

English Translation

Minute of the Annual General Meeting of Shareholder for the year 2025

S 11 Group Public Company Limited

Date, Time and Venue

The meeting was held on 3 April 2025 at 10.00 a.m. at the meeting room, 3<sup>rd</sup> floor, no.888 Soi.Chatuchot 10, Chatuchot Road, Ao-Ngoen Sub-district, Sai Mai District, Bangkok 10220

Mr.Samart Chiradamrong, Chairman, was the Chairman of the Meeting. Chairman appointed Mrs.Katika Kusawadee, Company Secretary, to be the Meeting Facilitator. Chairman welcomed the shareholders presenting at the meeting and then Company Secretary recorded that 126 shareholders were attending the meeting in person and 13 shareholders by proxy, representing 139 shareholders being counted to be 434,662,030 shares or 70.91 percent of total paid up shares (total paid up shares was 613,000,000 shares), thus constitution a quorum in accordance with the company's Articles of Association. The meeting be composed not less than 25 shareholders presenting in person or by proxy or not less than a half of all shareholders and counted shares be not less than 1/3 of the paid-up shares.

Company Secretary introduced the Board of Directors, Management and External Auditor of the Company who joined the meeting and informed the vote counting procedure as well as informed to the meeting that the Company would record the meeting by video.

Company Secretary introduced the Board of Directors, Management and External Auditor of the Company as follow:

**Directors who attended the meeting**

(The Company has 9 directors, 7 directors attended the meeting, being counted to be totaling 77.78% of the Board of directors)

- |                                |                                     |
|--------------------------------|-------------------------------------|
| 1. Mr. Samart Chiradamrong     | Chairman                            |
| 2. Mr. Chusak Salee            | Chairman of the Audit Committee     |
| 3. Mr. Surasak Khemthongkum    | Managing Director and Vice Chairman |
| 4. Mr. Thirawat Sarindu        | Audit Committee                     |
| 5. Mr. Sirawat Wanglee         | Director                            |
| 6. Mr. Tay Christopher Charles | Director                            |
| 7. Mr. Jeremy Liao             | Director                            |

**Directors who could not attended the meeting**

- |                              |                 |
|------------------------------|-----------------|
| 1. Mr. Thanisorn Dejthamrong | Audit Committee |
| 2. Mr. Thosaporn Lerdbhan    | Director        |

**External Auditor from EY Office Limited**

1. Ms. Saranya Pludsri
2. Ms. Sawarin Kamollert

**Other Attendants**

- |                               |                                                  |
|-------------------------------|--------------------------------------------------|
| 1. Ms. Watcharaporn Meruthong | Finance and Accounting Manager                   |
| 2. Mrs. Katika Kusawadee      | Company Secretary, as a secretary of the meeting |

**The meeting was commenced as follow:**

Company Secretary informed the vote counting procedure in each agenda as follow:

1. Shareholders who attending the meeting in person and by proxy, and have been authorized to vote in the meeting shall receive voting cards upon the registration, shall sign in every voting cards.

2. Each shareholder and proxy shall have one vote for each share of which he/she is the holder and any shareholders having gain and loss in any agenda shall have no right to vote in that agenda. For proxy, the company shall count and record their vote of agree against and abstain.

In case of shareholders attending the meeting after the meeting was commenced, shareholders have rights to register and attend the meeting but are allowed voting only on the rest of agendas.

And in case of shareholders leaving the meeting before the meeting was closed, shareholders shall make a prior voting by submitting the voting cards to the company's officers.

3. The meeting shall consecutively consider the issues according to the agenda in Invitation Letter to the meeting by proposing data in each agenda and opening the opportunities to shareholders for their interrogations before any resolutions according to that agenda. In case that shareholder or the proxy requires for making an inquiry or expressing an opinion, please raise your hands and inform your name and surname. In case that you are the proxy, please always inform the name of the shareholder who authorized you for meeting attendance every time. The company has given the opportunity for the shareholder to making inquiries or expressing opinions in related agendas. In case the shareholder requires for making an inquiry other than the aforementioned agendas, please inquire or express opinions in other agendas.
4. After details in each agenda have been informed, except Agenda 2 which was the agenda proposed for acknowledgement by the meeting without voting, shareholder may cast the vote in their voting cards which shall be collected by the company's officers for each agenda. The company's officers shall collect the voting cards of shareholders who against and then following with the voting cards of the shareholders who abstain. Against and abstain votes will be

subtracted from the total number of votes cast by the shareholders presented at the meeting by barcode system and the rest shall be the affirmative votes in favor of such agenda. And after the meeting was closed, the company's officers shall collect the rest of agree voting cards from shareholders.

For considering Agenda 5 the appointment of directors replacing those retired by rotation, the company determines the vote casting for each director and shall prior collect the vote casting of against and abstain which will be subtracted from the total number of vote casting by the shareholders presented at the meeting by barcode system and the rest shall be the affirmative votes in favor of such agenda in order to state the vote result of each directors to the meeting.

5. For counting votes in each agenda, the majority votes of the shareholders who present and vote at the meeting shall be relied on, except Agenda 6 the determination of directors' remuneration must be approved by voting of not less than 2/3 of total votes cast by the shareholders who present at the meeting. Meanwhile, Agenda 8 the issuing and offering debt instruments which are securities with a total value of not exceeding Baht 2,000 million must be approved by voting of not less than 3/4 of total votes cast by the shareholders who present and eligible to vote at the meeting. For counting votes of each agenda, against and abstain votes will be subtracted from the total number of votes cast by the shareholders presented at the meeting by barcode system and the rest shall be the affirmative votes in favor of such agenda. Anyhow, In case that nobody expresses any opposing opinions or other opinions, it shall be considered that the meeting agrees or unanimously approves.
6. Company Secretary shall declare the result of each vote counting after the vote casting of each agenda was finished by announcing the number of vote results of agree, against, abstain, void and the percentage compared to the total number of votes cast by the shareholders who present and eligible to vote at the meeting.

Company Secretary assigned the Company's officer to be the vote counter. Moreover, to conduct the vote counting with transparency, Company Secretary asked for a volunteer to be the witness of the vote counting. As a result, there are no volunteers. Company Secretary, therefore, assigned Ms. Sawarin Kamollert, the external auditor from EY Office Limited, to be the witness of the vote counting instead.

Moreover, to hold the 2025 Annual General Meeting of Shareholder, the company has performed according to the good corporate governance principle. During 1 October 2024 to 31 December 2024, the Company has given an opportunity for shareholders to submit the agendas, nominees to be elected as directors and inquires questions in advance. As a result, there is no any shareholder submitting the agendas, nominees to be elected as directors and questions inquire in advance.

After that, Company Secretary requested the meeting to consider the agenda as follows:

**Agenda 1     Certify the minutes of the 2024 Annual General Meeting of Shareholders**

Company Secretary presented the minutes of the 2024 Annual General Meeting of Shareholders held on 4 April 2024 which was accurately recorded and submitted to the Stock Exchange of Thailand and the Ministry of Commerce in the given period. The minute was attached to the notice sent to all shareholders (QR Code).

Company Secretary asked the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Company Secretary then proposed the meeting to certify the minutes of the 2024 Annual General Meeting of Shareholders.

Resolution: The meeting unanimously agreed to resolve the certification of minutes of the 2024 Annual General Meeting of Shareholders as follow;

Resolution	Number of Votes	Percentage of shareholders who presented and voted
1. Agree	434,662,030	100.00
2. Against	0	-
3. Abstain	0	-
4. Voided	0	-
Total Number of Vote Casting	434,662,030	100.00

Remark:     1. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.  
                  2. During the consideration of this agenda item, there was no additional shareholder.

**Agenda 2     Acknowledge the Company's operating performance for the year 2024**

Company Secretary informed the meeting that the Company's operating performance for the year 2024 was provided in the 56-1 One Report that disclosed on the Company's website [www.sgroun.co.th](http://www.sgroun.co.th) since 3 March 2025 and attached to the notice sent to all shareholders (QR Code) and then Mr. Surasak Khemthongkum, Managing Director and Vice Chairman, reported the company's operating results for the year 2024.

Managing Director and Vice Chairman has stated the performance and significant changing for the year 2024 as follow;

The operating results of the company for the year 2024 ended 31 December 2024, the net profit of the Company was Baht 116.36 million, increased 140.04 percent from Baht 48.48 million compared to the same period of the previous year. Total revenue for the year 2024 was

decreased 16.24 percent from Baht 1,495.12 million to Baht 1,252.29 million compared to the same period of the previous year resulting from the continuous effect of the controlling the hire purchase interest rate according to the notification of the Office of the Consumer Protection Board (OFPB) Re: Prescribing Hire Purchase for Vehicle and Motorcycle Business as Contract-Controlled Business B.E.2565 which was effective on 10 January 2023.

Total expense for the year 2024 was Baht 936.85 million, decreased 26.42 percent from Baht 1,273.29 million compared to the same period of the previous year which including

(1) Sale and administrative expense was Baht 278.93 million, decreased 9.75 percent from Baht 309.08 million compared to the same period of the previous year.

(2) Expected credit losses was Baht 540.95 million, decreased 33.15 percent from Baht 809.20 million compared to the same period of the previous year due to the strictly control of debtor quality. However, the Company has increased the strictness of the loan approval.

(3) Loss on impairment and disposal of assets foreclosed was Baht 116.97 million, decreased 24.54 percent from Baht 155.01 million compared to the same period of the previous year and

(4) Financial cost was Baht 170.34 million, increased 5.49 percent from Baht 161.48 million compared to the same period of the previous year.

Total assets were decreased 9.62 percent from Baht 7,171.28 million to Baht 6,481.62 million compared to the same period of the previous year. Most of the Company's assets is hire purchase receivables, which total net hire purchase receivables was decreased 8.05 percent from Baht 6,568.51 million to Baht 6,039.57 million compared to the same period of the previous year. Total liabilities was Baht 3,101.81 million, decreased 20.69 percent from Baht 3,910.86 million compared to the same period of the previous year.

Moreover, the Company has a guideline in announcing its intentions to public about anti-corruption policy by set a whistle blowing policy through suggestion box, mail and e-mail for persons who witness or be aware of or suspect that the board of directors or management or employees has broken the laws, procedure, rules or code of conduct of the company. Such persons will be able to complain through the way set by the company. The whistle blowing policy has shown in the Corporate Governance Manual and on the company's website.

However, in 2024 the Company has no whistle blowing with respect to the wrongdoings and frauds of directors, executives and employees through the Company's specified channels.

Company Secretary allowed the meeting to inquire questions and give the company supplementary suggestions.

Ms.Suwannee Assanurags asked that

- (1) Are the expenses of the Company numeral adjustment to increase the net profit?
- (2) Did the decreasing credit loss resulting from the decreasing of hire purchase receivables?
- (3) Is the Company adjusting the fair value?

Mr.Surasak Khemthongkum, Managing Director and Vice Chairman reported that

(1) The number disclosed in the financial statement is an actual expense including sale and administrative expenses, expected credit losses and loss on impairment and disposal of assets foreclosed etc. The Company's financial statement prepared in accordance with Financial Reporting Standard specified in Accounting Professional Act B.E.2547 by demonstrated list in financial statement according to the requirement in notification of Department of Business Development Re: Accounting Act B.E.2543.

(2) No.

(3) The Company has no fair value adjustment but there is a repossessed auction which the number of losses depend on the market condition. The better 2<sup>nd</sup> hand motorcycle market condition will cause the loss on repossess of the Company decreased.

After that, there is no shareholders inquire additional questions.

**Agenda 3     Consider and approve the consolidated financial statement of the Company and its subsidiary for the year 2024 ended 31 December 2024 which has been audited by external auditor**

Company Secretary invited Managing Director and Vice Chairman to inform the detail to the meeting. Managing Director and Vice Chairman reported that according to section 112 of the Public Limited Companies Act B.E.2535 as amended, the company shall prepare the consolidated financial statement of the Company and its subsidiary for the year 2024 ended 31 December 2024 which has been audited by the external auditor and reviewed by Audit Committee and agreed by the Board. The detail was provided in the 56-1 One Report that disclosed on the Company's website [www.sgroup.co.th](http://www.sgroup.co.th) since 3 March 2025 and attached to the notice sent to all shareholders (QR Code).

Company Secretary then proposed the meeting to consider and approve the consolidated financial statement of the Company and its subsidiary for the year 2024 ended 31 December 2024 which has been audited by the external auditor and reviewed by Audit Committee and agreed by the Board.

After that, Company Secretary asked the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company

the suggestion. Company Secretary then proposed the meeting to consider and approve the consolidated financial statement of the Company and its subsidiary for the year 2024 ended 31 December 2024.

Resolution: The meeting agreed to approve the consolidated financial statement of the Company and its subsidiary for the year 2024 ended 31 December 2024 which has been audited by the external auditor as follows;

Resolution	Number of Votes	Percentage of shareholders who presented and voted
1. Agree	434,653,761	100.00
2. Against	0	-
3. Abstain	8,269	0.00
4. Voided	0	-
Total Number of Vote Casting	434,662,030	100.00

Remark: 1. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.

2. During the consideration of this agenda item, there was no additional shareholder.

**Agenda 4** Consider and approve the profit allocation as legal reserve and dividend payment for the operating results of the year 2024 ended 31 December 2024

Company Secretary invited Managing Director and Vice Chairman to state that under section 115 of the Public Limited Companies Act B.E.2535 as amended, the company must pay dividends from its profit only and section 116 provides that the company must set aside at least 5 percent of its net annual profit as statutory reserve until the reserve reaches 10 percent of the company's registered capital. However, the legal reserve of the Company has been fully according to related law since 2017 provided the outstanding balance of legal reserve amount of Baht 61,300,000 or 10 percent of paid-up capital, thus the Company no needed to have any additional legal reserve.

In addition, The Company's policy is to pay dividends at a minimum rate of 40 percent of its net profit after income tax and legal reserve. However, the company may determine the dividend payout at a lower rate than the above rate, depending on the company's business profit, financial statement, capital liquidity, necessity of the optimization of working capital to operate or expand business, and other factors concerning the management of the company relying on the decision of the board of directors and/or the shareholders.

According to the company's operating results from the separate financial statement of the year 2024 ended 31 December 2024, the company had an income from the separate financial statement of Baht 1,252,286,203 and net profit before comprehensive income from the separate financial statement of Baht 116,364,111. The Board then proposed the meeting to consider and approve the cash dividend payment for the operating results from the separate financial statement of the year 2024 ended 31 December 2024 with payout rate of Baht 0.10 per share and the total dividend payout amount of Baht 61,300,000.

The record date for determining the shareholders who are entitled to the dividend payment is 16 April 2025 and the due date for payment is 30 April 2025.

Anyhow, the rate of dividend payment from the company's overall operation from the separate financial statement for the year 2024 ended 31 December 2024 will be equal to the rate of Baht 0.10 per share (authorized capital of 613,000,000 shares at par value of Baht 1.0 per share) estimated to be dividend payment rate compared with net profit after corporate tax for 52.68 percent which was followed the aforementioned Company's dividend policy.

Company Secretary allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Company Secretary then proposed the meeting to consider and approve no profit allocation as legal reserve and dividend payment for the operating results of the year 2024 ended 31 December 2024 as proposed.

Resolution: The meeting unanimously agreed to approve no profit allocation as legal reserve for the year 2024 as the Company has been fully legal reserved according to the related law since 2017 provided the outstanding balance of legal reserve amount of Baht 61,300,000 or 10 percent of paid-up capital. The record date for determining the shareholders who are entitled to the dividend payment is 16 April 2025. The dividend payout rate is Baht 0.10 per share and the due date for payment is 30 April 2025 as follows;

Resolution	Number of Votes	Percentage of shareholders who presented and voted
1. Agree	434,662,030	100.00
2. Against	0	-
3. Abstain	0	-
4. Voided	0	-
Total Number of Vote Casting	434,662,030	100.00



- Remark:
1. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
  2. During the consideration of this agenda item, there was no additional shareholder.

**Agenda 5     Consider and approve the re-election of directors who retired by rotation for the year 2025**

Company Secretary stated to the meeting that under Article 17 of the company's Articles of Association, at least 1/3 of the directors must vacate their office by rotation at each annual general meeting of shareholders, and if the number of directors is not a multiple of 3, the nearest number of 1/3 must retire by rotation. There must be a drawing by lots to determine the directors retiring on 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. Therefore, the retiring directors in 2025 Annual General Meeting of Shareholders were;

- |                             |                                          |
|-----------------------------|------------------------------------------|
| 1. Mr.Surasak Khemthongkum  | Managing Director and Vice Chairman      |
| 2. Mr.Jeremy Liao           | Director                                 |
| 3. Mr.Thanisorn Dejthamrong | Audit Committee and Independent Director |

Profiles of 3 mentioned directors were attached to the notice sent to all shareholders.

Moreover, the selection of persons to serve on the Board of Directors of the company is not made through the procedures of the Nominating Committee because the company does not have a Nominating Committee. The selection process is at the discretion of the Board meeting, which will select suitable candidates whose qualifications meet the requirements provided under the Public Limited Companies Act B.E.2535 and the notifications of the Securities and Exchange Commission and the Stock Exchange of Thailand. The company has given the opportunity for the shareholder to nominate the candidate whom is regarded as qualified without prohibited characteristic to be considered for election as the director based on the criteria revealed in the company's website. However, nobody has nominated the list to the company.

The Board, excluding these 3 directors who retired by rotation, considered and agreed to re-elect these 3 directors for another term of office and then proposed the meeting to consider and approve the above-mentioned directors to re-election for another term of office.

Company Secretary allowed the meeting to inquire questions and propose appropriated person to be elected as the company's directors. As a result, there is no shareholders inquire additional questions and propose any person to be elected as directors of the company. Company

Secretary then proposed the meeting to consider and approve the re-election director individually.

Resolution: The meeting agreed to approve the re-election of directors who retired by rotation for the year 2025 individually as follow;

1. Mr. Surasak Khemthongkum as Managing Director and Vice Chairman

Resolution	Number of Votes	Percentage of shareholders who presented and voted
1. Agree	432,410,918	99.48
2. Against	8,374	0.00
3. Abstain	2,242,738	0.52
4. Voided	0	-
Total Number of Vote Casting	434,662,030	100.00

2. Mr. Jeremy Liao as Director

Resolution	Number of Votes	Percentage of shareholders who presented and voted
1. Agree	434,654,224	100.00
2. Against	0	-
3. Abstain	7,806	0.00
4. Voided	0	-
Total Number of Vote Casting	434,662,030	100.00

3. Mr. Thanisorn Dejthamrong as Audit Committee and Independent Director

Resolution	Number of Votes	Percentage of shareholders who presented and voted
1. Agree	434,652,425	100.00
2. Against	0	-
3. Abstain	9,605	0.00
4. Voided	0	-
Total Number of Vote Casting	434,662,030	100.00

Remark:

1. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.
2. During the consideration of this agenda item, there was no additional shareholder.

**Agenda 6     Consider and approve the remunerations of the Board of Directors for the year 2025**

Company Secretary stated to the meeting that the company does not have the Remuneration Committee to consider and determine directors' remuneration. However, the Board meeting has determined director's remuneration on the basis of the company's operating results in the previous year, the directors' performance and their scope of responsibilities by comparing how the other operators in the same industry or other similar industries remunerate their directors. The Board proposes meeting to consider and approve the following directors' remuneration in total amount of not over Baht 2,500,000 for the year 2025 onwards until shareholders approve further changes, whereby the Board of Directors considered and authorized the remuneration under the conditions as follow;

1. Executive Director will not receive the remuneration of the Board of Directors but will receive the remuneration of employees instead.
2. Non-executive Director will receive the remuneration of the Board of Directors monthly by authorized the Board of Directors to determine the detail of the remuneration. However, such remuneration will not exceeding Baht 2,500,000 per year.
3. No bonus for directors of the Company for the year 2025.
4. The remuneration is paid only to Non-executive Directors of the Company.
5. Other remuneration: None

Company Secretary allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Company Secretary then proposed the meeting to consider and approve the remuneration of the Board of Directors for the year 2025 as proposed.

Resolution: The meeting unanimously agreed to approve the remunerations of the Board of Director for the year 2025 as follow;

Resolution	Number of Votes	Percentage of shareholders who presented and voted
1. Agree	434,662,030	100.00
2. Against	0	-
3. Abstain	0	-
4. Voided	0	-
Total Number of Vote Casting	434,662,030	100.00

Remark:     1. The resolution for this agenda item requires an affirmative vote of not less than 2 in 3 of the total number of votes of the shareholders attending the meeting.

2. During the consideration of this agenda item, there was no additional shareholder.

**Agenda 7     Consider and approve the appointment of external auditor and determine their remuneration for the year 2025**

Company Secretary invited Managing Director and Vice Chairman to state the detail to the meeting that according to section 120 of the Public Limited Companies Act B.E.2535 requires that the Annual General Meeting of Shareholders appoint the external auditor and determine their remuneration.

In addition, as prescribed by the Notification of the Securities and Exchange Commission No. GorJor 39/2548 Re: Rules, conditions and procedures for disclosure of information on the issuer's financial condition and operating results (issue no.20), the company must ensure the rotation of the external auditors if any of the external auditors have performed their duties for 5 consecutive financial years. However, the rotation does not mean that the company is required to engage a new auditing firm. The company may appoint any external auditors in the existing auditing firm to replace the old ones.

The Board of Directors and the Audit Committee selected and proposed the meeting to approve the appointment of

1. Ms. Wanwilai Phetsang, CPA no.5315 and/or
2. Ms. Bongkoch Kreangphanamorn, CPA no.6777 and/or
3. Ms. Chutiwan Chansawangphuwana, CPA no.8265

of EY Office Limited (same auditing firm with subsidiary company) to be the auditors of the company for the financial year 2025 with their remuneration of up to Baht 3,151,800 per annum excluded other out-of-pocket expenses such as travelling as the aforementioned external auditors has an independency, knowledge in the accounting standard, working performance, and appropriate proposed fee.

The above nominated auditors do not have any relationship or interest with or in the company or any of its subsidiaries, executives, major shareholders or their affiliates.

Company Secretary allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Company Secretary then proposed the meeting to consider and approve the appointment of external auditors and determine their remuneration for the year 2025 as details proposed.

Resolution: The meeting agreed to approve the appointment of external auditors as proposed with their remuneration of up to Baht 3,151,800 per annum excluded other out-of-pocket expenses as follow;

Resolution	Number of Votes	Percentage of shareholders who presented and voted
1. Agree	434,657,000	100.00
2. Against	0	-
3. Abstain	5,030	0.00
4. Voided	0	-
Total Number of Vote Casting	434,662,030	100.00

Remark: 1. The resolution for this agenda item requires a simple majority vote of the shareholders attending the meeting and casting their votes.

2. During the consideration of this agenda item, there was no additional shareholder.

**Agenda 8** Consider and approve the issuing and offering debt instruments which are securities with a total value of not exceeding Baht 2,000 million

Company Secretary requested Managing Director and Vice Chairman to inform the meeting that to decrease the cost of fund and increase the sources of fund as well as to support the issuing and offering debt instrument which are securities to be promptly with the fluctuating interest situation.

Managing Director and Vice Chairman then proposed the meeting to consider and approve the issuing and offering debt instruments which are securities according to the Securities and Exchange Act B.E.2535 with the total value of not exceeding Baht 2,000 million. The detail was attached to the notice sent to all shareholders.

Company Secretary allowed the meeting to inquire questions and give the company supplementary suggestions. As a result, shareholders had no inquiry and did not give company the suggestion. Company Secretary then proposed the meeting to consider and approve the issuing and offering debt instruments which are securities with a total value of not exceeding Baht 2,000 million which was attached to the notice sent to all shareholders.

Resolution: The meeting agreed to approve the issuing and offering debt instruments which are securities with a total value of not exceeding Baht 2,000 million as follows;

Resolution	Number of Votes	Percentage of shareholders who presented and voted
1. Agree	434,649,425	100.00
2. Against	0	-
3. Abstain	12,605	0.00
4. Voided	0	-
Total Number of Vote Casting	434,662,030	100.00

Remark: 1. The resolution for this agenda item requires an affirmative vote of not less than 3 in 4 of the total number of vote of the shareholders attending the meeting and eligible to casting their votes.

2. During the consideration of this agenda item, there was no additional shareholder.

**Agenda 9    To consider any other business (if any)**

Company Secretary informed the meeting that if shareholders require proposing other agenda, counted shares from those shareholders shall not be less than 1/3 of the issued shares or representing 204.33 million shares.

There are no shareholders proposing other agenda.

Company Secretary then allowed the meeting to inquire questions and give the company supplementary suggestions.

Mr. Patchara Martsakulphan asked that

- (1) How does the Company set the growth and existing strategies?
- (2) Did the Company invest in stock or mutual funds?
- (3) How is the NPL trend this year?
- (4) Has the Company got a Debt Collection Department?

Mr.Surasak Khemthongkum, Managing Director and Vice Chairman reported that

- (1) The motorcycle manufacturers expect that in 2025 the motorcycle market's growth rate will be equal or less than last year which caused no severe competition. The Company's strategy is to select the best customer's quality by mainly focusing on motorcycle hire purchase business. But at the same time, the Company has study the opportunity and possibility to conduct other potential business.

(2) The Company did not invest in stock or mutual funds because the debt instruments market has had no demand from investors from the past until now.

(3) The Company is still controlling its customers' quality, the expected NPL for this year should be better or the same.

(4) The Company has got the Debt Collection Department which performed itself in every step from the debt collection to legal litigation process.

Mr.Niti Chotjitiseth asked that

(1) How many percent of Loan to Value (LTV) decreasing in the motorcycle hire purchase industry and how many percent of down payment for the Company customers?

(2) How many percentages of stage 1-3 receivable overdue?

(3) Did the revenue of the personal loan both with registration book as collateral and without registration book as collateral increase?

(4) How many dealer of the Company throughout the country?

(5) Is the Company able to pay dividend twice a year like before?

Mr.Surasak Khemthongkum, Managing Director and Vice Chairman reported that

(1) The Loan to Value (LTV) ratio decreased 25-40% whereas the down payment depends on the customer's quality.

(2) The details of the receivable overdue is described in the Notes of financial statement.

(3) The Company did not conduct personal loans without registration book as collateral, the Company only conducts personal loan with registration book as collateral by providing loan services to the existing customers who almost finish the repayment.

(4) The detail of dealership is presented in the Company's 56-1 One Report.

(5) The dividend payment depends on the Company's performance.

Ms.Suwannee Assanurags asked that how dose the management set its annually performance target and how does the management participate in the Company performance.

Mr.Surasak Khemthongkum, Managing Director and Vice Chairman reported that The Company's operating target is to select good quality of customer in order to create good performance of the Company.

After that, there is no shareholders inquire additional questions. Chairman then declared the meeting adjourned.

The meeting was closed at 11.00 a.m.

**Mr. Samart Chiradamrong**

Chairman

Minutes certification has been verified

**Mrs. Katika Kusawadee**

Company Secretary