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Notice of Summoning to attend the Annual General Meeting of Shareholders No. 1/2566 (No. 1/2023)

Krungsri Capital Securities Public Company Limited

Monday 24 April 2023 at 10.00 a.m.

Convention Center, 21/3 Thai Wah Tower, G Floor,
South Sathorn Road, Thungmahamek, Sathorn, Bangkok



Ref: KCS 199 /2023 (E)

7 April 2023

Subject: Notice of Summoning to attend the Annual General Meeting of Shareholders No. 1/2566 (No. 1/2023)

To: The Shareholders of Krungsri Capital Securities Public Company Limited ("the Company")

Attachments:

1. A copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2566 (No. 1/2023)
2. Biographies of the Company's Directors retiring by rotation and whose re-election is proposed to the Shareholders' Meeting to be the Company's Directors for another term
3. Registration and Proxy Procedure
4. Biography of an Independent Director, proposed by the Company to serve as proxy for shareholders
5. The Company's Articles of Association (AOA) relating to Shareholders' Meeting
6. Map of the meeting venue for the Annual General Meeting of Shareholders No. 1/2566 (No. 1/2023) (Convention Center)
7. Proxy forms
8. Annual Report 2022

By the resolution of the Board of Directors ("the Board") Meeting of the Company No. 4/2566 held on 21 March 2023, No. 5/2566 held on 23 March 2023 and No. 6/2566 held on 28 March 2023, the Company had scheduled the book closing date on 7 April 2023 to collect the shareholders list who are entitled to attend the Annual General Meeting of Shareholders No. 1/2566 (No. 1/2023) which will be held on Monday, 24 April 2023 at 10.00 a.m., at Convention Center of the Company, 21/3 Thai Wah Tower, G Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok, with the following agendas:

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

Fact and reason

The Minutes of the Extraordinary General Meeting of Shareholders No. 1/2566 (No. 1/2023) held on 7 March 2023 (as per the Attachment No. 1), were made and have already been posted on the

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Company's website (www.nomuradirect.com), which has been changed to www.krungsrcapital.com since 3 April 2023.

The Board of Directors' opinion

The Board of Directors considered that the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2566 (No. 1/2023) had been stated correctly and completely. Therefore, the Board of Directors resolved to propose the Shareholders' Meeting to adopt these minutes.

Resolution

The resolution for this agenda must be passed by a majority of the votes of the shareholders who attend the meeting and cast their votes according to the Company's AOA, Article 19.

Agenda 2 Matter arising

Fact and reason

According to the fact that the Company is required to report the utilization or non-utilization of the financial amount for issuance and offering for sale of all types of debentures which was approved by the Shareholders' Meeting. As a result, the Company shall report the progress to the Shareholders' Meeting for acknowledgement of such matter.

The Board of Directors' opinion

The Board of Directors resolved to report to the Shareholders' Meeting for acknowledgement that the Company didn't have the issuance and offering for sale of any debentures or debt instruments during the year 2022.

Resolution

This agenda is for acknowledgement, thus there will be no casting of vote.

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

Fact and reason

The Chairman of the Board of Directors shall summarize the Company's performance, factors which had an impact on the business and significant matters occurred during the year ended 31 December 2022 to the Shareholders' Meeting for acknowledgement.

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The Board of Directors' opinion

The Board of Directors deemed appropriate to report the Company's performance for the year ended 31 December 2022 to the Shareholders' Meeting for acknowledgement.

Resolution

This agenda is for acknowledgement, thus there will be no casting of vote.

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

Fact and reason

To comply with the Public Company Limited Act B.E. 2535 and the Company's Articles of Association which prescribe that the Board of Directors must prepare the financial statements as of the end of the Company's fiscal year and submit the same to the Annual General Meeting of Shareholders for consideration and approval. The Company, therefore, prepared the financial statements for the year ended 31 December 2022 in accordance with Thai Financial Reporting Standards. These financial statements were already audited by the Certified Public Accountant and reviewed by the Company's Audit Committee. (as detailed in the Attachment No. 8: Annual Report 2022)

The Board of Directors' opinion

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.

Resolution

The resolution for this agenda must be passed by a majority of the votes of the shareholders who attend the meeting and cast their votes according to the Company's AOA, Article 19.

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

Fact and reason

According to the Public Company Limited Act B.E. 2535 and the Company's Articles of Association, the Company must allocate not less than 5% of its annual net profit, after deducting accumulated deficit brought forward (if any), to be a legal reserve until that legal reserve reaches a level not less than 10% of the registered capital.

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. Therefore, for the year ended 31 December 2022, the Company is not required to allocate annual net profit to be a legal reserve because 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.

Information of the profit appropriation and the dividend payment

| The profit appropriation and the dividend payment | Fiscal year 2022 (Jan2022-Dec2022) | Fiscal year 2021 (Jan2021-Dec2021) | Fiscal year 2020 (Jan2020-Dec2020) | Fiscal year 2019 (Jan2019-Dec2019) |
|-------------------------------------------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|---------------------------------------|
| Net profit (million Baht) | 289.92 | 451.72 | 353.62 | 128.81 |
| Legal reserve (million Baht) | - | 3.15 | 17.70 | 6.50 |
| General reserve (million Baht) | - | - | - | - |
| Number of shares at the end of the year (At par of Baht 1 per share) | 2,150,469,000 | 2,150,469,000 | 2,150,469,000 | 2,150,469,000 |
| Dividend payment per share (Baht) (At par of Baht 1 per share) | 0.081 ¹ | 0.208 | 0.16 | 0.056 |
| Dividend Pay-out ratio (% of net profit) | 60.08 ¹ | 99.02 | 97.30 | 93.49 |
| Dividend amount for payment (million Baht) | 174.19 ¹ | 447.30 | 344.08 | 120.43 |

¹ A dividend payment from the net profit for the fiscal year 2022 shall be subject to the resolution of the Annual General Meeting of Shareholders No. 1/2566 (No. 1/2023).

The Board of Directors' opinion

The Board of Directors considered and resolved to propose the Shareholders' Meeting to consider and approve of no requirement of 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 of 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 are 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.

Resolution

The resolution for this agenda must be passed by a majority of the votes of the shareholders who attend the meeting and cast their votes according to the Company's AOA, Article 19.

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

Fact and reason

Refer to 1: According to the Public Company Limited Act B.E. 2535 and the Company's Articles of Association, it is required that "at every annual general meeting of shareholders, one-third of the directors shall retire. If the number of directors is not a multiple of three, the number of directors nearest to one-third shall retire from office.

The directors to retire from office in the first and second years following the registration of the Company shall be drawn by lots. In each subsequent year, the directors who occupy the position in office for the longest period shall retire from office.

A director retiring by rotation is eligible for re-election."

And refer to 2: the resolution of the Extraordinary General Meeting of Shareholders No. 1/2566 (No. 1/2023) held on 7 March 2023 approving the appointment of 6 new directors that resulted in the Board of Directors after the appointment of aforementioned directors, when combined with a remaining director, namely Mr. Suthep Peetakanont, shall consist of 7 directors in total.

In this regard, the directors who will retire by rotation in year 2023 are those who occupy the position in office for the longest period. Directors with the same tenure in office will be drawn by lots.

The directors retiring by rotation in year 2023 due to being in office for the longest period and the directors retiring by a drawing by lots due to having the same tenure in office are as follows:

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

The Board of Directors' opinion

The Board of Directors, excluding directors who will be retired by rotation, considered that those 3 retiring directors in year 2023 as listed below were knowledgeable and capable with strong determination in performing their duties as the Company's directors, 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-appointment of those 3 retiring directors in year 2023 whose names are listed below to be the Company's directors for another term.

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

(Biographies of those 3 retiring directors are in the Attachment No. 2)

Resolution

The resolution for this agenda must be passed by a majority of the votes of the shareholders who attend the meeting and cast their votes according to the Company's AOA, Article 19.

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

Fact and reason

The Board of Directors has a policy to propose the Shareholders' Meeting the appropriate rate of director's and members of the Audit Committee's remuneration to align with the related factors. Regarding the change in major shareholder of the Company which was taken effect from 7 March 2023, the director's and members of the Audit Committee's remuneration for the fiscal year 2023 will be different from those resolved in the fiscal year 2022.

For the fiscal year 2022, the remuneration rate of directors and members of the Audit Committee are as follows:

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 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:

- | | |
|---------------------------------------|-----------------------|
| 1. Chairman of the Board of Directors | Baht 250,000 annually |
| 2. 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 at 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, there was only a Chairperson of Audit Committee who was a member of Audit committee and independent director. Therefore, it was applied only to the Chairperson of Audit Committee at the rate of Baht 320,000 annually and calculated proportionately to the term in position based on annual remuneration.

The Board of Directors' opinion

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 | Baht 250,000 annually |
| Each Independent Director | 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, 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, who has performed his/her duties since 7 March 2023 onwards, 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 for attending the board meetings during 1 January to 7 March 2023, shall be paid at the rate of Baht 20,000 per meeting.

- Meeting allowance for Chairperson of Audit Committee after the change of the major shareholder of the Company 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.
- 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 at the same rate as last year which is 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.

Resolution

The resolution for this agenda must be passed by the votes of not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting according to the Company's AOA, Article 40.

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

Fact and reason

According to the Public Company Limited Act B.E. 2535, it is required that the Annual General Meeting of Shareholders shall appoint the auditor and determine the annual audit fees.

The Audit Committee considered and agreed to propose the Board of Directors as 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 Ketsuriyongk, 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.

The proposal of the appointment of the auditors and the determination of the audit fees were considered based on the below factors.

1. Knowledge of the auditor which related to Thai Financial Reporting Standards and Thai Standards on Auditing, capability to manage audit work efficiently, standard of the audit firm to control quality of audit job and other services provided to the Company, inclusive of advice, clarification of the new Thai Financial Reporting Standards and update of other current information.
2. The auditor has no relationship or other interest with the Company, in a manner that will affect the independent performance of duties.
3. The proposed audit fee rate is appropriate and comparable with the audit fee of last fiscal year.
4. There will be a change in the auditor for the fiscal year 2023 due to the change in the major shareholder of the Company which has been taken effect since 7 March 2023.

Record of appointing auditors and audit fees in the previous fiscal years

| For the fiscal year | Fiscal year 2022 (Jan22-Dec22) | Fiscal year 2021 (Jan21-Dec21) | Fiscal year 2020 (Jan20-Dec20) | Fiscal year 2019 (Jan19-Dec19) |
|---------------------------------------------------------------------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|-----------------------------------|
| Audit firm | EY Office Limited | EY Office Limited | EY Office Limited | EY Office Limited |
| Auditor Name | Ms. Saranya Pludsri | Ms. Ratana Jala | Ms. Ratana Jala | Ms. Ratana Jala |
| Reason of changing the auditor | - | - | - | - |
| Audit fees (Baht) (excluding Out of Pocket expense) | 1,600,000 | 1,500,000 | 1,500,000 | 1,600,000 |
| Relationship or other interest between auditor and the Company and connected persons | None | None | None | None |
| Other service fees (Baht) | | | | |
| - Audit fees for the Company's provident fund | None | None | None | None |
| - Legal service | None | None | None | None |
| - Tax service | None | None | None | None |

The Board of Directors' opinion

The Board of Directors considered and resolved to propose the Shareholders' Meeting as 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 Ketsuriyongk, 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.

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

Resolution

The resolution for this agenda must be passed by a majority of the votes of the shareholders who attend the meeting and cast their votes according to the Company's AOA, Article 19.

Agenda 9 Other matters (if any)

The Company realizes the importance of the right of the shareholders; therefore, the Company would like to ask for your cooperation to attend the meeting on the date, time and place as mentioned above for your benefit in acknowledgement of the performance of the Company and casting the voting right in the Meeting of Shareholders. If you cannot attend the meeting, please appoint someone or the Company's independent director to attend the meeting on your behalf. In such case, please complete and execute the enclosed proxy for your appointee to present to the Company on the meeting date. The executed proxy must be deposited with an assigned officer before the commencement of the meeting. Registration for shareholders attendance will start at 9.00 a.m. onwards.

Please be informed accordingly,

Yours faithfully,



(Mr. Phongsanant Thanattrai)
Chairman of the Board of Directors



-Translation-

Minutes of the Extraordinary General Meeting of Shareholders No. 1/2566
(not yet certified by the Shareholders' Meeting)
of Capital Nomura Securities Public Company Limited, ("the Company")
Held on Tuesday, March 7, 2023 at 10.00 a.m.
At Meeting room, G Floor, Convention Center,
21/3 Thai Wah Tower, South Sathorn Road, Thungmahamek, Sathorn, Bangkok

Mr. Suthep Peetakanont, Chairman of the Board of Directors and Chairman of the Board of Executive Directors, acting as the Chairman of the Extraordinary General Meeting of Shareholders No. 1/2566 ("the Meeting"), declared the Meeting opened at 10.01 a.m., a total of 48 shareholders and proxy of shareholders with voting rights attended the Meeting. Those presented at the Meeting owned a total of 2,131,197,796 shares, or 99.10% of the issued and paid-up shares of the Company, which were not less than the minimum requirement, 25 persons with an aggregate of not less than one-third of the Company's total 2,150,469,000 paid-up 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 introduced the 5 directors, who attended the Meeting as follows:

| | |
|---------------------------------------|----------------------------------------------------------------------------------------------|
| Mr. Suthep Peetakanont | Director/ Chairman of the Board of Directors Chairman of the Board of Executive Directors |
| Mr. Katsuya Imanishi | Director/ President / Executive Director |
| Mr. Philip Wing Lun Chow | Director |
| Assoc. Prof. Dr.Danuja Kunpanitchakit | Chairperson of the Audit Committee/ Independent Director |
| Mr. Naoyuki Oguri | Director and Member of Audit Committee |

The Chairman informed the Meeting that the Company also has other sub-committees, such as follows:

- The Audit Committee, having Associate Professor Dr. Danuja Kunpanichakit 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
- Credit Review Committee, having Mr. Katsuya Imanishi as the Chairman of the Credit Review Committee.
- Risk Management Committee, having Mr. Katsuya Imanishi as the Chairman of the Risk Management Committee.

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- Anti-Money Laundering Committee, having Ms. Rungthip Kittanaseree, Chief Compliance Officer, as the Chairperson of the Anti-Money Laundering Committee.

The Chairman then introduced Miss Kridsana Kulpanyalert, Division Head of Finance Division and the person supervising accounting (Chief Accountant) – by having Mr. Katsuya Imanishi, who has the highest responsibility in finance and accounting (Chief Financial Officer: CFO), and Ms. Nubthong Wanawatthanawong, Chief Legal Officer.

The Chairman further introduced the attendees of the Meeting, Mr. Theppachol Kosol, a legal advisor from Baker McKenzie Limited.

The Chairman 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.

The Chairman then informed the Meeting about the shareholders' voting and vote counting procedures for each agenda as follows.

- Each shareholder's or proxy holder's vote would be equal to the number of shares that the shareholder or the proxy grantor owns. 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.
- The shareholders attending the meeting in person and by proxy for Form 1 and Form 2 shall not be allowed to divide his/her vote for each agenda item, unlike the proxy for Form 3 for foreign shareholders who had 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.

- If the shareholder had appointed a proxy to cast their votes on their behalf in accordance with his/her instructions (for Form 2), the Company shall input his/her votes into the computer. Therefore, the proxy holder shall not be allowed to vote again.
- For Agenda Item No. 4 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 count the number of votes that each director has received and announce the results in accordance with the principles of good corporate governance.
- Regarding the counting of votes, the shareholders who wanted to vote against or abstain with respect to a particular agenda item shall be required to raise their hands so that the staff could collect their ballots. The remaining votes shall be considered as votes of agree. Only the votes against or to abstain with respect to each agenda item shall be counted and affect the vote calculation according to regulation and the Company's Article of Association (AOA). 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.

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- If the number of votes is in favor of a particular agenda and found in majority in accordance with the Company's Articles of Association regarding the vote casting, it shall mean that such particular agenda has been approved, excepted for Agenda 2 "To consider and approve the change of Company's name and the Company's seal, the amendment to Clause 1 of the Company's Memorandum of Association, and the Company's Articles of Association to reflect the change of Company's name and the Company's seal following the change of major shareholder and to be in accordance with the amended Public Limited Company Act, B.E. 2535 and related regulations", it must be passed by the votes of not less than three-fourths of the total votes of shareholders attending the meeting and having the right to vote according to Article 4 of the Company's Articles of Association and Section 31, Public Limited Company Act B.E. 2535.
- 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.
- 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.
- In case that any shareholder would like to raise questions or express their opinions on topics that do not relate to the main items on the agenda, they shall be allowed to do so during the discussion of agenda item No. 6 (i.e. other matters).
- The Company's staff shall collect all of the ballots from the shareholders and proxy holders at the end of the Meeting, in compliance with the good corporate governance.

Based on the procedures prescribing the shareholders' voting and vote counting clarified above, we noted that none of the shareholder disagreed with such procedures, the Chairman then further informed the shareholders to begin the agenda. In this respect, the supporting documents for the meeting and the agendas were published in both Thai and English on the Company's website as well as published in the Tunhooon Newspaper on March 23, 24 and 27, 2023, totaling 3 business days.

Agenda 1 To consider adopting the Minutes of the Annual General Meeting of Shareholders No. 1/2565 held on April 22, 2022

The Minutes of the Annual General Meeting of Shareholders No. 1/2565 held on April 22, 2022 which was sent to the shareholders together with the notice of the Meeting were taken and submitted to the Office of Securities and Exchange Commission and the Ministry of Commerce within 14 days after the meeting date. In addition, the minutes have already been posted on the Company's website (www.nomuradirect.com).

The Board of Directors' opinion

The Board of Directors considered that the Minutes of the Annual General Meeting of Shareholders No. 1/2565 had been stated correctly and completely. Therefore, the Board of Directors resolved to propose the Meeting to adopt these minutes.

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Resolution

After due consideration, the Meeting resolved, by a majority of votes by the shareholders present at the Meeting and casting their votes, to adopt the Minutes of the Annual General Meeting of Shareholders No. 1/2565 held on April 22, 2022 as proposed.

Agenda 2 To consider and approve the change of Company's name and the Company's seal, the amendment to Clause 1 of the Company's Memorandum of Association, and the Company's Articles of Association to reflect the change of Company's name and the Company's seal following the change of major shareholder and the amended Public Company Limited Act B.E. 2535 and related regulations

To reflect the change of major shareholder and to be in accordance with the amended Public Limited Company Act, B.E. 2535 and related regulations, the Company therefore propose to the shareholders' meeting to consider and approve the change of Company's name and the Company's seal, amendment to Clause 1 of the Company's Memorandum of Association, and the Company's Articles of Association, as well as amending the Company's Articles of Association to be in line with the amended Public Limited Company Act, B.E. 2535 and related regulations.

The Board of Directors' opinion

The Board of Directors resolved to propose that the Meeting approve the change of Company's name and the Company's seal, the amendment to Clause 1 of the Memorandum of Association, and the Articles of Association to reflect the change of Company's name and the Company's seal following the change of major shareholder and to be in accordance with the amended Public Limited Company Act, B.E. 2535 and related regulations as proposed in all respects as follows.

2.1 Change of Company's name and Company's seal

Company's Name

From:

Thai: บริษัทหลักทรัพย์ โนมูระ พัฒนสิน จำกัด (มหาชน)

English: Capital Nomura Securities Public Company Limited

To:

Thai : บริษัทหลักทรัพย์ กรุงศรี พัฒนสิน จำกัด (มหาชน)

English : Krungsri Capital Securities Public Company Limited

บริษัทหลักทรัพย์ โนมูระ พัฒนสิน จำกัด (มหาชน)
CAPITAL NOMURA SECURITIES PUBLIC COMPANY LIMITED

Company's Seal

From:



To:



Resolution

The Meeting, by the votes of not less than three-fourths of the total votes of shareholders attending the Meeting and having the right to vote, approved to change Company's name and Company's seal.

2.2 Amendment to Clause 1 of the Company's Memorandum of Association

From:

Clause 1. Name of the Company “บริษัทหลักทรัพย์ โนมูระ พัฒนสิน จำกัด (มหาชน)” and name in English “Capital Nomura Securities Public Company Limited”

To:

Clause 1. Name of the Company “บริษัทหลักทรัพย์ กรุงศรี พัฒนสิน จำกัด (มหาชน)” and name in English “Krungsri Capital Securities Public Company Limited”

Resolution

The Meeting, by the votes of not less than three-fourths of the total votes of shareholders attending the Meeting and having the right to vote, approved the amendment to Clause 1 of the Company's Memorandum of Association.

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2.3 Amendment to the Company's Articles of Association

To reflect the change of the Company's name and the Company's seal after the change of major shareholder and to be in accordance with the amended Public Limited Company Act, B.E. 2535 and related regulations, it was proposed that the shareholders' meeting consider and approve the amendment to the Company's Articles of Association by way of replacing the whole document of original version with the new version of the Articles of Association as follow.

New version of the Articles of Association

| ARTICLES OF ASSOCIATION | |
|----------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| OF | |
| KRUNGSRI CAPITAL SECURITIES PUBLIC COMPANY LIMITED | |
| Chapter I | |
| General | |
| 1. | These Articles of Association are called the Articles of Association of Krungsri Capital Securities Public Company Limited. |
| 2. | Unless otherwise specified in these Articles of Association, the " Company " means Krungsri Capital Securities Public Company Limited. |
| 3. | Unless otherwise specified in these Articles of Association, the provisions of the law governing public limited companies and/or the securities and exchange law will apply (as the case may be). |
| 4. | Any addition or amendment to the Memorandum or Articles of Association requires a shareholders' resolution passed by at least three-fourths (3/4) of the total votes of the shareholders present and eligible to vote at the meeting. |
| Chapter II | |
| Shares and Shareholders | |
| 5. | Shares of the Company are ordinary shares issued in registered form and must be fully paid in one time. The Company may issue preference shares, debentures, convertible |

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preference shares, convertible debentures or other securities as permitted by the securities and exchange law.

Each subscriber or purchaser of the Company's shares may not offset the share payment with the Company, except if the Company carries out a debt restructuring by issuing new shares to pay debt to creditors under a debt/equity conversion scheme which is approved by a meeting of shareholders by at least three-fourths (3/4) of the total votes of the shareholders present and eligible to vote at the meeting.

The issuance of new shares for debt settlement and debt/equity conversion scheme under the second paragraph must be conducted in accordance with the rules and procedures prescribed by applicable laws.

6. Modification of preferential rights attached to any issued preference shares is not permitted.

Each shareholder may exercise the right to convert their preference shares into ordinary shares by delivering a written request and the relevant share certificate to the Company. The conversion takes effect on the date that the written request is delivered to the Company. In this case, the Company must issue a new share certificate to the shareholder within fourteen (14) days from the date on which such written request is received.

7. The Company will issue a share certificate to each shareholder within two (2) months from the date on which the registrar accepts the registration of the Company or, at any later time, from the date on which the Company receives full payment of shares after the remaining shares are sold or the newly issued shares are offered after registration of the Company.

8. The Company may issue and offer shares at a higher price than the value of its registered shares.

9. Each share certificate of the Company shall bear a handwritten signature or printed signature of at least one director, affixed with the Company's seal. Alternatively, the board of directors may appoint a share registrar in accordance with the securities and exchange law to sign or print its name on the share certificates on behalf of the Company.

10. The Company's shares are transferable without restriction, except if such transfer will prejudice the Company's legal rights, benefits and interests.

11. If any share certificate is missing, destroyed, defaced or damaged in material respects, the shareholder may request the Company to issue a new certificate. The Company's share registrar will issue a new share certificate to the relevant shareholder within fourteen (14) days from the date on which the request is received.

In case of loss or destruction of a share certificate, the shareholder must provide the Company with a copy of the police report or other solid evidence. If the share certificate is

defaced or damaged, the shareholder must surrender the old share certificate to the Company.

The Company may collect an issuing fee for the new share certificate in replacement of the missing, destroyed, defaced or damaged one at the rate permitted by law.

12. If any shareholder is deceased or becomes bankrupt and as a consequence, any person is entitled to the shareholder's share certificate and can fully provide legal evidence to the Company, the Company must register and issue a new share certificate to that person within one (1) month from the date on which complete evidence is received.
13. The Company may not hold its own shares or take them in pledge, except in the following cases:
 - (1) the Company may buy back its own shares from any shareholder who objects to a shareholders' resolution approving any amendments to the Articles of Association concerning the voting rights and dividend entitlements under which he/she considers that he/she is unfairly treated; or
 - (2) the Company may buy back its own shares for the purpose of financial management in case where the Company has retained earnings and surplus liquidity, but such share buy back must not cause any financial difficulties to the Company.

If the number of shares to be bought back exceeds ten (10) per cent of the total paid-up capital, the Company must seek a shareholders' resolution passed by a majority of votes cast by the shareholders present and eligible to vote at the meeting. However, if the number of shares to be bought back does not exceed ten (10) per cent of the total paid-up capital, the board of directors has authority to grant approval.

The bought back shares will not be counted towards quorum of a meeting of shareholders, nor will they be eligible for voting or receiving dividends.

The Company must dispose of all of the bought back shares within the period prescribed by law. However, if the Company does not do so or the disposal is not completed within the specified period, it must reduce the registered capital by cancelling those registered shares which remain unsold.

The buy back, disposal or cancellation of the above shares must be carried out in accordance with rules and procedures prescribed by law.

Chapter III

Meeting of Shareholders

14. The board of directors must regularly hold a general meeting of shareholders once a year within four (4) months from end of each accounting year of the Company, which is called an annual general meeting.

Any other meeting of shareholders is called an extraordinary general meeting. The board of directors may call an extraordinary general meeting at any time it sees fit.

The board of directors must hold a general meeting of shareholders in the area where the Company's head office is located or in any adjacent province. Alternatively, an electronic meeting of shareholders may be held in accordance with the laws regarding electronic meetings, in which case, it shall be deemed as being held at the Company's head office.

15. Shareholder(s) holding in aggregate at least one-tenth (1/10) of the total issued shares may at any time submit a written request to the board of directors to call an extraordinary general meeting, which clearly indicates the matters to be proposed for shareholders meeting and the purpose of that meeting. Consequently, the board of directors must hold a meeting of shareholders within forty five (45) days from the date of receipt of that request.

If the board of directors fails to convene a meeting within the period stated in the first paragraph, the shareholder(s) who have submitted the above request or other shareholders holding in aggregate at least one-tenth (1/10) of the total issued shares may proceed to call a meeting within forty-five (45) days from the lapse of the period specified in the first paragraph by following the procedure stated in Article 16. Notice of the meeting may be sent to all shareholders via electronic means if the shareholders have earlier declared their intention or given their consent to the Company or the board of directors according to Article 33. In such case, the meeting shall be deemed to have been called by the board of directors where the Company is responsible for any necessary and appropriate expenses incurred from the holding and facilitation of the meeting.

16. To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda and matters to be proposed at the meeting together with any other appropriate details. The notice must clearly specify that the matters will be tabled for acknowledgment, approval or consideration, together with the opinion of the board of directors on those matters. The notice must be delivered to the shareholders and the registrar at least seven (7) days prior to the meeting date, subject to Article 33 in case of notice via electronic means, and published in a newspaper or published via electronic means in accordance with the criteria stipulated by the registrar at least three (3) days before the meeting date for a period of three (3) consecutive days.

17. A quorum of a meeting of shareholders requires at least twenty-five (25) shareholders or half of the total number of shareholders, holding in aggregate at least one-third (1/3) of the total issued shares, to be present in person or by proxy (if any).

If after one (1) hour from the time fixed for a meeting of shareholders, the quorum required by the first paragraph has not been constituted, the meeting which was called at the request of shareholders under Article 15 must be dissolved. If the meeting is called other than at the request of the shareholders under Article 15, an adjourned meeting must be called and a notice of the meeting must be sent to the shareholders at least seven (7) days prior to the date of the adjourned meeting. No quorum is required at the adjourned meeting.

At any meeting of shareholders, each shareholder or proxy present at the meeting has the votes equal to the number of shares currently held. Each share is eligible for one vote, unless the Company has issued preference shares and prescribed that such shares are entitled to a subordinate voting right to that of ordinary shares.

18. The Chairman of the board of directors will act as chairman of every meeting of shareholders. If the Chairman is not present or is unable to discharge his/her duties, the Vice Chairman will serve as the chairman of the meeting. If there is no Vice Chairman or the Vice Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as chairman.

19. A resolution of shareholders must be passed according to the following criteria:

- (1) in general, a majority of votes by the shareholders present and casting their votes at the meeting are required. If the votes are equal, the presiding chairman of that meeting has a decisive vote.
- (2) in relation to the following transactions, at least three-fourths (3/4) of the total votes of the shareholders present and eligible to vote at the meeting are required:
 - (a) a sale or transfer of all or substantial part of the business of the Company to any person;
 - (b) a purchase or acceptance of transfer of business of other public or private companies; or
 - (c) an entering into, amendment or termination of any agreement concerning a lease out of all or substantial part of the business of the Company, an assignment of the management control of the business of the Company to any person, or a merger with any person for the purposes of profit and loss sharing.

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20. Transactions to be conducted at an annual general meeting are as follows:
- (1) reviewing the report of the board of directors covering the work done during the preceding year;
 - (2) considering and approving the balance sheet and the profit and loss statement;
 - (3) considering the appropriation of profits;
 - (4) election of new directors in place of those who must retire on the expiration of their term;
 - (5) appointment of the auditor and determination of audit fee; and
 - (6) other businesses, if any.

Chapter IV

Board of Directors

21. The Company has a board of directors consisting of at least five (5) directors. At least half of the total directors must reside in the Kingdom of Thailand.
22. A general meeting of shareholders must elect the board of directors in accordance with the following rules and procedure:
- (1) each shareholder has one vote for each share held;
 - (2) the general meeting of shareholders may select to vote on one director for each time or on multiple directors at once, as it sees fit. Nevertheless, each shareholder may at all times exercise all the votes that each of them fully has according to the eligibility referred to in (1) and the votes are indivisible; and
 - (3) all directors are elected by a majority of votes. If the votes are equal, the presiding chairman has a decisive vote.
23. At every annual general meeting of shareholders, one-third (1/3) of the directors, or if it is not a multiple of three, then the number nearest to one-third (1/3) must retire from office.
- There must be a drawing by lots to determine the directors retiring in the first and second years following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period must retire.

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A retiring director is eligible for re-election.

24. Other than a retirement by rotation, a director may retire upon:

- 1) death;
- 2) resignation;
- 3) disqualification or having any characteristics prohibited by law;
- 4) removal by a resolution of the shareholders under Article 26; or
- 5) dismissal by a court's order.

25. Subject to Article 28, if there is any vacancy among directors other than a retirement by rotation, the board of directors may at its next meeting elect a person who is qualified and does not have any characteristics prohibited by law to fill the vacancy, except where the remaining term of the vacant director is less than two (2) months.

The replacement director elected under the first paragraph will maintain his/her office for the remaining term to which the old director whom he/she replaces is entitled.

A resolution of the board of directors under the first paragraph must be passed by at least three-fourths (3/4) of the total votes of the remaining directors.

26. A meeting of shareholders may remove any director before the expiration of his/her term by passing a resolution with the votes of at least three-fourths (3/4) of the total number of shareholders present and eligible to vote at the meeting and holding in aggregate at least fifty (50) per cent of the total number of shares held by the shareholders present and eligible to vote at the meeting.

27. If the board of directors vacates its office in entirety, the vacating board of directors must remain in office on an interim basis to manage the Company's business to the necessary extent until the new board of directors assumes office, except if a court's order issued under Article 24(5) states to the contrary.

The interim board of directors must convene a general meeting of shareholders to elect a new board of directors within one (1) month from the date on which the board of directors vacates the office. A notice of meeting must be delivered to shareholders at least fourteen (14) days before the meeting date.

28. If the vacancies of directorship make it impossible to constitute a quorum for a board of directors' meeting, the remaining directors must act in the name of the board of directors

for the mere purpose of holding a general meeting of shareholders to elect new directors to fill all the vacancies.

A general meeting of shareholders under the first paragraph shall be convened within one (1) month from the date on which the vacancies of directorship render it insufficient to form a quorum of board meeting. Each replacement director under the first paragraph shall be in office for the remaining term to which the old director whom he/she replaces is entitled.

29. A director does not need to be a shareholder of the Company.

30. The board of directors must elect one member amongst the directors to act as Chairman of the board of directors.

The board of directors may elect one or several directors to be Vice Chairman/Chairmen, as it sees fit. Each Vice Chairman must perform duties under these Articles of Association as may be designated by the Chairman.

31. A quorum of a meeting of the board of directors requires at least half of the total number of directors to be present. If the Chairman is not present or unable to discharge his/her duties, the Vice Chairman will serve as chairman of the meeting. If there is no Vice Chairman or the Vice Chairman is unable to discharge his/her duties, the directors attending the meeting must elect one of them to act as chairman of that meeting.

A decision of the board of director's meeting must be passed by a majority vote.

Each director has one vote; however, a director who has an interest in any matter must not vote on that matter. If the votes are equal, the presiding chairman of that meeting has a decisive vote.

32. To call a meeting of the board of directors, the Chairman or his designee must send a notice of meeting to all directors at least three (3) days before the meeting date. However, in case of emergency and necessity to preserve the rights or benefits of the Company, a meeting may be called by electronic means or any other method and the meeting date may be fixed sooner.

On reasonable grounds or in order to preserve the rights and benefits of the Company, two or more directors may request the Chairman to convene a meeting of the board of directors, provided that the proposed agenda and rationale must be submitted to the Chairman together with the request. The Chairman must call and schedule the meeting within fourteen (14) days of receipt of that request.

If the Chairman does not take action required by the second paragraph, the directors who have requested a meeting of the board of directors may jointly call and schedule the board of directors' meeting within fourteen (14) days from the lapse of such period in the second paragraph.

In the absence of the Chairman for any reason, the Vice Chairman shall call a board of directors' meeting. In the absence of the Vice Chairman for any reason, two or more directors may jointly call a board of directors' meeting.

33. If the Company or the board of directors has an obligation to send notices or documents to directors, shareholders or creditors of the Company as required by applicable laws, if such persons have earlier declared their intention or given their consent to receive such notices or documents in electronic form, the Company or the board of directors may send such notices or documents via electronic means in accordance with the criteria prescribed by the registrar.
34. Directors must perform their duties in accordance with the laws, the Company's objectives and Articles of Association, including any resolutions of shareholders' meetings.

The board of directors may appoint one or several directors or any persons to perform any task on its behalf.
35. Directors must not conduct any competing business or act as partner in or director of any corporate entity operating the same nature of business competing with the Company, except if prior notice has been given to a general meeting of shareholders before a resolution was passed to appoint those directors.
36. Each director must send prompt notice to the Company in any of the following events:
 - (1) if he/she has a direct or indirect interest in any agreement entered into by the Company in the current accounting year, provided that the information about the nature of that agreement, the names of the parties to the agreement and details of the interest of that director (if any) must be reported; or
 - (2) if he/she is holding shares or debentures issued by the Company or any of its affiliates, provided that the increased or reduced number (if applicable) of shares or debentures held in the current accounting year must be reported.
37. A purchase or sale of property or any transaction between the Company and any director in the name of that director or on behalf of a third party shall be binding on the Company only if the board of directors grants prior consent.
38. The Company must prepare and keep a register of directors, minutes of meetings of the board of directors and meetings of shareholders at the Company's head office. However, the Company may designate any person to keep these documents at any place on behalf of the Company, provided that prior notice is delivered to the registrar. The storage of these documents must be in the area where the Company's head office is located or in any adjacent province. The register of directors must contain at least the following information:

- (1) name, date of birth, nationality and address of each director;
- (2) type, value, share certificate no. and number of shares held by each director; and
- (3) date on which each director assumes or vacates his/her office.

Minutes of the meetings of the board of directors and meetings of shareholders must be completely prepared within fourteen (14) days from the date on which each meeting is held.

- 39. The board of directors must hold a meeting at least once in every three (3) months in the area where the Company's head office is located or at any adjacent province. Alternatively, an electronic meeting of the board of directors may be held in accordance with the laws governing electronic meetings, in which case, it shall be deemed as being held at the Company's head office.
- 40. Directors are entitled to remuneration from the Company in the form of award, meeting allowance, reward, bonus or any other benefits as approved by a meeting of shareholders with at least two-thirds (2/3) of the total votes of the shareholders present. The remuneration may be in a fixed sum, vary according to conditions applicable from time to time, or take effect permanently until a change is made in the future.
- 41. The provision of Article 40 does not prejudice the rights of the Company's staff members or employees who are appointed to be the directors of the Company in respect of their entitlements to remuneration and benefits as being staff members or employees of the Company.
- 42. The board of directors has authority to determine and change the names of authorised directors who are able to enter into any legal transactions on behalf of the Company.
- 43. In relation to the power of directors to enter into legal transactions on behalf of the Company, two directors can jointly sign, with the Company's seal affixed.

Chapter V

Board of Executive Directors

- 44. The board of directors may elect one or several directors as executive directors having powers and duties to control and take care of the Company's business as designated by the board of directors.

If the board of directors appoints several directors to seat on a board of executive directors, one director will be named as Chairman of the board of executive directors.

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A quorum of a meeting of the board of executive directors requires more than half of the total executive directors to be present. The board of executive directors must hold or call a meeting at any time it sees fit.

Chapter VI

Books, Accounts and Audits

45. Each accounting year of the Company commences from 1 January and ends on 31 December of each calendar year.
46. The Company must arrange for the preparation and keeping of accounts, including the audit of accounts in accordance with all applicable laws. A balance sheet and a profit and loss statement must be prepared at least once in every twelve months representing an accounting year of the Company.
47. The board of directors must arrange for the preparation of the balance sheet and profit and loss statement as at the end of the accounting year of the Company and propose them to each annual general meeting of shareholders for approval. The balance sheet and profit and loss statement must be audited by the auditors before they are proposed to the meeting of shareholders.
48. The board of directors must deliver the following documents to the shareholders together with the notice of each annual general meeting:
 - (1) copies of the audited balance sheet and profit and loss statement, together with the auditors' report; and
 - (2) the board of directors' annual report.
49. The balance sheet, the profit and loss statement and the auditor's report of the Company must be duly prepared in Thai.
50. Dividends must not be paid other than out of profits. If the Company sustains retained losses, no dividend payment is permitted.

Dividends are paid equally in proportion to the number of shares held by each shareholder.

A declaration of dividends must be approved by a meeting of shareholders.

The board of directors may from time to time declare interim dividends payable to all shareholders if it considers that the amount of profits justifies the declaration of interim dividends. After the interim dividends are paid, the board of directors must report to the shareholders at the next meeting of shareholders.

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Dividends must be distributed within one (1) month from the date on which the resolution was passed at the meeting of shareholders or the board of directors, as the case may be. A written notice of dividend payment must be sent to all shareholders, subject to Article 33 in case of notice via electronic means, and published in a newspaper or published via electronic means in accordance with the criteria stipulated by the registrar.

No interest will accrue on unpaid dividends.

51. If part of the registered shares remain unsold or a capital increase has been registered, the Company may, fully or partially, pay the dividends by issuing new ordinary shares to shareholders, provided that prior approval is granted by a meeting of shareholders.
52. The Company must appropriate at least five (5) per cent of the annual net profits, less retained losses brought forward (if any), as a legal reserve, until the legal reserve reaches a minimum of ten (10) per cent of the total registered capital.
53. Each annual general meeting of shareholders must elect an auditor and determinate an audit fee once a year. A retiring auditor is eligible for re-election.
54. Auditors have the duty to attend the meeting of shareholders which considers the balance sheet, the profit and loss statement and other issues relating to the Company's accounts in order to clarify the auditing process to the shareholders.

Chapter VII

Capital Increase and Reduction

55. The Company may increase its registered capital by issuing new shares only if the following requirements are met:
 - (1) all the registered shares have fully been issued, offered and paid up or in the case that there are issued but unpaid shares, such shares are in reserve for the exercise of convertible debentures or warrants to purchase shares;
 - (2) a meeting of shareholders resolves to grant an approval by at least three-fourths (3/4) of the total votes of the shareholders present and eligible to vote at the meeting; and
 - (3) the shareholders' resolution on the capital increase is registered with the registrar within fourteen (14) days from the date on which the resolution was passed.
56. The newly issued shares in relation to the capital increase referred to in Article 55 may be offered, fully or partially, to existing shareholders on a pro rata basis according to the

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number of shares currently held by each of them, or to the public or any persons, subject to the shareholders' resolution.

To allocate the newly issued shares under the first paragraph, a meeting of shareholders may authorise the board of directors to fix the offering price, period and conditions, as the board of directors sees fit.

57. The Company may reduce its registered capital by decreasing the value or number of shares; however, the reduction must not be below one-fourths (1/4) of the total capital.

If the Company has sustained retained losses for which, after making compensation as imposed by law, remain unrecoverable, the reduction below one-fourth (1/4) of the total capital is permitted.

To what extent the value or number of shares will be decreased and by what procedure the capital reduction will be conducted depend on a shareholders' resolution which is approved by at least three-fourths (3/4) of the total votes of the shareholders present and eligible to vote at the meeting.

The Company must register the above shareholders' resolution within fourteen (14) days from the date on which it is approved by the meeting of shareholders.

58. A meeting of shareholders may pass a resolution to reduce the capital by cancelling the registered shares that remain unsold or unissued. After the shareholders' resolution is approved to that effect, the Company must register the capital reduction within fourteen (14) days from the date on which the resolution was passed.

59. If the capital reduction is conducted by any means, other than by the procedure stated in Article 58, the Company must send written notice of the shareholders' resolution on the capital reduction to creditors of the Company being known by the Company within fourteen (14) days from the date on which the resolution was passed, subject to Article 33 in case of notice via electronic means, allowing the creditors to raise an objection within two (2) months from the date on which the notice is received. The Company must also publish the shareholders' resolution in a newspaper or publish by electronic means in accordance with rules imposed by the registrar within the above 14-days' period.

If there is an objection, no capital reduction is permitted unless such debt has been settled or guarantee for debt payment has been provided to the relevant creditor.

Chapter VIII

Seal of the Company

60. The Company's seal is as follows:



Resolution

The Meeting, by the votes of not less than three-fourths of the total votes of shareholders attending the Meeting and having the right to vote, approved the new version of Article of Association as above.

Agenda 3 To acknowledge the resignation of the directors and revocation of bank signing authority of the resigning executive director

Given that the Company has received resignation letters from the following directors who had expressed their intentions to resign from their office in their capacities as the Company's director and the member of sub-committee(s) (as applicable) with effect from March 7, 2023 upon the time the shareholders approved the appointment of new directors at the Meeting.

- | | |
|-------------------------------------------|-------------------------------------------------------------|
| 1. Mr. Katsuya Imanishi | Director / President and Executive Director |
| 2. Mr. Philip Wing Lun Chow | Director |
| 3. Assoc. Prof. Dr. Danuja Kunpanitchakit | Chairperson of the Audit Committee and Independent Director |
| 4. Mr. Naoyuki Oguri | Director and Member of Audit Committee |

The Board of Directors' opinion

The Board of Directors resolved to propose that the Meeting acknowledge the resignation of the directors as mentioned above. In addition, the Board of Directors resolved to clarify to the Meeting that the bank signing authority in respect of the resigning directors will be revoked with effect from the resignation of their directorships.

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Resolution

The Meeting acknowledged the resignation of the directors with effect from March 7, 2023 at the time the shareholders approved the appointment of new directors at the Meeting. The Meeting also acknowledged that the bank signing authority in respect of the resigning directors shall be revoked with effect from the resignation of their directorships as proposed in all respects.

Agenda 4 To consider and approve the appointment of the new directors

Due to the resignation of the directors as described in Agenda 3 above, it is necessary to propose to the Meeting to consider and approve the appointment of new directors.

The Board of Directors' opinion

The Board of Directors resolved to propose that the Meeting approve the appointment of new directors with effect from March 7, 2023. Moreover, the Board of Directors informed the Meeting that the Securities and Exchange Commission's approval of director and manager of such persons in accordance with the Securities and Exchange Act B.E. 2535 (as amended) and the Derivatives Act, B.E. 2546 (as amended) has been obtained.

- | | |
|--------------------------------------|------------------------------------------------------------------------------------------|
| 1. Mr. Phongnant Thanattrai | Director/ Chairman of the Board of Directors / Authorized Signatory |
| 2. Ms.Varaluck Prutthiworamongkon | Director/ President/ Member of the Board of Executive Directors/ Authorized Signatory |
| 3. Ms. Kittiya Srisanit | Director/ Chairperson of the Audit Committee |
| 4. Mr. Wirote Chuenratanakul | Director/ Member of the Audit Committee |
| 5. Ms. Akanit Mattison | Director/ Authorized Signatory |
| 6. Mr. Win Phromphaet | Director/ Authorized Signatory |

In this regard, the Board of Directors after the appointment of new directors at the Meeting will consist of 7 directors, having details as follows:

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| Name | Position |
|------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Mr. Phongnant Thanattrai | 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 (also the existing board member of CNS) |
| 3. Ms. Varaluck Prutthiworamongkon | Director/ President / Member of the Board of Executive Directors/Authorized Signatory |
| 4. Ms. Kittiya Srisanit | Director/ Chairperson of the Audit Committee |
| 5. Mr. Wirote Chuenratanakul | Director/ Member of the Audit Committee |
| 6. Ms. Akanit Mattison | Director / Authorized Signatory |
| 7. Mr. Win Phromphaet | Director/ Authorized Signatory |

Resolution

1. The Meeting resolved by a majority of the votes of the shareholders who attended the Meeting and casted their votes to appoint Mr. Phongnant Thanattrai to be Director/ Chairman of the Board of Directors / Authorized Signatory
2. The Meeting resolved by a majority of the votes of the shareholders who attended the Meeting and casted their votes to appoint Mrs.Varaluck Prutthiworamongkon to be Director/ President/ Member of the Board of Executive Directors/ Authorized Signatory
3. The Meeting resolved by a majority of the votes of the shareholders who attended the Meeting and casted their votes to appoint Mrs. Kittiya Srisanit to be Director/ Chairperson of the Audit Committee
4. The Meeting resolved by a majority of the votes of the shareholders who attended the Meeting and casted their votes to appoint Mr. Wirote Chuenratanakul to be Director/ Member of the Audit Committee
5. The Meeting resolved by a majority of the votes of the shareholders who attended the Meeting and casted their votes to appoint Mrs. Akanit Mattison to be Director/ Authorized Signatory
6. The Meeting resolved with a majority of the votes of the shareholders who attended the Meeting and casted their votes to appoint Mr. Win Phromphaet to be Director/ Authorized Signatory.

In this regard, the Board of Directors after the appointment of new directors at the Meeting will consist of 7 directors, having details as follows:

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| Name | Position |
|------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1. Mr. Phongnant Thanattrai | 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 (also the existing board member of CNS) |
| 3. Ms. Varaluck Prutthiworamongkon | Director/ President / Member of the Board of Executive Directors/Authorized Signatory |
| 4. Ms. Kittiya Srisanit | Director/ Chairperson of the Audit Committee |
| 5. Mr. Wirote Chuenratanakul | Director/ Member of the Audit Committee |
| 6. Ms. Akanit Mattison | Director / Authorized Signatory |
| 7. Mr. Win Phromphaet | Director/ Authorized Signatory |

Agenda 5 To consider and approve the change of authorized signatories of the Company

Pursuant to the resignation of the directors and the proposed appointment of new directors in Agenda 3 and Agenda 4 above, it is therefore necessary for the Company to propose to the Meeting to consider and approve the change of authorized signatories of the Company.

Original:

"Mr. Suthep Peetakanont and Mr. Katsuya Imanishi jointly sign with the company seal affixed."

New:

"Mr. Phongnant Thanattrai, Mr. Suthep Peetakanont, Mrs. Varaluck Prutthiworamongkon, Mrs. Akanit Mattison, Mr. Win Phromphaet, a total of two from five directors jointly sign and affix the Company's seal."

The Board of Directors' opinion

Given the resignation of the directors and the proposed appointment of new directors in Agenda 3 and Agenda 4 above, the Board of Directors resolved to propose that the Meeting approve the change of authorized signatories of the Company.

Resolution

After due consideration, the Meeting resolved, by a majority of votes by the shareholders present at the Meeting and casting their votes, to approve the change to the Company's authorized signatories as proposed.

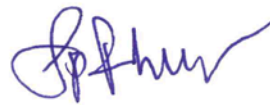
22 / 23

Agenda 6 Other matters (if any)

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

There was no other matter presented to the Meeting. The Chairman thanked the shareholders for their attendance and declared the Meeting adjourned at 11.37 a.m.

Signed



(Mr. Suthep Peetakanont)

Chairman of the Meeting

Signed



(Miss Kridsana Kulpanyalert)

Company Secretary

(Minutes of the Extraordinary General Meeting of Shareholders No. 1/2566 (No. 1/2023) (not yet certified by the Shareholders' Meeting))

23 / 23

Attachment No. 2: Biographies of the Company's Directors retiring by rotation and whose re-election is proposed to the Shareholders' Meeting to be the Company's Directors for another term (Mr. Suthep Peetakanont)



| | | |
|--------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Name | Mr. Suthep Peetakanont | |
| Current Position | Director / Vice Chairman of the Board of Directors and Chairman of the Board of Executive Directors / Authorized Signatory | |
| Age | 61 years | |
| Education | Master of Business Administration, University of Missouri - Kansas City, U.S.A Bachelor of Commerce and Accountancy, Chulalongkorn University | |
| Training in Director's program | <ul style="list-style-type: none"> • Anti-Money Laundering & Counter - Terrorism and Proliferation of Weapons of Mass Destruction Financing (AML/CTPF), 2020, Capital Nomura Securities Public Company Limited • Data Privacy Law, 2019, Dr.Yaowaluk Chadbunchachai, EY Corporate Services Co., Ltd. • How Big Data and Digital Technology can transform your business, 2018, Asama Kulvanitchaiyanunt, Ph.D., Coraline Co., Ltd. • Anti-Corruption and AMLO, 2017, Surasak Suthamcharu, Deloitte Touche Tohmatsu Jaiyos Advisory Co.,Ltd. • Big Data, 2017, Apichai Sakulsureeyadej • National e-Payment Roadmap – Benefits to securities companies, 2016, Anuchit Anuchitanukul, Ph.D., Advisor to the Minister of Finance • Corporate Governance for Capital Market Intermediaries (CGI), 2016, Thai Institute of Directors Association (IOD) • Global Stock Selection, 2016, ASCO Training Institute (ATI) • Acknowledge about curious behavior, money laundering laws and preventing rebellion, 2016, ASCO Training Institute (ATI) • The path to becomes perpetual wealth, 2016, ASCO Training Institute (ATI) • Trading TFEX's products by technical analysis, 2016, ASCO Training Institute (ATI) • Case study of complaint and provide guidance, 2014, Investment Analysts Association (IAA) • Trading TFEX SET 50 Index Futures and Gold Futures with strategies, 2014, Investment Analysts Association (IAA) • Technical Fundamentals Analysis in industry group, 2014, Investment Analysts Association (IAA) • Asset Allocation strategies (Bank Deposit, Gold, Mutual Funds, Stock, Bond), 2014, Investment Analysts Association (IAA) • Leader Program 4, 2007, Capital Market Academy • Director Certification Program (DCP), 2000, Thai Institute of Directors Association (IOD) • Chairman 2000, 2002, Thai Institute of Directors Association (IOD) | |
| Work experience in the last 5 years | Mar 2023 – Present | Director / Vice Chairman of the Board of Directors and Chairman of the Board of Executive Directors / Authorized Signatory Krungsri Capital Securities Public Company Limited |
| | 2011 – Mar 2023 | Chairman of the Board of Directors and Chairman of the Board of Executive Directors Capital Nomura Securities Public Company Limited |
| | 2012 – 2021 | Director Thailand Futures Exchange PCL |
| Proposed position to be re-elected | Director | |

| | |
|-------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Nomination Criteria and Process | Related qualifications were considered by the Board of Executive Directors and proposed to the Board of Directors, exclusive of directors retiring by rotation and nominated to the Shareholders' Meeting for re-election, for consideration. |
| Direct and indirect shareholding in the Company (including spouse) (%) | – None – |
| Period of holding Director Position (up to Apr 2023) | Approximately 26 years (Started in 1997) |
| Meeting Attendance in the fiscal year 2022 | Number of the Board of Directors' Meeting 7 times, Number of attendance 7 times |
| Family relationship among Executives | – None – |
| Current Director/ Management position in other companies | |
| - Listed Company | – None – |
| - Non-Listed Company | – None – |
| - Other company which may have conflicts of Interest with the Company | – None – |

Attachment No. 2: Biographies of the Company's Directors retiring by rotation and whose re-election is proposed to the Shareholders' Meeting to be the Company's Directors for another term (Mr. Wirote Chuenratanakul)



| | | |
|------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------|
| Name | Mr. Wirote Chuenratanakul | |
| Current Position | Director / Member of the Audit Committee | |
| Age | 55 years | |
| Education | <ul style="list-style-type: none">Master of Business Administration (Finance), National Institute Development AdministrationBachelor of Accounting and Business Administration, Thammasat University | |
| Training in Director’s program | <ul style="list-style-type: none">Strategic Board Master Class (SBM), 2022, Thai Institute of Directors Association (IOD)IT Governance and Cyber Resilience Program (ITG), 2021, Thai Institute of Directors Association (IOD)Director Certification Program (DCP), 2020, Thai Institute of Directors Association (IOD)Successful Formulation & Execution of Strategy, 2015, Thai Institute of Directors Association (IOD) | |
| Work experience in the last 5 years | Mar 2023 – Present | Director / Member of the Audit Committee Krungsri Capital Securities Public Company Limited |
| | Jan 2020 - Present | Head of Operations Group Bank of Ayudhya Public Company Limited |
| | Oct 2019 – Present | Director Total Services Solutions Public Company Limited |
| | Jan 2017 – Dec 2019 | Co-Head of Operations Group Bank of Ayudhya Public Company Limited |
| Proposed position to be re-elected | Director / Member of the Audit Committee | |
| Nomination Criteria and Process | Related qualifications were considered by the Board of Executive Directors and proposed to the Board of Directors, exclusive of directors retiring by rotation and nominated to the Shareholders’ Meeting for re-election, for consideration. | |
| Direct and indirect shareholding in the Company (including spouse) (%) | – None – | |
| Period of holding Director Position (up to Apr 2023) | 2 Months (Mar 2023 – Apr 2023) | |
| Meeting Attendance in the fiscal year 2022 | – None – | |
| Family relationship among Executives | – None – | |
| Current Director/ Management position in other companies | | |
| - Listed Company | Bank of Ayudhya Public Company Limited - Head of Operations Group | |
| - Non-Listed Company | Total Services Solutions Public Company Limited – Director | |
| - Other company which may have conflicts of Interest with the Company | Bank of Ayudhya Public Company Limited - Head of Operations Group | |

Attachment No. 2: Biographies of the Company's Directors retiring by rotation and whose re-election is proposed to the Shareholders' Meeting to be the Company's Directors for another term (Mrs. Akanit Mattison)



| | | |
|-------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------|
| Name | Mrs. Akanit Mattison | |
| Current Position | Director / Authorized Signatory | |
| Age | 49 years | |
| Education | <ul style="list-style-type: none"> • Master of Business Administration, Assumption University • Bachelor of Business Administration (Finance & Banking), Assumption University | |
| Training in Director's program | Director Accreditation Program (DAP), 2019, Thai Institute of Directors Association (IOD) | |
| Work experience in the last 5 years | Mar 2023 – Present | Director / Authorized Signatory Krungsri Capital Securities Public Company Limited |
| | Apr 2021 – Present | Chief Financial Officer Ayudhya Capital Services Co., Ltd. |
| | Feb 2020 – Present | Director Ayudhya Capital Auto Lease Public Company Limited |
| | Jul 2018 – Present | Director Ayudhya Capital Services Co., Ltd. |
| | Jun 2012 – Present | Head of Financial Planning and Analysis - Retail Banking and Consumer Finance Department Bank of Ayudhya Public Company Limited |
| Proposed position to be re-elected | Director | |
| Nomination Criteria and Process | Related qualifications were considered by the Board of Executive Directors and proposed to the Board of Directors, exclusive of directors retiring by rotation and nominated to the Shareholders' Meeting for re-election, for consideration. | |
| Direct and indirect shareholding in the Company (including spouse) (%) | – None – | |
| Period of holding Director Position (up to Apr 2023) | 2 Months (March 2023 – April 2023) | |
| Meeting Attendance in the fiscal year 2022 | – None – | |
| Family relationship among Executives | – None – | |

| Current Director/ Management position in other companies | |
|------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| - Listed Company | Bank of Ayudhya Public Company Limited - Head of Financial Planning and Analysis - Retail Banking and Consumer Finance Department |
| - Non-Listed Company | <ul style="list-style-type: none"> • Ayudhya Capital Auto Lease Public Company Limited – Director • Ayudhya Capital Services Co., Ltd. – Director • Ayudhya Capital Services Co., Ltd. – Chief Financial Officer |
| - Other company which may have conflicts of Interest with the Company | Bank of Ayudhya Public Company Limited - Head of Financial Planning and Analysis - Retail Banking and Consumer Finance Department |

Attachment No. 3: Registration and Proxy Procedure

1. Registration

The shareholder or whoever attends the meeting as proxy of shareholder has to register and submit the document for verification at the meeting venue before attendance since 9.00 a.m. of April 24, 2023.

2. In case of attendance in person – Individual Shareholder

Original I.D. card, or government official identification card, or passport (for foreigner) is required for registration and attendance. In case where there is a change in name - surname, the appropriate evidence is required.

3. In case of appointment of a proxy (appointee)

The shareholder must appoint only one appointee to attend and vote in the meeting and use the attached Proxy Form.

If the shareholder wants to appoint the Company's director to attend and vote in the meeting, please appoint the independent director as following to attend and vote on behalf of the shareholder:

Mrs. Kittiya Srisanit, Director / Chairperson of the Audit Committee

Age: 62 Years

Address: 25 Bangkok Insurance Building, 15th – 17th Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120

The complete filled-in and signed Proxy Form with Baht 20 of duty stamp has to be submitted to the Chairman of the meeting or the person delegated by the Chairman of the meeting before attendance. Any correction or deletion needs to be certified by the appointer. A duty stamp is available at the registration counter.

Documents required for Proxy

1. For natural person shareholder:

- 1.1 A certified true copy of shareholder's I.D. card or government official identification card or passport (for foreigner) and
- 1.2 The appointee must show the original of his/her I.D. card, or government official identification card, or passport (for foreigner) for registration.

2. For juristic person shareholder:

- 2.1 If the shareholder is **the juristic person registered in Thailand:**
 - 2.1.1 A copy of the certificate of incorporation issued by the Ministry of Commerce or a copy of the certificate issued by other relevant authorities within 90 days and certified true copy by the authorized person with the company seal (if any) is required and
 - 2.1.2 A certified true copy of I.D. card or passport (for foreigner) of the authorized person signing on the Proxy form and
 - 2.1.3 The appointee must show the original of his/her I.D. card or government official identification card or passport (for foreigner) for registration.
- 2.2 If the shareholder is **the juristic person registered outside Thailand:**
 - 2.2.1 A letter issued by a notary public certifying that the person who is authorized to sign on behalf of the juristic person is the person who duly signed in the Proxy as appointer to appoint the appointee and
 - 2.2.2 A copy of the certificate of incorporation (no need to be notarized by notary public) and
 - 2.2.3 A certified true copy of passport of the authorized person signing on the Proxy form and
 - 2.2.4 The appointee must show the original of his/her I.D. card, or government official identification card, or passport (for foreigner) for registration.

Attachment No. 4: Biography of an Independent Director, proposed by the Company to serve as proxy for shareholders

| Mrs. Kittiya Srisanit | Director / Chairperson of the Audit Committee | |
|-------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------------------------------------------------------------------------|
| Age | 62 years | |
| Address | 25 Bangkok Insurance Building, 15th – 17th Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok, 10120 | |
| Highest Education Background | Master of Business Administration, Marymount University, USA | |
| Direct and indirect shareholding in the Company (including spouse) (%) | – None – | |
| Work experience in the last 5 years | Jan 2022 – Jun 2022 | Senior Advisor Bank of Ayudhya Public Company Limited |
| | Jan 2021 – Dec 2021 | Chairperson of the Board of Directors Krungsri Leasing Services Co., Ltd. (Lao PDR) |
| | Oct 2020 – Dec 2021 | Director SB Finance Company, INC. (Philippines) |
| | Jul 2020 – Dec 2021 | First Executive Vice President, Head of Krungsri Auto Group Bank of Ayudhya Public Company Limited |
| | May 2020 – Jun 2020 | Executive Vice President, Head of Krungsri Auto Group Bank of Ayudhya Public Company Limited |
| | Jan 2020 – Apr 2020 | Executive Vice President, Head of Krungsri Auto Group, Acting Head of Auto Dealer section Bank of Ayudhya Public Company Limited |
| | Jun 2016 – Dec 2019 | Executive Vice President, Office of the President and CEO Bank of Ayudhya Public Company Limited |
| | Aug 2015 – Dec 2021 | Director Ayudhya Capital Auto Lease Public Company Limited |
| | Apr 2014 – Dec 2020 | Director Krungsri Leasing Services Co., Ltd. (Lao PDR) |
| | Oct 2009 – Feb 2019 | Director Ngern Tid Lor Co., Ltd. (CFG Services Co., Ltd.) |
| Interest on meeting agenda | – None – | |
| Special interests which are different from other directors | – None – | |

Attachment No. 5: The Company's Articles of Association relating to the Shareholders' Meeting

The Company's Articles of Association relating to the Shareholders' Meeting

CHAPTER III Meeting of Shareholders

14. The board of directors must regularly hold a general meeting of shareholders once a year within four (4) months from end of each accounting year of the Company, which is called an annual general meeting.

Any other meeting of shareholders is called an extraordinary general meeting. The board of directors may call an extraordinary general meeting at any time it sees fit.

The board of directors must hold a general meeting of shareholders in the area where the Company's head office is located or in any adjacent province. Alternatively, an electronic meeting of shareholders may be held in accordance with the laws regarding electronic meetings, in which case, it shall be deemed as being held at the Company's head office.

15. Shareholder(s) holding in aggregate at least one-tenth (1/10) of the total issued shares may at any time submit a written request to the board of directors to call an extraordinary general meeting, which clearly indicates the matters to be proposed for shareholders meeting and the purpose of that meeting. Consequently, the board of directors must hold a meeting of shareholders within forty five (45) days from the date of receipt of that request.

If the board of directors fails to convene a meeting within the period stated in the first paragraph, the shareholder(s) who have submitted the above request or other shareholders holding in aggregate at least one-tenth (1/10) of the total issued shares may proceed to call a meeting within forty-five (45) days from the lapse of the period specified in the first paragraph by following the procedure stated in Article 16. Notice of the meeting may be sent to all shareholders via electronic means if the shareholders have earlier declared their intention or given their consent to the Company or the board of directors according to Article 33. In such case, the meeting shall be deemed to have been called by the board of directors where the Company is responsible for any necessary and appropriate expenses incurred from the holding and facilitation of the meeting.

16. To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda and matters to be proposed at the meeting together with any other appropriate details. The notice must clearly specify that the matters will be tabled for acknowledgment, approval or consideration, together with the opinion of the board of directors on those matters. The notice must be delivered to the shareholders and the registrar at least seven (7) days prior to the meeting date, subject to Article 33 in case of notice via electronic means, and published in a newspaper or published via electronic means in accordance with the criteria stipulated by the registrar at least three (3) days before the meeting date for a period of three (3) consecutive days.
17. A quorum of a meeting of shareholders requires at least twenty-five (25) shareholders or half of the total number of shareholders, holding in aggregate at least one-third (1/3) of the total issued shares, to be present in person or by proxy (if any).

If after one (1) hour from the time fixed for a meeting of shareholders, the quorum required by the first paragraph has not been constituted, the meeting which was called at the request of shareholders under Article 15 must be dissolved. If the meeting is called other than at the request of the shareholders under Article 15, an adjourned meeting must be called and a notice of the meeting must be sent to the shareholders at least seven (7) days prior to the date of the adjourned meeting. No quorum is required at the adjourned meeting.

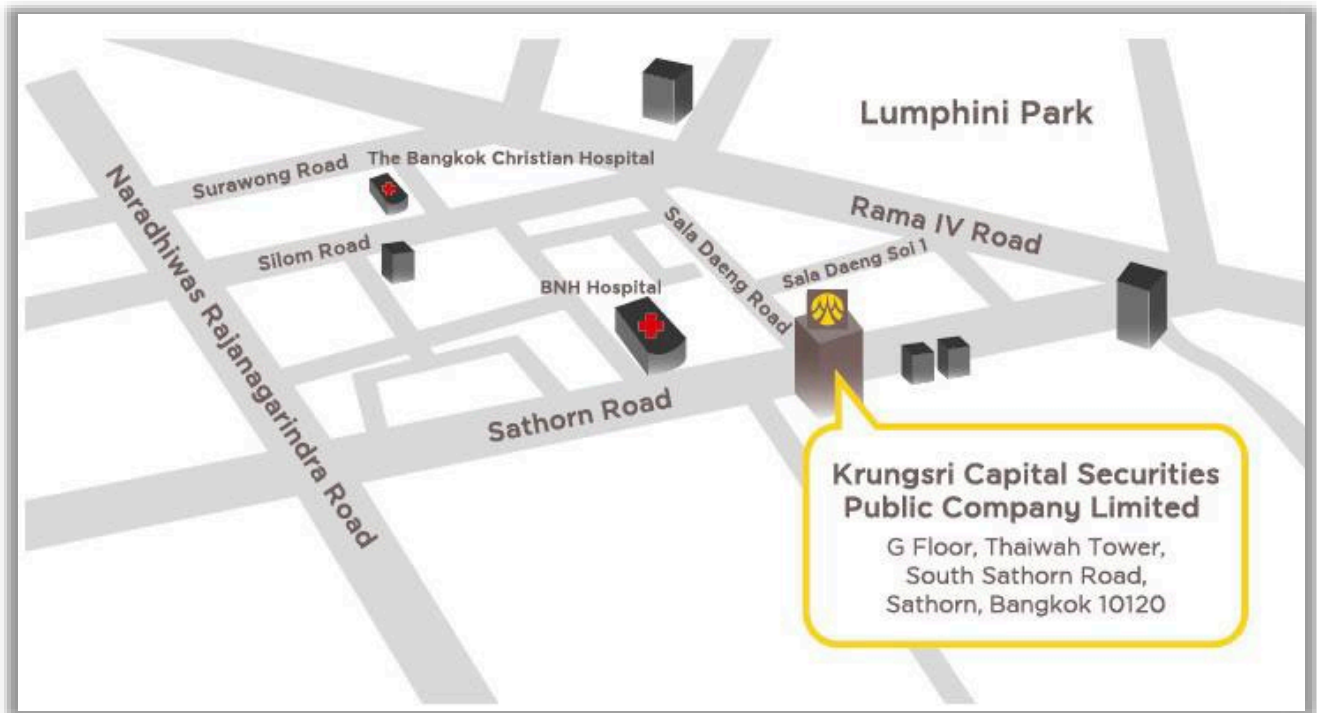
At any meeting of shareholders, each shareholder or proxy present at the meeting has the votes equal to the number of shares currently held. Each share is eligible for one vote, unless the Company has issued preference shares and prescribed that such shares are entitled to a subordinate voting right to that of ordinary shares.

18. The Chairman of the board of directors will act as chairman of every meeting of shareholders. If the Chairman is not present or is unable to discharge his/her duties, the Vice Chairman will serve as the chairman of the meeting. If there is no Vice Chairman or the Vice Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as chairman.
19. A resolution of shareholders must be passed according to the following criteria:
 - (1) in general, a majority of votes by the shareholders present and casting their votes at the meeting are required. If the votes are equal, the presiding chairman of that meeting has a decisive vote.
 - (2) in relation to the following transactions, at least three-fourths (3/4) of the total votes of the shareholders present and eligible to vote at the meeting are required:
 - (a) a sale or transfer of all or substantial part of the business of the Company to any person;
 - (b) a purchase or acceptance of transfer of business of other public or private companies; or
 - (c) an entering into, amendment or termination of any agreement concerning a lease out of all or substantial part of the business of the Company, an assignment of the management control of the business of the Company to any person, or a merger with any person for the purposes of profit and loss sharing.
20. Transactions to be conducted at an annual general meeting are as follows:
 - (1) reviewing the report of the board of directors covering the work done during the preceding year;
 - (2) considering and approving the balance sheet and the profit and loss statement;
 - (3) considering the appropriation of profits;
 - (4) election of new directors in place of those who must retire on the expiration of their term;
 - (5) appointment of the auditor and determination of audit fee; and
 - (6) other businesses, if any.

**Attachment No. 6: Map of the meeting venue for the Annual General Meeting of Shareholders
No. 1/2566 (No. 1/2023) (Convention Center)**

Convention Center

21/3 Thai Wah Tower, G Floor, South Sathorn Road, Thungmahamek, Sathorn,
Bangkok, 10120



สิ่งที่ส่งมาด้วยลำดับที่ 7

Attachment No. 7

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หนังสือมอบฉันทะ แบบที่ 1

Proxy Form No. 1

เขียนที่.....

Made at

วันที่.....เดือน.....พ.ศ.....
Date Month Year

(1) ข้าพเจ้า.....สัญชาติ.....อยู่บ้านเลขที่.....
I / We Nationality Residing at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
Street Sub-district District Province Post Code

(2) เป็นผู้ถือหุ้นของบริษัทหลักทรัพย์ กรุงศรี พัฒนสิน จำกัด (มหาชน)

As a shareholder of Krungsri Capital Securities Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้
holding a total number of shares, with total voting right of votes as follow :

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Ordinary share shares, with the voting right of votes

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Preferred share shares, with the voting right of votes

(3) ขอมอบฉันทะให้

Hereby appoint

(1)อายุ.....ปี อยู่บ้านเลขที่.....
Age Years Residing at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ
Street Sub-district District Province Post Code or

(2)อายุ.....ปี อยู่บ้านเลขที่.....
Age Years Residing at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ
Street Sub-district District Province Post Code or

(3)อายุ.....ปี อยู่บ้านเลขที่.....
Age Years Residing at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....
Street Sub-district District Province Post Code

สิ่งที่ส่งมาด้วยลำดับที่ 7

Attachment No. 7

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปีครั้งที่ 1/2566
anyone of them to be my/our Proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders No.1/2566

ในวันที่ 24 เมษายน 2566 เวลา 10.00 น. ณ Convention Center เลขที่ 21/3 อาคารไทยวา ชั้น G ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร
to be held on 24 April 2023 at 10.00 a.m., at Convention Center, 21/3 Thai Wah Tower, G Floor, South Sathorn Road, Thungmahamek, Sathorn,

กรุงเทพมหานคร 10120 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
Bangkok 10120, or at any adjournment thereof to any other day, time and venue.

กิจการใดที่ผู้รับมอบฉันทะกระทำไปในการประชุมนี้ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
All acts undertaken by the Proxy at this meeting shall be deemed as my/our own act (s) in all respects.

ลงชื่อ.....ผู้มอบฉันทะ
Signed Appointer
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

หมายเหตุ: ผู้ถือหุ้นที่มอบฉันทะ จะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวน
หุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

Remarks: The voting right has to be assigned to only one Proxy, therefore, this voting right cannot be divided and separately assigned to more than one Proxy.

หนังสือมอบฉันทะ แบบที่ 2
Proxy Form No. 2

อากรแสตมป์
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เขียนที่.....
Made at
วันที่.....เดือน.....พ.ศ.....
Date Month Year

(1) ข้าพเจ้า..... สัญชาติ..... อยู่บ้านเลขที่.....
I / We Nationality Residing at No.
ถนน..... ตำบล/แขวง..... อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์.....
Street Sub-district District Province Post Code

(2) เป็นผู้ถือหุ้นของบริษัทหลักทรัพย์ กรุงศรี พัฒนสิน จำกัด (มหาชน)
As a shareholder of Krungsri Capital Securities Public Company Limited,
โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้
holding a total number of shares, with total voting right of votes as follow :
หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Ordinary share shares, with the voting right of votes
หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Preferred share shares, with the voting right of votes

(3) ขอมอบฉันทะให้
Hereby appoint
☐ (1) อายุ.....ปี อยู่บ้านเลขที่..... ซอย..... ถนน.....
Age Years Residing at No. Soi Street
ตำบล/แขวง..... อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ
Sub-district District Province Post Code or
☐ (2) อายุ.....ปี อยู่บ้านเลขที่..... ซอย..... ถนน.....
Age Years Residing at No. Soi Street
ตำบล/แขวง..... อำเภอ/เขต..... จังหวัด..... รหัสไปรษณีย์..... หรือ
Sub-district District Province Post Code or

☐ (3) ...นางกฤติยา ศรีสนธิ ... อายุ.....62.....ปี ที่อยู่ เลขที่.....25..... อาคารกรุงเทพประกันภัย ชั้น 15-17
Mrs. Kittiya Srisanit , Age 62 Years Residing at No. 25 Bangkok Insurance Building, 15th -17th Floor
ถนน..สาทรใต้..ตำบล/แขวง..ทุ่งมหาเมฆ..อำเภอ/เขต..สาทร..จังหวัด..กรุงเทพฯ..รหัสไปรษณีย์...10120... (ไม่มีส่วนได้เสียในระเบียบวาระการประชุม)
Street...South Sathorn...Sub-district...Thungmahamek.....District...Sathorn...Province.....Bangkok.....Post Code...10120.....(No conflict of interest in any Agenda of the meeting)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี ครั้งที่ 1/2566
anyone of them to be my/our Proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders No.1/2566

ในวันที่ 24 เมษายน 2566 เวลา 10.00 น. ณ Convention Center เลขที่ 21/3 อาคารไทยวา ชั้น G ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร
to be held on 24 April 2023 at 10.00 a.m., at Convention Center, 21/3 Thai Wah Tower, G Floor, South Sathorn Road, Thungmahamek, Sathorn,

กรุงเทพมหานคร 10120 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
Bangkok, 10120, or at any adjournment thereof to any other day, time and venue.

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

- ☐ วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2566 เมื่อวันที่ 7 มีนาคม 2566

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

- ☐ วาระที่ 2 เรื่อง เรื่องสืบเนื่อง

Agenda 2 Subject: Matter arising.

วาระนี้เป็นวาระเพื่อทราบจึงไม่มีการลงคะแนน
This agenda is for acknowledgement and not casting of vote

- ☐ วาระที่ 3 เรื่อง รับทราบรายงานผลการดำเนินงานของบริษัทฯ สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2565

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

วาระนี้เป็นวาระเพื่อทราบจึงไม่มีการลงคะแนน
This agenda is for acknowledgement and not casting of vote

- ☐ วาระที่ 4 เรื่อง พิจารณานุมัติงบการเงินของบริษัทฯ และรายงานของผู้สอบบัญชี สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2565

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

- ☐ วาระที่ 5 เรื่อง พิจารณานุมัติการจัดสรรกำไรจากกำไรสุทธิสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2565 และการจ่ายเงินปันผล

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

- ☐ วาระที่ 6 เรื่อง พิจารณาแต่งตั้งกรรมการแทนกรรมการที่ถึงคราวต้องออกจากตำแหน่งตามวาระ

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ การแต่งตั้งกรรมการทั้งหมด
Appointment of all directors

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

☐ การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of the certain directors as follows:

ชื่อกรรมการ (1) นายสุเทพ พิทยานนท์

Name of Director: (1) Mr. Suthep Peetakanont

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

ชื่อกรรมการ (2) นายวิโรจน์ ชื่นรัตนกุล

Name of Director: (2) Mr. Wirote Chuenratanakul

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

ชื่อกรรมการ (3) นางอภนิษฐ์ แมททีสัน

Name of Director: (3) Mrs. Akanit Mattison

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

☐ วาระที่ 7 เรื่อง พิจารณานุมัติจ่ายค่าตอบแทนกรรมการ และกรรมการตรวจสอบ

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

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

☐ วาระที่ 8 เรื่อง พิจารณาแต่งตั้งผู้สอบบัญชีของบริษัทฯ และกำหนดค่าสอบบัญชี สำหรับรอบระยะเวลาบัญชีเริ่มต้นวันที่

1 มกราคม 2566 และสิ้นสุดวันที่ 31 ธันวาคม 2566

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

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

☐ วาระที่ 9 เรื่อง พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 9 Subject: Other matters (if any).

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง

Voting of the Proxy on any agenda that is not in accordance with my/our instruction stated herein.

และไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

will be regarded as incorrect voting and will not be regarded as a vote of shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณา

In case I/We have not stated my/our instruction of how to vote, or such instruction is ambiguous,

หรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด
or in cases this meeting has to consider or approve any other matter other than the items stated herein, as well as there is

ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
any change of any fact, the Proxy shall be entitled to freely vote at his/her own discretion.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ

Any act undertaken by the Proxy in this meeting, except the case that the Proxy did not vote as instructed herein,

ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
shall be deemed as my/our own act (s) in every respect.

ลงชื่อ.....ผู้มอบฉันทะ
Signed Appointer
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ
Signed Proxy
(.....)

- | | |
|----------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| หมายเหตุ | 1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าร่วมประชุมและออกเสียงลงคะแนนไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้ |
| Remarks | The voting right has to be assigned to only one Proxy, therefore, this voting right cannot be divided and separately assigned to more than one Proxy. |
| | 2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล For the election of directors, the voter may elect some or all of the nominees. |
| | 3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบที่ 2 ตามแนบ In case, there is any agenda, other than those stipulated above, the Proxy may set forth in an Allonge annexed to the form of Proxy No. 2 as attached herewith. |

ใบประจำตอบแบบหนังสือมอบฉันทะแบบที่ 2

Allonge annexed to the Form of Proxy No. 2

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัทหลักทรัพย์ กรุงศรี พัฒนสิน จำกัด (มหาชน)

The Proxy as a shareholder of Krungsri Capital Securities Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี ครั้งที่ 1/2566 ในวันที่ 24 เมษายน 2566 เวลา 10.00 น. ณ Convention Center

For the Annual General Meeting of Shareholders No. 1/2566 to be held on 24 April 2023 at 10.00 a.m., at Convention Center,

เลขที่ 21/3 อาคารไทยวา ชั้น G ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
21/3 Thai Wah Tower, G Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120, or at any adjournment thereof to any other day, time and venue.

| | |
|--------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> | วาระที่.....เรื่อง..... |
| | Agenda Subject : |
| <input type="checkbox"/> | (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร Authorizing the Proxy to vote for every item at his/her own discretion. |
| <input type="checkbox"/> | (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein: |
| <input type="checkbox"/> | เห็นด้วย Approve |
| <input type="checkbox"/> | ไม่เห็นด้วย Disapprove |
| <input type="checkbox"/> | งดออกเสียง Abstain |
| <input type="checkbox"/> | วาระที่.....เรื่อง..... |
| | Agenda Subject : |
| <input type="checkbox"/> | (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร Authorizing the Proxy to vote for every item at his/her own discretion. |
| <input type="checkbox"/> | (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein: |
| <input type="checkbox"/> | เห็นด้วย Approve |
| <input type="checkbox"/> | ไม่เห็นด้วย Disapprove |
| <input type="checkbox"/> | งดออกเสียง Abstain |
| <input type="checkbox"/> | วาระที่.....เรื่อง..... |
| | Agenda Subject : |
| <input type="checkbox"/> | (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร Authorizing the Proxy to vote for every item at his/her own discretion. |
| <input type="checkbox"/> | (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein: |
| <input type="checkbox"/> | เห็นด้วย Approve |
| <input type="checkbox"/> | ไม่เห็นด้วย Disapprove |
| <input type="checkbox"/> | งดออกเสียง Abstain |
| <input type="checkbox"/> | วาระที่.....เรื่อง..... |
| | Agenda Subject : |
| <input type="checkbox"/> | (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร Authorizing the Proxy to vote for every item at his/her own discretion. |
| <input type="checkbox"/> | (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein: |
| <input type="checkbox"/> | เห็นด้วย Approve |
| <input type="checkbox"/> | ไม่เห็นด้วย Disapprove |
| <input type="checkbox"/> | งดออกเสียง Abstain |
| <input type="checkbox"/> | วาระที่.....เรื่อง..... |
| | Agenda Subject : |
| <input type="checkbox"/> | (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร Authorizing the Proxy to vote for every item at his/her own discretion. |
| <input type="checkbox"/> | (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein: |
| <input type="checkbox"/> | เห็นด้วย Approve |
| <input type="checkbox"/> | ไม่เห็นด้วย Disapprove |
| <input type="checkbox"/> | งดออกเสียง Abstain |
| <input type="checkbox"/> | วาระที่.....เรื่อง..... |
| | Agenda Subject : |
| <input type="checkbox"/> | (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร Authorizing the Proxy to vote for every item at his/her own discretion. |
| <input type="checkbox"/> | (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein: |
| <input type="checkbox"/> | เห็นด้วย Approve |
| <input type="checkbox"/> | ไม่เห็นด้วย Disapprove |
| <input type="checkbox"/> | งดออกเสียง Abstain |
| <input type="checkbox"/> | วาระที่.....เรื่อง..... |
| | Agenda Subject : |
| <input type="checkbox"/> | (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร Authorizing the Proxy to vote for every item at his/her own discretion. |
| <input type="checkbox"/> | (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein: |
| <input type="checkbox"/> | เห็นด้วย Approve |
| <input type="checkbox"/> | ไม่เห็นด้วย Disapprove |
| <input type="checkbox"/> | งดออกเสียง Abstain |

☐ วาระที่.....เรื่อง เลือกตั้งกรรมการ (ต่อ)

Agenda

To Consider the Election of Directors.

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

ชื่อกรรมการ

Name of Director:

☐ เห็นด้วย
Approve

☐ ไม่เห็นด้วย
Disapprove

☐ งดออกเสียง
Abstain

ลงชื่อ.....ผู้มอบอำนาจ
Signed Appointer
(.....)

หนังสือมอบฉันทะ แบบที่ 3

Proxy Form No. 3

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงหุ้นต่างประเทศและแต่งตั้งให้คัสโตเดียนในประเทศไทย (Custodian) เป็นผู้รับฝากและดูแลหุ้น)
(For Custodian)

เขียนที่.....

Made at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....สำนักงานตั้งอยู่เลขที่.....

I / We

Residing at No.

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

Street Sub-district District Province Post Code

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....

As a custodian for

ซึ่งเป็นผู้ถือหุ้นของบริษัทหลักทรัพย์ กรุงศรี พัฒนสิน จำกัด (มหาชน)

Who is a shareholder of Krungsri Capital Securities Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้
holding a total number of shares, with total voting right of votes as follow:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Ordinary share shares, with the voting right of votes

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง
Preferred share shares, with the voting right of votes

(2) ขอมอบฉันทะให้

Hereby appoint

☐ (1)อายุ.....ปี อยู่บ้านเลขที่.....ซอย.....ถนน.....
Age Years Residing at No. Soi Street

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ
Sub-district District Province Post Code or

☐ (2)อายุ.....ปี อยู่บ้านเลขที่.....ซอย.....ถนน.....
Age Years Residing at No. Soi Street

ตำบล/แขวง.....อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....หรือ
Sub-district District Province Post Code or

☐ (3) ...นางกฤติยา ศรีสนธิ.....อายุ.....62.....ปี ที่อยู่ เลขที่.....25..... อาคารกรุงเทพประกันภัย ชั้น 15-17
Mrs. Kittiya Srisanit, Age 62 Years Residing at No. 25 Bangkok Insurance Building, 15th -17th Floor

ถนน..สาทรใต้..ตำบล/แขวง..ทุ่งมหาเมฆ..อำเภอ/เขต..สาทร..จังหวัด..กรุงเทพฯ..รหัสไปรษณีย์..10120... (ไม่มีส่วนได้เสียในระเบียบวาระการประชุม)
Street...South Sathorn...Sub-district...Thungmahamek...District...Sathorn...Province...Bangkok...Post Code...10120...(No conflict of interest in any Agenda of the meeting)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี ครั้งที่ 1/2566
anyone of them to be my/our Proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders No.1/2566

ในวันที่ 24 เมษายน 2566 เวลา 10.00 น. ณ Convention Center เลขที่ 21/3 อาคารไทยวา ชั้น G ถนนสาทรใต้ แขวงทุ่งมหาเมฆ เขตสาทร
to be held on 24 April 2023 at 10.00 a.m., at Convention Center, 21/3 Thai Wah Tower, G Floor, South Sathorn Road, Thungmahamek, Sathorn,

กรุงเทพมหานคร 10120 หรือจะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Bangkok, 10120, or at any adjournment thereof to any other day, time and venue.

- (3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

In this meeting, I/We hereby appoint my/our Proxy to attend and vote as follows:

- ☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้

Authorizing the Proxy to attend and vote for the whole of my/our holding shares which have the voting right.

- ☐ มอบฉันทะบางส่วน คือ

Authorizing the Proxy to attend and vote for the partial of my/our holding shares which have the voting right as follows:

| | | |
|----------------------------------------------|----------------------------------------|-------|
| <input type="checkbox"/> หุ้นสามัญ..... | หุ้น และมีสิทธิออกเสียงลงคะแนนได้..... | เสียง |
| Ordinary share | shares, with the voting right of | votes |
| <input type="checkbox"/> หุ้นบุริมสิทธิ..... | หุ้น และมีสิทธิออกเสียงลงคะแนนได้..... | เสียง |
| Preferred share | shares, with the voting right of | votes |
| รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด..... | | เสียง |
| Total voting right of | | votes |

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

In this meeting, I/We hereby appoint my/our Proxy to vote as follows:

- ☐ วาระที่ 1 เรื่อง พิจารณารับรองรายงานการประชุมวิสามัญผู้ถือหุ้นครั้งที่ 1/2566 เมื่อวันที่ 7 มีนาคม 2566

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

| | | | | | |
|----------------------------------------|--------|-------------------------------------------|--------|------------------------------------------|--------|
| <input type="checkbox"/> เห็นด้วย..... | เสียง | <input type="checkbox"/> ไม่เห็นด้วย..... | เสียง | <input type="checkbox"/> งดออกเสียง..... | เสียง |
| Approve | Shares | Disapprove | Shares | Abstain | Shares |

- ☐ วาระที่ 2 เรื่อง เรื่องสืบเนื่อง

Agenda 2 Subject: Matter arising.

วาระนี้เป็นวาระเพื่อทราบจึงไม่มีการลงคะแนน

This agenda is for acknowledgement and not casting of vote

- ☐ วาระที่ 3 เรื่อง รับทราบรายงานผลการดำเนินงานของบริษัทฯ สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2565

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

วาระนี้เป็นวาระเพื่อทราบจึงไม่มีการลงคะแนน

This agenda is for acknowledgement and not casting of vote

- ☐ วาระที่ 4 เรื่อง พิจารณานุมัติงบการเงินของบริษัทฯ และรายงานของผู้สอบบัญชี สำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2565

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

| | | | | | |
|----------------------------------------|--------|-------------------------------------------|--------|------------------------------------------|--------|
| <input type="checkbox"/> เห็นด้วย..... | เสียง | <input type="checkbox"/> ไม่เห็นด้วย..... | เสียง | <input type="checkbox"/> งดออกเสียง..... | เสียง |
| Approve | Shares | Disapprove | Shares | Abstain | Shares |

- ☐ วาระที่ 5 เรื่อง พิจารณานุมัติการจัดสรรกำไรจากกำไรสุทธิสำหรับปีสิ้นสุดวันที่ 31 ธันวาคม 2565 และการจ่ายเงินปันผล

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

| | | | | | |
|----------------------------------------|--------|-------------------------------------------|--------|------------------------------------------|--------|
| <input type="checkbox"/> เห็นด้วย..... | เสียง | <input type="checkbox"/> ไม่เห็นด้วย..... | เสียง | <input type="checkbox"/> งดออกเสียง..... | เสียง |
| Approve | Shares | Disapprove | Shares | Abstain | Shares |

- ☐ วาระที่ 6 เรื่อง พิจารณาแต่งตั้งกรรมการแทนกรรมการที่ถึงคราวต้องออกจากตำแหน่งตามวาระ
Agenda 6 Subject: To consider the appointment of directors to replace those retiring by rotation

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

- ☐ การแต่งตั้งกรรมการทั้งหมด
Appointment of all directors

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

- ☐ การแต่งตั้งกรรมการเป็นรายบุคคล

Appointment of the certain directors as follows:

ชื่อกรรมการ (1) นายสุเทพ พิทยานนท์
Name of Director: (1) Mr. Suthep Peetakanont

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

ชื่อกรรมการ (2) นายวิโรจน์ ชื่นรัตนกุล

Name of Director: (2) Mr. Wirote Chuenratanakul

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

ชื่อกรรมการ (3) นางอภินิษฐ์ แมทธิสัน

Name of Director: (3) Mrs. Akanit Mattison

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

- ☐ วาระที่ 7 เรื่อง พิจารณาอนุมัติจ่ายค่าตอบแทนกรรมการ และกรรมการตรวจสอบ

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

- ☐ วาระที่ 8 เรื่อง พิจารณาแต่งตั้งผู้สอบบัญชีของบริษัทฯ และกำหนดค่าสอบบัญชี สำหรับรอบระยะเวลาบัญชีเริ่มต้นวันที่
1 มกราคม 2566 และสิ้นสุดวันที่ 31 ธันวาคม 2566

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

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

- ☐ วาระที่ 9 เรื่อง พิจารณาเรื่องอื่นๆ (ถ้ามี)

Agenda 9 Subject: Other matters (if any).

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
Authorizing the Proxy to vote for every item at his/her own discretion.

- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The Proxy shall vote in accordance with my/our instruction as marked (/) in the selected agendas herein:

☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐งดออกเสียง.....เสียง
Approve Shares Disapprove Shares Abstain Shares

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้อง และไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น
- Voting of the Proxy on any agenda that is not in accordance with my/our instruction stated herein will be regarded as incorrect voting and will not be regarded as a vote of shareholder.
- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้ หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- In case I/We have not stated my/our instruction of how to vote, or such instruction is ambiguous, or in cases this meeting has to consider or approve any other matter other than the items stated herein, as well as there is any change of any fact, the Proxy shall be entitled to freely vote at his/her own discretion.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ

Any act undertaken by the Proxy in this meeting, except the case that the Proxy did not vote as instructed herein,

ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ
shall be deemed as my/our own act (s) in every respect.

ลงชื่อ.....ผู้มอบฉันทะ

Signed Appointer

(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ

Signed Proxy

(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ

Signed Proxy

(.....)

ลงชื่อ.....ผู้รับมอบฉันทะ

Signed Proxy

(.....)

หมายเหตุ (1) หนังสือมอบฉันทะแบบที่ 3 นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

Remarks This Proxy form No.3 is used only for the shareholder whose name is shown in the registered book as a foreign investor and has appointed custodian in Thailand to hold the shares.

(2) หลักฐานที่ต้องแนบพร้อมหนังสือมอบฉันทะ คือ

- (1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน
- (2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจคัสโตเดียน (Custodian)

The document required to be attached to this Proxy form:

- (1) Power of Attorney of the shareholder authorizing the custodian to sign on the Proxy form on behalf of the shareholder.
- (2) Document confirming that the Proxy permitted to conduct custodian business.

(3) ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The voting right has to be assigned to only one Proxy, therefore, this voting right cannot be divided and separately assigned to more than one Proxy.

(4) วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

For the election of directors, the voter may elect some or all of the nominees.

(5) ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะแบบที่ 3 ตามแนบ

In case, there is any agenda, other than those stipulated above, the Proxy may set forth in an Allonge annexed to the form of Proxy No. 3 as attached herewith.

Allonge annexed to the Form of Proxy No. 3

The Proxy as a shareholder of Krungsri Capital Securities Public Company Limited

For the Annual General Meeting of Shareholders No. 1/2566 to be held on 24 April 2023 at 10.00 a.m., at Convention Center,

21/3 Thai Wah Tower, G Floor, South Sathorn Road, Thungmahamek, Sathorn, Bangkok 10120, or at any adjournment thereof to any other day, time and venue.

KRUNGSRI CAPITAL SECURITIES PUBLIC COMPANY LIMITED



Krungsri Capital Securities Public Company Limited

25 Bangkok Insurance Building, 15th - 17th Floor, South Sathorn Road,
Thungmahamek, Sathorn, Bangkok 10120
Telephone : +66 (0) 2638 5000, +66 (0) 2081 2000, Fax : +66 (0) 2081 2001
NOMURA DIRECT : +66 (0) 2638 5500
Public Company Registration No. 0107537000653
www.krungsrcapital.com