Company Member of the Audit Committee/ Independent Director/ Member of Corporate Governance Committee/ Member of Nomination and Remuneration Committee/ Member of Risk Oversight Committee, Land and House Bank Public Company Limited
<u>Position in Rival Companies/ Connected business</u>	None
<u>Nature of relationships with company / parent company / subsidiaries/ and associated companies or juristic persons with potential conflicts of interest at present and during the past two years, as follows:</u>	
- being executive directors, staff members, employees or advisers who earn salaries from Company;	None
- being professional service providers	None
- Having the significant business relations	None
<u>Nature of relationships between director/management</u>	Elder Brother of Mr. Anant Svattananon
<u>Interest in any agendas</u>	Agenda 6: To consider and approve the remuneration of directors for the year 2020
<u>Meeting Attendance in 2019</u>	6 Board of Directors meetings in total: 6 meetings attended 4 Audit Committee meetings in total: 4 meetings attended
Changes of shares held as at December 31, 2019, compared with those of 2018	: Remain unchanged (Outstanding at 91,800 shares or equivalent to 0.03% of the total shares)

The independent director/ member of the Audit Committee who is proposed to be appointed as a proxy has no special interest more than other directors in every agenda.

Enclosure 3
Supporting Document for Agenda 5

Personal profiles of the retired directors who are proposed for re-appointment

Mr. Lee, Jung-Tao	Vice Chairman of the Board of Directors (The director who authorized to sign) Appointed as director on June 28, 2018 64 years Bachelor of Statistics, Cheng Kung University
<u>Age</u>	
<u>Highest Education</u>	
<u>Experience</u>	
2018 - Present	Vice Chairman of the Board of Directors, Asia Sermkij Leasing Public Company Limited
2018 - Present	Vice Chairman of the Board of Directors, Bangkok Grand Pacific Lease Public Company Limited
2016 - 2017	Director, Asia Sermkij Leasing Public Company Limited
2015 - Present	Controller, Chailease Energy Integration Co., Ltd.
2015 - Present	Director, Chailease Finance Co., Ltd.
2014 - Present	Director, Yun Tang Inc.
2013 - Present	Chief Risk Officer, Chailease Holding Company Limited
2013 - Present	Director, Chailease Specialty Finance Co., Ltd.
2013 - Present	Director, Fina Finance & Trading Co., Ltd
2009 - 2013	Executive Vice President, Chailease Holding Company Limited
<u>Director program</u>	
<u>Year of Directorship</u>	2 years
<u>Position in others listed Company</u>	None
<u>Position in Non-Listed Company</u>	6 Companies
	1. Vice Chairman of the Board of Directors, Bangkok Grand Pacific Lease Public Company Limited
	2. Director, Chailease Finance Co., Ltd
	3. Director, Yun Tang Inc.
	4. Chief Risk Officer, Chailease Holding Company Limited
	5. Director, Chailease Specialty Finance Co., Ltd.
	6. Director, Fina Finance & Trading Co., Ltd
<u>Position in Rival Companies/ Connected business</u>	None
<u>Nature of relationships with company / parent company / subsidiaries/ and associated companies or juristic persons with potential conflicts of interest at present and during the past two years, as follows:</u>	
- being executive directors, staff members, employees or advisers who earn salaries from Company;	None
- being professional service providers	None
- Having the significant business relations	None
<u>Nature of relationships between director/management</u>	None
<u>Meeting Attendance in 2019</u>	6 Board of Directors meetings in total: 1 meetings attended
<u>Changes of shares held as at December 31, 2019, compared with those of 2018</u>	None

Enclosure 3
Supporting Document for Agenda 5

Personal profiles of the retired director who are proposed for re-appointment

Mr. Chen, Fong-Long		Director (The director who authorized to sign) Appointed as director on May 3, 1999 64 years Master of Science in Management, Massachusetts Institute of Technology (MIT), U.S.A.
<u>Age</u>		
<u>Highest Education</u>		
<u>Experience</u>		
1999	- Present	Director, Asia Sermkij Leasing Public Company Limited
1999	- Present	Director, Bangkok Grand Pacific Lease Public Company Limited
2019	Present	Director, Chailease Commercial Factoring Corporation
2019	- Present	Chairman, Chung Chen Energy Integration Co., Ltd.
2018	- Present	Director, Chailease International Company (Hong Kong) Limited
2016	- Present	Chairman, Innovation Energy Integration Co., Ltd.
2015	- Present	Director, Chailease International Company (UK) Limited
2015	- Present	Director, CL Capital Management Company Limited
2015	- Present	Director, CLJ Investment Partners Company Limited
2015	- Present	Chairman, Chailease Energy Integration Co., Ltd.
2014	- Present	Chairman, Chailease Finance (B.V.I.) Co., Ltd.
2014	- Present	Director, My Leasing (B.V.I.) Corp.
2014	- Present	Director, Chailease International Financial Services Co., Ltd.
2013	- Present	Director, Chailease International (B.V.I.) Corp.
2013	- Present	Director, Golden Bridge (B.V.I.) Corp.
2013	- Present	Director, My Leasing (Mauritius) Corp.
2013	- Present	Chairman, Chailease Cloud Service Co., Ltd.
2012	- Present	Chairman, Jirong Real Estate Co., Ltd.
2012	- Present	Chairman, Chailease Finance International Corp.
2011	- Present	Chairman, Fina Finance and Trading Co., Ltd.
2011	- Present	Chairman, Chailease Specialty Finance Co., Ltd.
2011	- Present	Chairman and President, Chailease Holding Co., Ltd.
2008	- Present	Chairman, Chailease International Corp.
2007	- Present	Chairman, Chailease Finance Co., Ltd.
2007	- Present	Director, Grand Pacific Holdings Corp.
2007	- Present	Chairman, Chailease International Finance Co. Ltd.

Enclosure 3
Supporting Document for Agenda 5

Mr. Chen, Fong-Long (Continue)

Director program

Director

Personal Information Protection Act 2012, Taiwan Corporate Governance Association
Reinforcing CG blueprint and sophisticating CSR vision statement 2014, Taiwan Corporate Governance Association
Corporate Governance and Planning/Managing Shareholders Meeting 2015, Taiwan Corporate Governance Association
Enterprise Fraud Risk Deduction and Prevention 2016, Taiwan Corporate Governance Association
Introduction and Impact of CFC, PEM and CRS 2017, Taiwan Corporate Governance Association
Common Financial Scandals, Fraud Cases and Mechanisms in Prevention 2018, Taiwan Corporate Governance Association
Obligations & Liabilities of Directors in M&A Deals 2018, Taiwan Corporate Governance Association
Obligations & Liabilities of Directors in M&A Deals 2019, Taiwan Corporate Governance Association
AI Changing the Landscape of Corporate Governance 2019, Taiwan Corporate Governance Association

20 years

None

25 Companies

1. Director, Bangkok GrandPacific Lease Public Company Limited
2. Director, Chailease Commercial Factoring Corporation
3. Chairman, Chung Chen Energy Integration Co., Ltd.
4. Director, Chailease International Company (Hong Kong) Limited
5. Chairman, Innovation Energy Integration Co., Ltd.
6. Director, Chailease International Company (UK) Limited
7. Director, CL Capital Management Company Limited
8. Director, CLJ Investment Partners Company Limited
9. Chairman, Chailease Energy Integration Co., Ltd.
10. Chairman, Chailease Finance (B.V.I.) Co., Ltd.
11. Director, My Leasing (B.V.I.) Corp.
12. Director, Chailease International Financial Services Co., Ltd.
13. Director, Chailease International (B.V.I.) Corp.
14. Director, Golden Bridge (B.V.I.) Corp.
15. Director, My Leasing (Mauritius) Corp.
16. Chairman, Chailease Cloud Service Co., Ltd.
17. Chairman, Jirong Real Estate Co., Ltd.
18. Chairman, Chailease Finance International Corp.
19. Chairman, Fina Finance and Trading Co., Ltd.
20. Chairman, Chailease Specialty Finance Co., Ltd.
21. Chairman and President, Chailease Holding Co., Ltd.
22. Chairman, Chailease International Corp.
23. Chairman, Chailease Finance Co., Ltd.
24. Director, Grand Pacific Holdings Corp.
25. Chairman, Chailease International Finance Co. Ltd.

Year of Directorship

Position in others listed Company

Position in Non-Listed Company

Enclosure 3
Supporting Document for Agenda 5

Mr. Chen, Fong-Long (Continue)	Director
<u>Position in Rival Companies/ Connected business</u>	None
<u>Nature of relationships with company / parent company / subsidiaries/ and associated companies or juristic persons with potential conflicts of interest at present and during the past two years, as follows;</u>	
- being executive directors, staff members, employees or advisers who earn salaries from Company;	None
- being professional service providers	None
- Having the significant business relations	None
<u>Nature of relationships between director/management</u>	None
<u>Meeting Attendance in 2019</u>	6 Board of Directors meetings in total: 1 meetings attended
<u>Changes of shares held as at December 31, 2019, compared with those of 2018</u>	Remain unchanged (Outstanding at 236,028 shares or equivalent to 0.07% of the total shares)

Enclosure 3
Supporting Document for Agenda 5

Personal profiles of the retired director who are proposed for re-appointment

Mr. Tientavee Saraton	Director
Age	Appointed as director on June 18, 1987
Highest Education	71 years
Experience	Master of Science in Management, Arthur D. Little Management Education Institute, U.S.A.
1987 - Present	Director, Asia Sermkij Leasing Public Company Limited
1999 - Present	Director, Bangkok Grand Pacific Lease Public Company Limited
1992 - 2015	Executive Director, Asia Sermkij Leasing Public Company Limited
1999 - 2015	Executive Director, Bangkok Grand Pacific Lease Public Company Limited
2005 - 2009	Vice Chairman, Thai Hire Purchase Association
2006 - 2008	Deputy Managing Director, Asia Sermkij Leasing Public Company Limited
1987 - 2006	General Manager, Asia Sermkij Leasing Public Company Limited
Director program	Director Accreditation Program No. 22/2004, Thai Institute of Directors Association
Year of Directorship	Director Certification Program No. 48/2004, Thai Institute of Directors Association
Position in others listed Company	32 years
Position in Non-Listed Company	None
Position in Rival Companies/ Connected business	1 Company
Nature of relationships with company / parent company / subsidiaries/ and associated companies or juristic persons with potential conflicts of interest at present and during the past two years, as follows:	Director, Bangkok Grand Pacific Lease Public Company Limited
- being executive directors, staff members, employees or advisers who earn salaries from Company;	None
- being professional service providers	None
- Having the significant business relations	None
Nature of relationships between director/management	None
Meeting Attendance in 2019	6 Board of Directors meetings in total: 6 meetings attended
Changes of shares held as at December 31, 2019, compared with those of 2018	None

Enclosure 3
Supporting Document for Agenda 5

Personal profiles of the retired independent director who are proposed for re-appointment

Mrs. Patima Chavalit	Independent Director
Age	Appointed as director on July 29, 1993
Highest Education	60 years
Experience	Bachelor of Accounting Theory, Chulalongkorn University
2020 - Present	Advisor, Office of the President, Bangkok Bank Public Company Limited
2013 - Present	Independent Director, Asia Sermkij Leasing Public Company Limited
2008 - 2019	Senior Vice President, Human Resource Division, Bangkok Bank Public Company Limited
1993 - Present	Director, Asia Sermkij Leasing Public Company Limited
1999 - Present	Director, Bangkok Grand Pacific Lease Public Company Limited
Director program	Director Certification Program No. 48/2004, Thai Institute of Directors Association
Year of Directorship	26 years
Position in others listed Company	1 Company Advisor, Office of the President, Bangkok Bank Public Company Limited
Position in Non-Listed Company	1 Company Director, Bangkok Grand Pacific Lease Public Company Limited
Position in Rival Companies/ Connected business	None
Nature of relationships with company / parent company / subsidiaries/ and associated companies or juristic persons with potential conflicts of interest at present and during the past two years, as follows;	
- being executive directors, staff members, employees or advisers who earn salaries from Company;	None
- being professional service providers	None
- Having the significant business relations	None
Nature of relationships between director/management	None
Meeting Attendance in 2019	6 Board of Directors meetings in total: 6 meetings attended 4 Audit Committee meetings in total: 4 meetings attended
Changes of shares held as at December 31, 2019, compared with those of 2018	Remain unchanged (Outstanding at 164,628 shares or equivalent to 0.05% of the total shares)

Definition of Independent Directors

The company has defined the meaning of “Independent Directors” more strengthen than the criteria set by the Capital Market Supervisory Board Tor.Chor.28/2551 as follows:

1. Holding shares not exceeding 0.5 percent of the total number of voting rights of the company, its parent company, subsidiary, affiliate or juristic person which may have conflicts of interest, including the shares held by related persons of the independent director.
2. Neither being nor having been an executive director, employee, staff, or advisor who receives salary, or a controlling person of the company, its parent company, subsidiary, affiliate, same-level subsidiary or juristic person who may have conflicts of interest unless the foregoing status has ended not less than two years prior to the appointment.
3. Not being a person related by blood or registration under laws, such as father, mother, spouse, sibling, and child, including spouse of the children, executives, major shareholders, controlling persons, or persons to be nominated as executive or controlling persons of the company or its subsidiary.
4. Not having a business relationship with the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, in the manner which may interfere with his independent judgment, and neither being nor having been a major shareholder, non-independent director or executive of any person having business relationship with the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest unless the foregoing relationship has ended not less than two years prior to the appointment date.
5. Neither being nor having been an auditor of the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and not being a major shareholder, non-independent director, executive or partner of an audit firm which employs auditors of the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest unless the foregoing relationship has ended not less than two years from the appointment date.
6. Neither being nor having been any professional advisor including legal advisor or financial advisor who receives an annual service fee exceeding two million Baht from the company, its parent company, subsidiary, affiliate or juristic person who may have conflicts of interest, and neither being nor having been a major shareholder, non-independent director, executive or partner of the professional advisor unless the foregoing relationship has ended not less than two years from the appointment date.
7. Not being a director who has been appointed as a representative of the company’s director, major shareholder or shareholders who are related to the company’s major shareholder.
8. Not having any characteristics which make him incapable of expressing independent opinions with regard to the company’s business affairs.

List of documentation required to attend the Meeting

1. Individual persons

1.1 Thai individual person

- a) In case attendance in person: Shareholder's Identification Card which has not expired.
- b) In case of appointing proxy: Completed of proxy form and a Copy of Identification Card which has not expired of Shareholder and Identification Card or Passport (in case of foreigner) which has not expired of proxy.

1.2 Foreign individual person

- a) In case attendance in person: Shareholder's Passport which has not expired.
- b) In case of appointing proxy: Completed of proxy form and a Copy of Passport which has not expired of the Shareholder and Identification Card or Passport (in case of foreigner) of proxy which has not expired.

2. Juristic persons

2.1 Thai juristic person

- a) In case attendance in person:
 - 1. Certified copy of the Company's Affidavit issued, within the past 180 days, by Department of Business Development, Ministry of Commerce.
 - 2. Copy of Identification Card or Passport (in case of foreigner) which has not expired of authorized director(s) who sign on the Company's Affidavit.
- b) In case of appointing proxy:
 - 1. Certified copy of the Company's Affidavit issued, within the past 180 days, by Department of Business Development, Ministry of Commerce.
 - 2. Completed proxy form with a Copy of Identification Card or Passport (in case of foreigner) which has not expired of authorized director(s) who sign under Power of Attorney and Identification Card or Passport (in case of foreigner) which has not expired of Proxy.

2.2 Foreign juristic person

- a) In case attendance in person:
 - 1. Certified copy of the Company's Affidavit issued, within the past 180 days, by Department of Business Development, Ministry of Commerce.
 - 2. Copy of Identification Card or Passport (in case of foreigner) which has not expired of authorized director(s) who sign on the Company's Affidavit.
- b) In case of appointing proxy:
 - 1. Certified copy of the Company's Affidavit issued, within the past 180 days, by Department of Business Development, Ministry of Commerce.
 - 2. Completed proxy form with a Copy of Identification Card or Passport (in case of foreigner) which has not expired of authorized director(s) who sign under Power of Attorney and Identification Card or Passport (in case of foreigner) which has not expired of Proxy.

All copy documents are required to be certified as true copies of the original and any documents prepared in any countries other than Thailand are required to be certified by a Notary Public.

- Note:**
- 1) Shareholders/Proxies are requested to register at the Meeting between 1.00 p.m. and 3.00 p.m. of August 7, 2020.**
 - 2) Proxy holder(s) representing several shareholders are requested to send the documents to the Company before August 3, 2020.**
 - 3) In the case that the shareholders are unable to attend the meeting, the shareholders can appoint other person as their proxy to attend the meeting and vote on their behalf. The Company has provided 3 Proxy Forms in accordance with the forms specified by the Department of Business Development, the Ministry of Commerce. The Proxy Form B has been enclosed together with this invitation letter, as appeared in Enclosure 7. As for Proxy Form A and Form C, the shareholders can download from the Company's website.**

**Articles of Association
of
Asia Sermkij Leasing Public Company Limited**

Clause related with Shareholders' Meeting

- 13 The board of directors shall call a shareholders' meeting, which is an annual general meeting of shareholders, within four months from the end of the fiscal year of the Company.

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. The above retired directors may be re-elected.

- 14 A director shall be entitled to receive remuneration from the Company in the form of salary, reward, meeting allowance, commission, bonus or benefits in other forms as per the articles of association or as approved by shareholders' meetings, which may prescribe the exact amount or the criteria to be set from time to time or to take effect until prescribed otherwise, as well as other allowance and welfare as per the regulations of the Company.

The provisions of the first paragraph of this article shall not affect rights of the Company's staff or employees elected as directors to receive remuneration and benefits as the Company's staff or employee.

- 25 The board of directors shall call a shareholders' meeting, which is an annual general meeting of shareholders, within four months from the end of the fiscal year of the Company.

Shareholders' meetings, other than the one above-mentioned, shall be called extraordinary general meetings. The board of directors may call an extraordinary general meeting of shareholders any time the board of directors considers it expedient to do so. Shareholders holding shares amounting to not less than one-fifth of the total number of shares sold or shareholders numbering not less than twenty-five persons holding shares amounting to not less than one-tenth of the total number of shares sold may submit their names in a request directing the board of directors to call an extraordinary general meeting at any time, but the reasons for calling such meeting shall be clearly stated in such request. The board of directors shall call for a shareholders' meeting to be held within one month of the date of receipt of such request from the said shareholders.

- 26 In calling a shareholders' meeting, the board of directors shall prepare a written notice calling the meeting that states the place, date, time and agenda of the meeting, as well as the matters to be proposed to the meeting with reasonable details by indicating clearly whether the matter proposed is as information, for approval or for consideration, as the case may be, including the opinions of the board of directors in the said matters, and the said notice shall be delivered to the shareholders at least seven days prior to the date of the meeting. The notice calling for the meeting shall also have been published for three consecutive days in a newspaper at least three days prior to the date of the meeting.

The shareholders' meeting shall be held at the head office of the Company or any other province in Thailand.

- 27 In the shareholders' meeting, a shareholder may authorize any other person as a proxy to attend and vote at the meeting on his or her behalf by submitting a proxy to the chairman of the board or the person designated by the chairman of the board prior to the proxy attending the meeting.

The power of attorney shall be dated and signed by the grantor in the form prescribed by the Registrar.

- 28 In order to constitute a quorum, the shareholders and proxies (if any) attending a shareholders' meeting shall not be fewer than twenty-five persons and not less than a half of the total number of shareholders and in either case such shareholders shall hold shares amounting to at least one-third of the total number of shares sold of the Company.

At any shareholders' meeting, if one hour has passed since the time specified for the meeting and the number of shareholders attending the meeting is still inadequate for a quorum, and if such shareholders' meeting was called as a result of a request of the shareholders, such meeting shall be cancelled. If such meeting was not called as a result of a request of the shareholders, the meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders at least seven days prior to the date of the meeting. In the subsequent meeting, a quorum is not required.

The chairman of the board shall be the chairman of shareholders' meetings. If the chairman of the board is not present at a meeting or cannot perform his duty, and if there is a vice-chairman, the vice-chairman present at the meeting shall be the chairman of the meeting. If there is no vice-chairman or there is a vice-chairman but he is not present at the meeting or cannot perform his duty, the shareholders present at the meeting shall elect one shareholder to be the chairman of the meeting.

- 29 One share shall have one vote.

The voting shall be conducted openly, except in the case where five or more shareholders request and the meeting passes a resolution for secret voting. The procedure for secret voting shall be as prescribed by chairman of the meeting.

- 30 A resolution of a shareholders' meeting shall require:

- a. in an ordinary event, the majority vote of the shareholders who attend the meeting and cast their votes. In the case of a tie vote, the chairman of the meeting shall have the casting vote;
- b. in the following events, a vote of not less than three-quarters of the total number of votes of shareholders who attend the meeting and have the right to vote:
 - i. the sale or transfer of the whole or important parts of the business of the Company to other persons;
 - ii. the purchase or acceptance of transfer of the business of other companies or private companies by the Company;
 - iii. the making, amending or terminating of contracts with respect to the granting of a lease of the whole or important parts of the business of the Company, the assignment of the management of the business of the Company to any other persons or the amalgamation of the business with other persons with the purpose of profit and loss sharing;
 - iv. the amendment of the memorandum of association or the articles of association;

- v. the increase or decrease of the Company's capital or the issuance of debentures;
- vi. the amalgamation or dissolution of the Company; and
- vii. other issues as stipulated by laws.

31 Business carried out in an annual general meeting shall be to:

- (i) consider reports presented by the board of directors on the Company's operation results over the past year;
- (ii) consider and approve a balance sheet and a statement of profit and loss over the past fiscal year;
- (iii) consider allocation of profit and reserve fund;
- (iv) elect directors to replace those vacating their office and fix remuneration;
- (v) appoint an auditor and fix remuneration; and
- (vi) undertake other business.

38 Dividends shall not be paid other than out of profits. If the Company still has an accumulated loss, no dividends shall be distributed.

Unless otherwise specified by the articles of association regarding preferred shares, dividends shall be distributed according to the number of shares, with each share receiving an equal amount.

Payment of dividends shall be approved by a shareholders' meeting.

The board of directors may pay interim dividends to the shareholders from time to time if the board believes that the profits of the Company justify such payment and report the same to the shareholders at the next shareholders' meeting.

Payment of dividends shall be made within one month of the date of the resolution of the shareholders' meeting or of the meeting of the board of directors, as the case may be. The shareholders shall be notified in writing of such payment of dividends, and the notice shall also be published in a newspaper. Interest shall not be charged upon the Company if dividends are paid within the period prescribed by law.

หนังสือมอบฉันทะแบบ ข.
Proxy Form B.
(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนและตายตัว)
(Form with fixed and specific details authorizing proxy)

(ปิดอากรแสตมป์ 20 บาท)
 (Please attach stamp duty of Baht 20)

เลขทะเบียนผู้ถือหุ้น
 Shareholder registration number

เขียนที่ _____
 Written at _____
 วันที่ _____ เดือน _____ พ.ศ. _____
 Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____ อยู่เลขที่ _____ ซอย _____
 I/We _____ nationality _____ located at no. _____ Soi _____
 ถนน _____ ตำบล/แขวง _____ อำเภอ/เขต _____ จังหวัด _____
 Road Tambol/Kwaeng Amphur Province
 รหัสไปรษณีย์ _____
 Postal Code

(2) เป็นผู้ถือหุ้นของบริษัท เอเชียเซิร์มกิจลีสซิง จำกัด (มหาชน) (“บริษัท”)
 Being a shareholder of Asia Sermkij Leasing Public Company Limited (“the Company”)
 โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้นและออกเสียงลงคะแนนได้เท่ากับ _____ เสียงดังนี้
 Holding the total number of _____ shares and have the rights to vote equal to _____ votes as follows
 หุ้นสามัญ _____ หุ้นและออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 ordinary share _____ shares and have the rights to vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้นและออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
 preference share _____ shares and have the rights to vote equal to _____ votes

(3) ขอมอบฉันทะให้(กรุณาเลือกข้อใดข้อหนึ่ง)
 Hereby appoint (Please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำเครื่องหมาย ✓
 ที่ 1. ระบุชื่อผู้รับมอบอำนาจ
 If you make proxy by choosing
 No.1, please mark ✓ at 1. and
 give the details of proxy (proxies).

1. ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
 Name age years located at no. _____
 ถนน _____ ตำบล/แขวง _____ อำเภอ _____
 Road Tambol/Kwaeng Amphur
 จังหวัด _____ รหัสไปรษณีย์ _____
 Province Postal Code

หรือ/Or

ชื่อ _____ อายุ _____ ปี อยู่บ้านเลขที่ _____
 Name age years located at no. _____
 ถนน _____ ตำบล/แขวง _____ อำเภอ _____
 Road Tambol/Kwaeng Amphur
 จังหวัด _____ รหัสไปรษณีย์ _____
 Province Postal Code

คนหนึ่งคนใดเพียงคนเดียว
 Anyone of these persons

กรณีเลือกข้อ 2. กรุณาทำเครื่องหมาย
 ✓ ที่ 2. และเลือกกรรมการอิสระ
 If you make proxy by choosing No.
 2, please mark ✓ at 2. and
 choose the member of the
 Independent Directors.

2. มอบฉันทะให้กรรมการอิสระของบริษัท คือ
 Appoint the following member of the Independent Directors of the Company

นายประดิษฐ์ ศวัสตนานนท์ ตำแหน่ง ประธานกรรมการตรวจสอบ/ กรรมการอิสระ
Mr. Pradit Sawattananond Position Chairman of the Audit Committee/ Independent Director

(รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 3 ของหนังสือเชิญประชุมใหญ่สามัญ
 ประจำปีผู้ถือหุ้น ครั้งที่ 36/2563) (Details of members of the Independent Directors of the Company
 are specified in Enclosure 3 of the Invitation to the Annual General Meeting of Shareholders No.
 36/2020)

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมใหญ่สามัญประจำปีผู้ถือหุ้น ครั้งที่ 36/2563 ในวันที่ 7 สิงหาคม 2563 เวลา 15.00 ณ ห้องแกรนด์ฮอลล์ บางกอก คลับ ชั้น 28 อาคารสารคดีทาวเวอร์ เลขที่ 175 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy (“proxy”) to attend and vote on my/our behalf at Annual General Meeting of Shareholders No. 36/2020 on August 7, 2020 at 3:00 p.m., at Grand Hall, The Bangkok Club 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Tungmahamek, Sathorn, Bangkok, or such other date, time and place as the meeting may be held.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ดังนี้

In this Meeting, I/we grant my/our proxy to consider and vote on my/our behalf as follows:

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
(b) To grant my/our proxy to vote as per my/our desire as follows:

วาระที่ 1 พิจารณารับรองรายงานการประชุมใหญ่สามัญประจำปีผู้ถือหุ้น ครั้งที่ 35/2562 ซึ่งประชุมเมื่อวันที่ 19 เมษายน 2562

Agenda 1 To consider certifying the Minutes of the Annual General Meeting of Shareholders No. 35/2019 held on April 19, 2019.

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 2 พิจารณารับทราบรายงานประจำปี 2562 ของคณะกรรมการบริษัท

Agenda 2 To consider acknowledging the annual report of the Board of Directors for the year 2019.

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 3 พิจารณาอนุมัติงบการเงินและรายงานของผู้สอบบัญชีประจำปีสิ้นสุด วันที่ 31 ธันวาคม 2562 ซึ่งได้ผ่านการพิจารณาสอบทานจากคณะกรรมการตรวจสอบและตรวจสอบโดยผู้สอบบัญชีรับอนุญาต

Agenda 3 To consider approving the Company’s audited financial statements and the report of the Independent Auditor as at December 31, 2019, which have been reviewed by the Audit Committee and audited by the certified auditor.

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ 4 พิจารณารับทราบการจ่ายเงินปันผลระหว่างกาล จากผลการดำเนินงานปี 2562

Agenda 4 To consider acknowledging the interim dividend payment from operating performance of the year 2019.

(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 5 พิจารณาอนุมัติแต่งตั้งกรรมการที่ครบกำหนดออกตามวาระให้กลับเข้าดำรงตำแหน่งใหม่

Agenda 5 To consider and approve the re-appointment of the directors who are going to vacate the office upon the expiration of their term.

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- ก. เลือกตั้งกรรมการทั้งหมด
- A. Election of entire nominated directors
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

ข. เลือกตั้งกรรมการเป็นรายบุคคล
B. Election of each nominated directors

1. นายหลี่ หลง เทา
Mr. Lee, Jung-Tao
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
2. นายเฉิน ฟง ลอง
Mr. Chen, Fong-Long
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
3. นายเทียนทวิ สระตันดี
Mr. Tientavee Saraton
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain
4. นางปฎิมา ชาวลิต
Mrs. Patima Chavalit
 เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 6

พิจารณาอนุมัติค่าตอบแทนคณะกรรมการบริษัทประจำปี 2563

Agenda 6

To consider approving the remuneration of directors for the year 2020.

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 7

พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2563

Agenda 7

To consider approving the appointment of the certified auditors and the auditing fees for the year 2020.

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 8

พิจารณาอนุมัติการออกหุ้นกู้

Agenda 8

To consider approving the issuance of debentures.

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้
The proxy shall have the right to approve in accordance with my/our intention as follows:
- เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

วาระที่ 9

พิจารณาเรื่องอื่น ๆ (ถ้ามี)

Agenda 9

Other business (if any)

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้น ไม่ถูกต้อง และไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น
If the proxy does not vote consistently with my/our voting intentions as specified herein, such vote shall be deemed incorrect and is not made on my/our behalf as the Company's shareholders.
- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้นรวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
In the event that I/we have not specified my/our voting intention on any agenda item or have 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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมเว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in this meeting, except in the event that the proxy does not vote consistently with my/our voting intentions as specified herein, shall be deemed to be the actions performed by myself/ourselves.

ลงชื่อ/Signedผู้มอบฉันทะ/Grantor

(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy

(.....)

ลงชื่อ/ Signedผู้รับมอบฉันทะ/Proxy

(.....)

หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
The shareholder appointing the proxy shall appoint only one proxy to attend the meeting and cast a vote. The shareholder cannot split his/her votes to different proxies to vote separately.
2. ในกรณีที่มีวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ
In case where the statement exceeds those specified above, additional details may be specified in the Attachment to this Proxy Form B. provided.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.

Attachment to Proxy Form B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท เอเชียเซรมกิลีสซิ่ง จำกัด (มหาชน) (“บริษัท”)

A proxy is granted by a shareholder of Asia Sermkij Leasing Public Company Limited (“the Company”)

การประชุมใหญ่สามัญประจำปีผู้ถือหุ้น ครั้งที่ 36/2563 ในวันที่ 7 สิงหาคม 2563 เวลา 15.00 น. ห้องแกรนด์ฮอลล์ บางกอก คลับ ชั้น 28 อาคารสาทร ซิตีทาวเวอร์ เลขที่ 175 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร หรือที่แจ้งเปลี่ยนแปลงในวัน เวลา และสถานที่อื่นด้วย

At the Annual General Meeting of Shareholders No. 36/2020 on August 7, 2020 at 3:00 p.m., at Grand Hall, The Bangkok Club 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Tungmahamek, Sathorn, Bangkok, or such other date, time and place as the meeting may be held.

วาระที่ _____ เรื่อง _____

Agenda no. Subject :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

จดออกเสียง

Abstain

วาระที่ _____ เรื่อง _____

Agenda no. Subject :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

จดออกเสียง

Abstain

วาระที่ _____ เรื่อง _____

Agenda no. Subject :

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

จดออกเสียง

Abstain

วาระที่ _____ เรื่อง พิจารณานุมัติแต่งตั้งกรรมการที่ครบกำหนดออกตามวาระ

Agenda no. Subject : To consider and approve the re-appointment of the directors

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

จดออกเสียง

Abstain

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

จดออกเสียง

Abstain

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

จดออกเสียง

Abstain

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

จดออกเสียง

Abstain

The Venue for the Annual General Meeting of Shareholders No. 36/2020

Asia Sermkij Leasing Public Company Limited

August 7, 2020, at 3.00 P.M., Grand Hall, The Bangkok Club, Sathorn City Tower,

28 Floor, 175 South Sathorn Road, Bangkok 10120

Tel: 02-679 5550 Fax: 02-285 1998

