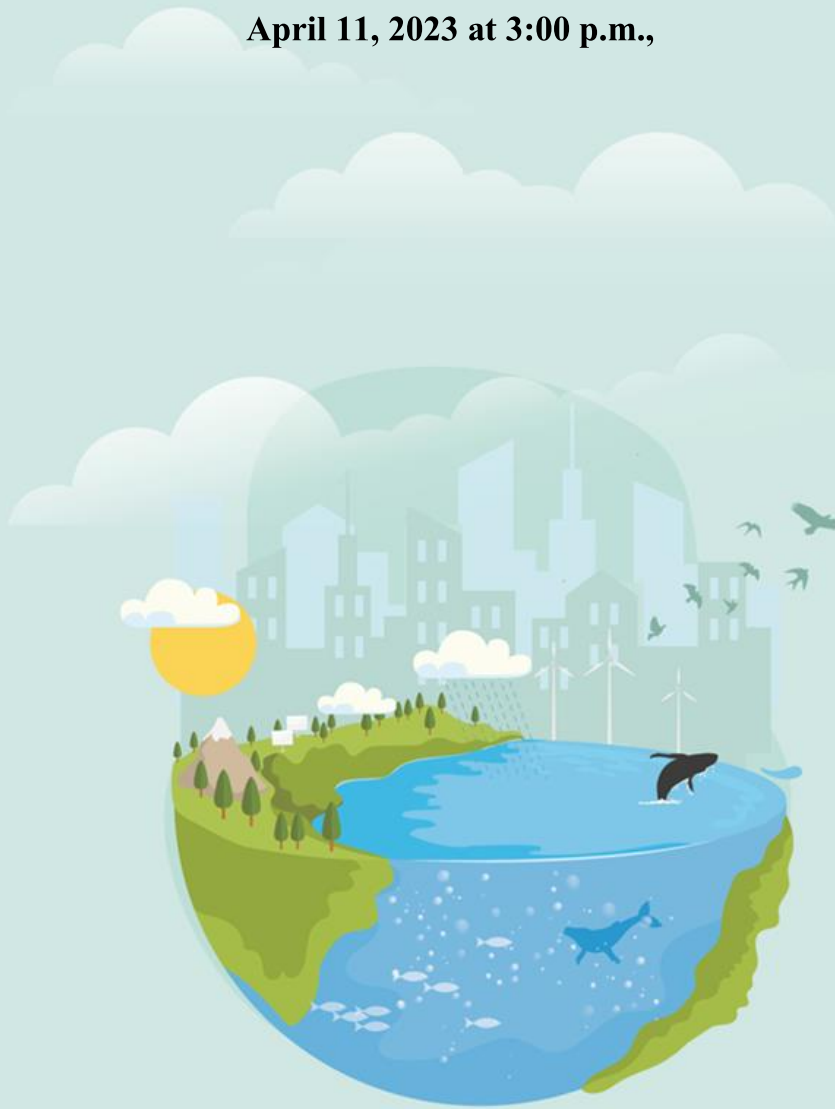


Invitation Letter to Annual General Meeting of Shareholders No. 39/2023

Asia Sermkij Leasing Public Company Limited

April 11, 2023 at 3:00 p.m.,



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

175 South Sathorn Road, Tungmahamek, Sathorn, Bangkok

And via electronic media

(Translation)

Registration No. Bor Mor Jor 0107546000393

No. 2023/07

Date : March 13, 2023

Subject : Invitation to the Annual General Meeting of Shareholders No. 39/2023

To : Shareholders

Enclosure:

1. A copy of the Minutes of the Annual General Meeting of Shareholders No. 38/2022 held on April 21, 2022
2. The annual report (56-1 One Report) of the Board of Directors for the year 2022 with the audited financial statements and the Independent Auditor's Report as at December 31, 2022 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. 39/2023
9. Guidelines for attending the meeting via electronic media
10. Registration Form

Whereas, the meeting of the Board of Directors of Asia Sermkij Leasing Public Company Limited (the "**Company**") No. 2/2023 held on February 15, 2023 deems it is appropriate to hold the Annual General Meeting of Shareholders No. 39/2023 on April 11, 2023 at 3:00 p.m., at Grand Hall, The Bangkok Club 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Tungmahamek, Sathorn, Bangkok 10120 and via electronic media. The agenda to be considered are as follows:

Agenda 1. To consider certifying the Minutes of the Annual General Meeting of Shareholders No. 38/2022 held on April 21, 2022.

Fact and reason

The Company had prepared Minutes of the Annual General Meeting of Shareholders No. 38/2022 held on April 21, 2022 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. 38/2022 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. 38/2022 held on April 21, 2022 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 2022.

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 2022 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 2022 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, 2022, 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, 2022, which have been reviewed by the Audit Committee and audited by the certified auditor, are presented in the annual report for the year 2022 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, 2022, 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 approving the appropriation of the annual net profit and dividend payment from operating performance of the year 2022.

Facts and reason

According to Article 116 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 by taking into consideration the Company's dividend policy at 40 percent - 70 percent of the annual net profit. Also, 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.

Board of Directors' Opinion

For the Company and its subsidiary' s operating result from January 1, 2022 - December 31, 2022 profit for the year of **1,512,139,980** Baht. The Company proposes the appropriation of annual net profit for the year 2022 as follows:

1. Allocate net profit of the Company for the year 2022 ended December 31, 2022 in the amount of Baht **35,692,178** to be legal reserve of the Company.
2. Dividend payment from year 2022 operating result at the rate equivalent to Baht **1.44** per share in the total amount of Baht **760,094,582** in the forms of cash dividend. The payout ratio is **50.27%** and the payment of dividends shall be subjected to withholding tax at the rate prescribed by law. The Company shall fix the record date on March 1, 2023 to determine the shareholders right to receive dividends. The dividend payment date shall be made on April 27, 2023. The company paid corporate income tax at 20% in year 2022.

Comparison of Dividend Payment for year 2023 and 2022

Dividend Payment Detail	2023	2022
1. Net Profit (Consolidated)	1,512,139,980 Baht (Year 2022 performance)	1,202,804,017 Baht (Year 2021 performance)
2. No. of Shares	527,843,460 shares	527,843,460 shares
3. Dividend Payment per Share	<u>1.44 Baht</u>	<u>1.14 Baht</u>
4. Total Dividend Paid	760,094,582 Baht	601,741,544 Baht
5. Dividend Payout Ratio	50.27%	50.03%

Remark: The above dividend payment cannot be proceeding until having the approval from the shareholders' meeting. The Agendum requires the resolution of more than half of the votes of all shareholders presented at the Meeting and casted their vote.

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.

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. Chen, Fong-Long | Director |
| 2. Mr. Chen, Jui-Hsin | Director |
| 3. Mr. Tientavee Saraton | Director |
| 4. Mr. 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's 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 10, 2022 – December 31, 2022. 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 10 years and 13 years continuously provided that she is reelected for another term, has performed effectively for her directorship. She has direct experiences in the Company's 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 Directors for another term.

Remark: This agenda 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 2023.

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 2023 be proposed to the shareholders' meeting for approval as follows:

Comparison of the remuneration of directors for year 2023 and 2022

Unit: Baht

Position	2023			2022		
	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (Y2022 performance)	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (Y2020 performance)
1. Chairman of the Board of Directors	50,000	-	-	50,000	-	-
2. Chairman of the Audit Committee/ Independent Director	50,000	10,000	500,000	50,000	10,000	400,000
1. Audit Committee Member/ Independent Director/ Non-Executive Director	37,500	10,000	375,000	37,500	10,000	300,000
4. Other Director	25,000	-	-	25,000	-	-

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 2023 should be proposed to the Meeting of Shareholders for approval as follows:

Unit: Baht

Position	2023		
	Monthly Fixed Remuneration (per month)	Meeting Allowance (per meeting)	Bonus (Y2022 performance)
1.Chairman of the Board of Directors	50,000	-	-
2.Chairman of the Audit Committee/ Independent Director	50,000	10,000	500,000
3.Audit Committee Member/ Independent Director/ Non-Executive Director	37,500	10,000	375,000
4.Other Director	25,000	-	-

Remark: This agendum 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 2023.

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. Mrs. Poonnard Paocharoen Certified Public Accountant (Thailand) No.5238 and/or
2. Ms. Manee Rattanabunnakit Certified Public Accountant (Thailand) No.5313 and/or
3. Ms. Sineenart Jirachaikhuankhan Certified Public Accountant (Thailand) No. 6287

of EY Office Limited to be auditors of the Company for the fiscal year ending December 31, 2023. 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. Mrs. Poonnard Paocharoen has audited the financial statements of the Company for 3 years. Ms. Manee Rattanabunnakit has been proposed as

the Company's auditors for 6 years but has never audited the financial statements of the Company. Ms. Sineenart Jirachaikhuan Khan has never been proposed as the Company's auditors.

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, 2023 for an amount of not more than Baht 2,100,000.

Comparison of Auditing Fees for year 2023 and 2022

Unit : Baht

	2023	2022	Difference	% Change
Auditing Fee for financial statements	2,100,000	2,040,000	60,000	2.9
Fee from other services	-	-	-	-

During the last fiscal year, the Company paid other additional expense relating to auditing service totaling Baht 5,628. Fee from other service is the fee for specified audit procedures performed for consolidation purpose of the parent company of the group. This fee is already included in the auditing fee in 2023.

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 2023 described above should be proposed to the Shareholders' Meeting for approval.

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

Agenda 8. 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 10, to this invitation letter.

Shareholders/ proxies who wish to attend the meeting via electronic media can register and submit a request form from April 3, 2023 at 8:30 AM, details as per Attachment 9.

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,

A handwritten signature in blue ink, appearing to read 'Tze Ting Yang', written in a cursive style.

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

(Translation)

Minutes of the Annual General Meeting of Shareholders No. 38/2022

of

Asia Sermkij Leasing Public Company Limited (“Company”)

Time and Place

The Meeting was held on April 21, 2022 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 on Video Conference

- | | |
|--------------------------|---|
| 1. Mr. Yang, Tze-Ting | Chairman of the Board of Directors / Chairman of the Executive Board of Directors |
| 2. Mr. Chen, Fong-Long | Director |
| 3. Mr. Liao, Ying-Chih | Director |
| 4. Mr. Chen, Jui-Hsin | Director |
| 5. Mr. Wang, Chia-Hung | Director |
| 6. Mr. Anant Svattananon | Member of the Audit Committee / Independent Director |

Attending Directors at the Meeting room

- | | |
|------------------------------|--|
| 1. Mr. Pradit Sawattananond | Chairman of the Audit Committee / Independent Director |
| 2. Mr. Tang, Lai-Wang | Director / Managing Director / Chairman of the Risk Management Committee |
| 3. Dr. Supriya Kuandachakupt | Member of the Audit Committee / Independent Director |
| 4. Mr. Kasem Akanesuwan | Member of the Audit Committee / Independent Director |
| 5. Mrs. Patima Chavalit | Independent Director |
| 6. Mr. Tientavee Saraton | Director |

Attending Management at the Meeting room

- | | |
|------------------------------|---|
| 1. Mr. Anurit Wongudom | Acting General Manager |
| 2. Mr. Danai Lapaviwat | Chief Financial Officer / Company Secretary / Board of Director Secretary |
| 3. Mr. Sarayuth Chaisawadi | Chief Information Officer / Acting Chief Administrative Officer |
| 4. Mr. Kitisak Leelaharat | Chief Credit Officer |
| 5. Mr. Pattapol Kangwalsakul | Chief Legal Officer |

Attending Auditors on Video Conference

- | | |
|-------------------------------|---------------------------|
| 1. Ms. Vissuta Jariyatanakorn | EY Office Company Limited |
| 2. Ms. Thip Tangsermwong | EY Office Company Limited |

Attending Independent Legal Advisors on Video Conference

- | | |
|---------------------------|--|
| 1. Mrs. Sawita Suwansawat | MSC International Law Office Company Limited |
| 2. Mr. Tirayu Songdacha | MSC International Law Office Company Limited |
| 3. Mr. Sirikorn Phakkahn | MSC International Law Office Company Limited |

Independent Vote Teller

Inventech Systems (Thailand) Company Limited

Preliminary Proceeding

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

Independent Legal Advisor welcomed shareholders and attendees and informed the meeting that due to the situation of the Coronavirus 2019 or COVID-19 Outbreak, the Company takes into account the health and safety of the shareholders and attendees who attend the meeting. The seating arrangement would be at least one meter from one another. In addition, the Company had set up a screening point at the entrance of the meeting venue to measure every attendee’s body temperature, vaccination check and testing for COVID-19 with an ATK prior to entering the meeting venue. The Company reserves the right to deny entry to the meeting venue of any person with a temperature of 37.5 degrees Celsius or higher, or any person who shows any symptoms of fever, or have not received at least 2 vaccinations or have tested positive for COVID-19. Notwithstanding the foregoing every shareholder may vote at the Meeting by granting a proxy to an independent director of the Company to attend the Meeting and cast a vote on his or her behalf, and may submit questions with respect to the agenda items together with the proxy form in advance to an independent director. The Company will therefor arrange a question-and-answer session in the Meeting and will record the minutes of the Meeting with respect to questions and answers.

The Independent Legal Advisor further clarified that The Company would like to request cooperation from the shareholders who are desirous to attend the 2022 Annual General Meeting of Shareholders and have passed the screening point to conduct themselves as follows:

1. To wear a face mask at all times while in the meeting venue;
2. To wash hands frequently with soap or alcohol gel;
3. To avoid touching face (eyes, nose, or mouth) with unwashed hands;
4. To avoid using or touching objects that are used or touched by others;
5. To leave the meeting venue if there is a cough, runny nose, sore throat, or shortness of breath.

In this regard, the Company reserves the right to take any action in the future and to determine any guidelines and measures for the purpose of risk protection in compliance with the guidelines prescribed by law and/or policies issued by the government authorities, and would like to request cooperation from the shareholders to strictly comply with these measures.

Enclosure 2
Supporting Document for Agenda 1

In addition, the epidemic of COVID-19 made it impossible for the directors in Taiwan to attend the meeting in person. However, they attended the meeting through the Video Conference, including to maintain distance in the meeting room part of the directors therefore attending the meeting through Video Conference as well, in accordance with the Emergency Decree on Electronic Media Conference B.E. 2563. This method makes it possible to attend the meeting via a video conference which were as effective as a conference in the manner established by law.

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

The Chairman informed the Meeting at the opening time that there were 19 shareholders present in person at the Meeting, holding the aggregation of 5,191,793 shares, and 1,493 shareholders were present by proxy, holding the aggregation of 384,716,776 shares. The total number of shareholders attending the meeting in person and present by proxy were 1,512 shareholders, holding the aggregation of 389,908,569 shares, constituting 73.8682 percent of total issued shares sold as there were shareholders attending the meeting not less than twenty-five persons and more than 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. 38/2022 during November 24, 2021 to December 31, 2021. 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 votes, each shareholder shall have voting rights equal to the number of shares held, one vote for each share of which he is holder.
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.
 - A ballot that has more than one mark in a space provided;

Enclosure 2
Supporting Document for Agenda 1

- A ballot that cast a vote expressing a conflict of intent;
 - A ballot that is crossed out with no signature; or
 - A ballot that cast more than the permitted number of votes.
- 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 with 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 which 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 that the shareholders cast on each agenda item may not be consistent from time to time on account of the number of shareholders entering the meeting room and proxies. 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 are 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 with 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 first 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

Enclosure 2
Supporting Document for Agenda 1

who would like to interrogate questions are requested to write name and surname, and question or suggestion on the paper provided by the company and send to the company staff to avoid contact.

- 2.12 In the case that 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 required 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 shareholders are therefore kindly asked to give the cooperation in this regard so as for the Meeting to be proceeded smoothly 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. 37/2021 held on April 20, 2021

Mr. Danai Lapaviwat, the Company Secretary (“**Company Secretary**”), informed the Meeting that the Company had prepared the Minutes of the Annual General Meeting of Shareholders No. 37/2021 held on April 20, 2021 (“**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 Chairman 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. 37/2021 held on April 20, 2021, with the vote results as follows.

Result	Vote (amount)	Percent
Approved	389,653,169	100.0000
Disapproved	0	0.0000
Abstained	255,400	-
Invalid Ballot	0	-
Total	389,908,569	100.0000

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

Agenda 2 To consider acknowledging the annual report of the Board of Directors for the year 2021.

The Company Secretary informed the Meeting that according to Article 113 of the Public Limited Companies Act B.E. 2535 (“**the Public Limited Companies Act**”), 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 2021 (Form 56-1 One report) was enclosed together with the invitation letter to the Meeting.

The Chairman reported to the Meeting a summary of the operating results for year 2021 as follows:

ECONOMY & INDUSTRY IN 2021

The year 2021 was a very challenging year in terms of overall economy and private sector business operation. The Covid-19 Pandemic has resulted in negative impact to the Thai economy, purchasing power and the consumer confident. This led to the GDP growth at 1.6 percent in 2021 which was a negative growth of 6.1 percent compared to that of previous year. The key engines that drove the Thai economic were the export sector that grew 18.8 percent and the investment from both government and private investment that grew 3.8 percent and 3.2 percent respectively. Meanwhile, the private consumption only grew at 0.3 percent.

For the overall automobile industry, the total domestic new car sales in 2021 were 759,119 units decreased 4.2 percent from 792,146 units in 2020 due to economic slowdown from the pandemic. On the other hand, the domestic truck sales increased 31.0 percent from 25,288 units in 2020 to 33,134 units in 2021 due to an increase in demand from export and logistic sectors.

The Bank of Thailand has maintained the monetary policy at rate 0.50 percent since May 2020 which has been the lowest in the history in order to continuously support the economic recovery and growth. and to reduce risk from both internal and external in the future.

Performance in 2021

Despite the fact that the year 2021 was a difficult year, the Company and its subsidiaries had performed the outstanding performance. As of December 31, 2021, the total assets of the Company and its subsidiaries increased 26.12 percent from THB 44,930.66 million at December 31, 2020 to THB 56,668.69 million due to the portfolio growth from its hire-purchase and the subsidiary’s loan business. The total amount of credit in 2021 amounted to THB 30,843.76 million increasing 51.43 percent from 2020.

The total liabilities as of December 31, 2021 were THB 47,413.47 million, increasing 20.76 percent from THB 39,262.97 million at the end of 2020 to support the portfolio growth. The shareholders’ equity as of December 31, 2021 was THB 9,255.22 million increasing 63.30 percent from THB 5,667.69 million at the end of 2020 as a result of the capital increase. The Company has the paid-up capital at THB 2,639.22 million with the retained earnings of THB 3,803.43 million.

The total revenues in 2021 amounted to THB 4,414.38 million, increasing 22.77 percent from THB 3,595.61 million in 2020 due to the continuing growth of portfolio. The total operating expenses in 2021 amounted to THB 1,865.94 million increasing 20.74 percent from THB 1,545.39 million in 2020 mainly due to an increase in the expected credit losses and impairment loss on assets foreclosed. Consequently, the total profit for the year 2021 was recorded at THB 1,202.80 million, increasing 36.21 percent from THB 883.06 million in 2020.

The total portfolio in 2021 amounted to THB 55,728.79 million, increasing 25.26 percent from 2020 due to the growth of hire-purchase business volume. The NPLs ratio at the end of 2021 was at 2.71 percent of the total portfolio decreased from 2.87 percent in 2020 reflecting the improve of the quality of portfolio. The allowance for expected credit losses to NPLs ratio stood at 88.35 percent at the end of 2021 increased from 81.04 percent at the end of 2020.

In 2021, the company had supported the Bank of Thailand (BOT) policy to help the customers who were affected by the COVID-19 via the BOT customer relief program such as re-scheduling and re-structuring programs.

CORPORATE GOVERNANCE & 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, stakeholders, society, and environment.

The Company continued engaged in the social activities to donate to hospitals during the COVID-19 and provide scholarships to students.

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 since 2017 and received renewal of certification in 2020. The company still strictly adheres to the operation in accordance with the anti-corruption policy throughout the Company and its subsidiaries.

On behalf of the Board of Directors, I would like to express gratitude to shareholders, customers and business partners who have continuously entrusted and supported us. I would also like to thank managements and employees for their dedication of knowledge and expertise which are the crucial factors of the Company's success and will eventually lead to achievement of the Company's objectives.

The Chairman then delegated Mr. Tang, Lai-Wang, Managing Director ("**Managing Director**") reported to the Meeting the Company operation direction and strategy for 2022.

Managing Director reports operational directions and strategies for 2022 as follows:

The Company operation direction and strategy for 2022.

Although the year 2022 is still uncertain from the Covid-19 Pandemic and the war between Russia and Ukraine, the Company still set up an aggressive target for the year 2022. There are 5 strategies as follows.

First Strategy: Penetrate Truck market

In 2021 the Company has succeeded in truck financing market both new truck and used truck. Truck financing accounted for more than 50% of total disbursement and more than 60% of total portfolio of the Company and its subsidiary. In 2022, truck financing is still a potential product which is driven by the logistic sector from the growth of e-commerce and the export business.

Second Strategy: Expand High Yield Products

The Company will further expand high yield product such as car loan, SHB and RE-finance to increase interest income. The Company sees opportunity of car loan from old customer database.

Third Strategy: Pursue growth of Subsidiary Bangkok Grand Pacific Lease Public Co., Ltd. (BGPL)

BGPL will focus on both machine leasing and direct loan to SME which performed very well last year. BGPL will grasp the opportunity in potential industries such as food, plastic, packaging, medical, solar energy, particularly in construction equipment.

Fourth Strategy: Increase Insurance revenue of Subsidiary and SK Insurance Broker Co., Ltd (SKIB)

Insurance broker business was very successful last year. This year we still expect aggressive growth of insurance revenue both from a growth of disbursement and an increase of penetration rate

Fifth Strategy: Follow ESG compliance

ESG compliance is the trend of world wide. The Company gives importance to Environment, Social, Governance which will leads to sustainable growth. The Company has implemented projects to support ESG such as promoting eco-friendly product (solar energy), adding ESG factor in credit scoring.

The Company will continue to improve internal procedure and speed up digital transforming to achieve the target.

The Board of Directors had considered and deemed appropriate to propose the shareholders to acknowledge the Annual Report for the year 2021 of the Company.

The Chairman 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 acknowledge the matter.

Resolution

The Meeting resolved to acknowledge the annual report for the year 2021 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, 2022, which were reviewed by the Audit Committee and audited by the certified auditor

The Company 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, 2020, which have been reviewed by the Audit Committee and audited by the certified auditor, were set out in the annual report for the year 2021 and were enclosed with the invitation letter to the Meeting which was delivered to shareholders.

The Board of Directors had considered and deemed appropriate to that of the Company's audited financial statements and the report of the Independent Auditor as at December 31, 2021, which were reviewed by the Audit Committee and audited by the certified auditor, should be proposed to the Meeting for approval.

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The Chairman 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, 2021, which have been reviewed by the Audit Committee and audited by the certified auditor with the voting results as follows:

Result	Vote (amount)	Percent
Approved	389,912,785	100.0000
Disapproved	0	0.0000
Abstained	0	-
Invalid Ballot	0	-
Total	389,912,785	100.0000

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 2021

The Company Secretary informed the Meeting that according to Article 116 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 by taking into consideration the Company's dividend policy at 40 percent - 70 percent of the annual net profit. Also, 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.

For the Company and its subsidiary's operating result from January 1, 2021 – December 31, 2021 profits for the year of THB 1,202,804,017. The Company proposes the appropriation of annual net profit for the year 2021 as follows:

1. Allocate 5 percent of net profit of the Company for the year 2021 ended December 31, 2021 in the amount of THB 52,229,552 to be legal reserve of the Company.
2. Dividend payment from year 2021 operating result at the rate equivalent to THB 1.14 per share in the total amount of THB 601,741,544 in the forms of cash dividend. The payout ratio is 50.03% and the payment of dividends shall be subjected to withholding tax at the rate prescribed by law.

The Company shall fix the record date on March 4, 2022 to determine the shareholders right to receive dividends. The dividend payment date shall be made on May 6, 2022. The company paid corporate income tax at 20% in year 2021.

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The Chairman 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 a follow:

Resolution

The Meeting resolved to approve the appropriation of the annual net profit and dividend payment from operating performance of the year 2021 with the voting results as follows:

Result	Vote (amount)	Percent
Approved	389,912,785	100.0000
Disapproved	0	0.0000
Abstained	0	-
Invalid Ballot	0	-
Total	389,912,785	100.0000

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 re-appointment of the directors who are going to vacate the office upon the expiration of their term

Before the start of this agenda, Independent Legal Advisors have asked directors, who are due to retire by rotation and have been proposed to resume their positions, to temporarily leave the meeting room in order to comply with the principles of good governance and for transparency in their posting votes.

The Company 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.

In this Meeting, 4 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 Chairman of the Board of Directors
2. Mr. Tang, Lai-Wang Director
3. Mr. Anant Svattananon Independent Director
4. Mr. Kasem Akanesuwan Independent Director

The profiles of the directors proposed to serve the new positions are published in Enclosure that has been sent to the shareholders together with the meeting invitation letter.

For this agenda, there is no shareholder nominating any qualified person to be considered as the directors in advance. The Board of Directors therefore deems it appropriate that the retiring committee members to hold the office for another term. In order to comply with the principles of good

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governance, the directors who have been nominated for re-election and being shareholders of the Company abstained from voting in consideration of this agenda item.

The Board of Directors considered that those 4 retired directors have appropriate qualifications as well as experience, knowledge and skills in the businesses of the Company and have performed their directorship efficiently. As a result, they were qualified under the Public Limited Companies Act and were appropriated 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 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 Mr. Anant Svattananon, as an Independent Director who has been appointed for 17 years and 20 years continuously provided that he is reelected for another term, and Mr. Kasem Akanesuwan as an Independent Director who has been appointed for 13 years and 16 years continuously provided that he is reelected for another term, have performed effectively for their directorship. They have direct experiences in the Company' businesses, knowledge and are unprohibited people by the law and the regulation of the Securities and Exchange Commission. Moreover, The Board of Directors has considered that Mr. Anant Svattananon and Mr. Kasem Akanesuwan can provide opinion independently and in accordance with the related regulation.

Therefore, the Board of Directors has considered that Mr. Anant Svattananon and Mr. Kasem Akanesuwan have the appropriate qualifications and should be proposed to the Shareholders' Meeting for re-appointment as the Independent Directors for another term.

Independent Legal Advisor informed the meeting of the voting criteria for this agenda by allowing the meeting to consider and vote on the election of individual directors. All shareholders are required to vote on the ballots received. To comply with the principles of good corporate governance, for voting on this agenda item, the company will collect all ballots. The criteria for voting in this agenda are as follows:

- For voting, 1 share is entitled to 1 vote.
- In compiling the voting results, the Company will subtract the voting results against and / or abstain from the total votes.
- The company proposed to consider the election of individual directors by asking all shareholders to vote for, agree, disagree or abstain. The staff will first collect the ballots from the shareholders who do not agree or abstain for the consideration of the election of each director, and then collect ballots from all shareholders who voted for approval after collecting the ballots from shareholders who disagree or abstain to vote.

The Chairman asked 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 re-appointment of the directors who were due to retire by rotation and approve the appointment of director for the vacant position, the voting results are as follows:

Agenda 5.1	Mr. Yang, Tze-Ting	Director
Result	Vote (Amount)	Percent
Approved	389,912,735	99.9999
Disapproved	50	0.0001
Abstained	0	-
Invalid Ballot	0	-
Total	389,912,785	100.0000
Agenda 5.2	Mr. Tang, Lai-Wang	Director
Result	Vote (Amount)	Percent
Approved	389,672,332	100.0000
Disapproved	0	0.0000
Abstained	0	-
Invalid Ballot	0	-
Total	389,672,332	100.0000
Agenda 5.3	Mr. Anant Svattananon	Independent Director
Result	Vote (Amount)	Percent
Approved	375,098,733	99.2294
Disapproved	14,697,552	3.7705
Abstained	0	-
Invalid Ballot	0	-
Total	389,796,285	100.0000
Agenda 5.4	Mr. Kasem Akanesuwan	Independent Director
Result	Vote (Amount)	Percent
Approved	375,215,233	96.2305
Disapproved	14,697,552	3.7694
Abstained	0	-
Invalid Ballot	0	-
Total	389,912,785	100.0000

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- 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 2022

The Company 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 2022.

(Unit: THB)

Position	2022		
	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (2021 Operating Results)
1. Chairman of the Board of Directors	50,000	-	-
2. Chairman of the Audit Committee / Independent Director	50,000	10,000	400,000
3. Audit Committee Member / Independent Director / Non-Executive Director	37,500	10,000	300,000
4. Other Directors	25,000	-	-

The Independent Legal Advisors clarified the Meeting that although this agenda item was 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 Chairman asked the Meeting 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, Shareholder	Inquired can the Company determine bonus for the directors at the rate 0.5- 1 percent of net profit growth to be in line with the current trend of other companies?
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The Secretary Clarified that at present, the bonus of the directors is 0.16 percent of the net profit and the Company will take the opinion of the shareholder into account.

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 remuneration of the Board of Directors of the Company for the year 2022, with the vote results as follows:

Result	Vote (Amount)	Percent
Approved	386,455,527	99.1130
Disapproved	2,816,600	0.7223
Abstained	641,595	0.1645
Invalid Ballot	0	0.0000
Total	389,913,722	100.0000

- 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 2022

The Company 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. Vissuta Jariyatanakorn Certified Public Accountant (Thailand) No. 3853 or
- 2) Ms. Manee Rattanabunnakit Certified Public Accountant (Thailand) No. 5313 or
- 3) Mrs. Ponnard Paocharoen Certified Public Accountant (Thailand) No. 5238

from EY Office Limited to be auditors of the Company for the fiscal year ending December 31, 2022. 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 their 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

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and rendering opinion on the Company's financial statements. Moreover, the auditors must not be appointed to audit, review or render opinion on the Company's financial statements for more than 5 consecutive years; Ms. Vissuta Jariyatanakorn has been an auditor of the Company for 2 years, Mrs. Poonnard Paocharoen has been an auditor of the Company for 3 years, and Ms. Manee Rattanabunnakit has been nominated to be an auditor of the Company for 4 years, but she has 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, 2022 for an amount not exceeding THB 2,040,000.

Comparison of Auditing Fees for year 2021 and 2022

Unit: THB

	2022	2021	Difference	percent of Difference
Audit Fees	2,040,000	1,790,000	250,000	13.9665

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 2022 described above.

The Chairman 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 appointment of the auditors and the determination of audit fees for the year 2022, with the vote results as follows:

Result	Vote (Amount)	Percent
Approved	389,913,722	100.0000
Disapproved	0	0.0000
Abstained	0	-
Invalid Ballot		
Total	0	-

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. Some shareholders raised additional questions to the Company as follows:

- | | |
|---|---|
| Mr.Thanadej Chaisubanan
Shareholder
(“ Mr.Thanadej ”) | Inquired from the analysis, the Company has a goal to increase the loan portfolio to THB 100 billion within 2-3 years. What strategy does the company have? And whether the current status is still according to plan? |
| Mr. Anurit Wongudom,
Acting General Manager
(“ Mr. Anurit ”) | Clarified that the analysis of such loan portfolio growth plans is based on Chailease Group's growth plans. The Company plans to grow in the main product segment, including truck financing which continues its growth in 2022, for other products, the company also plans to increase its growth as well, including car loan, and direct loan to SME of the subsidiary. In 2-3 years, we expected that the Company's total loan portfolio will grow to THB 100 billion. |
| Mr.Thanadej | Inquired how many debtors are still receiving the Company's assistance measures? And how many debtors are unable to repay their obligations? |
| Mr. Pattrapol Kangwalsakul
Chief Legal Officer | Clarified that debtors who are still receiving the Company's assistance measures at 2021 are amount of approximately THB 10,015 million, or approximately 17.7% of the Company's credit portfolio, 85 percent are in stage 1, where they will resume to pay debt, and 5.5 percent are in stage 3. |
| Mr.Thanadej | Inquired in which quarter does the company have to set the management overlay? |
| The Company Secretary | Clarified that management overlay setting must be considered quarterly. |
| Mr.Thanadej | Inquired What are the trends in the truck loan industry? |
| Mr. Anurit | Clarified that truck loans are likely to grow. In 2021, truck loans have grown by about 30 percent, and in 2022, truck loans are expected to continue to grow. |
| Mr.Thanadej | Inquired is the Company able to adjust credit rating to reduce financial costs? And is there a possibility that the Company's credit rating will be upgraded to A-level. |
| The Company Secretary | Clarified that the Company is trying to adjust its credit rating from BBB+ level to A- level. |
| Ms. Marayat Jaikaew
Shareholder | Inquired does the Company have a plan to issue warrants? |

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The Company Secretary	Clarified that the Company will take the opinion of the shareholder into account.
Mr. Pongsiri Prasobchaichan Shareholder (“ Mr. Pongsiri ”)	Inquired does the Company have a plan to lend in the motorcycle leasing market?
Mr. Anurit	Clarified that the Company is studying the motorcycle leasing market. But because the government currently controls interest rates through the Office of the Consumer Protection Board which is likely to expire within 2 months. The Company has discussed with the Thai Hire Purchase Association about interest rates. It was found that the interest rate in the motorcycle leasing market is in the range that is attractive for investment.
Mr. Pongsiri	Inquired Does the Company have a stock dividend policy?
The Company Secretary	Clarified that The Board of Directors has considered paying stocks dividend payment but found that the stock dividend payment, the account must be recorded at the par value, which is much lower than the market price, thus causing the Dilution Effect which is unsuitable for the Company
Mr. Chumphon Sirisumsuwan Shareholder (“ Mr. Chumphon ”)	Inquired at present how much is the company's share in the truck loan market? and how much to set goals in 2022?
Mr. Anurit	Clarified that at the end of 2021, the company has a market share of approximately 25 percent and in 2022 the company aims to increase its market share to 30 percent.
Mr. Chumphon	Inquired what percentage has the Company set as a goal for car loans in 2022?
Mr. Anurit	Clarified that the Company started the car loan business in 2020, in 2022 the Company aims to increase car loans approximately 2,000 – 3,000 million baht by expanding the business throughout the country.
Mr. Chumphon	Inquired in 2022, does the Company have a plan to expand its branches?
Mr. Anurit	Clarified that the Company plans to expand branches in the metropolitan area, to reduce customer congestion at headquarters and reduce customer and employee journeys. For other provinces, the Company will consider further.
Mr. Basant Kumar Dugar Shareholder	Inquired What plans does the Company have to keep its operating cash flow positive?
The Company secretary	Clarified that the nature of the Company's business Cash flow from operating should not be considered because if the Company's credit portfolio increases, the Company's receivables increase, it will result in negative cash flow from operating. It should be considered based on non-performing loans (NPLs).

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Mr. Basant Kumar Dugar commented because the Company still have an agenda to certify the minutes of the shareholders' meeting. However, to give shareholders the opportunity to consider the minutes of the meeting, therefore proposed to the Company Submit the minutes of the shareholders' meeting to all shareholders and ask the shareholders to submit relevant opinions within the specified period. without requiring the shareholders to certify the minutes of the meeting again. This is to be in accordance with the principles of good corporate governance

Shareholder

The Chairman Clarified that the Company will take the opinion of the shareholder into account.

There was no other business proposed and no further question from the shareholders.

The Chairman expressed his appreciation to all shareholders and all attendees, and declared that the Meeting adjourned at 4.25 p.m.

(Mr. Pradit Sawattananond)
Chairman of the meeting

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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>	74 years
<u>Education</u>	Master of Business Administration, Central State University, Oklahoma, U.S.A. Bachelor's Degree in Commerce, Chulalongkorn University
<u>Experience</u>	
2004 - Present	Chairman of the Audit Committee/ Independent Director, Asia Sermkij Leasing Public Company Limited
2000 - Present	Audit Committee Member / Independent Director, KGI Securities 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	Chairman of the Audit Committee/ Independent Director/ Chairman of Corporate Governance Committee/ Member of Nomination and Remuneration Committee/ Member of Risk Oversight Committee, Land and House Bank Public Company Limited
2015 - Nov. 2020	Chairman of the Audit Committee/ Independent Director, Nusasiri Public Company Limited
2004 - Dec. 2019	Audit Committee Member/ Independent Director, Thai Film Industries Public Company Limited
<u>Director program</u>	<ul style="list-style-type: none"> - 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>	18 years
<u>Position in others listed Company</u>	2 Companies <ol style="list-style-type: none"> 1. Member of the Audit Committee/ Independent Director/ Member of Corporate Governance Committee, LH Financial Group Public Company Limited 2. Audit Committee Member/ 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 Chairman of the Audit Committee/ Independent Director/ Chairman 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 2022
<u>Meeting Attendance in 2022</u>	7 Board of Directors meetings in total: 7 meetings attended 4 Audit Committee meetings in total: 4 meetings attended
<u>Changes of shares held as at December 31, 2022, compared with those of 2021</u>	: Remain unchanged (Outstanding at 37,700 shares or equivalent to 0.01% 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.

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 67 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

24 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

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 2022</u>	7 Board of Directors meetings in total: 3 meetings attended 12 Executive Board of Directors meetings in total: 12 meetings attended
<u>Changes of shares held as at December 31, 2022, compared with those of 2021</u>	Remain unchanged (Outstanding at 236,028 shares or equivalent to 0.07% of the total shares)

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

Mr. Chen, Jui-Hsin	Vice Chairman of the Board of Directors
	(The director who authorized to sign)
	Appointed as director on November 9, 2020
<u>Age</u>	50 years
<u>Education</u>	Master of Science in Business Administration, Bournemouth University, England
<u>Experience</u>	
2021 - Present	President, Chailease Resources Technology Co., Ltd.
2020 - Present	Director, Asia Sermkij Leasing Public Company Limited
2020 - Present	Director, Bangkok GrandPacific Lease Public Company Limited
2020 - Present	Director, Chailease Capital (Thailand) Co., Ltd.
2020 - Present	Chief Operating Officer, JLK Holding Company Limited
2019 - Present	Senior Executive Vice President, Chailease Finance Co., Ltd.
2016 - 2019	Executive Vice President, Chailease Energy Co., Ltd.
2015 - 2016	Senior Vice President, Chailease Finance Co., Ltd.
<u>Director program/ other training</u>	Obligations and Responsibilities of Companies, Directors and Supervisors under the Securities and Exchange Act 2020, Taiwan Corporate Governance Association
<u>Year of Directorship</u>	2 years
<u>Position in others listed Company</u>	None
<u>Position in Non-Listed Company</u>	1 Companies Chailease Capital (Thailand) 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 2022</u>	7 Board of Directors meetings in total: 3 meetings attended 12 Executive Board of Directors meetings in total: 12 meetings attended
<u>Changes of shares held as at December 31, 2022, compared with those of 2021</u>	None

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

Mr. Tientavee Saraton

Director

Appointed as director on June 18, 1987

74 years

Age

Education

Master of Science in Management, Arthur D. Little Management Education Institute, U.S.A.

Bachelor of Economics, Thammasat University (Second Class Honors)

Experience

1987 - Present
1999 - Present
1992 - 2015
1999 - 2015
2005 - 2009
2006 - 2008
1987 - 2006

Director, Asia Sermkij Leasing Public Company Limited

Director, Bangkok Grand Pacific Lease Public Company Limited

Executive Director, Asia Sermkij Leasing Public Company Limited

Executive Director, Bangkok Grand Pacific Lease Public Company Limited

Vice Chairman, Thai Hire Purchase Association

Deputy Managing Director, Asia Sermkij Leasing Public Company Limited

General Manager, Asia Sermkij Leasing Public Company Limited

Director Accreditation Program No. 22/2004, Thai Institute of Directors Association

Director Certification Program No. 48/2004, Thai Institute of Directors Association

35 years

Year of Directorship

Position in others listed Company

None

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;
- being professional service providers
- Having the significant business relations

None

None

None

Nature of relationships between director/management

None

Meeting Attendance in 2022

7 Board of Directors meetings in total: 7 meetings attended

Changes of shares held as at December 31, 2022, compared with those of 2021

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
<u>Age</u>	Appointed as director on July 29, 1993
<u>High Education</u>	63 years
<u>Experience</u>	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
<u>Director program</u>	Director Certification Program No. 48/2004, Thai Institute of Directors Association
<u>Year of Directorship</u>	29 years
<u>Position in others listed Company</u>	1 Company
<u>Position in Non-Listed Company</u>	Advisor, Office of the President, Bangkok Bank Public Company Limited
<u>Position in Rival Companies/ Connected business</u>	1 Company
<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>	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
<u>Nature of relationships between director/management</u>	None
<u>Meeting Attendance in 2022</u>	7 Board of Directors meetings in total: 7 meetings attended
<u>Changes of shares held as at December 31, 2022, compared with those of 2021</u>	Remain unchanged (Outstanding at 246,942 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 April 11, 2023.**
 - 2) 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.**
 - 3) Shareholders can send proxy form together with supporting documents to Investor Relations Department, Asia Sermkij Leasing Public Company Limited, 24th Floor, Sathorn City Tower, 175 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120**
 - 4) Proxy holder(s) representing several shareholders are requested to send the documents to the Company before April 7, 2023.**
 - 5) Shareholders/ proxies who wish to attend the meeting via electronic media can register and submit a request form from April 3, 2023 at 8:30 AM, details as per Attachment 9.**

**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 เอเชียเซริมกิงลีซซิง 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

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

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการ
 อิสระคนอื่นเป็นผู้รับมอบฉันทะแทน

In the case the independent director who is appointed as the proxy holder is unable to attend the
 meeting, one of the other independent directors shall be appointed as the proxy holder in
 replacement.

(รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 3 ของหนังสือเชิญประชุมใหญ่สามัญประจำปีผู้ถือหุ้น ครั้งที่ 39/2566) (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. 39/2023)

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมใหญ่สามัญประจำปีผู้ถือหุ้น ครั้งที่ 39/2566 ในวันที่ 11 เมษายน 2566 เวลา 15.00 ณ ห้องแกรนด์ฮอลล์ บางกอก คลับ ชั้น 28 อาคารสาทรซิตี้ทาวเวอร์ เลขที่ 175 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร และการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

as my/our proxy (“proxy”) to attend and vote on my/our behalf at Annual General Meeting of Shareholders No. 39/2023 on April 11, 2023 at 3:00 p.m., at Grand Hall, The Bangkok Club 28th Floor, Sathorn City Tower, 175 South Sathorn Road, Tungmahamek, Sathorn, Bangkok, and online meeting 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 38/2565 ซึ่งประชุมเมื่อวันที่ 21 เมษายน 2565

Agenda 1 To consider certifying the Minutes of the Annual General Meeting of Shareholders No. 38/2022 held on April 21, 2022.

- 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 2565 ของคณะกรรมการบริษัท

Agenda 2 To consider acknowledging the annual report of the Board of Directors for the year 2022.

(ไม่มีกรลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 3 พิจารณานุมัติงบการเงินและรายงานผู้สอบบัญชีประจำปีสิ้นสุด วันที่ 31 ธันวาคม 2565 ซึ่งได้ผ่านการพิจารณาสอบทานจากคณะกรรมการตรวจสอบและตรวจสอบโดยผู้สอบบัญชีรับอนุญาต

Agenda 3 To consider approving the Company’s audited financial statements and the report of the Independent Auditor as at December 31, 2022, 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 พิจารณานุมัติการจัดสรรผลกำไรของบริษัทและพิจารณาการจ่ายเงินปันผลจากผลการดำเนินงานประจำปี 2565

Agenda 4 To approve the appropriation of the annual net profit and dividend payment from operating performance of the year 2022.

- 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 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.

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

ก. เลือกตั้งกรรมการทั้งหมด

A. Election of entire nominated directors

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

ข. เลือกตั้งกรรมการเป็นรายบุคคล

B. Election of each nominated directors

1. นายเชน ฟง ลอง

Mr. Chen, Fong-Long

เห็นด้วย

Approve

กรรมการ

Director

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

2. นายเจิน จู๋ ชิง

Mr. Chen, Jui-Hsin

เห็นด้วย

Approve

กรรมการ

Directot

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

3. นายเทียนที สระตันดี

Mr. Tientavee Saraton

เห็นด้วย

Approve

กรรมการ

Directot

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

4. นางปัทมา ชาวลิต

Mrs. Patima Chavalit

เห็นด้วย

Approve

กรรมการอิสระ

Independent Director

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 6

พิจารณาอนุมัติค่าตอบแทนคณะกรรมการบริษัทประจำปี 2566

Agenda 6

To consider approving the remuneration of directors for the year 2023.

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 7

พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2566

Agenda 7

To consider approving the appointment of the certified auditors and the auditing fees for the year 2023.

ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

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

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

วาระที่ 8
Agenda 8

พิจารณาเรื่องอื่น ๆ (ถ้ามี)
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) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้นรวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใดให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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
(.....)

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. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ 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 39/2566 ในวันที่ 11 เมษายน 2566 เวลา 15.00 น. ห้องแกรนด์ฮอลล์ บางกอก คลับ ชั้น 28 อาคารสาทรซิตี้ทาวเวอร์
เลขที่ 175 ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร และการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
At the Annual General Meeting of Shareholders No. 39/2023 on April 11, 2023 at 3:00 p.m., at Grand Hall, The Bangkok Club 28th Floor, Sathorn City
Tower, 175 South Sathorn Road, Tungmahamek, Sathorn, Bangkok, and online meeting, 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 ไม่เห็นด้วย จดออกเสียง
Approve Disapprove 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 ไม่เห็นด้วย จดออกเสียง
Approve Disapprove 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 ไม่เห็นด้วย จดออกเสียง
Approve Disapprove Abstain

วาระที่ _____ เรื่อง พิจารณานุมัติแต่งตั้งกรรมการที่ครบกำหนดออกตามวาระ

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

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย ไม่เห็นด้วย จดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย ไม่เห็นด้วย จดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย ไม่เห็นด้วย จดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย ไม่เห็นด้วย จดออกเสียง
Approve Disapprove Abstain

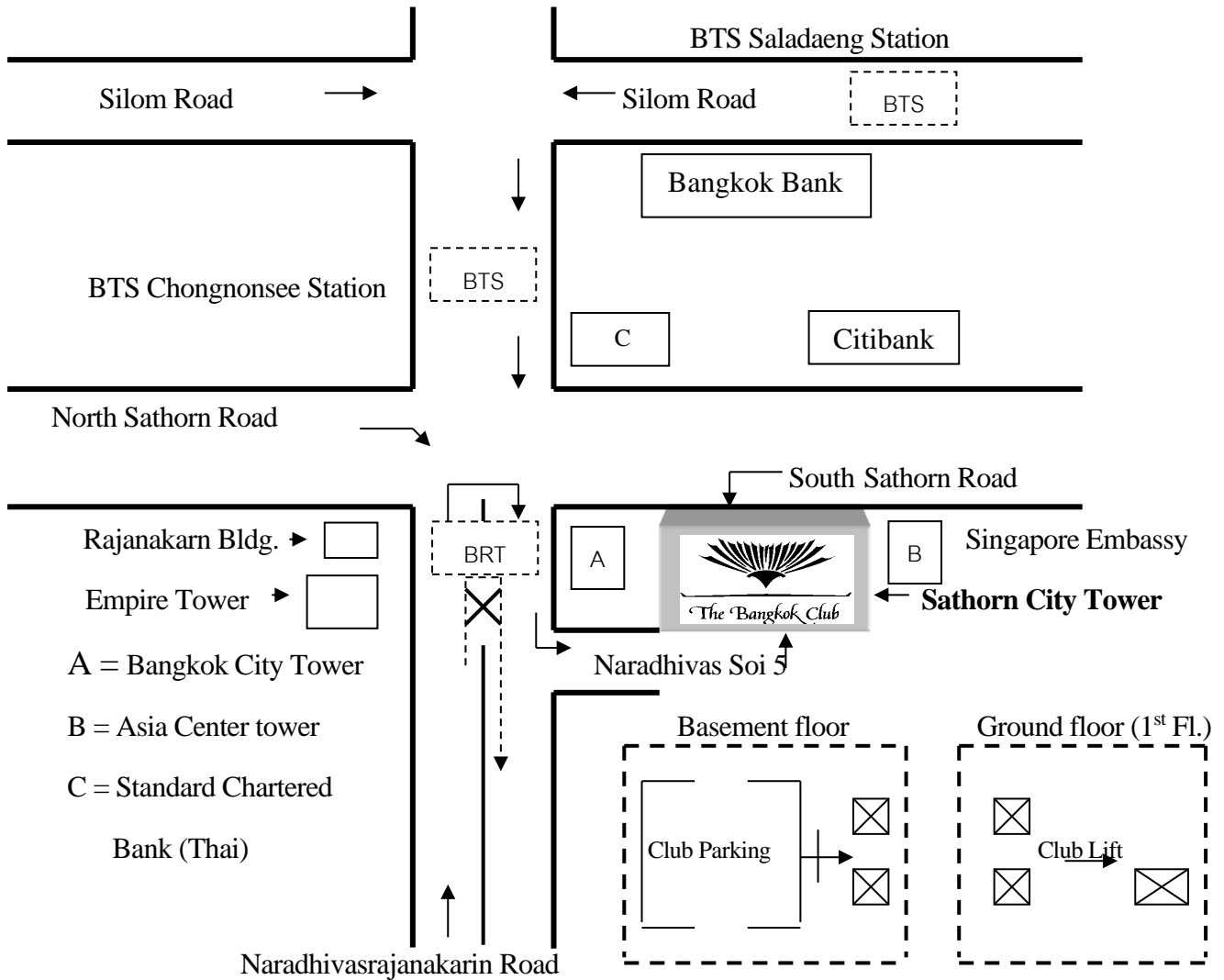
The Venue for the Annual General Meeting of Shareholders No. 39/2023

Asia Sermkij Leasing Public Company Limited

April 11, 2023, 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

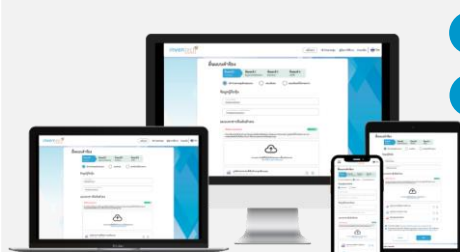


Guidelines for attending the meeting via electronic media

➤ **Incase shareholders and proxies to attend the meeting via electronic media** as follows :

Step for requesting Username & Password via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Media via Web Browser at <https://con.inventech.co.th/ASK174820R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



**** Merge user accounts, please using the same email and phone number ****

- 1** Click link URL or scan QR Code in the letter notice Annual General
- 2** Choose type request for request form to 4 steps
 - Step 1 Fill in the information shown on the registration
 - Step 2 Fill in the information for verify
 - Step 3 Verify via OTP
 - Step 4 Successful transaction, The system will display information again to verify the exactitude of the information
- 3** Please wait for an email information detail of meeting and

2. For Shareholders who would like to attend the Meeting either through the Electronic Media by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 03 April 2023 at 8:30 a.m. and shall be closed on 11 April 2023 Until the end of the meeting.

3. The electronic conference system will be available on 11 April 2023 at 01:00 p.m. (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.


4. Shareholders can submit the questions in advance at kanoporn.ch@ask.co.th by April 7, 2023.

Appointment of Proxy to the Company's Independent Director


For Shareholders who authorize Independent Director to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Media of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company by April 10, 2023 at 5.00 p.m.

Investor Relations Department, Asia Sermkij Leasing Public Company Limited,
24th Floor, Sathorn City Tower, 175 South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

If you have any problems with the software, please contact Inventech Call Center

 02-931-9139

 @inventechconnect

 The system available during 03 April – 11 April 2023 at 08.30 a.m. – 05.30 p.m.
(Specifically excludes holidays and public holidays)

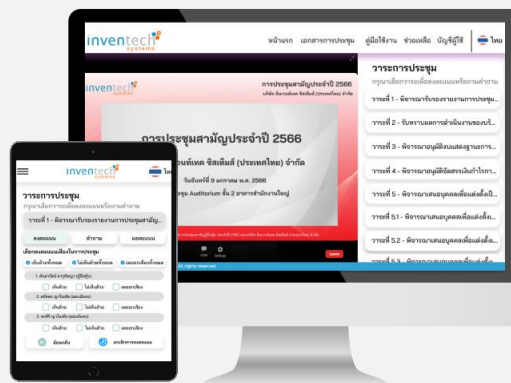


Report a problem
@inventechconnect

Step voting process (e-Voting)

Use Cases PC/Laptop and Mobile/iPad

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button
- 3 Then click on “Join Attendance”
- 4 Select which agenda that you want to vote
- 5 Click on “Vote” button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button “Cancel latest vote (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result) Shareholders can conduct a review of the votes on an agenda basis. When the voting results are closed.

Step to ask questions via Inventech Connect



- Select which agenda
 - Click on “Question” button
- 1 Ask a question
 - Type the question then click “Send”
 - 2 Ask the question via video
 - Click on “Conference”
 - Click on “OK” for confirm your queue
 - Please wait for the queue for you then your can open microphone and camera

How to use Inventech Connect



User Manual e-Request



User Manual e-Voting

of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements

- High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
- High Quality Video: Must be have internet speed at 1.0 Mbps.
- Standard Quality Video : Must be have internet speed at 0.5 Mbps.

Step for requesting via register

1. Incase in person

- 1 Document for register
- 2 Wait for inspector and register
- 3 Received a ballot

2. Incase in proxy

- 1 Document for inspector
- 2 Wait for inspector
- 3 Document for register
- 4 Wait for register
- 5 Received a ballot

3. Join meeting in meeting room

