



IFS Capital (Thailand) PCL

บริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)



Invitation to the 2024 Annual General Meeting of Shareholders (Physical Meeting)

IFS Capital (Thailand) Public Company Limited

Monday, 22nd April 2024 at 14.00 hours
(Meeting Attendance Registration: 13.00 hours)

Infinity Room, 7th Floor, AETAS Lumpini Hotel,
No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok

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- Translation -

IFS Capital (Thailand) Public Company Limited

20th Floor Lumpini Tower, 1168/55 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120 www.ifscapthai.com

Tel. 66 (2) 285-6326-32, (2) 679-9140-4 Fax. 66 (2) 285-6335, (2) 679-9157 **Registration No. 010755000033**

15th March 2024

Dear The Shareholders

Re: Notice of the 2024 Annual General Meeting of Shareholders (Physical Meeting)

- Enclosures:
1. A Copy of the minutes of the 2023 Annual General Meeting of Shareholders held on 18th April 2023;
 2. A Copy of Form 56-1 One Report 2023 (in the form of a QR Code with a Barcode) and registration form for attending the meeting;
 3. Profiles of the nominated persons for the election of the directors to replace the directors who retire by rotation;
 4. Qualifications of Independent Director;
 5. Profiles of the auditors proposed to be the Company's auditor for 2024;
 6. Guidelines for the registration process and required documents, proxy, vote casting and vote counting, inquiries, or expressing opinions;
 7. Proxy Form A, Form B and Form C;
 8. Profile of Independent Director proposed as a proxy of shareholders;
 9. The Company's Articles of Association relating to the meeting;
 10. QR code guide for downloading the meeting documents;
 11. Map of the meeting venue

The Board of Directors of IFS Capital (Thailand) Public Company Limited (the “**Company**”) resolved to convene the 2024 Annual General Meeting of Shareholders (the “**Meeting**”) in the form of a physical meeting on Monday, 22nd April 2024 at 14.00 hours at the Infinity Room, 7th Floor, AETAS Lumpini, No. 1030/4 Rama 4 Road, Tungmahamek, Sathorn Bangkok 10120, Thailand, to consider the following agenda items:

Agenda 1

To consider and adopt the minutes of the 2023 Annual General Meeting of Shareholders

Facts and Rationale

The 2023 Annual General Meeting of Shareholders on Tuesday, 18th April 2023 with the details shown in a copy of the minutes as per **Attachment No. 1** has been delivered to the shareholders together with this Notice of the Meeting, as well as publicized the same on the Company's website: www.ifscapthai.com.

The Board's Opinion

The Board of Directors is of the opinion that the Meeting should consider and adopt the minutes of the 2023 Annual General Meeting of Shareholders.

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.



Agenda 2

To acknowledge the Annual Report of the Board of Directors and the operating results of the Company for the year 2023

Facts and Rationale

The Annual Report of the Board of Directors and the Company's operating results for 2023 shown in Form 56-1 One Report 2023 as per **Attachment No. 2**, which has been delivered to the shareholders via QR Code together with this Notice of the Meeting, as well as publicized the same on the Company's website: www.ifscapthai.com.

The Board's Opinion

The Board of Directors is of the opinion that the Meeting should acknowledge the Annual Report of the Board of Directors and the operating results of the Company for the year 2023.

Resolution

The vote is not required as this agenda is for acknowledgment.

Agenda 3

To consider and approve the Financial Statements of the Company for the fiscal year ended 31st December 2023

Facts and Rationale

The Financial Statements of the Company for the fiscal year ended 31st December 2023 have been audited by the Company's auditor and reviewed by the Audit Committee. The details are shown in Form 56-1 One Report 2023 of **Attachment No. 2**, which has been delivered to the shareholders together with this Notice of the Meeting.

The Board's Opinion

The Board of Directors is of the opinion that the Meeting should approve the Financial Statements of the Company for the fiscal year ended 31st December 2023, which have been audited by the Company's auditor and reviewed by the Audit Committee.

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 4

To consider and approve the appropriation of net profit and dividend payment for 2023

Facts and Rationale

Pursuant to Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendment thereto) and Article 51 of the Company's Articles of Association, which stipulate that "the Company shall appropriate to reserve funds at least five (5) percent of the annual net profit less the total accumulated loss brought forward (if any) until the reserve fund reaches an amount not less than ten (10) percent of the registered capital of the Company." The Company has a net profit of Baht 158,405,386 and no accumulated loss, therefore the Company is able to distribute dividends to the shareholders pursuant to Section 115 of the Public Limited Company Act B.E. 2535 (1992) (including any amendment thereto). The Company has a dividend policy to pay dividends at a rate of not less than fifty (50) percent of the net profit available after the payment of the Company's corporate income tax and allocation of legal reserve. However, subject to the operating results, financial positions, liquidity, and the Company's necessity of operation expansion and working capital requirements, the dividend payment rate could be less than such rate.

The comparison of dividend payments between the year 2023 and the year 2022 is as follows:



Dividend Payment	Year 2023	Year 2022
1. Net Profit (Loss) (MB)	158.41	156.91
2. Number of Shares (Shares)	493,499,975	493,499,975
3. Dividend (Baht/share)	0.168	0.1633
4. Total Amounts Paid (MB)	82.91	80.59
5. Dividend Payout Ratio (%)	52.34*	51.36*

*The dividend payout ratio is in accordance with the Company's dividend policy.

The Board's Opinion

The Board of Directors is of the opinion that the Meeting should approve

- (1) There was no appropriation of the net profit in 2023 as a legal reserve since the Company's legal reserve had reached the amount required by laws in accordance with Section 116 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendment thereto) and Article 51 of the Company's Articles of Association.
- (2) The dividend payment from the net profit of 2023 at Baht 0.168 per share, for 493,499,975 shares, totaling Baht 82,907,996 to be paid to the shareholders whose names appeared on the record date on 6th March 2024, and the payment shall be on 15th May 2024.

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 5

To consider and approve the election of the directors to replace the directors who retire by rotation

Facts and Rationale

According to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) (including any amendment thereto) and Article 18 of the Articles of Association of the Company specify that "at every general meeting one-third (1/3) of directors shall retire. If the number of directors is not multiple of three (3), the number of directors closest to one-third shall be retired. 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 the longest shall retire. A director who retires by rotation may be re-elected." For the 2024 Annual General Meeting of Shareholders, 2 directors shall retire by rotation as follows:

- | | |
|--|---|
| 1. Mrs. Churairat Panyarachun
(Serves as a director for 6 years from the date of the first appointment on 18 th April 2018) | Independent Director, Chairperson of the Audit Committee, and Member of the Compensation and Nomination Committee |
| 2. Mr. Sutee Losoponkul
(Serves as a director for 1 year 11 months from the date of the first appointment on 11 th May 2022) | Independent Director, Member of the Audit Committee, and Chairman of the Compensation and Nomination Committee |

For the selection of directors, shareholders were cordially invited to nominate a candidate (s) to be elected as the Company's director ahead of the 2024 Annual General Meeting of Shareholders during the period of 1st October 2023

–
15th December 2023. The details have been publicized on the Company's website, including via the Stock Exchange of Thailand (SET)'s news system. However, there were none proposed to the Company.

The Compensation and Nomination Committee has selected and nominated persons who are knowledgeable, competent, visionary, and possess work experience that could be of benefit to the business of the Company and



perform duties with responsibility and honesty. In addition, the Compensation and Nomination Committee considered suitable qualifications that are in line with the composition and structure of the Board of Directors according to the Company's business strategy. The qualifications are consistent with relevant regulations and the principle of good corporate governance. Therefore, the Board of Directors deems it appropriate to propose that the Meeting should re-elect two directors who retired by rotation for another term as follows:

<u>Name</u>	<u>Position</u>
1. Mrs. Churairat Panyarachun	The director, who retired by rotation, shall be re-elected to her duty for another term, and shall act as an Independent Director, Chairperson of the Audit Committee, and Member of the Compensation and Nomination Committee.
2. Mr. Sutee Losoponkul	The director, who retired by rotation, shall be re-elected to his duty for another term as an Independent Director, Member of the Audit Committee, and Chairman of the Compensation and Nomination Committee.

The Board's Opinion

The Board of Directors is of the opinion that the persons nominated as independent directors have qualifications, knowledge, abilities and work experience that could be of benefit to the business of the Company and perform duties with responsibility and honesty and in accordance with laws and the Company's objectives. In addition, Mrs. Churairat Panyarachun and Mr. Sutee Losoponkul have qualifications to give comments independently in line with the law relevant to the notification of qualifications of independent director, and do not hold any directorship or executive positions in any business which may cause a conflict of interest with the Company. Therefore, the Board of Directors deems it appropriate to propose that the Meeting should approve the election of the two directors who retired by rotation as the Company's directors for another term, namely 1) Mrs. Churairat Panyarachun as an Independent Director, Chairperson of the Audit Committee, and Member of the Compensation and Nomination Committee, and 2) Mr. Sutee Losoponkul as an Independent Director, Member of the Audit Committee, and Chairman of the Compensation and Nomination Committee.

The profiles of two directors and the qualifications of independent directors appear in **Attachment No. 3** and **Attachment No. 4**, which have been delivered to the shareholders together with the Notice of the Meeting.

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 6

To consider and approve the determination of the remuneration of the directors

Facts and Rationale

Pursuant to Article 34 Paragraph 2 of the Company's Articles of Association stating "directors have the right to receive remuneration from the Company in the form of award, meeting fee, reward, bonus or any other benefits in accordance with the Articles of Association or as approved by a meeting of shareholders which may be a fixed sum or subject to any conditions applicable from time to time. The directors may also be entitled to allowances and fringe benefits in accordance with the Company's Regulations." The Board of



Directors has considered and is of the opinion that the remuneration and bonuses of the directors should be determined as follows.

6.1

To consider and approve the determination of the remuneration of the directors

The Board's Opinion

The Board of Directors has considered and recommended the Meeting to approve the determination of the remuneration of the directors for the year 2024. The structure of the remuneration of the directors and members of the sub-committees is at the same rate as previously approved which is equal to the year 2023 as follows:

Board of Directors

	<u>Annual fee (Baht)</u>	<u>Attendance Fee (Baht)</u>
Chairman	140,000	25,000/Meeting
Deputy Chairman	110,000	20,000/Meeting
Director	80,000	20,000/Meeting

Audit Committee

	<u>Annual fee (Baht)</u>	<u>Attendance Fee (Baht)</u>
Chairman	110,000	25,000/Meeting
Member	75,000	20,000/Meeting

Compensation and Nomination Committee

	<u>Annual fee (Baht)</u>	<u>Attendance Fee (Baht)</u>
Chairman	75,000	25,000/Meeting
Member	50,000	20,000/Meeting

6.2

The Board's Opinion

To consider and approve the payment of bonus to the directors

The Board of Directors has considered and recommended the Meeting to approve the payment of a bonus totaling Baht 2,142,000 to the directors for the year 2023 based on the appropriateness of the scope of duties, performance and responsibilities of directors which is at the same rate as the previous year as follows:

	<u>Baht</u>
1. Mr. Randy Sim Cheng Leong	714,000
2. Mrs. Churairat Panyarachun	357,000
3. Mr. Sutee Losoponkul	357,000
4. Mr. Taveesak Saengthong	357,000
5. Ms. Chionh Yi Chian	357,000
6. Mr. Tan Ley Yen	-
Total	<u>2,142,000</u>

Note: In 2023 and 2022, there were no other benefits other than those proposed for approval.

Resolution

This agenda shall be approved by a vote of not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting.

Agenda 7

To consider and approve the appointment of the auditor and the determination of the remuneration of the auditor for the year 2024

Facts and Rationale

Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535 (any amendment thereto) and Article 59 and Article 60 of the Company's Articles of Association, the Audit Committee has considered and proposed selecting the auditor for the Board of Directors to propose to the Meeting to approve the



appointment of the auditor of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditor for the year 2024, with details as follows:

	Name of Auditor	CPA License No.	Year (s) as the auditor of the Company
1	Ms. Lasita Magut	9039	-2-
2	Mr. Wee Sujarit	7103	-0-
3	Mr. Kasiti Ketsuriyonk	8833	-0-
4	Ms. Vayuree Jirakittidul	9140	-0-

(Profiles of the auditors proposed to be the Company's auditor for 2024 appear in Attachment No.5)

All 4 of them are reliable persons with the ability to provide services and consultant on financial reporting standards and certify financial statements in a timely manner as well as having no relationship or no conflict of interest between the auditor and the Company, executives, or major shareholders or related persons of such persons. Therefore, they are independent in auditing and expressing their opinions on the Company's financial statements with the audit fee for the year 2024 not exceeding Baht 2,265,000 (excluding out-of-pocket expenses and Group Reporting), which is the same rate as paid in 2023.

Note: The Company has no subsidiaries.

The Board's Opinion

The Board of Directors, after considering the opinion of the Audit Committee, deems it appropriate to propose to the Meeting to approve the appointment of the auditor of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's auditor for the year 2024 and the determination of the remuneration of the auditor for the year 2024 of not exceeding Baht 2,265,000 (excluding out-of-pocket expenses and Group Reporting). The list of the auditors is as follows:

- | | | |
|-----------------------------|----------------------|--------|
| 1. Ms. Lasita Magut | CPA License No. 9039 | and/or |
| 2. Mr. Wee Sujarit | CPA License No. 7103 | and/or |
| 3. Mr. Kasiti Ketsuriyonk | CPA License No. 8833 | and/or |
| 4. Ms. Vayuree Jirakittidul | CPA License No. 9140 | |

Resolution

This agenda shall be approved by a majority vote of the shareholders attending the meeting and casting their votes.

Agenda 8

To consider other matters (if any)

The Company would like to cordially invite shareholders to attend the Meeting on the date, at the time and the place specified in the Notice of the Meeting. The meeting attendance registration will start at 13.00 hours. Any shareholder who wishes to appoint any other person as a proxy to attend the Meeting and vote on his/her behalf, please fill in the details and sign the proxy form: either Form A, Form B, or Form C (please choose only one form) in **Attachment No.7**.

To make the Meeting registration more convenient and faster, shareholders or proxies shall bring the registration form in **Attachment No. 2** and/or the proxy form along with supporting documents to show the right to attend the Meeting on the Meeting date as detailed in the Guidelines for the registration process and required documents, proxy, vote casting and vote counting, inquiries, or expressing opinions in **Attachment No. 6**.

If any shareholder wishes to appoint an independent director as a proxy, the Company would like to inform you that the Company has one independent director proposed to act as shareholders' proxy, namely Mrs. Churairat Panyarachun. The profile of the independent director proposed as a proxy



of shareholders appears in **Attachment No. 8**. Thus, shareholders can deliver the proxy form together with its original supplementary documents to the Company by 19th April 2024 as addressed below:

IFS Capital (Thailand) Public Company Limited
Investor Relations, Secretariat & Compliance Dept.
1168/55, 20th Floor, Lumpini Tower, Rama 4 Road
Tungmahamek, Sathorn, Bangkok 10120

or use a **business reply envelope** (the “envelope”) provided by the Company (no postal stamp required). The Proxy Form B and the envelope have been enclosed along with this Notice of the Meeting. For shareholders’ convenience, the Company will facilitate affixing the stamp duty for the proxy upon registration to the Meeting.

Shareholders may download the Notice of the Meeting together with its attachments and proxy forms at the Company’s website: <https://www.ifscapthai.com/en/investorrelations/document/shareholder-meetings?year=2024>. Shareholders are welcome to submit inquiries regarding the agenda items of the Meeting to the Company in advance via the Company’s website: www.ifscapthai.com under the topic “Investor Relations” or via E-mail: info@ifscapthai.com by specifying the name and surname of the shareholder so that your inquiries will be clarified and recorded as appropriate.

Yours faithfully
By Resolution of the Board of Directors
IFS Capital (Thailand) Public Company Limited

(Ms. Kanokporn Suntornsripitak)
Company Secretary

Investor Relations, Secretariat and Compliance Dept.
Tel: 0-2285-6326-32 ext. 611/612

IFS Capital (Thailand) Public Company Limited places importance on the personal data protection of shareholders and proxies. The Company shall protect and treat shareholders' personal data in compliance with the Personal Data Protection Act B.E. 2562 (2019). Thus, the Company would like to inform you of the details of taking action with personal data that may be arising, including the rights as a data subject under the Privacy Notice for Directors and Shareholders as appeared on the Company’s website: <https://www.ifscapthai.com/en/privacy-notice>.

(Translation)

**Minutes of the 2023 Annual General Meeting of Shareholders
of
IFS Capital (Thailand) Public Company Limited**

Date, Time and Venue

The 2023 Annual General Meeting of Shareholders of IFS Capital (Thailand) Public Company Limited (the “Meeting”) was held on 18th April 2023 as a hybrid meeting (both Physical and e-AGM) by organizing the Meeting and broadcasting live from the Meeting Room of IFS Capital (Thailand) Public Company Limited, 1168/55, 20th Floor, Lumpini Tower, Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and the related laws and regulations.

Directors Present:

- | | | |
|----|----------------------------|--|
| 1) | Mr. Randy Sim Cheng Leong | Chairman of the Board and Member of the Compensation and Nomination Committee |
| 2) | Mrs. Churairat Panyarachun | Independent Director, Chairperson of the Audit Committee and Member of the Compensation and Nomination Committee |
| 3) | Mr. Chayut Vishchuprapha | Independent Director and Member of the Audit Committee |
| 4) | Ms. Chionh Yi Chian | Director |
| 5) | Mr. Tan Ley Yen | Director and Chief Executive Officer (the “CEO”) |

Absent with Apologies:

- | | | |
|----|----------------------|---|
| 1) | Mr. Sutee Losoponkul | Independent Director, Member of the Audit Committee and Chairman of the Compensation and Nomination Committee |
|----|----------------------|---|

83% of the Board of Directors attended the Meeting.

Management Present:

- | | | |
|----|-------------------------------|---|
| 1) | Mr. Guntapon Kittisiriprasert | Chief Financial Officer (the “CFO”) and Company Secretary |
| 2) | Mr. Paknam Sarakul | General Manager – Client Relations |
| 3) | Ms. Kwanjai Sae-Lai | General Manager – Operations |
| 4) | Mrs. Sutida Supanukoolsamai | General Manager – Risk Management |
| 5) | Ms. Areeya Kanchanabat | Deputy Chief Financial Officer |
| 6) | Mrs. Pensri Pet tong | Deputy General Manager – Head of Finance & Accounts |
| 7) | Mr. Kamplon Duncharoen | Head of Business Development |
| 8) | Mrs. Natsaran Pumpichet | Head of Client Relations Team 1 |
| 9) | Mr. Meechai Watcharasottikul | Head of Client Relations Team 2 |



Auditors Present:

- | | | |
|----|-------------------------|---|
| 1) | Ms. Lasita Magut | Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. |
| 2) | Ms. Manita Pakakrasakul | Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. |

Legal Consultant Present:

- | | | |
|----|-----------------------|----------------------|
| 1) | Mr. Yuttapong Petchot | Rachakate Law Office |
|----|-----------------------|----------------------|

The Meeting started at 2.00 p.m. sharp.

Mr. Randy Sim Cheng Leong, the Chairman of the Board of Directors presided as the Chairman of the Meeting (**the “Chairman”**) pursuant to the Articles of Association of IFS Capital (Thailand) Public Company Limited (**the “Company”**).

The Chairman welcomed and thanked the shareholders who attended the Meeting in person and proxies. He added that in order to maintain the rights of shareholders to attend the Annual General Meeting of Shareholders (the “AGM”) this year and to give more options for attending the AGM, the Company held a hybrid meeting (both physical and e-AGM).

The Chairman then introduced the Directors of the Company and declared the 2023 AGM opened. He then assigned Mrs. Churairat Panyarachun (the “**Independent Director**”) to help him conduct the Meeting in Thai.

Mrs. Churairat Panyarachun introduced Mr. Guntapon Kittisiriprasert, the CFO and Company Secretary, the Auditors, the Legal Consultant and the Management Team of the Company to the Meeting, and requested Mr. Yuttapong Petchot to act as the representative for inspection of the votes counting.

Mrs. Churairat Panyarachun informed the Meeting that as there were 30 shareholders attending the Meeting in person and 47 proxies, totalling 77 attendees representing the total number of 374,391,927 shares or 75.8646 percent of the total issued shares, the quorum was thus constituted pursuant to the Company’s Articles of Association. Prior to the consideration of the agenda of the Meeting, Mr. Guntapon Kittisiriprasert, the CFO and Company Secretary, was assigned to act as the Secretary of the Meeting.

The Secretary of the Meeting informed that regarding personal data protection, the Company collected, used and disclosed personal data including images, sounds and videos of all participants with the aim of recording and preparing the minutes of the Meeting and management etc. For this Meeting, the Company recorded the video of the Meeting and the shareholders could study the details of the privacy notice from the link provided in the invitation letter.

The Secretary of the Meeting clarified the Meeting procedures, voting methods and asking questions or expressing opinions in each agenda as follows:

1. In casting the votes at the shareholders’ meeting, every shareholder was entitled to one vote for one share.
2. Shareholders attending the Meeting in person and proxies pursuant to Proxy Form A and Form B could not split votes in each agenda. Proxies from foreign shareholders who had custodians in Thailand might split votes in each agenda (by using Proxy Form C).
3. The Company had provided ballots for every agenda which required voting. The Company would distribute the ballots to each of the shareholders and the proxies at the time of registration. The shareholders or the proxies who registered after the Meeting had commenced would only receive the ballots for the remaining agenda.
4. The shareholders who approved the matter should not put any mark on the ballots, while the shareholders who disapproved or abstained should put a mark on the ballots and submitted the ballots to the Company’s officer for vote counting. In the case that the shareholders had specified



- their votes in the proxy forms, the Company would record such votes at the time of registration by the proxies. The Company would deduct the disapproval and abstention votes from the total votes. The remaining votes would be deemed as approval votes.
5. In casting the e-voting, every shareholder must cast the vote by clicking only one voting button from (1) approval, (2) disapproval, (3) abstention. In case of canceling the previous vote, please click the “vote cancellation” button.
 6. In case of proxies where one person was appointed as a proxy for many shareholders, please click “user account” and click “account changing” button to access the account of other shareholders.
 7. There would be one minute for voting on each agenda. After voting is closed for each agenda, the result would then be announced.
 8. To comply with the principles of good corporate governance of SET, voting for director election would be on an individual basis.
 9. Before asking questions or expressing opinions, shareholders should provide their names and surnames clearly and specify whether being a shareholder or a proxy, once receiving permission, write it down and submit it to the staff. Shareholders could ask questions at the end of each agenda item or after completion of all agenda items and were asked to refrain from asking questions or expressing opinions on duplicate issues or on issues that were not related to the agenda being considered.
 10. In asking questions or expressing opinions via electronic media, shareholders should ask questions by typing a question, then clicking "Send" or inquire via video conference by clicking "Conference" and "OK" to confirm that it was in the queue. After receiving permission, please turn on the camera and microphone and provide your name and surname and specify whether being a shareholder or a proxy before asking questions every time so that the Company could record the minutes of the meeting accurately and thoroughly.

Mrs. Churairat Panyarachun then proceeded with the agenda of the Meeting and proposed the Meeting to consider the matters according to the following agenda:

Agenda 1 To consider and adopt the Minutes of the 2022 Annual General Meeting of Shareholders

Mrs. Churairat Panyarachun proposed the Meeting to consider and adopt the Minutes of the 2022 Annual General Meeting of Shareholders which was held on 20th April 2022, a copy of which was sent to the shareholders together with the Invitation to this Meeting.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

As there were no questions, Mrs. Churairat Panyarachun then requested the Meeting to adopt the Minutes of the 2022 Annual General Meeting of Shareholders held on 20th April 2022.

Resolution: The Meeting considered the said Minutes and resolved that the Minutes of the 2022 Annual General Meeting of Shareholders held on 20th April 2022 be adopted by the majority votes of shareholders who attended the Meeting and had the right to vote as per the details as follows:

Approved by	374,394,545	votes	equivalent to	99.9998	percent
Disapproved by	400	votes	equivalent to	0.0001	percent
Abstained by	0	votes	equivalent to	0.0000	percent
Voided	0	votes			

Agenda 2 To acknowledge the Annual Report of the Board of Directors of the Company and the Operating Results for the year 2022

Mrs. Churairat Panyarachun proposed the Meeting to acknowledge the Annual Report of the Board of Directors of the Company and the Operating Results of the Company for the year 2022, and requested Mr. Guntapon Kittisiriprasert, the CFO, to report the Operating Results of the Company for the year 2022 to the Meeting.

The CFO reported on the Operating Results for the year 2022, the details of which appeared in the Annual Report of the Company, which was sent to the shareholders together with the Invitation to



this Meeting. The CFO reported that the total factoring volume increased from Baht 29,659 million in 2021 to Baht 32,206 million in 2022; new volume of leasing and hire purchase increased from Baht 40 million in 2021 to Baht 81 million in 2022 and the new volume of inventory finance increased from Baht 759 million in 2021 to Baht 919 million in 2022.

In 2022, the Company's total revenue was Baht 421 million, which increased from Baht 385 million in 2021, and the Company had a net profit of Baht 156.91 million in 2022 compared to Baht 152.82 million in 2021. The Company's earnings per share was Baht 0.32 in 2022 compared to Baht 0.31 in 2021. On the financial status, the Company had total assets of Baht 3,765 million, total liabilities of Baht 2,070 million, and total shareholders' equity of Baht 1,695 million in 2022. The Company's debt to equity (**D/E**) ratio was 1.22 times in 2022 compared to 1.44 times in 2021.

The CFO informed the Meeting that the Company had been re-certified as a member of Thai Private Sector Collective Action Against Corruption (CAC) for another three years effective 31st December 2020 to 31st December 2023 and the Company would be preparing to renew the membership within the 3rd quarter of 2023.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

The shareholder (Mr. Panno Suthiwiriya)	:	The shareholder asked why the allowance for expected credit losses (ECL) for 2022 was much higher than 2021 and how the Company managed this matter.
The CEO (Mr. Tan Ley Yen)	:	The CEO replied that when compared the ECL of 2022 vs 2021, it showed significant increase as the ECL of 2021 was unusual and much lower than other years. However, some of 2022's ECL were not totally bad and expected to be recovered in 2023.
The shareholder (Mr. Panno Suthiwiriya)	:	The shareholder asked: 1) the Company's strategies for growth in 2023, and 2) to elaborate more on Supply Chain Finance.
The CEO (Mr. Tan Ley Yen)	:	The CEO replied that: 1) In 2022, factoring volume had grown 9% when compared to 2021. For Domestic Factoring, there was still potential for further growth as the penetration rate of Thailand in terms of GDP was relatively low (only 1.37%) when compared to some European countries (more than 10%). For Export Factoring, as export was the main engine of the Thai economy, and the Company still had a small portfolio of Export Factoring, there was potential to grow in this area. 2) For Supply Chain Finance (SCF) or Reverse Factoring, it was different from traditional factoring. For SCF, the Company would contact the anchor buyers and get them to introduce their suppliers to the Company. The Company could then onboard many of their suppliers at the same time through the SCF platform, unlike traditional factoring where the Company had to onboard client one by one.
The shareholder (Shareholder Registration no. 4026829614)	:	The shareholder asked whether becoming a member of Thai Private Sector Collective Action Against Corruption (CAC) was mandatory and beneficial to the Company, and how the impact was to the Company's cost of operations?
The CFO and Company Secretary (Mr. Guntapon Kittisiriprasert)	:	The CFO replied that the CAC was the organization that SET and SEC encouraged listed companies to participate in order to promote companies' transparency. Also, participation in CAC would improve CG scores of the Company and there was not much of a burden in terms of cost to the Company's operations.



The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder suggested that referring to the Company's information as per Setsmart website, the Company should provide: 1. the Enterprise Value of the Company, 2. Loans & Deposits growth ratios separately instead of combining together in one row, 3. Operating income growth ratio.
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that regarding the suggestions about information on Setsmart, we would liaise with SET. However, whether it would be updated or not depending on SET's decision as some ratios were not associated to our business or sector. For example, we did not have deposits in our business, therefore, deposits growth ratio was not relevant.

As there were no questions, Mrs. Churairat Panyarachun requested the Meeting to acknowledge the agenda as no voting was required. The Meeting acknowledged the Annual Report of the Board of Directors of the Company and the Operating Results of the Company for the year 2022 as proposed.

Agenda 3 To consider and approve the Financial Statements of the Company for the Fiscal Year ended 31st December 2022

Mrs. Churairat Panyarachun informed the Meeting that the Financial Statements of the Company for the Fiscal Year ended 31st December 2022 had been audited by the Company's auditors and reviewed by the Audit Committee, the details of which had been sent to the shareholders together with the Invitation to this Meeting.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder asked why the Company's operating cash flow was much higher than net profits.
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that typically, for a finance company, if there was a high growth in loan book, more cash would be consumed and vice versa if there was a low growth in loan book, more cash would be increased. However, we should not compare the Company's operating cash flow to the Company's net profits as it had different analysis purposes.

As there were no questions, Mrs. Churairat Panyarachun proposed the Meeting to consider and approve the Financial Statements for the Fiscal Year ended 31st December 2022.

Resolution: The Meeting considered the matter and resolved to approve the Company's Financial Statements for the Fiscal Year ended 31st December 2022 by the majority votes of shareholders who attended the meeting and had the right to vote as per the details below:

Approved by	375,323,645	votes	equivalent to	99.9998	percent
Disapproved by	400	votes	equivalent to	0.0001	percent
Abstained by	0	votes	equivalent to	0.0000	percent
Voided	0	votes			

Agenda 4 To consider and approve the appropriation of net profit and dividend payment for 2022

Mrs. Churairat Panyarachun informed the Meeting that in 2022 the Company had a net profit of Baht 156,908,775 and no accumulated loss. As a result, the Company was able to distribute dividend to the shareholders pursuant to Section 115 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) (**the "PLC Act"**). The Board of Directors had considered and deemed it appropriate for the Company to appropriate the net profit as legal reserve and to distribute dividend for the year 2022 as follows:



- (a) There was no legal reserve to be appropriated from the Company's Net Profit in 2022 as the Company's legal reserve had reached the amount required by laws.
- (b) To approve the Payment of Dividend for the year 2022 at the rate of Baht 0.1633 per share or 16.33 Satangs for 493,499,975 shares, totaling Baht 80,588,546 to the shareholders whose names appeared on the Record Date on which the shareholders were entitled to receive the dividend on 3rd March 2023. The Dividend Payment would be made on 15th May 2023. This dividend would be paid from the taxable profit of corporate income tax of 20 percent. The tax credit shall be the product of the dividend times 20/80.

The comparison of dividend payment between the year 2022 and 2021 was shown in the table below:

Dividend Payment	2022	2021
1. Net Profit (Loss) (Million Baht)	156.91	152.82
2. Number of shares (Shares)	493,499,975	493,499,975
3. Dividend (Baht/Share)	0.1633	0.158
4. Total amounts paid (Million Baht)	80.59	77.97
5. Dividend Paid as a percentage of net profit	51.36*	51.02*

***Dividend payout ratio in line with the Company's dividend policy**

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

The shareholder (Shareholder registration no. 4026829614)	:	The shareholder requested the Company to consider increasing the dividend payout to more than 50%, if not, what was the plan to utilize the profits in the retained earnings.
The CEO (Mr. Tan Ley Yen)	:	The CEO replied that the dividend payout ratio was in accordance with the Company's dividend policy. Also, the dividend of the year 2022 was higher when compared to 2021. In addition, as the Company was a net borrower, having more retained earnings would help to reduce the cost of funds so that the Company could generate higher profits and pay higher dividend to shareholders in future.

As there were no questions, Mrs. Churairat Panyarachun then proposed the Meeting to approve the appropriation of the net profit as legal reserve and the dividend payment for the year 2022 as per the details proposed above.

Resolution: The Meeting considered the matter and unanimously resolved to approve the appropriation of the net profit as legal reserve and the dividend payment for the year 2022 as proposed above in all respects by the majority votes of shareholders who attended the meeting and had the right to vote as per the details below:

Approved by	374,392,945	votes	equivalent to	99.7519	percent
Disapproved by	931,100	votes	equivalent to	0.2480	percent
Abstained by	0	votes	equivalent to	0.0000	percent
Voided	0	votes			

Agenda 5 To consider and approve the election of the directors to replace the directors who retired by rotation

Mrs. Churairat Panyarachun informed the Meeting that to ensure adherence to good corporate governance, Ms. Chionh Yi Chian would leave the meeting room as she would be nominated for re-election for another term, and Mr. Taveesak Saengthong would be nominated as the new director to replace Mr. Chayut Vishchuprapha.



Mrs. Churairat Panyarachun informed the Meeting that pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) (as amended) and Article 18 of the Company's Articles of Association, which indicated that "at every general meeting of shareholders, one-third of the directors (or the number nearest to one-third) who had served the Company the longest must retire from office; however, the retired directors were eligible for re-election." For the 2023 Annual General Meeting of Shareholders, there were 2 directors who retired by rotation, namely:

1. Ms. Chionh Yi Chian Director
2. Mr. Chayut Vishchuprapha Independent Director, and Member of the Audit Committee

For the nomination of directors, the Company had invited the shareholders to propose the names of qualified candidates to be elected as the Company's directors ahead of the 2023 Annual General Meeting of Shareholders during the period of 1st October 2022 – 15th December 2022. However, there were none proposed to the Company.

The Board of Directors adopted the policy of selecting and nominating persons who were knowledgeable, competent, visionary, possessing work experience that could be of benefit to the business of the Company and having a strong sense of responsibility and honesty for appointment by the shareholders as directors of the Company. The selection process included the criteria that their respective qualifications were in line with the components and structure of the Board of Directors in terms of the Company's business strategy and in conformant to the principles of good corporate governance. Therefore, the Board of Directors was of the opinion that the shareholders should re-elect a director who retired by rotation for another term and elect a new director in place of the director who retired by rotation as follows:

1. Ms. Chionh Yi Chian Director
2. Mr. Taveesak Saengthong Independent Director, and Member of the Audit Committee

In this regard, the Board of Directors considered that Mr. Taveesak Saengthong had the qualifications to give comments independently in line with the relevant criteria, and he did not hold any directorship or executive position in any business which might cause a conflict of interest with the Company

The biography and profile of the two candidates were delivered to the shareholders together with the invitation letter for this Meeting.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder asked: 1. which directors were representing the major shareholder, and 2. whether the Company had an orientation program provided to the new director coming in.
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that 1) Ms. Chionh Yi Chian and himself were representatives from the major shareholder, which was the parent company in Singapore, and 2) the Company did have an orientation program for all new directors.

As there were no questions, Mrs. Churairat Panyarachun then proposed the Meeting to elect the directors in place of the directors who retired by rotation on an individual basis as proposed above.

Resolution: After due consideration, the Meeting resolved to approve the re-election of the director who retired by rotation for another term, and the election of a new director in place of the director who retired by rotation as follows:



1. Ms. Chionh Yi Chian						
Approved by	374,394,545	votes	equivalent to	99.7523	percent	
Disapproved by	929,500	votes	equivalent to	0.2476	percent	
Abstained by	0	votes	equivalent to	0.0000	percent	
Voided	0	votes				
2. Mr. Taveesak Saengthong						
Approved by	374,394,545	votes	equivalent to	99.7523	percent	
Disapproved by	929,500	votes	equivalent to	0.2476	percent	
Abstained by	0	votes	equivalent to	0.0000	percent	
Voided	0	votes				

Mrs. Churairat Panyarachun invited Ms. Chionh Yi Chian and Mr. Taveesak Saengthong to re-enter the Meeting.

Agenda 6 To consider and approve the determination of remuneration of the directors

Mrs. Churairat Panyarachun informed the Meeting that the Compensation and Nomination Committee of the Company had considered the remuneration of the directors for the year 2023 by taking into account the appropriateness of the remuneration compared to the duties and responsibilities assigned, including the ability to motivate directors pursuant to the directors' remuneration policy. Thus, the Board of Directors of the Company approved the remuneration of directors for the year 2023, and approved the payment of bonus to the directors as follows:

6.1 Adoption of the revised remuneration structure of directors of the Company by increasing the annual fee but maintaining the attendance fee for 2023.

Directors' Fee Structure

Unit: Baht

	The year 2022			The year 2023		Attendance Fee/ Meeting FY 2023
	Annual Fee	Attendance Fee/Meeting		Annual Fee	Inc/(Dec)	
Board of Directors						
Chairman	100,000	25,000	Chairman	140,000	40,000	25,000
Deputy Chairman	80,000	20,000	Deputy Chairman	110,000	30,000	20,000
Director	50,000	20,000	Director	80,000	30,000	20,000
Audit Committee						
Chairman	80,000	25,000	Chairman	110,000	30,000	25,000
Member	50,000	20,000	Member	75,000	25,000	20,000
Compensation & Nomination Committee						
Chairman	50,000	25,000	Chairman	75,000	25,000	25,000
Member	30,000	20,000	Member	50,000	20,000	20,000

6.2 Payment of bonus to directors for the year 2022 as follows:

	<u>Baht</u>
1. Mr. Randy Sim Cheng Leong	714,000
2. Mrs. Churairat Panyarachun	357,000
3. Mr. Chayut Vishchuprapha	357,000
4. Mr. Sutee Losoponkul	357,000
5. Ms. Chionh Yi Chian	357,000
6. Mr. Tan Ley Yen	-
	<u>2,142,000</u>



Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder suggested that paying remuneration to the Directors should be based on their performance, and the Company should pay variable remuneration to the Directors and the Management from the Company's net profits, if the Company's performance was good.
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that we were in agreement with the principle of payment on performance-based remuneration to the Management Team and Directors. The Compensation and Nomination Committee would definitely study this, and to continuously improve the framework to reward the Management Team and Directors.

As there were no questions, Mrs. Churairat Panyarachun then proposed the Meeting to consider and approve the remuneration of the directors as per the details proposed above.

Resolution: The Meeting considered the matter and resolved to approve the remuneration of the directors as proposed above in all respects by the votes of not less than two-thirds of the total number of votes of the shareholders who attended the meeting as per the details below:

Approved by	369,057,645	votes	equivalent to	98.3304	percent
Disapproved by	931,500	votes	equivalent to	0.2481	percent
Abstained by	5,334,900	votes	equivalent to	1.4214	percent
Voided	0	votes			

Agenda 7 To consider and approve the appointment of Auditors and the determination of remuneration of the Auditors for the year 2023

Mrs. Churairat Panyarachun informed the Meeting that pursuant to Section 120 of the Public Limited Companies Act and Articles 59 and 60 of the Company's Articles of Association, which indicated that at every Annual General Meeting of Shareholders, the Auditors must be appointed and their remuneration must be fixed, and the retiring Auditor was eligible for re-appointment. The Board of Directors, based on the Audit Committee's recommendation, had considered and deemed appropriate to propose to the Meeting to appoint the Auditors of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's Auditor for the year 2023, namely:

- | | |
|-----------------------------|--|
| 1. Ms. Lasita Magut | Certified Public Accountant No. 9039 and/or, |
| 2. Mr. Kasiti Ketsuriyonk | Certified Public Accountant No. 8833 and/or, |
| 3. Mr. Nantawat Sumraunhant | Certified Public Accountant No. 7731 |

As for the Auditors' remuneration, the Board of Directors deemed it appropriate to fix the audit fees for the year 2023 at the amount of not more than Baht 2,265,000 (excluding out-of-pocket expenses and group reporting expenses), which was an increase of 2.91% or Baht 64,000 compared to the prior year.

Mrs. Churairat Panyarachun asked the Meeting if there were any questions.

The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder asked if the parent company had a credit rating, and suggested that if had, the parent company's credit rating could be used to support the Company in terms of credit rating.
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that we did not have rating or separately rated by any credit rating agencies. The Company had been run by an Independent Board, therefore the Company was being assessed by counterparties based on its own financial strengths.
The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder suggested that the Company should disclose the auditors' photographs and profiles.



The CFO and Company Secretary (Mr. Guntapon Kittisiriprasert)	:	The CFO replied that under the Personal Data Protection Act, we would have to ask permission for the information to be used from the auditors first before being able to disclose the information of auditors' photographs and profiles. However, we would consider the suggestion.
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As there were no questions, Mrs. Churairat Panyarachun then proposed the Meeting to consider and approve the appointment of the Auditors and the remuneration of the Auditors as per the details proposed above.

Resolution: The Meeting considered the matter and unanimously resolved to approve the appointment of the Auditors of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Company's Auditor for the year 2023 and the remuneration of the Auditors as proposed above in all respects by the votes of shareholders who attended the meeting and had the right to vote as per the details below:

Approved by	374,394,945	votes	equivalent to	100.0000	percent
Disapproved by	0	votes	equivalent to	0.0000	percent
Abstained by	929,100	votes	equivalent to	0.0000	percent
Voided	0	votes			

Agenda 8 To consider other matters (if any)

Mrs. Churairat Panyarachun asked if any shareholder had any further queries or any matter to propose to the Meeting for consideration.

The shareholder asked the following questions:

The shareholder (Mr. Suvit Potchanasopanakul)	:	The shareholder asked: 1. about the Company's business growth plan for 2023, 2. the amount of non-performing loans ("NPL") that the Company planned to control for 2023, 3. how much the Company's spread would be for 2023, and 4. about the estimated NPLs that the Company would be able to recover or write back in 2023.
The CEO (Mr. Tan Ley Yen)	:	The CEO replied that for question number 1 and 4, the Company had internally set those targets, such as, the target for the growth of factoring business and which other businesses the Company planned to expand in 2023. For question number 2, as the Company is in the business of lending, there would be NPL but the ECL (NPL) of about Baht 22 million was less than 1% of our total portfolio. However, we would try to manage it to be as low as possible in 2023 like we did in 2021, which was about Baht 1 million only. Regarding the cost of funds and Net Interest Margin ("NIM"), the Company had achieved the NIM of more than 6% in the past and would maintain this target in 2023.
The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder suggested that the Company should obtain a Global Currency License from the Bank of Thailand as it would be beneficial to the Company as a "Global Treasury Center".
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that the Global Currency License was not familiar to us, however, it was something that we would like to take a look at and study.
The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder suggested that the Company should check Double Taxation Avoidance Agreements ("DTAA") between Singapore and Thailand that had just been amended recently, however, he was not



		so sure whether IFS Group would benefit from this DTAA, for example, tax savings from the Dividend received within the Group.
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that the DTAA was not so much the issue of concerned for the Management of IFS Thailand but that was for the Group CFO in Singapore to address if it is an available option for the Group.
The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder suggested that based on the latest amendment to the Public Limited Company Act B.E. 2535 (1992) (the “PLCA”), the Company should consider amending its article of association so that the Company would be able to bring in electronic meeting, electronic media etc. into force.
The CFO and Company Secretary (Mr. Guntapon Kittisiriprasert)	:	The CFO thanked the shareholder for the suggestion, however, the Company could now conduct meetings of the Company’s Board of Directors or Shareholders Meetings etc via electronic means in accordance with the available relevant laws and regulations without any amendment to the Company's Articles of Association, and the Company had already implemented it.
The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder requested the Company to consider providing translation devices for the shareholders and to provide coffee and tea apart from providing food and water only.
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that the provision of translation devices for the shareholders was something that the Company would study but we had to balance in terms of the cost and benefits to make sure that we used our funds wisely. However, we could provide refreshments like coffee and tea for future Shareholders’ General Meeting.
The shareholder (Mr. Basant Kumar Dugar)	:	The shareholder suggested that the Company should consider using credit insurance e.g. Coface (a credit insurance company) to increase the Company’s market share.
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that actually credit insurance was something close to our heart. We were actively in the discussion with various credit insurance providers but we had to share that there were circumstances where their insurance coverage were limited, and so there were different kind of applications that we had to study. If it was definitely what we were looking at and when we had any development in future, we would be pleased to share.
The shareholder (Shareholder Registration no. 4026829614)	:	The shareholder asked (i) why the Company had to keep so much profits in the retained earnings and why the Company did not pay higher dividend considering the very high retained earnings, and (ii) how appropriate was the amount of bonus and remuneration paid to directors.
The CEO (Mr. Tan Ley Yen)	:	<p>The CEO replied that the dividend paid to the shareholders by the Company this year was considered good with the dividend yield of nearly 6%, even though the growth of net profits in 2022 was little compared to 2021. The Company also paid dividends in accordance with the policy of not less than 50% of the Company’s net profits. The reason to reserve high retained earnings was because we should be prepared for any unexpected situations as we could not predict when the economy would go bad in future.</p> <p>For the appropriateness of the remuneration and bonus paid to directors, he was of the opinion that the amount paid were appropriate since the Company had never increased the remuneration since 2010, and the amount proposed increase was only for annual</p>



		fee, and for attendance fee it was still the same. For bonus, the amount paid was the same as several years in the past.
The shareholder (Mr. Panno Suthiwiriya)	:	The shareholder asked why the Company was able to achieve the excellent result in 2019 and how it could be replicated again in future.
The CEO (Mr. Tan Ley Yen)	:	The CEO replied that the profit of 2019 was exceptional due to the Company's bad debt recovery of about Baht 72 million, which enabled the Company to show a big jump in net profit.
The shareholder (Mr. Panno Suthiwiriya)	:	The shareholder asked whether the Company foresaw any restrictions of its business operations due to being a foreign company and if the Company had any plan to invest with local partners to grow the business further.
The Chairman (Mr. Randy Sim Cheng Leong)	:	The Chairman replied that the key thing was that we had to make sure we were operating business in Thailand in compliance with all the laws and regulations. Therefore, there were certain licenses and scope of activities that we could undertake, but one of the areas that we were starting last year and had been actively looking at was pursuing partnerships. This area had not matured enough for us to make the announcement, but it was definitely an area of development that we were pursuing.
The shareholder (Mr. Akanit Pruksunan)	:	The shareholder asked about the succession plan of the Company, which the Company had spoken of for years and what was the current status.
The CEO (Mr. Tan Ley Yen)	:	The CEO replied that the Company had a succession plan in place to groom the second liners. We had a few Senior Managers who would retire either this year or next year. For example, our CFO would be retiring at the end of this year and we had already recruited a Deputy CFO to succeed him when he retired at the end of the year. This would be the same for other Senior Managers. The priority was to find suitable staff within the Company, and if not, we would recruit suitable people from outside. As for the CEO, the plan applied and there would be a suitable person to succeed him in due course.
The shareholder (Shareholder Registration no. 4026829614)	:	The shareholder asked how the parent company prepared its subsidiary in succession planning.
The Chairman (Mr. Randy Sim Cheng Leong)	:	<p>The Chairman replied that we took succession planning very seriously throughout the whole Group. We had already started across all the countries. For the Senior Managers, we emphasized 2 dimensions: 1) Values, and 2) Competencies.</p> <p>1) For Values: we would identify and find candidates internally if possible, otherwise, we would look outside. To him, candidates with the right values was the most important and they should be aligned with the values of the Group.</p> <p>2) For Competencies: we would provide existing staff with opportunity to expose themselves to different functions, to take on leadership role so that they could develop decision-making skills and experience. If they demonstrated abilities to do so, they would be able to step up to the next level.</p> <p>However, when it came to credit related decision making, experience was very important. He felt that within the entire Group, the Management Team of IFS Thailand had demonstrated integrity as</p>



		well as high competency in terms of navigating difference business cycle over the last few decades. Therefore, this was something that when we talked about succession planning, we had to make sure that we took advantage of the experience of our existing staff to guide the transition so that the new team could carry on board, equipped with the kind of guidance and experience that our existing senior management had, so that they could bring the Company forward.
The shareholder (Mr. Akanit Pruksunan)	:	The shareholder asked when the Company would regain the pre-Covid performance level.
The CEO (Mr. Tan Ley Yen)	:	The CEO replied that in terms of our factoring business, the Company had already achieved the pre-Covid level and achieved a new high in factoring volume in 2022.

As there was no other business being proposed to the Meeting to consider, the Chairman thanked all shareholders attending this Meeting and declared the Meeting adjourned at 16.16 hours.

(After 14.00 hours, there were shareholders registered to attend the Meeting, with shareholders in person totaling up to 38 shareholders and by proxies totaling up to 48 shareholders, making a total of 86 shareholders present at the Meeting with a total of 375,324,045 shares. This was equal to 76.0535 percent of the Company's total outstanding shares.)

(Signature)

Chairman of the Meeting

Mr. Randy Sim Cheng Leong

Company Secretary

Mr. Guntapon Kittisirprasert

Profiles of the nominated persons for the election of directors to replace the directors who retire by rotation

Name	:	Mrs. Churairat Panyarachun	
Age	:	70 years	
Present Position	:	Independent Director, Chairperson of the Audit Committee and Member of the Compensation and Nomination Committee	
Proposed Position	:	Independent Director, Chairperson of the Audit Committee and Member of the Compensation and Nomination Committee	
Date of first appointment	:	18 th April 2018	
Date of latest appointment	:	20 th April 2021	
Years as the Director	:	6 years	
Education	:	Master of Science in Economics (Finance), Kasetsart University, Thailand	
	:	Master of Arts in Leadership (Business, Social and Political Leadership), Rangsit University, Thailand	
	:	Bachelor of Arts in Economics (Money & Banking), Kasetsart University, Thailand	
Training	:	The importance of the Audit Committee and Confidence in the Thai Capital Market, The Federation of Accounting Professions, The Thai Institute of Directors (IOD) and The Thai Listed Companies Associations	
	:	Hot Issue for Directors: Climate Governance 2/2023 (29 September 2023) Thai Institute of Directors (IOD)	
	:	Director Certification Program (DCP) (Class 41/2004), Thai Institute of Directors (IOD)	
	:	Top Executive Program in Management of Public Economics, King Prajadhipok's Institute, Thailand	
	:	Top Executive Program, The Administrative Court of Thailand	
	:	Top Executive Program in Commerce and Trade Commerce Academy, The Thai Chamber of Commerce and Board of Trade of Thailand	
	:	Top Executive Program in Business and Investment, Institute of Business and Industrial Development	
	:	Forensic Accounting Certificate, Federation of Accounting Professions	
Shareholding in the Company:		-None-	
Family relationship between director and executive:		-None-	

Work Experience for the past 5 years

Year	Position	Company / Organization
2021 – Present	Director	Rachakarn Asset Management Co., Ltd.
2018 – Present	Independent Director, Chairperson of the Audit Committee, and Member of the Compensation and Nomination Committee	IFS Capital (Thailand) PCL.
2018 – 2019	Member of the Risk Management Committee	IFS Capital (Thailand) PCL.
2016 – Present	Associate Judge	Central Intellectual Property and International Trade Court, Thailand
2015 – Present	Director of the Assets and Finance Committee	King Mongkuts's University of Technology North Bangkok

Present Position in Other Companies

Other Listed Companies: -None-

Non-Listed Companies / Other Organizations:

Year	Position	Company / Organization
2016 – Present	Associate Judge	Central Intellectual Property and International Trade Court, Thailand
2015 – Present	Director of the Assets and Finance Committee	King Mongkuts's University of Technology North Bangkok

Having the following interests in the Company, parent company, subsidiaries, affiliates or any legal entities that have Conflicts, at present or in the past 2 years

- Being an executive director, an employee, or an advisor who is paid a monthly salary : No
- Being a professional service provider : No
- Having significant business relations that may affect abilities to perform independently : No


Prohibited Qualifications

1. No records of commission of criminal offenses for offenses related to the property which is committed dishonestly.
2. No records of entering into a transaction that may cause a conflict of interest with the Company in the past year.

Meeting Attendance in 2023

Board of Directors' Meeting	:	4/4 Times
Audit Committee's Meeting	:	4/4 Times
Compensation and Nomination Committee's Meeting	:	1/1 Time

Profiles of the nominated persons for the election of directors to replace the directors who retire by rotation

Name	:	Mr. Sutee Losoponkul	
Age	:	64 years	
Present Position	:	Independent Director, Member of the Audit Committee and Chairman of the Compensation and Nomination Committee	
Proposed Position	:	Independent Director, Member of the Audit Committee and Chairman of the Compensation and Nomination Committee	
Date of first appointment	:	11 th May 2022	
Date of latest appointment	:	11 th May 2022	
Years as the Director	:	1 year 11 months	
Education	:	MBA (Financial Management), National Institute of Development Administration (NIDA)	
	:	B.Sc. (Industrial Engineering), Prince of Songkla University, Songkhla, Thailand	
Training	:	“Importance of Audit Committee with Confidence on Thai Capital Market”, The Federation of Accounting Professions, The Thai Institute of Directors and The Thai Listed Companies Associations	
	:	Director Certificate Program (DCP) Class 302/2021, The Thai Institute of Directors (IOD)	
	:	Director Accreditation Program (DAP) “Corporate Governance of Capital Market Intermediaries” Class 5/2015, The Thai Institute of Directors (IOD)	
	:	Market Risk for Treasury Products, New York Institute of Finance (Financial Times)	
	:	Asset and Liability Management, Chase Manhattan Bank, Singapore	
	:	Treasury Training Scheme, The Institute of Banking and Finance (IBF), Singapore	
		- Offshore Deposit Market	
		- Foreign Exchange Arithmetic	
		- Financial Future	
		- Options	
		- Citibank Bourse Game	
Shareholding in the Company (%)	:	-None-	
Family relationship between director and executive	:	-None-	

Work Experience for the past 5 years

Year	Position	Company / Organization
2023 - Present	Director	Principal Asset Management Co., Ltd.
2022 – Present	Independent Director, Member of the Audit Committee and Chairman of the Compensation and Nomination Committee	IFS Capital (Thailand) PCL.
2021 – 2022	Advisor to the President and CEO	CIMB Thai Bank PCL.
2020 – 2021	Acting President and CEO/Co-Head, Wholesale Banking/ Acting Head, Commercial Banking	CIMB Thai Bank PCL.
2020 – Present	Member of the Financial Markets Committee	Bank of Thailand
2019 – Present	Sub-Committee, the Capital Market Supervisory Board	The Securities and Exchange Commission

Present Position in Other Companies

Other Listed Companies: -None-

Non-Listed Companies/Other Organizations:

Year	Position	Company / Organization
2023 - Present	Director	Principal Asset Management Co., Ltd.
2020 – Present	Member of the Financial Markets Committee	Bank of Thailand
2019 – Present	Sub-Committee, the Capital Market Supervisory Board	The Securities and Exchange Commission

Having interests in the Company/parent company/subsidiaries/affiliates or legal entities that have a conflict at present or in the past 2 years:

- Being an executive director, an employee, or an advisor who is paid a monthly salary : No
- Being a professional service provider : No
- Having significant business relations that may affect abilities to perform independently : No

Prohibited Qualifications

1. No records of commission of criminal offenses for offenses related to the property which is committed dishonestly.
2. No records of entering into a transaction that may cause a conflict of interest with the Company in the past year.

Meeting Attendance in 2023

Board of Directors' Meeting	:	4/4 Times
Audit Committee's Meeting	:	4/4 Times
Compensation and Nomination Committee's Meeting	:	1/1 Time

Qualifications of Independent Director

The Company has determined the minimum qualifications of an Independent Director as required by the Office of the Securities and Exchange Commission (the “SEC”) and the Stock Exchange of Thailand (the “SET”) as follows:

1. Holding shares not exceeding one (1) percent of the total number of voting rights of the Company, its parent company, subsidiary, affiliate or juristic person that may have conflicts of interest, including the shares held by related persons of independent directors.
2. Not being or having been an executive director, employee, staff, advisor who earns a salary or a controlling person of the Company, its parent company, subsidiary, affiliate, same-level subsidiary or juristic person which may have conflicts of interests (at present and two years before the appointment).
3. Not having blood relations or legitimate relations with executives, major shareholders, controlling persons or candidate persons to be nominated as executives or controlling persons of the Company or subsidiary.
4. Not having a management relationship or business with the Company, its parent company, affiliate, same-level subsidiary or juristic person that may have a conflict of interest at present and two years before the submission date of the following matters with the SEC:
 - Not being or having been an executive director, employee, staff, or advisor who earns a salary.
 - Not having a business relationship such as a significant sale / purchase of assets or services as stipulated by the SEC (following the guidelines of the notification of the connected transaction of the SET).
 - Not being or having been the auditor.
 - Not being or having been any professional service provider, including legal advisor or financial advisor who receives an annual service fee exceeding Baht 2 million.
5. Not being a director who has been appointed as a representative of the Company’s director, major shareholder or shareholders who are related to the Company’s major shareholder.
6. Not possessing any characteristic that disables expression of independent opinions on the Company’s operations.

Profiles of the auditors proposed to be the Company's auditor for 2024

**Ms. Lasita Magut****Audit Partner**

Tel: +66 2034 0168

Email: lmagut@deloitte.com

Name – Surname	Ms. Lasita Magut
Age	42 years
Education	<ul style="list-style-type: none"> • Master of Science in Accounting, Chulalongkorn University • Bachelor of Accounting, Thammasat University
Certified public accountant registration number	9039
Audit firm	Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. AIA Sathorn Tower, 23 rd – 27 th Floor 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 02-034-0000 Fax. 02-034 0100
Professional Experience	<ul style="list-style-type: none"> • Certified Public Accounting (CPA), Thailand, approved by the Office of the Securities and Exchange Commission (SEC), Thailand • Member of the Federation of Accounting Professions, Thailand • Sub-committee of the Ethics for Professional Accountants
Direct or indirect benefit or interest in the Company, its subsidiaries, management, the Company's major shareholders, or related persons	None



Mr. Wee Sujarit

Auditor Partner

Tel: +66 2 034 0000 Ext. 0170

Email: wsujarit@deloitte.com

Name – Surname	Mr. Wee Sujarit
Age	44 years
Education	<ul style="list-style-type: none"> • Master of Business Administration, Hult International Business School, USA • Bachelor of Accounting, Thammasat University
Certified public accountant registration number	7103
Audit firm	Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. AIA Sathorn Tower, 23 rd – 27 th Floor, 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel. 02-034 0000 Fax. 02-034 0100
Professional Experience	<ul style="list-style-type: none"> • Certified Public Accounting (CPA), Thailand, and approved by the Office of the Securities and Exchange Commission (SEC), Thailand • Member of the Federation of Accounting Professions, Thailand • Certified Public Accountant (CPA) of USA (California) • Regular Member of the American Institute of Certified Public Accountants (AICPA), USA
Direct or indirect benefit or interest in the Company, its subsidiaries, management, the Company's major shareholders, or related persons	None

**Mr. Kasiti Ketsuriyonk****Audit Partner**

Tel: +66 2034 0156

Email: kketsuriyonk@deloitte.com

Name – Surname	Mr. Kasiti Ketsuriyonk
Age	43 years
Education	<ul style="list-style-type: none"> • Master of Accounting from Thammasat University • Bachelor of Accounting from Thammasat University
Certified public accountant registration number	8833
Audit firm	Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. AIA Sathorn Tower, 23 rd – 27 th Floor 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 02-034-0000 Fax. 02-034 0100
Professional Experience	<ul style="list-style-type: none"> • Certified Public Accountant (CPA), Thailand, and approved by the Office of the Securities and Exchanges Commission (SEC), Thailand • Special lecturer of the Federation of Accounting Professions, public and private universities, government agencies and state enterprises • Sub-committee for Accounting Standards Technical in Thai Accounting Standards-Setting Committee, the Federation of Accounting Professions, Thailand
Direct or indirect benefit or interest in the Company, its subsidiaries, managements, the Company's major shareholders or related persons	None



Ms. Vayuree Jirakittidul

Audit Partner

Tel: +66 2034 0177

Email: vjirakittidul@deloitte.com

Name – Surname	Ms. Vayuree Jirakittidul
Age	43 years
Education	<ul style="list-style-type: none"> • Master of Accountancy from Thammasat University
Certified public accountant registration number	9140
Audit firm	Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. AIA Sathorn Tower, 23 rd – 27 th Floor 11/1 South Sathorn Road, Yannawa, Sathorn, Bangkok 10120 Tel: 02-034-0000 Fax. 02-034 0100
Professional Experience	<ul style="list-style-type: none"> • Certified Public Accountant (CPA), Thailand, and approved by the Office of the Securities and Exchange Commission (SEC), Thailand • Member of the Federation of Accounting Professions, Thailand • Lecturer of internal training in the company
Direct or indirect benefit or interest in the Company, its subsidiaries, management, the Company's major shareholders, or related persons	None

Guidelines for Registration Process and Required Documents

Proxy, Vote Casing and Vote Counting, Inquiries or Expressing Opinions

A. Registration Process and Required Documents to be presented before the meeting

Registration will be open one hour before the start of the meeting or from 13.00 hours onwards on 22nd April 2024 at the Infinity Room, 7th floor, AETAS Lumpini Hotel. To facilitate the registration, the shareholders or proxies who shall attend the meeting in person are required to prepare the registration form and the proxy form together with all related documents to be presented before the meeting attendance.

- **A Shareholder is a Natural Person:**

1. **A shareholder who attends the meeting in person:**

- 1.1 At the registration point, the shareholder shall present valid documents issued by government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card or passport (For Foreigner).
- 1.2 Receive the ballots provided separately by each agenda.

2. **A shareholder who appoints a proxy to attend the meeting**

- 2.1 At the registration point, the proxy shall present the following documents:
 - (A) Any type of proxy form attached to the notice of meeting to shareholders is filled in correctly and completely and signed by the shareholder and proxy.
 - (B) A copy of the shareholder's valid documents issued by the government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card, or passport (For Foreign), and the shareholder has already signed to certify a true copy.
 - (C) The proxy's valid documents issued by the government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card, or passport (For Foreigner).
- 2.2 Receive the ballots provided separately by each agenda.

- **A Shareholder is a Juristic Person:**

1. **A representative of a juristic person (authorized director) attending the meeting in person**

- 1.1 At the registration point, the representative shall present a copy of the shareholder's affidavit, limited to 6 months, certified true copy by the representative with a corporate seal affixed (if any), and a message showing that the representative of the juristic person who attends the meeting has the authority to act on behalf of the juristic person who is the shareholder.
- 1.2 The representative of the juristic person shall present valid documents issued by government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card or passport (For Foreigner).
- 1.3 Receive the ballots provided separated by each agenda.

2. A shareholder who is a juristic person appoints a proxy holder to attend the meeting

2.1 At the registration point, the proxy shall present the following documents:

- (A) Any type of proxy form attached to the notice of the meeting is filled in correctly and completely and signed by the shareholder and proxy holder.
- (B) A copy of the shareholder's affidavit, limited to 6 months, certified as a true copy by the representative with a corporate seal affixed (if any), and a message showing that the representative of the juristic person who attends the meeting has the authority to act on behalf of the juristic person who is the shareholder.
- (C) The valid documents of the juristic person's representative issued by government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card or passport (For Foreigner), and the juristic person's representative has already signed to certify a true copy.
- (D) The proxy holder's valid documents issued by the government agencies, e.g. ID card, driving license, government official ID card, state enterprise employee's ID card or passport (For Foreigner).

2.2 Receive the ballots provided separated by each agenda.

3. A shareholder who is a foreigner and appoints a Custodian in Thailand as share depository and keeper:

3.1 Documents to be prepared are the same as those specified in Item 1 or 2 above.

3.2 In case that the shareholder is a foreigner who appoints a custodian to sign the proxy form, the additional documents as listed below are required:

- 1) A copy of a power of attorney of the foreign shareholder who authorizes a custodian to sign the proxy form on his/her behalf, certified as a true copy by the foreign shareholder.
- 2) A copy of a letter certifying that the custodian who signs the proxy form is permitted to operate the custodian business, certified as a true copy by the foreign shareholder.

3.3 Receive the ballots provided separately by each agenda.

If the original document is written in any language other than English, that document shall be provided together with an English translation, and the shareholder or the authorized person shall sign to certify a true copy.

4. A shareholder is dead

A real representation shall attend the meeting in person or appoint a proxy to attend the meeting on his/her behalf by presenting a court order appointing the real representation signed by an authorized person and limited to 6 months before the meeting date.

5. A shareholder is a minor

Parents or a legal guardian shall attend the meeting in person or appoint a proxy to attend the meeting on his/her behalf by also presenting a copy of the house registration of the shareholder who is a minor.

6. A shareholder who is an incapacitated person or quasi disability

A curator or a custodian shall attend the meeting in person or appoint a proxy to attend the meeting on his/her behalf by presenting a court order appointing such a person to be the curator or the custodian, certified as a true copy by an authorized person and limited to 6 months before the meeting.

B. Proxy

If any shareholder wishes to appoint a person to attend the meeting and vote on his/her behalf. To be convenient for shareholders, the Company provides 3 types of proxy forms attached to this notice of the meeting as follows:

1. Proxy Form A. is a general form that is simple and uncomplicated.
2. Proxy Form B. is an explicit form that sets out specific details of authorization.
3. Proxy Form C. is a form to be used only for foreign shareholders whose names appear in the registration book and who have appointed a Custodian in Thailand to be share depository and keeper.

🔗 **Please select** only one proxy form out of 3 types of forms enclosed with this notice of the meeting or download from the Company's website at www.ifscapthai.com under the section "Investor Relations" and "Shareholders Meeting". Please fill in the proxy form selected accurately and completely with a Baht 20 duty stamp, cross it out, and specify the date the proxy form is made.

To retain the shareholders' rights and benefits, if the shareholder is unable to attend the meeting in person and wishes to authorize an independent director of the Company to attend and vote on his/her behalf, please fill in the proxy form and indicate the name of **Mrs. Churairat Panyarachun, Independent Director as shareholders' proxy**. The details of the profile are shown in **Attachment No. 8**. Thus, please deliver the proxy form together with its original supplementary documents to the Company by 19th April 2024 at 17.30 hours as addressed below:

IFS Capital (Thailand) Public Company Limited
Investor Relations, Secretariat and Compliance Dept.
1168/55, 20th Floor, Lumpini Tower
Rama 4 Road, Tungmahamek, Sathorn, Bangkok 10120

or use a **business reply envelope** (the "envelope") provided by the Company (no postal stamp required). The Proxy Form B and the envelope have been enclosed along with the Notice of the Meeting. In addition, the Company will facilitate affixing the stamp duty for the proxy upon registration to the Meeting.

C. Vote Casting and Vote Counting

Vote Casting

1. In casting votes for each agenda, one share shall have one vote.
2. A shareholder who attends the meeting in person and a proxy under Proxy Form A. and Form B. shall be unable to split his/her votes in each agenda, while a proxy from a foreign shareholder who appoints a custodian in Thailand to be share depository and keeper shall be able to split his/her votes in each agenda. (Proxy Form C.).
3. To comply with the principle of good corporate governance, the Company provides ballots for every agenda that requires voting, and the ballots shall be distributed to each shareholder and proxy at the registration point. The shareholder or the proxy who registers after the meeting has commenced shall only receive the ballots for the remaining agenda items.
4. Before voting on each agenda, the registration will be temporarily closed and shall start again once vote counting of each agenda item ends.

5. A shareholder who approves the matter shall not put any mark on the ballots, while the shareholder who disapproves or abstains his/her votes shall put a mark on the ballots and submit the ballots to the Company's staff for vote counting. Shareholders who have already authorized their proxies and voted, the Company shall record such votes at the time of registration by the proxies.

Vote Counting

1. For vote counting, the Company shall deduct disapproval and abstention votes from the total number of votes. The remaining votes shall be deemed as approval votes.
2. After the end of vote casting in each agenda, the Chairman shall announce the voting results by specifying the number and percentage of votes which are in approved votes, disapproved votes, and abstained votes separately. Void ballots shall not be calculated as the voting result of each agenda. For shareholders or proxies who submit disapproved or abstained votes after the Chairman has announced the voting result of each agenda, such votes shall not be counted as the voting result.

D. Inquiries or Expressing Opinions
--

1. Before inquiring or expressing opinions, shareholders shall raise their hands. Upon the Chairman's permission, please introduce the name and surname, and status of either the shareholder or the proxy. The shareholder may write a question in the paper and submit it to the Company's staff. The questions can be raised when the presentation of each agenda ends, or when all meeting agenda items are considered completely.
2. Shareholders shall refrain from asking questions or expressing opinions on duplicate issues or those not related to the agenda under consideration.

แบบหนังสือมอบฉันทะ แบบ ก.

Proxy Form A.

(แบบทั่วไปซึ่งเป็นแบบที่ง่ายไม่ซับซ้อน)

(General Form)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref : Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

(ปิดอากรแสตมป์ 20 บาท)

(Duty Stamp Baht 20)

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date

Month

Year

(1) ข้าพเจ้า.....สัญชาติ.....

I/We

Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Residing at Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....เบอร์โทร.....อีเมล.....

Province Postal Code Contact Number E-mail

(2) เป็นผู้ถือหุ้นของบริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

being a shareholder of IFS Capital (Thailand) Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding the total number of shares, and having the right to vote equivalent to votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share of shares, having the right to vote equivalent to votes,

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preference share of shares, having the right to vote equivalent to votes.

(3) ขอมอบฉันทะให้

Hereby appoint:

☐ (1).....อายุ.....ปี อยู่บ้านเลขที่.....

Name

age

years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

☐ (2).....อายุ.....ปี อยู่บ้านเลขที่.....

Name

age

years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

☐ (3).....อายุ.....ปี อยู่บ้านเลขที่.....

Name

age

years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....

Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันจันทร์ที่ 22 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทัส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

any one of them to be my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of the Shareholders on Monday, 22nd April 2024, at 14.00 hours, at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

กิจการใดที่ผู้รับมอบฉันทะกระทำให้ในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy at the said meeting shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ

ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคน เพื่อแยกการลงคะแนนเสียงได้

Remark

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.

แบบหนังสือมอบฉันทะ แบบ ข.

Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)

(Proxy Form containing specific details)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref : Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

(ปิดอากรแสตมป์ 20 บาท)

(Duty Stamp Baht 20)

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....สัญชาติ.....

I/We

Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....

Residing at Road Tambol/Khwaeng

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

Amphur/Khet Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

being a shareholder of IFS Capital (Thailand) Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding the total number of shares, and having the right to vote equivalent to votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share of shares, having the right to vote equivalent to votes,

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preference share of shares, having the right to vote equivalent to votes.

(3) ขอมอบฉันทะให้

Hereby appoint

☐ (1).....อายุ.....ปี อยู่บ้านเลขที่.....

Name

age

years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

☐ (2).....อายุ.....ปี อยู่บ้านเลขที่.....

Name

age

years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

☐ (3).....อายุ.....ปี อยู่บ้านเลขที่.....

Name

age

years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันจันทร์ที่ 22 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทัส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

any one of them to be my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of the Shareholders on Monday, 22nd April 2024, at 14.00 hours, at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

- ☐ วาระที่ 1 เรื่องพิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2566
Agenda No. 1 Re: To consider and adopt the minutes of the 2023 Annual General Meeting of the Shareholders
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ วาระที่ 2 เรื่องรับทราบรายงานประจำปีของคณะกรรมการบริษัทและผลการดำเนินงานของบริษัทในรอบปี 2566
Agenda No. 2 Re: To acknowledge the Annual Report of the Board of Directors and the operating results for the year 2023
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ วาระที่ 3 เรื่องพิจารณาอนุมัติงบการเงินของบริษัท สำหรับรอบปีบัญชีสิ้นสุด วันที่ 31 ธันวาคม 2566
Agenda No. 3 Re: To consider and approve the Financial Statements of the Company for the fiscal year ended 31st December 2023
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ วาระที่ 4 เรื่องพิจารณาอนุมัติการจัดสรรกำไรสุทธิและการจ่ายเงินปันผลประจำปี 2566
Agenda No. 4 Re: To consider and approve the appropriation of net profit and dividend payment for the year 2023
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ วาระที่ 5 เรื่องพิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ
Agenda No.5 Re: To consider and approve the election of the directors to replace the directors who retire by rotation
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
1. นางจุไรรัตน์ ปันยารชุน
Mrs. Churairat Panyarachun
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
2. นายสุธีร์ โล่โสภณกุล
Mr. Sutee Losophonkul
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

- ☐ วาระที่ 6 เรื่องพิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ
Agenda No.6 Re: To consider and approve the determination of the remuneration of the directors
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ วาระที่ 7 เรื่องพิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนแก่ผู้สอบบัญชีประจำปี 2567
Agenda No.7 Re: To consider and approve the appointment of the auditors and the determination of the remuneration of the auditor for the year 2024
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain
- ☐ วาระที่ 8 เรื่องพิจารณาอื่น ๆ (ถ้ามี)
Agenda No. 8 Re: To consider other matters (if any)
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- ☐ เห็นด้วย ☐ ไม่เห็นด้วย ☐ งดออกเสียง
Approve Disapprove Abstain

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be my/our voting as a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจน หรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ

Remarks

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.

2. วาระเลือกตั้งกรรมการสามารถเลือกตั้งกรรมการทั้งชุดหรือเลือกตั้งกรรมการเป็นรายบุคคล

In respect of the agenda as to the election of the directors, either the whole set of nominated candidates or an individual nominee may be voted for.

3. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประจำตลับหนังสือมอบฉันทะแบบ ข. ตามแนบ

In case there are any further agendas apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form B. as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข.
ALLONGE OF PROXY FORM B.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ บริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)
The appointment of proxy by the shareholder of IFS Capital (Thailand) Public Company Limited

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันจันทร์ที่ 22 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทัส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the 2024 Annual General Meeting of the Shareholders on Monday, 22nd April 2024 at 2.00 p.m., at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

☐ วาระที่.....เรื่อง.....
Agenda No. Re:

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

☐ วาระที่.....เรื่อง.....
Agenda No. Re:

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

☐ วาระที่.....เรื่อง.....
Agenda No. Re:

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

☐ วาระที่.....เรื่อง.....
Agenda No. Re:

- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่.....เรื่อง.....
- Agenda No. Re:
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
- (a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
- (b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่.....เรื่อง.....เลือกตั้งกรรมการ (ต่อ)
- Agenda No. Re: Election of director(s) (Continued)
- ชื่อกรรมการ.....
- Director's name
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- ชื่อกรรมการ.....
- Director's name
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- ชื่อกรรมการ.....
- Director's name
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- ชื่อกรรมการ.....
- Director's name
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |
- ชื่อกรรมการ.....
- Director's name
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

แบบหนังสือมอบฉันทะ แบบ ค.

(ปิดอากรแสตมป์ 20 บาท)

(Duty Stamp Baht 20)

Proxy Form C.

(แบบที่ใช้เฉพาะกรณีผู้ถือหุ้นเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้น)

(For foreign shareholders who have custodians in Thailand only)

ท้ายประกาศกรมพัฒนาธุรกิจการค้า เรื่อง กำหนดแบบหนังสือมอบฉันทะ (ฉบับที่ 5) พ.ศ. 2550

Ref : Notification of Department of Business Development regarding Proxy Form (No. 5) B.E. 2550

เขียนที่.....

Written at

วันที่.....เดือน.....พ.ศ.....

Date Month Year

(1) ข้าพเจ้า.....สัญชาติ.....

I/We Nationality

อยู่บ้านเลขที่.....ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Residing at Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....เบอร์โทร.....อีเมล.....

Province Postal Code Contact Number E-mail

ในฐานะผู้ประกอบธุรกิจเป็นผู้รับฝากและดูแลหุ้น (Custodian) ให้กับ.....

as a Custodian for

ซึ่งเป็นผู้ถือหุ้นของบริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

being a shareholder of IFS Capital (Thailand) Public Company Limited

โดยถือหุ้นจำนวนทั้งสิ้นรวม.....หุ้น และออกเสียงลงคะแนนได้เท่ากับ.....เสียง ดังนี้

holding the total number of shares, and having the right to vote equivalent to votes as follows:

หุ้นสามัญ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

ordinary share of shares, having the right to vote equivalent to votes,

หุ้นบุริมสิทธิ.....หุ้น ออกเสียงลงคะแนนได้เท่ากับ.....เสียง

preference share of shares, having the right to vote equivalent to votes.

(2) ขอมอบฉันทะให้

Hereby appoint

☐ (1).....อายุ.....ปี อยู่บ้านเลขที่.....

Name age years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

☐ (2).....อายุ.....ปี อยู่บ้านเลขที่.....

Name age years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....หรือ

Province Postal Code , or

☐ (3).....อายุ.....ปี อยู่บ้านเลขที่.....

Name age years, residing at

ถนน.....ตำบล/แขวง.....อำเภอ/เขต.....

Road Tambol/Khwaeng Amphur/Khet

จังหวัด.....รหัสไปรษณีย์.....

Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันจันทร์ที่ 22 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทัส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่แจ้งเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

any one of them to be my/our proxy to attend and vote on my/our behalf at the 2024 Annual General Meeting of the Shareholders on Monday, 22nd April 2024, at 14.00 hours, at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

- (3) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะเข้าร่วมประชุมและออกเสียงลงคะแนนในครั้งนี้ ดังนี้

I/We hereby authorize the proxy to attend and vote on my/our behalf at this meeting as follows:

- ☐ มอบฉันทะตามจำนวนหุ้นทั้งหมดที่ถือและมีสิทธิออกเสียงลงคะแนนได้
To grant the total amount of shareholding and having the right to vote
- ☐ มอบฉันทะบางส่วน คือ
To grant the partial shares as follows:
- | | | |
|--|---|--------|
| <input type="checkbox"/> หุ้นสามัญ..... | หุ้น และมีสิทธิออกเสียงลงคะแนนได้..... | เสียง |
| ordinary share | shares, and having the right to vote equal to | votes, |
| <input type="checkbox"/> หุ้นบุริมสิทธิ..... | หุ้น และมีสิทธิออกเสียงลงคะแนนได้..... | เสียง |
| preference share | shares, and having the right to vote equal to | votes. |
| รวมสิทธิออกเสียงลงคะแนนได้ทั้งหมด..... | เสียง | |
| Total amount of voting rights | votes. | |

- (4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

I/We hereby authorize the proxy to vote on my/our behalf at this meeting as follows:

- ☐ วาระที่ 1 เรื่องพิจารณารับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2566
Agenda No. 1 Re: To consider and adopt the minutes of the 2023 Annual General Meeting of the Shareholders
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |
- ☐ วาระที่ 2 เรื่องรับทราบรายงานประจำปีของคณะกรรมการบริษัทและผลการดำเนินงานของบริษัทในรอบปี 2566
Agenda No. 2 Re: To acknowledge the Annual Report of the Board of Directors and the operating results for the year 2023
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |
- ☐ วาระที่ 3 เรื่องพิจารณาอนุมัติงบการเงินของบริษัท สำหรับรอบปีบัญชีสิ้นสุด วันที่ 31 ธันวาคม 2566
Agenda No. 3 Re: To consider and approve the Financial Statements of the Company for the fiscal year ended 31st December 2023
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- | | | |
|---|--|---|
| <input type="checkbox"/> เห็นด้วย.....เสียง | <input type="checkbox"/> ไม่เห็นด้วย.....เสียง | <input type="checkbox"/> งดออกเสียง.....เสียง |
| Approve votes | Disapprove votes | Abstain votes |
- ☐ วาระที่ 4 เรื่องพิจารณาอนุมัติการจัดสรรกำไรสุทธิและการจ่ายเงินปันผลประจำปี 2566
Agenda No. 4 Re: To consider and approve the appropriation of net profit and dividend payment for the year 2023
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- ☐ วาระที่ 5 เรื่องพิจารณาอนุมัติการเลือกตั้งกรรมการแทนกรรมการที่พ้นจากตำแหน่งตามวาระ
Agenda No. 5 Re: To consider and approve the election of the directors to replace the directors who retire by rotation
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
1. นางจุไรรัตน์ ปันยารชุน
Mrs. Churairat Panyarachun
- ☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
2. นายสุธีร์ โลวไลยกุล
Mr. Sutee Losoponkul
- ☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- ☐ วาระที่ 6 เรื่องพิจารณาอนุมัติการกำหนดค่าตอบแทนกรรมการ
Agenda No. 6 Re: To consider and approve the determination of the remuneration of the directors
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote as per my/our intention as follows:
- ☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- ☐ วาระที่ 7 เรื่องพิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชีและการกำหนดค่าตอบแทนแก่ผู้สอบบัญชีประจำปี 2567
Agenda No. 7 Re: To consider and approve the appointment of the auditors and the determination of the remuneration of the auditor for the year 2024
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes
- ☐ วาระที่ 8 เรื่องพิจารณาอื่นๆ (ถ้ามี)
Agenda No. 8 Re: To consider other matters (if any)
- ☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
- ☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:
- ☐ เห็นด้วย.....เสียง ☐ ไม่เห็นด้วย.....เสียง ☐ งดออกเสียง.....เสียง
Approve votes Disapprove votes Abstain votes

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่า การลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ถือเป็นการลงคะแนนเสียงของผู้ถือหุ้น

Voting of the proxy in any agenda that is not as specified in this Proxy Form shall be considered as invalid and shall not be the vote of a shareholder.

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

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

กิจการใดที่ผู้รับมอบฉันทะได้กระทำให้ไปในการประชุม เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำให้เองทุกประการ

Any business carried out by the proxy at the said meeting, except in case that the proxy does not vote according to my/our intention(s) specified in the Proxy Form, shall be deemed as having been carried out by myself/ourselves in all respects.

ลงชื่อ/Signed.....ผู้มอบฉันทะ/Grantor
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

ลงชื่อ/Signed.....ผู้รับมอบฉันทะ/Proxy
(.....)

หมายเหตุ

1. หนังสือมอบฉันทะแบบ ค. นี้ ใช้เฉพาะกรณีที่ผู้ถือหุ้นที่ปรากฏชื่อในทะเบียนเป็นผู้ลงทุนต่างประเทศและแต่งตั้งให้คัสโตเดียน (Custodian) ในประเทศไทยเป็นผู้รับฝากและดูแลหุ้นให้เท่านั้น

Only foreign shareholders whose names appear in the registration book and have appointed a Custodian in Thailand can use the Proxy Form C.

2. หลักฐานที่ต้องแนบพร้อมกับหนังสือมอบฉันทะ คือ

Evidence to be attached with this Proxy Form are:

(1) หนังสือมอบอำนาจจากผู้ถือหุ้นให้คัสโตเดียน (Custodian) เป็นผู้ดำเนินการลงนามในหนังสือมอบฉันทะแทน

Power of Attorney from the shareholder authorizing a Custodian to sign the Proxy Form on behalf of the shareholder.

(2) หนังสือยืนยันว่าผู้ลงนามในหนังสือมอบฉันทะแทนได้รับอนุญาตประกอบธุรกิจ คัสโตเดียน (Custodian)

Letter of certification to certify that a person executing the Proxy Form has obtained a permit to act as a Custodian.

3. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

The shareholder appointing the proxy must authorize only one proxy to attend and vote at the meeting and may not split the number of shares to several proxies for splitting votes.

4. ในกรณีที่มิวาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบประกอบแบบหนังสือมอบฉันทะแบบ ค. ตามแนบ

In case there are any further agenda apart from those specified above brought into consideration in the meeting, the Grantor may use the Allonge of the Proxy Form C. as attached.

ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ค.
ALLONGE OF PROXY FORM C.

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

The appointment of proxy by the shareholder of **IFS Capital (Thailand) Public Company Limited**

ในการประชุมสามัญผู้ถือหุ้นประจำปี 2567 ในวันจันทร์ที่ 22 เมษายน 2567 เวลา 14.00 น. ณ ห้องประชุมอินฟินิตี้ ชั้น 7 โรงแรมเอทัส ลุมพินี เลขที่ 1030/4 ถนนพระราม 4 แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120 ประเทศไทย หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย

In the 2024 Annual General Meeting of the Shareholders on Monday, 22nd April 2024 at 2.00 p.m., at 14.00 hours, at the Infinity Room, 7th Floor, AETAS Lumpini Hotel, No. 1030/4 Rama IV Road, Tungmahamek, Sathorn, Bangkok 10120, Thailand or any adjournment at any date, time and place thereof.

☐ วาระที่.....เรื่อง.....
Agenda No. Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve	Disapprove	Abstain
votes	votes	votes

☐ วาระที่.....เรื่อง.....
Agenda No. Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

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(b) To grant my/our proxy to vote at my/our desire as follows:

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve	Disapprove	Abstain
votes	votes	votes

☐ วาระที่.....เรื่อง.....
Agenda No. Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
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☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve	Disapprove	Abstain
votes	votes	votes

☐ วาระที่.....เรื่อง.....
Agenda No. Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
(b) To grant my/our proxy to vote at my/our desire as follows:

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve	Disapprove	Abstain
votes	votes	votes

☐ วาระที่.....เรื่อง.....

Agenda No. Re:

☐ (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) To grant my/our proxy to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

☐ (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) To grant my/our proxy to vote at my/our desire as follows:

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

☐ วาระที่.....เรื่อง เลือกตั้งกรรมการ

Agenda No. Re: Election of director(s)

ชื่อกรรมการ.....

Director's name

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

ชื่อกรรมการ.....

Director's name

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

ชื่อกรรมการ.....

Director's name

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

ชื่อกรรมการ.....

Director's name

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

ชื่อกรรมการ.....

Director's name

<input type="checkbox"/> เห็นด้วย.....เสียง	<input type="checkbox"/> ไม่เห็นด้วย.....เสียง	<input type="checkbox"/> งดออกเสียง.....เสียง
Approve votes	Disapprove votes	Abstain votes

Profile of Independent Director Proposed as Proxy for Shareholders

Name	:	Mrs. Churairat Panyarachun	
Age	:	70 years	
Position	:	Independent Director, Chairperson of the Audit Committee and Member of the Compensation and Nomination Committee	
Date of first appointment	:	18 th April 2018	
Date of latest appointment	:	20 th April 2021	
Years as the Director	:	6 years	
Address	:	IFS Capital (Thailand) Public Company Limited 1168/55, 20 th Floor, Lumpini Tower, Rama 4 Road Tungmahamek, Sathorn, Bangkok 10120	
Education	:	Master of Science in Economics (Finance), Kasetsart University, Thailand	
	:	Master of Arts in Leadership (Business, Social and Political Leadership), Rangsit University, Thailand	
	:	Bachelor of Arts in Economics (Money & Banking), Kasetsart University, Thailand	
Training	:	The importance of the Audit Committee and Confidence in the Thai Capital Market, The Federation of Accounting Professions, The Thai Institute of Directors (IOD) and The Thai Listed Companies Associations	
	:	Hot Issue for Directors: Climate Governance 2/2023 (29 September 2023) Thai Institute of Directors (IOD)	
	:	Director Certification Program (DCP) (Class 41/2004), Thai Institute of Directors (IOD)	
	:	Top Executive Program in Management of Public Economics, King Prajadhipok's Institute, Thailand	
	:	Top Executive Program, The Administrative Court of Thailand	
	:	Top Executive Program in Commerce and Trade Commerce Academy, The Thai Chamber of Commerce and Board of Trade of Thailand	
	:	Top Executive Program in Business and Investment, Institute of Business and Industrial Development	
	:	Forensic Accounting Certificate, Federation of Accounting Professions	

Shareholding in the Company: -None-

Family relationship between director and executive: -None-

Work Experience for the past 5 years

Year	Position	Company / Organization
2021 – Present	Director	Rachakarn Asset Management Co., Ltd.
2018 – Present	Independent Director, Chairperson of the Audit Committee, and Member of the Compensation and Nomination Committee	IFS Capital (Thailand) PCL.
2018 – 2019	Member of the Risk Management Committee	IFS Capital (Thailand) PCL.
2016 – Present	Associate Judge	Central Intellectual Property and International Trade Court, Thailand
2015 – Present	Director of the Assets and Finance Committee	King Mongkuts's University of Technology North Bangkok

Interest in any agenda Item proposed in this AGM:

- Agenda 5 To consider and approve the election of the directors to replace the directors who retire by rotation
- Agenda 6 To consider and approve the determination of the remuneration of the directors

There is no special interest different from other directors in every agenda item proposed in this AGM.

The Company's Articles of Association Relating to the General Meeting of Shareholders

Article 36. The shareholders' meeting shall be convened at least once a year and shall be called the annual general meeting. Such annual general meeting of shareholders shall be convened within four (4) months of the last day of the fiscal year of the Company.

The shareholders' meetings other than those specified above shall be called extraordinary general meetings of shareholders.

The board of directors may call an extraordinary general meeting of shareholders at any time as it is deemed appropriate, or when one or several shareholder(s) holding shares in aggregate of not less than ten (10) percent of the total issued shares may jointly subscribe their names requesting the board of directors to call an extraordinary meeting at any time, provided that matters and reasons for calling such meeting shall be clearly stated in the said notice. In such case, the board of directors shall convene a shareholders' meeting within forty-five (45) days from the date of the receipt of such notice from the shareholders.

In the case where the board of directors does not convene the meeting within the period specified under paragraph three, the shareholders who have subscribed their names or other shareholders holding shares in the required aggregate number may themselves call the meeting within forty-five (45) days from the end of the period under paragraph three. In this case, such shareholders' meeting shall be deemed to be called by the board of directors, and the Company shall be responsible for necessary expenses incurred in the course of convening such meeting and shall provide reasonable facilitation.

In the case where, at a shareholders' meeting called by the shareholders under paragraph four, the number of shareholders attending the meeting does not constitute a quorum as prescribed in Article 38. of these Articles of Association, the shareholders under paragraph four shall jointly be responsible to and compensate the Company for the expenses incurred from convening of such meeting.

Article 37. To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda and matters to be proposed at the meeting together with any other appropriate details. The notice must clearly specify the matter for acknowledgment, approval or consideration, together with the opinion of the board of directors on those matters. The notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper at least three (3) days before the meeting date for a period of three (3) consecutive days.

Article 38. A quorum of a meeting of shareholders requires a lesser of a number of twenty-five (25) shareholders or one-half or more of the total number of shareholders, holdings in aggregate one-third (1/3) or more of the total issued shares, present in person or by proxy (if any).

If after one (1) hour from the time fixed for a meeting of shareholders a quorum has not been constituted, the meeting which was called at the request of shareholders must be dissolved. If the meeting is called other than at the request of the shareholders, an adjourned meeting must be called and a notice of the meeting must be sent to the shareholders seven (7) days or more before the date of the adjourned meeting. No quorum is required at the adjourned meeting.

Article 41. The Chairman of the board of directors will act as the Chairman of the meeting of shareholders. If the Chairman is not present or is unable to discharge his/her duties, the Vice-Chairman will serve as the Chairman. If there is no Vice-Chairman or the Vice-Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as the Chairman.

Article 42. In every meeting of shareholders, a shareholder has one vote for each share.

A shareholder who has a special interest in any matter may not cast votes on that matter, except for the election of directors.

Article 43. A resolution of shareholders must be passed by a majority of the votes cast by the shareholders attending and eligible to vote at the meeting, except where it requires otherwise in these Articles of Association or by law or in any of the following cases where a resolution must be passed by three-quarters (3/4) or more of the votes cast by the shareholders attending and eligible to vote at the meeting:

- (a) a sale or transfer of all or substantial part of the business of the Company to any person;
- (b) a purchase or acceptance of transfer of business of other public or private companies;
- (c) an entering into, amendment or termination of any agreement concerning a lease out of all or substantial part of the business of the Company or an assignment of the management control of the business of the Company to any person or a merger with any person for the purposes of profit and loss sharing;
- (d) an amendment to the Memorandum or Articles of Association of the Company;
- (e) an increase or reduction of capital;
- (f) an issue of debentures; or
- (g) an amalgamation or a dissolution of the Company.

QR Code User Manual to Download Supporting Documents for Shareholders' Meeting

Thailand Securities Depository Company Limited (TSD) as a securities registrar, under the Stock Exchange of Thailand (SET), has developed a system that enables every listed company to submit the supporting documents for the shareholders' meeting and annual report in an electronic form via QR Code ("QR Code"). With this system, the shareholders can access the information rapidly and comfortably. The information may be downloaded via QR Code by the following steps.

For iOS Operating System

1. Turn on the camera on your mobile phone.
2. Scan (by turning the camera on your mobile phone to) QR Code.
3. The notification will pop up on your mobile phone screen. Click that message.
4. Click "File Download" to view the Notice of the Meeting and Form 56-1 One Report for the year 2023.

Note: If no notification is shown on the mobile phone, the shareholder may scan the QR Code from other applications, e.g. QR CODE READER, Facebook, and Line, etc.

For Android Operating System

1. Turn on the application, e.g. QR CODE READER, Facebook, or Line.
2. Steps of scanning QR Code via Line
 - Turn on Line, and select Add Friend
 - Select QR Code
 - Scan QR Code
 - Click "File Download" to view the Notice of the Meeting and Form 56-1 One Report for the year 2023.

Map of the Meeting Location

Infinity Room, 7th Floor, AETAS Lumpini Hotel

1030/4 Rama 4 Road, Tungmahamek, Satorn, Bangkok 10120

Tel : 02-618-9555



Bus Routes passing by AETAS Lumpini Hotel: No. 4, 13, 14, 22, 45, 46, 47, 74, 115, 141, 149, 173 and 507



For MRT, get off at Lumpini Station, and take Exit No.1 (Rama 4 Road, way to Soi Ngam Du Phli)



For private vehicles, parking is available on the 2nd – 6th Floor of the hotel.



IFS Capital (Thailand) PCL

บริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

บริษัท ไอเอฟเอส แคปปิตอล (ประเทศไทย) จำกัด (มหาชน)

1168/55 ชั้น 20 อาคารลุมพินีทาวเวอร์ ถนนพระราม 4

แขวงทุ่งมหาเมฆ เขตสาทร กรุงเทพมหานคร 10120

โทรศัพท์ : (66) 0-2285-6326-32, (66) 0-2679-9140-4

โทรสาร : (66) 0-2285-6335, (66) 0-2679-9159

IFS Capital (Thailand) Public Company Limited

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Tungmahamek, Sathorn, Bangkok 10120

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Fax : (66) 0-2285-6335, (66) 0-2679-9159