



Invitation for The Annual General Shareholder's Meeting for the year 2022

Monday 25 April 2022 at 14.00 o'clock

Live from Hotel Golden Tulip Sovereign Bangkok,
Rama IX Road, Huay Khwang District, Bangkok 10310

Via electronic means (E-AGM) only
The Company will not provide physical meeting



Date 23 March 2022

Subject **Invitation for the Annual General Shareholders' Meeting
for the Year 2022**

To the Attention of Shareholders of Eastern Commercial Leasing PLC

The Board of Directors Meeting No. 1/2565 of Eastern Commercial Leasing PLC (“**The Company**”) held on 24 February 2022 has unanimously resolved to convene the Annual General Shareholders' Meeting for the year 2022 via electronic media conference (E-AGM) in accordance with the provision prescribed by the Royal Decree on Electronic Media Conference BE2563, **to be held on 25 April 2022 at 14:00 o'clock**. The live broadcast shall be presented from the Monthathip Room, Hotel Golden Tulip Sovereign Bangkok, Rama IX Road, Huay Kwang District, Bangkok to consider various agenda summarized as follows:

Agenda 1 To consider ratification of the Minute of the Annual General Shareholders' Meeting for the year 2021 held on 28 April 2021

Objective and Reasoning: For shareholder ratification of the Minute of the Annual General Shareholders' Meeting for the year 2021 held on 28 April 2021 which the company prepared and submitted to the Securities Exchange of Thailand (“**SET**”) and the Ministry of Commerce within the time schedule, and publicized in the company website, with copies of the Minute presented per the Attachment 1.

Board's Opinion The Board has reviewed and believes the Minute has been recorded accurately the Annual General Shareholders' Meeting for the year 2021 held on 28 April 2021, and considered appropriate to submit the Minute to the Annual General Shareholders' Meeting for ratification.

Required Votes Majority of the attending and eligible shareholders

Agenda 2 To consider ratification of the company's results of operations for the period ended on 31 December 2021

Objective and Reasoning: For shareholder consideration and ratification of the results of operations for fiscal year 2021 as per Attachment 2, with information accessible through QR Code presented under section One Report 2021 (Form 56-1, One Report), title heading 'Management Analysis and Explanation' already forwarded to shareholders along with this invitation document.

Board's Opinion The Board considered appropriate to submit the operating results for the year 2021 to the Annual General Shareholders' Meeting for ratification.

Required Votes Majority of the attending and eligible shareholders

Agenda 3 To consider approval of the statement of financial position and statement of income for fiscal year ended on 31 December 2021

Objective and Reasoning: To comply with the Public Companies Act BE 2535, and Article of Association, Article 56 as appeared per Attachment 5, the Board arranged for the preparation of statement of financial position, and statement of comprehensive income for the fiscal date submitted for consideration and approval at the Annual General Shareholders' Meeting with details presented in the Attachment 2, with information accessible via QR Code section – One Report 2021, title heading 'financial statements'

Board's Opinion The Board considered appropriate to submit to the Annual General Shareholders' Meeting for consideration and approval the statement of financial position, and statement of comprehensive income for the year ended on 31 December 2021 with details presented in the One Report as audited by certified public accountant and reviewed by the Audit Committee.

Required Votes Majority of the attending and eligible shareholders

Agenda 4 To consider approving appropriation for legal reserve, and dividend declared for the year 2021

4.1 To consider approving appropriation of legal reserve for the year 2021

Objective and Reasoning: To comply with the Public Companies Act Article 116 requiring companies to appropriate a portion of their net profit for the year as reserve no less than 5% of net profit for the year deducted by retained loss carried forward (if any) until reserve reaches no less than 10% of registered capital

Board's Opinion Operating results for the year 2021, separate financial statements generated net profit amounting to Baht 183,798,838.53 (corporate income tax rate 20%). The Board felt appropriate to submit for approval consideration at the Annual General Shareholders' Meeting for appropriation of legal reserve at the rate of 5% of net profit amounting to Baht 9,189,941.93

4.2 To consider dividend declared out of net profit for the year 2021

Objective and Reasoning: The Company maintains the dividend policy at approximately 50% of net profit after corporate income tax and legal reserve depending on necessity and future appropriateness. Since dividend declared requires approval by shareholders, the Board resolved to submit for approval consideration at the shareholders' meeting providing prior year dividend payment information summarized below:

Detailed summary of dividend payments in prior years

Accounting year	Year 2019 (Baht)	Year 2020 (Baht)	Year 2021 (Year proposed)
Net Profit (after tax) Baht	110,321,781.98	51,305,371.80	183,798,838.53
Appropriation for legal reserve, Baht	5,516,089.10	2,565,268.59	9,189,941.93
Net profit after tax and reserve	104,805,692.88	48,740,103.21	174,608,896.60
Number of shares	1,108,857,244	1,108,859,002	1,108,859,002
Dividend from operating results	Suspended	-	Jan – Dec 2021
Dividend from retained earnings	Suspended	From net profit for the year 2014 (Baht 0.015) year 2515 (Baht 0.020) year 2516 (Baht 0.020) year 2017 (Baht 0.045)	
Rate of dividend per share, Baht	-	Total Baht 0.10/ share	Total Baht 0.08/ share
Total dividend paid, Baht	-	110,885,900.20	88,708,720.16
Payment date	-	14 May 2021	13 May 2022
Dividend payout ratio based on net profit after tax, and reserve, percent	-	From net profit for the Year 2014, 96.90% Year 2015, 95.42% Year 2016, 88.97% Year 2017, 80.01%	From net profit for the Year 2021 50.80% of net profit after corporate income tax and legal reserve

Board's Opinion

Company's operating results for the year 2021, based on separate financial statements reported net profit amounting to Baht 183,798,838.53. The company therefore appropriated for legal reserves at the rate of 5% of net profit for the year amounting to Baht 9,189,941.93, leaving net profit balance of Baht 174,608,896.60 available for dividend declared, and unappropriated retained earnings increased to Baht 309,206,391.94.

The Board felt appropriate to submit for approval consideration at the shareholders' meeting for dividend declared out of net profit for the year 2021 to shareholders holding 1,108,859,002 shares at the rate of Baht 0.08 per share totaling Baht 88,708,720.16 accounting for 50.80% of net profit after corporate income tax and appropriation of legal reserve, in accordance with company's dividend payout policy established at the rate of approximately 50% of net profit after tax and legal reserve for the year.

Nonetheless, dividend declared and eligibility remains uncertain and subject to approval at shareholders' meeting. If shareholders pass resolution approving the proposed

dividend declared, the record date for eligibility to receive dividend declared shall be the same date as that of eligibility for attendance at the shareholders' meeting on 15 March 2022, with dividend payment scheduled on 13 May 2022. The dividend declared agenda is therefore included for shareholders approval consideration.

Required Votes Majority of the attending and eligible shareholders

Agenda 5 To consider the appointment of directors replacing directors retired through rotation

Objective and Reasoning: In accordance with the Public Companies Act BE2535, and Articles of Association, Article 18, at the Annual General Shareholders' Meeting, a third of the directors shall be retired annually on the basis that the longest servicing directors shall be retired first. Retiring directors are eligible to be reinstated as directors. At this year's meeting three directors are scheduled to be retired consisting of:

No.	Name of Director	Position	Years of Service	Board Attendance for the year 2021
1	Mr. Preecha Veerapong	Director, Chairman of the Board	18 Y 3 MO	5/5
2	Mrs. Duangrat Jaengmongkol	Director, Member of the Executive Committee, and Company Secretary	18 Y 3 MO	5/5
3	Mr. Sorapas Suttienkul	Director, Member of the Audit Committee, and Chairperson of the Nomination and Remuneration Committee	6 Y 10 MO	5/5

All three directors are eligible to be reinstated.

However, since Mr. Preecha Veerapong declined to be reinstated for age, and health reason coupled with the company's policy to provide opportunity for shareholders to participate in the meeting through submission of agenda and name list of qualified director candidate for appointment consideration on the basis disclosed in company's website, during the period 1 October 2021 to 30 December 2021. There has been no shareholder submission of director candidate or other agenda to the company.

The Nomination and Remuneration Committee has considered selection of appropriate qualified directors candidate as new director appointment as Chairperson replacing Mr. Preecha Veerapong. The Nomination and Remuneration Committee is of the opinion that Mr. Phiphat Phornsuan, former director from the year 2003, and resigned in the year 2018, is a knowledgeable, competent, and

with company's business experienced individual, without prohibitive characteristics in accordance with the public company act, having appropriate qualification consistent with definition and charter of company directors. The appointment of Mr. Phiphat as non-independent and non-executive director shall act as counter balance and oversight on the Executive Committee which shall be beneficial to the operations of the company. In this regard, the Nomination and Remuneration Committee has carefully considered and felt appropriate to submit for approval consideration with the Board of Directors, and for further submission at the shareholders' meeting for appointment consideration and approval for Mr. Phiphat Phornsuwan as new director replacing Mr. Preecha Veerapong, who has resigned, and reappointment of Mrs. Duangrat Jaengmongkol, and Mr. Sorapas Suttienkul as directors, the latter two were scheduled for rotational retirement, for another term.

Board's Opinion:

The Board of Directors have carefully considered various qualifications including performance in the position of directors over the past years, and have concluded that the three directors have had qualification, competency, knowledge, and experiences beneficial to the company's business engagement, and have dedicated themselves in the performance of their duties as directors with due care for the best interest of the company, and shareholders as a whole throughout, all three having no prohibited characteristics for appointment in accordance with the Public Company Act, having met required qualification per definition, and charter of director, and independent director in particular director ranked number 3 is an independent director who is capable of providing opinion freely and in accordant with relevant principles. It is therefore appropriate to propose appointment of the three directors namely:

- | | |
|--------------------------------|---|
| (1) Mr. Phiphat Phornsuwan | Director replacing Mr. Preecha Veerapong, and
Chairperson of the Board |
| (2) Mrs. Duangrat Jaengmongkol | Director, Member of the Executive Committee,
and Company Secretary |
| (3) Mr. Sorapas Suttienkul | Director, Member of the Audit Committee, and
Chairperson of the Nomination and Remuneration
Committee |

The latter two directors to be reinstated as directors for another term, and to retain all positions as they were as proposed by the Nomination and Remuneration

Committee.

The company has provided summary background and information of the three directors enclosed with this letter as supporting documents for approval consideration per Attachment 3, and qualification of an independent directors presented per Attachment 4

Required Votes Individual voting with majority of the attending and eligible shareholders

Agenda 6 To consider the appointment of auditor and establishment of audit fees for FY2022

Objective and Reasoning: To comply with Articles of Association, Article 59, the Annual General Shareholders' Meeting appoints the auditor and establishes the amount of audit fees annually.

For the year 2022, the Audit Committee has considered and proposed to the Board of Directors for submission at the Annual General Shareholders' Meeting the consideration for appointment of DIA International Audit Co., Ltd, as the Company's auditor for the year 2022. DIA International Audit Co., Ltd. has proposed list of auditors and audit fees below:

1. Miss Somjintana Polhiranrat, CPA number 5599, and / or
2. Mr. Viroj Sajjathamnukul, CPA number 5128, and / or
3. Mr. Jumpot Prairatanakorn, CPA number 7645, and / or
4. Mr. Noppalerk Pitsanuwong, CPA number 7764

Proposed audit fee shall be Baht 1,855,000, increasing Baht 75,000 from previous year as a result of increasing work corresponding with the change in accounting standards.

The Audit Committee has considered the proposal as follows:

1. DIA International Audit Co., Ltd. has auditors with knowledge and skills capable of performing audit works efficiently and provides quality service for the company including providing advice, clarification on new accounting standards.
2. DIA International Audit Co., Ltd. has been performing its duties for the company well over the years allocating sufficient and appropriate time required for audit works, delivered financial report per schedule.
3. Auditors of the company, and its joint venture shall be from the same audit firm, in which the Board shall supervise to ensure a timely completion of financial reports preparation.
4. DIA International Audit Co., Ltd. and individual auditors listed above have no relationship, no vested interest in the company, with the Management, or major shareholders whatsoever. Past auditor appointment and audit fees are summarized below:

Fiscal Year Audited	Year 2020	Year 2021	Year 2022 (Year Proposed)
Name of audit firm	DIA	DIA	DIA
Individual auditors	Miss Somjintana or Mr. Nopalerk or Miss Supaporn	Miss Somjintana or Mr. Viroj or Mr. Jumpot, or Mr. Nopalerk or Miss Supaporn	Miss Somjintana or Mr. Viroj or Mr. Jumpot, or Mr. Nopalerk
Years auditing the company	Fourth Year	Fifth Year	Shall be sixth Year
Reason for auditor change	-	-	-
Audit Fee	1,611,000	1,780,000	1,855,000
Allowance, travel expense for upcountry branch audit	None	None	May be
Other services (Non audit fee)	None	None	None

Board's Opinion

The Board resolved to propose to the Annual General Shareholders' Meeting for approval consideration as reviewed by the Audit Committee for the appointment of DIA International Audit Co., Ltd. as Company's auditor, with individual auditors being 1. Miss Somjintana Polhirunrat, CPA Registration # 5599, or 2. Mr. Viroj Sajathamnukul, CPA Registration # 5128, or 3. Mr. Jumpot Prairatanakorn, Registration # 7645, or 4. Mr. Nopalerk Pitsanu Wong, CPA Registration # 7764 as company's auditor for the year 2022. If appointed, Khun Somjintana Polhirunrat shall be in her 6th year auditing the company. Individual auditors with name listed 2-4 have not been company's signing auditors. Audit fees for the year 2022 has been established at Baht 1,855,000, an increase of Baht 75,000 over prior year.

Required Votes

Majority of the attending and eligible shareholders

Agenda 7

To consider approving compensation amount for directors, members of the Audit Committee and the Nomination and Remuneration Committee for the year 2022

Objective and Reasoning: As per Article 34 of the Articles of Association, the shareholders' meeting determines pension fund and compensation for directors. Directors are entitled to compensation from the company in the forms of reward, meeting fees, retirement payment, bonus, or other forms of benefits per Articles of Association or as determined at the shareholders' meeting which may be in specific amount or on certain basis and shall be established from time to time or continuingly until otherwise modified. This may furthermore include allowances and fringe benefits in accordance with company regulation.

The establishment of compensation has been considered by the Board thoroughly by comparison with companies in the same industry and operating results, submitted for shareholder approval consideration annually. The Board is authorized to have its own

discretion in allocating the sum approved among directors in accordance with duties, responsibilities, amount of works, and consistent with director compensation in other companies of the same size (detailed appropriation for the year 2021 reported within One Report, Section 8, Important Operating Results Report – Entity Governance, 8.1.2 Board of Directors Compensation, Individual Director Basis)

For the year 2022, the Nomination and Remuneration Committee has performed preliminary consideration, and resolved to submit the information to the Board of Directors for consideration prior to submission to the Shareholders' meeting for approval consideration with the opinion that the compensation for directors, members of the Audit Committee, and the Nomination and Remuneration Committee amounting to Baht 8.5 million, is appropriate (the monetary compensation namely monthly compensation, and meeting fees, and other compensation or fringe benefit namely amount limit for life/casualty insurance, health insurance only for directors with residency in Thailand, and age less than 70 years old and without chronic disease in accordance with insurance company assessment standards. Members of the Executive Committee shall not be entitled to meeting fees as they are company management.

Board's Opinion

The Board resolved to submit to the shareholders' meeting for approval consideration regarding compensation of directors, members of the Audit Committee, and Nomination and Remuneration Committee for the year 2022 amounting to Baht 8.5 million, the same as last year. The Board of Directors is authorized at its discretion to allocate the sum as appropriate.

Required Votes

No less than two-third (2/3) of the attending and eligible shareholders

Agenda 8

To consider other matters (if any)

This agenda item has been provided for shareholder enquiry and/or director clarification or response to enquiry (if any). Therefore, there shall be no other agenda for approval consideration, and no resolution required in this agenda.

The company recognizes the importance of shareholder right, and therefore requests that shareholders participate in the electronic media conference per scheduled date and time in full force. If any shareholders are not able to participate by themselves, they may assign other individuals under proxy or to 1. Mrs. Prapasri Permsab, Independent Director, and Chairperson of the Audit Committee, and 2. Mr. Thailuck Leetavorn, Independent Director, and member of the Audi Committee to participate in the meeting and vote on their behalf with detailed information per Attachment 6

In this regard, the company requests that participating shareholders or participants under proxy to cooperate by studying document or identification documents required to be presented for meeting purpose, document submission, and advance registration for shareholder identification and proxy assignment procedure, meeting procedure for electronic media conference, voting procedure and vote count as well enquiry procedure during meeting as per Attachment 8, and 9 The company requests your cooperation and shall appreciate greatly that shareholders forwarding proxy documents (postage provided by the company) to the company, care of Miss Apitsara Sriamorn, the Chairperson designated individual to compile the proxy documents on the meeting date, within Tuesday 19 April 2022.

Enclosed proxy forms per Attachment 7 are the type 'GORE', and 'KORE' for general shareholders. Proxy form type 'CORE' is utilized specifically for foreign investing shareholders appointing custodian in Thailand to safe keep shares deposited with them.

The Company has publicized this invitation letter, relevant meeting documents, copy of minute of the AGM 2021, and One Report 2021 (form 56-1, One Report) through company website, www.ecl.co.th for convenience and speedy access to company information by shareholders.

For this Meeting, the Company has prepared annual report in the form of a QR Code forwarded to shareholders per Attachment 2. Shareholders, who would like to have Invitation letter or One Report in printed form, may contact at phone number 02-641-5252, facsimile at 02-641-5995, or email at apitsara@ecl.co.th for such document.

The Company scheduled Tuesday, 15 March 2022 as the date determining the list of shareholders eligible to participate in, and entitled to dividend declared at the Annual General Shareholders' Meeting for the Year 2022 (Record Date). Appropriation of dividend is subject to resolution passed at the shareholders' meeting.

Sincerely Yours



Eastern Commercial Leasing PLC

Mr. Danucha Veerapong

The Chairman of the Executive Committee

As per resolution passed by the Board of Directors

Enclosures

- Attachment 1. Copy of the Minute of the Annual General Shareholders' Meeting 2021 (document for Agenda 1)
- Attachment 2. Annual Report for the year 2021, (form 56-1, One Report) and financial statements for the year ended on 31 December 2021 in the form of a QR code (documents for Agenda 2,3)



QR Code Annual Report 2021

- Attachment 3. Background information of individual directors proposed to be reinstated as directors for another term (documents for Agenda 5)
- Attachment 4. Qualification of independent directors
- Attachment 5. Articles of Association on section related to the shareholders' meetings
- Attachment 6. Detailed information of the Independent Director for the purpose of proxy arrangement
- Attachment 7. Proxy documents type GORE, type KORE, and type CORE, and form extension
- Attachment 8. Shareholder documents or identification evidence required to be presented for meeting access (via electronic media), shareholder identity registration, and proxy procedure, submission of document through company channel of communication
- Attachment 9. Electronic media conference procedures, voting via E-Voting system, submission of advice and enquiry procedure
- Attachment 10. Registration form (please forward to company within 19 April 2022)

Minute of the Annual General Shareholders' Meeting
For the Year 2021

Date, Time, and Location of the Meeting

Held on 28 April 2021 from 14:00 – 14:50 O'clock, at the Branch office conference room, Number 89, AIA Building, Floor 12A, Room Number 12A05, Ratchadapisek Road, Din Daeng Sub-district, Din Daeng District, Bangkok

The Meeting

Mr. Preecha Veerapong, the Chairman of the Board, acted as the chairman of the meeting, introduced company directors and auditors attending the Meeting as follows:

Attending Directors of 9 individuals out of 9 directors total, 100% participation:

1. Mr. Preecha Veerapong, the Chairman of the Board
2. Mr. Danucha Veerapong, Vice Chairman of the Board, Chairman of the Executive Committee, and Chief Executive Officer
3. Mr. Prapakorn Veerapong, Director, Vice Chairman of the Executive Committee, and Managing Director
4. Mrs. Duangrat Jaengmongkol, Director, Member of the Executive Committee, Company Secretary, and Member of the Nomination and Remuneration Committee
5. Mr. Masayuki Nozawa Director, Member of the Executive Committee, Deputy Managing Director
6. Mr. Sorapas Suttienkul, Independent Director, Member of the Audit Committee, and Chairman of the Nomination and Remuneration Committee
7. Mrs. Prapasri Permsub, Independent Director, Audit Committee Chairperson, and Member of the Nomination and Remuneration Committee
8. Mr. Thailuck Leetavorn, Independent Director, and Audit Committee Member
9. Mr. Wichai Maithong Independent Director,

Auditor for the year 2020

1. Miss Somjintana Polhirunyarat, Certified Public Accountant Number 5599

Management Staff Participated in Responding to Shareholders' Questions in This Meeting

1. Mrs. Charatsang Yuampai, Deputy Managing Director – Finance and Accounting Department
2. Mr. Tirathee Patipanvoharn Deputy Managing Director – Marketing Department

Minute of the Annual General Shareholders' Meeting

For the Year 2021

The Meeting

Mr. Preecha Veerapong assigned Mr. Danucha Veerapong, the Vice Chairman of the Board, to conduct the meeting.

Mr. Danucha Veerapong, the Vice Chairman, informed the Meeting that there were shareholders attending by themselves and via proxy totaling 29 individuals holding in aggregate 604,835,416 shares equivalent to 54.55 percent of the total 1,108,859,002 shares issued and paid up. The quorum requirement per Company's Articles of Association has been met considering the number of attending shareholders no less than 25 individuals holding in aggregate no less than one third of total shares issued and paid up of 369,619,667 shares (three hundred and sixty-nine million, six hundred and nineteen thousand, six hundred and sixty-seven shares). The Meeting proceeded to consider various matters in accordance with the established agenda contained in the meeting invitation document.

Mr. Danucha Veerapong informed the meeting of the voting procedures and vote count of shareholders for each subject matter agenda considered as follows:

- As per Article 42, in voting for each agenda considered, a shareholder shall have the right to vote, one vote for one share, with total votes equal to the total number of shares held plus the number of shares under proxy. Utilizing the voting card provided at registration, a shareholder may elect to vote in only one of the three choices namely to vote for, to vote against, or to abstain in each agenda being considered. A shareholder may not split the shares held to vote in more than one choice.
- Resolution passed or approval on any agenda is by majority votes of the eligible and attending shareholders.
- Agenda 1, and 2, involved capital reduction, and modification of the articles of association, must have approval voting no less than three-quarter (3/4) or 75%.
- Agenda 9, involved director compensation, must have approval voting no less than two-third or 67%
- Other agenda must have approval voting on the basis of majority votes.

For speedy result, vote count shall be administered by accumulating the number of votes against, abstained, and voided in each agenda considered. These votes against, abstained, and voided shall be deducted from the total number of shares attending the meeting to derive at the number of votes for the issue being considered. Voided votes are vote cards with unclear marking or amended marking without signature initial, considered ineligible and required to be deducted from the overall attending votes. It is requested that shareholders who vote against or abstained raise their hands so official on duty may come to the shareholders to pick up the voting cards and accordingly record the vote count.

Minute of the Annual General Shareholders' Meeting
For the Year 2021

To accurately record the vote count in each agenda it is requested that shareholders who wish to leave the meeting room during the meeting in progress to please inform registration official at the front desk. (Remark: the number of vote count in each agenda may not be equal to the total number of votes when the meeting starts if there are shareholders depart from or enter into the meeting after the meeting has already begun)

- After the meeting, the Company shall require collection of the voting cards distributed from all shareholders in particular, Agenda 7 involving appointment of directors replacing directors retired through established rotational requirement (for the cases of shareholders for, against, or abstained). It is requested that shareholders return the voting cards.

Subsequently, Mr. Danucha Veerapong introduced Mr. Thawatphat Konpetch who shall perform the duties of vote count at this time. Mr. Danucha requested observer from Thai Investors Association, who was the shareholder's right protection volunteer, on fieldwork to introduced oneself to be Mr. Jitta Savitkul.

Mr. Danucha Veerapong then proceeded to introduce subject matters for consideration per the Agenda as follows:

Agenda1

Approval consideration for capital reduction by Baht 554,426,864 from existing registered capital of Baht 1,663,285,866 to new registered capital of Baht 1,108,859,002 which shall equal the company's paid up capital by cancelling the unsubscribed shares issued totaling 554,426,864 shares. Such ordinary shares were originally issued to support shareholder exercise of right under Warrant W-3 which has already expired at the par value of Baht 1 per share.

Mr. Danucha Veerapong reported that the Company issued Warrant, ECL-W3 scheduled for the last exercise of right under warrant on 5 February 2021, there were shareholders exercise of right under warrant totaling 1,758 units subscribed to 1,758 ordinary shares for value Baht 1,758 increase of capital. The Company has already registered the paid up capital increase from existing Baht 1,108,857,244 to the new paid up capital of Baht 1,108,859,002 on 16 February 2021. And therefore, the warrants not exercised totaling 554,426,717 units have expired and delisted since 6 February 2021.

As for the registered capital, the EGM on 8 January 2019 has approved issuance of Warrant ECL-W3 and capital increase duly registered to support the Warrant ECL-W3 totaling 554,428,622 shares. On 5 February 2021 there were shareholders exercise of right under warrant for 1,758 ordinary shares leaving 554,426,864 shares not subscribed, and with the warrant not exercised and delisted, such shares registered to support the issued warrants are unsubscribed ordinary shares and no longer required. To comply with the Public Company Act BE2535, the Company should reduce its registered capital by cancelling the unsubscribed ordinary shares totaling 554,426,864 shares at Baht 1 par.

Minute of the Annual General Shareholders' Meeting

For the Year 2021

For legal compliance, the Board has considered and felt appropriate to submit to the shareholders' meeting for approval consideration for registered capital reduction by Baht 554,426,864 from existing Baht 1,663,285,866 to Baht 1,108,859,002 (same as paid up capital) by cancelling the unsubscribed and no longer required to support issued warrant totaling 554,426,864 shares at Baht 1 par.

There were no shareholder enquiries.

Mr. Danucha Veerapong proposed that as no enquiries are made, resolution be passed to approve the registered capital reduction.

Approval voting for this agenda must be no less than three-quarter (3/4) or 75%

Upon proper proceeding and ratification, the resolution is as follows:

Resolution

The meeting resolved to approval registered capital reduction from Baht 1,663,285,866 to that of the paid up capital of Baht 1,108,859,002 with voting no less than $\frac{3}{4}$ (or 453,626,562 votes) comprising the following vote count:

For....	604,835,416.....	Votes, equivalent to	100	percent
Against		Votes, equivalent to...	.....	percent
Abstained		Votes, equivalent to ...	...	percent
Voided		Votes, equivalent to ...	...	percent

Of the eligible and attending shareholders

Agenda 2

To consider modification of the company's Memorandum of Association, Article 4 to correspond with the company registered capital reduction

Mr. Danucha Veerapong proposed that as a result of company's registered capital reduction to Baht 1,108,859,002, it is necessary to modify the Memorandum of Association, Article 4 to correspond with the registered capital reduction, it is therefore proposed that Article 4 be amended and registered with below details:

Article 4

Registered capital: Baht 1,108,859,002	(Baht one billion, one hundred and eight million, eight hundred and fifty-nine thousand, and two)
Comprising: 1,108,859,002 shares	(One billion, one hundred and eight million, eight hundred and fifty-nine thousand, and two shares)
Par value per share: Baht 1	(Baht one)

Minute of the Annual General Shareholders' Meeting
For the Year 2021

Comprising:

Ordinary shares: 1,108,859,002 shares (One billion, one hundred and eight million, eight hundred and fifty-nine thousand, and two shares)

Preferred shares: None

There were no shareholder enquiries

Mr. Danucha Veerapong proposed that as no enquiries are made, resolution be passed to approve the modification of the Memorandum of Association, Article 4.

Approval voting for this agenda must be no less than three-quarter (3/4) or 75%

Upon proper proceeding and ratification, the resolution is as follows:

Resolution

The meeting resolved to approval for the modification of the Memorandum of Association clause 4 to correspond with the company's registered capital reduction with voting no less than $\frac{3}{4}$ (or 453,626,562 votes) comprising the following vote count

For....	604,835,416.....	Votes, equivalent to	100	percent
Against		Votes, equivalent to...	.....	percent
Abstained		Votes, equivalent to ...	...	percent
Voided		Votes, equivalent to ...	...	percent

Of the eligible and attending shareholders

Agenda 3

To consider ratification of the Minute of the Annual General Shareholders' Meeting for the year 2020 held on 17 July 2020

Mr. Danucha Veerapong presented to the meeting that the company has prepared the Minute of the Annual General Shareholders' Meeting for the year 2020 for security exchange and Ministry of Commerce submission on required timing, duly publicized in company's website, the copy of which has been presented in Attachment 1.

The Board has reviewed the Minute and found the recording to be correct, and accordingly presented to the shareholders' meeting for ratification.

There were no shareholder enquiries or request for modification of the Minute.

Upon proper proceeding and ratification, the resolution is as follows:

Minute of the Annual General Shareholders' Meeting
For the Year 2021

Resolution:

The meeting resolved to ratify the Minute with majority votes comprising the following vote count:

For....	604,885,416.....	Votes, equivalent to	100	percent
Against		Votes, equivalent to...	.....	percent
Abstained		Votes, equivalent to ...	...	percent
Voided		Votes, equivalent to ...	...	percent
Of the eligible and attending shareholders				

Remarks: There were shareholders and proxy attending this agenda totaling 30 individuals accounting for 604,885,416 shares

Agenda 4

To consider acknowledgement of Company's results of operations, for the year ended on 31 December 2020

Mr. Danucha Veerapong, reported on the Company's operating results for the year 2020 with net profit of Baht 61.68 million, declined by 51.71% from that of 2019. Quarterly results for Quarter 1, and Quarter 2, the Company was adversely affected by the Covid -19 Pandemic resulted in the first 6 months of the year 2020 somewhat declined performance in comparison with the year 2019. Quarter 3, and Quarter 4 results indicated recovery as the Covid – 19 was under control. Credit extension declined by 55.67%. The main expense components related to vehicle repossession. For Quarter 1, and Quarter 2, the Company accelerated vehicle disposal to mitigate risks for holding repossessed vehicles. This resulted in substantial losses. During Quarter 3, and Quarter 4, the Company has managed and planned vehicle disposal to avoid significant impact. This resulted in an overall 2020 operating results with net profit declined by approximately half of the year 2019.

Further explanation regarding Company's business for the year 2021, the Company estimated that this year the Company would increase its business by 30% from that of 2020 with credit extension increased from Baht 1,500 million to Baht 2,000 million, approximately 30% increase. In fact, the company is able to extend more than 2,000 million. Nonetheless each quarterly projection can be done only within a short time frame as the Covid-19 situation remains uncertain. When situation improves, Management shall modify projected business accordingly as the Company has sufficient liquidity and potential to engage in business increasing from Baht 2,000 million to the level achieved in the past.

As for the warranty business, the Company has expanded and been able to sell warranty products increasingly and continuingly on average 300-400 accounts per month. The Company estimated it would have approximately 5,000 warranty accounts with the Company by year end. The warranty business has been the issue for discussion for a number of years prior to commencing business operations.

Minute of the Annual General Shareholders' Meeting
For the Year 2021

Nonetheless, the growth trend will need to be assessed as affected by the lockdown situation in the months of April and May. As for other product sales such as road side assistance, there will also be expansion target to support increasing sales to finance customers. The Company continues to focus used vehicle customer group, Japanese vehicles, customer group the Company believes may be able to generate multiple product sales. Over the past, even though the Company's NPL has risen because of the changing accounting standards, and problem caused by the Covid-19 Pandemic, Management recognized the importance of credit quality as the priority. TRIS has performed credit rating for the Company, and has still maintained the Company's rating at BBB-.

Presently, the Company no longer has debenture outstanding, and is still in process of considering whether it needs issuance of debenture or not. The Company therefore has no problem with borrowings from financial institution. The Company's D/E (Debt to Equity) Ratio is approximately at 2.4. Business expansion may increase the ratio up to 4 times, and there remains opportunity to borrow much more funding when the situation recovers.

As for Company's plan to rectify problem credit, the Company emphasizes the importance of follow-up on debt collection, and reduction in NPL through selecting quality credit first and growth depending on the situation to be considered on a quarter-to-quarter basis.

After the report, Mr. Danucha Veerapong provided opportunities for shareholders to raise questions:

Shareholder question (Khun Jitta Savitkul, an observer from the Thai Investors Association)

During the 3rd recurring Covid-19 Pandemic at present, what would be the Company management policy in stimulating the Company's operating results for the year 2021.

ECL answer (Khun Dhanucha):

For the year 2021, based on estimate, the Company is confident that it would be able to expand its business increasing from prior year. But since the year 2020 was with a low base, it would be difficult to raise the volume up by 100%. It would not be appropriate to provide an uncertain expectation in light of the Covid-19 Pandemic situation. It is anticipated that a 30-40% growth is possible. As for the Company's operating results, Management is confident that the year 2021 will be better than 2020, with operating results returned to better performance.

Upon proper proceeding and ratification, the resolution is as follows:

Resolution

The meeting resolved to acknowledge Company's operating results and the Annual Report for the year 2020 with majority votes comprising the following vote count:

Minute of the Annual General Shareholders' Meeting

For the Year 2021

For....	604,885,416.....	Votes, equivalent to	100.00	percent
Against		Votes, equivalent to...	.....	percent
Abstained		Votes, equivalent to		percent
Voided		Votes, equivalent to		percent
Of the eligible and attending shareholders				

Agenda 5

To consider approving Company's Statement of Financial Position and the Statement of Comprehensive Income for the year ended on 31 December 2020

Mr. Danucha Veerapong reported to the Meeting that the Company's total assets stood at Baht 5,966.25 million declined from Baht 7,419.10 million for the years 2020 and 2019 respectively. Company's revenue was Baht 890.82 million for the year 2020, a decline by Baht 24.03 million or approximately 2-3% from that of 2019. Total expenses rose to Baht 824.5 million from Baht 762.22 millions of prior year comprising losses from disposal of repossessed vehicles over Baht 100 million. Shareholders' equity has not changed much amounted to Baht 1,108.86 million. It is proposed that the meeting considers approving Company's Statement of Financial Position, and Statement of Comprehensive Income for the year ended on 31 December 2020, which were audited by Company's auditor and included in the Annual Report forwarded to shareholders in advance prior to the meeting date.

There was no further shareholder's question raised.

Upon proper proceeding and ratification, the resolution is as follows:

Resolution:

The Meeting resolved to approve the Statement of Financial Position, and Statement of Comprehensive Income for the year ended 31 December 2020 with majority votes comprising the following vote counts

For....	604,885,416....	Votes, equivalent to	100	percent
Against		Votes, equivalent to .....	.....	percent
Abstained		Votes, equivalent to		percent
Voided		Votes, equivalent to ...	...	percent
Of the eligible and attending shareholders				

Agenda 6

To consider approving appropriation for legal reserve from operating results for the year 2020, and dividend declared out of retained earnings

Mr. Danucha Veerapong requested the meeting to consider approving appropriation for legal reserve and dividend declared out of retained earnings as proposed by the Board of Directors namely:

Minute of the Annual General Shareholders' Meeting
For the Year 2021

6.1 Operating results of the separate financial statement for the year 2020 reported net profit of Baht 51,305,371.8 million (subject to corporate income tax at the rate of 20%). The Board proposed to the AGM to consider approving appropriation of profit for legal reserve at the rate of 5% or Baht 2,565,268.59.

6.2 After the appropriation of legal reserve, there remained balance of net profit for the year amounting to Baht 48,740,103.21 available for distribution, and unappropriated retained earnings increasing to Baht 246,067,042.34 million available for dividend declared.

The Company's dividend declared has already been suspended for 2 years for reason of profit retention to support adjustment required under new accounting standard, and the economic slowdown during the Covid-19 Pandemic situation. This year, the Board felt appropriate to consider dividend declared approval to maintain the continuing level of compensation to shareholders. The Board presented to the AGM for dividend declared approval out of retained earnings to existing shareholders of 1,108,857,244 shares, and new shareholders from the last exercise of right under warrant ECL-W3 subscribing to ordinary shares on 5 February 2021 of 1,758 shares with total shares entitled to dividend declared of 1,108,859,002 shares at the rate of Baht 0.10 (Satang 10) per share totaling Baht 110,885,900.20, out of net profit for the years 2014, 2015, 2016, and 2017.

The Board proposed that the shareholders eligible for dividend declared be shareholders eligible to participate in the AGM today in accordance with the name list reported on 15 March 2021, the record date, and the dividend payable on 14 May 2021.

Prior to resolution in this agenda, Mr. Danucha Veerapong provided opportunities for shareholders to raise their questions regarding other issues, or suggestion.

Shareholder question (Khun Jitta Savitkul, an observer from the Thai Investors Association)

The shareholder congratulated the Company for dividend declared proposal but would like to inquire whether such dividend payment would have impact on Company's cash flow or not.

ECL answer (Mr. Danucha)

None. As the company paid out of retained earnings which over the past years have been increasing throughout. Only under certain circumstances when dividend was suspended as the Company foresaw opportunity for business expansion. In particular the year 2020, admittedly, businesses particularly certain financial institutions were advised to suspend dividend declared. But over time, a number of businesses resembling the Company's business including a number of commercial banks, started to approve dividend declared. This was to provide financial remedy through payment to shareholders thus maintaining shareholder return compensation without affecting or causing negative cashflow impact on the Company whatsoever, and still retaining appropriate amount of retained earnings in the Company.

Minute of the Annual General Shareholders' Meeting

For the Year 2021

Without any further enquiry, request was made for approval resolution for appropriation for legal reserve, and dividend declared out of retained earnings paying out of net profits for the years 2014, 2015, 2016 and 2017.

Resolution:

The meeting approved the appropriation of legal reserve at the rate of 5% of net profit for the year amounting to Baht 2,565,268.59, and dividend declared from retained earnings at the rate of Baht 0.10 (satang 10) per share amounting to Baht 110,885,900.20 with majority votes comprising the following vote counts:

For....	604,885,567...	Votes, equivalent to	100.00	percent
Against		Votes, equivalent to		percent
Abstained		Votes, equivalent to		percent
Voided		Votes, equivalent to ...	...	percent

Of the eligible and attending shareholders

Remarks: There were shareholders and proxy attending this agenda totaling 32 individuals accounting for 604,885,567 shares

Agenda 7

To consider the appointment of directors replacing directors scheduled to be retired

Khun Danucha Veerapong proposed that, as he was one of the three directors scheduled to be retired, Mr. Prapakorn Veerapong, the Managing Director conducted the meeting for this agenda.

To adhere to good governance practices, prior to the proceeding of this agenda, directors with rotational retirement and proposed to be reinstated for another term, have requested to leave the Meeting namely: Mr. Danucha Veerapong, Mr. Masayuki Nozawa, and Mrs. Prapasri Permsab.

Mr. Prapakorn Veerapong explained details to shareholders that during this meeting a third of the directors or three directors are scheduled to be retired namely:

1. Mr. Danucha Veerapong, Director, Chairman of the Executive Committee, CEO
2. Mr. Masayuki Nozawa, Director, Member of the Executive Committee, and Deputy Managing Director
3. Mrs. Prapasri Permsab Director, Chairperson of the Audit Committee, and Member of the Nomination and Remuneration Committee

All three directors are eligible to be reinstated. As the company has been encouraging participation at the Meeting and requesting shareholders to submit agenda, and qualified and appropriate individuals for director appointment per regulation to represent themselves via SET channel and disclosed through

Minute of the Annual General Shareholders' Meeting
For the Year 2021

company's website during 1 October to 30 December 2020, there were no director candidates or agenda being submitted to the Company.

On 25 February 2021, the Board has undertaken with refined consideration and due care the various qualification including past performance as company directors as proposed by the Nomination and Remuneration Committee, consideration as well. It is concluded that the three directors are qualified, knowledgeable and experienced beneficial to the business engagement of the company, with intent to perform their duties with due care for the interest of the company and shareholders as a whole throughout. It was with unanimous resolution that all three directors be reappointed for another term and to retain position originally held namely:

1. Mr. Danucha Veerapong, Director, Chairman of the Executive Committee, CEO
2. Mr. Masayuki Nozawa, Director, Member of the Executive Committee, and Deputy Managing Director
3. Mrs. Prapasri Permsab Director, Chairperson of the Audit Committee, and Member of the Nomination and Remuneration Committee

All three individuals' background information and qualification of independent director document have been provided in advance within the invitation document and Company annual report.

There were no enquiries from shareholders.

Mr. Papakorn Veerapong requested for individual director voting.

Upon proper proceeding and ratification, the resolution is as follows:

Resolution

The Meeting passed resolution with majority votes comprising:

7.1 Resolution passed to appoint Mr. Danucha Veerapong as director for another term

For....	604,885,567...	Votes, equivalent to	100	percent
Against		Votes, equivalent to		percent
Abstained		Votes, equivalent to		percent
Voided		Votes, equivalent to		percent
Of the eligible and attending shareholders				

7.2 Resolution passed to appoint Mr. Masayuki Nozawa as director for another term

For....	604,885,567...	Votes, equivalent to	100	percent
Against		Votes, equivalent to		percent
Abstained		Votes, equivalent to		percent
Voided		Votes, equivalent to		percent
Of the eligible and attending shareholders				

Minute of the Annual General Shareholders' Meeting

For the Year 2021

7.3 Resolution passed to appoint Mrs. Prapasri Permsab as director for another term

For.... 604,885,567... Votes, equivalent to100 percent

Against Votes, equivalent to percent

Abstained Votes, equivalent to percent

Voided Votes, equivalent to percent

Of the eligible and attending shareholders

Appointed directors returned to the meeting room

Agenda 8**To consider the appointment of auditor and establishing audit fees for the year 2021**

Mr. Danucha Veerapong proposed that under advice by the Audit Committee, with the matter already considered by the Board of Directors, it is appropriate to submit to the AGM for approval consideration for auditor appointment:

1. Miss Somjintana Polhiranrat, CPA Registration No. 5599 or
2. Mr. Viroj Sajathamnukul, CPA Registration No. 5128 or
3. Mr. Jumpot Pairatanakorn, CPA Registration No. 7645 or
4. Mr. Nopalerk Pitsanuvong, CPA Registration Number 7764 or
5. Miss Supaporn Mangjit, CPA Registration Number 8125

all from DIA International Audit Co., Ltd. as Company's external auditor for the year 2021. The Board is of the opinion that the audit firm has been working efficiently providing good quality services. The Auditor has no relationship or any vested interests with the Company. Proposed audit fees for the year 2021 would be Baht 1,780,000 (one million, seven-hundred and eighty thousand only) , increasing by Baht 169,000 from prior year as a result of change in accounting standard requiring increasing amount of works. This appointment for Khun Somjintana, auditor # 1 on the list shall perform audit for the Company for the 5th year. The 2nd through the 5th name on the list have not affixed their signatures on Company's audit report.

Mr. Danucha Veerapong provided opportunities for shareholders to raise their queries.

Shareholder question (Khun Jitta Savitkul, an observer from the Thai Investors Association)

The Company has hired the same audit firm over the past 4 years with audit fees for the year 2018, 2019, and 2010 increasing on average more than 10% annually for reason of modification of accounting standards to IFRS9 which has been adopted since the year 2020. Would like to know the reason and possibility of maintaining the same audit fees at the existing level.

Minute of the Annual General Shareholders' Meeting

For the Year 2021

ECL answer (Mr. Danucha)

Over the past years, the Company has attempted to negotiate and request made with reasoning the Company would like the auditor to maintain the existing level of audit fees. But for various reasons cited by the Auditor, and the year 2021, various issues need to be negotiated. The Company has already tried its best in order not to increase expense or attempting bargaining with the Auditor. Nonetheless, the issue is noted and shall be brought up for negotiation with the Auditor one more time.

Upon proper proceeding and ratification, the resolution is as follows:

Resolution:

The meeting passed resolution appointing Miss Somjintana Polhiranrat or Mr. Viroj Sajathamnukul or Mr. Jumpot Pairatanakorn, or Mr. Nopalerk Pitsanuvong or Miss Supaporn Mangjit, all auditors from DIA International Audit Co., Ltd. as Company's external auditor for the year 2021 with established audit fee amounting to Baht 1,780,000 (Baht one million, seven hundred and eighty thousand only), an increase of Baht 169,000 from prior year, with majority votes comprising the following vote count:

For.....604,885,567...	Votes, equivalent to	100....	percent
Against	Votes, equivalent to .....	.....	percent
Abstained	Votes, equivalent to .....	.....	percent
Voided	Votes, equivalent to .....	.....	percent

Of the eligible and attending shareholders

Agenda 9**To consider establishing compensation amount for directors and audit committee members for the year 2021**

Mr. Danucha Veerapong presented that the Nomination and Remuneration Committee has conducted preliminary review and consideration, and submitted the acquired information to the Board for consideration prior to submitting at the AGM for approval consideration. The Committee was of the opinion that compensation for directors, members of the Audit Committee, and members of the Nomination and Remuneration Committee amounting to Baht 8.5 million, the same as last year, was appropriate. (the monetary compensation namely monthly compensation, and meeting fees, and other compensation or fringe benefit namely amount limit for life/casualty insurance, health insurance only for directors with residency in Thailand, and age less than 70 years old and without chronic disease in accordance with insurance company assessment standards.) It is further subject to the Board's discretion in appropriation of the amount to individual director/committee member as appropriate (the appropriation details for prior years were presented in the Annual Report Year 2020, Section 6, Management, item 6.4, director and executive compensation).

Minute of the Annual General Shareholders' Meeting

For the Year 2021

There was no further question raised.

Mr. Danucha Veerapong proposed that as no further questions were raised, the meeting should proceed to pass resolution to approve compensation for directors, and members of the Audit Committee, and members of the Nomination and Remuneration Committee for the year 2021.

Approval voting for this agenda must be no less than two-third (2/3) or 67%

Upon proper proceeding and ratification, the resolution is as follows:

Resolution

The meeting resolved to approve compensation for directors, members of the Audit Committee, and members of the Nomination and Remuneration Committee for the year 2021 amounting to Baht 8.5 million with votes no less than two-third (2/3) (namely 403,257,045) comprising the following vote count:

For.....604,885,567...	Votes, equivalent to	100....	percent
Against	Votes, equivalent to .....	.....	percent
Abstained	Votes, equivalent to .....	.....	percent
Voided	Votes, equivalent to .....	.....	percent
Of the eligible and attending shareholders			

Agenda 10

To consider other matter

Mr. Danucha Veerapong provided opportunities for shareholder queries or additional suggestion.

Shareholder question (Khun Jitta Savitkul, an observer from the Thai Investors Association)

The shareholder has heard about Big Bike business group, and therefore requested for update in the progress of business engagement with this group for the year 2021

ECL answer (Mr. Danucha Veerapong):

Regarding Big Bike business, the Company continues to maintain portfolio proportion of approximately 35%. The Covid-19 situation has not changed the Big Bike business engagement, without increasing the proportion or market expansion other than maintaining position for this segment of the market. Management believes the Company has been rated continuingly number 1, or 2 of the used Big Bike business segment.

Shareholder question (Khun Jitta Savitkul, an observer from the Thai Investors Association)

Suggestion for the next AGM/ EGM, during the waiting period prior to the meeting, please arrange to provide VTR presentation for shareholder viewing prior to the meeting.

Minute of the Annual General Shareholders' Meeting
For the Year 2021

Shareholder question (Khun Pattamaporn Kijjarak)

With compliment, revenues for the years 2019, and 2020 were not significantly different, why profit differed by a half, please explain.

ECL answer (Mr. Danucha Veerapong):

For the year 2020, revenue has not changed much. But as reported earlier regarding expenses, during the early part of the year when Covid-19 epidemic started resulted in the lockdown situation, the Company gradually disposed of customer returned vehicles for liquidity problem or otherwise, to mitigate risks of asset holding belonging to the Company and customers. The accelerated vehicle disposal during that time period has been done similarly by other financial institutions. This resulted in substantial losses from vehicle disposal. The Company may still pursue redress from responsible debtor for the losses incurred. Nonetheless, for the year 2020, losses incurred from disposal of repossessed vehicles have been substantial and included in expense resulted in increased expenses by approximately more than Baht 100 million. This expense item deducted from the Company's revenue, resulted in an overall drop in operating result by approximately half.

Shareholder follow-up question (Khun Pattamaporn Kijjarak)

Has Premium Financial Services continued to support the Company? As Covid-19 adversely affected significantly on the market, has Premium Financial Services remained financially strong?

ECL answer (Mr. Danucha Veerapong):

ECL Shareholding company's financial strength is undoubted because it has been a publicly listed company in the Japanese securities exchange, and company operating results of each business alliance of the company provide mutual support in various ways. Premium Financial Services responded with continuing intent to support the Company. It nonetheless depends on opportunities as well. If the situation recovers to a better position, there may be variety of businesses of mutual interests. But because of the current situation, there may be delay in new business engagement for example the Warranty business in which the Company engages in the business jointly with Premium Financial Services. The Company holding in Fixman has expanded the warranty business with client satisfactorily. This represents one of the products and new businesses jointly developed and grown.

The variety of Company's bank creditors including big commercial banks, Japanese, and various Chinese banks remain supportive to Company's businesses continuingly. There has not been any sign or any creditors expressing concern about the Company's strength and have still maintain confidence in the Company's creditability in light of its long business engagement.

Minute of the Annual General Shareholders' Meeting
For the Year 2021

Khun Preecha addressed the meeting, that no further matters require consideration. Khun Preecha expressed his gratitude for shareholder's participation at this time and providing support in various Company activities to achieve success. Khun Preecha then announced the meeting adjourned.

The meeting adjourned at 14:51 o'clock



Mrs. Duangrat Jaengmongkol,
Company Secretary



Mr. Preecha Veerapong
The Chairman of the Meeting

Supporting Documents for Agenda 5

Background profile of director candidates proposed to be appointed to replace retiring directors

1. Mr. Phiphat Phornsuwan	Age 74 years
Type of Director	- Director (Non-Independent and Non-executive director)
Position Title	- Chairperson of the Board
Educational Background	- Master of Business Administration, Texas A & I University - Bachelor of Accountancy, Major in Statistics, Chulalongkorn University - National Defense College Class 4010
Professional Training	- Professional training of Institute of Directors The Directors Accreditation Program (DAP) The Director Certification Program (DCP) The Audit Committee Program (ACP)
1990	- Financial Executive Development Program (FINEX) (1/1990) The Thai Institute of Banking and Finance Association
1985	- Pacific Rim Bankers Program, University of Washington , USA
1978	- Advanced Bank Management, Asian Institute of Management,
Work Experiences	
2009 – 2021	Director and Advisor, YLG Bullion and Future Co., Ltd.
2003 – 2018	Director and Chairperson of the Audit Committee, Eastern Commercial Leasing PCL.
1974 – 2002	Assistant Managing Director, Bank of Asia PLC President of the branch executive club, Thai Bankers Association Secretary Of Credit Club, Thai Bankers Association Director, BSP Leasing Director, SIA FINANCIAL SYNDICATE Co.,Ltd.
Position held in Other Listed Entities	– None
Position held in Non-Listed Entities	
2012 – Present	Director, Edutainment Group Co., Ltd.
Present	Director, The Christian Foundation for the Blind in Thailand (Bangkok)
Nomination Procedure	Considered by the Nomination and Remuneration Committee and the Board of Directors
Appointment Date as Director	15 September 2003

Resignation Date as Director	24 April 2018
Years as director	14 Years 7 months
Date of Appointment	25 April 2022
Proportion of Shares Held	- 988,000 shares accounting for 0.09%
Position held in other entity that may have conflicting interest or in competition with the Company	– None –
Illegal Record in Past 10 years	-None –
Any Interest Agenda of the 2022 General Meeting of Shareholder	- None -
Nature of Relationship	<ul style="list-style-type: none"> - The individual is not a director involved in the management of the company - The individual is not an employee or advisor with regular salary payment - The individual is not a professional service provider and not having business relationship whatsoever which may cause the inability to provide independent duties over the past 2 years - Not being close relative to the executive or major shareholders of the company
Performance previous year	<ul style="list-style-type: none"> - being Independent Director and Chairman of the Audit Committee - being audit committee member, participating in reviewing system of internal control, financial reporting, auditor, system of risk management - participated in the establishment of policies, vision, commitment, and Strategy for business operations of the company - having control, and monitoring of the operations, and results in accordance with policy, providing beneficial advice for business development to enhance long term value add. - having oversight to ensure internal control, system of risk management, and close monitoring of such risks.
2. Mrs. Duangrat Jaengmongkol	Age 74 years old
Type of Director	Director
Position Title	Director, Executive director, Company Secretary and Nomination and Remuneration Committee member
Educational Background	<ul style="list-style-type: none"> - Bachelor of Accountancy, Thammasart University - Bachelor of Law, Thammasart University - Mini Master of Management, National Institute of Development and Administration (NIDA)

Professional Training	<ul style="list-style-type: none"> - Professional training at Thai Institute of Directors: <ul style="list-style-type: none"> Director Accreditation Program (DAP) Class 8/2004 Director Certification Program (DCP) Class 91/2007 The Company Secretary Program (CSP) Class 28/2008 Effective Minute Taking (EMT) Class 12/2008 Board Nomination & Compensation Program (BNCP) 7/2019
Work Experiences	
1984 - 2003	Managing Director, Eastern Commercial Leasing Company Limited (prior to the listed in The Stock Exchange of Thailand)
Position held in Other Listed Entities	- None -
Position held in Non-Listed Entities	
2019 – Present	Director, Mighty Broker Co.,Ltd.
Date of Appointment	15 September 2003
Years as Director	18 Years 3 Months
Meeting Attendance	<ul style="list-style-type: none"> - Board of Directors for the year 2021, 5 times from 5 total - The Nomination and Remuneration Committee for the year 2021, 2 times from 2 total - The Executive Committee for the year 2021, 11 times from 11 total
Proportion of Shares Held	2,960,000 shares accounting for 0.27%
Position held in other entity that may have conflicting interest or in competition with the Company	- None –
Illegal Record in Past 10 years	-None –
Any Interest Agenda of the 2022 General Meeting of Shareholder	<p>Having and Interest in Agenda 5 To consider the appointment of directors replacing directors retired through rotation</p>
Nature of Relationship	<ul style="list-style-type: none"> - The individual is a director involved in the management of the company, an employee, or advisor on company's payroll - Not being a professional service provider - The individual is a close relative of the Management or major shareholders of the company

Performance during the year 2021

- Has been Director, Member of the Board of the Executive Committee, and Company Secretary of the Company
- Participated in the establishment of policies, vision, commitment, and strategy for business operations of the company
- Having participated in the monitoring of the operating results in accordance with objectives, providing beneficial advice for business development to enhance long term value add
- Participated in risk management, internal control, supervision, and encouraging good ethical practice with good governance principle, social responsibility, and communicate such to directors and other employees
- Participated in the performance as company secretary

3. Mr. Soraphat Sutthiankun

Age 52 years old

Position Title

Independent Director

Position Title

Director, member of Audit Committee and
Nomination and Remuneration Committee Chairman

Educational Background

- Master of Business Administration, University of Hartford, Connecticut, USA.
- Bachelor of Arts in Political Science, Chulalongkorn University
- Certification of Financial Management, Chulalongkorn University

Professional Training

- Thai Institute of Directors Association (IOD)'s
Director Certification Program (DCP) class 184/2014
Advance Audit Committee Program (AACP) class 29/2018
Board Nomination & Compensation Program (BNCP), class 6/2019
Executive Development Program, Thai Listed Companies Association.
(EDP Class 6/2010)
Thai Intelligent Investors program, Thai Investors Association.
(TIIP Class 9)
Executive program, Institute of Business and Industrial Development (IBID 5)

Work Experiences

2018 – 2020	Executive Director, Media Addict Co., Ltd.
2016 – 2018	EVP & COO, Doi Kham Food Products Co., Ltd.
2016 – 2017	Remuneration and Compensation Committee, Doi Kham Food Products Co., Ltd.
2013 - 2017	Chief – Spacial Representative Division, the Crown Property Bureau

2012 – 2017	Advisory Board, Phyathai Palace Conservation Foundation under Royal Patronage
2013 – 2016	Company Secretary, Doi Kham Food Products Co., Ltd.
2008 – 2017	Eminent Director, King Rama II Foundation under Royal Patronage

Position held in Other Listed Entities - None -

Position held in Non-Listed Entities

2019 – Present	Founder & President, Game Craft Co., Ltd.
2018 – Present	Advisor, Doi Kham Food Products Co., Ltd.
2018 – Present	Executive Director, Krungsiam Beverage Co., Ltd.
2012 – Present	Director, Singhathep Pattana Co.; Ltd.

Date of Appointment 26 February 2015

Years of Director 6 years 10 months

Meeting Attendance Board of Directors for the year 2021, 5 times from 5 total
The Audit Committee for the year 2021, 4 times from 4 total
The Nomination and Remuneration Committee for the year 2021, 2 times from 2 total

Proportion of Shares Held - None –

Holding in other entities which may be in conflict with interest of or in competition with this company - None –

Illegal Record in Past 10 years -None –

Any Interest Agenda of the 2022 General Meeting of Shareholder

Having and Interest in Agenda 5 To consider the appointment of directors replacing directors retired through rotation and Agenda 7 To consider approving compensation amount for directors, members of the Audit Committee and the Nomination and Remuneration Committee for the year 2022

Nature of the Relationship

- The individual is not a director involved in the management of the company
- The individual is not an employee or advisor with regular salary payment
- The individual is not a professional service provider and not having business relationship whatsoever which may cause the inability to provide independent duties over the past 2 years
- Not being close relative to the executive or major shareholders of the company

Performance during the year 2021

- being audit committee member, participating in reviewing system of internal control, financial reporting, auditor, system of risk management
- participating in the formulation of policies, vision, commitment, and strategy in the operations of the Company
- having monitored of the results of operations in accordance with objectives, providing beneficial advice in business development, to enhance long term value add.
- encouraging business operations on the basis of good governance, preservation of environment, and social responsibility in relation to Company's business

Qualification of Independent Director

The Company has established qualification of independent director consists of qualification as prescribed by the Public Companies Act, and qualification as established by the Securities Exchange Commission namely:

Qualification of director as prescribed by the Public Companies Act

1. Must be an individual
2. Must have reached one's legal age
3. Must not have been declared bankrupt, incapacitated, or appeared to be incapacitated
4. Must not have been convicted and sentenced with prison term for guilt relating to properties committed by fraudulent act and
5. Must not have been penalized by dismissal, or discharged from Government or organization or agencies of the Government on ground of fraudulent conduct in performing one's duties

Qualification of an independent director as established by the Securities Exchange Commission

1. Holding no more than 1% of the total voting common stocks of the Company, its parent, subsidiaries, affiliates, or entities which may have conflicting interests with the Company including shares held by related parties to that of the particular independent directors
2. Not holding position of director or former director participating in the executive function of the Company, being employee, staff, advisor under Company's payroll, or individual having influential control over the Company, parent, subsidiary, affiliate, subsidiary at the same level or legal entity which may have conflicting interest with the Company except where the individual has exit from such position for at least 2 years prior to the appointment.
3. Not individual genetically connected, or through legal marriage in the form of parents, spouse, brothers-sisters, and children including spouses of children of executives, major shareholders, individuals with controlling interest or individuals who may be proposed to executive position or individual with controlling interest of the Company, or subsidiaries.
4. Not having or formerly having business relationship with the Company, parent, subsidiaries, affiliates, or legal entities who may have conflicting interest in the form that may impede an independent judgment of the director including not being or formerly being a major shareholder, director who is not independent director or executive of individual having business relationship with the Company, parent, subsidiary,

affiliate or legal entity who may have conflicting interest except where the individual has exit such position for at least 2 years prior to the appointment.

The aforementioned business relationship includes trade transaction performed in the normal course of business for the purposes of engaging in rental or property lease, transactions related to properties or services or providing, or receiving financial assistance via receiving or lending, guaranteeing, providing properties as securities for indebtedness including other like kind of activities which may result in the Company or contracting party having debt obligation to the other party accounting for 3% or more of the net tangible asset of the Company or Baht 20 million or more whichever is the lower. The computation procedure for debt obligation is to apply by adaption the computation for value of related party transaction announced by the Securities Exchange Commission on information disclosure, and operation of listed entities concerning related party transactions. However the consideration of debt obligation is to include debt obligation occurring during the period one year period prior to the date having business relationship with the same individual.

5. Not being or formerly being an auditor of the Company, parent, subsidiary, affiliate or legal entity which may have conflicting interest, and not being major shareholder, director who is not independent director, executive, or managing partner of an audit firm who has auditors being auditors of the Company, parent, subsidiary, affiliate, or legal entity which may have conflicting interest except where the individual has exit from such position for at least 2 years prior to the appointment.
6. Not being or formerly being provider of any professional services including legal counseling or financial advisory receiving service fees exceeding Baht 2 million per annum from the Company, parent, subsidiary, affiliate or legal entity which may have conflicting interest. Where the service provider is a legal entity to include its major shareholder, director who is not independent director, executive, or managing partner of the professional service provider except where the individual has exit from such position for at least 2 years prior to the appointment.
7. Not being director appointed as representative of director of the Company, major shareholders or shareholders related to the Company's major shareholders
8. Not having any other characters rendering the individual incapable of providing an independent opinion related to the operation of the Company.

Articles of Association Specifically Related to Shareholders' Meetings

Shareholders' Meetings

Article 36. The Board must convene shareholders' meeting as the Annual General Meeting within four (4) months subsequent to the ending of the Company's annual accounting period.

Other shareholders' meetings, other than under paragraph 1, are to be called 'extraordinary meeting'. The Board may convene extraordinary general meeting of shareholders whenever it considers appropriate.

One or more shareholders holding in aggregate at least ten percent (10) of the entire shares issued and subscribed shall jointly prepare requesting document for the Board to convene extra-ordinary shareholders' meeting at any time but must indicate matter and reasoning for the meeting request with clarity. In such an event, the Board must convene shareholders' meeting within forty- five (45) days from the date of receipt of the document from shareholders.

In the event the Board does not convene shareholders' meeting within the time period specified under paragraph three, shareholders who jointly request or other shareholders in aggregate holding the required number of shares, may convene the meeting by themselves within forty-five (45) days from the expiry date of the time period specified under paragraph three. In such an event, the shareholders' meeting is deemed to have been convened by the Board, and the Company shall be held responsible for expenses necessarily incurred for convening the meeting and reasonable facilitation.

In the event it is found that any shareholders' meeting as convened by shareholders per paragraph four the number of shareholders attending in the meeting does not meet the quorum requirement as specified under clause 38, shareholder per paragraph 4 must jointly be held responsible for and repay to the Company the expenses incurred for convening the particular meeting.

Article 37. To convene shareholders' meeting, the Board shall prepare meeting invitation document indicate the place, date, time, meeting agenda, and materials for the presentation at the meeting along with appropriate details indicated clearly that which relates to subject for acknowledgement, for approval, or for consideration along with the Board's opinion for the said subject matters indicated, and delivered to shareholders and the Registrar of the Public Companies no less than seven (7) days prior to the date of the meeting, and to publicize the

invitation document in newspaper for three (3) consecutive days, no less than three (3) days prior to the date of the meeting.

Article 38. At the shareholders' meeting, the quorum requirement shall be met when the number of shareholders and the proxy shareholders under power of attorney (if any) attend the meeting no less than 25 persons or no less than half of the total number of shareholders, and holding shares in aggregate no less than one third (1/3) of total number of shares issued and subscribed.

At the shareholders' meeting, when the scheduled meeting time elapses for an hour, the number of shareholders attend the meeting has not fulfilled the quorum requirement, and the meeting is requested by shareholders, the meeting shall be cancelled. If the meeting is not requested by shareholders, the meeting shall be re-scheduled and the invitation document delivered to shareholders no less than seven (7) days prior to the meeting date. At the latter meeting the quorum requirement needs not be applied.

Article 41. The Chairman of the Board of Directors shall preside as the Chairman at the shareholders' meeting. In the event the Chairman of the Board is absent or unable to perform the duty, if there is a Deputy Chairman of the Board, the Deputy Chairman of the Board shall preside as Chairman of the meeting, if there is no Deputy Chairman of the Board or the Deputy Chairman is unable to perform the duty, attending shareholders shall elect one shareholders to become the Chairman of the meeting.

Article 40. The shareholders' meeting shall be conducted in accordance with the sequence of the meeting agenda established in the invitation document unless the meeting passes resolution to alter the agenda with voting no less than two-third (2/3) of the attending shareholders.

When all the subject matters have been considered in accordance with the established meeting agenda, shareholders holding shares in aggregate no less than a third (1/3) of all the shares issued and subscribed may request the meeting to consider subject matter other than those established in the invitation document.

In the event the meeting is unable to complete consideration of the subject matters in accordance with the meeting agenda, or additional matters requested by shareholders, and deferment is necessary, the meeting shall establish place, date, and time for the next meeting. The Board shall deliver invitation document indicating the place, date, time, and meeting agenda to shareholders no less than seven (7) days prior to the date of the meeting, and to publicize the invitation document in newspaper for three (3) consecutive days, no less than three (3) days prior to the date of the meeting.

Power of Attorney to Attend the Meeting and the Voting Right of Shareholders

Article 39. At the Shareholders' Meeting shareholders may assign others to attend and vote on their behalf. The Power of Attorney must be prepared in writing affixing the signature of the assigner in the form prescribed by the Registrar of the Public Companies, and submitted to the Chairman of the Board or individual designated by the Chairman of the Board at the place of the meeting prior to the assignee attending the meeting. The document shall contain at the least the following items:

(Gor). The number of shares held by the assigner

(Kor). The name of the assignee

(Qor). The number of the meeting for the proxy shareholder to attend and vote

Article 42. At the Shareholders' Meeting each individual shareholder may exercise one vote for one share held

Shareholders may not vote for matters in which they have vested interest in other than voting for the appointment of directors.

Article 43. Voting for any resolutions or any approvals at the Shareholders' Meeting shall be by majority of the attending shareholders who are eligible to vote except as established otherwise in this Articles or under other circumstances established by Law or under the following instances - no less than three-quarter (3/4) of the number of votes of the attending shareholders who are eligible to vote

- the sale or transfer of the Company's essential business in whole in part to other party
- the purchase or receipt of business of other public company or private company
- the entering into, the modification, or the cancellation of the contract to lease the essential business of the Company in whole or in part, the assignment of other individual or entity to manage the business of the Company, the merger of the Company with other entity with the purpose of sharing profit
- the alteration, addition to the Memorandum, or the Articles of Association
- the increase or decrease in registered capital
- the issuance of debenture
- the merger or the liquidation of the Company

Qualification of Directors, the Appointment of Directors, and the Scheduled Retirement of Directors

Article 15. The Company shall have one Board of Directors consisting of at least five (5) directors. The Board shall elect among the directors, the Chairman of the Board. The Board may elect

Deputy Chairman or other position as appropriate. No less than half of the directors must have residency in the kingdom.

Article 16. Company's director needs not be a shareholder.

Article 17. The Shareholders' Meeting shall elect directors in accordance with the following rules and procedures

- 1) each shareholder shall be eligible to vote equal to the number of shares held
- 2) each shareholder may exercise one's right to vote for one individual or multiple individuals to become directors. In the latter case the shareholder may not split the number of votes among the director candidates.
- 3) Individual candidates who gather the highest number of votes in descending order become the elected directors equal to the number of directors required per the Articles or the number of directors needed at the particular meeting. In the event the subsequent candidate directors have equal number of votes in excess of the number of directors required per Articles, or the number of directors needed at the particular meeting, the Chairmen of the Meeting shall have the casting vote.

Article 18. At the Annual General Shareholders' Meeting, at least a-third (1/3) of the number of directors shall retire. If it is not possible to partition the number of available directors in to three parts, the nearest proportion to a-third should suffice for the purpose.

Directors who are scheduled to retire during the first, and the second year after registering the Company shall be elected by random drawing. For subsequent years, the longest servicing directors shall be retired first.

Retiring directors may be reappointed.

Director Compensation

Article 34. The Shareholders' Meeting shall establish benefit and compensation for directors.

Directors are eligible to be compensated by the Company by way of monetary reward, meeting fees, benefit, bonus, or other types of compensation in accordance with the Articles or as considered and established at the Shareholders' Meeting in specific amount, or in principle governing amount as required, or in force until modified. In addition, directors are eligible for other fringe benefits in accordance with Company Rules and Regulation

The right in the previous paragraph shall not affect the right of directors who are employees of the Company, to benefit from compensation and other fringe benefits as an employee of the Company.

Compensation payment under paragraph 1 and 2 shall not contradict with the maintenance of the qualification of an independence director according to law relevant to and established by the securities and securities exchange

Dividend Declared

- Article 48. Dividend declared is prohibited unless approved by resolution at the shareholders' meeting or resolution of the Board for interim dividend declared.
- Shareholders are to be informed of dividend declared in writing. Such announcement delivered to shareholders is to be publicized in newspaper for three (3) consecutive days. Dividend declared is payable within one (1) month from the date of resolution passed for dividend declared.
- Article 49. The Board may approve interim dividend from time to time when it is found that the Company earns reasonable profit to entertain such payment. The Board is to report interim dividend payment at the subsequent shareholders' meeting.
- Article 50. Dividend is to be appropriated in accordance with the number of shares equally among all shares unless established otherwise in this Article for preferred shares.
- Article 51. The Company must appropriate part of the net profit for the year as legal reserve amounting to no less than five (5) percent of net profit for the year deducted by deficit brought forward (if any) until the legal reserve reaches the amount no less than ten (10) percent of the Company's registered capital

Books of Account and Audit

- Article 56 The Board must arrange for the preparation of balance sheet and statement of income at the end of the fiscal year of the Company for presentation to the shareholders at the Annual General Shareholders' Meeting for consideration and approval. The Board of Directors must arrange for the audit of the financial statements prior to submission at the shareholders' meeting.
- Article 59 The Annual General Shareholders' Meeting shall appoint the auditor annually, and previous auditor may be re-appointed.
- Article 60 The compensation amount of the auditor shall be determined at the shareholders' meeting.

Independent Director Details for Proxy Document Preparation

1. Mrs. Prapasri Permsab	Age 72 years old
Position Title	Director, Independent Director, Audit Committee Chairperson, Nomination and Remuneration Committee member
Educational Background	Master of Business Administration (Public Accounting), St. John's University, New York, USA Bachelor of Accountancy (honored), Chulalongkorn University
Professional Training	Thai Institute of Directors Association (IOD)'s <ul style="list-style-type: none"> ● Director Certification Program (DCP), Class 258/2018 ● Advance Audit Committee Program (AAP), Class 29/2018 ● Board Nomination & Compensation Program (BNCP), Class 6/2019
Work Experiences	
2017 – 2021	Audit and Appraisal Committee member, Ministry of Public Health
2007 – 2015	Director of Audit Office, Red Cross Society Thailand
1980 – 2007	Assistant Director, Audit Department, Siam Cement PLC, Deputy Managing Director, Cement Thai Accounting, Director of Accounting and Finance, Siam Cement Group
1977 – 1979	Assistant Comptroller, ITT (Thailand) Co., Ltd.
1973 – 1976	Senior Auditor, Auditing Company Coopers & Lybrand
Position held in Other Listed Entities	- None -
Position held in Non-Listed Entities	
2020 – Present	Director, The Christian Foundation for the Blind in Thailand (CFBT)
Appointment Date	23 April 2018
Tenor of Service	3 Year 8 months
Meeting Attendance	Board of Directors for the year 2021, 5 times from 5 total The Audit Committee for the year 2021, 4 times from 4 total The Nomination and Remuneration Committee for the year 2021, 2 times from 2 total
Proportion of Shares Held	- None -
Holding in other entities which may be in conflict with interest of or in competition with this company	- None -
Nature of the Relationship	- Not being involved as an executive director, not an employee, or advisor with regular salary payment, not a professional service provider, not

having business relationship whatsoever which may cause the inability to provide independent duties over the past 2 years

- Not being close relative to the executive or major shareholders

Having vested interest differed from other directors within the agenda being presented in this meeting - none

2. Mr. Thailuck Leetavorn Age 73 years old

Position Title Director, Independent Director and Audit Committee member

Educational Background Master of Economics, Sul Ross State University, Texas, USA.
Bachelor of Accountancy, Faculty of Commerce and Accountancy (Statistics), Chulalongkorn University

Professional Training Thai Institute of Directors Association (IOD)'s
- The Directors Accreditation Program (DAP) (37/2005)
- The Director Certification Program (DCP) (64/2005)
- The Advance Audit Committee Program (AACP) (29/2018)
The Thai Listed Companies Association program:
- The Executive Development Program (EDP) (#1)
- CMA (#4), Capital Market Academy

Work Experiences

2013 – 2016 Independent Director and Audit Committee Member, Porn Prom Metal PCL
2012 – 2013 Independent Director, Porn Prom Metal PCL
2006 – 2009 Director, Chief Executive Officer, Unimit Engineering PCL
1993 - 2005 Chairman of the Board, Unimit Engineering Co.,Ltd.

Position held in Other Listed Entities

2012 – Present Independent Director and Chairman of the Audit Committee
 ,Porn Prom Metal PCL

2009 – Present Director, Unimit Engineering PCL

Position held in Non-Listed Entities - None -

Appointment Date 15 August 2017

Tenor of Service 4 Year 4 months

Meeting Attendance Board of Directors for the year 2021, 5 times from 5 total
The Audit Committee for the year 2021, 4 times from 4 total

Proportion of Shares Held - None -

Holding in other entities which may be in conflict with interest of or in competition with this company - None -

Nature of the Relationship

- Not being involved as an executive director, not an employee, or advisor with regular salary payment, not a professional service provider, not having business relationship whatsoever which may cause the inability to provide independent duties over the past 2 years
- Not being close relative to the executive or major shareholders

Having vested interest differed from other directors within the agenda being presented in this meeting - none -

Power of Attorney Type Gore

Written at

Date.....Month.....Year.....

1. I Nationality Residing at House #
 Road Sub-District District Province
 Post Code

2. Owner of Shares of **Eastern Commercial Leasing PLC**
 Holding in Total Shares with Voting Right Equal to Votes

3. Hereby Assign to

☐ Name Age Years, residing at house # Road
 Sub-District District Province Post Code
 E-Mail * Mobile number * or

☐ Mrs. Prapasri Permsub (Independent Director) Age 72 Years , residing at house # 55/73-74 Baan
 Mueng Ek 6, Lak Hok Subdistrict, Mueang Pathum Thani District Pathum Thani Provinc 12000 or

☐ Mr.Thailuck Leethavorn (Independent Director) Age 73 Years, residing at house 64/2
 Ekkamai Soi 10, Lane 4, Sukhumvit 63 Road, Khlong Tan Nuea Sub- district, Watthana District, Bangkok
 10110

Any one of the above and one individual only as my assignee to attend the meeting and vote on my behalf at the Annual General Shareholders' Meeting for the Year 2022 Via Electronic means (E-AGM) only on 25 April 2022 at 14:00 O'clock, at the Hotel Golden Tulip Sofferine Bangkok, Rama IX Road, Huay Kwang District, Bangkok or the venue as may be deferred to, on the date, time and at the place to convene such a meeting

I, a shareholder of Eastern Commercial Leasing Public Company Limited, consent Eastern Commercial Leasing Public Company Limited to send Link of E-AGM Meeting to the Assignee with the name and email address that I have specified in this proxy form hereto.

Remark Please correctly and completely fill in the form, especially email address and mobile phone number those specified with (*). Otherwise the Company shall not be able to send to the Assignee the Link of E-AGM used for logging-in to the electronic meeting system.

All acts the assignee committed at the Meeting are considered as if I have committed by myself in all material respect.

Signature.....The Assigner
 (.....)

SignatureThe Assignee
 (.....)

SignatureThe Independent Director Assignee
 (.....)

(Remarks at the back)

Power of Attorney
for the Annual General Shareholders' Meeting
for the Year 2022 (Type Gore)

Remarks

1. The shareholder who assigns one's right, must so assign to only one assignee as attendant who votes at the Meeting. The shareholder may not allocate one's shares held to multiple assignees for isolated voting.
2. The shareholder must assign one's right with the total shares held. Partial assignment of shares less than the total shares held is not permissible.
3. Documents and evidences required to be send to Company by the attendant prior to the E-AGM Meeting
 - A. Registration form for attending the E-AGM
 - B. Where the assigner / shareholder is an individual, to provide photo copy of identification card certified to be true and correct by said shareholder, and photo copy of the identification card of the assignee certified by the assignee to be true and correct.
 - C. Where the assigner / shareholder is a legal entity, to provide (1) photo copy of Company Certificate requested from company registrar no more than 3 months old, certified to be true and correct by authorized director affixed with company seal (if any) (2) photo copy of identification card of the authorized director who executes this Power of Attorney certified to be true and correct by authorized director, (3) photo copy of identification card of the assignee certified to be true and correct by the assignee

REMARK:

The company does not require the original ID of the assigner or requires things other than the document or circular of the authorities involved specifies.

Power of Attorney Type Kor

Written at

Date.....Month.....Year.....

1. I Nationality Residing at House #
 Road Sub-District District Province
 Post Code

2. Owner of Shares of **Eastern Commercial Leasing PLC**
 Holding in Total Shares with Voting Right Equal to Votes

3. Hereby assign to

☐ Name Age Years, residing at house # Road
 Sub-District District Province Post Code
 E-Mail * Mobile number * or

☐ Mrs. Prapasri Permsub (Independent Director) Age 72 Years , residing at house # 55/73-74 Baan Mueng
 Ek 6, Lak Hok Subdistrict, Mueang Pathum Thani District Pathum Thani Provinc 12000 or

☐ Mr.Thailuck Leethavorn (Independent Director) Age 73 Years, residing at house 64/2 Ekkamai Soi 10,
 Lane 4, Sukhumvit 63 Road, Khlong Tan Nuea Sub- district, Watthana District, Bangkok 10110

Any one of the above and one individual only as my assignee to attend the meeting and vote on my behalf at the Annual General Shareholders' Meeting for the Year 2022 Via Electronic means (E-AGM) only on 25 April 2022 at 14:00 O'clock, at the Hotel Golden Tulip Sofferine Bangkok, Rama IX Road, Huay Khwang District, Bangkok or the venue as may be deferred to, on the date, time and at the place to convene such a meeting

I, a shareholder of Eastern Commercial Leasing Public Company Limited, consent Eastern Commercial Leasing Public Company Limited to send Link of E-AGM Meeting to the assignee with the name and email address that I have specified in this proxy form hereto.

Remark Please correctly and completely fill in the form, especially email address and mobile phone number those specified with (*). Otherwise the Company shall not be able to send to the Assignee the Link of E-AGM used for logging-in to the electronic meeting system.

4. In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

- ☐ (A) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
☐ (B) To grant my/our proxy to vote at my/our desire as follows:

Agenda 1, Subject: To consider ratification of the Minute of the Annual General Shareholders' Meeting for the year 2021 dated 28 April 2021

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

**Power of Attorney
at the Annual General Shareholders' Meeting
for the Year 2022 (Type Kor)**

☐ **Agenda 2, Subject:** To consider ratification of company's results of operating for the period ended on 31 December 2021

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

☐ **Agenda 3, Subject:** To consider approval of the statement of financial position and statement of comprehensive income for fiscal year ended 31 December 2021

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

☐ **Agenda 4, Subject:** To consider approving appropriation for legal reserve , and To approve the dividends payment for the year 2021

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

☐ **Agenda 5, Subject:** To consider the appointment of directors replacing directors retired through rotation

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ The appointment of individual director

1. Name of Director: Mr. Phiphat Phornsuwan,

☐ For

☐ Against

☐ Abstained

2. Name of Director: Mrs. Duangrat Jaengmongkol,

☐ For

☐ Against

☐ Abstained

3. Name of Director: Mr. Sorapas Suttienkul,

☐ For

☐ Against

☐ Abstained

**Power of Attorney
at the Annual General Shareholders' Meeting
for the Year 2022 (Type Kor)**

☐ **Agenda 6, Subject:** To consider appointment of auditor and establishment of audit fees for Year 2022

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

☐ **Agenda 7, Subject:** To consider approving of compensation amount for directors, the Audit Committee members and Nomination and Remuneration Committee for the year 2022

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

(5) Any agenda voting of the proxy which is not complied with this letter shall be deemed as incorrect voting and it shall not be my voting in term of a shareholder.

(6) In case I/we do not specify my/our intention to vote in any agenda or not clearly specify or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

All acts the Assignee committed at the Meeting are considered as if I have committed by myself in all material respect.

Signature.....The Assigner

(.....)

SignatureThe Assignee

(.....)

SignatureThe Independent Director Assignee

(.....)

(Remarks at the back)

**Power of Attorney
for the Annual General Shareholders' Meeting
for the Year 2022 (Type Kor)**

Remarks

1. The shareholder who wishes to assign one's right, must so assign to only one assignee as attendant who votes at the Meeting. The shareholder may not allocate one's shares held to multiple assignees for isolated voting.
2. The shareholder must assign one's right with the total number of shares held. Partial assignment of shares less than the total number of shares held is not permissible.
3. Where the agenda under consideration are more than the agenda indicated above, the assigner may indicate additional assignment utilizing the Extension Form of the Power of Attorney as provided.
4. Documents and evidences required to be send to Company by the attendant prior to the E-AGM Meeting
 - A. Registration form for attending the E-AGM
 - B. Where the assigner / shareholder is an individual, to provide photo copy of identification card certified to be true and correct by said shareholder, and photo copy of the identification card of the assignee certified by the assignee to be true and correct.
 - C. Where the assigner / shareholder is a legal entity, to provide (1) photo copy of Company Certificate requested from company registrar no more than 3 months old, certified to be true and correct by authorized director affixed with company seal (if any) (2) photo copy of identification card of the authorized director who executes this Power of Attorney certified to be true and correct by authorized director, (3) photo copy of identification card of the assignee certified to be true and correct by the assignee

REMARK:

The company does not require the original ID of the assigner or requires things other than the document or circular of the authorities involved specifies.

Extension Form to Power of Attorney (Type Kor and Type Core)

The Assignment of Right of Shareholders of
 Eastern Commercial Leasing PLC
 at the Annual General Shareholders' Meeting for the Year 2022

For the Annual General Meeting of Shareholders for the Year 2022 (via electronic device) shall be held on Monday, April 25, 2022 at 14.00 hrs., or such other date, time and place as the meeting may be adjourned.

☐ Agenda....., Subject.....

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

☐ Agenda....., Subject.....

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

☐ Agenda....., Subject.....

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

I hereby certify that information in the Extension Form to Power of Attorney is complete, true and correct.

Signature..... The Assigner

(.....)

Signature..... The Assignee

(.....)

Signature..... The Independent Director Assignee

(.....)

Power of Attorney Type Core

Written at

Date.....Month.....Year.....

1. I Nationality Residing at House #
 Road Sub-District District Province
 Post Code

in the capacity of a Depository and Trustee (Custodian) for
 being a shareholder of **Eastern Commercial Leasing PLC**
 Holding in Total Shares with Voting Right Equal to Votes

2. Hereby assign to

☐ Name Age Years, residing at house # Road
 Sub-District District Province Post Code
 E-Mail * Mobile number * or

- ☐ Mrs. Prapasri Permsub (Independent Director) Age 72 Years , residing at house # 55/73-74 Baan Mueng Ek 6, Lak Hok Subdistrict, Mueang Pathum Thani District Pathum Thani Provinc 12000 or
- ☐ Mr.Thailuck Leethavorn (Independent Director) Age 73 Years, residing at house 64/2 Ekkamai Soi 10, Lane 4, Sukhumvit 63 Road, Khlong Tan Nuea Sub- district, Watthana District, Bangkok 10110

Any one of the above and one individual only as my assignee to attend the meeting and vote on my behalf at the Annual General Shareholders' Meeting for the Year 2022 Via Electronic means (E-AGM) only on 25 April 2022 at 14:00 O'clock, at the Hotel Golden Tulip Sofferine Bangkok, Rama IX Road, Huay Khwang District, Bangkok or the venue as may be deferred to, on the date, time and at the place to convene such a meeting

I, as a Custodian, consent Eastern Commercial Leasing Public Company Limited to send Link of E-AGM Meeting to the assignee with the name and email address that I have specified in this proxy form hereto.

Remark Please correctly and completely fill in the form, especially email address and mobile phone number those specified with (*). Otherwise the Company shall not be able to send to the Assignee the Link of E-AGM used for logging-in to the electronic meeting system

3. In this Meeting, I/we grant my/our proxy to vote on my/our behalf as follows:

- ☐ (A) To grant my/our proxy to consider and vote on my/our behalf as appropriate in all respects
- ☐ (B) To grant my/our proxy to vote at my/our desire as follows:

Agenda 1, Subject: To consider ratification of the Minute of the Annual General Shareholders' Meeting for the year 2021 dated 28 April 2021

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

**Power of Attorney
at the Annual General Shareholders' Meeting
for the Year 2022 (Type Core)**

☐ **Agenda 2, Subject:** To consider ratification of company's results of operating for the period ended on 31 December 2021

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

☐ **Agenda 3, Subject:** To consider approval of the statement of financial position and statement of comprehensive income for fiscal year ended 31 December 2021

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

☐ **Agenda 4, Subject:** To consider approving appropriation for legal reserve , and To approve the dividends payment for the year 2021

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ For

☐ Against

☐ Abstained

☐ **Agenda 5, Subject:** To consider the appointment of directors replacing directors retired through rotation

☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion

☐ (B) The Assignee shall vote as I so wish as follows:

☐ The appointment of individual director

1. Name of Director: Mr. Phiphat Phornsuwan,

☐ For

☐ Against

☐ Abstained

2. Name of Director: Mrs. Duangrat Jaengmongkol,

☐ For

☐ Against

☐ Abstained

3. Name of Director: Mr. Sorapas Suttienkul,

☐ For

☐ Against

☐ Abstained

Power of Attorney
at the Annual General Shareholders' Meeting
for the Year 2022 (Type Core)

- ☐ **Agenda 6, Subject:** To consider appointment of auditor and establishment of audit fees for Year 2022
- ☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion
- ☐ (B) The Assignee shall vote as I so wish as follows:
- ☐ For ☐ Against ☐ Abstained

- ☐ **Agenda 7, Subject:** To consider approving of compensation amount for directors, the Audit Committee members and Nomination and Remuneration Committee for the year 2022
- ☐ (A) The Assignee is granted the right to consider and vote on my behalf at his or her sole discretion
- ☐ (B) The Assignee shall vote as I so wish as follows:
- ☐ For ☐ Against ☐ Abstained

(4) Any agenda voting of the proxy which is not complied with this letter shall be deemed as incorrect voting and it shall not be my voting in term of a shareholder.

(5) In case I/we do not specify my/our intention to vote in any agenda or not clearly specify or in case the meeting considers or passes resolutions in any matters other than those specified above, including in case there is any amendment or addition of any fact, the proxy shall have the right to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

All acts the Assignee committed at the Meeting are considered as if I have committed by myself in all material respect.

Signature.....The Assigner
 (.....)

SignatureThe Assignee
 (.....)

SignatureThe Independent Director Assignee
 (.....)

(Remarks at the back)

**Power of Attorney
for the Annual General Shareholders' Meeting
for the Year 2022 (Type Core)**

Remarks

1. This Proxy Type Core is designed for shareholders who recorded as foreign shareholders and have appointed a Custodian to act as their Depository and Trustee in Thailand
2. Documents and evidences required to be send to Company by the attendant prior to the E-AGM Meeting
 - A. Registration form for attending the E-AGM
 - B. A Shareholder's power of attorney which authorizes the Custodian to sign the proxy on his/her behalf.
 - C. A letter of certification confirming that the person who signed the proxy has been authorized to engage in a custodian business.
 - D. Photocopy of the entity registration certificate issued by government authority of the country where the entity is located, certified to be correct by entity's authorized individual with document indicating that the individual affixing signature on the POA is so authorized by the entity shareholder
 - E. Where original documents are not in English, an English translation document must be prepared and attached, and certified to be the correct translation by entity's authorized individual. Where such documents are prepared in foreign countries, the notary public signature verification procedure must be performed.
 - F. Photocopy of passport (in case of foreign citizens) certified to be correct by entity's authorized individual
 - G. Photocopy of passport (in case of foreign citizens) or individual identification certified to be correct of the assignee
3. The shareholder who wishes to assign one's right, must so assign to only one assignee as attendant who votes at the Meeting. The shareholder may not allocate one's shares held to multiple assignees for isolated voting
4. In case of agenda for consideration in the Meeting is more than above stated, it can be specified in the attached supplemental Proxy Type Core.

REMARK:

The company does not require the original ID of the assigner or requires things other than the document or circular of the authorities involved specifies.

Shareholder Documents or Evidences Required to be Presented for Identification for Meeting Participation (via electronic media)

Submission of Registration Documents for Shareholder Identification and Proxy Procedure

As the company has scheduled for the Annual General Shareholders' Meeting for the year 2022 online via electronic media only on Monday 25 April 2022, in which there shall be no venue of meeting or any at site registration, the company therefore requests that shareholders register in advance for the online electronic media meeting.

The company has engaged OJ International Co., Ltd. as organizer of the online shareholders' meeting via electronic media (E-Meeting Service). Shareholders who would like to participate in the online electronic media meeting may proceed to do so based on the following procedures:

Required documents or evidences to be presented for meeting registration (via electronic media)

1. To inform the desire to participate in the meeting via electronic media, with information submission via email or posting

Please fill in the form document informing the desire to participate in the meeting via electronic media (E - AGM) as presented in the Attachment 10. Please fill in with detailed information indicating participant's email address, and mobile telephone number clearly for the purpose of meeting registration.

2. **For individual shareholder**

- 2.1 **Where the shareholders participate in the meeting by themselves**

- (A) Shareholders' copy of their valid and unexpired identification document
- (B) Or alternatively other copy of their identification document issued by authorities for example civil servant identification, state enterprise identification or passport in the case of foreigners

- 2.2 **Where the shareholders assign other individual under proxy to participate in the meeting on their behalf**

- (A) Proxy documents type GOR or type KOR enclosed with the invitation document with complete and accurate filled in of information affixed with signatures of assigner and assignee.
- (B) Copy of shareholder identification certified to be true and correct
- (C) Copy of identification certified to be true and correct of the assignee of the proxy document
- (D) Or alternatively other identification document as per 2.1 (B) affixed with signature certifying true and correct copy of the shareholder (s) and the assignee of the proxy document

3. **For legal entity shareholder registered in Thailand**

- 3.1 **For cases where legal entity authorized individuals participate in the meeting by themselves**

- (A) Copy of legal entity registration of the shareholders certified true and correct (issued no more than 90 days to date of submission) affixed with signature of legal entity authorized individual, indicated that the participants are with delegated authorities to act on behalf of the legal entity shareholders.

- (B) Copy of identification certified to be true and correct of the authorized individual who have delegated authorities to act on behalf of the legal entities
- (C) Or alternatively, other identification document as per 2.1 (B), affixed with signature certifying true and correct of the legal entity authorized individual.

3.2 For legal entity shareholders registered in Thailand assigning Proxy to other individual to participate in the meeting on their behalf

- (A) Proxy documents type GORE or type KORE enclosed with the meeting invitation document, filled in with complete and accurate information, affixed with signatures of the assignor and the assignee.
- (B) Copy of the legal entity shareholders registration document (issued no more than 90 days to date of submission) affixed with signature certified to be true and correct by legal entity authorized individual indicating that the assignor in the proxy document having delegated authorities to act on behalf of the shareholder legal entities.
- (C) Copy of identification certified to be true and correct of the legal entity authorized individual
- (D) Copy of identification certified to be true and correct of the individual assignee

4. For legal entity shareholders registered in a foreign country

- (A) Proxy documents type GORE or type KORE enclosed with the meeting invitation document, filled in with complete and accurate, affixed with signatures of the assignor and the assignee
- (B) Copy of the legal entity registration document issued by authorities of the country where the legal entities are located, certified to be true and correct by the legal entity authorized individual indicating that the assignor of the proxy document having delegated authorities to act on behalf of the shareholder legal entity
- (C) Documents without English original copy must be translated in English attached with the submitted document, and certified to be true and correct of the translated copy by the legal entity authorized individual. If the documents are prepared in a foreign country, it should be subject to signature certification through the notary public procedure.
- (D) Copy of passport (in case of foreign citizen) certified to be true and correct by legal entity authorized individuals
- (E) Copy of passport (in case of foreign citizen) or copy of identification certified to be true and correct by the assignee

5. Foreign shareholder investors appoint custodian for share deposit and monitoring

- (A) Proxy documents type GORE or type KORE or type CORE filled in, and affixed with signatures of assignor and assignee
- (B) Copy of legal entity registration documents issued by the authority of the country where the entity is located, certified to be true and correct by the legal entity authorized individual indicating that the

assignor in the proxy document having delegated authority to act on behalf of the shareholder legal entity.

- (C) Documents without English original copy must be translated in English attached with the submitted document, and certified to be true and correct of the translated copy by the legal entity authorized individual. If the documents are prepared in a foreign country, it should be subject to signature certification through the notary public procedure.
- (D) Copy of travel documents (for foreigner) certified to be true and correct of the individuals who are authorized to act on behalf of the legal entity.
- (E) Copy of travel documents (for foreigner) or copy of identification certified to be true and correct of the individual assigned with proxy
- (F) Power of attorney from the shareholders assigning share custodian to sign on behalf of the shareholders on the proxy document.
- (G) Confirmation document that the signer in the proxy document is authorized to engage in the share custodian business.

Remark: The company reserves the right to provide leniency regarding the presentation of individual shareholder identification document or evidences or individual holder of proxy for meeting participation as company feels appropriate.

Shareholder identity registration and proxy assignment procedure for the meeting via electronic media

1. For shareholders wish to participate in the meeting by themselves
 - Individual shareholders may participate in the meeting by themselves by filling in shareholder account number, and citizen identification number or other identification document (issued by authority) as identification document.
2. For shareholders wish to assign other individual to participate in the meeting on their behalf (not to independent directors)
 - For shareholders who wish to assign to any other individual or assignee to participate in the meeting on their behalf, may fill in information indicating name and details of the individual assignee indicated in the proxy documents type GORE, or KORE as announced by the Department of Business Development, the forms of which have been enclosed with the meeting invitation documents.
 - Please submit meeting intent document, filled in proxy document, affixed with signatures of assignor and assignee, along with identification documents of the assignor and the assignee as issued by the authority through company provided channel (per 4)
3. Shareholders who would like to provide proxy to an independent director
 - Shareholders who do not wish to participate in the meeting via electronic media by themselves may also assign one or the other company's independent directors namely Khun Prapasri Permsab or Khun

Thailux Leetavorn to participate in the meeting and vote on their behalf by crossing the space provided for independent director option in the proxy document as assignee for the meeting. The company has enclosed the proxy documents within the meeting invitation document as presented in Attachment 7. Names and brief background information of independent directors designated as assignees are provided per Attachment 6.

- Please submit the filled in and signed Proxy document along with identification documents of the assignor issued by the authority through company provided channel (per 4)

4. Submission of documents through company's channel of communication

Submission of intent document for participation in the electronic media meeting (per 1) as presented in the registration form per Attachment 10 and identification evidence along with supporting documents (per 2) via company provided channel of communication as follows:

Post: Office of Directors and Company Secretary
 Eastern Commercial Leasing PLC
 976/1 Soi Rama IX Hospital, Rim Klong Samsen Road,
 Bangkapi Sub-District, Huay Kwang District, Bangkok 10310

Email: apitsara@ecl.co.th

Within 16.30 O'clock on 19 April 2022 (documents received date) with posting no later than 8 April 2022 (provided for long public holidays)

- For registration problem resolution, please contact company official at phone number 02-641-5252 Extension 9413 and 9419 during office hours 08.30 - 16.30 O'clock from 1 April 2022 (except Saturday-Sunday and public holidays).

Remark: For E-Meeting Service registration, if attendants are shareholders and concurrently assignee from other shareholders, or attendants who are assignees from a number of shareholders, may utilize one common email address (same address) for each shareholder registration without limit on the number of assignments.

Electronic Media Conference Procedure / Voting via the E-Voting System

Submission of Advice or Enquiry

Electronic Media Conference Participation (E-AGM)

1. Upon complete verification of submission of meeting intent by shareholders or assignee under proxy, the applicants shall receive an email from the E – Meeting Service prepared by OJ International Co., Ltd. (e-agm@ojconsultinggroup.com) as service provider for the conference with link provided within the email for meeting purpose and system user manual 2 days prior to the meeting date. Please study the system user manual for E-AGM in details. Please contact the company immediately if no email is received within 22 April 2022.
2. Participation and voting via electronic media in the meeting may be done through computer/ notebook computer/ tablet and mobile telephone through Web Browser: Chrome with 4G high speed internet or basic home use internet service.

Remark: Participation in the conference via tablet and mobile telephone require installation of Zoom Cloud Meeting software prior to the conference which may be downloaded as follows:

iOS system	Android system
	
https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307	https://play.google.com/store/apps/details?id=us.zoom.videomeetings

3. The system shall be on 60 minutes ahead of the meeting time. Nonetheless, live broadcast shall be on only at the meeting time onward.
4. System access for the conference, both shareholders themselves or under proxy shall refer only to shareholder registration number, and citizen identification number / passport number of shareholders

5. Where participants experienced technical issue or problem regarding E – AGM system utilization, they may contact the company, OJ International Co., Ltd. through the indicated phone number in the email advice to be forwarded to shareholders along with the system user manual.
-

Voting through the E-Voting system

1. The Chairperson of the meeting requests shareholders to vote at each agenda
2. Participants shall be able to vote at each agenda – for, against, or abstained, one choice only. Agenda for acknowledgement shall require no voting.
3. In the event no voting is exercised in any agenda, the system has been set at default to determine no voting as ‘for’ voting (vote count method established toward favorable voting).
4. Where participants desire to change voting, they may do so by pressing once again the voting button.
5. In each agenda, the meeting may pass resolution with below vote count:

5.1 Agenda 1: To consider ratification of Minute of the Annual General Shareholders’ Meeting for the Year 2021 held on 28 April 2021.

Agenda 2: To consider ratification of operating results for year ended on 31 December 2021.

Agenda 3: To consider approval of Statements of Financial Position, and Statement of Income for the year ended on 31 December 2021

Agenda 4: To consider approval of the appropriation of legal reserve and dividend declared based on net profit generated during 2021

Agenda 5: To consider director appointment replacing director scheduled to be retired through rotation, requesting for individual director voting (3 times)

Agenda 6: To consider auditor appointment and establishment of audit fees for the year 2022.

All Agenda 1 – 6 required majority vote count of the attending and voting shareholders.

5.2 Agenda 7: To consider compensation for directors, and audit committee members for the year 2022, requires resolution passed at the shareholders’ meeting with vote count no less than two-third of the attending and voting shareholders

Submission of advice or enquiry relating to the business, industry, operating results of the company, or related to any agenda which shall be considered at the E-AGM conference:

In the event shareholders desire to submit various advice or enquiries, they may do so in two ways as follows:

1. Submit advice or enquiry in advance to the company prior to the meeting date through below channels:

Post: Office of Directors and Company Secretary
 Eastern Commercial Leasing PLC
 976/1 Soi Rama IX Hospital, Rim Klong Samsen Road,
 Bangkapi Sub-District, Huay Kwang District, Bangkok 10310

Email: apitsara@ecl.co.th

Telephone: 02-641-5252 Extension 9413 and 9419

2. Submit advice or enquiry during the meeting for E-AGM meeting participants indicating name, family name, including information whether the participants are shareholders participating in the meeting by themselves, or assignee under proxy at any time prior to submission of advice or enquiries. The company provides channels of communication for submission of advice and enquiry during the meeting as follows:

- Conversational channel via text printing system (Chat)
- Conversational channel via audio system which participants may press the hand raising button, and turn on microphone at the shareholders' own equipment upon system control official returning invitation advice for commencement of conversation. Please turn off microphone upon completion of conversation (Supplementary information may be viewed from system conference manual forwarded via email to the meeting participants)



แบบฟอร์มลงทะเบียนการประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท ตะวันออกพาณิชย์ลิซซิง จำกัด (มหาชน)

Registration form for attending the E-AGM of Eastern Commercial Leasing Public Company Limited

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....หมายเลขบัตรประชาชน/หนังสือเดินทาง.....

I/We, Identification Card/Passport number

สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Nationality Residing at No. Road Sub district

อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....

District Province Postal Code

(2) เลขทะเบียนผู้ถือหุ้น.....เป็นผู้ถือหุ้นของ บริษัท ตะวันออกพาณิชย์ลิซซิง จำกัด (มหาชน)

Shareholder registration number.....Being a shareholder of Eastern Commercial Leasing public

company limited โดยถือหุ้นรวมทั้งสิ้น หุ้น

Holding the total amount of share

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2565

I would like to participate the E-AGM for Annual General Meeting 2022

☐ เข้าร่วมประชุมด้วยตัวเอง

Self-Attending

☐ มอบฉันทะให้ (นาย/นาง/นางสาว).....ได้เข้าร่วมประชุมดังกล่าวข้างต้น

Proxy to

attend the meeting.

(3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม

Please send the Link to join the meeting by below email

อีเมล *.....(โปรดระบุ)

E-Mail * Please fill in the blank.

โทรศัพท์มือถือ *.....(โปรดระบุ)

Mobile Number * Please fill in the blank.

(4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามเอกสารแนบ 8 วิธีการเข้าร่วมประชุม ภายในวันที่ 19 เมษายน 2565

Please submit the required document per an attachment 8 by 19 April 2022

(5) เมื่อได้รับการยืนยันตัวตน บริษัทจะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ

Once you have verified, the company will send the Link to join the meeting via email

(6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม

Please prepare your Account Number and your Identification Card Number for log in the meeting.

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder

(.....)



EASTERN COMMERCIAL LEASING PLC.

976/1 soi praram 9 hospital, rimlong samsen rd.,
bangkapi sub-district, huaykwang district, bangkok 10310

Telephone : 0-2641-5252 Fax : 0-2641-5994-5

WWW.ECL.CO.TH