

FSS.CS 16/2020

29 April 2020

Subject: Notification of the Resolutions of the 2020 Annual General Meeting of Shareholders  
To: President  
The Stock Exchange of Thailand

Finansia Syrus Securities Public Company Limited (the “**Company**”) would like to notify the resolutions of the 2020 Annual General Meeting of Shareholders held on 29 April 2020, at 14.00 hours until 16.10 hours, at 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, where the following significant resolutions were passed:

1. A resolution was passed to certify the Minutes of the 2019 Annual General Meeting of Shareholders held on 25 April 2019, with a simple majority vote of the shareholders attending the meeting and casting their votes, detailed as follows:

Approve	315,513,822	shares	representing (%)	100.00000
Disapprove	-	shares	representing (%)	-
Abstain	-	shares	representing (%)	- *
Invalid ballots	-	shares	representing (%)	- *

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

- Remarks:**
- The resolution for this agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes.
  - During the consideration of this agenda, there were - additional shareholder(s) and/or proxy holder(s), holding - shares, attending the meeting. Therefore, there were 47 shareholders and proxy holders, holding 315,512,921 shares in total, attending the meeting.

2. A resolution was passed to acknowledge the Company’s 2019 business operating results.

**Remarks:** This agenda is for acknowledgement and, therefore, no casting of vote is required.

3. A resolution was passed to approve the 2019 financial statements of the Company for the fiscal year ended 31 December 2019, with a simple majority vote of the shareholders attending the meeting and casting their votes, detailed as follows:

Approve	315,513,822	shares	representing (%)	100.00000
Disapprove	-	shares	representing (%)	-
Abstain	-	shares	representing (%)	- *
Invalid ballots	-	shares	representing (%)	- *

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

- Remarks:**
- The resolution for this agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes.
  - During the consideration of this agenda, there were 1 additional shareholder(s) and/or proxy holder(s), holding 1 shares, attending the meeting. Therefore, there were 50 shareholders and proxy holders, holding 315,513,822 shares in total, attending the meeting.

4. A resolution was passed to approve no appropriation of the net profit for the year 2019 as legal reserve, as in 2019, the Company has incurred loss from its operation in the amount of THB 140,832,838. In this regard, the Company has the registered capital of THB 930,244,840 and the legal reserve in the amount of THB 78,640,769, representing 8.45 percent of the registered capital which remains less than 10 percent of the registered capital and no dividend payment from the 2019 business operating results with a simple majority vote of the shareholders attending the meeting and casting their votes, detailed as follows:

Approve	315,513,904	shares	representing (%)	100.00000
Disapprove	-	shares	representing (%)	-
Abstain	3	shares	representing (%)	- *
Invalid ballots	-	shares	representing (%)	- *

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

- Remarks:**
1. The resolution for this agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes.
  2. During the consideration of this agenda, there were 1 additional shareholder(s) and/or proxy holder(s), holding 85 shares, attending the meeting. Therefore, there were 51 shareholders and proxy holders, holding 315,513,907 shares in total, attending the meeting.

5. The following resolutions were passed to approve the appointment of directors who were due to retire by rotation for another term of office as follows:

- 1) A resolution was passed to appoint Mr. Somphop Keerasuntonpong as a director, with a simple majority vote of the shareholders attending the meeting and casting their votes, detailed as follows:

Approve	315,513,907	shares	representing (%)	100.00000
Disapprove	-	shares	representing (%)	-
Abstain	-	shares	representing (%)	- *
Invalid ballots	-	shares	representing (%)	- *

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

- Remarks:**
1. The resolution for this agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes.
  2. During the consideration of this agenda, there were - additional shareholder(s) and/or proxy holder(s), holding - shares, attending the meeting. Therefore, there were 51 shareholders and proxy holders, holding 315,513,907 shares in total, attending the meeting.

- 2) A resolution was passed to appoint Mr. Yang Liu as a director, with a simple majority vote of the shareholders attending the meeting and casting their votes, detailed as follows:

Approve	315,513,907	shares	representing (%)	100.00000
Disapprove	-	shares	representing (%)	-
Abstain	-	shares	representing (%)	- *
Invalid ballots	-	shares	representing (%)	- *

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

- Remarks:**
1. The resolution for this agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes.
  2. During the consideration of this agenda, there were - additional shareholder(s) and/or proxy holder(s), holding - shares, attending the meeting. Therefore, there were 51 shareholders and proxy holders, holding 315,513,907 shares in total, attending the meeting.

- 3) A resolution was passed to appoint Mr. Kittisak Bencharit as an independent director, with a simple majority vote of the shareholders attending the meeting and casting their votes, detailed as follows:

Approve	315,513,790	shares	representing (%)	99.99996
Disapprove	117	shares	representing (%)	0.00004
Abstain	-	shares	representing (%)	- *
Invalid ballots	-	shares	representing (%)	- *

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

**Remarks:**

1. The resolution for this agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes.
2. During the consideration of this agenda, there were - additional shareholder(s) and/or proxy holder(s), holding - shares, attending the meeting. Therefore, there were 51 shareholders and proxy holders, holding 315,513,907 shares in total, attending the meeting.

6. A resolution was passed to approve the remuneration of directors and sub-committees for year 2020, with a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting, including the shareholders who abstain from voting, detailed as follows:

1) Financial remuneration

Meeting allowance shall be paid by position as follows:

Meeting allowance	2020 (at the 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
<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>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 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 –

Approve	311,758,290	shares	representing (%)	100.00000
Disapprove	-	shares	representing (%)	-
Abstain	3	shares	representing (%)	0.00000
Invalid ballots	-	shares	representing (%)	-

- Remark:**
- The resolution for this agenda requires a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting, including the shareholders who abstain from voting.
  - During the consideration of this agenda, there were - additional shareholder(s) and/or proxy holder(s), holding - shares, attending the meeting. Therefore, there were 49 shareholders and proxy holders, holding 311,758,293 shares in total, attending the meeting.

7. A resolution was passed to appoint the following auditors from EY Office Limited to be the auditor of the Company 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 addition, a resolution was passed to approve the audit fees for the fiscal year ending 31 December 2020 in the amount of THB 2,000,000. Moreover, a resolution was passed to acknowledge the appointment of the aforementioned auditors from EY Office Limited to be the auditors of FSS International Investment Advisory Securities Company Limited for the fiscal year ending 31 December 2020 and the audit fees in the amount of THB 400,000. In this respect, the audit fees as mentioned above do not include non-audit fees, with a simple majority vote of the shareholders attending the meeting and casting their votes, detailed as follows:

Approve	315,513,904	shares	representing (%)	100.00000
Disapprove	-	shares	representing (%)	-
Abstain	3	shares	representing (%)	- *
Invalid ballots	-	shares	representing (%)	- *

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

- Remarks:**
- The resolution for this agenda requires a simple majority vote of the shareholders attending the meeting and casting their votes.
  - During the consideration of this agenda, there were - additional shareholder(s) and/or proxy holder(s), holding - shares, attending the meeting. Therefore, there were 51 shareholders and proxy holders, holding 315,513,907 shares in total, attending the meeting.

Please be informed accordingly

Sincerely yours,

(Mr. Chuangchai Nawongs)

Chief Executive Officer