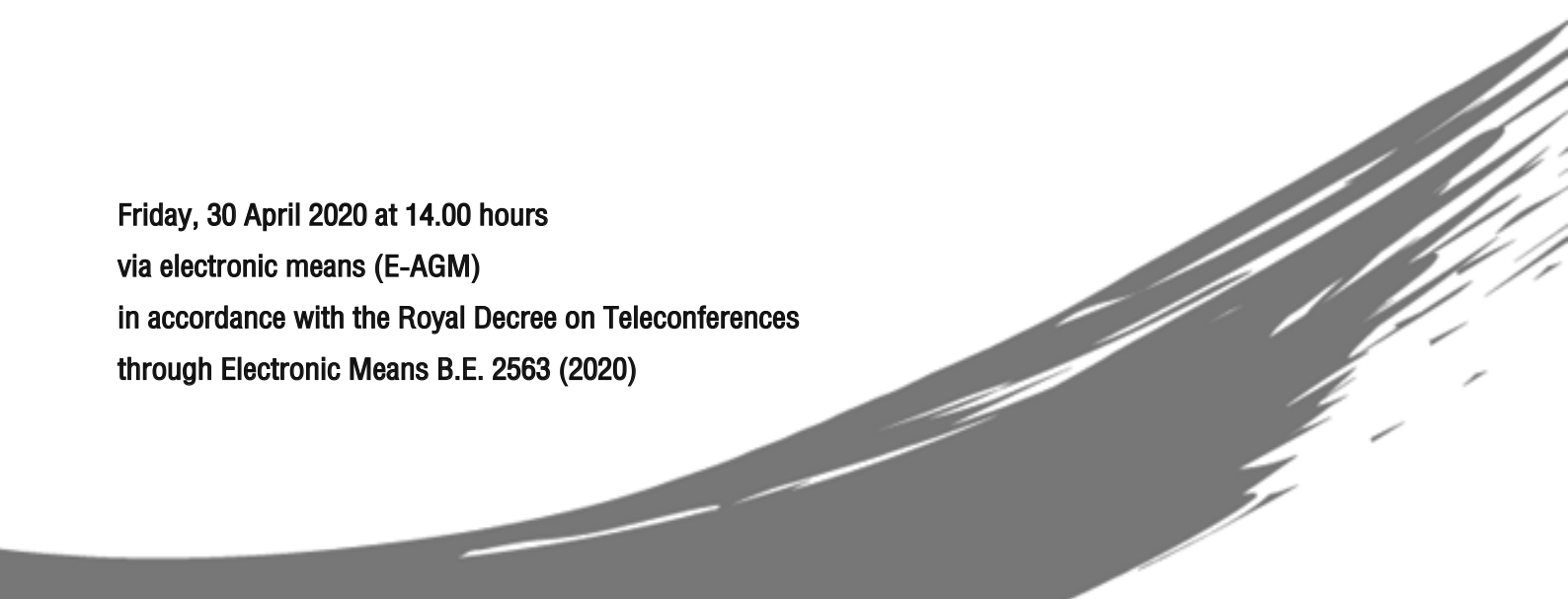


# **Invitation to the 2021 Annual General Meeting of Shareholders**

## **Finansia Syrus Securities Public Company Limited**

**Friday, 30 April 2020 at 14.00 hours**  
**via electronic means (E-AGM)**  
**in accordance with the Royal Decree on Teleconferences**  
**through Electronic Means B.E. 2563 (2020)**



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### **Enclosures for the meeting agendas of the 2021 Annual General Meeting of Shareholders**

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# Invitation to the 2021 Annual General Meeting of Shareholders

## Finansia Syrus Securities Public Company Limited

**Subject:** Invitation to the 2021 Annual General Meeting of Shareholders

**To:** Shareholders of Finansia Syrus Securities Public Company Limited

**Enclosures:**

1. Copy of the Minutes of the 2020 Annual General Meeting of Shareholders held on Wednesday, 29 April 2020;
2. 2020 Annual Report in QR Code format;
3. Profiles and work experience of candidates nominated for re-election as directors to replace those who are due to retire by rotation;
4. Profiles and work experience of the proposed auditors for the year 2021;
5. Profiles of the independent directors for appointment as proxy;
6. The Company's Articles of Association concerning shareholders' meetings
7. Guidelines for vote casting, vote counting, and notification of voting results;
8. Details of documents and evidence to be presented before attending shareholders' meetings via electronic means;
9. Proxy Form A and Form B; and
10. Manual for e-shareholders' meeting

On Tuesday, 23 February 2021, the Board of Directors' Meeting of Finansia Syrus Securities Public Company Limited ("**Company**") approved the summoning of the 2021 Annual General Meeting of Shareholders to be held on Friday, 30 April 2021 at 14.00 hours, via electronic means (E-AGM) in accordance with the Royal Decree on Teleconferences through Electronic Means B.E. 2563 (2020), to consider the agendas as follows:

### **Agenda 1 To certify the Minutes of the 2020 Annual General Meeting of Shareholders**

#### Objective and rationale:

The 2020 Annual General Meeting of Shareholders was held on 29 April 2020, as detailed in the Minutes of the 2020 Annual General Meeting of Shareholders (Enclosure 1), a copy of which was delivered to all shareholders together with the Notice of this Meeting. Therefore, the Company deemed appropriate to propose the 2021 Annual General Meeting of Shareholders to certify the Minutes of the 2020 Annual General Meeting of Shareholders.

#### Opinion of the Board of Directors:

The Board of Directors considered that the Minutes of the 2020 Annual General Meeting of Shareholders held on 29 April 2020 have been correctly and completely recorded and, therefore, deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to certify the Minutes of the 2020 Annual General Meeting of Shareholders.

Votes required for approval:

The resolution for this agenda requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

**Agenda 2 To acknowledge the Company's 2020 business operating results**

Objective and rationale:

The Company has summarized the details of the report on the Company's 2020 business operating results and the significant changes for the year 2020 ended 31 December 2020, as detailed in the 2020 Annual Report (Enclosure 2), which was delivered to all shareholders together with the Notice of this Meeting. Therefore, the Company deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to acknowledge the Company's 2020 business operating results.

Opinion of the Board of Directors:

The Board of Directors considered that the Company's 2020 business operating results as shown in the 2020 Annual Report were accurate, complete, and sufficient and, therefore, deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to acknowledge the Company's 2020 business operating results.

Votes required for approval:

This agenda item is for acknowledgement and, therefore, no casting vote is required.

**Agenda 3 To approve the 2020 financial statements of the Company for the fiscal year ended 31 December 2020**

Objective and rationale:

In order to comply with Section 112 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) ("**PLC Act**") and Article 40 of the Company's Articles of Association ("**AOA**"), the Company shall prepare the balance sheet and the profit and loss statements as of the end of the fiscal year and appoint an auditor to audit such balance sheet and profit and loss statements and propose them to the Annual General Meeting of Shareholders for approval.

In this regard, the Company has prepared the separate financial statements of the Company and the consolidated financial statements of the Company for the fiscal year ended 31 December 2020, which have been audited by EY Office Limited, the auditor of the Company and reviewed by the Audit Committee of the Company as detailed in the 2020 Annual Report under Section "Financial Statements" (Enclosure 2), which was delivered to all shareholders together with the Notice of this Meeting. Therefore, the Company deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the 2020 financial statements of the Company for the fiscal year ended 31 December 2020.

A summary of the key information in comparison with the previous year are detailed as follows:

Details from the consolidated financial statements	Fiscal year ended 31 December	
	2020	2019
Total assets	5,947	4,277
Total liabilities	3,516	1,928
Total shareholders' equity	2,431	2,349
Total revenues	1,747	1,295
Net profit (loss) – Equity holders of the Company	82	(138)
Profit (loss) per share – Equity holders of the Company (THB/share)	0.14	(0.24)

Opinion of the Board of Directors:

The Board of Directors considered and deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the 2020 financial statements of the Company for the fiscal year ended 31 December 2020, which have been audited by the auditor of the Company and reviewed by the Audit Committee of the Company.

Votes required for approval:

The resolution for this agenda item requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

**Agenda 4 To approve the appropriation of net profit for the year 2020 as legal reserve and dividend payment**

Objective and rationale:

Pursuant to Section 116 of the PLC Act and Article 43 of the AOA stipulate that the Company is required to set aside legal reserve at least 5% of net profit of the year after deducting all accumulated loss carried forward (if any) until such legal reserve is not less than 10% of the registered capital of the Company.

In addition, the Company has the policy to pay dividend at the rate of not less than 40% of net profit in accordance with the separate financial statements after the deduction of every reserves determined by the Company. However, the dividend payment shall be changed taking into account the Company's investment plan, necessity, and other appropriateness in the future. In consideration of dividend payment from net profit for the year 2020, such consideration shall include (1) the Company's business operating results (2) the Company has no retained loss (3) the Company has sufficient cash flow to pay dividend and (4) the Company's future investment.

At present, the Company has the registered capital of THB 930,244,840 and legal reserve in the amount of THB 78,640,769 or representing 8.45% of the registered capital which remains less than 10% of the registered capital. For the fiscal year ended 31 December 2020, the Company has net profit from its operation in the amount of THB 87,565,810. It is, therefore, appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the appropriation of net profit for the year 2020 as legal reserve at the rate of 5% of the net profit in the separate financial statements, or equivalent to THB 4,378,291 and dividend payment from net profit for the year 2020 to shareholders whose names appear on the list as of the record date on 29 March 2021 at the rate of THB 0.06 per share or equivalent to THB 34,884,181.50 or equivalent to 42% of the net profit after the deduction of every reserves

by paying from the annual net profit of the Company after deduction of the corporate income tax at the rate of 20% as detailed in the 2020 Annual Report under Section “Financial Statements” (Enclosure 2). In this regard, individual shareholders entitle to claim the tax credit at the rate of 20/80 times of the dividend received.

#### A comparison of the dividend payments from the year 2016 to 2020

Details of dividend payments	2020 Proposed year	2019	2018	2017	2016
1. Net profit (loss) from the separate financial statement (THB)	87,565,810	(140,832,838)	(35,789,842)	88,948,467	267,503,227
2. Number of shares (share)	581,403,025	581,403,025	581,403,025	581,403,025	581,403,025
3. Dividend per share (THB : share)	0.06	No dividend payment	0.06	0.06	0.13
4. Total dividend (THB)	34,884,181.50	No dividend payment	34,884,181.50	34,884,181.50	75,582,393.25
5. Dividend payout ratio from the separate financial statement after reduction of legal reserve	42%	No dividend payment	N/A (1)	41%	30%

**Remark:** <sup>(1)</sup> Dividend was paid from the Company's unappropriated retained profits.

#### Opinion of the Board of Directors:

The Board of Directors considered and deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the appropriation of the net profit for the year 2020 as legal reserve and dividend payment.

#### Votes required for approval:

The resolution for this agenda item requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

### Agenda 5 To approve the re-election of directors to replace those who are due to retire by rotation

#### Objective and rationale:

Pursuant to Section 71 of the PLC Act and Article 18 of the AOA, at every Annual General Meeting of Shareholders, one-third (1/3) of the directors must be retired by rotation. Should the directors be unable to be divided into three parts, the number of directors closest to one-third (1/3) of all directors shall be retired. A director who retires from his/her office may be re-elected.

At the 2021 Annual General Meeting of Shareholders, there are 3 directors who are due to retire by rotation, namely:

- |    |                                 |  |   |
|----|---------------------------------|--|---|
| 1. | Mr. Chuangchai Nawongs          | Chief Executive Officer                                  | Holding the position of director for 11 years 10 months |
| 2. | Pol. Gen. Visanu Prasattongsoth | Independent Director and Chairman of the Audit Committee | Holding the position of director for 11 years 7 months  |
| 3. | Mr. Phaiboon Siripanoosatie     | Independent Director and member of the Audit Committee   | Holding the position of director for 13 years 2 months  |

In this regard, the Company provided an opportunity for shareholders to nominate candidates for election as directors at the 2021 Annual General Meeting of shareholders during the period of 2 November to 30 December 2020. However, no shareholder nominated any candidates for election as directors at this meeting.

The Board of Directors (by the directors having no conflict of interest) thoroughly and carefully considered the qualifications of all 3 directors who are due to retire by rotation at the 2021 Annual General Meeting of Shareholders and viewed that they have knowledge, competencies, experience and expertise that are beneficial to the operation of the Company. In addition, they have qualifications in compliance with and did not have any prohibited characteristics under the PLC Act, the Securities and Exchange Act B.E. 2535 (as amended) and the relevant regulations. In this regard, although Pol. Gen. Visanu Prasattongosoth and Mr. Phaiboon Siripanoosatien have held the position of independent directors and members of the Audit Committee for more than 9 years, Pol. Gen. Visanu Prasattongosoth and Mr. Phaiboon Siripanoosatien are knowledgeable and capable persons with good understanding in the Company's securities business and has provided significant assistance and advices for the Company. Therefore, the 3 directors are suitable to be re-elected as the directors of the Company for another term of office. The profiles and work experience of such 3 directors are provided in the profiles and work experience of the candidates nominated for the re-election of directors to replace those who are due to retire by rotation (Enclosure 3), which was delivered to all shareholders together with the Notice of this Meeting. Therefore, the Company deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the re-election of directors to replace those who are due to retire by rotation for another term of office.

Opinion of the Board of Directors:

The Board of Directors (by the directors having no conflict of interest) thoroughly and carefully considered and deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the re-election of (1) Mr. Chuangchai Nawongs, (2) Pol. Gen. Visanu Prasattongosoth, and (3) Mr. Phaiboon Siripanoosatien as the directors of the Company for another term of office.

Votes required for approval:

The resolution for this agenda item requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

**Remark:** The casting vote for the appointment of directors is subject to Article 17 of the AOA concerning shareholders' meetings (Enclosure 6), which was delivered to all shareholders together with the Notice of this Meeting.

**Agenda 6 To approve the remuneration of directors and sub-committees of the Company for the year 2021**

Objective and rationale:

Section 90 of the PLC Act stipulates that the company shall not pay money or give any other asset to directors unless it is the payment of remuneration under the articles of association of the company. Since Article 23 of the AOA stipulates that director is entitled to receive remuneration from the Company as approved by a shareholders' meeting. The remuneration may be prescribed in a fixed amount or in principle and the remuneration criteria may be prescribed and applicable from time to time or applicable until a shareholders' meeting resolves otherwise.

The Board of Directors considered the appropriateness of directors' and sub-committees' remuneration based on various factors, i.e., the Company's business operating results, the size of the Company's business, and the duties and responsibilities of directors and sub-committees, in comparison with those of other companies with a similar capitalization and in the same industry, and viewed that the remuneration of directors and sub-committees for year 2021 shall be as follows:

1. Financial remuneration

**Meeting allowance** to be paid by position as follows:

Meeting allowance	2021 (Same rate)	2020
<b>The Board of Directors</b>		
Chairman	THB 50,000/attendance	THB 50,000/attendance
Deputy Chairman	THB 30,000/attendance	THB 30,000/attendance
Non-executive directors	THB 20,000/person/attendance	THB 20,000/person/attendance
<b>Sub-committees</b>		
<b>Audit Committee</b>		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
<b>Executive Board</b>		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
<b>Remuneration Committee</b>		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
<b>IT Security Committee</b>		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
<b>Other sub-committees which may be formed in the future by the Board of Directors as appropriate and where necessary</b>		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
<b>Other committees</b>		
<b>Meeting allowance to be paid to members of Management Committees or other committees which may be formed in the future by Executive Board as appropriate and where necessary</b>		
Chairman	THB 20,000/attendance	THB 20,000/attendance
Directors	THB 10,000/person/attendance	THB 10,000/person/attendance

**Remark:** Directors who hold an executive position shall not be entitled to receive a meeting allowance.



Directors' bonus In order to reward directors' and sub-committees' performance for the fiscal year ended 31 December 2021, the total bonus paid for all directors and sub-committees shall not exceed THB 10,000,000. In this regard, the Remuneration Committee shall be responsible for the allocation of such bonus.

Fiscal year ending 31 December 2021	Fiscal year ended 31 December 2020
Not exceeding THB 10,000,000	Not exceeding THB 10,000,000 (Actual payment totaling THB 6,500,000)

## 2. Other benefits

– None –

### Opinion of the Board of Directors:

The Board of Directors considered and deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the remuneration of directors and sub-committees for the year 2021 which have been considered by the Remuneration Committee as detailed above. In this regard, for the fiscal year ended 31 December 2020, the Company paid the remuneration and bonus to directors and sub-committees (excluding director who holds an executive position) in the amount of THB 8,950,000, as detailed in the 2020 Annual Report under Section "Corporate Governance" (Enclosure 2), which was delivered to all shareholders together with the Notice of this Meeting.

### Votes required for approval:

The resolution of this agenda item requires a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting and casting their votes, including abstentions in the calculation base.

## **Agenda 7 To approve the appointment of auditors and audit fees for the year 2021**

### Objective and rationale:

Pursuant to Section 120 of the PLC Act and Article 37 of the AOA, an auditor shall be appointed, and audit fee shall be determined by the Annual General Meeting of Shareholders. In this regard, the Company deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the appointment of auditors from EY Office Limited as the Company's auditors for the fiscal year ending 31 December 2021, with the following details:

- To appoint the following auditors from EY Office Limited to be the auditors of the Company, where any of the following auditors will be authorized to review and give opinion on the Company's financial statements:
  - Ms. Ratana Jala CPA (Thailand) License No. 3734 and/or
  - Ms. Somjai Khunapasut CPA (Thailand) License No. 4499 and/or
  - Ms. Wanwilai Phetsang CPA (Thailand) License No. 5315

In the event the aforementioned auditors are unable to perform their duties, the Company shall appoint other certified public accountants from EY Office Limited to perform the duties in place of them.

In this regards, the aforementioned 3 auditors are independent, and have no relationship and/or any interest with the Company, subsidiary, executives, or major shareholders or related person thereof as detailed in profiles and work experience of the auditors proposed for appointment for the year 2021 (Enclosure 4).

2. To approve audit fees for the year 2021 in the amount of THB 2,000,000.
3. To acknowledge the appointment of the auditors from EY Office Limited to be the auditors of FSS International Investment Advisory Securities Company Limited for the year 2021 and the determination of the audit fees in the amount of THB 400,000 and the appointment of the following auditors to review and give opinion on the financial statements of the subsidiary:
  - 1) Ms. Ratana Jala CPA (Thailand) License No. 3734 and/or
  - 2) Ms. Somjai Khunapasut CPA (Thailand) License No. 4499 and/or
  - 3) Ms. Wanwilai Phetsang CPA (Thailand) License No. 5315

In this regard, the audit fees of the Company and its subsidiary are the same as those of the previous year. The details of which are as follows:

**Details of the Company's audit fees in comparison between in 2020 and 2021**

Unit: THB

No.	Audit fees	2021 (Proposed year)	2020
1.	For reviewing the financial statements for the first quarter of year	250,000	250,000
2.	For auditing the financial statements for the six-months period	700,000	700,000
3.	For reviewing the financial statements for the third quarter of year	250,000	250,000
4.	For auditing the financial statement of the fiscal year	730,000	730,000
5.	For adoption of IFRS 9	-	-
6.	For issuing the financial statement (Clearance)	70,000	70,000
<b>Total</b>		<b>2,000,000</b>	<b>2,000,000</b>

In this respect, the audit fees mentioned above do not include non-audit fees.

- Remarks:**
1. Pursuant to the Notification of the Securities and Exchange Commission No. TorJor. 44/2556 Re: Rules, Conditions and Procedures for Disclosure regarding Financial and Non-financial Information of Securities Issuers dated 22 October 2013 (as amended) stipulates that listed companies shall rotate an auditor who has performed his or her duty in reviewing, auditing and giving opinion on the financial statements of the company for 7 consecutive fiscal years. In the case such auditor acts as the Engagement Partner, he or she shall take 5 consecutive years of cooling-off period from the audit engagement. In the case such auditor acts as the Engagement Quality Control Viewer (EQCR), he or she shall take 3 consecutive years of cooling-off period from the audit engagement. And in the case such auditor acts as the other Key Audit Partners, he or she shall take 2 consecutive years of cooling-off period from the audit engagement. However, in order for audit firms to prepare for the implementation of such Notification in the early period namely, during 2019-2023 ("**transition period**"), auditors shall take at least 3 years of cooling-off period instead of 5 years.

2. The auditors as proposed previously were appointed to be the Company's auditor as follows:

Name of auditors	Appointed as the Company's auditor	Signed in the Company's financial statements
1. Ms. Ratana Jala	2012 – 2021	2017 – 2020
2. Ms. Somjai Khunapasut	2012 – 2021	Never
3. Ms. Wanwilai Phetsang	2020 – 2021	Never

Opinion of the Audit Committee:

The Audit Committee considered the audit fees for the year 2021 and viewed that it was appropriate and suitable for the scope of audit by taking into account the complexity of Company's business and by comparing with other companies in the same industry as audit fees are similar to those of the companies in the same industry.

Opinion of the Board of Directors:

The Board of Directors considered the recommendations of the Audit Committee and deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the appointment of (1) Ms. Ratana Jala, CPA (Thailand) License No. 3734, and/or (2) Ms. Somjai Khunapasut, CPA (Thailand) License No. 4499, and/or (3) Ms. Wanwilai Phetsang, CPA (Thailand) License No. 5315, from EY Office Limited to be the Company's auditors and audit fees for year 2021 in the amount of THB 2,000,000, and the acknowledgement of the appointment of the same auditors for the Company's subsidiary, where the audit fees was determined in the amount of THB 400,000, as detailed above.

Votes required for approval:

The resolution for this agenda item requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

**Agenda 8 To approve the amendment to the Company's Articles of Association;**

Objective and rationale:

Since there are currently amendments to the laws regarding the electronic meeting according to the Royal Decree on Teleconferences through Electronic Means B.E. 2563 (2020) and the amendment to Section 100 of the PLC Act by granting the right to shareholders to call a shareholder's meeting in the case that the Board of Directors does not call a shareholder's meeting upon the shareholders' request. In this regard, in order for the Articles of Association of the Company to be in line with the aforementioned laws, the Company proposed to the 2021 Annual General Meeting of Shareholders to approve the amendment to the Company's Articles of Association as follows:

Articles of Association		
Section	Current articles	Amended articles
25/1	<p>In the case that the Board of Directors' meeting is held via electronic media, all directors attending the meeting must be in the Kingdom of Thailand, where at least one-third (1/3) of the quorum must be physically present at the same meeting venue. All meetings held via electronic media must be conducted in accordance with the meeting's monitoring system which has the security and protection of information, where, during the entire meeting, all directors attending the meeting must be audio and video recorded, as the case may be. In addition, the log file incurred from such recordings and the meeting's monitoring system must be in compliance with the standards of the security of the electronic meeting prescribed by the relevant authority.</p>	<p>Unless otherwise prescribed by laws, Board of Directors' meetings can be held via electronic means in accordance with relevant requirements, regulations, and laws.</p>
32	<p>The Board of Directors shall call a shareholders' meeting which is an Annual General Meeting of Shareholders within four (4) months of the last day of the fiscal year of the Company.</p> <p>Shareholders' meetings other than the one referred to in the first paragraph shall be called Extraordinary General Meetings of Shareholders. The Board of Directors may call an Extraordinary General Meeting of Shareholders any time the Board considers it expedient to do so.</p> <p>Shareholders holding shares with the amount not less than one-fifth (1/5) of the total number of shares sold or Shareholders numbering not less than twenty-five (25) persons holding shares with the amount not less than one-tenth (1/10) of the total number of shares sold may submit their names in a request directing the Board of Directors to call an Extraordinary General Meeting at any time, but reasons for calling such Meeting shall be clearly stated in such request. The Board of Directors shall proceed to call a shareholders' meeting to be held within one (1) month of the date of receipt of such request from the said shareholders.</p>	<p>The Board of Directors shall call a shareholders' meeting which is an Annual General Meeting of Shareholders within four (4) months of the last day of the fiscal year of the Company.</p> <p>Shareholders' meetings other than the one referred to in the first paragraph shall be called Extraordinary General Meetings of Shareholders. The Board of Directors may call an Extraordinary General Meeting of Shareholders any time the Board considers it expedient to do so.</p> <p><u><i>Unless otherwise prescribed by laws, shareholders' meetings can be held via electronic means in accordance with relevant requirements, regulations, and laws.</i></u></p> <p><u><i>A shareholder or shareholders whose collective shareholding is no less than ten (10) percent of the total number of issued shares may request the Board of Directors in writing to summon an extraordinary shareholders meeting at any time, by clearly specifying in the notice about the outlining matter and reasons why they request to call for a meeting. In such case, the Board of Directors shall hold a shareholders' meeting within forty-five (45) days from the date they receive the letter from shareholders.</i></u></p> <p><u><i>In the event that the Board of Directors does not hold a shareholders' meeting within the time limit under paragraph four, all registered shareholders or other shareholders whose collective holding is as specified may call for a meeting within forty-five (45) days from the expiry date of the period under paragraph four. In such case, it shall be considered that the shareholders' meeting is called by the</i></u></p>

		<p><u>Board of Directors, where the Company is responsible for any necessary expenses incurred from arranging a meeting and facilitating them as appropriate.</u></p> <p><u>In the event that a shareholders' meeting is called by the shareholders as mentioned in paragraph five and the number of shareholders attending the meeting does not constitute a quorum as specified in Section 34, such shareholders under paragraph five must be responsible and repay the Company the necessary expenses incurred from arranging the meeting.</u></p>
33	<p>In calling the shareholders' meeting, the Board of Directors shall prepare a written notice calling the Meeting that states the place, date, time, agenda of the Meeting and the matters to be proposed to the Meeting with reasonable details by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the registrar for their information at least seven (7) days prior to the date of the Meeting. The notice calling for the Meeting shall also be published in a newspaper at least three (3) days prior to the date of the Meeting for three (3) consecutive days.</p> <p>The meeting venue shall be in the province where the Company's headquarters is located or at any other place as the Board may prescribe.</p>	<p>In calling for a shareholders' meeting, <u>whether in physical or electronic meetings</u>, the Board of Directors shall prepare a written notice calling the Meeting stating the place, date, time, agenda of the Meeting and the matters to be proposed to the meeting with reasonable details by indicating clearly whether it is the matter proposed for information, for approval, or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters. The said notice shall be delivered to the shareholders and the registrar for their information at least seven (7) days prior to the date of the meeting. The notice calling for the meeting shall also be published in a newspaper at least three (3) days prior to the date of the meeting for three (3) consecutive days.</p> <p>The meeting venue shall be in the province where the Company's headquarters is located or at any other place as the Board may prescribe.</p>
34	<p>In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholders' meeting amounting to not less than twenty-five (25) persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third (1/3) of the total number of shares sold of the Company.</p> <p>At any shareholders' meeting, if one (1) hour passed since the time specified for the Meeting and the number of shareholders attending the Meeting is still inadequate for a quorum as defined in the first paragraph, and if such shareholders' meeting was called as a result of a request by the shareholders, the Meeting shall be cancelled. If such Meeting was not called as a result of a request by the shareholders, the Meeting shall be called once again and the notice calling such Meeting shall be delivered to shareholders not less than seven (7) days prior to the date of the Meeting. In the subsequent Meeting a quorum is not required.</p>	<p>In order to constitute a quorum, <u>whether in physical or electronic meetings</u>, there shall be shareholders and proxies (if any) attending at a shareholders' meeting amounting to not less than twenty-five (25) persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third (1/3) of the total number of shares sold of the Company.</p> <p>At any shareholders' meeting, if one (1) hour passed since the time specified for the Meeting and the number of shareholders attending the Meeting is still inadequate for a quorum as defined in the first paragraph, and if such shareholders' meeting was called as a result of a request by the shareholders, the Meeting shall be cancelled. If such Meeting was not called as a result of a request by the shareholders, the Meeting shall be called once again and the notice calling such Meeting shall be delivered to shareholders not less than seven (7) days prior to the date of the Meeting. In the subsequent Meeting a quorum is not</p>

		required.
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Opinion of the Board of Directors:

The Board of Directors considered and deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the amendment to the Company's Articles of Association as detailed above.

Votes required for approval:

The resolution of this agenda item requires a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders attending the meeting and having the right to vote, including abstentions in the calculation base.

**Agenda 9 To approve the issuance and offering of debentures of the Company in the amount not exceeding THB 2,000 million**

Objective and rationale:

To increase financial liquidity and/or pay debts and/or be used as investment and/or be used for business operation of the Company and/or expand the business, it is deemed appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the issuance and offering of debentures of the Company in the amount not exceeding THB 2,000 million (or the equivalent amount in any other currencies), details of which are as follows:

- Objectives:** To increase financial liquidity and/or pay debts and/or be used as investment and/or be used for business operation of the Company and/or expand the business
- Type of debentures:** All types and forms of debentures, including but not limited to subordinated or unsubordinated, amortizing or bullet, secured or unsecured, with or without representative of debenture holders, depending on the appropriateness of the market conditions and other related factors at the time of each issuance and offering of debentures
- Offering amount:** The total amount of existing unredeemed debentures at any particular time shall not exceed THB 2,000 million (or the equivalent amount in any other currencies). The amount of debentures that has been redeemed and/or the Company have made a buyback and/or repaid will be included as the amount of debentures that the Company can issue and offer again (Revolving Basis).
- Par value:** THB 1,000 per unit
- Interest rate:** Depends on market condition and other related factors at the time of issuance and offering debentures
- Term:** Up to 3 years from the issuance date
- Offering:** Debentures may be offered to public and/or private placement (specific investors and/or domestic and international institutional investors, and/or to high-net-worth investors) whether whole or partial, which may be in one or several tranches. In this regard, the issuance and offering of debentures shall comply with the relevant regulations of the Capital

Market Supervisory Board and/or the Office of the Securities and Exchange Commission and/or other related agency as well as other relevant regulations which are in force at the time of each offering and issuance of debentures.

**Early redemption:** Debenture holders may or may not have the right to redeem debentures before the maturity and the Company has or does not have the right to redeem debentures before the maturity, depending on the terms and conditions of each issuance and offering of debentures.

In this regard, the Board of Directors and/or the Chief Executive Officer and/or any person designated by the Board of Directors and/or the Chief Executive Officer shall be authorized to proceed any actions relating to the issuance and offering of debenture as follows:

- (a) determining terms and conditions and any other details necessary for, and pertinent to, the issuance and offering for each issuance and offering of debentures, such as determination of the name of debentures, offering amount of each issuance, type of debentures, security (if any), offering price per unit, term of debentures, maturity date, right of early redemption, interest rate, principal repayment and interest payment method, allocation method, any details of offering including signing the terms and conditions of the issuer of debentures and the holders of debentures;
- (b) entering into negotiation, agreement, execution, amending in any agreements or documentation relevant to or necessary for the issuance and offering of debentures, as well as contacting, providing, filing documentation and evidence with the Office of the Securities and Exchange Commission, the Thai Bond Market Association, the Bank of Thailand, or any other authorities or persons relevant to the issuance and offering of debentures, as well as registration or listing the debentures with the Thai Bond Market Association or other secondary markets, and undertaking any acts relevant to or necessary for each issuance and offering of debentures as deems appropriate;
- (c) appointing financial advisor, underwriter, registrar, debenture-holders' representative, credit rating agency, trustee, or any other person relevant to the issuance and offering of debentures which is required to be appointed in accordance with the relevant regulations, or in any other case as deemed appropriate; and
- (d) undertaking any actions necessary for and relevant to the issuance and offering of debentures until its completion as deems appropriate.

Opinion of the Board of Directors:

The Board of Directors considered the appropriateness of conditions and details of the issuance and offering of debentures of the Company and deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the issuance and offering of debentures of the Company in the amount not exceeding THB 2,000 million and the authorization of the Board of Directors and/or the Chief Executive Officer and/or any person designated by the Board of Directors and/or the Chief Executive Officer to determine any details relating to the issuance and offering of debentures as well as proceed any actions until its completion as deems appropriate as detailed above.

Votes required for approval:

The resolution of this agenda item requires a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders attending the meeting and having the right to vote, including abstentions in the calculation base.

**Agenda 10 To approve the issuance and offering of structured notes in the amount not exceeding THB 300 million**

Objective and rationale:

To increase financial liquidity and/or pay debts and/or be used as investment and/or be used for business operation of the Company and/or expand the business and be another source of income, structured notes can be modified to meet customer needs and can increase the variety of products for the customers of the Company. It is deemed appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the issuance and offering of structured notes in the amount not exceeding THB 300 million, details of which are as follows:

**Objectives:** To increase financial liquidity and/or pay debts and/or be used as investment and/or be used for business operation of the Company and/or expand the business

**Type of structured notes:** All types and forms of structured notes, including but not limited to name-registered or bearer form, subordinated or unsubordinated, secured or unsecured, with or without structured notes holders' representatives

**Term:** Up to 1 year from the issuance date

**Offering size:** Par value at any particular time shall not exceeding THB 300 million.

**Underlying assets:** Securities or index, which may be SET50 Index, SET100 Index, SET Index or securities listed on the Stock Exchange of Thailand, which may be individual securities, group of securities or index of other type of securities.

Underlying assets according to the relevant regulations of the Capital Market Supervisory Board, namely:

- (1) price or return on Thai securities, group of Thai securities, or index of group of Thai securities;
- (2) price or return on group of foreign securities traded on organized exchanges, or index of such group of foreign securities (in case the offering of structured notes will be made to institutional or high net worth investors);
- (3) cash inflow/cash outflow;
- (4) underlying asset price or index of underlying assets;
- (5) gold price or gold price index;
- (6) exchange rate of foreign currencies;
  - (6.1) interest rate
  - (6.2) credit derivative where type and feature are as specified by the Capital



Market Supervisory Board

- (7) credit ratings or credit events of debt instruments or bonds, or other type of debt instruments having similar characters, or credit ratings or credit events of repayment ability of the issuer of such debt instruments or debtors of the Company;
- (8) other underlying as specified by the Office of the Securities and Exchange Commission with approval from the Capital Market Supervisory Board.

**Repayment of principal / payment of return** In cash and/or delivery of underlying assets or securities which are not securities issued by the Company and/or delivery of other assets

**Offering:** Structured notes may be offered to domestic and/or international public and/or private placement (institutional investors, and/or high net worth investors and/or specific investors not exceeding 10 persons during any 4-month period) whether in whole or partial, by a single offering or multiple offerings whereby the Company is able to issue and offer on a revolving basis.

In this regard, the Board of Directors and/or the Chief Executive Officer and/or any person designated by the Board of Directors and/or the Chief Executive Officer shall be authorized to proceed any actions relating to the issuance and offering of structures notes as follows:

- (a) determining details and terms and conditions necessary for, and pertinent to, the issuance and offering of structures notes, such as interest rate, offering type of structured notes, offering amount of each issuance, condition and type of structured notes, underlying assets, offering price per unit, maturity, redemption period, early redemption, payment method of principal and interest, allocation method, and any other details on the issuance and offering of structured notes;
- (b) entering into negotiation, agreement, execution, amending in any agreements, documentation, application and necessary evidence relevant to or necessary for the issuance and offering of structured notes, as well as contacting, providing, filing application, waiver letter, or documentation and evidence with the Office of the Securities and Exchange Commission and/or other authorities relevant to the issuance and offering of structures notes, as well as registration or listing structured notes in both domestic and international secondary markets;
- (c) appointing any other person relevant to the issuance and offering of structured notes, in accordance with the relevant regulations (if required), or any other case as deemed appropriate
- (d) undertaking any actions necessary for and relevant to the issuance and offering of structured notes until the completion as deems appropriate

Opinion of the Board of Directors:

The Board of Directors considered the appropriateness of conditions and details of the issuance and offering of structured notes of the Company and deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to approve the issuance and offering of structured notes in the amount not exceeding THB 300 million

and the authorization of the Board of Directors and/or the Chief Executive Officer and/or any person designated by the Board of Directors and/or the Chief Executive Officer to determine any details relating to the issuance and offering of structured notes as well as proceed any actions until its completion as deems appropriate as detailed above.

Votes required for approval:

The resolution of this agenda item requires a vote of not less than three-fourths (3/4) of the total number of votes of the shareholders attending the meeting and having the right to vote, including abstentions in the calculation base.

**Agenda 11 Other matters (if any)**

The Company would like to invite shareholders to attend the 2021 Annual General Meeting of Shareholders via electronic means at the date and time as mentioned above where the registration for attending the Meeting will commence from 8 April 2021 onwards via the link below:

<https://portal.eservice.set.or.th/Account/?refer=z5FSY8hsNsQmcygHo6SQfskQs6CB8Um47vmPVDz5xhQeLDgYosjtbQ%3d%3d>



or The shareholders who would like to attend the Meeting are able to study the process and method to access the e-shareholders' meeting as detailed in the Enclosure 10.

For your convenience, if any shareholders wish to appoint a proxy to attend and cast the vote at the meeting on their behalf, please complete and sign Proxy Form A or Form B (Enclosure 9), which were delivered to all shareholders together with the Notice of this Meeting or, alternatively, shareholders may download such Proxy Forms: Form A, Form B or Form C (Form C is only for foreign investors who authorize the custodian in Thailand to keep and safeguard their shares) from [www.fnsyurus.com](http://www.fnsyurus.com). Please duly execute only one of the three forms.

In this regard, the Company kindly requests for shareholders' cooperation to submit the completed Proxy Form and evidence as required to the Company within 29 April 2021. Once your proxy form is verified by the Company, username, password, and OTP used for logging in to the e-shareholders' meeting will be sent to you via your given email. The online registration will be open from 12.00 hours on the Meeting date onwards.

In addition, shareholders may appoint an independent director, namely, Mr. Kittisak Bencharit, as proxy whereby the independent director will cast the votes on their behalf according to the voting instruction specified in the proxy form. In this regard, the details of the independent director are as appeared in profile of the independent director for appointment as proxy (Enclosure 5), which was delivered to all shareholders together with the Notice of this Meeting.

Sincerely Yours,  
Finansia Syrus Securities PLC



(Mr. Chatchaval Jiaravanon)  
Chairman of the Board of Directors

- Remarks:**
1. The Notice and other attachments are also published on the Company's website ([www.fnsyrus.com](http://www.fnsyrus.com)). Shareholders can submit the proxy form, evidence, and questions that are relevant to the agendas or other information of the Company in advance via E-mail address: [companysecretary@fnsyrus.com](mailto:companysecretary@fnsyrus.com) or registered post to the Office of the Company Secretary and Shareholders Engagement, Finansia Syrus Securities PLC, 719 MINT TOWER, 8th floor, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330 or fax to 02 658 9110 with the shareholder's information for the Company to contact back.
  2. Since the 2021 Annual General Meeting of Shareholders will be held via electronic means, therefore; please study the details and method to access the e-shareholders' meeting prior to attending the Meeting and complete the pre-registration process as detailed in the Enclosure 10.

**For more information, please contact**

Ms. Phatra Kanchanapraphat, or  
Mrs. Siripa Laohawarutchai, or  
Ms. Boonbaramee Tanyasiri,

Office of the Company Secretary and Shareholders Engagement,  
Finansia Syrus Securities PLC

Tel.: 02 658 0811, 02 658 0812-5

Fax: 02 658 9110

**Minutes of the 2020 Annual General Meeting of Shareholders  
of  
Finansia Syrus Securities Public Company Limited**

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**Date and time:** Wednesday, 29 April 2020 at 14.00 hours

**Venue:** Training Center of Finansia Syrus Securities Public Company Limited  
15<sup>th</sup> Floor, MBK Tower, No. 444, Phayathai Road, Wangmai Sub-district, Pathumwan District, Bangkok

**Preliminary proceeding:**

Mr. Chatchaval Jiaravanon, Chairman of the Board of Directors, acting as Chairman of the Meeting (“**Chairman**”) of Finansia Syrus Public Company Limited (“**Company**”) reported to the 2020 Annual General Meeting (“**Meeting**”) that from the names which appeared in the shareholders’ register book on the record date of 5 March 2020, the Company had 1,608 shareholders, in which 47 shareholders attended the Meeting representing 315,512,921 shares, equivalent to 54.26768 percent of the Company’s total issued and paid-up shares, thus, constituting a quorum according to Section 103 of the Public Limited Company Act B.E. 2535 (1992) (and amendments) (“**Public Limited Company Act**”) and Article 34 of the Articles of Association of the Company, which specifies that a quorum shall consist of the presence of the shareholders and proxies of at least 25 persons or at least half of the total number of shareholders, representing not less than one-third (1/3) of the total number of the shares sold. The Chairman then declared the Meeting duly open.

Ms. Kanokporn Khumsa-Ang acting as the Master of Ceremony (the “**MC**”) of the Meeting introduced the Board of Directors, executives, and advisors of the Company attending the Meeting as follows:

**Directors**

1.	Mr. Chatchaval	Jiaravanon	Chairman of the Board of Directors
2.	Mr. Varah	Sucharitakul	Deputy Chairman of the Board of Directors
3.	Mr. Chuangchai	Nawongs	Director and Chief Executive Officer
4.	Mr. Somphop	Keerasuntonpong	Director and President (Video Conference)
5.	Mr. Yang	Liu	Director (Video Conference)
6.	Mrs. Pornpring	Suksantisuwan	Director (Video Conference)
7.	Pol. Lt. Gen. Visanu	Prasattongosoth	Independent Director and Chairman of the Audit Committee
8.	Mr. Phaiboon	Siripanoosatien	Independent Director and member of the Audit Committee (Video Conference)
9.	Mr. Kittisak	Bencharit	Independent Director and member of the Audit Committee (Video Conference)

**Remark:** The Company's Board of Directors comprises of 9 persons, 9 of which attended the Meeting. The proportion of directors attending the Meeting is 100%.

#### Executives

- |    |                |            |  |
|----|----------------|------------|--|
| 1. | Ms. Chorpetch  | Riamdee    | Chief Financial Officer (CFO)                          |
| 2. | Mrs. Parichart | Khantasima | Senior Executive Vice President, Compliance Department |

#### Other attendees

##### External auditors from EY Office Company Limited

- |    |              |                 |
|----|--------------|-----------------|
| 1. | Ms. Ratana   | Jala            |
| 2. | Ms. Natnicha | Aramtiantamrong |
| 3. | Ms. Duttita  | Boonkosum       |

##### Legal advisors from The Capital Law Office Limited

- |    |             |                  |
|----|-------------|------------------|
| 1. | Ms. Vanida  | Thaneepanichskul |
| 2. | Ms. Saranya | Sakulpichetrat   |

#### Company Secretary

- |    |            |                 |
|----|------------|-----------------|
| 1. | Ms. Phatra | Kanchanapraphat |
|----|------------|-----------------|

Everyone was present at the Meeting and prepared to provide further clarification and information to any questions raised by shareholders.

The MC then reported to the Meeting the top ten largest shareholders of the Company. The Board of Directors chose the record date on 5 March 2020 to determine the shareholders entitled to attend the 2020 Annual General Meeting of Shareholders as follows:

Major shareholders		Number of shares held	Percentage
1.	FINANSA FUND MANAGEMENT LIMITED	170,269,978	29.29
2.	MORGAN STANLEY & CO. INTERNATIONAL PLC	67,383,222	11.59
3.	Industrial and Commercial Bank of China (Thai) Public Company Limited	58,140,302	10.00
4.	Thai NVDR Company Limited	50,724,773	8.72
5.	KIM ENG SECURITIES (HONG KONG) LTD. FOR DVP CLIENT.	44,511,860	7.66
6.	Mrs. Suporn Wattanavekin	15,671,944	2.70
7.	Mr. Anucha Sihanatkathakul	15,418,599	2.65
8.	Mr. Paitoon Manasilp	7,350,021	1.26
9.	Mr. Chamroen Rungwattanasat	5,500,000	0.95
10.	Mrs. Ketsara Manasilp	4,875,034	0.84
	Other shareholders	141,557,292	24.34
<b>Total</b>		<b>581,403,025</b>	<b>100.00</b>

Before commencing the agendas, the MC informed the Meeting of the voting procedures and vote count methods for acknowledgement as follows:

1. The Meeting will be convened according to the agendas delivered in advance along with the Notice. Each agenda will be presented, shareholders then are allowed to ask question prior to vote casting. Shareholders who intend to ask questions or express their opinions in the Meeting shall raise their hands. Once the Chairman or his delegate gives permission, the shareholders shall state their full name and whether they attend the Meeting as shareholders or proxies.
2. The Company's Articles of Association defines that each shareholder or proxy is entitled to the number of votes equivalent to the number of shares that each shareholder or proxy grantor held. One share shall be counted as one vote.
3. Any shareholders who have special interest on any agenda shall not be entitled to cast their votes in such agenda.
4. Proxies shall cast the vote in accordance with shareholders' instructions.
5. For shareholders who granted their proxies to independent directors, the Company will cast the vote of approval, disapproval, or abstention in accordance with shareholders' instructions.
6. In case shareholders or proxies cast the votes of approval, disapproval, or abstention, please state their votes on the designated option, and affix their signatures in the ballot cards.
7. Invalid ballot card means the ballot cards which shareholders unclearly state their votes, voting for more than one option on a single ballot card, or change of vote in the ballot card without the voter's signature. In case of change of vote, voters shall cross-out with their signatures thereon, otherwise it will be considered as an invalid ballot card which will be deducted from the total number of votes, except for the agenda which the total number of shareholders presents at the Meeting is counted as a total number of votes.
8. The vote counting according to the agendas of the Meeting is divided into two parts:
  - The resolutions of agendas that require a majority vote of shareholders attending the Meeting and casting their votes are: agenda 1, 3, 4, 5 and 7.
    - In vote calculation, the Company will deduct the votes of disapproval and abstention, as well as invalid ballots (if any) from the total number of votes of the shareholders attending in that agenda and the remaining number would be treated as votes for the approval of that agenda item. The vote counting would be calculated according to the total number of votes of shareholders present at the Meeting and voting, excluding the votes of abstention. If the ballot cards are not submitted, they will be treated as votes of approval.
  - The resolution of agenda that require a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the Meeting is agenda 6.

- In vote-calculation, the Company will deduct the votes of disapproval and abstention, as well as invalid ballots (if any) from the total number of votes of the shareholders attending the Meeting in agenda 6 and the remaining number would be treated as votes for the approval of that agenda item. The vote counting would be calculated according to the total number of votes of shareholders present at the Meeting, including the votes of abstention. If the ballot cards are not submitted, they will be treated as votes of approval.
9. During the vote casting process for each agenda, the Chairman or his delegate will inquire for disapproval and abstention. Shareholders who vote for disapproval or abstention shall raise their hands and mark such option on their ballot cards for the officers of the Company to examine and collect the recorded ballot cards in order to record the votes using barcode system. Shareholders who cast their votes for approval do not have to raise their hands but shall mark the approval option and return all ballot cards to the officer at the end of the Meeting.
10. Shareholders or proxies who wish to leave the Meeting, either prior to adjournment of the Meeting or after adjournment of the Meeting, shall return all of the ballot cards to the officers at the exit.

Upon the completion of voting procedures explained by the MC, the Chairman thereby commenced the Meeting and appoint Mr. Chuangchai Nawongs, Director and Chief Executive Officer (CEO), to convene the Meeting in accordance with the agendas delivered in advance along with the Notice as follows:

Before commencing the agendas, the CEO provided the reported on major events of the Company during the year of 2019 and the first quarter of the year 2020 as detailed as follows;

1. **25 April 2019**

The 2019 Annual General Meeting of Shareholders with majority vote approved no appropriation of the 2018 business operating results as legal reserve since, in 2018, the Company incurred net loss of THB 29,420,366. However, since the Company still had unappropriated retained profit from past business operation, the Meeting approved dividend payment from unappropriated retained profit at THB 0.06 per share totaling THB 34,884,181.50 to shareholders whose names are included in shareholder registrar on the record date on 28 February 2019. Dividend payment date was on 3 May 2019.

2. **22 May 2019**

The Company held a press conference at Pinnacle Room 1, 4<sup>th</sup> Floor, Intercontinental Hotel for the new look “Finansia HERO” under the concept of “Customer Centric” by opening a channel to listen to the usage problems through the investment consultants of the Company and on Social Media. The improved version satisfied the needs of customers and investors with complete, easily accessible, and fast information, allowing the trade to happen in a single application.

3. **9 July 2019**

The Company held a seminar called the “Global Investment in Digital Age” giving knowledge on investment in China, by inviting analysts from 'Shenwan Hongyuan Securities (HK) Limited', a leading Hong Kong broker to provide knowledge and investment analysis in China on '5G contract network, internet, and games'.

4. **19 September 2019**

The Company launched the inauguration of 'Wealth Management Department' and held a seminar for investment in the second half of 2019, inviting Asset Plus Fund Management, Principal Asset Management, and TMBAM Eastspring to present their investment perspectives in the event at Chatra Room 1, 2nd floor, Siam Kempinski Hotel, Bangkok.

5. **13-14 January 2020**

The Company held the “Finansia Investment Conference 2020” for the second year with over 60 leading Thai listed companies for local institutional investors. The event was honored by Mr. Khawar Ahmad Khan as Director, Operations, Carmine Energy Pte Ltd, Malaysia in the lecture “LNG's Evolution in Thai Industrialization” on the first day on 13 January at The St. Regis Bangkok.

**Agenda 1 To certify the Minutes of the 2019 Annual General Meeting of Shareholders**

The CEO reported to the Meeting that the Company had prepared the Minutes of the 2019 Annual General Meeting of Shareholders held on 25 April 2019 as detailed in the copy of the Minutes of the 2019 Annual General Meeting of Shareholders, Enclosure 1, which had been sent to shareholders together with the Notice. The Board of Directors viewed that it was accurately recorded and contained all resolutions of the 2019 Annual General Meeting of Shareholders.

The CEO then asked whether the shareholders had any questions and no question was raised.

The MC, then, requested the Meeting to vote and informed that for this agenda, the resolution shall be passed by a simple majority of the shareholders attending the Meeting and casting their votes, excluding those who abstain from voting. The MC also informed that there was no additional shareholder and proxy holder attending the Meeting. Therefore, there were 47 shareholders and proxy holders, holding 315,512,921 shares in total.



**Resolution:** The Meeting considered and resolved to certify the Minutes of the 2019 Annual General Meeting of Shareholders, held on 25 April 2020 as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	315,512,921	100.00000
Disapproved	-	-
Abstained	-	-
Invalid votes	-	-

## **Agenda 2 To acknowledge the Company's 2019 business operating results**

The CEO reported to the Meeting that the Company had summarized the details of the Company's business operating results and significant changes for the fiscal year ended 31 December 2019, where the details of which appear in the 2019 annual report in the QR Code form as appeared in Enclosure 2 which had been sent to shareholders together with the Notice. The CEO summarized the Company's business operating results as follows:

The Company's business plan for the year 2019 consists of 3 following main goals:

1. Retail - Become no.1 online broker
2. Institution - Expand into local funds and increase foreign
3. Non-brokerage - Expand into wealth management

Implementation of the aforementioned business plan is as follows:

1. Retail - The Company developed and modified the Finansia HERO application based on the feedback received from customers, including account opening and settlement systems. The Company also engaged in extensive online and offline marketing campaigns.
2. Institution - The Company accepted the transfer over of the research team from BNP Paribas Asia to improve its service for local institutional investors.
3. Non-brokerage - The Company set up the Wealth Management Department and applied for the Private Fund Management License. Moreover, the Investment Banking Department maintained its IPO pipeline to be similar to that of previous year, and commenced issuance of Index Derivative Warrants (DW).

However, due to stagnant market conditions in 2019, which may be considered the worst during the last 10 years, in which the SET Index remained sideways due to the slowdown in trading of retail investors. Such a phenomenon directly affected

the Company's brokerage business as the Company's customer base and main income are derived from trading of retail investors. This can be seen from the daily trading volume that decreased from THB 23,540 million in 2018 to THB 17,937 million in 2019, a decrease of 23.8%.

However, the Company's market share increased from 4%, 9<sup>th</sup> place, in 2018 to 6.15%, 2<sup>nd</sup> place, in 2019 due to onboarding of high frequency traders utilizing program trading. Such trading directly affected the trading volume of retail investors. Therefore, in order to maintain our market share, the Company increased the proportion of such group of foreign investors, in line with the foreign investor proportion of the overall market. As a result, the trading volume of foreign institutional investors increased from 10% in 2018 to 52% in 2019, resulting in the overall trading volume increasing from THB 991,245 million in 2018 to THB 1,380,422 million in 2019, an increase of 39.2%

Regarding retail investors, trading volumes and revenue from commission decreased significantly, in line with the industry. The trading volume of individual investors decreased from THB 838,916 million in 2018 to THB 589,875 million in 2019, a decrease of 29.7% and revenue from commission decreased from THB 784 million in 2018 to THB 566 million in 2019, a decrease of 27.8%

Regarding local institutional investors, there was a growth in the area due to the new research team mentioned above. The trading volume of local institutional investors increased from THB 51,413 million in 2018 to THB 75,102 million in 2019, an increase of 46.1% and revenue from commission increased from THB 53 million in 2018 to THB 79 million in 2019, an increase of 49.1%

Regarding foreign institutional investors, there was a rapid growth due to high frequency trading the commissions from such group of customers were quite thin. The trading volume of foreign institutional investors increased from THB 100,915 million in 2018 to THB 715,444 million in 2019, an increase of 609% and revenue from commission increased from THB 45 million in 2018 to THB 66 million in 2019, an increase of 53.9%

Regarding TFEX, there was a substantial growth because Block Trade of Single Stock Futures received positive response from investors. Trading volume increased from 4.6 million contracts in 2018 to 6.8 million contracts in 2019, an increase of 45.6% and revenue from commission increased from THB 80 million in 2018 to THB 94 million in 2019, an increase of 17.2%.

Regarding DW, as the Company started to issue SET50 Index in June 2019, the Company's notional amount increased steadily from THB 1,026 million in June to THB 2,175 million in December and the highest at THB 4,027 million in October. The Company ranked no. 5 in 2019.

Regarding investment banking business, in 2019, the Company became the lead underwriter of 3 IPOs with a combined size of THB 2,340 million, resulting in THB 30.6 million revenue from underwriting fees and THB 16.5 million revenue from advisory fee, a total of THB 47.1 million, a decrease from the previous year.

Therefore, when considering the 2019 business operating results from the consolidated financial statements of the Company, it can be seen that the total revenue decreased from THB 1,461.6 million in 2018 to THB 1,294.6 million in 2019, a decrease of 11% while expenses decreased by only 2% from THB 1,500.3 million in 2018 to THB 1,468.1 million, resulting in a loss of THB 140.8 million. In this regard, the Company has been trying to reduce personnel costs by means of organizational restructuring, by reducing the number of employees from 760 persons in 2018 to 680 persons in 2019, a decrease of 11%, making personnel expenses decreased from THB 841.1 million in 2018 to THB 756.3 million in 2019, a decrease of 10%.

The Company's performance in 2019 in each main business segment is as follows:

Securities and derivatives broker segment	-	Net profit decreased from THB 205 million in 2018 to THB 102 million in 2019 as a result of reduced trading volume.
Investment Banking	-	Net profit decreased from THB 33.5 million in 2018 to THB 21.5 million in 2019.

For the 2020 business plan, E-business will continue to be the Company's top priority with the objective of expanding users of Finansia HERO application. Finansia HERO application originated from the cooperation of the Company with KIWOOM Securities Co., Ltd. ("**KIWOOM**"), the securities company with the no. 1 online market share in South Korea. The Company was granted a license to use and adapt KIWOOM's securities trading application for the Company's customers. Since last year, the Company has continuously improved the screen and functions of the application as recommended by customers. Trading volume increased from THB 1,899 million in January 2019 to THB 14,743 million in March 2020. The number of active accounts increased from 4,383 accounts in January 2019 to 7,460 accounts in March 2020. And the number of customers placing orders per day increased from 1,011 persons in January 2019 to 1,749 persons in March 2020.

For 2020, the Company also plans to launch a new version of the application for PC users, which has been fixed according to the recommendations of customers and marketing officers and will continue the training for customers when the situation goes back to normal. In the meantime, the Company will continue to do online marketing via Social Media.

Regarding investment banking business, the Company plans to be lead underwriter of at least 2 IPO issues similar to 2019.

Regarding Wealth Management Department, the Company targets to increase its asset under management (AUM) from THB 4,383 million in 2019 to THB 10,000 million in 2020. An increase of THB 1,000 million is expected to come from Private Fund Management business.

Regarding DW, the Company plans to increase the notional amount from THB 1,724 million, ranked no. 5, in 2019 to THB 3,500 million, ranking top 3 in 2020.

Regarding credit balance, the Company has a relatively low margin loan portfolio compared to competitors with similar market share. The Company plans to maintain this conservative policy.

In terms of cost reduction in office space rental cost, the Company had reduced the office space rental at The Offices at Central World and plans to cancel the rental of office space at Amarin and MBK Building. Canceling the rent of office space will reduce the cost by THB 8 million per year. In addition, the Company plans to relocate its IT systems to data centers.

The MC asked the Meeting whether any shareholder had any question and no question was raised.

The MC, then, informed the Meeting that this agenda is for acknowledgement and no vote casting is required. The MC also informed the Meeting that there were 2 additional shareholders and proxy holders attending the Meeting, holding 900 shares. Therefore, there were 49 shareholders and proxy holders, holding 315,513,821 shares in total attending the Meeting.

**Remark:** This agenda is for acknowledgement and no vote casting is required.

**Agenda 3 To approve the 2019 financial statements of the Company for the fiscal year ended 31 December 2019**

The CEO reported to the Meeting that in order to comply with Section 112 of the Public Limited Company Act B.E. 2535 (and amendments) and Article 40 of the Company's Articles of Association, the Company shall prepare the balance sheet and the profit and loss statements as of the end of the fiscal year and appoint an auditor to audit such balance sheet and profit and loss statements and propose them to the Annual General Meeting of Shareholders for approval.

In this regard, the Company has prepared the separate financial statements of the Company and the consolidated financial statements of the Company for the fiscal year ended 31 December 2019, which have been audited by EY Office Limited, the auditors of the Company and reviewed by the Audit Committee of the Company as detailed in the 2019 Annual Report (Enclosure 2: "Financial Statements"), which was delivered to all shareholders together with the Notice of this Meeting.

A summary of the key information in comparison with the previous year are detailed as follows:

Unit: THB million

Details from the consolidated financial statements	Fiscal year ended 31 December	
	2019	2018
Total assets	4,277	4,754
Total liabilities	1,928	2,223
Total shareholders' equity	2,349	2,531
Total revenues	1,295	1,469
Net profit (loss) – Equity holders of the Company	(138)	(23.7)
Profit (loss) per share – Equity holders of the Company (THB/share)	(0.24)	(0.04)

The CEO asked the Meeting whether any shareholder had any question. Shareholders had questions regarding the agenda as detailed below:

**Ms. Suphatra Siththichay, a shareholder and a proxy**

1. What is the cause of the loss in 2019?
2. Is it possible that the Company will not charge commission from customers?

**CEO**

1. Most of the losses are caused by the cost of investment in the Finansia HERO system, which consists of application development expenses, royalty fee, depreciation expense, and marketing and other expenses. However, the Company views that the investment is for long-term development to cope with the changing behavior of Thai investors and may require time to convert from the existing platform. In the past year, the Company has seen improvement in the number of users of the application respectively. In 2020, expenses are expected to remain the same but the Company is expected to generate substantially higher revenue that will be able to cover such expenses. In addition to customers who already trade securities through the existing platform, there are many new customers opening accounts in Finansia HERO because of the advantage of the application that allows customers to open accounts and trade quickly. Moreover, Finansia HERO will also enable the Company to have a competitive edge since it is expected that the brokerage business will increasingly go online.
2. Theoretically, it is possible. However, in Thailand, there is still no brokerage company that uses such business practice.

**Mr. Somyoth Saksrikunakorn, a proxy**

How much is the cost of the cloud service that the Company plan to use to store data and how secure is it?

**CEO**

The Company plan to use private cloud service provided by companies located in Thailand. No data transfers to and from foreign countries, thus ensuring information security. The company providing the private cloud service will also have electrical and backup network systems to prevent system crashes. However, for very sensitive data, the Company will keep the data and not moving it to the cloud system. In addition, the cloud system allows the Company to access and control the data easily. This will reduce costs by approximately THB 10 million per year.

**Mr. Sathaporn Kotheeranurak, a shareholder**

1. On page 41 of the Annual Report, what is the cash that was paid for intangible asset in the amount of THB 65,953,981? And on page 36 of the Annual Report, why intangible assets decreased by THB 13,876,302?
2. On page 63 of the Annual Report, which type is the write-off doubtful accounts in the amount of THB 69,151,000? Did the Company follow the debt collection process to the end? And can it be used as tax benefit?
3. On page 40 of the Annual Report, net cash provided by (used in) operating activities was negative 203,256,113. What is the Company's liquidity management policy in 2020?

**CFO**

1. The said amount of intangible assets is the expense of Finansia HERO's add-on software and the reason the intangible assets decreased by THB 13,876,302 is because the add-on software is under development and intangible assets in 2018 was amortized annually as usual.
2. The bad debt occurred since the merger in 2009. The Company has proceeded according to the process of the court in court execution, including freezing assets, which has already been completed. And the Company has not received tax benefits from the write-off since tax benefits have already been booked.
3. According to the 2020 business plan, the Company plans to increase revenue to make cash flow back to positive.

**Mr. Varah Sucharitakul, Deputy Chairman of the Board of Directors**

3. The Company has adequate facilities to manage its credit liquidity with a loan facility of THB 1,600 million baht, of which only THB 50 million is currently utilized.

The MC asked the Meeting whether any shareholder had any more question and no question was raised.

The MC, then, requested the Meeting to vote and informed that for this agenda, the resolution shall be passed by a simple majority of the shareholders attending the Meeting and casting their votes, excluding those who abstain from voting. The MC also informed that there was 1 additional shareholder and proxy holder attending the Meeting, holding 1 share. Therefore, there were 50 shareholders and proxy holders, holding 315,513,822 shares in total.

**Resolution:** The Meeting considered and resolved to approve the financial statements of the Company for the fiscal year ended 31 December 2019, as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	315,513,822	100.00000
Disapproved	-	-
Abstained	-	-
Invalid votes	-	-

**Agenda 4 To approve no appropriation of the net profit for the year 2019 as legal reserve and no dividend payment**

The CEO reported to the Meeting that Section 116 of the Public Limited Company Act and Article 43 of the Company's Articles of Association stipulate that the Company is required to set aside legal reserve at least 5% of net profit of the year after deducting all accumulated loss carried forward (if any) until such legal reserve is not less than 10% of the registered capital of the Company.

At the present, the Company has the registered capital of THB 930,244,840 and legal reserve in the amount of THB 78,640,769, representing 8.45% of the registered capital which remains less than 10% of the registered capital. However, in 2019, the Company has incurred loss from its operation in the amount of THB 140,832,838 as detailed in the 2019 Annual Report (Enclosure 2: "Financial Statements"), which was delivered to all shareholders together with the Notice of this Meeting. Therefore, the Company deemed it appropriate to propose the 2020 Annual General Meeting of Shareholders to approve no appropriation of the net profit for the year 2019 as legal reserve and no dividend payment.

In this regard, the Company has the policy to pay dividend at the rate of not less than 40 percent of net profit in accordance with the separate financial statements after the deduction of every reserves determined by the Company. However, the dividend payment shall be changed taking into account the Company's investment plan, necessity and other appropriateness in the future.

A comparison of the dividend payments from the year 2015 to 2019						
Details of dividend payments		2019 (Proposed year)	2018	2017	2016	2015
1.	Net profit (loss) from the separate financial statement (THB)	(140,832,838)	(35,789,842)	88,948,467	267,503,227	162,503,285
2.	Number of shares (share)	581,403,025	581,403,025	581,403,025	581,403,025	581,403,025
3.	Dividend per share (THB : share)	No dividend payment	0.06	0.06	0.13	0.13
4.	Total dividend (THB)	No dividend payment	34,884,181.50	34,884,181.50	75,582,393.25	75,582,393.25
5.	Dividend payout ratio from the separate financial statement	No dividend payment	N/A <sup>(1)</sup>	41%	30%	49%

**Remark:** <sup>(1)</sup> Dividend was paid from the Company's unappropriated retained profits.

The MC asked the Meeting whether any shareholder had any question and no question was raised.

The MC, then, requested the Meeting to vote and informed that for this agenda, the resolution shall be passed by a simple majority of the shareholders attending the Meeting and casting their votes, excluding those who abstain from voting. The MC also informed that 1 additional shareholder and proxy holders attending the Meeting, holding 85 shares. Therefore, there were 51 shareholders and proxy holders, holding 315,513,907 shares in total.

**Resolution:** The Meeting considered and resolved to approve no appropriation of the net profit for the year 2019 as legal reserve and no dividend payment, as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	315,513,904	100.00000
Disapproved	-	-
Abstained	3	-
Invalid votes	-	-



## Agenda 5 To approve the appointment of directors to replace those who are due to retire by rotation

The CEO reported to the Meeting that pursuant to Section 71 of the Public Limited Company Act and Article 18 of the AOA, at every Annual General Meeting of Shareholders, one-third (1/3) of the directors must be retired by rotation. Should the directors be unable to be divided into three parts, the number of directors closest to one-third (1/3) of all directors shall be retired. A director who retires from his office may be re-elected.

At the 2020 Annual General Meeting of Shareholders, there are 3 directors who are due to retire by rotation, namely:

- |    |              |                 |  |   |
|----|--------------|-----------------|--|---|
| 1. | Mr. Somphop  | Keerasuntonpong | Director and President                                 | Holding the position of director for 17 years |
| 2. | Mr. Yang     | Liu             | Director   | Holding the position of director for 3 years  |
| 3. | Mr. Kittisak | Bencharit       | Independent Director and member of the Audit Committee | Holding the position of director for 11 years |

In this regard, the Company provided an opportunity for shareholders to nominate candidates for election as directors at the 2020 Annual General Meeting of shareholders during the period of 25 November 2019 to 25 January 2020. However, no shareholder nominated any candidates for election as directors at this meeting.

The Board of Directors (by the directors having no conflict of interest) considered the qualifications of all 3 directors who are due to retire by rotation at the 2019 Annual General Meeting of Shareholders and viewed that they have knowledge, competencies, experience and expertise that are beneficial to the operation of the Company. In addition, they have qualifications in compliance with and did not have any prohibited characteristics under the Public Limited Company Act and the Securities and Exchange Act B.E. 2535 (and amendments) and the relevant regulations. In this regard, although Mr. Kittisak Bencharit has held the position of an independent director and a member of the Audit Committee for more than 9 years, Mr. Kittisak Bencharit is a knowledgeable and capable person with a good understanding in the Company's securities business and has provided significant assistance and advices for the Company. Therefore, the 3 directors are suitable to be re-elected as a director of the Company for another term of office. The profiles and work experience of such 3 directors are provided in the profiles and work experience of the candidates nominated for the re-election of directors to replace those who are due to retire by rotation (Enclosure 3), which was delivered to all shareholders together with the notice of this meeting. Therefore, the Company deemed it appropriate to propose the 2020 Annual General Meeting of Shareholders to approve the appointment of directors to replace those who are due to retire by rotation for another term of office.

The MC asked the Meeting whether any shareholder had any question and no question was raised.

The MC, then, requested the Meeting to vote for individual directors and informed that for this agenda, the resolution shall be approved by a simple majority of the shareholders attending the Meeting and casting their votes, excluding those who abstain from voting.

**Resolution:** The Meeting considered and resolved to approve the re-election of (1) Mr. Somphop Keerasuntonpong, (2) Mr. Yang Liu, and (3) Mr. Kittisak Bencharit as directors of the Company for another term of office as proposed, where the voting results were as follows:

1. Mr. Somphop Keerasuntonpong was elected as director of the Company:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	315,513,907	100.00000
Disapproved	-	-
Abstained	-	-
Invalid votes	-	-

**Remark:** In this agenda, there was no additional shareholder and proxy holder attending the Meeting. Therefore, there were 51 shareholders and proxy holders, holding 315,513,907 shares in total, attending the meeting.

2. Mr. Yang Liu was elected as director of the Company:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	315,513,907	100.00000
Disapproved	-	-
Abstained	-	-
Invalid votes	-	-

**Remark:** In this agenda, there was no additional shareholder and proxy holder attending the Meeting. Therefore, there were 51 shareholders and proxy holders, holding 315,513,907 shares in total, attending the meeting.

3. Mr. Kittisak Bencharit was elected as director of the Company:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	315,513,790	99.99996
Disapproved	117	0.00004
Abstained	-	-
Invalid votes	-	-

**Remark:** In this agenda, there was no additional shareholder and proxy holder attending the Meeting. Therefore, there were 51 shareholders and proxy holders, holding 315,513,907 shares in total, attending the meeting.

#### **Agenda 6 To approve the remuneration of the directors and the sub-committees of the Company for year 2020**

The CEO reported to the Meeting that Article 23 of the Company's Articles of Association stipulates that a director is entitled to receive remuneration from the Company as approved by a shareholders' meeting. The remuneration may be prescribed in a fixed amount or in principle and the remuneration criteria may be prescribed and applicable from time to time or applicable until a shareholders' meeting resolves otherwise.

The Board of Directors considered the appropriateness of the determination of directors' remuneration and the sub-committees' remuneration of the Company based on various factors, i.e., the Company's business operating results, the size of the Company's business, and the duties and responsibilities of the directors and the sub-committees, in comparison with those of other companies with a similar capitalization and in the same industry, and viewed that the remuneration of the directors and the sub-committees for year 2020 shall be as follows:

##### **1. Financial remuneration**

Meeting allowance to be paid by position as follows:

Meeting allowance	2020 (Same rate)	2019
<b>The Board of Directors</b>		
Chairman	THB 50,000/attendance	THB 50,000/attendance
Deputy Chairman	THB 30,000/attendance	THB 30,000/attendance
Non-executive directors	THB 20,000/person/attendance	THB 20,000/person/attendance

Sub-committees		
<b>Audit Committee</b>		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
<b>Executive Board</b>		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
<b>IT Security Committee</b>		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
<b>Other sub-committees which may be formed in the future by the Board of Directors as appropriate and where necessary</b>		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
Other committees		
<b>Meeting allowance to be paid to members of Management Committees or other committees which may be formed in the future by Executive Board as appropriate and where necessary</b>		
Chairman	THB 20,000/attendance	THB 20,000/attendance
Directors	THB 10,000/person/attendance	THB 10,000/person/attendance

**Remark:** Directors who hold an executive position shall not be entitled to receive a meeting allowance.

Directors' bonus In order to reward the Board of Directors and sub-committees' performance for the fiscal year ended 31 December 2020, the total bonus amount of the directors shall not exceed THB 10,000,000. In this regard, the Board of Directors shall be responsible for the allocation of the directors' bonus.

Fiscal year ending 31 December 2020	Fiscal year ended 31 December 2019
Not exceeding THB 10,000,000	Not exceeding THB 10,000,000 (Actual payment totaling THB 2,000,000)

## 2. Other benefits

– None –

The MC asked the Meeting whether any shareholder had any question and no question was raised.

The MC then requested the Meeting to vote and informed that for this agenda, the resolution shall be approved by the votes of not less than two-thirds (2/3) of the shareholders attending the Meeting. The MC also informed that in this agenda, there was no additional shareholder and proxy holder attending the Meeting, and 2 persons with vested interest, holding 3,755,614 shares, were excluded from casting the votes. Therefore, there were 49 shareholders and proxy holders, holding 311,758,293 shares in total.

**Resolution:** The Meeting considered and resolved to approve the remuneration of directors and the sub-committees of the Company for the year 2020 as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	311,758,290	100.00000
Disapproved	-	-
Abstained	3	0.00000
Invalid votes	-	-

**Agenda 7 To approve the appointment of auditors and audit fees for the year 2020**

The CEO reported to the Meeting that pursuant to Section 120 of the Public Limited Company Act and Article 37 of the Company's Articles of Association, an auditor shall be appointed, and audit fee shall be determined by the Annual General Meeting of Shareholders. In this regard, the Audit Committee considered and proposed its opinion to the Board of Directors and the Board of Directors deemed it appropriate to propose the 2020 Annual General Meeting of Shareholders to approve the appointment of the auditors from EY Office Limited as the Company's auditors for the fiscal year ending 31 December 2020, where any of the following auditors will be authorized to review and give opinion on the Company's financial statements:

1.	Ms. Ratana	Jala	CPA (Thailand) License No. 3734	and/or
2.	Ms. Somjai	Khunapasut	CPA (Thailand) License No. 4499	and/or
3.	Mrs. Rachada	Yongsawadvanich	CPA (Thailand) License No. 4951	and/or
4.	Ms. Wanwilai	Phetsang	CPA (Thailand) License No. 5315	

In the event the aforementioned auditors are unable to perform their duties, the Company shall appoint other certified public accountants from EY Office Limited to perform the duties in place of them.

In this regards, the aforementioned 4 auditors are independent, and have no relationship and/or any interest with the Company, subsidiary, executives, or major shareholders or related person thereof.

In addition, the Board of Directors deemed it appropriate to propose the Meeting to approve the audit fees for the year 2020 in the amount of THB 2,000,000 and to acknowledge the appointment of the auditors from EY Office Limited to be the auditors of FSS International Investment Advisory Securities Company Limited for the year 2020 and the determination of the audit fees in the amount of THB 400,000 and the appointment of the following auditors to review and give opinion on the financial statements of the subsidiary:

1.	Ms. Ratana	Jala	CPA (Thailand) License No. 3734	and/or
2.	Ms. Somjai	Khunapasut	CPA (Thailand) License No. 4499	and/or
3.	Mrs. Rachada	Yongsawadvanich	CPA (Thailand) License No. 4951	and/or
4.	Ms. Wanwilai	Phetsang	CPA (Thailand) License No. 5315	

Details of the Company's audit fees in comparison between in 2020 and 2019			
Unit: THB			
Audit fees		2020 (Proposed year)	2019
1.	For reviewing the financial statements for the first quarter of year	250,000	250,000
2.	For auditing the financial statements for the six-months period	700,000	590,000
3.	For reviewing the financial statements for the third quarter of year	250,000	250,000
4.	For auditing the financial statement of the fiscal year	730,000	650,000
5.	For adoption of IFRS 9	-	350,000
6.	For issuing the financial statement (Clearance)	70,000	60,000
<b>Total</b>		<b>2,000,000</b>	<b>2,150,000</b>

In this respect, the audit fees mentioned above do not include non-audit fees.

**Remarks:** 1. Pursuant to the Notification of the Securities and Exchange Commission No. TorJor. 44/2556 Re: Rules, Conditions and Procedures for Disclosure regarding Financial and Non-financial Information of Securities Issuers dated 22 October 2013 (and amendments) stipulates that listed companies shall rotate an auditor who has performed his or her duty in reviewing, auditing and giving opinion on the financial statements of the company for 7 consecutive fiscal years. In the case such auditor acts as the Engagement Partner, he or she shall take 5 consecutive years of cooling-off period from the audit engagement. In the case such auditor acts as the Engagement Quality Control Viewer (**EQCR**), he or she shall take 3 consecutive years of cooling-off period from the audit engagement. And in the case such auditor acts as the other Key Audit Partners, he or she shall take 2 consecutive years of cooling-off period from the audit engagement. However, in order for audit firms to prepare for the implementation

of such Notification in the early period namely, during 2019-2023 (“**transition period**”), auditors shall take at least 3 years of cooling-off period instead of 5 years.

2. The auditors as proposed previously were appointed to be the Company's auditor as follows:

Name of auditors			Appointed as the Company's auditor	Signed in the Company's financial statement
1.	Ms. Ratana	Jala	2012 – 2020	2017 – 2019
2.	Ms. Somjai	Khunapasut	2012 – 2020	Never
3.	Mrs. Rachada	Yongsawadvanich	2012 – 2016 and 2020	2012 – 2016
4.	Ms. Wanwilai	Phetsang	2020	Never

The MC asked the Meeting whether any shareholder had any question. Shareholders had questions regarding the agenda as detailed below:

**Mr. Sathaporn Kotheeranurak, a shareholder**

- On page 7 of the Notice of the 2020 Annual General Meeting of Shareholders, Details of the Company's audit fees in comparison between in 2020 and 2019, how did the adoption of IFRS 9 affect the Company?
- Due to the decrease in number of branches and more technologies that will help in the audit process, should the audit fees be reduced as well?

**CFO**

- The International Financial Reporting Standards No. 9 (IFRS 9) requires the Company to book an allowance for doubtful accounts, which will be reflected in the Q1 financial statements. From a 5-year history review of customer debts in both Cash, Credit Balance and TFEX accounts, there was no significant number to book an allowance for doubtful accounts. However, to comply with the aforementioned financial reporting standards, the Company has book an allowance for doubtful accounts at the discretion of the Management of THB 5 million for a period of 5 years. If the loss occurs, the Company will book an allowance for doubtful accounts in full amount of that bad debt.

**Ms. Ratana Jala, an auditor, EY Office Limited**

- As the International Financial Reporting Standard No. 9 (IFRS 9), the International Financial Reporting Standard No. 16 (IFRS 16), and the new financial statement format will be implemented in 2020 and the fact that the Company have new products to offer to customers regularly, the scope and amount of audit work increased. However, EY Office Limited has reduced the audit fees when compared with the audit fees for the year 2019.

The MC asked the Meeting whether any shareholder had any more question and no question was raised.

**Resolution:** The Meeting considered and resolved to approve the appointment of auditors from EY Office Limited as the Company's auditors for the fiscal year ending 31 December 2020 and the audit fees for the fiscal year 2020 and acknowledge of the appointment of the auditors of the Company's subsidiary and the audit fees as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	315,513,904	100.00000
Disapproved	-	-
Abstained	3	-
Invalid votes	-	-

#### **Agenda 8 Other matters (if any)**

The Chairman gave the opportunity for shareholders to ask questions and make recommendations. Questions were raised and answered as follows:

##### **Mr. Sathaporn Kotheeranurak, a shareholder**

1. Since the Company was granted a license to use the application of KIWOOM in South Korea to apply with Finansia HERO, what is the Company's policy to protect customer's personal information in case of international data transfer?
2. How widespread is the use of the application for securities trading in foreign countries?
3. What will the situation of the DW market be like after the end of COVID-19 outbreak?
4. What is the Company's measures in organization restructuring by reducing the number of employees?
5. What is the Company's policy to help students or graduates in finance field?

##### **Mr. Varah Sucharitakul, Deputy Chairman of the Board of Directors**

1. The Company was granted a license to apply such application to Finansia HERO, where the Company is the only service provider in Thailand. The Company places great importance on customers' data protection. All data will be kept at the Company's server and not transferred internationally.

##### **CEO**

2. Securities trading via application is widespread in South Korea, which is a large market. In addition, KIWOOM has collaborated with an Indonesian securities company to apply the securities trading via application for the first time and also has plans to cooperate with a securities company in Vietnam as well.
3. From the expectations of the Company's analysts, the situation of 2020 will be better than 2019 because of the fluctuation of prices, which is a situation suitable for investment.



4. The Company has notified its employees in advance before the layoff. This is because the employees are unable to meet the Company's expectations. Due to the current situation, the Company needs employees with knowledge and expertise in many areas. However, the company has fully complied with labor laws.
5. Graduates in finance field are still important for businesses in the capital market. However, graduates should have additional knowledge in other areas such as technology. In this regard, the Company has collaborated with 11 universities to provide knowledge about business and about trading through the Finansia HERO application.

The MC asked the Meeting whether any shareholder had any more question and no question was raised.

The Chairman then thanked all the shareholders for attending the Meeting and adjourned the Meeting at 16.10 hours.

Sign \_\_\_\_\_ Chairman of the Meeting  
(Mr. Chatchaval Jiaravanon)  
Chairman of the Board of Directors

Sign \_\_\_\_\_ Minutes taker  
(Ms. Phatra Kanchanapraphat)  
Company Secretary

## Profiles and work experience of candidates nominated for re-election as directors to replace those who are due to retire by rotation



### Mr. Chuangchai Nawongs

Age: 60 years

Nationality: Thai

#### Current Position

- Authorized Director
- Chief Executive Officer
- President

#### Education

- Master of Business Administration, Bangkok University

#### Training

- Director Accreditation Program (DAP) 23/2004
- Corporate Governance for Capital Market Intermediaries (CGI) 2/2015

#### Experience

- Director, ACL Securities Co., Ltd.
- Managing Director, Finansia Securities Co., Ltd.

#### Date of Appointment

- 19 June 2009

#### Relationship with directors/executives

- – None –

#### Position in other listed companies

- – None –

#### Position in 2 non-listed companies or organizations

- Director (Authorized), FSS International Investment Advisory Securities Co., Ltd.
- Director, SBI Royal Securities PLC, Phnom Penh, Cambodia

#### Position in other companies with possible conflicts of interest

- – None –

#### Holding of the Company's share

- Direct: 100,000 shares
- Spouse and minor child: None

#### Meeting attendance in 2020

- Board of Directors' Meeting 10/10 attendances



## Pol. Gen. Visanu Prasattongsoth

Age: 59 years

Nationality: Thai

### Current Position

- Independent Director
- Chairman of the Audit Committee

### Education

- Master of Business Administration, University of San Francisco, USA
- Master of Political Science, Sukhothai Thammathirat Open University

### Training

- Director Accreditation Program (DAP) 11/2004
- Audit Committee Program (ACP) 7/2005
- Financial Statement for Director (FND) 19/2005
- Advanced Audit Committee Program (AACP) 21/2015
- Corporate Governance for Capital Market Intermediaries (CGI) 3/2015

### Experience

- Assistant Commissioner of the Royal Thai Police Royal Thai Police
- Independent Director, SBI Thai Online Securities Co., Ltd.
- Commander of the Personnel Office Royal Thai Police
- Office of Information and Communication Technology Commissioner
- Deputy Inspector, Inspector General Office Royal Thai Police
- Deputy Commander Personnel Office Royal Thai Police
- Deputy Commander Immigration office

### Date of Appointment

- 16 September 2009

### Relationship with directors/executives

- – None –

### Position in 2 listed companies

- Director, Bangkok Airways PLC
- Independent Director, Chewathai PLC

### Position in 6 non-listed companies or organizations

- Assistant Commissioner-General, the Royal Thai Police
- Director, Thai Co Poly Industry Co., Ltd.
- Director, Sustainable Energy Corporation Co., Ltd.
- Director, Bira Property Co., Ltd.
- Director, Mae Aroon Co., Ltd.
- Director, Modern Manu Co., Ltd.

### Position in other companies with possible conflicts of interest

- – None –

### Holding of the Company's share

- Direct: 3,655,614 shares
- Spouse and minor child: None

### Meeting attendance in 2020

- Board of Directors' Meeting 10/10 attendances



## Mr. Phaiboon Siripanoosatie

Age: 58 years

Nationality: Thai

### Current Position

- Independent Director
- Member of the Audit Committee

### Education

- Master of Political Science, Sukhothai Thammathirat Open University

### Training

- Director Certificate Program (DCP) 105/2008
- Audit Committee Program (ACP) 28/2009
- Successful Formulation Executive of Strategy (SFE) 13/2011
- How to Develop a Risk Management Plan (HRP) 4/2013
- Corporate Governance for Capital Market Intermediaries (CGI) 5/2015

### Experience

- Executive Director, Office of Small and Medium Enterprises Promotion (OSMEP)
- Director and member of the Audit Committee, ACL Securities Co., Ltd.
- Director, Government Savings Bank
- Director, Electricity Generating PLC
- Director, Trinity Plus Co., Ltd.
- Director, Provincial Electricity Authority
- Executive Director, Geo-Informatics and Space Technology Development Agency, Ministry of Science and Technology

### Date of Appointment

28 February 2008

### Relationship with directors/executives

- – None –

### Position in 2 other listed companies

- Independent Director and member of the Audit Committee, MCOT PLC
- Chairman of the Executive Committee, Amanah Leasing PLC

### Position in non-listed companies or organizations

- – None –

### Position in other companies with possible conflicts of interest

- – None –

### Holding of the Company's share

- Direct: None
- Spouse and minor child: None

### Meeting attendance in 2020

- Board of Directors' Meeting 10/10 attendances

## **Profiles and work experience of the proposed auditors for the year 2021**

### **1. Ms. Ratana Jala**



#### **CPA No.**

3734

#### **Audit Firm**

EY Office Limited

#### **Working period**

1986 - present

#### **Professional Qualification**

Certified Public Accountant and Thai SEC-approved auditor

#### **Education**

- Master of Accounting, Thammasat University
- Bachelor of Accounting, Chiangmai University

#### **Work Experience**

1999 – present, partner at EY Office Limited

#### **Working period as the auditor of the Company**

4 years

**Relationship or interest of transaction with the Company (other than providing auditing services) that may create a conflict of interest with the Company, the Company's subsidiaries, executives, major shareholders or any persons related thereto**

None

#### **Contact information**

Tel: 02 264 0777

Fax: 02 264 0789-90

Website: [www.ey.com/th](http://www.ey.com/th)

## 2. Ms. Somjai Khunapasut

**CPA No.**

4499

**Audit Firm**

EY Office Limited

**Working period**

1992 - present

**Professional Qualification**

Certified Public Accountant and Thai SEC-approved auditor

**Education**

- Master of Accounting, Thammasat University
- Bachelor of Accounting, Chulalongkorn University

**Work Experience**

2005 - present, partner at EY Office Limited

**Working period as the auditor of the Company**

1 year

**Relationship or interest of transaction with the Company (other than providing auditing services) that may create a conflict of interest with the Company, the Company's subsidiaries, executives, major shareholders or any persons related thereto**

None

**Contact information**

Tel: 02 264 0777

Fax: 02 264 0789-90

Website: [www.ey.com/th](http://www.ey.com/th)

**3. Ms. Wanwilai Phetsang**



**CPA No.**

3734

**Audit Firm**

EY Office Limited

**Working period**

1986 - present

**Professional Qualification**

Certified Public Accountant and Thai SEC-approved auditor

**Education**

- Master of Accounting, Thammasat University
- Bachelor of Accounting, Chiangmai University

**Work Experience**

1999 – present, partner at EY Office Limited

**Working period as the auditor of the Company**

4 years

**Relationship or interest of transaction with the Company (other than providing auditing services) that may create a conflict of interest with the Company, the Company's subsidiaries, executives, major shareholders or any persons related thereto**

None

**Contact information**

Tel: 02 264 0777

Fax: 02 264 0789-90

Website: [www.ey.com/th](http://www.ey.com/th)

## Profile of the independent director for appointment as proxy

Name	Mr. Kittisak Bencharit		
Position	Independent Director and member of the Audit Committee		
Age (Years)	71		
Address	Office of Company Secretary and Shareholder Engagement, Finansia Syrus Securities PLC 719 MINT TOWER, 8th floor, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330		
Address Conflict of Interests in the Proposed Agendas	Agenda 1	No special interest	
	Agenda 2	No special interest	
	Agenda 3	No special interest	
	Agenda 4	No special interest	
	Agenda 5	No special interest	
	Agenda 6	Having special interest (To approve the remuneration of directors and sub-committees for the year 2021)	
	Agenda 7	No special interest	
	Agenda 8	No special interest	
	Agenda 9	No special interest	
	Agenda 10	No special interest	

**Remark:** Profiles of independent directors are set out in the 2020 Annual Report, under section “Shareholder’s Structure and Management”.



## **Articles of Association of the Company concerning shareholders' meetings**

### **Chapter 5 Board of Directors**

**Section 16** The Company shall have the Board of Directors comprising of at least five (5) directors but not more than eleven (11) directors to conduct the business of the Company, not less than half of whom shall reside within the Kingdom.

There shall be no restrictions on a shareholder becoming a director.

**Section 17** The directors shall be elected at the shareholders' meeting in accordance with the following rules and procedures:

- (1) Each shareholder is entitled to 1 share for 1 vote;
- (2) Each shareholder may exercise all his/her votes under (1) to elect one or more than one person as director or directors; however, the shareholder shall not allot his/her votes to any person in any number;
- (3) After the vote, the candidates shall be ranked in descending order from the highest number of votes received to the lowest, and shall be appointed as directors in that order until all of the Director positions are filled. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of directors to be exceeded; the chairman of the shareholders' meeting shall have a casting vote.

**Section 18** At every Annual General Meeting, one-third (1/3) of the directors shall retire. If the number of directors is not a multiple of three, the number of directors closest to one-third (1/3) shall retire.

A director who vacates office under this Section may be re-elected.

The directors retiring from office in the first and second years after the registration of the Company shall be selected by drawing lots. In subsequent years, the director who has held office longest shall retire.

**Section 23** The directors shall be entitled to receive remuneration which is in accordance with the resolution of the shareholders' meeting supported by a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders presenting at the meeting. Such remunerations may be stipulated in a specific amount or in general or may be effective until the shareholders' meeting deems to change. In addition, the directors shall be entitled to receive wages and welfare as stated in the Company's regulations.

The message stated in paragraph one shall not have any impact on the rights of directors served as the Company's employees to receive remunerations and benefits from being the Company's employees.

## Chapter 6

### Shareholders' meeting

**Section 32** The Board of Directors shall call a shareholders' meeting which is an Annual General Meeting of Shareholders within four (4) months of the last day of the fiscal year of the Company.

Shareholders' meetings other than the one referred to in the first paragraph shall be called Extraordinary General Meetings of Shareholders. The Board of Directors may call an Extraordinary General Meeting of Shareholders any time the Board considers it expedient to do so.

Shareholders holding shares with the amount not less than one-fifth (1/5) of the total number of shares sold or Shareholders numbering not less than twenty-five (25) persons holding shares with the amount not less than one-tenth (1/10) of the total number of shares sold may submit their names in a request directing the Board of Directors to call an Extraordinary General Meeting at any time, but reasons for calling such Meeting shall be clearly stated in such request. The Board of Directors shall proceed to call a shareholders' meeting to be held within one (1) month of the date of receipt of such request from the said shareholders.

*(Remark: The Company proposes the 2021 Annual General Meeting of Shareholders to approve the amendment to this section in order to comply with Section 100 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) as detailed in Agenda 8 of the Invitation to the 2021 Annual General Meeting of Shareholders.)*

**Section 33** In calling the shareholders' meeting, the Board of Directors shall prepare a written notice calling the Meeting that states the place, date, time, agenda of the Meeting and the matters to be proposed to the Meeting with reasonable details by indicating clearly whether it is the matter proposed for information, for approval or for consideration, as the case may be, including the opinions of the Board of Directors in the said matters, and the said notice shall be delivered to the shareholders and the registrar for their information at least seven (7) days prior to the date of the Meeting. The notice calling for the Meeting shall also be published in a newspaper at least three (3) days prior to the date of the Meeting for three (3) consecutive days.

The meeting venue shall be in the province where the Company's headquarters is located or at any other place as the Board may prescribe.

**Section 34** In order to constitute a quorum, there shall be shareholders and proxies (if any) attending at a shareholders' meeting amounting to not less than twenty-five (25) persons or not less than one half of the total number of shareholders and in either case such shareholders shall hold shares amounting to not less than one-third (1/3) of the total number of shares sold of the Company.

At any shareholders' meeting, if one (1) hour passed since the time specified for the Meeting and the number of shareholders attending the Meeting is still inadequate for a quorum as defined in the first paragraph, and if such shareholders' meeting was called as a result of a request by the shareholders, the Meeting shall be cancelled. If such Meeting was not called as a result of a request by the shareholders, the Meeting shall be called once again

and the notice calling such Meeting shall be delivered to shareholders not less than seven (7) days prior to the date of the Meeting. In the subsequent Meeting a quorum is not required.

**Section 35** The Chairman of the Board shall be the chairman of shareholders' meetings. If the Chairman of the Board is not presenting at a Meeting or cannot perform his duty, the Vice Chairman presenting at the Meeting shall be the Chairman of the Meeting. If there is no Vice Chairman or no Vice Chairman presenting at the Meeting or the Vice Chairman cannot perform his duty, the shareholders presenting at the Meeting shall elect one shareholder to be the Chairman of the Meeting.

**Section 36** In order to vote in the shareholders' meeting, each shareholder shall have a number of votes equal to the number of shares held. Shareholders who have any conflict of interest in any matters shall not be able to cast their votes on such matters except for the vote for directors' election. A resolution of the shareholders' meeting shall require:

- (1) In an ordinary event, the majority vote of the shareholders who attend the Meeting and cast their votes is required. In case of a tie vote, the Chairman of the Meeting shall have a casting vote.
- (2) In the following events, a vote of not less than three quarters (3/4) of the total number of votes of shareholders who attend the Meeting and have the right to vote is required:
  - (a) Sale or transfer of the whole or important parts of the business of the Company to other persons;
  - (b) Purchase or acceptance of transfer of the business of other companies or private companies by the Company;
  - (c) Purchase or acceptance of transfer of the business of other companies or private companies by the Company;
  - (d) Amendment of the Memorandum of Association or the Articles of Association;
  - (e) Increase or reduction of the Company's registered capital;
  - (f) Liquidation of the Company;
  - (g) Issuance of the Company's debenture; and
  - (h) Merger of the Company.

**Section 37** The agendas that shall be included in the Annual Ordinary General Meeting of Shareholders are as follows:

- (1) To consider the Board of Directors' report regarding to the Company's business in the past year;
- (2) To approve the balance sheet and the profit and loss statement of the Company;

- (3) To approve the profit allocation and dividend payment;
- (4) To appoint new directors to replace the vacated directors and to specify the director's remunerations;
- (5) To appoint the auditor and to specify the remuneration of such auditor; and
- (6) To consider and approve any other matters.

## **Chapter 7**

### **Accounts and Reports**

**Section 42** Dividends shall not be paid other than out of profits. If the Company still has an accumulated loss, no dividends shall be distributed.

Dividends shall be distributed according to the number of shares, with each share receiving an equal amount. Payment of dividends shall be approved by the shareholders' meeting.

The Board of Directors may pay interim dividends to the shareholders from time to time if the Board believes that the profits of the Company justify such payment. After the dividends have been paid, such dividend payment shall be reported to the shareholders at the next shareholders' meeting.

Payment of dividends shall be made within one (1) month of the date of the resolution of the shareholders' meeting or of the Meeting of the Board of Directors, as the case may be. The shareholders shall be notified in written form of such dividend payment and the notice shall be published in the newspaper at least for three (3) consecutive days.

**Section 43** The Company shall allocate not less than five (5) percent of its annual net profit by deducting the accumulated losses brought forward (if any) to a reserve fund until this fund attains an amount not less than ten (10) percent of the registered capital.

## **Guidelines for vote casting, vote counting, and notification of voting results**

### **Guidelines for vote casting**

#### **General agenda:**

1. A voting in each agenda shall be made openly which one (1) share shall be entitled to one (1) vote. Shareholder or proxy shall cast only one vote for approval, disapproval or abstention. The allocation of voting is not allowed (except voting of the Custodian).
2. In case of proxy:
  - 2.1 The proxy shall vote in accordance with the determination given by the shareholder as specified in the Proxy Form. Any vote not in accordance with the Proxy Form is deemed to be invalid and shall not be counted as the vote of the shareholder.
  - 2.2 In case the shareholder does not specify the determination or the determination is unclear, or the Meeting considers or resolves any agenda other than that specified in the Proxy Form, or there is any change or increment of fact, the proxy shall be authorized to consider and vote on such matter as he or she deems appropriate.

#### **Agenda on election of directors:**

In accordance with Section 17 of the Company's Articles of Association, shareholder or proxy shall have one (1) vote for one (1) share and the procedures for the election of Directors shall be as follows:

1. At the election of Directors, the shareholder shall vote for each individual candidate nominated for Directors, but not exceeding the number of Directors required for that election. The vote shall not be distributed.
2. Where the votes cast for candidates in descending order are tied, which would otherwise cause the number of Directors to be exceeded, the remaining appointment shall be made by the Chairman of the Meeting who shall have a casting vote.

### **Voting procedures**

The Chairman or those who have been assigned by the Chairman to act as his delegate shall inform the Meeting the details of voting procedures as follows:

1. The Chairman or who have been assigned by the Chairman to act as his delegate shall propose the Meeting to vote in each agenda by asking the meeting whether there is any shareholder or proxy who disapproves or abstains from voting.
2. In case of shareholder's or proxy's disapproval or abstention, shareholder or proxy shall show their hand. The rest shall be regarded as approved without showing of their hand. Shareholder or proxy shall make only one of the following manners i.e. approval, disapproval, or abstention (Except for the vote of Custodian which the allocation of the vote is allowed as specified in the Proxy Form).

**Resolution of the meeting shall comprise of votes as follows:**

- General case: the resolution shall be passed by a simple majority vote of the shareholders present at the meeting and casting their votes.
- Other case which the law or the Company's Articles of Association stipulated otherwise: the resolution shall conform to the law or the Company's Articles of Association which the Chairman shall inform the Meeting before voting in each agenda.
  1. In the event of a tie vote, the Chairman of the meeting shall have a casting vote.
  2. A shareholder who has any special interest in any agenda, except for voting on the election of directors, cannot vote on such agenda. A shareholder having special interest or proxy of such agenda, that shareholder may be invited by the Chairman to temporarily leave the meeting.

**Counting and notification of the voting results**

Prior to the Meeting, the Chairman or those who have been assigned by the Chairman shall inform that the counting of votes for each agenda shall be made from the voting of shareholder or proxy present at the meeting. The vote result of every agenda shall be informed to the meeting before the meeting is adjourned.

## Details of documents and evidence to be presented before attending the e-shareholders' meeting

### 1. In case the shareholder attends the meeting in person:

- Shareholders can study the method to access the e-shareholders' meeting as detailed in the manual for e-shareholders' meeting (Enclosure 10)

### 2. In case the shareholder attends the meeting via proxy:

- Any shareholder represented by proxy shall appoint only one proxy to attend the meeting and vote in accordance with a form of proxy instrument attached hereto. Shareholders (other than shareholders who are foreign investors and have appointed a custodian in Thailand to be their share depository) may choose to use either Proxy Form A or Form B (Enclosure 9). In any case, only one type of the proxy forms can be chosen.
- The shareholder represented by proxy may express his/her intention to approve, disapprove or abstain the vote on each agenda by using the Proxy Form whereby the proxy shall vote in accordance with the intention of such shareholder.
- The shareholder represented by proxy must correctly and completely fill in, sign by a shareholder and a proxy, and affixed with THB 20 duty stamp, which must be crossed out and dated upon appointment of the proxy. For convenience, the Company will provide duty stamps for those who attend the meeting by proxy.
- In this regard, the Company kindly requests shareholders to submit the completed Proxy Form and evidence as required within 29 April 2021. Once your proxy form is verified by the Company, username, password, and OTP used for logging in will be sent to the proxy's given email. The online registration will be open from 12.00 hours on the Meeting date onwards.

#### Required documents for the appointment of proxy:

- Proxy instrument which is completely filled in all items together with duly signed by grantor and proxy.
- In case of Thai individual shareholder, certified true and correct copy of the grantor's citizen identification card or civil servant identification card are required to be presented.
- In case of foreign individual shareholder, certified true and correct copy of the grantor's certification of alien registration or passport or documents used in lieu of passport are required to be presented.
- Relevant documents, if the shareholder is a juristic person:
  - Thai juristic person: (1) A copy of Affidavit issued by Ministry of Commerce or competent authority not exceeding 6 months, certified true and correct by the authorized director(s) of such juristic person (2) Certified true and correct copy of citizen identification card or civil servant identification card the authorized director(s) who sign certified true copy.

- Foreign juristic person: (1) A copy of Certificate of Incorporation of Affidavit certified true and correct by the authorized director(s) of such juristic person certified by competent authority or notary public not exceeding 1 year.
- In the case of foreign institutional investors which appoints commercial bank as Custodian and have passed the Know Your Customers (“KYC”) and Customer Due Diligence (“CDD”) processes of the Custodian bank, the Custodian bank is entitled to the rights as confer by letter of proxies from shareholders without any further identification documents of the shareholders.
- Any shareholder may be represented at the 2021 Annual General meeting of shareholders by proxy or by appointing the following Company’s Independent Director to vote on his/her behalf:

Mr. Kittisak Bencharit (Independent Director and member of the Audit Committee)

Office of Company Secretary and Shareholder Engagement, Finansia Syrus Securities PLC  
719 MINT TOWER, 8th floor, Wang Mai Sub-district, Pathum Wan District, Bangkok 103300

- Shareholders who would like to appoint an independent director of the Company as a proxy shall submit the Proxy Form that has been completed to the Company Secretary via E-mail address: companysecretary@fnsyrus.com or by post to the Office of the Company Secretary and Shareholder Engagement, Finansia Syrus Securities Public Company Limited, 719 MINT TOWER, 8th floor, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330 or fax to 02 658 9110 within 29 April 2021.

**3. In case of shareholder deceases**

A state administrator shall present in the meeting in person or by proxy. Court’s order appointing state administrator certified by the competent officer and issued not exceeding 6 months before the date of the meeting shall be presented.

**4. In case the shareholder is a minor**

Parent or legal guardian of the shareholder shall present in the meeting in person or by proxy. Copy of House Registration of the shareholder shall also be presented.

**5. In case the shareholder is incompetent or quasi-incompetent**

A guardian or custodian of the shareholder shall present in the meeting in person or by proxy. Court’s order appointing guardian or custodian certified by the competent officer and issued not exceeding 6 months before the date of meeting shall be presented.



Duty Stamp of  
THB 20

## Proxy Form A

Written at \_\_\_\_\_

Date \_\_\_\_\_ Month \_\_\_\_\_ Year \_\_\_\_\_

(1) I/ We \_\_\_\_\_ Nationality \_\_\_\_\_

Residing at \_\_\_\_\_ Street \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) Being a shareholder of **Finansia Syrus Securities Public Company Limited**, holding the total amount of \_\_\_\_\_ shares

and have the right to vote equal to \_\_\_\_\_ votes as follows:

Ordinary shares \_\_\_\_\_ shares and have the right to vote equal to \_\_\_\_\_ votes

Preferred shares \_\_\_\_\_ shares and have the right to vote equal to \_\_\_\_\_ votes

(3) Hereby appoint

(1) \_\_\_\_\_ Age \_\_\_\_\_ years

Residing at \_\_\_\_\_ Street \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_, or

Email \_\_\_\_\_ Phone number \_\_\_\_\_

(2) \_\_\_\_\_ Age \_\_\_\_\_ years

Residing at \_\_\_\_\_ Street \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_, or

Email \_\_\_\_\_ Phone number \_\_\_\_\_

(3) \_\_\_\_\_ Age \_\_\_\_\_ years

Residing at \_\_\_\_\_ Street \_\_\_\_\_ Sub-district \_\_\_\_\_

District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

Email \_\_\_\_\_ Phone number \_\_\_\_\_

Anyone of the above as my/our proxy to attend and vote on my/our behalf at the 2021 Annual General Meeting on Friday, 30 April 2021 at 14.00 hours via electronic means (E-AGM) or such other date, time, and place as the Meeting may be adjourned.



I shall be liable for any action taken by the proxy holder at the Meeting.

Signed \_\_\_\_\_ Shareholder

( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy

( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy

( \_\_\_\_\_ )

Signed \_\_\_\_\_ Proxy

( \_\_\_\_\_ )

- |   |
|---|
| <p><b>Remark:</b></p> <ol style="list-style-type: none"><li>1. The shareholder shall grant proxy to only one proxy to attend and vote in the Meeting. The number of shares may not be divided to more than one proxy in order to vote.</li><li>2. Stamp duty of THB 20 must be affixed on this proxy form. The Company reserves the right not to accept the proxy form which is not affixed stamp duty.</li></ol> |
|---|

หนังสือมอบฉันทะ แบบ ข.  
Proxy Form B

อากรแสตมป์ 20  
บาท  
Duty Stamp of  
THB 20

เลขทะเบียนผู้ถือหุ้น \_\_\_\_\_ เขียนที่ \_\_\_\_\_  
Shareholder registration number Written at  
วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_  
Date Month Year

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_  
I/We Nationality  
อยู่บ้านเลขที่ \_\_\_\_\_ ซอย \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
Residing/located at Soi Road Sub-district  
อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัทหลักทรัพย์ ฟินันเซีย ไซรัส จำกัด (มหาชน)  
Being a shareholder of **Finansia Syrus Securities Public Company Limited**  
โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
Holding a total of \_\_\_\_\_ shares and having the vote equal to \_\_\_\_\_ votes as follows:  
☐ หุ้นสามัญ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Ordinary share \_\_\_\_\_ shares having the vote equal to \_\_\_\_\_ votes  
☐ หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Preference share \_\_\_\_\_ shares having the vote equal to \_\_\_\_\_ votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)  
Hereby appoint (Please choose one option)

กรณีเลือกข้อ 1. ให้ทำเครื่องหมาย ☒ และระบุ  
รายละเอียดของผู้รับมอบฉันทะ  
If choosing No. 1 please mark ☒ and  
provide details of the proxies.

1. ☐ ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี  
Name Age years  
บ้านเลขที่ \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
Residing at Road Sub-district  
อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
District Province Postal Code  
อีเมล \_\_\_\_\_ หมายเลขโทรศัพท์มือถือ \_\_\_\_\_ หรือ  
E-mail Phone Number or  
ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี  
Name Age years  
บ้านเลขที่ \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
Residing at Road Sub-district  
อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
District Province Postal Code  
อีเมล \_\_\_\_\_ หมายเลขโทรศัพท์มือถือ \_\_\_\_\_ หรือ  
E-mail Phone Number or



กรณีเลือกข้อ 2. ให้ทำเครื่องหมาย ☒ และเลือก  
กรรมการอิสระคนใดคนหนึ่ง

If choosing No. 2 please mark ☒ and select  
one of the independent directors.

2. ☐ กรรมการอิสระของบริษัทฯ ดังต่อไปนี้

The independent directors of the Company as follows:

☐ นายกิตติศักดิ์ เบนจตุฤทธิ์  
Mr. Kittisak Bencharit

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระคนอื่นเป็นผู้รับมอบฉันทะแทน  
(ข้อมูลของกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 5)

In the case where the independent director who is appointed as the proxy is unable to attend the  
meeting, one of the other independent directors shall be appointed as the proxy in replacement.  
(Details of the Independent Directors are set out in Enclosure 5)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันศุกร์ที่ 30 เมษายน  
2564 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

Anyone of these persons as my/our proxy to attend and vote on my/our behalf at the 2021 Annual General Meeting of Shareholders on Friday, 30  
April 2021 at 14.00 hours via electronic means (E-AGM) or such other date, time or place as the meeting may be held.

(4) ข้าพเจ้ามอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/we hereby grant my/our proxy to vote at the meeting on my/our behalf as follow:

**วาระที่ 1 รับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563**

**Agenda 1 To certify the Minutes of the 2020 Annual General Meeting of Shareholders**

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall vote in accordance with my/our instruction as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

**วาระที่ 2 รับทราบผลการดำเนินงานของบริษัทฯ ประจำปี 2563**

**Agenda 2 To acknowledge the Company's 2020 business operating results**

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall vote in accordance with my/our instruction as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

**วาระที่ 3 อนุมัติงบการเงินประจำปี 2563 สำหรับรอบระยะเวลาบัญชีสิ้นสุด ณ วันที่ 31 ธันวาคม 2563**

**Agenda 3 To approve the 2020 financial statements for the fiscal year ended 31 December 2020**

☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.

☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

The proxy shall vote in accordance with my/our instruction as follows:

☐ เห็นด้วย

☐ ไม่เห็นด้วย

☐ งดออกเสียง

Approve

Disapprove

Abstain

**วาระที่ 4**      **อนุมัติการจัดสรรกำไรสุทธิจากผลการดำเนินงานปี 2563 เป็นทุนสำรองตามกฎหมาย และการจ่ายเงินปันผล**  
**Agenda 4**      **To approve the appropriation of net profit from business operating results for the year 2020 as legal reserve and dividend payment**

- ☐ ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall vote in accordance with my/our instruction as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

**วาระที่ 5**      **อนุมัติการแต่งตั้งกรรมการแทนกรรมการที่ต้องออกจากตำแหน่งตามวาระ**  
**Agenda 5**      **To approve the re-election of directors to replace those who are due to retire by rotation**

- ☐ ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall vote in accordance with my/our instruction as follows:
- ☐ เลือกตั้งกรรมการทั้งชุด  
Elect the entire group of nominated directors
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |
- ☐ เลือกตั้งกรรมการเป็นรายบุคคล  
Elect each nominated director individually
- นายชัชชัย นะวงศ์  
Mr. Chuangchai
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |
- พลตำรวจเอกวิสุ ปราสาทองโอสถ  
Pol. Gen. Visanu Prasattongsoth
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |
- นายไพบูลย์ ศิริภาณุเสถียร  
Mr. Phaiboon Siripanoosathien
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

**วาระที่ 6**      **อนุมัติค่าตอบแทนกรรมการและคณะกรรมการชุดย่อยประจำปี 2564**  
**Agenda 6**      **To approve the remuneration of directors and sub-committees for the year 2021**

- ☐ ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall vote in accordance with my/our instruction as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

**วาระที่ 7**      **อนุมัติการแต่งตั้งผู้สอบบัญชีและค่าตอบแทนผู้สอบบัญชีประจำปี 2564**  
**Agenda 7**      **To approve the appointment of the auditors and audit fees for the year 2021**

- ☐ ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.



- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall vote in accordance with my/our instruction as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

**วาระที่ 8 อนุมัติการแก้ไขข้อบังคับบริษัทฯ**

**Agenda 8 To approve the amendment to the Company's Articles of Association**

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall vote in accordance with my/our instruction as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

**วาระที่ 9 อนุมัติการออกและเสนอขายหุ้นกู้ของบริษัทฯ วงเงินไม่เกิน 2,000 ล้านบาท**

**Agenda 9 To approve the issuance and offering of debentures of the Company in the amount not exceeding THB 2,000 million**

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall vote in accordance with my/our instruction as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

**วาระที่ 10 อนุมัติการออกและเสนอขายหุ้นกู้ที่มีอนุพันธ์แฝง (Structured Notes) มูลค่ารวมไม่เกิน 300 ล้านบาท**

**Agenda 10 To approve the issuance and offering of structured notes in the amount not exceeding THB 300 million**

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall vote in accordance with my/our instruction as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

**วาระที่ 11 เรื่องอื่น ๆ (ถ้ามี)**

**Agenda 11 Other matters (if any).**

- ☐ ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ☐ ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้  
The proxy shall vote in accordance with my/our instruction as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote in accordance with my/our voting instructions specified herein, such vote shall be invalid and shall not be deemed as my/our behalf as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้รับความสะดวกในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใด นอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

## สิ่งที่ส่งมาด้วย 9

In the event that I/we have not specified or have not clearly specified my/our voting instruction in any agenda, or in the event that the meeting considers or passes resolutions in any matters other than those specified above, including in the event that there is any amendment or addition of any facts, the proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะกระทำลงในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่เจ้าพหุในหนังสือมอบฉันทะให้ถือเสมือนว่าเจ้าพหุได้กระทำเองทุกประการ

Any acts performed by the proxy in the meeting, except in the event that the proxy does not vote in accordance with my/our voting instructions specified herein, shall be deemed the actions performed by myself/ourselves.

ลงชื่อ/Signed \_\_\_\_\_ ผู้มอบฉันทะ/Grantor  
( \_\_\_\_\_ )

ลงชื่อ/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
( \_\_\_\_\_ )

ลงชื่อ/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
( \_\_\_\_\_ )

### หมายเหตุ/Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้  
Shareholder who appoints a proxy shall appoint only one proxy to attend and vote at the meeting and may not split his/her votes to different proxies to vote separately.
2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล  
In the agenda regarding election of directors, the entire group of nominated directors, or any individual nominated directors, can be elected.
3. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบ หนังสือมอบฉันทะแบบ ข. ตามแบบ  
In the case where there are agenda other than those specified above, additional details may be specified in the Attachment to this Proxy Form B.







ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.  
Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัทหลักทรัพย์ ฟินันเซีย ไซรัส จำกัด (มหาชน) ในการประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันศุกร์ที่ 30 เมษายน 2564 เวลา 14.00 น. ผ่านสื่ออิเล็กทรอนิกส์ หรือที่จะพึงเลื่อนไปในวัน เวลา หรือสถานที่อื่นด้วย

The appointment of proxy by a shareholder of **Finansia Syrus Securities Public Company Limited** for the 2021 Annual General Meeting of Shareholders on Friday, 30 April 2021 at 14.00 hours via electronic means (E-AGM) or such other date, time or place as the meeting may be held.

<input type="checkbox"/>	วาระที่ _____ Agenda	เรื่อง _____ Re:
<input type="checkbox"/>	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.	
<input type="checkbox"/>	ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy shall vote in accordance with my/our instruction as follows:	
<input type="checkbox"/>	เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove
		<input type="checkbox"/> งดออกเสียง Abstain
<input type="checkbox"/>	วาระที่ _____ Agenda	เรื่อง _____ Re:
<input type="checkbox"/>	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.	
<input type="checkbox"/>	ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy shall vote in accordance with my/our instruction as follows:	
<input type="checkbox"/>	เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove
		<input type="checkbox"/> งดออกเสียง Abstain
<input type="checkbox"/>	วาระที่ _____ Agenda	เรื่อง _____ Re:
<input type="checkbox"/>	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.	
<input type="checkbox"/>	ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ The proxy shall vote in accordance with my/our instruction as follows:	
<input type="checkbox"/>	เห็นด้วย Approve	<input type="checkbox"/> ไม่เห็นด้วย Disapprove
		<input type="checkbox"/> งดออกเสียง Abstain





DAP

e-Shareholder  
Meeting

# User Manual Electronics Meeting System

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## DAP e-Shareholder Meeting



1

## Preparation for DAP e-Shareholder Meeting

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2

e-Registration for individual shareholders wishing to use their ID card for identity verification

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3

## Joining the e-Meeting

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4

## Asking Question Procedures

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5

## Voting Procedures

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6

## Resetting password

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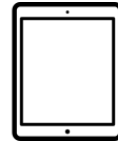
For registration, please prepare an electronic device with a camera.



PC Computer



Notebook



Tablet



Mobile

Access to DAP e-Shareholder Meeting via Web Browser.



Google Chrome  
(Recommended)



Safari



Internet Explorer

Operating Systems Compatibility



iOS



android

Download Cisco WebEx Meeting application\*



iOS



android

\* If shareholders would not like to download the application, they can access via Web Browser

An identity document is required for proof of identity.



Identification Card

## 1

## Preparation for DAP e-Shareholder Meeting



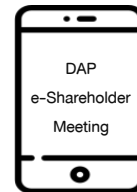
## Registration for e-Shareholder Meeting

For shareholders who wish to attend the e-Shareholder meeting themselves

1

Individual shareholders wishing to use their ID card for identity verification

Register via  
DAP e-Shareholder Meeting



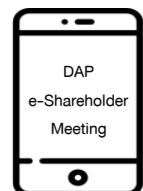
2

Individual shareholders wishing to use other documents such as other official cards / passport for identity verification

Submit the identity document to the company's staff for registration

3

Shareholder is a juristic person



\* Please study the details of registration such as related documents / document submission as specified in the invitation letter to shareholders' meeting

For shareholders who wish to appoint a proxy

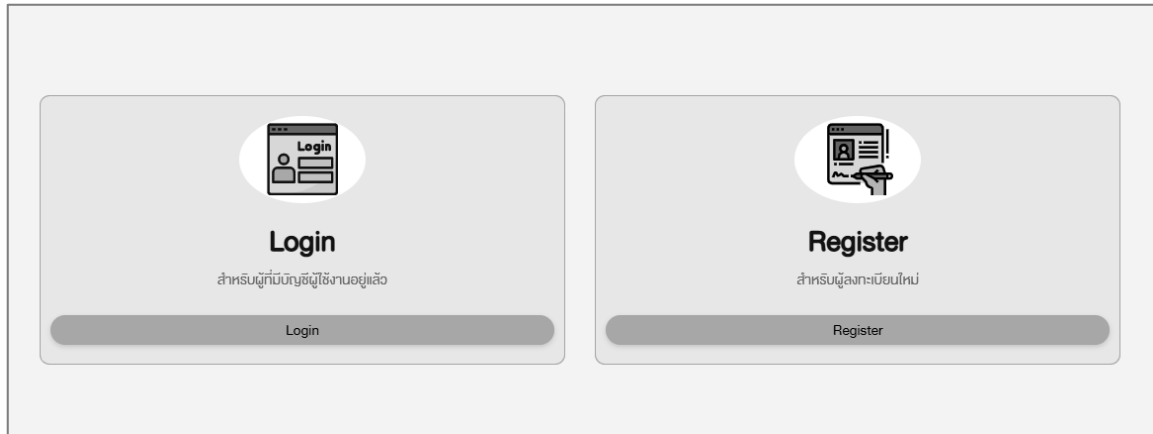
For shareholder who is unable to attend the meeting, they may appoint a proxy. Please find more information about proxy in the invitation letter to shareholders' meeting.

## 2

## e-Registration

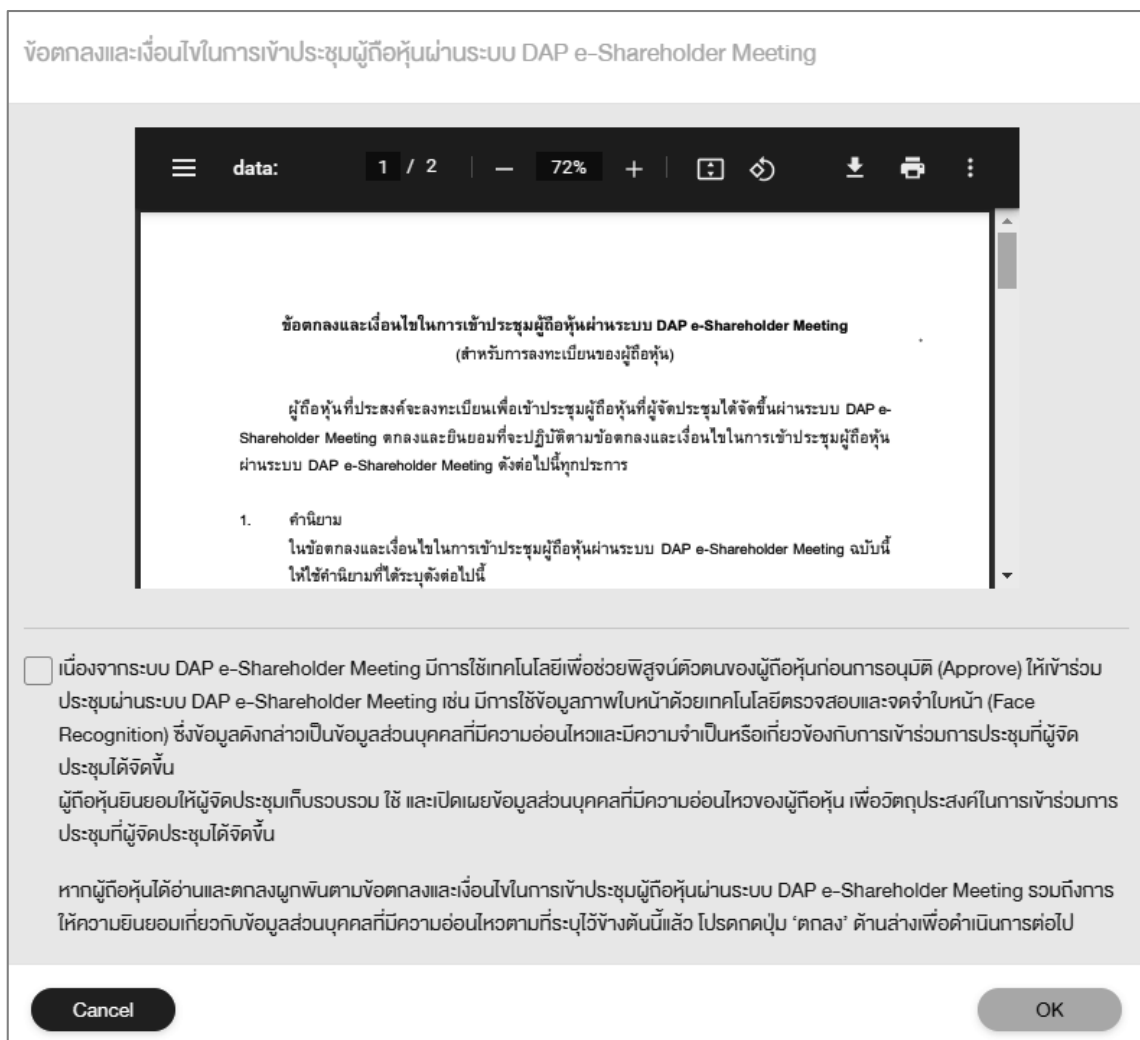
for individual shareholders wishing to use their ID card for identity verification

1. Register via the registration link provided in the invitation letter to shareholders' meeting
2. Select “Register”



The screenshot shows a web interface with two main buttons. On the left is a 'Login' button with a user icon and the text 'สำหรับผู้ที่บันทึกชื่อไว้ใช้งานอยู่แล้ว' (For users who have registered their name for use). On the right is a 'Register' button with a document icon and the text 'สำหรับผู้ลงทะเบียนใหม่' (For new registrants). Both buttons are grey with white text.

3. Shareholders accept the terms and conditions for attending the shareholders' meeting via DAP e-Shareholder Meeting system by marking ☒ and pressing “OK” button



The screenshot shows a web browser displaying a consent form titled 'ข้อตกลงและเงื่อนไขในการเข้าร่วมประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting' (Terms and conditions for attending the shareholders' meeting via the DAP e-Shareholder Meeting system). The form is in Thai and includes a checkbox for accepting the terms and conditions. Below the checkbox, there is a paragraph explaining the purpose of the system and the importance of the shareholders' meeting. At the bottom of the form, there are two buttons: 'Cancel' and 'OK'.

ข้อตกลงและเงื่อนไขในการเข้าร่วมประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting

(สำหรับการลงทะเบียนของหุ้น)

ผู้ถือหุ้นที่ประสงค์จะลงทะเบียนเพื่อเข้าร่วมประชุมผู้ถือหุ้นที่ผู้จัดประชุมได้จัดขึ้นผ่านระบบ DAP e-Shareholder Meeting ตกลงและยินยอมที่จะปฏิบัติตามข้อตกลงและเงื่อนไขในการเข้าร่วมประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting ดังต่อไปนี้ทุกประการ

1. คำนิยาม  
ในข้อตกลงและเงื่อนไขในการเข้าร่วมประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting ฉบับนี้  
ให้ใช้คำนิยามที่ระบุต่อไปนี้

☐ เนื่องจากระบบ DAP e-Shareholder Meeting มีการใช้เทคโนโลยีเพื่อช่วยพิสูจน์ตัวตนของผู้ถือหุ้นก่อนการอนุมัติ (Approve) ให้เข้าร่วมประชุมผ่านระบบ DAP e-Shareholder Meeting เช่น มีการใช้ข้อมูลภาพใบหน้าด้วยเทคโนโลยีตรวจสอบและจดจำใบหน้า (Face Recognition) ซึ่งข้อมูลดังกล่าวเป็นข้อมูลส่วนบุคคลที่มีความอ่อนไหวและมีความจำเป็นหรือเกี่ยวข้องกับการเข้าร่วมการประชุมที่ผู้จัดประชุมได้จัดขึ้น

ผู้ถือหุ้นยินยอมให้ผู้จัดประชุมเก็บรวบรวม ใช้ และเปิดเผยข้อมูลส่วนบุคคลที่มีความอ่อนไหวของผู้ถือหุ้น เพื่อวัตถุประสงค์ในการเข้าร่วมการประชุมที่ผู้จัดประชุมได้จัดขึ้น

หากผู้ถือหุ้นได้อ่านและตกลงผูกพันตามข้อตกลงและเงื่อนไขในการเข้าร่วมประชุมผู้ถือหุ้นผ่านระบบ DAP e-Shareholder Meeting รวมถึงการให้ความยินยอมเกี่ยวกับข้อมูลส่วนบุคคลที่มีความอ่อนไหวตามที่ระบุไว้ข้างต้นนี้แล้ว โปรดกดปุ่ม 'ตกลง' ด้านล่างเพื่อดำเนินการต่อไป

Cancel OK

## 4. Shareholders fill out information as specified, including:

4.1 Name-Surname

4.2 ID card number and laser code on the back of the ID card (Only fill in numbers, without ticks)

4.3 Date of birth

4.4 Email address

(Email address will be used as your username when logging in)

4.5 Mobile phone number (Only fill in numbers, without ticks)

4.6 Password and confirm password

Your password must be between  
8-15 characters and must contain:

1. Uppercase letter
2. Lowercase letter
3. Number

5. Shareholders consent to receive documents in electronic format from the meeting organizer by marking ☒

## 6. Click "Next"

The screenshot shows a registration form with the following fields and options:

- First name (Thai language) \* (Input field)
- Last name (Thai language) \* (Input field)
- Identity Number \* (No dash) (Input field)
- หมายเลขหลังบัตร \* (No dash) (Input field)
- Date of birth \* (Input field with calendar icon)
- Email \* (Input field)
- Mobile number \* (Input field)
- Password \* (Input field)
- Confirm password \* (Input field)
- Consent checkbox: ☐ ผู้ถือหุ้นตกลงยินยอมที่จะรับเอกสารในรูปแบบอิเล็กทรอนิกส์จากผู้จัดประชุม เช่น หนังสือเชิญประชุม เอกสารประกอบการประชุม เป็นต้น ผ่านอีเมลที่ผู้ถือหุ้นได้แจ้งไว้ รวมถึงตกลงยินยอมให้ผู้จัดประชุมใช้ข้อมูลที่ได้แจ้งไว้ข้างต้น เพื่อประโยชน์ในการติดต่อสื่อสารหรือดำเนินการที่เกี่ยวข้องกับการประชุมผู้ถือหุ้น
- Buttons: Cancel, Previous, Next

## 7. Click to request OTP, and the OTP will be sent to the mobile phone number you have entered

The screenshot shows a screen with the text: "โปรดใส่ OTP ที่ส่งไปที่ 087XXXXX63". Below the text are five empty circles for entering the OTP. At the bottom is a button labeled "ขอรับ OTP".

The screenshot shows a screen with a warning icon and the text: "ต้องการส่ง OTP หรือไม่", "กดตกลง เพื่อยืนยันการส่ง OTP หรือกด ปิด เพื่อยกเลิก". At the bottom are two buttons: "ปิด" and "ตกลง".

The screenshot shows a screen with the text: "SET.", "รับได้ 13:12 น.", "คุณกำลังทำการรายการผ่านระบบ SET e-Service รหัสอ้างอิง "VVCLNR" รหัส OTP คือ 369316".



## 2

## e-Registration

for individual shareholders wishing to use their ID card for identity verification

8. The system will send your information to verify the correctness with the database of the Department of Provincial Administration (DOPA)



9. After the verification with DOPA database, shareholders take pictures by clicking the picture button. The system will turn on your camera. Shareholders need to take pictures of yourself holding the ID card as explained in 3 steps below:

Picture 1 : Picture of yourself

Picture 2 : Picture of your ID card

Picture 3 : Picture of yourself holding the ID card



10. Shareholders review securities holding information. If the information is correct, click “Confirm” button.

ลำดับ	ชื่อ - นามสกุล	จำนวนหุ้น	วันที่
1	คุณหญิง งามสุข เลข บัตรประชาชน ๑๑-๑๑๑๑-๑๑๑๑-๑๑๑๑	400	๑๑-๑๑-๑๑๑๑-๑๑๑๑
2	คุณหญิง งามสุข เลข บัตรประชาชน ๑๑-๑๑๑๑-๑๑๑๑-๑๑๑๑	1,400	๑๑-๑๑-๑๑๑๑-๑๑๑๑

Showing 1 to 2 of 2 entries

Previous 1 Next

11. Shareholders will receive an email confirming your registration result. If you cannot find the email, please check Junk email or contact the company's staff.

Please keep your username and password confidential.

Your login account should never be disclosed to others.

Shareholders please log in to attend the e-meeting.

1. Log in at: <https://portal.eservice.set.or.th>
2. Select “Log in”
3. Enter username (email address that you have registered) and password
4. Enter OTP code sent to the mobile phone number that you have registered

The first screenshot shows two buttons: 'Login' and 'Register'. The 'Login' button is labeled 'เข้าสู่ระบบ' and the 'Register' button is labeled 'ลงทะเบียน'. The second screenshot shows the login form with fields for 'User name' and 'Password', and a 'Login' button. Below the button are links for 'New registration' and 'Forgot password?'. The third screenshot shows the 'Reset password' form with the text 'Please enter the OTP sent to 089XXXXX01' and a 'Request an OTP' button. Below the button is a 'Submit' button.

5. The system will show a list of all meetings that you have registered in advance. It allows you to switch between 2 different views.

#### 5.1 Calendar View

#### 5.2 List View

The first screenshot shows the 'Calendar View' of the meeting list. It displays a calendar grid with dates from 1 to 31. Meetings are listed for specific dates, such as 17, 18, and 19. The second screenshot shows the 'List View' of the meeting list. It displays a table of meetings with columns for 'Date', 'Time', and 'Agenda'. The table lists meetings for 17, 18, and 19.

6. Click on a meeting. The system will display details such as meeting date, agenda of the meeting, and attached documents for each agenda.

The first screenshot shows the 'Meeting Details' page. It displays a table with columns for 'Date', 'Time', 'Agenda', and 'Documents'. The table lists meetings for 17, 18, and 19. The second screenshot shows the 'Meeting Details' page with a list of documents and a 'Attend a meeting' button. The documents are listed with their titles and dates. The 'Attend a meeting' button is located at the bottom right of the page.

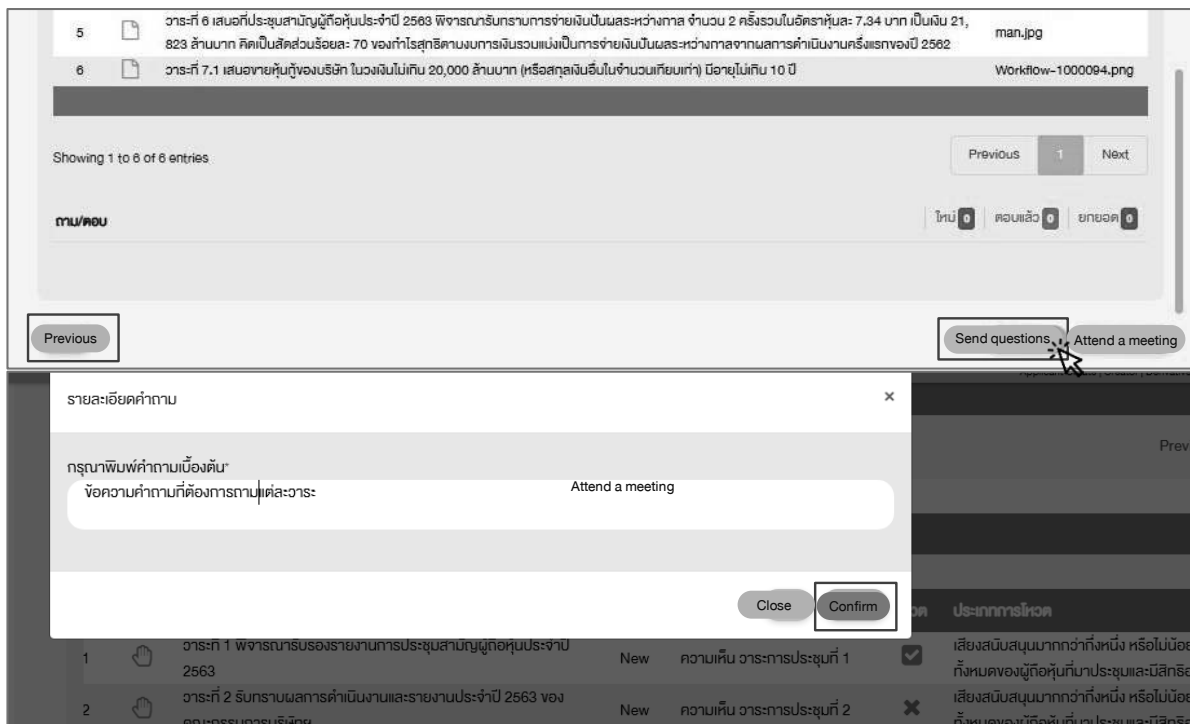
7. Click “Attend the meeting” in the lower right corner of the screen. Click “Attend the meeting” to agree to the terms and conditions of service before attending the meeting.
8. Shareholders enter the meeting via WebEx and wait for the host to start the meeting.

## 4 Asking Question Procedures

When the company allows questions from shareholders, shareholders who wish to ask questions in that agenda please go back to the DAP e-Shareholder Meeting system and follow steps below.

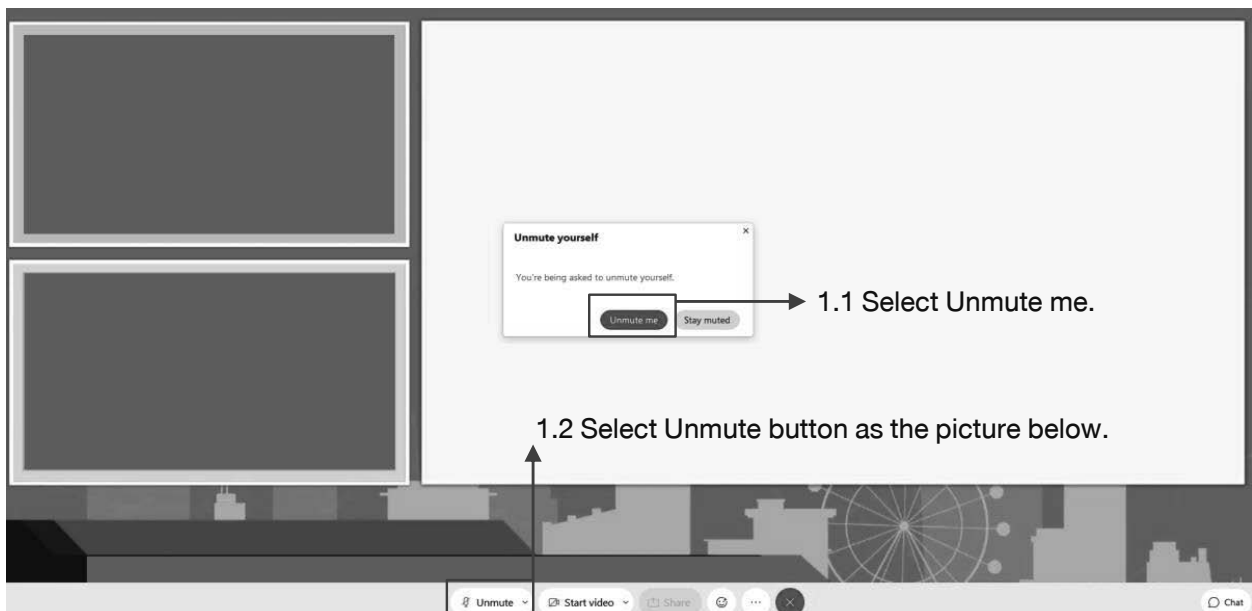
### Request to ask questions

1. Request to ask questions by clicking “Send questions” button.
2. Type your question and select “Confirm” button. Your question will be added into a waiting list.



### Asking questions when your name comes up

1. When you are allowed to ask questions, the company will call your name. Please turn on your microphone and camera (VDO) on WebEx to ask such question by yourself.



## 5 Voting Procedures

- During the voting period, the company will notify shareholders and open a voting system for each agenda. Please go back to the DAP e-Shareholder Meeting system and press the voting button.

วาระการประชุม					
ลำดับ	หัวข้อ	สถานะ	ความเห็นของคณะกรรมการ	โหวต	ประกาศการโหวต
1	วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563	New	ความเห็น วาระการประชุมที่ 1	✓	เสียงสนับสนุนมากกว่ากึ่งหนึ่ง หรือไม่น้อยกว่า 2 ใน 3 ของจำนวนเสียงทั้งหมดของผู้ถือหุ้นที่มาประชุมและมีสิทธิออกเสียง
2	วาระที่ 2 รับทราบผลการดำเนินงานและรายงานประจำปี 2563 ของคณะกรรมการบริษัทฯ.	New	ความเห็น วาระการประชุมที่ 2	✗	เสียงสนับสนุนมากกว่ากึ่งหนึ่ง หรือไม่น้อยกว่า 2 ใน 3 ของจำนวนเสียงทั้งหมดของผู้ถือหุ้นที่มาประชุมและมีสิทธิออกเสียง
3	วาระที่ 3 พิจารณานโยบายทางการเงินประจำปี สิ้นสุด ณ วันที่ 31 ธันวาคม พ.ศ. 2563	New	ความเห็น วาระการประชุมที่ 3	✓	เสียงสนับสนุนมากกว่ากึ่งหนึ่ง หรือไม่น้อยกว่า 2 ใน 3 ของจำนวนเสียงทั้งหมดของผู้ถือหุ้นที่มาประชุมและมีสิทธิออกเสียง

- Choose the agenda to vote. There are 3 voting options: “Approve”, “Disapprove” and “Abstain”.


**วาระที่ 1 พิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563**

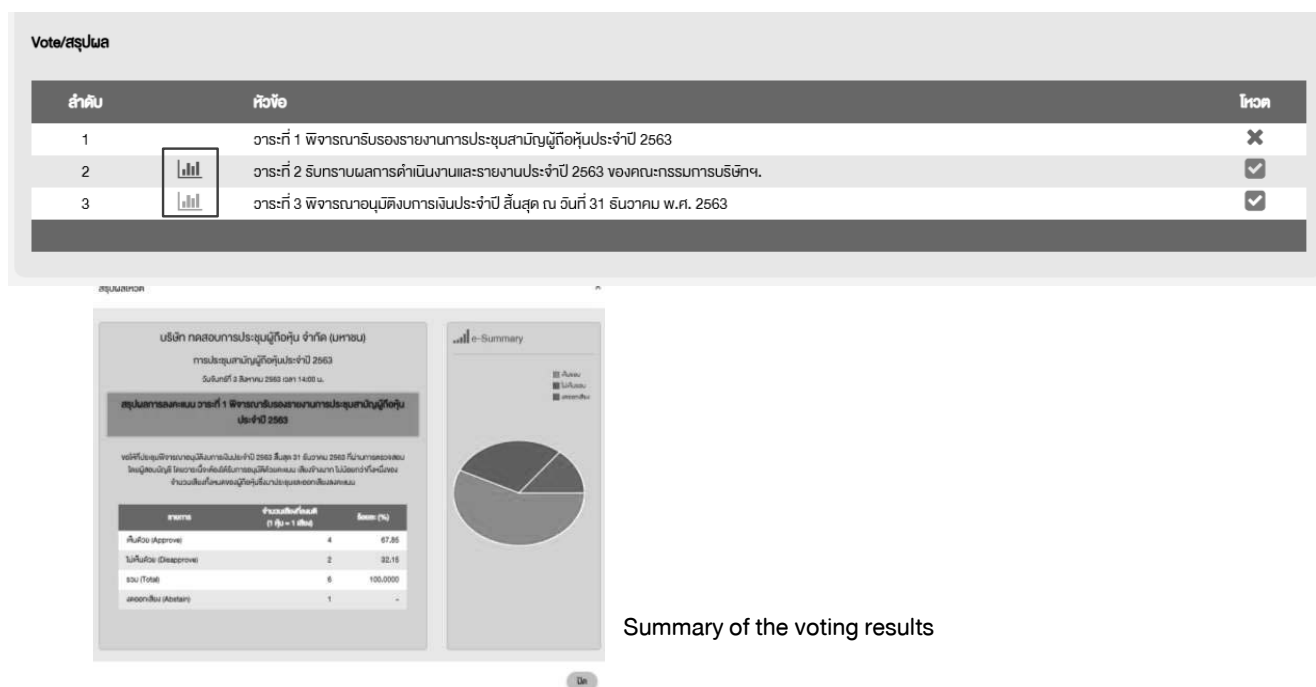
ขอให้ท่านพิจารณาและรับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2563 โดยท่านจะต้องได้ผลการรับรองด้วยคะแนนเสียงข้างมาก ไม่น้อยกว่า กึ่งหนึ่งของจำนวนเสียงทั้งหมดของผู้ถือหุ้นซึ่งมาประชุมและออกเสียงลงคะแนน

☐ เห็นด้วย / Approve
 ☐ ไม่เห็นด้วย / Disapprove
 ☐ จดออกเสียง / Abstain

Vote

**Remark :** Voting can be operated in a manner similar to physical meetings. Only shareholders who wish to vote “Disapprove” or “Abstain” are required to voice their stands. For shareholders who wish to vote “Approve”, no action is required. In this regard, the company must notify shareholders of voting conditions prior to the meeting.

- After the closing of voting in each agenda, the company will announce results. Shareholders can check the results of each agenda by clicking the  icon.



Summary of the voting results

## 6

## Resetting password

To retrieve your password, shareholders can reset password by clicking “Forgot Password” button.

Login

User name  
User name

Password  
Password

Login

New registration Forgot password?

There are 2 options to reset your password:

### 1. Reset password by using email

Enter your registered email

Forgot password

Email\*

Email

Please enter the registered email address

Password reset with mobile number

Close Submit

Check your inbox

✓

ส่งอีเมลสำเร็จ

กรุณาตรวจสอบอีเมลของคุณเพื่อทำการรีเซ็ตรหัสผ่านใหม่

close

Set new password

รีเซ็ตรหัสผ่าน

อีเมล  
Test@hotmail.com

รหัสผ่าน

ยืนยันรหัสผ่าน

กรุณากรอกข้อมูลให้ครบถ้วน

Confirm

### 2. Reset password by using OTP

Click the link to reset password  
by using mobile phone

Forgot password

Email\*

Email

Please enter the registered email address

Password reset with mobile number

Close Submit

Enter your mobile phone number

Forgot password

Mobile number\*

Mobile number

Please enter the registered mobile address

Password reset with email

Close Submit

Request for OTP and enter OTP

รีเซ็ตรหัสผ่าน

โปรดใส่ OTP ที่ส่งไปที่ 087XXXXX63

ขอรับ OTP

Set new password

รีเซ็ตรหัสผ่าน

โปรดใส่ OTP ที่ส่งไปที่ 087XXXXX63

รหัสผ่าน

ยืนยันรหัสผ่าน

กรุณากรอกข้อมูลให้ครบถ้วน

ยืนยัน

To download user manual,

shareholders could visit the website:

<https://www.set.or.th/e-shareholder-meeting>

Or scan the following QR Code:



## DAP e-Shareholder Meeting

Operated by Digital Access Platform Co., Ltd., a subsidiary of SET Group



รู้หรือไม่?

# ลดโลกร้อนได้

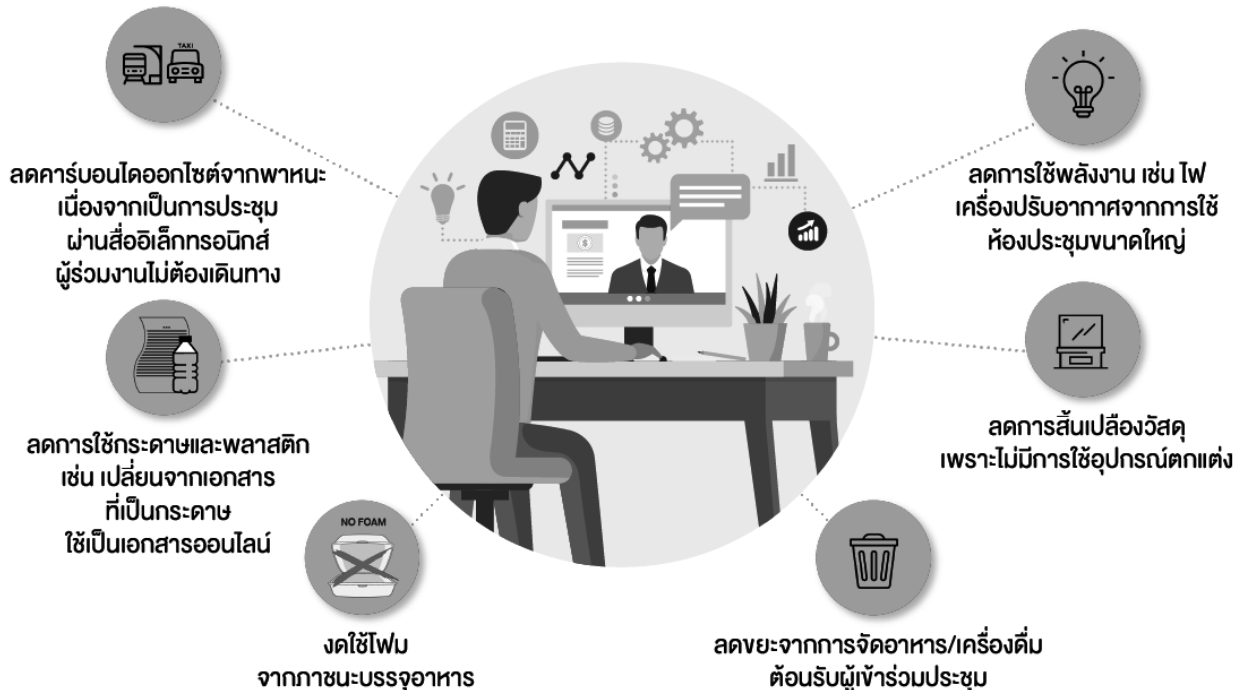
## ด้วยการประชุมผู้ถือหุ้น ผ่านสื่ออิเล็กทรอนิกส์ (e-AGM)

ด้วยการใช้หลักการ 6 Cares จากการเข้าร่วมโครงการ Care the Bear



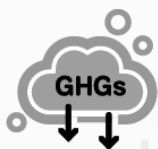
CARE THE BEAR  
Change the Climate Change

ลด-โลก-ร้อน



### ผลที่ได้จากการใช้ Care the Bear

- ✓ คำวัดผลที่ได้จากการคำนวณการลดก๊าซเรือนกระจก  
สามารถเปิดเผยในรายงานประจำปีและรายงานความยั่งยืน  
ขององค์กรได้
- ✓ สร้างจิตสำนึกและปรับเปลี่ยนพฤติกรรม เพื่อไปสู่วิถีชีวิตใหม่  
ในการลด/เลิกการใช้พลังงานที่ไม่จำเป็น
- ✓ องค์กรสามารถออกแบบแผน  
การลดการใช้งบประมาณ เช่น ลดค่าไฟฟ้า  
ค่ากระดาษ/วัสดุ
- ✓ สร้างภาพลักษณ์ที่ดีให้แก่องค์กร



การจัดประชุมออนไลน์ การจัดกิจกรรมทั้งภายในและนอกองค์กร หรือการดำเนินกิจกรรมอื่น ๆ  
สามารถช่วยลดปริมาณก๊าซเรือนกระจกได้ สามารถขอคำปรึกษาเกี่ยวกับวิธีปฏิบัติและใช้เครื่องมือคำนวณ  
ในการวัดผลพร้อมต่อยอดสู่การร่วมสร้างพฤติกรรมลดโลกร้อน ให้เกิดขึ้นเป็นค่านิยมของสังคมไทยต่อไป

ร่วมกันเป็นส่วนหนึ่งของโครงการ Care the Bear สมัครเข้าร่วมโครงการได้ที่ [www.carethebear.com](http://www.carethebear.com)

สอบถามรายละเอียดเพิ่มเติมได้ที่ฝ่ายพัฒนาเพื่อสังคม ตลาดหลักทรัพย์แห่งประเทศไทย โทร. 0-2009-9480  
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