



Securities

MINUTES OF THE 2024 ANNUAL GENERAL MEETING OF SHAREHOLDERS

VIA ELECTRONIC METHOD (E-AGM)

OF

MAYBANK SECURITIES (THAILAND) PUBLIC COMPANY LIMITED

Time and Place

The Annual General Meeting of Shareholders via electronic method (E-AGM) was held on April 9, 2024 at 14.30 hrs. at The Offices at Central World, 20th Floor, 999/9 Rama 1 Road, Pathumwan, Bangkok 10330.

Preliminary Proceeding

Dr. Areepong Bhoocha-oom presided over the meeting with the following directors. There were 6 of 6 members on the Board of Directors or 100 percent as a quorum in accordance with Company's Articles of Association, relevant rules and regulations on e-Meeting and auditor in attendance:

Name	Position
1. Dr. Areepong Bhoocha-oom	Chairman of the Board, Independent Director, Member of the Audit Committee, Member of the Nomination and Remuneration Committee and Chairman of Good Corporate Governance Committee
2. Ms. Sopawadee Lertmanaschai	Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee and Member of Good Corporate Governance Committee
3. Mr. Hans Johan Patrik Sandin (attended meeting via electronic method from HongKong)	Independent Director, Member of the Audit Member, Member of the Nomination and Remuneration Committee and Member of Good Corporate Committee
4. Mr. Oh Lau Chong Jin (attended meeting via electronic method from Malaysia)	Director, Authorized Director, Member of the Nomination and Remuneration Committee, Member of Good Corporate Governance Committee
5. Mr. Arapat Sangkharat	Executive Director, Authorized Director and Chief Executive Officer
6. Mr. Ricardo Nicanor Jacinto (attended meeting via electronic Method from Philippines)	Independent Director and Member of the Audit Committee, and Member of Good Corporate Governance

Company's Auditor:

- | | |
|---------------------------|--|
| 1. Ms. Wanwilai Pecthsang | Certified Public Accountant,
EY Office Limited. |
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The Chairman informed the meeting regarding reasons and necessity as to the absence of the following directors who were unable to attend the meeting due to their prior engagement.

In addition, the Chairman introduced the Management as follows:

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|---------------------------------|---|
| 1. Ms. Kanitta Teerabutwongkul | SVP, Head of Finance |
| 2. Ms. Maneerat Chaiteerapunkul | First VP, Head of Marketing Communication |

The Chairman assigned Miss Panut Javalkul, the Corporate Secretary announced that there were no shareholder present in person and 28 shareholders were present by proxy, totaling of 28 shareholders/proxies representing 477,322,091 shares, equivalent to 83.62% of the total shares of the Company. A quorum was, therefore, constituted in accordance with Clause 47 of the Articles of Association of the Company.

The Corporate Secretary declared the meeting duly convened and explained the voting procedures for each agenda as required by the SET's regulation on shareholders' meeting of the listed companies as well as rules and regulations on e-Meeting as follows:

Procedures for Vote Counting and Report on Voting Results

Voting Process

1. The voting in each agenda would be proceeded openly, when it came the casting the vote time, the Company would notify the shareholders and open the DAP e-Shareholder Meeting for each agenda so that the shareholders could go back to the system to vote; and
2. The Shareholders or proxies could vote for each agenda by choosing one from three choices: "For" or "Against" or "Abstention". The vote casting could not be done in parts (except for the voting which was made by custodian); and
3. Any shareholders who failed to cast their votes in the program or failed to submit their votes into the system would be assumed to have approved (for) the agenda item as proposed by the Chairman.

Rules for Vote Counting

1. The voting should be based on the one share one vote basis and the majority of votes should be deemed as criteria to obtain the resolution except as stated otherwise by laws. In the event of an equality of vote, the Chairman should be entitled to a second or casting vote in addition to those votes as a shareholder;
2. For the vote counting in each agenda item, "Against" and/or "Abstention" votes should be deducted from the total number of votes casted by the shareholders presenting at the Meeting. The shareholders who presented in the Meeting and do not cast their votes should be deemed as the approval (for) votes, provided that this had included those votes of shareholders by proxies casted in their respective proxy forms, which were previously recorded upon the registration; and
3. The voting results would be announced for votes as "For" "Against" or "Abstention". In each agenda item, the quorum would be based on the latest number of shares held by those presenting at the Meeting. For the purpose of transparency, the system would not be able to make any changes retroactively after the closure for vote processing in each agenda. If the vote processing was longer than usual in an agenda, the Company would immediately proceed to the following agenda for expedition, and the result of previous agenda would be immediately informed to the Meeting once available.

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Expressing Opinions and Asking

The shareholders who wished to make inquiries or express their opinions could ask questions and share opinions in two period of time: (i) during each agenda and (ii) after the end of the meeting.

In this regard, if a shareholder wished to make inquiries or express their opinions, it was informed that the shareholders to type in the message box below the page and press “Send” in blue sign and then press “Send” in yellow sign to send questions and opinion. The questions would be sent to a queue whereby the Company would pass the questions to the Management to answer the questions. The Company reserved the right to take any appropriate action to ensure that the Meeting was concise and effective.

The Corporate Secretary also informed the Meeting of the Company’s compliance with the Corporate Governance Code (CG Code) in the following issues:

- The Company allowed shareholders to propose additional agenda prior to this shareholders’ meeting.
- The Company allowed shareholders to nominate qualified candidates to be elected in place of the directors who would be retired by rotation this year.

For the two above-mentioned issues, the shareholders were able to submit them to the Company’s Board of Directors for consideration from November 19, 2022 until January 31, 2023. However, none of the shareholders proposed any agenda or nominate any candidate.

The Company made a statement that the system employed in the 2023 Annual General Meeting of Shareholders by electronic method (E-AGM) was operated by Digital Access Platform Company Limited (the subsidiary of Stock Exchange of Thailand), which had undertaken an assessment of conference control system by the service provider in accordance with the Notification of the Ministry of Information and Communication Technology Re: Standards for Electronic Conferencing Security B.E. 2557 (2014).

In order to have an independent person to witness the vote counting, the Chairman assigned the Corporate Secretary to inform the shareholders to send a representative to be such independent person. As such, the meeting of shareholders selected Mr. Sarin Inpunsuan, an independent legal representative with lawyer license No.1314/2548 who had no both connected with Company to be their representative to witness the vote counting.

Before proceeding with the Meeting, the Corporate Secretary informed the meeting that the shareholders may ask any question for each agenda but the question should be relevant to such agenda item in order to save time.

Before the meeting started, the Corporate Secretary informed the meeting that the Company had been certified as a member of the Collective Action Coalition Against Corruption (“CAC”) on May 21, 2016 and recertified until June 30, 2025.

The Chairman then proceeded with the following agendas:

Agenda 1 To acknowledge the report on the Company’s performance the year 2023

The Chairman invited Mr. Arapat Sangkharat, Chief Executive Officer, to report on the Company’s performance for the year 2023 to the Meeting to acknowledge the same. Details of the performance were as shown in the 2022 56-1 ONE Report which was sent to all shareholders along with the invitation letter of the Meeting.

Mr. Arapat Sangkharat, Chief Executive Officer, reported that there would be three parts for Agenda 1; 2023 Company Performance, the 2024 Strategy and ESG initiatives. He then assigned 1. Ms. Kanitta Teerabutwongkul, Senior Vice President and Head of Finance to report the Company Performance FY2023 as follows.

2023 Performance

Company's financial position for the year 2023 was strong, maintained consistently on shareholders' equity and business capability on securities business as follows:

- **Revenue:** In 2023, the company had the revenue from brokerage both from securities brokerage and investment banking with the decrease of 6% in total revenue from THB 2,927.50 Million in 2022, to THB 2,737.80 Million in 2023 relevant to the decrease of the brokerage fee resulting from the decrease of SET market volume.
- **Expense:** In 2023, the company had the expense decrease by 6% relevant to the decrease of the revenue from THB 2,143 Million to THB 2,277.70 Million.
- **Net profit:** In 2023, the net profit of the company decreased from 2022 due to the decrease of the revenue. This had made the company's net profit decrease from THB 628.00 Million in 2022 to THB 365 Million in 2023.
- **Assets:** The total asset of the company decrease 17%. The total asset decreased from THB 24,227.50 Million in 2022 to THB 19,998.50 Million in 2023 relevant to the decrease of business debtor from decrease of trade volume.
- **Liabilities:** The liabilities. As of 2023, the company had liabilities of about THB 19,998.50 Million. The total liabilities decreased 21% from the decrease of debts issued and other borrowings. The ratio of the owner was still close to same level.

He then reported the Strategy FY2024 as follows.

- **SET continues to move sideways**
The Stock Exchange of Thailand (SET) was the worst-performing market in Asia in 2023, resulting in the closure and losses for a number of securities companies. Trading volume in 2024 has yet to show improvement.
- **2024 will be marked by two distinct halves**
Notably a weak first half, succeeded by a sharp recovery in the second half. Contributing factors are likely approval of FY2023 government budget and lower interest rates. Corporate earnings are expected to be positively impacted.
- **Maybank Securities Thailand is well-prepared**
Maybank Securities Thailand, MST, anticipated return to pre-Covid norms, characterized by lower market volume and continuing changes in investors' behaviors. To prepare, multiple strategic initiatives were launched since FY2021.
 - Create new revenue Cost Optimization stream
 - Create more resilient and effective servicing model.
 - Maybank Invest App (MBi)
 - Cost Optimization
- **Outperforming competitors on many fronts**
Our multi-year transformation efforts to transition from trading to investing and to create a more viable cost-to-serve business model have achieved tangible results.
 - Our Ranking Ranked #5 from #8, Ranked #2 in yield, Significant market share growth in both Retail and Institutional Businesses;
 - Brokerage Investment Banking Ranked #5 from #8, Ranked #2 in yield, Significant market share growth in both Retail and Institutional Businesses
Retail Brokerage: 20% increase in retail market share year-over year (YoY)

Institutional Brokerage: Ranked #4, from #9 in Q3 FY2023. 70% increase in market share over the span of 18 months;

- Investment Banking
Debt Capital Market: Ranked #5 from unraked in 2020, THB 16 billion in bonds and bills of exchange , 50 deals from over 30 issuers Equity Capital Market: THB 7.4 billion Thai Credit IPO, sole international book runner and lead domestic underwriter Full deal pipeline in FY2024, IPOs and REITs.

- **Strategy and action plan are clear to finish strong**

Retail Brokerage: Introduce more DR and exotic Structured Products to customer in 2024 to meet clients' demand for offshore exposure and multi-asset products

Institutional Brokerage: Ramp up DMA capabilities for our clients; Expand SBL business for both insti and retail clients

Investment Banking: Expand our partnership with PEs, IB boutiques to grow financial advisory and underwriting pipeline, Initial Public Offerings (IPOs) and Real Estate Investment Trust (REIT)

Maybank Invest: Launch new functions to drive revenue and user acquisition, including: Pre-approved margin loan, IPO DR, Fully digital onboarding

Mr. Arapat Sangkharat assigned Ms. Maneerat Chaiteerapunkul, First VP, Head of Marketing Communication to report to the shareholders on Corporate Social Responsibility and Anti-Corruption activities.

Ms. Maneerat reported that the Company emphasized the business operation under ESG (Environmental Social Governance) principle with the sustainable business management with care on the society, environment and good governance as followings.

- The company participated in the project, which was certified by the Thai Private Sector Collective Action Coalition Against Corruption (CAC) and has passed the renewal of membership certification on Jun 30 2022 which valid until June 30 2025.
- Strategies for 3 main pillars of sustainability goals which based upon the United Nations Sustainable Development Goals
 - Sustainable investment (Governance)
 - A livable and sustainable society (Social)
 - Sustainable environment for future generations (Environmental)

- Key Success Indicators

Communication on ESG initiatives to employees for better understanding and reaching the audience through electronic email called "Catch Up".

Initiate the Zero Waste activities for the employee with Central Pattana in order to recycle the waste and separate the waste for future usage. In 2023, there are 643.75 Kilogram of waste to be collected within the Company.

Enhance the Sustainable Environment through the activities such as Global CSR Day

Donate the used calendar for the Technology for the Blind Center for usage

Select the sustainable material for the Company's Corporate Gift

Produce TOGO water carrier for compensating the use of carbon and help reduce the green house gas

Receive the "Excellent" Assessment or "Five Star" from Thai Institute of Directors (IOD) for Corporate Governance Practice for 5 consecutive years.

After that, the Chairman asked if any shareholder would like to ask or comment.

There was no question or comment from the shareholders and proxies. The Chairman then asked the meeting to acknowledge the Company performance for 2023.

Resolution: That the Meeting acknowledged the Company's performance for 2023 as reported.

Agenda 2 To consider and approve the Financial Statements and Auditor's report for the year ended December 31, 2023

The Chairman informed the meeting that Clause 54 of the Company's Articles of Association required the Board of Directors to arrange for the Company's financial statement at the end of accounting period in order to present to the shareholders at the annual general meeting. In this regard, the Board had already arranged for the financial statement for an accounting period ending December 31, 2023 which were approved by the Audit Committee and audited by the auditors. The statements were sent along with the invitation letter to the meeting. The Chairman assigned Ms. Kanitta Teerabutwongkul, Senior Vice President, Head of Finance to summarize the financial statement for the year ended December 31, 2023 for the meeting's acknowledgement.

Ms. Kanitta Teerabutwongkul reported that refer to the previous agenda regarding the performance of the Company for 2023, profit for this year was THB 364.90 million decreased from THB 628.00 million in 2022. Total assets were decreased to 19,998.50 million in 2023 from THB 24,227.50 million in 2022. The shareholders' equities ratio is THB 4,855.60 Million. Total liabilities were decreased to THB 19,998.50 million in 2023 from THB 24,227.50 million in 2022. The Board of Directors opinioned that the Company's Financial Statements for the year ended 31 December 2023, which were already audited by the Company's auditor and reviewed by the Company's Audit Committee demonstrated reasonably accurate financial position and performance in accordance with the generally accepted accounting principles.

After that, the Chairman asked if any shareholder would like to ask or comment.

There was no question or comment from the shareholders and proxies.

Resolution: The Meeting considered and unanimously resolved to consider and approve the Financial Statements and Auditor's report for the year ended December 31, 2022 as proposed by the Board of Directors, with majority votes of the shareholders who attending the Meeting and casting their votes as follows:

Voting	Number of Votes	
	1 share : 1 vote	Percent (%)
For	477,322,091	100.0000
Against	0	0.0000
Abstention	0	-
Invalid Ballot	0	-
Total 28 shareholders	477,322,091	100.0000

Agenda 3 To consider and approve dividend payment for the year 2023

The Chairman assigned Ms. Kanitta Teerabutwongkul, Senior Vice President, Head of Finance to explain the subject matter. As the Company's net profit for the year 2023 was THB 364.90 million, the Board had resolved and proposed the meeting to consider its resolution on dividend payments as follows:

1. The Company should allocate not less than 5% of its annual net profit to be legal reserve until that legal reserve reaches a level equal to not less than 10% of the registered capital. Currently,

the Company had legal reserve of THB 286,125,000 which was equal to 10% of the registered capital. Hence, there is no need for the Company to allocate its annual net-profit to be legal reserve.

2. The Company made 1 interim dividend payments from Company's profit to the shareholders in the total amount of THB 211.20 million, equivalent to the rate of THB 0.37 per share (net profit and net retained earnings for the period of January 1 to June 30, 2023). The payment date was made on September 20, 2023 which was approved by the Board Meeting on August 22, 2022.

3. The Company should make dividend payment for the operating result of the year 2023 of THB 0.48 per share to the shareholders in the total amount of THB 274.00 Million. The total dividend for 2023 is 0.48 Baht per share or the pay-out ratio was 75% of the net profit which was higher than the Company's dividend payment policy at the rate not less than 40% of each year's net profit. The payment date will be 26 April 2024 and the record date for shareholders who receive the dividend was made on March 7, 2024.

The Board had recommended the Shareholders' Meeting for approval of dividend payment for the operating result of the year 2023 of THB 0.11 per share to the shareholders in the total amount of THB 62.80 Million and acknowledgement of interim dividend payment for the Company's performance of the year 2023. The Company's Board of Directors had its resolution on August 22, 2023 for the approval of interim dividend payment of THB 0.37 per share, which was paid on September 20, 2023, approximately THB 211.20 million.

After that, the Chairman asked if any shareholder would like to ask or comment.

There was no question or comment from the shareholders and proxies.

Resolution: The Meeting considered and unanimously resolved to consider and approve dividend payment for the operating year 2023 and acknowledgement of interim dividend payment for the Company's performance of the year 2023 as proposed by the Board of Directors, with majority votes of the shareholders who attending the Meeting and casting their votes as follows:

Voting	Number of Votes	
	1 share : 1 vote	Percent (%)
For	477,322,091	100.0000
Against	0	0.0000
Abstention	0	-
Invalid Ballot	0	-
Total 28 shareholders	477,322,091	100.0000

Agenda 5 To consider and appoint directors in place of those retiring by rotation

Dr. Areepong Bhoocha-oom, Chairman of the Meeting, announced that he was the director who retired by rotation and was proposed to be reappointed in this 2024 Annual General Meeting of Shareholders, thus, he will ask Ms. Sopawadee Lertmanaschai to act as the Chairman of this agenda and announced that to explain the matter to be considered as himself, Dr. Areepong Bhoocha-oom and Mr. Arapat Sangkharat were stakeholders in this agenda and had to leave the meeting room. Ms. Sopawadee Lertmanaschai announced that Clause 22 of the Company's Articles of Association stipulates that one-third of the Company's directors must retire by rotation at the end of the tenure. The current number of directors now was 6; therefore, 2 directors shall resign. As such, the directors who were due to retire by rotation this year are Dr. Areepong Bhoocha-oom and Mr. Arapat Sangkharat.

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| 1. | Dr. Areepong Bhoocha-oom | Independent Director |
| 2. | Mr. Arapat Sangkharat | Executive Director |

The Chairman of the Meeting stated that the Nomination and Remuneration Committee, excluding the nominated/interested director who abstained from voting, was of the opinion that Dr. Areepong Bhoocha-oom and Mr. Arapat Sangkharat were qualified in accordance with the Public Company Limited Act, the Securities and Exchange Act, are knowledgeable and capable with strong determination in performing their duties as the Company's directors. During the past period, her and his performance had been taken in good faith and in the best interest of the Company and the shareholders. The independent director was capable of giving opinions independently and was qualified in accordance with the relevant regulations, all of which would enhance the Company's growth. Therefore, the Nomination and Remuneration Committee agreed to re-appoint the two retiring directors to be the Company's directors for another term which directors' remuneration may cause conflict of interest for all directors without special stake in such agenda. In this regard, the Board of Directors resolved with the recommendation made by the Nomination and Remuneration Committee to propose this agenda to the shareholders. Details of age, percentage of shareholding, educational background, work experiences, and the meeting attendance of the nominated directors were included in the invitation letter.

Ms. Sopawadee Lertmanaschai, the Chairman of the Meeting, declared that in accordance with the good corporate governance, the nominated directors had left the meeting room, in order to allow the shareholders to enquire or give any comment.

The Chairman of the Board of Directors asked if any shareholder had any question.

There was no question or comment from the shareholders or proxies. The Chairman of the Board of Directors, thus, called for voting for each director.

Resolution: The Meeting considered and unanimously resolved to re-appoint Dr. Areepong Bhoocha-oom and Mr. Arapat Sangkharat for another term according to the Board of Directors' proposal, with majority votes of the shareholders who attending the Meeting and casting their votes as follows:

Dr. Areepong Bhoocha-oom

Voting	Number of Votes	
	1 share : 1 vote	Percent (%)
For	477,322,091	100.0000
Against	0	0.0000
Abstention	0	-
Invalid Ballot	0	-
Total 28 shareholders	477,322,091	100.0000

Resolution: The Meeting considered and unanimously resolved to re-appoint Dr. Areepong Bhoocha-oom for another term according to the Board of Directors' proposal, with majority votes of the shareholders who attending the Meeting and casting their votes.

Mr. Arapat Sangkharat

Voting	Number of Votes	
	1 share : 1 vote	Percent (%)
For	477,322,091	100.0000
Against	0	0.0000
Abstention	0	-
Invalid Ballot	0	-
Total 28 shareholders	477,322,091	100.0000

Resolution: The Meeting considered and unanimously resolved to re-appoint Mr. Arapat Sangkharat for another term according to the Board of Directors' proposal, with majority votes of the shareholders who attending the Meeting and casting their votes.

Agenda 5 To consider and approve the remuneration of the Company's directors and sub-committee members for the year 2024

The Chairman invited Ms. Sopawadee Lertmanaschai, the Chairman of the Nomination and Remuneration Committee, to explain the matter to be considered and informed the meeting that the Board of Directors agreed with the Nomination and Remuneration Committee's recommendation to pay the directors' remuneration for the year 2024 at the amount of no more than THB 11,000,000 (Eleven million baht) with no any other benefits. In this regard, the Company's Board of Directors had carefully considered the compensation for the directors and endorsed the compensation of the directors as proposed.

Then, the Chairman asked if the shareholder had any question.

There was no question from the shareholders, thus the Chairman called the voting in accordance with Clause 42 of the Articles of Association of the Company and Section 90 of the Public Limited Company Act. This resolution for this agenda must be passed by not less than two-third (2/3) of the total number of votes of the shareholders who attend the meeting.

Resolution: The Meeting considered and unanimously resolved to consider and approve the remuneration of the Company's directors and sub-committee members for the year 2023 as proposed by the Board of Directors, by no less than two-third (2/3) of the total number of votes of the shareholders who attended the meeting and had the right to cast their votes as follows:

Voting	Number of Votes	
	1 share : 1 vote	Percent (%)
For	477,322,091	100.0000
Against	0	0.0000
Abstention	0	-
Invalid Ballot	0	-
Total 28 shareholders	477,322,091	100.0000

Agenda 6 To consider and appoint the company's auditors and to fix the audit fee for the year 2024

The Chairman invited Ms. Sopawadee Lertmanaschai, Chairman of Audit Committee, to inform the meeting that Clause 58 of the Company's Articles of Association required the annual general meeting of shareholders to appoint the Company's auditors. The Audit Committee and the Board of Directors had already considered and agreed to recommend the appointment of the following auditors from EY Office Limited:

Ms. Wanwilai Phetsang, C.P.A. Registration No. 5315; or
Ms. Somjai Khunapasut, C.P.A. Registration No. 4499; or
Ms. Bongkod Kriangpunamorn, C.P.A. Registration No.6777

be appointed as the Company's auditors for the accounting period of 2024. The auditors' fee for 2024 would be no more than THB 3,190,000 (Three million one hundred ninety thousand baht), excluding out of pocket expenses which was same amount, compared to what was approved last year. (All information for consideration was shown in the invitation letter previously sent to the shareholders.). Then the Chairman requested the meeting to consider this matter.

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The proposed auditors have no relationship or stakeholding with the Company/subsidiary/management/major shareholders or persons related to such persons.

Ms. Wanwilai Phetsang C.P.A. Registration No. 5315 was assigned to be the auditor who signed the Company's Financial Statements.

The Chairman asked if the shareholders had any question.

There was no question from the shareholders or proxies, thus the Chairman requested the shareholders to vote for this matter.

Resolution: The Meeting considered and unanimously resolved, with majority votes of the shareholders who attending the Meeting and casting their votes that Ms. Wanwilai Phetsang, C.P.A. Registration No. 5315; or Ms. Somjai Khunapasut, C.P.A. Registration No. 4499; or Ms. Bongkod Kriangpunamorn, C.P.A. Registration No.6777 of EY Office Limited be appointed as the Company's auditors for the accounting period of 2023. Ms. Wanwilai Phetsang, C.P.A. Registration No. 5315 was assigned to be the auditor who signed the Company's Financial Statements, any one of these being authorized to conduct the audit and to express an opinion on the financial statements of the Company. In the absence of the above-mentioned auditors, EY Office Limited was authorized to identify other Certified Public Accountant of EY Office Limited to carry out the work. The auditors' remuneration for 2024 would not be over THB 3,190,000 (Three million one hundred ninety thousand baht) excluding out of pocket expenses with no any other benefit as the Chairman of the Audit Committee proposed as follows:

Voting	Number of Votes	
	1 share : 1 vote	Percent (%)
For	477,322,091	100.0000
Against	0	0.0000
Abstention	0	-
Invalid Ballot	0	-
Total 28 shareholders	477,322,091	100.0000

Agenda 7 To consider and approve the renewal of debenture program in the amount not exceeding THB 10 billion or the equivalent amount in other currencies (revolving)

The Chairman assigned Ms. Kanitta Teerabutwongkul, Senior Vice President, Head of Finance, to explain the matter to be considered. Ms. Kanitta explained that, in order to be an alternative source of funding which could reduce the Company's interest expense, to support the Company's business expansion, such as issuing derivative warrants (DW), lending margin loan for stock trading, etc., as well as to provide for future investment needs and working capital for the Company. Details of the issuance and offering of debentures (as shown in the invitation letter) are set out below:

Details of Debentures

Type : Specify or not specify the name of debenture holder/ subordinated or unsubordinated/ secured or unsecured debenture with or without Debenture Holder Representative, subject to market condition at each time of issuing and offering the debentures.

Offering Size: Up to THB 10,000,000,000 or equivalent amount in other currencies (revolving).

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Par value:	THB 1,000 per unit
Term:	Not exceeding 3 years from the issue date
Offering Type:	To offer in domestic and/or foreign market to the public and/or specific investors and/or high net worth investors and/or domestic institutional investors and/or foreign institutional investors. The debentures may be offered at once or divided into a series of allotments.
Interest:	Subject to prevailing market conditions at the time of issue and offer for sale
Early redemption:	The debenture holders have or do not have the right to request the Company for early redemption of the debentures and the Company has or does not have the right to redeem the debentures prior to maturity, as agreed and prescribed in the terms of debentures at each issuance.

And to empower the Board of Directors and/or the Management Committee to take the following actions:

a) to determine the details and other conditions in connection with the issuance and offering of debentures such as determination of interest rate, offering method, amount of debentures to be issued and offered on each occasion, type of debentures, security, offering price per unit, maturity, redemption period, early redemption, payment method of principal and interest, allocation method and details on the offering; and

b) to enter into negotiations, agreements and execution of agreements, documents, applications for permission and necessary evidence required in relation to the debentures, as well as to communicate and submit such applications for permission or waiver, documents and evidence to the relevant authorities or agencies concerning the issuance and offering of debentures and the listing of debentures on domestic or overseas secondary market.

c) To perform other duties in order for the above task to be fulfilled.

The Chairman asked if the shareholders had any question.

There was no question from the shareholders or proxies, thus the Chairman requested the shareholders to vote for this matter.

This agenda needed a resolution of no less than three-fourth (3/4) of the total number of shareholders present at the meeting.

Resolution: The Meeting considered and unanimously resolved to consider and approve the renewal of debenture program in the amount not exceeding THB 10 billion or the equivalent amount in other currencies (revolving) as proposed by the Board of Directors, by no less than three-fourth (3/4) of the total number of votes of the shareholders who attended the meeting and had the right to cast their votes as follows:

Voting	Number of Votes 1 share : 1 vote	Percent (%)
For	477,322,091	100.0000
Against	0	0.0000
Abstention	0	-
Invalid Ballot	0	-

Total 28 shareholders	477,322,091	100.0000
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Agenda 8 To consider and approve the issuance and offering of Structured Notes with the amount of not exceeding THB 4,200 million

The Chairman assigned Ms. Kanitta Teerabutwongkul, Senior Vice President, Head of Finance to explain the matter to be considered. Ms. Kanitta explained that, in order to be new source of capital due to structured notes can be customized to clients' needs, expanding product varieties to wealthy clients and keeping clients' assets within the company's management.

However, with respect to the details and other conditions in connection with the issuance and offering of structured notes such as determination of interest rate, offering method, amount of structured notes to be issued and offered on each occasion, term and type of structured notes, underlying assets, offering price per unit, maturity, redemption period, early redemption, payment method of principal and interest, allocation method and any details on the offering, etc., the meeting of shareholders is requested to authorize the Board of Directors and/or the Management Committee to determine them at the relative time.

Details of Structured Notes

Type	:	Structured notes, in type of named of certificate or bearer instrument, subordinated or unsubordinated, secured or unsecured and with or without the representative of structured notes.
Term	:	Not exceeding 3 years from the issue date of the structured notes
Total outstanding value of structured notes	:	Par value not exceeding THB 4,200 million at any time.
Underlying assets	:	Securities or index, which may be SET50 Index, SET100 Index, SET Index or securities listed on the SET, which may be individual securities, group of securities or index of other type of securities.

Underlying assets specified by the relevant regulations of the SEC, namely:

- (i) price or return on Thai securities, group of Thai securities, or index of group of Thai securities;
- (ii) price or return on group of foreign securities traded on organized exchanges, or index of such group of foreign securities, in case the offering of structured notes will be made to institutional or high net worth investors;
- (iii) cash inflow/cash outflow;
- (iv) underlying asset price or index of underlying assets;
- (v) gold price or gold price index;
- (vi) exchange rate of foreign currencies;

- a. interest rate
 - b. credit derivative where type and feature are as specified by the SEC
- (vii) credit ratings or credit events of debt instruments or bonds, or other type of debt instruments having similar characters, or credit ratings or credit events of repayment ability of the issuer of such debt instruments or debtors of the Company; or
- (viii) other underlying specified by the office of the SEC with consent of the SEC.
- Repayment of principal/ payment of return : In cash, delivery of underlying assets or securities which are not securities issued by the Company and/or delivery of other assets.
- Allocation method : Domestic and/or international offering to the public and/or institutional investors and/or high net worth investors and/or specific investors not exceeding 10 persons during any 4-month period. The structured notes may be offered in the same set or several sets at the same time or several times. The Company may issue additional structured notes with revolving basis with an amount equal to the structured notes which have been redeemed or repurchased by the Company.

And to empower the Board of Directors and/or the Management Committee to take the following actions:

- a) to offer on each occasion, term and type of structured notes, underlying assets, offering price per unit, maturity, redemption period, early redemption, payment method of principal and interest, allocation method and any details on the offering, etc.; and
- b) to enter into negotiations, agreements and execution of agreements, documents, applications for permission and necessary evidence required in relation to the structured notes, as well as to communicate and submit such applications for permission or waiver, documents and evidence to the relevant authorities or agencies concerning the issuance and offering of structured notes and the listing of the structured notes on domestic or overseas secondary stock exchange.
- c) To perform other duties in order for the above task to be fulfilled.

After that, the Chairman asked if any shareholder would like to ask or comment.

There was no question or comment from the shareholders and proxies.

This agenda needed a resolution of no less than three-fourth (3/4) of the total number of shareholders present at the meeting.

Resolution: The Meeting considered and unanimously resolved to consider and approve the issuance and offering of Structured Notes with the amount of not exceeding THB 4,200 million as proposed by the Board of Directors, by no less than three-fourth (3/4) of the total number of votes of the shareholders who attended the meeting and had the right to cast their votes as follows:

Number of Votes

Securities

Voting	1 share : 1 vote	Percent (%)
For	477,322,091	100.0000
Against	0	0.0000
Abstention	0	-
Invalid Ballot	0	-
Total 28 shareholders	477,322,091	100.0000

Agenda 9 Other Business (if any)

The Corporate Secretary informed the Meeting that Thai Investor Association (TIA) has proposed the Company to arrange the next Annual General Meeting of Shareholders in the Physical or Hybrid Meeting format. The Chairman acknowledged the suggestion by TIA and informed that the Company will consider the proposal.

The Chairman informed that no shareholders propose any topic for the meeting to consider.

Then, the Chairman gave an opportunity for the shareholders to ask any question but there was no further question.

The Chairman thanked the meeting and adjourned the meeting at 15.45 hrs.



(Dr. Areepong Bhoocha-oom)
Chairman

Recorded by:



(Ms. Panut Javalkul)
Corporate Secretary