

Ref: FSS.-CS 014/2017

April 25th, 2017

Subject: Resolutions of the 2017 Annual General Meeting of Shareholders

To: President of The Stock Exchange of Thailand

Finansia Syrus Securities Public Company Limited (the **Company**) hereby notify the resolutions of the 2017 Annual General Meeting of Shareholders held on 25th April 2017 at 2.00 p.m. at 1A-1B Room, 3rd Floor, Grand Mercure Fortune Bangkok Hotel located at 1 Fortune Town Building, Ratchadaphisek Road, Dindang, Bangkok 10400 (the **Meeting**) with 46 shareholders attending the Meeting in person and by proxies, holding 389,959,936 shares in total as follows:

1. Certified the Minutes of the 2016 Annual General Meeting of Shareholders held on 27th April, 2016

The Meeting resolved by the majority votes of shareholders attending the meeting and casting their votes as follows:

		Percentage of total number of votes from shareholders attending the meeting and casting their votes
Approved	391,733,868 votes	100.00000
Disapproved	- votes	-
Abstained	- votes	_*

Note: * Percentage is not calculated as the voting is counted based on those who casted their votes.

2. Acknowledged the 2016 Annual Report.

No casting of votes in this agenda

3. Approved the annual audited balance sheet and the profit and loss statement for the fiscal year ended December 31st 2016.

The Meeting resolved by the majority votes of shareholders attending the meeting and casting their votes as follows:

		Percentage of total number of votes from shareholders attending the meeting and casting their votes
Approved	391,733,868 votes	100.00000
Disapproved	- votes	-
Abstained	- votes	_*

Note: * Percentage is not calculated as the voting is counted based on those who casted their votes.

4. Approved the allocation of net profit from operating results of the year 2016 for (i) statutory reserve of not less than 5 percent of the net profit of the year 2016 which is 13,375,161.38 Baht in total and (ii) dividend payment of 75,582,393.25 Baht at the rate of 0.13 Baht per share to the shareholders of the Company whose names were in the shares registration book of the Company on 9th March 2017 (Record Date) and the closing date for gathering the names of shareholders under Section 225 of the Securities and Exchange Act B.E. 2535 (and

amendments) was on 10th March 2017 and the dividend payment date was scheduled for 22nd May 2017.

The Meeting resolved by the majority votes of shareholders attending the meeting and casting their votes as follows:

		Percentage of total number of votes from shareholders attending the meeting and casting their votes
Approved	391,733,868 votes	100.00000
Disapproved	- votes	-
Abstained	- votes	-*

Note: * Percentage is not calculated as the voting is counted based on those who casted their votes.

5. Approved the appointment of Mr. Somphop Keerasuntonpong and Mr. Kittisak Bencharit to serve as the Company's Directors for another term and approved the nomination of Mr. Zhisheng Xu to serve as the Company's Director to replace Mr. Som Pisarnsopon

(1) Mr. Somphop Keerasuntonpong Director and President

The Meeting resolved by the majority votes of shareholders attending the meeting and casting their votes as follows:

		Percentage of total number of votes from shareholders attending the meeting and casting their votes
Approved	391,733,868 votes	100.00000
Disapproved	- votes	-
Abstained	- votes	-*

Note: * Percentage is not calculated as the voting is counted based on those who casted their votes.

(2) Mr. Kittisak Bencharit Independent Director and Audit Committee

The Meeting resolved by the majority votes of shareholders attending the meeting and casting their votes as follows:

		Percentage of total number of votes from shareholders attending the meeting and casting their votes
Approved	391,751,751 votes	99.99997
Disapproved	117 votes	0.00003
Abstained	- votes	-*

Note: * Percentage is not calculated as the voting is counted based on those who casted their votes.

(3) Mr. Zhisheng Xu Director

The Meeting resolved by the majority votes of shareholders attending the meeting and casting their votes as follows:

		Percentage of total number of votes from shareholders attending the meeting and casting their votes
Approved	391,751,868 votes	100.00000
Disapproved	- votes	-
Abstained	- votes	-*

Note: * Percentage is not calculated as the voting is counted based on those who casted their votes.

6. Approved the the remunerations of the Board of Directors and the Sub-Committee for the year 2017.

- The Directors' remuneration for the year 2017 not exceeding 12.88 million Baht as the following details:

(1) The Directors' remuneration
Meeting allowance is at the same rate as the past year as follows;

Meeting Allowance	Year 2017	Year 2016
The Board of Directors		
Chairman	50,000 Baht/ time	50,000 Baht/ time
Deputy Chairman	30,000 Baht/ time	30,000 Baht/ time
Directors (not the Company's executives)	20,000 Baht/ person/ time	20,000 Baht/ person/ time
The Audit Committee		
Chairman	40,000 Baht/ person	40,000 Baht/ person
Directors	20,000 Baht/ person/ time	20,000 Baht/ person/ time
Other Sub-Committees	None	None

Bonus Directors will receive bonus not exceeding 10 million Baht, the Board of Directors will determine the appropriate amount to share the cost themselves.

Fiscal Year ended 31 st ,December 2017	Fiscal Year ended 31 st ,December 2016
Not exceeding 10 million Baht	Not exceeding 8 million Baht

(2) Other benefits
-None-

The Meeting resolved by more than two-thirds of votes of shareholders attending the meeting as follows:

		Percentage of total number of votes from shareholders attending the meeting
Approved	388,026,254 votes	99.99485
Disapproved	- votes	-
Abstained	20,000 votes	0.00515

7. Approved the appointment of Ms. Ratana Jala (CPA Licence No. 3734) and/or Ms. Somjai Khunapasut (CPA Licence No. 4499) and/or Mrs. Nonglak Pumnoi (CPA Licence No. 4172) of EY Office Company Limited as the auditor for the year 2017 with the total remuneration of 1,560,000 Baht.

The Meeting resolved by the majority votes of shareholders attending the meeting and casting their votes as follows:

		Percentage of total number of votes from shareholders attending the meeting and casting their votes
Approved	391,751,868 votes	100.00000
Disapproved	- votes	-
Abstained	- votes	_*

Note: * Percentage is not calculated as the voting is counted based on those who casted their votes.

8. Approved the issuance and offering of debentures with total principal value not exceeding one billion baht with the following details;

Objectives	:	To use the funds raised for business expansions and operations and to refinance the Company's debts and increase working capital
Type	:	All types and kinds of debentures whether in bearer or name-registered form, subordinated or unsubordinated, with or without security, with or without debenture holder's representative, perpetual or with tenure, depending on the appropriateness of the market conditions at the time that each debenture is issued and offered
Total principal value	:	The total value of the debentures which are not redeemed ,not exceeding one billion Baht or equivalent amount in any other currency
Interest Rate	:	Depending on the market conditions at the time the debentures are issued and offered
Term of the Debenture	:	Not exceeding 10 years from the date of issuance
Offering	:	To offer domestically through a public and/or offer to limited scope and/or offer to institutional investors and/or some or all major investors and may offer once or several times
Early Redemption	:	The debenture holders may or may not have the right to ask the Company to redeem their debentures before the maturity date. The Company may or may not have the right to redeem their debentures before the maturity date, depending on the terms and conditions of each issued debenture.

Approval was also made to propose to the 2017 Annual General Meeting of Shareholders to authorize the Board of Directors and/ or persons authorized by the Board of Directors the authority to perform for the best interests of the Company and shareholders including but not limited to the following matters:

- (1) Determination on the details relevant to the issuance and offering of debentures including but not limited to the type of debentures that are issued each time, par value, the selling price per unit, interest rate, the appointment of representatives of debenture holders, issuance, offering and allocation method, details of the offering, the early redemption and any listing on the secondary market, (if any) as well as changing the terms or details related to the issuance of debentures in each category /

type at each time including the authority to take any necessary actions relevant to the issuance and offering of debentures successfully in accordance with the law.

- (2) Appointment of financial advisors, underwriters, registrars of debenture holders, representatives of debenture holders, Credit Rating Agency, trustees of the debenture holders or any other person in case of being appointed by the relevant rules and regulations or in any manner deemed appropriate by the Company.
- (3) Negotiate, sign and amend the contract or agreement documents involved with the issuance of the debentures and also to request for documents from the Securities and Exchange Commission, Thai Bond Market Association, Credit Rating Agency or other agencies involved with the issuance and offering of debentures including the debentures to be listed on the secondary market as well as defining the rules and relevant details to achieve these objectives under the provisions of the rules, regulations and laws or any related action as appropriate.

The Meeting resolved by more than three-fourths of votes from shareholders attending the meeting as follows:

		Percentage of total number of votes from shareholders attending the meeting
Approved	391,741,868 votes	99.99745
Disapproved	10,000 votes	0.00255
Abstained	- votes	-

Please be informed accordingly.

Yours faithfully,
Finansia Syrus Securities Public Company Limited

(Mr. Chuangchai Nawongs)
Chief Executive Officer