

Invitation Letter to Annual General Meeting of Shareholders No. 40/2024

Asia Sermkij Leasing Public Company Limited

April 11, 2024 at 3:00 p.m.



Hybrid Meeting

At Regency Ballroom 1, 5th Floor, Hyatt Regency Bangkok Sukhumvit

1, Sukhumvit Soi 13, Klongtoey Nua, Wattana, Bangkok

And via electronic media

(Translation)

Registration No. Bor Mor Jor 0107546000393

No. 2024/06

Date : March 13, 2024

Subject: Invitation to the Annual General Meeting of Shareholders No. 40/2024

To : Shareholders
Asia Sermkij Leasing Public Company Limited

- Enclosure:
1. A copy of the Minutes of the Annual General Meeting of Shareholders No. 39/2023 held on April 11, 2023
 2. The annual report (Form 56-1 One Report) of the Board of Directors for the year 2023 with the audited financial statements and the Independent Auditor's Report as at December 31, 2023 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. Profiles and Work Experience of Auditors
 6. List of documents required to attend the Shareholders' Meeting
 7. Articles of Association relating to the Shareholders' Meeting
 8. Proxy Forms (Form B)
 9. The Venue for the Annual General Meeting of Shareholders No. 40/2024
 10. Guidelines for attending the meeting via electronic media and at the venue
 11. Registration Form for the Shareholders' Meeting

Whereas, the meeting of the Board of Directors of Asia Sermkij Leasing Public Company Limited (the "**Company**") No. 2/2024 held on February 16, 2024 deems it is appropriate to hold the Annual General Meeting of Shareholders No. 40/2024 on April 11, 2024 at 3:00 p.m., at Regency Ballroom, Hyatt Regency Bangkok Sukhumvit 5th Floor, No. 1, Sukhumvit Soi 13, Klongtoey Nua, Wattana, Bangkok 10110 and via electronic media (E-Meeting). The agenda to be considered are as follows:

Agenda 1. To consider certifying the Minutes of the Annual General Meeting of Shareholders No. 39/2023 held on April 11, 2023.

Fact and reason

The Company had prepared Minutes of the Annual General Meeting of Shareholders No. 39/2023 held on April 11, 2023 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. 39/2023 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. 39/2023 held on April 11, 2023 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 2023.

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 2023 is enclosed herein, as per 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 2023 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, 2023, 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, 2023, which have been reviewed by the Audit Committee and audited by the certified auditor, are presented in the annual report for the year 2023 and enclosed herein, as per Enclosure 2, distributed to shareholders together with this invitation letter.

Unit : Million Baht

Description	Consolidated As at 31 December		
	2023	2022	Change (%)
Total assets	77,528.92	69,148.57	12.12
Total liabilities	66,870.37	58,894.05	13.54
Total shareholders' equity	10,658.55	10,254.52	3.94
Total Revenues	6,498.71	5,623.60	15.56
Net profit (Company portion only)	1,218.77	1,512.14	(19.40)
Earnings per share (Baht)	2.31	2.86	(19.23)

Board of Directors' Opinion

The Company's audited financial statements and the report of the Independent Auditor as at December 31, 2023, which were reviewed by the audit committee and audited by the certified auditor, 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 4. To consider approving the appropriation of the annual net profit and dividend payment from operating performance of the year 2023.

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, 2023 - December 31, 2023 profit for the year of **1,218,768,708** Baht. The Company proposes the appropriation of annual net profit for the year 2023 as follows:

1. Since the Company has already allocated profits from the operation of the Company as the legal reserve at the amount of not less than 10 percent of the registered capital of the Company in which equals to Baht **263,921,730** (details as per stipulated in the financial statement of the Company ended December 31, 2023) which is in accordance with the laws and the Articles of Association of the Company. Therefore, the Company deems appropriate to suspend the allocation of profits from the operation of the Company for the year 2023 ended December 31, 2023 to be the legal reserve of the Company.

2. Dividend payment from year 2023 operating result at the rate equivalent to Baht **1.16** per share in the total amount of Baht **612,298,414** in the forms of cash dividend. The payout ratio is **50.24%** 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, 2024 to determine the shareholders right to receive dividends. The dividend payment date shall be made on April 30, 2024. The company paid corporate income tax at 20% in year 2023.

Comparison of Dividend Payment for year 2024 and 2023

Dividend Payment Detail	2024	2023
Net Profit (Baht) (Consolidated)	1,218,768,708 (Year 2023 performance)	1,512,139,980 (Year 2022 performance)
The legal reserve (Baht)	263,921,730	263,921,730
No. of Shares (Shares)	527,843,460	527,843,460
Dividend Payment per Share (Baht)	<u>1.16</u>	<u>1.44</u>
Total Dividend Paid (Baht)	612,298,414	760,094,582
Dividend Payout Ratio (%)	50.24	50.27

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 directors retiring in the first and second year after being listed the Company shall be drawn by lots. In every subsequent year, the directors who have been in office longest shall retire. A retiring director maybe 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. Wang, Chia-Hung | Director |
| 2. Mr. Liao, Ying-Chih | Director |
| 3. Mr. Pradit Sawattananond | Independent Director |
| 4. Mrs. Supriya Kuandachakupt | Independent Director |

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

Criteria for selection of Directors

The Company does not have an established nominating committee to select directors. The Board of Directors considers a nomination who was selected to be a director in the structure, board diversity policy such gender, nationality (the Company' directors are both Thai and foreign) and the expertise to complement the existing skill of the Board of Directors and personal qualification for directorship as well as experience, skills, directorship performance and unprohibited person by the law and the regulation of the Securities and Exchange Commission.

In addition, the Company provide the opportunity for shareholders to propose qualified persons to be appointed as the Company's director during October 9, 2023 – December 31, 2023. 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 Mr. Pradit Sawattananond, as an Independent Director who has been appointed for 19 years and 22 years continuously provided that he is reelected for another term, and Mrs. Supriya Kuandachakupt as an Independent Director who has been appointed for 17 years and 20 years continuously provided that she 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. Pradit Sawattananond and Mrs. Supriya Kuandachakupt can provide opinion independently and in accordance with the related regulation.

Therefore, the Board of Directors has considered that Mr. Pradit Sawattananond and Mrs. Supriya Kuandachakupt have the appropriate qualifications and should be proposed to the Shareholders' Meeting for re-appointment as the Independent Directors for another term.

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

Agenda 6. To consider approving the remuneration of directors for the year 2024.

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 2024 be proposed to the shareholders' meeting for approval as follows:

Comparison of the remuneration of directors for year 2024 and 2023

Unit: Baht

Position	2024			2023		
	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (Y2023 performance)	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (Y2022 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	500,000
3. Audit Committee Member/ Independent Director/ Non-Executive Director	37,500	10,000	375,000	37,500	10,000	375,000
4. Other Director	25,000	-	-	25,000	-	-

Remark: There is no other type of compensation proposed, as well as welfares or other benefits for year 2024 and 2023

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 2024 should be proposed to the Meeting of Shareholders for approval as per all the presented details above.

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 2024.

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 Jirachaikhuan Khan Certified Public Accountant (Thailand) No. 6287

of EY Office Limited to be auditors of the Company for the fiscal year ending December 31, 2024. 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 7 years but has never audited the financial statements of the Company. Ms. Sineenart Jirachaikhuan Khan has been proposed as the Company's auditors for 1 years but has never audited the financial statements of the Company.

The auditors from EY Office Limited shall also be the auditors of the Company's subsidiaries, which are 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, 2024 for an amount of not more than **Baht 2,190,000.**

Comparison of Auditing Fees for year 2024 and 2023

Unit: Baht

Auditing Fees	2024	2023	Difference	Change (%)
Auditing Fee for financial statements	2,190,000	2,100,000	90,000	4.3
Fee from other services	None	None	-	-

During the last fiscal year, the Company paid other additional expense relating to auditing service totalling Baht 25,613. 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 2024.

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 2024 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. To consider approving the issuance of debentures.

Facts and reason

At present, the Company's operating funds mainly depend on loans from financial institutions as well as capital and operating profits generated from the Company's performance. The Board of Directors deems it appropriate for the Company to raise funds to manage the liquidity and financial costs through the debt market by issuing and offering debentures under the program as follows:

Type : Short-term and/or long-term debentures with or without the name of the holder specified, subordinated or non-subordinated, with or without security, with or without representatives.

Initial Program Amount	:	Outstanding balance of short-term debentures and/or long-term debentures, including additional debentures to be issued under the Medium-Term Notes Program (MTN) by the approval of the resolution of the shareholders' meeting, combined with previously issued debentures authorized by the Securities and Exchange Commission that are not yet due shall not exceed 50,000 million Baht or other currencies in equivalent amount. The Company can issue and offer additional debentures and/or issue and offer debentures to replace the existing debentures that have matured. The total value shall not exceed the approved value at this time
Term Allocation	:	Not exceeding 7 years from the date of issuance of the debentures.
	:	Offer to the public and/or institutional investors and/or high net worth investors and/or specific investors (private placement) both domestically and/or internationally, in accordance with the criteria specified in the Securities and Exchange Commission Notification, which may be issued and offered in one or more tranches, and may be issued and offered at one time or in several occasions, under the Medium-Term Notes Program (MTN).

The Board of Directors shall and/or persons designated by the Board of Directors with the authority to determine details and other conditions relating to the issuance and offering of the short-term debentures and/or long-term debentures as follows :

- (1) Determine the type, category, details of short-term and/or long-term debentures issued, such as designation of names, types of debentures, short-term debentures, clauses governing the rights and obligations of issuers and bondholders, amount issued and offered at a time, redemption period, early redemption, interest rates and/or discount rates, payment methods of principal and interest, subscription period, security and guarantee, offering and allocation method including (but not limited to) appointment of debenture arranger, underwriters, the registrar and/or bond holders' representative (if any) or the appointment of advisors or persons involved in the issuance and offering of debentures and/or short-term debentures including the listing of such debentures with the Stock Exchange or any secondary market, securities exchange center, as well as having the authority to apply for permission with relevant authorities.
- (2) Negotiate, prepare, execute, sign and deliver any agreements and documents relating to the issuance and sale of such short-term debentures and/or long-term debentures.
- (3) Take such any other action that the aforementioned authorized person considers necessary and relevant in connection with the issuance and offering of such short-term debentures and/or long-term debentures.

Board of Directors’ Opinion

The issuance of debentures as the details above should be proposed to the meeting of shareholders for approval.

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

Agenda 9 To consider approving the change of the Company's seal.





Facts and reason

Regarding the company's seal which currently used, is registered in accordance with the Articles of Association in Articles No.40, as follows:

The 1st seal is a three-colored seal: red, green, and blue, used for cheques and financial transactions.

The 2nd seal is a one-colored seal, used for general businesses.

This aims to make the transaction banking more convenient and flexible. The Board of Directors has considered that the change of the Company's seal should be proposed to the shareholders’ meeting for approval as follows;

Corporate Seal (old)	Corporate Seal (new)
<p>The Company’s seal shall be, as follows:</p>  <p>The 1st seal is a three-colored seal: red, green, and blue, used for cheques and financial transactions.</p>	<p>The Company’s seal shall be, as follows:</p>  <p>The 1st seal is used for cheques and financial transactions.</p>
 <p>The 2nd seal is a one-colored seal, used for general businesses.</p>	 <p>The 2nd seal is used for general businesses.</p>

Board of Directors’ Opinion

The Board of Directors has considered that the change of the Company's seal should be proposed to the Meeting of Shareholders for approval.

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

Agenda 10 To consider and approve the amendment of the Company’s Articles of Association.

Facts and reason

According to the Public Limited Companies Act B.E. 2535 and the Company’s Articles of Association, the amendment of the Company’s Articles of Association requires the resolution of the shareholders’ meeting and to be in line with the change of the Company's seal in the Agenda 9 above. The Public Limited Company Act (No. 4) B.E. 2565 (Amendment) was published in the Government Gazette and became effective on 24 May 2022. The Act has been amended to the meeting arranged via electronic media and relevant matters to ensure the articles of association will be consistent with the said Act, and convening the meeting to be consistent with the current situation, enhance efficiency, reduce unnecessary expenses, and facilitate the investors. Therefore, to amend the Articles of Association of the Company to be in accordance with the Public Limited Companies Act (No. 4) B.E. 2565, which appropriate has considered that the amendment to the articles of association should be proposed to the shareholders’ meeting for approval as follows;

Article	Current	New
21	At a meeting of the board of directors, at least one half of the total number of directors present shall form a quorum. In case the chairman of the board is not present at the meeting or cannot perform his or her 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 if the vice-chairman is not present at the meeting or cannot perform his or her duty, the directors present at the meeting shall elect one of the directors to be the chairman of the meeting. Decisions at the meeting shall be made by majority vote.	At a meeting of the board of directors, at least one half of the total number of directors present shall form a quorum. In case the chairman of the board is not present at the meeting or cannot perform his or her 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 if the vice-chairman is not present at the meeting or cannot perform his or her duty, the directors present at the meeting shall elect one of the directors to be the chairman of the meeting. Decisions at the meeting shall be made by majority vote.

Article	Current	New
	<p>Each director is entitled to one vote, but a director who has interests in any matter shall not be entitled to vote on such matter. In the event of a tie vote, the chairman of the meeting shall have the casting vote.</p>	<p>Each director is entitled to one vote, but a director who has interests in any matter shall not be entitled to vote on such matter. In the event of a tie vote, the chairman of the meeting shall have the casting vote.</p> <p><u>The meeting of the Board of Directors may be conducted by electronic means in accordance with the rules and procedures under the provisions of the laws on electronic meeting and it shall be deemed that the head office of the Company is the place of the meeting.</u></p>
22	<p>The board of directors shall hold a meeting at least once per three months.</p> <p>In calling a meeting of the board of directors, the chairman of the board or the person assigned by the chairman of the board shall serve a written notice calling such meeting to the directors not less than seven days prior to the date of the meeting. Where it is necessary or urgent to preserve the rights or benefits of the Company, the meeting may be called by other methods and an earlier meeting date may be chosen.</p> <p>The board of directors shall hold its meetings at the head office of the Company or any other locations as deemed appropriate.</p> <p>Two or more directors may request a meeting of the board of directors. If two or more directors request a meeting of the board of directors, the chairman of the board or the director assigned by the chairman of the board shall determine the date of the meeting within fourteen days of the date of receipt of such request.</p>	<p>The board of directors shall hold a meeting at least <u>once every three months.</u></p> <p>In calling a meeting of the board of directors, the chairman of the board or the person assigned by the chairman of the board shall serve a written notice calling such meeting to the directors not less than <u>three days</u> prior to the date of the meeting. Where it is necessary or urgent to preserve the rights or benefits of the Company, the meeting may be called by <u>via electronic means or</u> other methods and an earlier meeting date may be chosen.</p> <p>The board of directors <u>may be conducted by electronic means in accordance with the rules and procedures under the provisions of the laws on electronic meeting and it shall be deemed that</u> the head office of the Company or any other locations as deemed appropriate.</p> <p>Two or more directors may request a meeting of the board of directors. If two or more directors request a meeting of the board of directors, the chairman of the board or the director</p>





Article	Current	New
		<p>assigned by the chairman of the board shall determine the date of the meeting within fourteen days of the date of receipt of such request.</p> <p><u>In case of necessity or for the purpose of safeguarding the rights or interests of the Company,</u> two or more directors <u>may jointly</u> request a chairman to call a meeting of the Board of Directors, <u>by indicating the agenda and reasons to be considered in the meeting with such request.</u> <u>In this case,</u> the chairman shall <u>call and</u> fix the date for the meeting within fourteen days from the date of the receipt of that request.</p> <p><u>In the case the chairman does not proceed with the provision in paragraph three,</u> directors who made the request <u>may jointly call and fix the date for the meeting of the Board of Directors for consideration of the notified agenda within fourteen days from the expiration of the duration in paragraph four.</u></p> <p><u>If there is no chairman of the board of directors, the vice-chairman shall summon the meeting of the board of directors. In the case of the absence of a vice-chairman, a board of directors' meeting may be jointly summoned by at least two directors.</u></p>
25	<p>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.</p> <p>Shareholders' meetings, other than the one above-mentioned, shall be called extraordinary general meetings. The</p>	<p>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.</p> <p><u>The meeting of shareholders can be arranged via an electronic platform as specified in relevant law or</u></p>

Article	Current	New
	<p>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.</p>	<p><u>notification or any other approach as permitted by law at present and/or to be changed hereafter.</u></p> <p>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.</p>
26	<p>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</p>	<p>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</p>

Article	Current	New
	<p>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.</p> <p>The shareholders' meeting shall be held at the head office of the Company or any other province in Thailand.</p>	<p>to the date of the meeting. The notice calling for the meeting shall also have been published for three consecutive days in a newspaper <u>or electronically, the website that is accessible publicly or any other method as permitted by law at present and/or to be changed hereafter and must be in accordance with the criteria and procedures stipulated by law</u> at least three days prior to the date of the meeting.</p> <p><u>The notice of calling for the shareholders' meeting may send to the shareholders via the electronic means, upon the shareholders' request or the shareholders' written consent or the shareholders' consent via the electronic method to any channels, methods within the period stipulated by the Company or under the regulation prescribed by the Registrar.</u></p> <p>The shareholders' meeting shall be held at the head office of the Company or any other province in Thailand <u>or may be conducted by electronic means in accordance with the rules and procedures under the provisions of the laws on electronic meeting and it shall be deemed that the head office of the Company or any other locations as deemed appropriate.</u></p>
27	<p>In the shareholders' meeting, a shareholder may authorise 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.</p>	<p>In the shareholders' meeting, a shareholder may authorise 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.</p>

Article	Current	New
	<p>The power of attorney shall be dated and signed by the grantor in the form prescribed by the Registrar.</p>	<p>The power of attorney shall be dated and signed by the grantor in the form prescribed by the Registrar.</p> <p><u>Shareholders who assign proxies may carry out such assignments through electronic means instead, provided that such means are safe and credible that such appointment has been duly made by a shareholder and it shall be in compliance with the relevant applicable laws, regulations, announcements, provisions or rules whether existing at this time or to be amended in the future.</u></p>
28	<p>In order to constitute a quorum, the shareholders and proxies (if any) attending a shareholders' meeting shall not be fewer than twenty-five persons or 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.</p> <p>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.</p> <p>The chairman of the board shall be the chairman of shareholders' meetings.</p>	<p>In order to constitute a quorum, <u>whether a physical meeting or a meeting via electronic means</u>, the shareholders and proxies (if any) attending a shareholders' meeting shall not be fewer than twenty-five persons or 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.</p> <p><u>The authorization under the first paragraph may also be granted via electronic means with method that ensures security and is credible that such authorization has been granted by the shareholders in accordance with the rules prescribed by the Registrar.</u></p> <p>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</p>

Article	Current	New
	<p>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.</p>	<p>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.</p> <p>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.</p>
38	<p>Dividends shall not be paid other than out of profits. If the Company still has an accumulated loss, no dividends shall be distributed.</p> <p>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.</p> <p>Payment of dividends shall be approved by a shareholders' meeting.</p> <p>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.</p> <p>Payment of dividends shall be made within one month of the date of the resolution of the shareholders' meeting</p>	<p>Dividends shall not be paid other than out of profits. If the Company still has an accumulated loss, no dividends shall be distributed.</p> <p>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.</p> <p>Payment of dividends shall be approved by a shareholders' meeting.</p> <p>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.</p> <p>Payment of dividends shall be made within one month of the date of the</p>

Article	Current	New
	<p>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.</p>	<p>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 <u>or maybe advertisement made via electronic media in accordance with the relevant laws and regulations. In a case that the shareholders requested or gave consent to the delivery of notices or documents by electronic means, the chairman of the board or any person authorized by the chairman of the board may send the notice of meeting or supporting documents by electronic means in accordance with the relevant laws and regulations.</u> Interest shall not be charged upon the Company if dividends are paid within the period prescribed by law.</p>
40	<p>The Company's seal shall be, as follows:</p>  <p>บริษัท เอเชียเสริมกิจลีสซิ่ง จำกัด (มหาชน) Asia Sermkij Leasing Public Company Limited</p> <p>The 1st seal is a three-colored seal: red, green, and blue, used for cheques and financial transactions.</p>  <p>บริษัท เอเชียเสริมกิจลีสซิ่ง จำกัด (มหาชน) Asia Sermkij Leasing Public Company Limited</p> <p>The 2nd seal is a one-colored seal, used for general businesses.</p>	<p>The Company's seal shall be, as follows:</p>  <p>บริษัท เอเชียเสริมกิจลีสซิ่ง จำกัด (มหาชน) Asia Sermkij Leasing Public Company Limited</p> <p>The 1st seal is used for cheques and financial transactions.</p>  <p>บริษัท เอเชียเสริมกิจลีสซิ่ง จำกัด (มหาชน) Asia Sermkij Leasing Public Company Limited</p> <p>The 2nd seal is used for general businesses.</p>

According to the Public Limited Companies Act B.E. 2535 and the Company's Articles of Association in Article No.40, the amendment of the Company's Articles of Association requires the resolution of the shareholders' meeting according to the detail presented above. And to consider authorizing persons assigned by the Board of Directors to certify applications or relevant documents in relation to registrations of the amendment to the Articles of Association of the Company at the Department of Business Development, Ministry of Commerce, and to take any reasonable undertakings which are necessary and relevant to such process in order to comply with the registrar's order(s).

Board of Directors' Opinion

The Board of Directors has considered that the amendment of the Company's Articles of Association in a total of 8 Articles, which are Article 21, 22, 25, 26, 27, 28, 38 and 40 to be consistent with the change of the Company's seal and the Public Limited Companies Act (No. 4) B.E. 2565, as per all the presented details above.

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

Agenda 11. 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 8 and enclose the required document shown in Enclosure 6, together with the Registration Form in Enclosure 11, and bring to the meeting, a map of the meeting venue shown in Enclosure 9.

Shareholders can appoint the independent director of the company as their proxy to attend and vote on behalf of them by filing and signing on Proxy Form and enclose the required document shown in Enclosure 6 and send to Investor Relations Department, Asia Sermkij Leasing Public Company Limited., No. 129, JLK Tower, 20th Floor., Sukhumvit Rd., Khlong Toei Nuea, Watthana, Bangkok 10110 by April 5, 2024. Information of the independent director who is proposed to be appointed as a proxy is shown in Enclosure 3.

Shareholders or proxies who wish to attend the meeting via electronic media can register and submit a request to attend the meeting via electronic media from April 3, 2024 at 8:30 AM, details as per Enclosure 10. For questions about the registration system, please contact 02-931- 9131.

Shareholders who would like to inquire more information about the meeting can contact Investor Relations Department, call 02-679-6226 ext. 501 and 230 or E-mail ir@ask.co.th. Shareholders who intend to submit the questions in advance can send the questions by mail at “Investor Relations Department, Asia Sermkij Leasing Public Company Limited, No. 129 JLK Tower, 20th Floor, Sukhumvit Road, Khlong Toei Nuea, Watthana, Bangkok 10110 or E-mail ir@ask.co.th by April 5, 2024 and specify name, address and telephone number of the shareholder who sent the question in advance.

The Company places an importance on the personal data protection of shareholders and their proxies. The Company will protect and treat the shareholders personal data in compliance with the Personal Data Protection Act BE 2562. The Company would like to inform more details as appeared in https://www.mycarmytruck.com/files/ugd/63fb53_b382e15751bb4a3ca91c85c919eeb058.pdf

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. 39/2023
of
Asia Sermkij Leasing Public Company Limited (“Company”)

Time and Place

The Meeting was held on April 11, 2023 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 and Electronic Meeting.

Attending Directors on Video Conference

- | | |
|------------------------|----------|
| 1. Mr. Chen, Jui-Hsin | Director |
| 2. Mr. Wang, Chia-Hung | Director |

Attending Directors at the Meeting room

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

Total 10 directors attended the meeting, or 83 percent of total 12 directors of the Company

Absent Management

- | | |
|------------------------|----------|
| 1. Mr. Chen, Fong-Long | Director |
| 2. Mr. Liao, Ying-Chih | Director |

Attending Management at the Meeting room

- | | |
|------------------------------|---|
| 1. Mr. Anurit Wongudom | General Manager |
| 2. Mr. Danai Lapaviwat | Chief Financial Officer / Company Secretary / Board of Director Secretary |
| 3. Mr. Sarayuth Chaisawadi | Chief Information Officer |
| 4. Mr. Patrapol Kangwalsakul | Chief Legal Officer |
| 5. Mr. Kitisak Leelaharat | Chief marketing Officer, Bangkok Grand Pacific Lease Public Company Limited |

Attending Auditors at the Meeting room

1. Ms. Vissuta Jariyatanakorn EY Office Company Limited
2. Mr. Vijit Buasri EY Office Company Limited
3. Ms. Tip Tangsermwong EY Office Company Limited

Attending Independent Legal Advisors at the Meeting room

1. Mrs. Sawita Suwansawat MSC International Law Office Company Limited
2. Ms. Nattaya Tantirangsi MSC International Law Office Company Limited
3. Mr. Thanatnun Sakornsin MSC International Law Office Company Limited

Independent Vote Teller

1. 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. Therefore, the Meeting would be hybrid with the meeting and live broadcast at Grand Hall, The Bangkok Club, 28th Floor, Sathorn City Tower. This Meeting will conduct in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 and the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meeting via Electronic Means B.E. 2563. The Company has provided a certified service providers who is an expertise to organize the Meeting through electronic media. Moreover, the Company also appointed independent legal advisors to inspect the vote and ensure the Meeting is transparent, comply with the law(s) and the Company’s Articles of Association as well as the principles of good corporate governance.

Notwithstanding the Company has provided the link for the shareholders and proxy to attend the Shareholders’ Meeting along with the manual for the live broadcasting, voting, questioning. The shareholders or proxy may follow the description as stated in the attachment No. 9 in order to verify themselves and register the Meeting.

The Independent Legal Advisor further clarified that The Company would like to request cooperation from the shareholders who are desirous to attend the 2023 Annual General Meeting of Shareholders 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 1
Supporting Document for Agenda 1

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 42 shareholders present in person at the Meeting, holding the aggregation of 9,329,269 shares, and 387 shareholders were present by proxy, holding the aggregation of 374,032,971 shares. The total number of shareholders attending the meeting in person and present by proxy were 429 shareholders, holding the aggregation of 383,362,240 shares, constituting 72.628 percent of total issued shares sold as there were shareholders attending the meeting not less than twenty-five persons and one-third of the total number of shares sold as prescribed by law and the Company’s Articles of Association. Thus, a quorum of the Meeting was constituted.

The Independent Legal Advisor introduced the attending Directors, Management, Auditors, Independent Legal Advisors, and Independent Vote Teller to the Meeting. The Independent Legal Advisor informed the shareholders that before the Meeting, the Company had informed the shareholders to propose the agenda of Shareholders’ Meeting, qualified persons to be appointed as the Company’s directors, and submission of the questions in advance for the Annual General Meeting of Shareholders no.39/2023 during October 10, 2022 to December 31, 2022. 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.
 1. A ballot that has more than one mark in a space provided;
 2. A ballot that cast a vote expressing a conflict of intent;
 3. A ballot that is crossed out with no signature; or
 4. A ballot that cast more than the permitted number of votes.
 - 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.

Enclosure 1
Supporting Document for Agenda 1

- 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 firstly collect the ballots from the shareholders who vote for disapproving or abstain from voting. The shareholders' approval ballots will be collected thereafter, except for the shareholders who are not given out the ballots as they already cast their votes in advance.
- 2.10 In the casting of the vote in each agenda item, the Company will not calculate the vote from any shareholder who has a vested interest in such relevant agenda item.
- 2.11 Before the casting of the vote in each agenda item, the Company will give an opportunity for the attending shareholders to interrogate questions in the relevant issues in such agenda item as considered appropriate. The shareholders or proxies who would like to interrogate questions are requested to 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. 38/2022 held on April 21, 2022.

Mr. Danai Lapaviwat, the Company Secretary (“**Secretary**”), informed the Meeting that the Company had prepared the Minutes of the Annual General Meeting of Shareholders No. 38/2022 held on April 21, 2022 (“**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.

Enclosure 1
Supporting Document for Agenda 1

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

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

The Meeting considered and the resolution was as follows:

Resolution

The Meeting resolved to certify the Minutes of the Annual General Meeting of Shareholders No. 38/2022 held on April 21, 2022, with the vote results as follows.

Result	Vote (amount)	Percent
Approved	383,704,656	100.0000
Disapproved	-	0.0000
Abstained	1,103	-
	-	-
Invalid Ballot	383,705,759	-
Total	383,704,656	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 2 To consider acknowledging the annual report of the Board of Directors for the year 2022.

The Secretary informed the Meeting that according to Article 113 of the Public Limited Companies Act B.E. 2535, the annual report of the Board of Directors shall be presented to the Annual General Meeting of Shareholders for the Shareholders to consider and acknowledge the Company's operating result. The annual report of the Board of Directors for the year 2022 was enclosed together with the invitation letter to the Meeting.

The Chairman reported to the Meeting a summary of the operating results for year 2020 as follows:

ECONOMY & INDUSTRY IN 2022

Year 2022 was one of the challenging years for the Company since there was a Covid-19. The pandemic is still considered as a significant factor that effect the economy across the world. However, the economic situation in Thailand is likely to getting better due to the decision made by Thai Government regarding the opening of borders along with the economic stimulus measures, while the war between Ukraine and Russia leads to the high rate of economic uncertainty and affects the price of world energy.

In Automobile industry, the number of new vehicle sales in Thailand rose by 11.9 percent, from 759,119 vehicles in 2021 to 849,388 vehicles in 2022. This is because the recovering economy and the increasing of consumer confidence. On the other hand, the amount of trucks sales in Thailand slightly increased by 0.3 percent, from 31,134 vehicles in 2021 to 31,230 vehicles in 2022, due to the declining of demand for exportation.

In order to control the inflation rate and reduce the interest rate gap between Thailand and the United States, the Bank of Thailand has raised the interest rate for the third times throughout the year from 0.50 percent to 1.25 percent.

PERFORMANCE IN 2022

Even though there were several obstacles in 2022, the Company still performed a satisfactory performance. The total amount of loans increased by 15.4% from the previous year. At the end of year 2022, the total assets were THB 69,149 million, increasing 22% from 2021.

The total liabilities as of December 31, 2022 were THB 58,894 million, increasing 24.2% from the end of 2021 to support the portfolio growth. The shareholders' equity as of December 31, 2022 was THB 10,255 million increasing 10.8% from the end of 2021 resulting from the increasing of the Company's profit. The Company has the paid-up capital at THB 2,639 million with the retained earnings of THB 4,720 million.

As a consequence of the growth of loan portfolio in 2022, the total revenue was THB 5,624 million, increasing by 27.4% from 2021, while the operating expenses were THB 2,392 million, increasing by 28.2% from 2021. According to the increasing of bad debt reserve expenses, the total amount of profits was increasing from THB 1,203 million to THB 1,512 million in year 2022, or 25.7%. The overall portfolio loan in 2022 was 67,605 million Baht, increase from the previous year by 21.3% due to the growth of hire purchase credit.

The quality of the Company's assets was decline due to the uncertainty and Covid-19 pandemic. At the end of 2022, the rate of non-performing loan was at 3.47%, increasing from 2.71% in year 2021. The impairment loss was expected to reach 75.03% at the end of year 2022.

In 2022, the Company and our subsidiary had a great performance and we continued to move forward with our strategy from year 2021 to maintain the leadership in the commercial vehicle industry

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 assessable of the management for the confidence and long-term benefits to all shareholders, investors, society, and environment.

The Company provided loan with the corporate social responsibility in order to create a financial stability.

The Company continuously participate in community services such as donated money to the hospital and the communities in Ubon Ratchathani province who faced a flooding, provided financial support to the university students, and engaged in the blood donation project.

The Company has been certified for participation in the Thai 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 and 2022. The company still strictly adheres to the operation in accordance with the anti-corruption policy throughout the Company and its subsidiaries. Moreover, the Company is preparing for the renewal of certification for year 2023.

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 thanks 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 2023.

Managing Director reported operational directions and strategies for 2023 as follows:

Although the epidemic has passed, 2023 is still a challenging year because of the turbulent financial environment in Europe and the United States, and the continued war between Russia and Ukraine. In 2023, the Company still sets up a high target with 2 digits portfolio growth.

To achieve the target, main strategies the Company will take are as following;

1. Increase truck Market share

Truck financing is the core business of the Company which accounts for more than 60% of total portfolio. At present, ASK is one of the leaders in the new truck financing market, with market share about 25%. We aim to further increase market share to 30% by branches expansion.

The Company will open 2 new branches in the North-East and the South to increase market coverage. In total, there will be 19 branches and 2 hubs at the end of 2023.

2. Enhance high yield products

The Company will further expand high yield products such as SHB, car title loan and used car to increase interest income. These high yield products are the potential products to grow from old customer database. The Company already set up direct marketing teams to approach customers directly.

3. Product expansion of the Subsidiary BGPL

We will strive to improve BGPL assets quality and expand potential products in renewable energy including solar financing and PPA (the Power Purchase Agreement). The Company has started the solar rooftop supply agreement since 2022 and plans to increase in 2023 with target of 15 MW value 400 million Baht.

4. Increase Insurance revenue of Subsidiary SKIB

SKIB had a good growth rate in 2022. In 2023 we will continue to increase the insurance revenue from disbursement growth and penetration rate increase. Moreover, we concentrate on increase the renew insurance rate of old customers.

Last, the company aims to improve the quality of service by digital transformation and comply the ESG concept. The management and staffs are determined to work hard to sustainable growth and to create profit to shareholders.

The Independent Legal Advisor asked the Meeting whether any shareholders would like to interrogate question or render opinion concerning this agenda item. There were questions or opinions concerning this agenda item.

The questions and opinions of the shareholders regarding this agenda item are as follows:

- | | |
|--|---|
| Mr. Apinun Jirakomet
Shareholder | According to the increasing of the NPL rate in the fourth quarter, we are wondering about the quality of debtors in the hire purchase agreement and loan agreement. At present, what is the percentage of NPL? |
| Mr. Pattrapol Kangwalsakul | The percentage of NPL for both companies were 3.47% raising from 2.1% in year 2021. When looking at each company separately, the percentage of NPL were 2.62% for the Company, while the percentage of NPL for Bangkok Grand Pacific Lease Public Company Limited were slightly higher than the Company due to the economic crisis and the effect from the oil prices in the third quarter of 2022. The above situations affected the repayment ability of the debtors. |

From my personal perspective, the percentage of NPL would stay at the rate of approximately 3 percent for a while. However, it also depends on the world economic situation and the situation after the election in Thailand. At present, investors are waiting for the investment policy from the new government, especially the policy with respect to the labor.

Mr. Apinun Jirakomet
Shareholder

How is the current expected credit loss and the impairment of assets? Will there increase in the first quarter of 2023 compare to the fourth quarter of 2022?

Mr. Pattrapol Kangwalsakul

According to the oil prices and economic uncertainty in Thailand, the average number of car return and confiscated car were significantly increase from 60 cars to 110 cars per month in year 2022. The number of car sales were also increase from 40-50 cars to 70-80 cars per month.

In the first quarter of 2023, the average number confiscated car were 70 cars per month, while the average number of car sales were 110 cars per month.

As a result, at the end of 2022, non-performing assets were 660 cars, at the amount of 710 million Baht. The Company set the allowance for loss at 160 million Baht. Therefore, the value of non-performing assets was 550 million Baht.

The original sales rate had a loss of 31%, or 310,000 Baht per car, but is now reduced to 25%, or 250,000 Baht per car.

Mr. Apinun Jirakomet
Shareholder

What is the target of the Company in 2023 and 2024 regarding portfolio loan?

Mr. Anurit Wongudom

For year 2023, The Company is trying to maintain the growth of portfolio loan not less than 67,600 ports, for year 2022, by maintaining at 2 digits. The Company is expected to increase the number of portfolios around 42,000 - 43,000 ports, including for both the Company and the subsidiaries, which is expected to reach 20%.

However, loans depended on the number of sales and we may need the other kinds of credits in the case that the number of sales is decrease.

Although the number of sales was good in 2022, the number of productions was fall in December 2022.

In January and February 2023, the number of sales is likely to be declined and expected to come back in the next 10 months.

Even though there was a decreasing in a number of sales, the Company still has greater market share, especially new trucks. Moreover, we tried to add old trucks in the portfolio. This could be the reason why our products still going well.

- Mr. Apinun Jirakomet and Mr. Parinya Tienworn** What is the trend of NPL in 2023 compare to 2022? Which kind of loans increase the rate of NPL?
Shareholder
- Mr. Pattrapol Kangwalsakul** The rate of NPL is expected to decrease after the election situation and a clear policy issued by the government.
For Bangkok Grand Pacific Lease Public Company Limited, we had replaced the loan with the other high-yield products.
- Mr. Apinun Jirakomet** Could Company update the status of second-hand trucks that the Company seized for auction?
Shareholder
- Mr. Pattrapol Kangwalsakul** Around 85% of the confiscated cars were trucks. The original sales rate had a loss of 31%, or 310,000 Baht per car, but is now reduced to 23%, or 250,000 Baht per car.
As the production of new cars were deceleration and the other economic factors, the customers decided to purchase our cars instead.
- Mr. Niwat Pornchaivorakul** While the rate of new credit released by the Company were increase by 15% in 2022, the portfolio loan grew by 20%. Does it mean that the Company could not achieve the target?
Shareholder
- Mr. Anurit Wongudom** Since many debtors were entering into the debt restructuring process, it affected the repayment ability of the debtors. Therefore, the decreasing number of repayments would lead to the difference between the rate of new credit and portfolio loan.
The Company followed the Bank of Thailand's policy regarding the debtor assistance in 2021 and 2022. Even though the Covid 19 situation is getting better, there are other factors such as war, oil prices, the interest rate and flooding, which affect the repayment ability of the debtors.
- Mr. Tang, Lai-Wang** The main reason for that is the extension of payment term by the Company. They were 55 months in 2020 to 2021, while they were 60 months in 2022 until now.
Apart from the payment term, the registration of pledge for both the transfer of the book and without the transfer of the book is also another main reason. The Company had extended the term 3 years to 4 - 5 years.

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

Resolution

The Meeting resolved to acknowledge the annual report for the year 2022 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 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, 2022, which have been reviewed by the Audit Committee and audited by the certified auditor, were set out in the annual report for the year 2022 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, 2022, which were reviewed by the Audit Committee and audited by the certified auditor, should be proposed to the Meeting for approval.

The Independent Legal Advisor asked the Meeting whether any shareholders would like to interrogate question or render opinion concerning this agenda item.

There was no question or opinion concerning this agenda item.

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

The Meeting considered and the resolution was as follows:

Resolution

The Meeting resolved to approve the Company’s audited financial statements and the report of the Independent Auditor as at December 31, 2022, 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	383,721,309	99.9999
Disapproved	3	0.0000
Abstained	100	-
Invalid Ballot	0	-
Total	383,721,412	-

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 2022.

The 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.

Enclosure 1
Supporting Document for Agenda 1

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. Since the Company has already allocated profits from the operation of the Company as the legal reserve at the amount of not less than 10 percent of the registered capital of the Company, 263,921,730 Baht, in which equals to 35,692,178 Baht.
2. Dividend payment from year 2022 operating result at the rate equivalent to 1.44 Baht per share in the total amount of Baht 760,094,582 in the forms of cash dividend. The payout ratio is 50.27% of the net profit 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.

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

The Chairman, therefore, proposed the Meeting to consider and acknowledge 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 2022 with the voting results as follows:

Result	Vote (amount)	Percent
Approved	383,721,409	99.9999
Disapproved	3	0.0000
Abstained	0	-
Invalid Ballot	0	-
Total	383,721,412	-

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 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. Chen Fong-Long | Director |
| 2. Mr. Chen, Jui-Hsin | Director |
| 3. Mr. Tientavee Saraton | Director |
| 4. Mrs. Patima Chavalit | Independent Director |

The profiles of the directors proposed to serve the new positions are published in enclosure no. 3 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 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 B.E. 2535 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 as gender, nationality (the Company directors are both Thai(s) and foreigner(s)) and the expertise to complement the existing skill of the Board of Directors and personal qualification for directorship as well as experience, skills, and expertise which would benefit the Company.

For Mrs. Patima Chavalit, as an Independent Director who has been appointed for 10 years continuously. After the re-appointment for another term, 3 years, she will be an Independent Director for 13 years. Mrs. Patima Chavalit has appropriate qualifications as well as experience which benefit to the Company and she did an excellent performance while working as an Independent Director. Mrs. Patima Chavalit does not have any characteristics which are prohibited under the law(s) and the Notification of the Securities and Exchange Commission. Moreover, the Board of Directors considered that Mrs. Patima Chavalit has all the qualifications to be an Independent Director and could provide independent opinion.

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.

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.

Enclosure 1
Supporting Document for Agenda 1

The Independent Legal Advisor asked whether any shareholders would like to interrogate question or render opinion concerning this agenda item. There was no 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 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. Chen Fong-Long	Director	
	Result	Vote (Amount)	Percent
	Approved	346,303,563	90.2503
	Disapproved	37,410,718	9.7496
	Abstained	7,131	-
	Invalid Ballot	0	-
	Total	383,721,412	-
Agenda 5.2	Mr. Chen, Jui-Hsin	Director	
	Result	Vote (Amount)	Percent
	Approved	346,303,563	90.2503
	Disapproved	37,410,718	9.7496
	Abstained	7,131	-
	Invalid Ballot	0	-
	Total	383,721,412	-
Agenda 5.3	Mr. Tientavee Saraton	Director	
	Result	Vote (Amount)	Percent
	Approved	376,694,275	99.9999
	Disapproved	6	0.0000
	Abstained	7,027,131	-
	Invalid Ballot	0	-
	Total	383,721,412	-
Agenda 5.4	Mrs. Patima Chavalit	Independent Director	
	Result	Vote (Amount)	Percent
	Approved	381,211,531	99.4117
	Disapproved	2,255,808	0.5882
	Abstained	7,131	-
	Invalid Ballot	0	-
	Total	383,474,470	-

- 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 2023.

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

The Board of Directors considered and deemed appropriate to propose the Meeting to consider and approve the remuneration of the Board of Directors for the year 2023.

The remuneration of the Board of Directors for the year 2023 should be proposed to the Meeting of Shareholders for approval as follows

(Unit: THB)

Position	2023		
	Fixed monthly remuneration (per month)	Meeting allowance (per meeting)	Bonus (2022 Operating Results)
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 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 Independent Legal Advisors 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 remuneration of the Board of Directors of the Company for the year 2023, with the vote results as follows:

Result	Vote (Amount)	Percent
Approved	383,078,614	99.9996
Disapproved	1,203	0.0003
Abstained	0	0.0000
Invalid Ballot	0	0.0000
Total	383,079,817	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 2023.

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

- | | |
|-------------------------------------|--|
| 1) Mrs. Poonnard Paocharoen | Certified Public Accountant (Thailand) No. 5238 or |
| 2) Ms. Manee Rattanabunnakit | Certified Public Accountant (Thailand) No. 5313 or |
| 3) Ms. Sineenart Jirachaikhuan Khan | Certified Public Accountant (Thailand) No. 6287 |

from 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. 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 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; Mrs. Poonnard Paocharoen has been an auditor of the Company for 2 years, Mrs. Poonnard Paocharoen has been an auditor of the Company for 2 years, Ms. Manee Rattanabunnakithas been nominated to be an auditor of the Company for 6 years, but she has ever signed before, and Ms. Sineenart Jirachaikhuan Khan has not been nominated to be an auditor of the Company 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, 2023 for an amount not exceeding THB 2,100,000.

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 2023 described above.

Enclosure 1
Supporting Document for Agenda 1

The Independent Legal Advisors 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 2021, with the vote results as follows:

Result	Vote (Amount)	Percent
Approved	383,721,409	99.9999
Disapproved	3	0.0000
Abstained	-	-
Invalid Ballot	-	-
Total	383,721,412	-

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. Sittichot Boonwanich Shareholder How much interest that the Company must pay for the long-term debentures each year? Does the Company have a plan to raise capital and use the money to close such debentures?

Mr. Danai Lapaviwat The interest paid for the long-term debentures were around 500 million Baht per year. The only purpose of capital increase is for the expanding of the Company's business.

Mr. Niwat Pornchaivorakul Shareholder What is the Company's strategy in order to increase the market share, even though the number of truck sales were decrease in year 2023?

Mr. Anurit Wongudom Although the number of truck sales were decline in year 2023, the market share was at 25% in year 2022. The Company tried to sent our staffs to different areas. In the head office area, we expanded the team into 6 teams. While we expand our branches in the Southeast area, we added more branches in the South area since we had a high number of sales.

In the past 2 months, the Company's market share was increase, while the number of sales were decline at the end of year 2022. This is because the Company retook more trucks from clients. Therefore, this was a chance for the Company to increase the amount of old truck loans and had a very low risk due to the decreasing of the trucks' prices.

When combining old and new trucks loans, allowing the amount of loans to reached the target in the first 3 months.

Enclosure 1
Supporting Document for Agenda 1

- Mr. Niwat Pornchaivorakul** Shareholder Is there any chance that the Company would issue more yields for the hire purchase of trucks?
- Mr. Anurit Wongudom** As we had both main and new competitors in the market, the Company tried to make the price competitive. Making high-yield products will expand the portfolio loan. The Company has made the registration of pledge for both the transfer of the book and without the transfer of the book which has been successful for 2 years. In 2023, the Company intends to seriously expand the portfolio by adding more DMO team to both Bangkok area and regional area. The Company expected that if we reach our target, the average interest rate will be within our goal and the Company did a good job in the past couple of months.
- Mr. Niwat Pornchaivorakul** Shareholder What is the rate of the Company's loan loss reserve?
- Mr. Danai Lapaviwat** For this year, the credit cost will not exceed 2%.
- Mr. Niwat Pornchaivorakul** Shareholder In which quarter did the Company begin to see improvement in quality of debtors?
- Mr. Patrapol Kangwalsakul** Around second quarter.

There was no other business proposed and no further question from the shareholders. The Chairman, therefore, declared that the Meeting adjourned at 5.45 p.m.

- Mr. Pradit Sawattananond -
(Mr. Pradit Sawattananond)
Chairman of the meeting

**The annual report (Form 56-1 One Report) of the Board of Directors for the year 2023
with the audited financial statements and the Independent Auditor's Report
as at December 31, 2023 in QR Code**

The shareholders can learn more about the 2023 Annual Report (56-1 One Report) of the Board of Director. Please scan QR Code, which appear below to access these reports.

The 2023 Annual Report (56-1 One Report) Asia Sermkij Leasing Public Company Limited



Personal profiles of the independent director/ member of the Audit Committee who is proposed to be appointed as a proxy and is proposed for re-appointment

Mr. Pradit Sawattananond

Position	Chairman of the Audit Committee/ Independent Director Appointed as director on June 18, 2004
Address	No. 353/5 Soi Santiparb 1, Sub Road, Sripraya, Bangrak, Bangkok 10500
Age	75 years
Education	Master of Business Administration, Central State University, Oklahoma, U.S.A. Bachelor's Degree in Commerce, Chulalongkorn University

Experience

Period	Position	Company
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
2018 – Dec. 2019	Audit Committee Member/ Independent Director	Thai Film Industries Public Company Limited

Director program

Course	Institution / Association
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

Director program

Course	Institution / 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

Year of Directorship	19 years
Position in others listed Company	2 Companies 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
Position in Non-Listed Company	1 Company 1. 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.

Position in Rival Companies/ Connected business None

Nature of relationships with company / parent company / subsidiaries/ and associated companies or juristic persons with potential conflicts of interest at present and during the past two years, as follows;

- being executive directors, staff members, employees or advisers who earn salaries from Company; None
- being professional service providers None
- Having the significant business relations None

Nature of relationships between director/management Elder Brother of Mr. Anant Svattananon

Interest in any agenda Agenda 6: To consider and approve the remuneration of directors for the year 2024

Meeting Attendance in 2023 6 Board of Directors meetings in total: 6 meetings attended
5 Audit Committee meetings in total: 5 meetings attended

Changes of shares held as at December 31, 2023, compared with those of 2022. 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 interest every agenda except Agenda 6 To consider approving the remuneration of directors for the year 2024. However, he does not have special interest more than other directors.

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

Dr. Supriya Kuandachakupt

Position	Member of the Audit Committee/ Independent Director. Appointed as director on June 2, 2006.
Age	70 years.
Education	Doctor of Economics, University of Hawaii, U.S.A. Master of Arts in Economics, Thammasat University. Bachelor of Economics, University of Tasmania, Australia.

Experience

Period	Position	Company
2006 - Present	Member of the Audit Committee/ Independent Director	Asia Sermkij Leasing Public Company Limited
2021 - Present	Chairman of Risk Oversight Committee/ Member of Nomination and Remuneration Committee	Land and House Bank Public Company Limited
2017 - Present	Member of the Audit Committee/ Independent Director/ Member of Corporate Governance Committee/ Member of Nomination and Remuneration Committee	LH Financial Group Public Company Limited
2017 - Present	Member of the Audit Committee/ Independent Director/ Member of Corporate Governance Committee	LH Financial Group Public Company Limited
2018 - 2021	Chairman of the Audit Committee/ Independent Director	Nusasiri Public Company Limited
2017 - 2018	Audit Committee Member/ Independent Director	Thai Film Industries Public Company Limited
2013 - 2018	Member of Nomination and Remuneration Committee	Land and House Bank Public Company Limited
1986 - 2018	Special Senior Fellow	Faculty of Economics, Kasetsart University
2012 - 2013	Chairman of Board of Operation Director	Entrepreneurial Economics Bachelor of Administration (EEBA) International Program, Kasetsart University
2007 - 2013	Chairman of the Business Economics	Faculty of Economics, Kasetsart University
2010 - 2012	Member of Board of Directors	The Government Lottery Office

Director program

Course	Institution / Association
Director Accreditation Program No. 56/2006	Thai Institute of Directors Association
Director Certification Program No. 97/2007	Thai Institute of Directors Association
Financial Statements for Directors No. 10/2010	Thai Institute of Directors Association

Director program

Course	Institution / Association
Diploma of Corporate Governance for Directors and Senior Executives of State Enterprises and Public Organizations (PDI 7)	Public Director Institute, King Prajadhipok's Institute
Audit Committee Effectiveness Program Year 2012	Thai Institute of Directors Association
How to Develop a Risk Management Plan (HRP) No. 4/2013	Thai Institute of Directors Association
Diploma of Administrative Justice for Senior Executives No. 5/2014	College of Administrative Justice, the Administrative Court
Corporate Governance for Capital Market Intermediaries No.7/2015	Thai Institute of Directors Association
Chartered Director Class No. 9/2015	Thai Institute of Directors Association
Advanced Audit Committee Program Class No. 31/2018	Thai Institute of Directors Association
Information Security Awareness Training 2021	Land and House Bank Public Company Limited
Risk Management Program for Corporate Leaders (RCL) 2022	Thai Institute of Directors Association

Year of Directorship	17 years
Position in others listed Company	1 Companies 1. Member of the Audit Committee/ Independent Director/ Member of Corporate Governance Committee/ Member of Nomination and Remuneration Committee, LH Financial Group Public Company Limited
Position in Non-Listed Company	1 Company 1. Chairman of Risk Oversight Committee/ Member of Nomination and Remuneration Committee/ Member of the Audit Committee/ Independent Director/ Member of Corporate Governance Committee, Land and House Bank Public Company Limited

Position in Rival Companies/ Connected business None

Nature of relationships with company / parent company / subsidiaries/ and associated companies or juristic persons with potential conflicts of interest at present and during the past two years, as follows;

- being executive directors, staff members, employees or advisers who earn salaries from Company; None
- being professional service providers None
- Having the significant business relations None

Nature of relationships between director/management None

Meeting Attendance in 2023

6 Board of Directors meetings in total: 6 meetings attended

5 Audit Committee meetings in total: 5 meetings attended

Changes of shares held as at December 31, 2023, compared with those of 2022.

None

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

Mr. Wang, Chia-Hung

Position	Director (The director who authorized to sign) Appointed as director on January 19, 2022
Age	46 years
Education	Master in Finance, National Chiao Tung University (Taiwan). Bachelor of Arts in Economics, National Taiwan University.

Experience

Period	Position	Company
2022 – Present	Director	Asia Sermkij Leasing Public Company Limited
2024 – Present	Executive Vice President, Management Department	Asia Sermkij Leasing Public Company Limited
2023 – Present	Director	JLK Biomedical Holding (Thailand) Company Limited
2022 – Present	Director	Bangkok Grand Pacific Lease Public Company Limited
2022 – Present	Director	SK Insurance Broker Company Limited
2021 – 2023	Senior Vice President, Marketing Department	Asia Sermkij Leasing Public Company Limited
2019 – 2020	First Vice President, Planning Department	Asia Sermkij Leasing Public Company Limited
2015 – 2018	First Vice President, Credit Analysis Department	Bangkok Grand Pacific Lease Public Company Limited

Director program

Course	Institution / Association
Director Accreditation Program No. 199/2022	Thai Institute of Directors Association
Year of Directorship	2 years
Position in others listed Company	None
Position in Non-Listed Company	3 Companies 1. Director, SK Insurance Broker Company Limited 2. Director/ Acting General Manager, Bangkok Grand Pacific Lease Public Company Limited 3. Director, JLK Biomedical Holding (Thailand) Company Limited

Position in Rival Companies/ Connected business None

Nature of relationships with company / parent company / subsidiaries/ and associated companies or juristic persons with potential conflicts of interest at present and during the past two years, as follows;

- being executive directors, staff members, employees or advisers who earn salaries from Company; None
- being professional service providers None
- Having the significant business relations None

Nature of relationships between director/management None

Meeting Attendance in 2023
6 Board of Directors meetings in total: 6 meetings attended
12 Executive Board of Directors meetings in total: 12 meetings attended

Changes of shares held as at December 31, 2023, compared with those of 2022. None

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

Mr. Liao, Ying-Chih

Position Director (The director who authorized to sign)
Appointed as director on February 26, 2008

Age 60 years

Education Ph.D. Candidate, Harvard University, U.S.A.
Master of Law, Harvard Law School
Bachelor of Law, National Taiwan University

Experience

Period	Position	Company
2011 – Present	Director	Asia Sermkij Leasing Public Company Limited
2016 – Present	Director	Chailease Holding 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	Director	Chailease Berjaya Credit Sdn. Bhd.
2012 – Present	Chief Strategy Officer	Chailease Holding Co., Ltd.

Director program

Course	Institution / Association
Compliance with Personal Data Protection Act,	Taiwan Corporate Governance Association
Trade Secret Act,	Taiwan Corporate Governance Association
Anti-Corruption Law 2020 Act,	Taiwan Corporate Governance Association
Chailease Holdings_ISO37001_Anti-bribery management system operation mechanism education and training 2023	Taiwan Corporate Governance Association

Year of Directorship 16 years

Position in others listed Company None

Position in Non-Listed Company 6 Company

1. Director, Chailease Engine Lease Finance Corp
2. Director, Chailease International Company (UK) Limited.
3. Director, CL Capital Management Company Limited.
4. Director, CLJ Investment Partners Company Limited.
5. Director, Chailease Berjaya Credit Sdn. Bhd.
6. Chief Strategy Officer, Chailease Holding Co., Ltd.

Position in Rival Companies/ Connected business None

Nature of relationships with company / parent company / subsidiaries/ and associated companies or juristic persons with potential conflicts of interest at present and during the past two years, as follows;

- being executive directors, staff members, employees or advisers who earn salaries from Company; None
- being professional service providers None
- Having the significant business relations None

Nature of relationships between director/management None

Meeting Attendance in 2023 6 Board of Directors meetings in total: 6 meetings attended
12 Executive Board of Directors meetings in total: 12 meetings attended

Changes of shares held as at December 31, 2023, compared with those of 2022. None

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.

Profiles and Work Experience of Auditors

Name: **Poonnard Paocharoen**
CPA Thailand No. 5238

Qualifications: Master's degree in Business Administration,
Kasetsart University
Bachelor's degree in Accountancy, Thammasat
University

Position: Partner

Relevant experience:

- RPCG Public Company Limited
- BG Container Glass Public Company Limited
- Major Development Public Company Limited
- MFEC Public Company Limited
- AIRA Capital Public Company Limited
- DOD Biotech Public Company Limited
- Country Group Holdings Public Company Limited
- Asia Sermkij Leasing Public Company Limited

Name: **Manee Rattanabunnakit**
CPA Thailand No. 5313

Qualifications: Master's degree in Accountancy, Thammasat
University
Bachelor's degree in Accountancy,
Chulalongkorn University

Position: Partner

Relevant experience:

- After You Public Company Limited
- Major Development Public Company Limited
- Bound and Beyond Public Company Limited
- Advanced Information Technology Public Company Limited

Name: **Sineenart Jirachaikhuankhan**
CPA Thailand No. 6287

Qualifications: Master's degree in Information Technology in
Business, Chulalongkorn University
Bachelor's degree in Accountancy,
Chulalongkorn University

Position: Partner

Relevant experience:

- Bangkok Ranch Public Company Limited
- NR Instant Produce Public Company Limited
- S & J International Enterprises Public Company Limited

**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.

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) **The Shareholders/Proxies are requested to register at the Meeting between 1.00 p.m. and 3.00 p.m. of April 11, 2024 at Regency Ballroom, Hyatt Regency Bangkok Sukhumvit 5th Floor, No. 1, Sukhumvit Soi 13, Klongtoey Nua, Wattana, Bangkok 10110. The venue for the meeting in Enclosure 8.**
 - 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 via link: https://ask-th.listed company.com/shareholder_meeting.html.**
 - 3) **Shareholders can send proxy form together with supporting documents to the Company within April 10, 2024.**
E-mail ir@ask.co.th
Post **Investor Relations Department**
Asia Sermkij Leasing Public Company Limited
No. 129, JLK Tower, 20th Floor., Sukhumvit Rd., Khlong Toei Nuea, Watthana, Bangkok 10110
 - 4) **Proxy holder(s) representing several shareholders are requested to send the documents to the Company before April 9, 2024.**
 - 5) **Shareholders/ proxies who wish to attend the meeting via electronic media can register and submit a request form from April 1, 2024 at 8:30 AM, details as per Attachment 10.**

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

(เปิดอากรแสตมป์ 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 เอเชียเซรมกิจลีซซิง 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 ศวัสตนานนท์ ตำแหน่ง ประธานกรรมการตรวจสอบ/ กรรมการอิสระ
Mr. Pradit Sawattananond Position Chairman of the Audit Committee/ Independent Director
 ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระคนอื่นเป็น
 ผู้รับมอบฉันทะแทน

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 40/2567) (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. 40/2024)

เป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมใหญ่สามัญประจำปีผู้ถือหุ้น ครั้งที่ 40/2567 ในวันที่ 11 เมษายน 2567 เวลา 15.00 น. ณ ห้องบอลรูม 1 ชั้น 5 โรงแรมไฮแอท รีเจนซี่ กรุงเทพฯ สุขุมวิท เลขที่ 1 ถนนสุขุมวิท ซอย 13 แขวงคลองเตยเหนือ เขตวัฒนา 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. 40/2024 on April 11, 2024 at 3:00 p.m., at Regency Ballroom, Hyatt Regency Bangkok Sukhumvit 5th Floor, No. 1, Sukhumvit Soi 13, Klongtoey Nua, Wattana, 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
Agenda 1 พิจารณารับรองรายงานการประชุมใหญ่สามัญประจำปีผู้ถือหุ้น ครั้งที่ 39/2566 ซึ่งประชุมเมื่อวันที่ 11 เมษายน 2566
To consider certifying the Minutes of the Annual General Meeting of Shareholders No. 39/2023 held on April 11, 2023.

- 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
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

วาระที่ 2
Agenda 2 พิจารณารับทราบรายงานประจำปี 2566 ของคณะกรรมการบริษัท
To consider acknowledging the annual report of the Board of Directors for the year 2023.
(ไม่มีการลงคะแนนในวาระนี้ / No casting of votes in this agenda)

วาระที่ 3
Agenda 3 พิจารณานุมัติงบการเงินและรายงานผู้สอบบัญชีประจำปีสิ้นสุด วันที่ 31 ธันวาคม 2566 ซึ่งได้ผ่านการพิจารณาสอบทานจากคณะกรรมการตรวจสอบและตรวจสอบโดยผู้สอบบัญชีรับอนุญาต
To consider approving the Company’s audited financial statements and the report of the Independent Auditor as at December 31, 2023, 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
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

วาระที่ 4
Agenda 4 พิจารณานุมัติการจัดสรรผลกำไรของบริษัทและพิจารณาการจ่ายเงินปันผลจากผลการดำเนินงานประจำปี 2566
To approve the appropriation of the annual net profit and dividend payment from operating performance of the year 2023.

- 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
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

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

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

ก. เลือกตั้งกรรมการทั้งหมด

A. Election of entire nominated directors

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

ข. เลือกตั้งกรรมการเป็นรายบุคคล

B. Election of each nominated directors

1. นายเจีย หง หวัง

Mr. Wang, Chia-Hung

กรรมการ

Director

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

2. นายเลี้ยว อิง จื้อ

Mr. Liao, Ying-Chih

กรรมการ

Director

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

3. นายประดิษฐ์ ศวัสตนานนท์

Mr. Pradit Sawattananond

กรรมการอิสระ

Independent Director

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

4. นางสุปรียา กวระเดชคุปต์

Mrs. Supriya Kuandachakupt

กรรมการอิสระ

Independent Director

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

วาระที่ 6
Agenda 6

พิจารณาอนุมัติค่าตอบแทนคณะกรรมการบริษัทประจำปี 2567

To consider approving the remuneration of directors for the year 2024.

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
Agenda 7

พิจารณาอนุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าสอบบัญชีประจำปี 2567

To consider approving the appointment of the certified auditors and the auditing fees for the year 2024.

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

พิจารณาอนุมัติการออกหุ้นกู้

To consider approving the issuance of debentures.

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 9
Agenda 9

พิจารณาอนุมัติแก้ไขเปลี่ยนแปลงตราประทับของบริษัท
To consider approving the change of the Company's seal.

- 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
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

วาระที่ 10
Agenda 10

พิจารณาอนุมัติแก้ไขเพิ่มเติมข้อบังคับของบริษัท
To consider and approve the amendment of the Company's Articles of Association.

- 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
Approve | <input type="checkbox"/> ไม่เห็นด้วย
Disapprove | <input type="checkbox"/> งดออกเสียง
Abstain |
|--|--|--|

วาระที่ 11
Agenda 11

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.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมวันแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
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

- 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.
- ในกรณีที่มีการพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้นผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบ 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 เอเชียเซิร์มกิจลีสซิ่ง จำกัด (มหาชน) (“บริษัท”)

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

การประชุมใหญ่สามัญประจำปีผู้ถือหุ้น ครั้งที่ 40/2567 ในวันที่ 11 เมษายน 2567 เวลา 15.00 น. ณ ห้องบอลรูม 1 ชั้น 5 โรงแรมไฮแอท รีเจนซี่ กรุงเทพฯ สุขุมวิท เลขที่ 1 ถนนสุขุมวิท ซอย 13 แขวงคลองเตยเหนือ เขตวัฒนา กรุงเทพมหานคร และการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

At the Annual General Meeting of Shareholders No. 40/2024 on April 11, 2024 at 3:00 p.m., at Regency Ballroom, Hyatt Regency Bangkok Sukhumvit 5th Floor, No. 1, Sukhumvit Soi 13, Klongtoey Nua, Wattana, 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 งดออกเสียง
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 งดออกเสียง
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 งดออกเสียง
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 งดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

ชื่อกรรมการ _____

Name of the Director

เห็นด้วย ไม่เห็นด้วย งดออกเสียง
Approve Disapprove Abstain

The Venue for the Annual General Meeting of Shareholders No. 40/2024

Asia Sermkij Leasing Public Company Limited

April 11, 2024 at 3:00 p.m., at Regency Ballroom I, 5th Floor

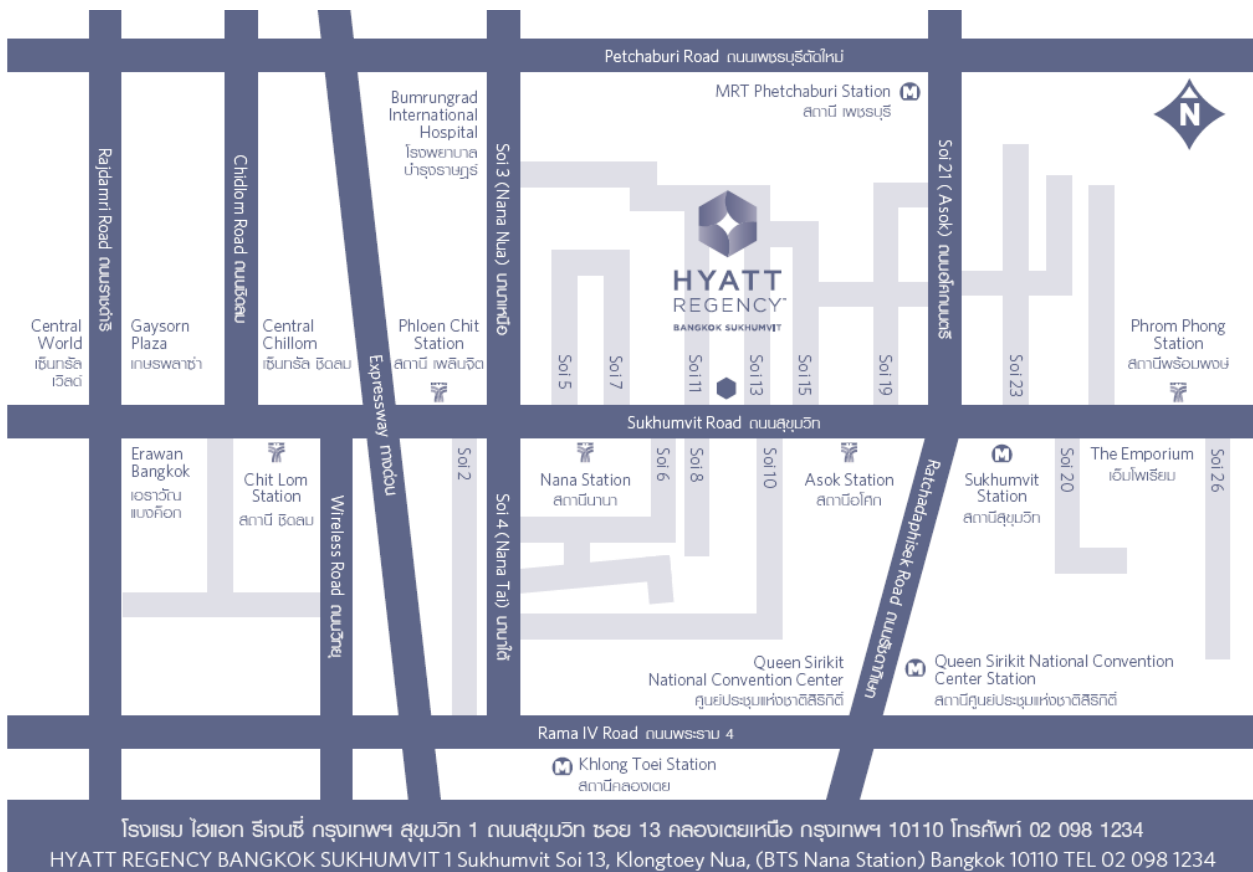
Hyatt Regency Bangkok Sukhumvit Hotel, No. 1, Sukhumvit Soi 13,

Klongtoey Nua, Wattana, Bangkok 10110.

Tel. 02-098 1234 Fax. 02-098 1235

Transportation


- By the Sky Train -BTS: (Light Green- The Sukhumvit Line) get off at Nana Station, exit 3 and get to the skywalk to the hotel around 200 meters.
- By bus: No. 2, 25, 40, 48, 501, 508 and 511

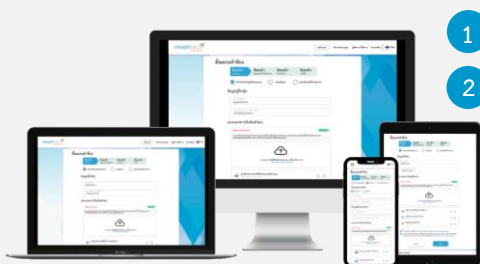


Guidelines for attending the meeting

I. Join the meeting via electronic media

Step for requesting Username & Password from via e-Request system

1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at <https://con.inventech.co.th/ASK152365R/#/homepage> or scan QR Code  and follow the steps as shown in the picture



- 1 Click link URL or scan QR Code in the letter notice Annual General Meeting
- 2 Choose type request for request form to 4 step
 - 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 Password


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


2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from 3 April 2024 at 8:30 a.m. and shall be closed on 11 April 2024 Until the end of the meeting.
3. The electronic conference system will be available on 11 April 2024 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 ir@ask.co.th by April 5, 2024


Appointment of Proxy to the Company's Directors

For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means 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, 2024 at 5.00 p.m.
Investor Relations Department, Asia Sermkij Leasing Public Company Limited,
No. 129 JLK Tower, 20th Floor, Sukhumvit Road, Khlong Toei Nuea, Watthana, Bangkok 10110

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

 02-931-9136

 @inventechconnect

 The system available during 3 – 11 April 2024 at 8.30 a.m. – 5.30 p.m.

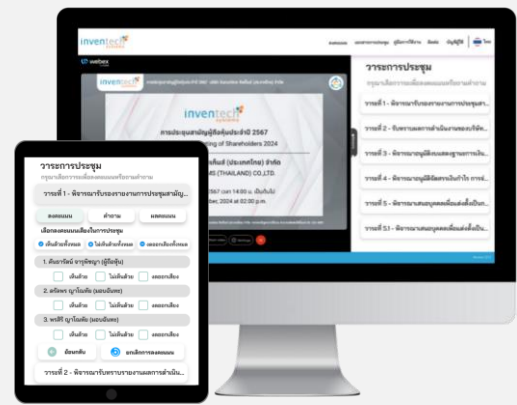
(Specifically excludes holidays and public holidays)



Report a problem
[@inventechconnect](https://line.me/tv/@inventechconnect)

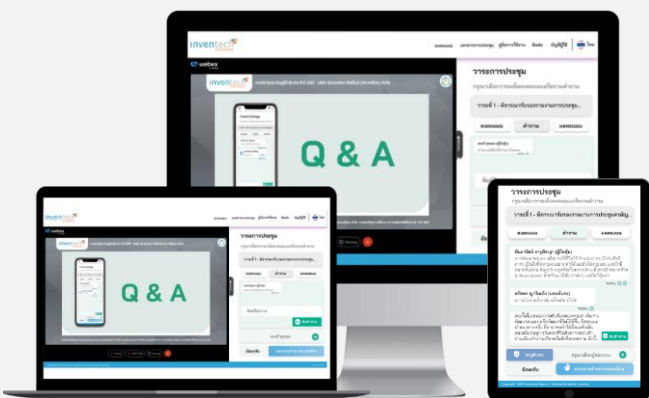
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on “Register” button, the system has already registered and counted as a quorum.
- 3 Click on “Join Attendance”, Then click on “Join Meeting” button
- 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 for that agenda 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 the microphone and camera

How to use InvenTech Connect



User Manual e-Request



User Manual e-Voting



Video of using InvenTech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet 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.

2. Equipment requirements.

- Smartphone/Tablet that use IOS or android OS.
- PC/Laptop that use Windows or Mac OS.

3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge ** The system does not supported

internet explorer.

II. Join the meeting at the venue

Step for requesting via register

1. Incase in person

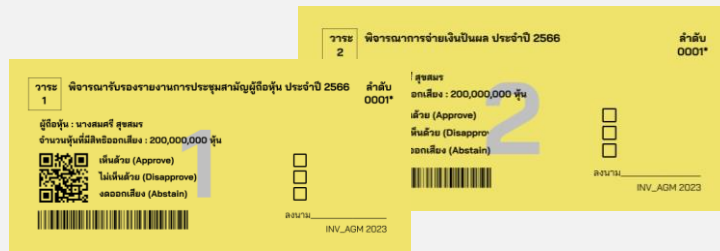
- 1 Document for register
- 2 Wait for inspector and register
- 3 Received a ballot

2. Incase in proxy

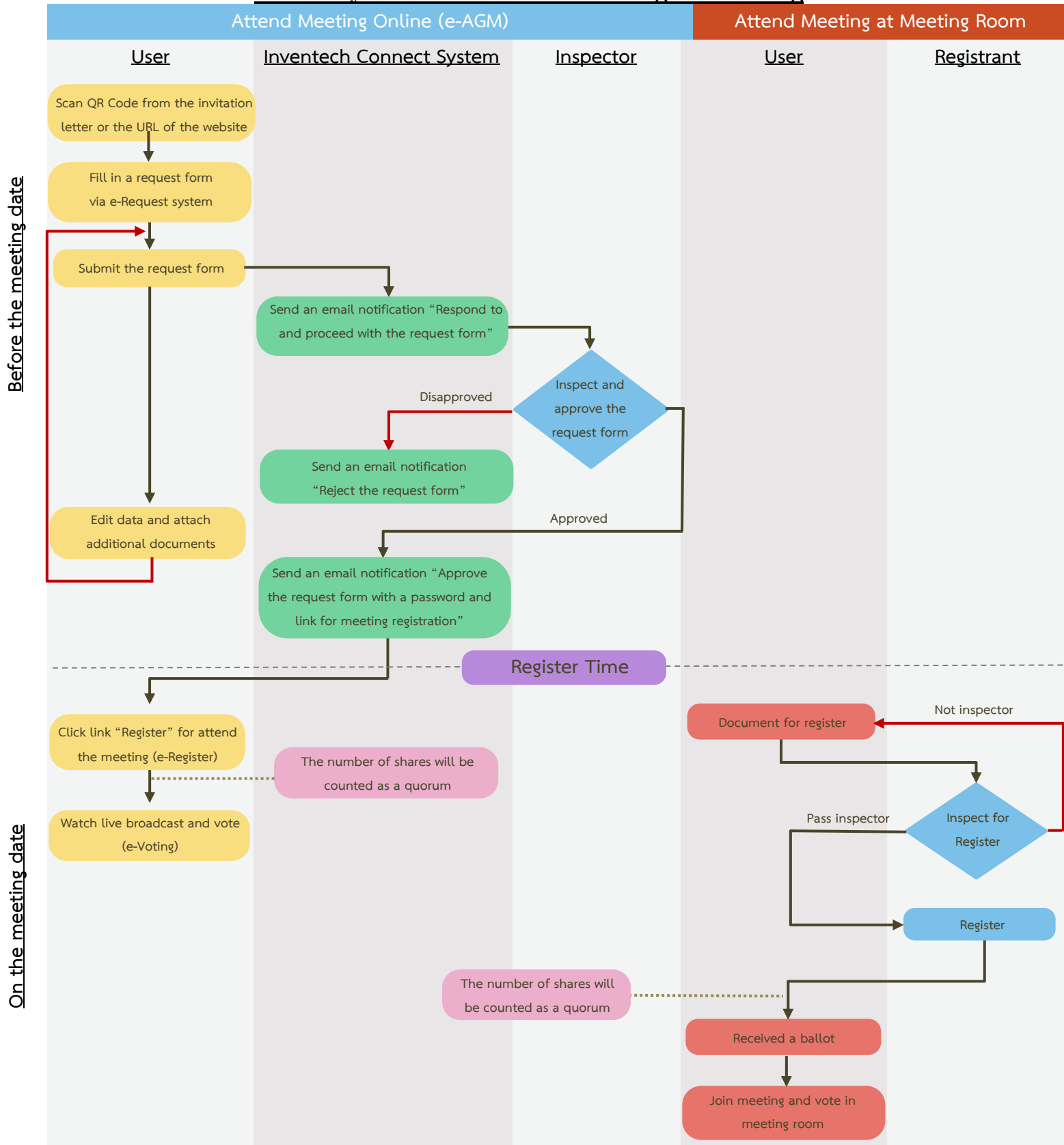
- 1 Document for inspector
- 2 Wait for inspector
- 3 Document for register
- 4 Wait for register
- 5 Received a ballot

3. Join meeting in meeting room

4. vote as they wish in ballot



Summary of Guidelines for Attending the Meeting



System Usage Conditions via Electronic Meetings (e-Meeting)

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register for exit the quorum", the systems will be number of your shares out from the meeting base.