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Minutes of the Annual General Meeting of Shareholders No. 1/2566
(not yet certified by the Shareholders' Meeting)
Of Krungsri Capital Securities Public Company Limited,
Held on Monday, 24 April 2023 at 10.00 a.m.
At Meeting room, Convention Center, G Floor,
21/3 Thai Wah Tower, South Sathorn Road, Thungmahamek, Sathorn, Bangkok

Mr. Phongsant Thanatjai, Chairman of the Board of Directors was the Chairman of the Annual General Meeting of Shareholders No. 1/2566 (hereinafter "the Chairman"), informed the Annual General Meeting of Shareholders No. 1/2566 (hereinafter "the Meeting") that as the Meeting opened at 10.00 a.m., there were the shareholders and the proxies of shareholders with voting right attending the Meeting at a total number of 53 shareholders. Those presented at the Meeting owned a total number of 2,131,283,061 shares, or 99.11% of the shares issued and sold of Krungsri Capital Securities Public Company Limited (hereinafter "the Company"), which consists of the shareholders and the proxies of shareholders present numbering not less than 25 persons and holding an aggregate of not less than one-third of the total number of shares sold at 2,150,469,000 shares. With a quorum thus constituted in accordance with the Company's Articles of Association, the Chairman declared the Meeting open according to the agendas outlined in the invitation letter sent to the Company's shareholders prior to the Meeting.

The Chairman assigned Miss Kridsana Kulpanyalert, Division Head of Finance Division, the person supervising accounting (Chief Accountant), and the Company secretary, was the presenter of the agendas. In addition, Miss Kridsana Kulpanyalert was assigned to answers questions about the financial statements and Mr. Suthep Peetakanont, Chairman of the Board of Executive Directors who was assigned to answers about general business for shareholders.

Before the Meeting, Miss Kridsana Kulpanyalert has requested the attendees of the Meeting to wear a mask all the time when attending the Meeting, and refrain from eating in the meeting room.

Miss Kridsana Kulpanyalert introduced the 7 directors, who attended the Meeting out of the total number of 7 members of the Board of Directors (100.00% Meeting Attendance), as follows:

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| 1. Mr. Phongsant Thanatjai | Director / Chairman of the Board of Directors / Authorized Signatory |
| 2. Mr. Suthep Peetakanont | Director / Vice Chairman of the Board of Directors and Chairman of the Board of Executive Directors / Authorized Signatory |
| 3. Mrs. Varaluck Prutthiworamongkon | Director / President / Member of the Board of Executive Directors / Authorized Signatory |
| 4. Mrs. Kittiya Srisanit | Director / Chairperson of the Audit Committee |

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| 5. | Mr. Wirote Chuenratanakul | Director / Member of the Audit Committee |
| 6. | Mrs. Akanit Mattison | Director / Authorized Signatory |
| 7. | Mr. Win Phromphaet | Director / Authorized Signatory |

Miss Kridsana Kulpanyalert informed the Meeting that the Company also has other sub-committees, namely:

- The Audit Committee, having Mrs. Kittiya Srisanit as the Chairperson of the Audit Committee
- The Board of Executive Directors, having Mr. Suthep Peetakanont as the Chairman of the Board of Executive Directors
- Anti-Money Laundering Committee, having Ms. Rungthip Kittanaseree, Chief Compliance Officer, as the Chairperson of the Anti-Money Laundering Committee.

The Company also has other sub-committees such as Risk Management Committee, etc.

Miss Kridsana Kulpanyalert further introduced the attendees of the Meeting, Ms. Saranya Pludsri, an Audit Partner, and Ms. Chayaporn Watchareewong Na Ayudthaya, a Senior Audit Assurance from EY Office Limited, and introduced Mrs. Darunee Chantra, an Audit Partner, and Thananun Wechwannakijkul, an Audit Manager, from Deloitte Touche Tohmatsu Jaiyos Audit Company Limited (Due to the change of the Company's auditor as said in Agenda 8) who joined this Meeting.

Miss Kridsana Kulpanyalert informed the Meeting that the Company had appointed Ms. Sirintra Chaochob, Department Head of Internal Audit Department to be the scrutineer of the shareholders' vote counting of the Meeting, in compliance with the Company's Good Corporate Governance Policy.

Miss Kridsana Kulpanyalert then informed the Meeting about the shareholders' voting and vote counting procedures for each agenda as follows.

1. Each shareholder's or proxy's vote would be equal to the number of shares that the shareholder owns or assigned to the proxy. Each shareholder would be allowed to cast their vote to agree, disagree or abstain with respect to each agenda item with their votes being equal to the number of shares held by each shareholder or the person who granted them the proxy rights. The votes would be cast using the voting card that was distributed during the registration process for the Meeting.
2. The shareholders attending the meeting in person and by proxy under the Proxy Form No. 1 and Proxy Form No. 2 shall not be allowed to divide his/her vote for each agenda item, unlike the proxy under the Proxy Form No. 3 for foreign shareholders who have appointed custodians in Thailand.

A voting ballot is considered invalid when shareholders or proxies do not clearly express their intention on the ballots, such as there are more than one marked box on the ballots or there is no countersign on the ballot where changes of votes are made.

3. If the shareholders had appointed a proxy to cast their votes on their behalf in accordance with his/her instructions (Proxy Form No. 2), the Company shall input his/her votes according to the Proxy Form into the computer. Therefore, the proxy shall not be allowed to vote again.
4. For Agenda 6 concerning the election of the directors, the shareholders shall be allowed to cast their vote for each director on individual basis. Then, the Chairman shall announce the results of the vote for each director on individual basis in accordance with the principles of good corporate governance.
5. Regarding the asking for resolutions and counting of votes for each agenda, to avoid any disruption of the vote counting, the Chairman would ask shareholders or proxy with the following steps:
 1. Any shareholder or proxy who votes to disagree shall raise his/her hand so that the staff could collect their ballot, then the votes for that particular agenda could be recorded.
 2. Any shareholder or proxy who abstains from voting shall raise his/her hand so that the staff could collect their ballot, then the votes for that particular agenda could be recorded.

The remaining votes shall be considered as votes of agree without requirement of raising his/her hand. Only the votes to disagree or abstain with respect to each agenda item shall be counted and affected the vote calculation according to the law and the Company's Articles of Association. The result of each agenda will show on the screen. In case of voided ballots, the total voided ballots of each agenda will be shown on screen for shareholders' acknowledgement.

6. The resolution of the Meeting to agree or approve in each agenda shall be made in accordance with the Company's Articles of Association.
7. The number of votes with respect to each agenda item might be different from the total number of voting rights that were announced at the commencement of the Meeting in case some shareholders had registered afterwards.
8. Before casting their votes for each agenda item, the shareholders shall be given an opportunity to ask questions relevant to a particular agenda item. The shareholders who wish to ask questions are required to submit their written questions, their names and surnames to the Company's staff, then the staff will read the questions to avoid sharing microphones. In case that any shareholder would like to raise questions or express their opinions on topics that were not related to the agenda being in consideration, they shall be allowed to do so during the discussion of Agenda 9 (Other matters) with the same procedure as mentioned above.



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9. The Company requested to collect all of the ballots from the shareholders and proxy at the end of the Meeting, in compliance with the good corporate governance.

Ms. Kridsana Kulpanyalert gave an opportunity to the shareholders who disagreed with these voting and vote counting procedures, to express him/herself by raising their hands and expressing their opinions.

As no shareholders disagreed to the above shareholders' voting and vote counting procedures, Ms. Kridsana Kulpanyalert then further informed the shareholders to begin the agenda, of which supporting meeting document and the agendas were published in both Thai and English on the Company's website as well as published in the Tunhoon Newspaper on the dates of 10 - 12 April 2023 totaling 3 business days.

Agenda 1 To consider adopting the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2566 held on 7 March 2023

Ms. Kridsana Kulpanyalert reported to the Meeting that, according to the facts and reasons given in the invitation letter to shareholders, the Board of Directors had considered that the Minutes of the Annual General Meeting of Shareholders No. 1/2566 held on 7 March 2023 had been recorded correctly and completely, and have already been posted on the Company's website (www.nomuradirect.com), which has been changed to www.krungsrcapital.com since 3 April 2023. Therefore, the Board of Directors resolved to propose the Meeting to adopt these minutes.

Ms. Kridsana Kulpanyalert gave the shareholders an opportunity to ask questions.

No questions were raised. Ms. Kridsana Kulpanyalert then requested the Meeting to consider and vote.

The Meeting resolved with the unanimous votes of the shareholders who attended the Meeting and casted their votes to adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2566 held on 7 March 2023 with the votes comprising of:

Agreed	2,131,734,892	votes	equivalent to	100.0000%
Disagreed	391	votes	equivalent to	0.0000%
Abstained	0	votes		
Void ballots	0	votes		

Agenda 2 Matter arising

Ms. Kridsana Kulpanyalert reported to the Meeting that, according to the facts and reasons given in the invitation letter to shareholders, the Board of Directors resolved to report the matter arising to the Shareholders' Meeting for acknowledgement that the Company did not have the issuance and offering for sale of any debentures or debt instruments during the year 2022.

Ms. Kridsana Kulpanyalert gave the shareholders an opportunity to ask questions.

No questions were raised. Ms. Kridsana Kulpanyalert then informed the Meeting that this agenda was for the Meeting's acknowledgement of the matter arising; therefore, there was no voting for this agenda.

The Meeting acknowledged the matter arising.

Agenda 3 To acknowledge the Company's performance for the year ended 31 December 2022

Ms. Kridsana Kulpanyalert reported to the Meeting that, according to the facts and reasons given in the invitation letter to shareholders, the Board of Directors resolved to report the Company's performance for the year ended 31 December 2022 to the Meeting for acknowledgement.

Ms. Kridsana Kulpanyalert reported the Company's performance for the year ended 31 December 2022 to the shareholders. (Details of the Company's performance were disclosed in the 2022 Annual Report.)

Ms. Kridsana Kulpanyalert gave the shareholders an opportunity to ask questions.

One shareholder suggested that financial performance and financial ratio reported to the shareholders' meeting should be presented in the Annual Report. Mr. Suthep Peetakanont acknowledged the suggestion and clarified that financial statement information has been presented in the Annual Report and prepared in accordance with requirement of regulatory agencies. This suggestion will be considered further.

One shareholder expressed his opinion about the 2022 performance that profit was decreased. Therefore, he asked the new management who had just been appointed to the position about strategies to make shareholders believe that in 2023 the operating performance would be better. Mr. Suthep Peetakanont explained that there were many factors affecting operating results in 2022, including market conditions. As for operations in 2023, the management team has worked closely together with the goal of improving performance.

No additional questions were raised. Ms. Kridsana Kulpanyalert then informed the Meeting that this agenda was for the Meeting's acknowledgement, therefore, there was no voting for this agenda.

The Meeting acknowledged the Company's performance for the year ended 31 December 2022.

Agenda 4 To consider and approve the Company's financial statements and the Auditor's report for the year ended 31 December 2022

Ms. Kridsana Kulpanyalert reported to the Meeting that, according to the facts and reasons given in the invitation letter to shareholders, the Board of Directors considered that the Company's financial statements for the year ended 31 December 2022 were reasonably accurate and fairly presented the Company's financial position and performance in accordance with Thai Financial Reporting Standards. Therefore, the Board of Directors resolved to propose the Shareholders' Meeting to approve these financial statements which were audited by the Certified Public Accountant and reviewed by the Company's Audit Committee.

Ms. Kridsana Kulpanyalert gave the shareholders an opportunity to ask questions.

One shareholder asked whether in 2022 the Company still had service income from Nomura group. Ms. Kridsana Kulpanyalert explained that in 2022 the Company still had income from the Nomura group. The related transactions were presented in Note to Financial Statements No. 32, page 69 of the 2022 Annual Report.

No additional questions were raised. Ms. Kridsana Kulpanyalert then requested the Meeting to consider and vote.

The Meeting resolved with a majority of the votes of the shareholders who attended the Meeting and casted their votes to approve the Company's financial statements and the Auditor's report for the year ended 31 December 2022 with the votes comprising of:

Agreed	2,131,748,093	votes	equivalent to	100.0000%
Disagreed	391	votes	equivalent to	0.0000%
Abstained	0	votes		
Void ballots	0	votes		

Agenda 5 To consider and approve the profit appropriation from the net profit for the year ended 31 December 2022 and the dividend payment

Ms. Kridsana Kulpanyalert reported to the Meeting that, according to the facts and reasons given in the invitation letter to shareholders, as of 31 December 2022, the Company has registered capital at Baht 2,150,469,000 and legal reserve at Baht 215,046,900 which equals to 10% of the Company's registered capital. As a result, the Company has fully allocated the legal reserve as required by laws.

For dividend payment, the Company also has a policy to propose the Shareholders' Meeting the dividend payout ratio of at least 60% of annual net profit, except in case that the Company needs to set aside its capital for business expansion or other significant activities. However, the dividend payment shall be subject to the resolution of the Shareholders' Meeting.

Therefore, the Board of Directors considered and resolved to propose the Shareholders' Meeting to consider and approve no allocation of the net profit for the year ended 31 December 2022 as legal reserve, because the Company has fully allocated the legal reserve as required by laws, and also consider and approve the dividend payment at the rate of Baht 0.081 per share or approximately equivalent to 60.08% of the net profit for the year ended 31 December 2022 which is in line with the Company's dividend payment policy. The dividend payment shall be paid from the net profit for the fiscal year 2022. The details of the profit appropriation and the dividend payment shall be as below.

Legal reserve	Baht	0.00
General reserve	Baht	0.00
Dividend payment at Baht 0.081 per share	Baht	174,187,989.00

(Based on the total paid-up shares of 2,150,469,000 shares at par of Baht 1 per share)

The book closing date to collect the shareholders list who were entitled to receive the dividend was set to be on 7 April 2023. The dividend payment date was set to be on 8 May 2023. However, such entitlement to the dividend payment shall be subject to the resolution of the Shareholders' Meeting.

Ms. Kridsana Kulpanyalert gave the shareholders an opportunity to ask questions.

Two shareholders noted that the dividend pay-out ratio for fiscal year 2022 was lower than it in previous years when the Company was in Nomura group. One of them expected that the new management will use the remaining accumulated profits that have not been allocated for 2022 to generate return to the shareholders in the future. Mr. Phongsant Thanattrai, Chairman acknowledged this opinion.

No additional questions were raised. Ms. Kridsana Kulpanyalert then requested the Meeting to consider and vote.

The Meeting resolved with a majority of the votes of the shareholders who attended the Meeting and casted their votes to approve the profit appropriation from the net profit for the year ended 31 December 2022 by approving no allocation of the net profit for the year ended 31 December 2022 as legal reserve, because the Company has fully allocated the legal reserve as required by laws, and approved the dividend payment at the rate of Baht 0.081 per share or approximately equivalent to 60.08% of the net profit for the year ended 31 December 2022. The dividend payment shall be paid from the net profit for the fiscal year 2022. The book closing date to collect the shareholders list entitled to receive the dividend on 7 April 2023. The dividend payment date would be on 8 May 2023 with the votes comprising of:

Agreed	2,131,724,745	votes	equivalent to	99.9986%
Disagreed	29,771	votes	equivalent to	0.0014%
Abstained	0	votes		
Void ballots	0	votes		

Agenda 6 To consider the appointment of directors to replace those retiring by rotation

Ms. Kridsana Kulpanyalert reported to the Meeting that, according to the facts and reasons given in the invitation letter to shareholders, the directors who shall retire by rotation in 2023 are directors who occupy the position in office for the longest period shall retire from office and directors with the same term of office will be drawn by lots.

The directors who occupy the position in office for the longest time and those who will retire in 2023 by drawing lots because their term of office is same are:

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| 1. Mr. Suthep Peetakanont | Director |
| 2. Mr. Wirote Chuenratanakul | Director / Member of the Audit Committee |
| 3. Mrs. Akanit Mattison | Director |

In order to comply with the principles of good corporate governance, Ms. Kridsana Kulpanyalert asked for permission from the Meeting to allow 3 directors, namely Mr. Suthep Peetakanont, Mr. Wirote Chuenratanakul and Mrs. Akanit Mattison left the meeting on this agenda.

Ms. Kridsana Kulpanyalert reported that the Board of Directors, excluding the nominated directors with respect to this agenda, considered that those 3 directors are knowledgeable

and capable in performing their duties as the Company's directors and their actions were taken in good faith and to the best interest of the Company and the shareholders, then resolved to propose the Shareholders' Meeting to consider the re-election of those 3 directors to be the Company's directors for another term.

Ms. Kridsana Kulpanyalert gave the shareholders an opportunity to ask questions.

One shareholder had an opinion about the wording in invitation letter regarding the appointment of directors who retiring by rotation eligible for re-election as directors for another term. Ms. Kridsana Kulpanyalert informed that according to the Public Company Limited Act B.E. 2535, it is required that at every annual general meeting of shareholders, one-third of the directors shall retire, the directors retiring by rotation are eligible for re-election. For 2023, director who occupy the position in office for the longest period shall retire from office is Mr. Suthep Peetakanont. Directors who are with the same term of office will be drawn by lots are Mr. Wirote Chuenratanakul and Mrs. Akanit Mattison. All three directors held position as directors before this meeting. Therefore, all three directors are directors who retired by rotation and considered to be appointed as directors for another term. The wording in the invitation letter was correct.

No additional questions were raised. Ms. Kridsana Kulpanyalert then requested the Meeting to consider and vote.

The Meeting resolved with the unanimous votes of the shareholders who attended the Meeting and casted their votes to re-elect Mr. Suthep Peetakanont to be the Company's director for another term with the votes comprising of:

Agreed	2,131,769,125	votes	equivalent to	100.0000%
Disagreed	391	votes	equivalent to	0.0000%
Abstained	0	votes		
Void ballots	0	votes		

The Meeting resolved with the majority votes of the shareholders who attended the Meeting and casted their votes to re-elect Mr. Wirote Chuenratanakul to be the Company's director for another term with the votes comprising of:

Agreed	2,131,727,946	votes	equivalent to	100.0000%
Disagreed	391	votes	equivalent to	0.0000%
Abstained	44,180	votes		
Void ballots	0	votes		

The Meeting resolved with the majority votes of the shareholders who attended the Meeting and casted their votes to re-elect Mrs. Akanit Mattison to be the Company's director for another term with the votes comprising of:

Agreed	2,131,728,046	votes	equivalent to	100.0000%
Disagreed	391	votes	equivalent to	0.0000%
Abstained	44,180	votes		
Void ballots	0	votes		

Ms. Kridsana Kulpanyalert asked all three directors to return to the meeting room.

Mr. Suthep Peetakanont, Mr. Wirote Chuenratanakul and Mrs. Akanit Mattison returned to the meeting room.

Ms. Kridsana Kulpanyalert informed three directors that the Shareholders' meeting resolved to re-elect those three directors to be the Company's directors for another term.

Agenda 7 To consider and approve the remuneration of directors and members of the Audit Committee

Ms. Kridsana Kulpanyalert reported to the Meeting that, according to the facts and reasons given in the invitation letter to shareholders, the Board of Directors has the policy to propose the appropriate rates of Director's and Audit Committee Member's remuneration that align with the below factors. Regarding the change in major shareholder of the Company which was taken effect from 7 March 2023, the directors' and members of the Audit Committee's remuneration for the fiscal year 2023 will be different from those resolved in the fiscal year 2022 as details below:

1. Director's annual remuneration

Director's annual remuneration was remuneration for the director performing his/her duties in year 2021 and calculated proportionately to the term in position based on annual remuneration. It applied only to the Chairman of the Board of Directors and 3 Independent Directors. Other Executive Director and non-executive director were not entitled to receive such remuneration. The rate of director's annual remuneration were paid as below:

Chairman of the Board of Directors	Baht 250,000 annually
Each Independent Director	Baht 260,000 annually

2. Meeting Allowance for each Independent Director who was attending the board meetings for the year ended 31 December 2022. There was only one Independent Director, Associate Professor Dr. Danuja Kunpanitchakit, Chairperson of Audit Committee. The amount is Baht 20,000 per meeting

3. Members of Audit Committee's annual remuneration for the year ended 31 December 2022 was applied only to member of Audit Committee who was independent director. Due to the fact that, during the fiscal year 2022, Associate Professor Dr. Danuja Kunpanitchakit, Chairperson of Audit Committee who was a member of Audit committee and independent director. Therefore, it was applied only to Associate Professor Dr. Danuja Kunpanitchakit, Chairperson of Audit Committee, at the rate of Baht 320,000 annually and calculated proportionately to the term in position based on annual remuneration.

Regarding the change in major shareholder of the Company, the Board of Directors considered and resolved to propose the Shareholders' Meeting to consider and approve the remuneration of directors and members of the Audit Committee for fiscal year 2023 as follows:

1. Director's remuneration

- 1) Director's annual remuneration which is remuneration for the director performing his/her duties in year 2022 and shall be applied only to the Chairman of the Board of Directors and Independent Directors and calculated proportionately to the term in position based on annual remuneration shall be paid at the same rate as last year as below:

Chairman of the Board of Directors: Mr. Suthep Peetakanont Baht 250,000 annually

Independent Director: Associate Professor Dr. Danuja Kunpanitchakit Baht 260,000 annually

- 2) Director's remuneration which is remuneration for the director performing his/her duties in year 2023 and shall be applied only to independent directors, consisting of the director's remuneration for independent directors and the meeting allowance for each independent director. Details are as follows:

2.1) Director's remuneration for independent directors

- Independent Director who was in the previous Board of Directors prior to the change of the major shareholder of the Company, was Associate Professor Dr. Danuja Kunpanitchakit. The remuneration shall be paid at the same rate as last year which is Baht 260,000 annually and calculated proportionately to the term in position based on annual remuneration. It shall be remuneration for the performance period during 1 January to 7 March 2023, at the amount of Baht 47,013.
- Independent Director who is in the current Board of Directors after the change of the major shareholder of the Company, is Mrs. Kittiya Srisanit

who has performed his/her duties since 7 March 2023 onwards. The remuneration shall be paid at the rate of Baht 35,000 per month and calculated proportionately to the term in position.

2.2) Meeting allowance for each Independent Director

Meeting allowance for Independent Director who was in the previous Board of Directors prior to the change of the major shareholder of the Company, who was Associate Professor Dr. Danuja Kunpanitchakit, for attending the board meetings during 1 January to 7 March 2023, shall be paid at the rate of Baht 20,000 per meeting.

2. Meeting allowance for Chairperson of Audit Committee after the change of the major shareholder of the Company who is Mrs. Kittiya Srisanit, for attending the Audit Committee Meeting for the year ended 31 December 2023, shall be paid at the rate of Baht 20,000 per meeting.
3. Members of Audit Committee's annual remuneration for the year ended 31 December 2023, shall be paid to Chairperson of Audit Committee who was Independent Director in the previous Board of Directors prior to the change of the major shareholder of the Company, who was Associate Professor Dr. Danuja Kunpanitchakit, at the same rate as last year which was Baht 320,000 annually and calculated proportionately to the term in position based on annual remuneration. It shall be remuneration for the performance period during 1 January to 7 March 2023, at the amount of Baht 57,863.

The Company has not provided other benefits for director who is non-executive director.

Ms. Kridsana Kulpanyalert gave the shareholders an opportunity to ask questions.

One shareholder asked for the ratio of directors' remuneration, excluding executive directors' remuneration, compared to dividends paid for the year 2022. Ms. Kridsana Kulpanyalert informed the shareholder meeting that it is approximately 0.6 percent.

One shareholder asked for director's remuneration for independent director who is in the current Board of directors after the change of the major shareholder of the Company. Ms. Kridsana Kulpanyalert explained the structure of directors' remuneration before and after the change of the major shareholder of the Company, which is different. In addition, Mr. Suthep Peetakanont explained that in summary the remuneration paid to independent directors according to new structure is lower than the remuneration paid to the former structure.

One shareholder suggested that the director position of Mrs. Kittiya Srisanit should be clearly specified as an independent director. Mr. Suthep Peetakanont thanked the shareholder for the suggestion.

No additional questions were raised. Ms. Kridsana Kulpanyalert then requested the Meeting to consider and vote.

The Meeting resolved with the votes of not less than two-thirds of the total votes of shareholders who attended the Meeting to approve the remuneration of directors and members of the Audit Committee as proposed with the votes comprising of:

Agreed	2,131,735,854	votes	equivalent to	99.9983%
Disagreed	491	votes	equivalent to	0.0000%
Abstained	36,280	votes	equivalent to	0.0017%
Void ballots	0	votes	equivalent to	0.0000%

Agenda 8 To consider the appointment of Company's auditor and the audit fees for the accounting periods starting from 1 January 2023 and ending on 31 December 2023

Ms. Kridsana Kulpanyalert reported to the Meeting that, according to the facts and reasons given in the invitation letter to shareholders, the Company's Board of Directors had resolved to propose the Shareholders' Meeting for consideration as per below.

1. To appoint Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditor, which consists of Mr. Chavala Tienpasertkij, CPA (Thailand) - License number 4301 and/or Mrs. Nisakorn Songmanee, CPA (Thailand) - License number 5035 and/or Mr. Kasiti Ketsuriyonk, CPA (Thailand) - License number 8833 and/or Mrs. Darunee Chantra, CPA (Thailand) - License number 8625 of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditors, any one of them is authorized to conduct the audit and express opinion on the Company's financial statements for the accounting periods starting from 1 January 2023 to 31 December 2023 and other related periods which used to compare with such audited or reviewed periods in accordance with Thai Financial Reporting Standards. In case that the said auditors cannot perform their duty, other auditors of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. might be appointed by Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to perform such audit instead.
2. To determine the audit fees of Baht 1,700,000 for the accounting periods starting from 1 January 2023 to 31 December 2023, excluding service charge and Out-of-pocket expenses such as overtime cost, traveling expenses, and photocopying expenses.

Such proposal of appointment of the auditors and the determination of audit fees are in accordance with the proposal of the Audit Committee.

Ms. Kridsana Kulpanyalert gave the shareholders an opportunity to ask questions.

One shareholder noted the audit fee amount Baht 1,700,000 from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. was higher than the audit fee in the previous year which was 1,600,000 baht. Mrs. Darunee Chantra, Audit Partner of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., has explained the reason of determination of audit fee. The increase was for the reviewing of information received from previous auditor. In addition, Ms. Kridsana Kulpanyalert further clarified that normally audit fee will be proposed increasing every year. The determination of audit fee will be considered from scope of work provided each year.

One shareholder has had an opinion regarding the preparation of the consolidated financial statements of Bank of Ayudhya Public Company Limited (the bank) that because the Company is a subsidiary of the bank, therefore, the annual shareholders' meeting should be held to approve the financial statements before the shareholders' meeting of the bank, which is the parent company. Mr. Phonganant Thanattrai, the Chairman of the Board of Directors acknowledged this opinion. In addition, Ms. Kridsana Kulpanyalert informed that the Annual General Meeting of Bank of Ayudhya Public Company Limited will be held on 27 April 2023, after the Company's shareholder meeting.

No additional questions were raised. Ms. Kridsana Kulpanyalert then requested the Meeting to consider and vote.

The Meeting resolved with a majority of the votes of the shareholders who attended the Meeting and casted their votes to approve to appoint Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditors and determine the audit fees for the accounting periods starting from 1 January 2023 to 31 December 2023, as proposed with the votes comprising of:

Agreed	2,131,748,436	votes	equivalent to	100.0000%
Disagreed	391	votes	equivalent to	0.0000%
Abstained	24,100	votes		
Void ballots	0	votes		

Agenda 9 Other matters (if any)

As all agenda in the invitation letter was completely proposed to and considered by the Meeting, the shareholders were given an opportunity to ask questions in other matters (if any).

One shareholder has noted regarding the price of tender offer which Bank of Ayudhya Public Company Limited, major shareholder of the Company, purchased from other shareholders. Mr. Phonganant Thanattrai, the Chairman of the Board of Directors informed that the shareholders could ask questions about tender offer of Bank of Ayudhya Public Company Limited from staffs of Kiatnakin Phatra Securities Public Company Limited, which is the agent of tender offer, available outside the room.

One shareholder asked that Bank of Ayudhya Public Company Limited, parent company, has another subsidiary which is a securities company, are there any restrictions on licenses or business operation? Mr. Phonganant Thanattrai, the Chairman of the Board of Directors informed that the holding shares in Krungsri Capital Securities Public Company Limited, as a result, the bank has two securities companies in the bank's financial group, has been approved by the relevant regulatory agencies. The business operations of the two securities companies are clearly separated. Each company cannot access the other company's data. The operation is in accordance with the laws and regulations.

One shareholder inquired whether doubtful debts increasing or not. Ms. Kridsana Kulpanyalert replied that the Company has no additional doubtful debts. The doubtful debts in financial statements were occurred for a long time.

One shareholder asked about the reason of changing the auditor and increasing the audit fees. Ms. Kridsana Kulpanyalert informed the shareholders' meeting that due to the change of major shareholder, the company's auditor should be the same audit firm as the parent company, as a result, the auditor should be changed. Audit fees usually increase due to higher living costs and expenses.

One shareholder inquired about a merger plan between the Company and Krungsri Securities Public Company Limited. Mr. Phonganant Thanattrai, the Chairman of the Board of Directors informed that such a merger plan needed time to study. At present, there was no clear answer to such plan. The bank just had the opportunity to study and work with the Company, after the completion of payment for shares on 7 March 2023.

One shareholder asked about future income from MUFG, as the Company is in the MUFG group, just like the Company had received income from Nomura Group. Mr. Phonganant Thanattrai, the Chairman of the Board of Directors informed that such income depends on intercompany transactions.



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One shareholder inquired about the management of the Company's board of directors under Bank of Ayudhya Public Company Limited whether the decision making is independent or not. Mr. Phonganant Thanattraï, the Chairman of the Board of Directors informed that the performing of directors and management is professional and each person has independent consideration and decision.

Since there was no further question raised, the Chairman thanked the auditors from EY Office Limited and the shareholders for their attendance and declared the Meeting adjourned at 11.45 a.m.

Signed _____ (Signature) Chairman
(Mr. Phonganant Thanattraï)

Signed _____ (Signature) Secretary to the Meeting
(Miss Kridsana Kulpanyalert)

(Minutes of the Annual General Meeting of Shareholders No. 1/2566 (not yet certified by the Shareholders' Meeting))