

## Minutes of the 2026 Annual General Meeting of Shareholders of Chase Asia Public Company Limited

### Date, Time, and Venue

The 2026 Annual General Meeting of Shareholders was held on 27 April 2026 at 14.00 hrs. through electronic means (e-AGM) only. The meeting was broadcasted through a video conference system from the meeting room, head office. The image and sound of this Meeting were recorded in a video format.

The Company engaged the professional service provider for the electronic meeting (e-meeting) system certified by the relevant agencies, namely certified Zoom meeting system and Inventech Connect voting system under the self-assessment compliance of the Electronic Transactions Development Agency (ETDA) whose system is in accordance with the Emergency Decree on Electronic Meeting, B.E. 2563 (2020) and Notification of Ministry of Digital Economy and Society regarding Standards for Maintaining Security of Meetings via Electronic Means and other relevant regulations.

Moreover, the Company procured a representative of Inventech Systems (Thailand) Company Limited, an independent service provider to inspect the vote casting and supervise the Meeting to proceed transparently according to the laws, the Company's Articles of Association and the Good Corporate Governance Principles.

### Commencement of Meeting

Ms. Monnira Atibaedy, Company Secretary, acted as the moderator of the Meeting, welcomed the Board of Directors, the Executives and the shareholders to the Meeting, and introduced the Board of Directors, the Executives and the auditor, attending the Meeting to the shareholders as follows:

### Directors and executives present

- |    |                             |   |
|----|-----------------------------|---|
| 1. | Mr. Pradit Leosirikul       | Chairman of the Board of Directors / Independent Director / Member of Audit Committee / Member of Nomination and Remuneration Committee   |
| 2. | Mr. Pracha Chaisuwan        | Director / Chairman of Executive Committee / Chief Executive Officer  |
| 3. | Mr. Grish Attagrish         | Chairman of Audit Committee / Independent Director  |
| 4. | Ms. Hathairat Kaewsaenmuang | Director / Member of Executive Committee / Member of Nomination and Remuneration Committee / Chairman of Risk Management Committee / Member of Corporate Governance and Sustainable Development Committee / Chief Operating Officer / Chief People Officer (Acting) |
| 5. | Ms. Waraluck Chaisuwan      | Director / Member of Executive Committee / Member of Risk Management Committee / Chairman of Corporate Governance and Sustainable Development Committee / Chief Financial Officer   |
| 6. | Ms. Suthida Chaisuwan       | Director / Member of Executive Committee / Member of Risk Management Committee / Member of Corporate Governance and Sustainable Development Committee / Chief Legal Officer   |
| 7. | Mrs. Wansuda Thanasaranart  | Chairman of Nomination and Remuneration Committee / Member of Audit Committee / Independent Director  |
| 8. | Mrs. Jamjuree Sirovetnukul  | Director  |
| 9. | Ms. Waleewan Rojjanapakdee  | Director  |

There were all directors of the total number of 9 directors, representing 100 percent of the total number of directors, attending the Meeting.

## Auditor

Mr. Sa-nga Chokenitisawat Auditor, PricewaterhouseCoopers ABAS Company Limited

## Representative of Shareholders' Right Protection Volunteer

Ms. Chanathip Witthayakul Shareholders' Right Protection Volunteer, Thai Investors Association

The Company has determined the record date for the determination of the shareholders who have the right to attend the 2026 Annual General Meeting of the Shareholders according to the Securities and Exchange Act B.E. 2535, on 20 March 2026.

In this connection, the Company has invited the shareholders to nominate director candidates and propose agenda matter to be included in the agenda of this Meeting subject to the consideration of the Board of Directors from 17 October 2025 to 31 December 2025. The invitation is made through Electronic Listed Companies Information Disclosure of the Stock Exchange of Thailand. However, there are no proposals for agenda matters and no nominations of director candidates for director position of the Company pursuant to the Company's Articles of Association.

The Company informed the Meeting that, at the commencement of the Meeting, there were 4 shareholders attending the meeting in person, holding an aggregate number of 9,387,600 shares, and 42 shareholders attending by proxy, holding an aggregate number of 1,513,987,718 shares, totaling 46 shareholders attending the meeting in person and by proxy, holding an aggregate number of 1,523,375,318 shares, representing 76.6947 percent of the total number of shares sold, thereby constituting a quorum in accordance with the Company's Articles of Association which requires the presence of not less than 25 shareholders and their proxies or not less than one-half of the total number of shareholders, with the aggregate number of shares of not less than one-third (1/3) of the number of shares sold.

Mr. Pradit Leosirikul, Chairman of the Board of Directors, acted as the Chairman of the Meeting (“**Chairman**”) declared the Meeting duly convened and welcomed the Board of Directors, Executives and all shareholders attending the Meeting. To ensure that the Meeting proceeds smoothly and efficiently, the Chairman assigned the Company Secretary to explain the meeting procedures to the Meeting as per the following details:

During this Meeting, the Company shall collect, use, and disclose personal data, including still images, audio, and video recordings of all attendees for record-keeping and preparation of meeting minutes as well as for meeting management, among other purposes. The details of the Company's personal data protection policy and privacy notice for shareholders and investors have been published on the Company's website for information purposes.

## Methods and Criteria for the Meeting

1. With respect to vote casting, each shareholder shall therefore have a number of votes equivalent to a number of shares held by the shareholder or granted to the proxy, as one share is entitled to one vote. Any shareholder having a conflict of interest in any agenda shall not have the right to cast the vote on such agenda.
2. Each shareholder is entitled to vote either approve, disapprove, or abstain, unless the custodian which is able to split the votes.
3. With respect to the Good Corporate Governance Principles, Agenda 4 regarding the election of directors to replace those retiring by rotation shall proceed with the election of each director individually.

4. The resolutions of this Shareholders' Meeting shall consist of the following votes:

Agenda 1 is for acknowledgment only; therefore, a resolution is not required.

Agenda 2, Agenda 3, Agenda 4, and Agenda 6, require majority votes of the shareholders attending the Meeting and casting their votes.

Agenda 5 requires votes of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the Meeting.

Agenda 7 requires votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the Meeting and having the right to vote.

#### Voting Methods, Vote Counting, and Asking Questions or Expressing Opinions

1. The Meeting shall consider matters in the order of the agenda specified in the invitation letter. The Company shall provide the shareholders with an opportunity to raise questions prior to the vote casting. The voting results shall then be announced to the Meeting once the vote counting for such particular agenda item has been completed in sequence.
2. For vote casting, the shareholder shall select the agenda that the shareholder wishes to vote and press on the "vote" button. The system shall present the voting button as "approve", "disapprove" and "abstain". For the shareholder or the proxy holder who attends on behalf of several shareholders, the system shall present all grantors under the proxy and the vote casting shall be made individually. To cancel the vote casting, please press on the "cancel the vote" button. For any shareholder who does not cast the vote within the specified period, the Company shall consider that the shareholder "approves" such agenda. The vote can be amended until the voting closure for the agenda is notified. The voting period is scheduled for one minute. After the closure of the voting result of each agenda, the Company shall further announce the voting result for such agenda to the Meeting.
3. The shareholders who have granted a proxy to another person to attend the meeting and have already specified their voting instructions for each agenda item, the Company has consolidated those votes in accordance with the shareholders' intentions and pre-processed them for use in the vote counting for each agenda item. Such votes will be included in the total vote count.
4. In the case of the proxy granting by several shareholders by using the same email address and telephone number to verify the proxy appointment, the system shall merge all grantors into the same user account. In the case of different email addresses and telephone numbers for verification, the system shall not merge with the grantors, and the user account shall be used individually. If the proxy holder wishes to use other accounts, please press on the "user account" and the "change account" button to log in the other proxy accounts. The vote shall not be deducted from the total votes of the Meeting.
5. If the shareholder or the proxy holder registers to leave the Meeting prior to the closure of the voting period of any agenda, the vote casting of the shareholder or the proxy holder shall not be counted as the quorum of the Meeting and the vote shall not be counted on the remaining agenda. However, leaving the Meeting on any agenda shall not deprive the rights of the shareholder or the proxy to re-attend the Meeting and cast the votes on the agenda which does not proceed in the system yet.
6. Prior to the vote casting for each agenda, the Company shall give the attendees an opportunity to ask a question or express an opinion which is relevant to the agenda as appropriate for one minute. The attendee can choose the agenda that the attendee wishes to ask a question or express an opinion, and then press on the "question" button which can be made through the two methods as follows:
  - (1) via message method by typing a question and pressing on the "sending question" button. The Company shall read and respond to the questions related to the agenda to the Meeting. However, if there are several numbers of the questions sent in the system, the Company reserves the right to consider and select the question as deemed appropriate. If there is a

question unrelated to the current agenda, the Company shall consider and respond to such question on other agenda.

- (2) via video conference method by pressing on the “conference question” button and the “agree” button to confirm the queue. The moderator shall announce the name and surname of the attendee who has the right to ask a question. The questioner shall turn on the microphone and/or camera before asking the question. Please notify the name, surname and the status of the shareholder or the proxy before starting the question so that the Company shall be able to correctly record the minutes of the Meeting.

The Company reserves the right to turn off the video and microphone of the questioner asking a question or expressing an opinion which is impolite or contemptuous or violates the laws or the rights of other persons or causes any disturbance to the Meeting or any trouble to other attendees.

7. If there are several numbers of the conference questions, please consider asking a question via message so that the Company can conduct the Meeting punctually. The Company shall respond to the question at the end of the Meeting or disclose the response on the Company’s website.
8. If the shareholder or the proxy holder has any problems with the use of the meeting system or the voting system, please consider and comply with the guidelines which were sent together with the invitation letter or select the “support” menu on the system. The contact information of Inventech Call Center via telephone number and line official is as shown on the screen.
9. In case of a system error during the Meeting, the shareholder or the proxy holder shall receive an email to return to the Meeting through the back-up system.

The Chairman then proceeded with the Meeting in accordance with the following agenda:

## **Agenda 1 To acknowledge the operating results of the Company for the year 2025**

The Chairman assigned Ms. Waraluck Chaisuwan, Chief Financial Officer, to report the operating results of the Company for the year 2025 to the Meeting.

Ms. Waraluck Chaisuwan, Chief Financial Officer, reported the operating results of the Company for the year 2025 to the Meeting as follows:

The Group remained committed to driving our business towards sustainable growth under the corporate vision “to be a full-service debt management center by counseling, knowledge and discipline for debt management towards debt resolution” by way of excellent services.

Despite the challenging and volatile economic conditions over the past year, the Group recorded total revenue of THB 737.5 million, representing a decrease of THB 79 million or 10 percent from the previous year. Revenue comprised THB 514.5 million from the non-performing asset management business, accounting for 70 percent of total revenue; THB 194.5 million from the debt-collection service business, accounting for 26 percent of total revenue; and THB 28.5 million in other income, including interest income from loans to debtors, accounting for 4 percent of total revenue. The details categorized by business segment are summarized as follows:

### **1. Management of Non-Performing Assets**

In 2025, the Group invested a total of THB 34.8 million in the acquisition of non-performing assets (NPAs) and recorded THB 458 million in cash inflows from NPAs, representing a 17 percent decrease from the previous year.

As of 31 December 2025, the Group's loan portfolio related to NPAs amounted to THB 2,851.5 million, comprising 62 percent unsecured personal loans, 34 percent hire-purchase loans, and 4 percent mortgage loans with collateral.

The Group generated THB 514.5 million in interest income from loans to NPAs, a 12 percent decrease from the prior year, accounting for 70 percent of total revenue.

## 2. Debt Collection Services

In 2025, the debt-collection and recovery services business recorded slight growth compared to the previous year. The Company generated THB 194.5 million in revenue from this segment, an increase of 1 percent from the prior year. The total outstanding loan balance under collection services amounted to THB 17,634 million, rising from THB 15,386 million in the previous year, representing an increase of 15 percent.

The Company also maintained a high commission rate, averaging 26.8 percent, a slight decrease from 27.7 percent in the previous year. Revenue from collection services accounted for 26 percent of total revenue.

However, due to the impact of increased expected credit loss (ECL) recognition during the year, the Group reported a net profit of THB 2.2 million, a decrease of 97 percent from the previous year's profit, and recorded total comprehensive income of THB 908,379.

Based on economic forecasts, including gross domestic product (GDP) growth and household debt conditions, the Group continues to operate in 2026 amid a slowing economy, which directly affects consumer purchasing power and financial capacity. These factors may further influence debt-collection performance and cash inflows, posing challenges to achieving the Company's projected operating targets.

Recognizing these risks, the Company has implemented close and continuous monitoring and assessment of revenue-collection performance. The Company remains committed to prudent and disciplined management practices, with a strong focus on sustainable long-term growth.

## Sustainability Performance

The Group is committed to conducting its business responsibly across economic, social, and environmental dimensions, while upholding strong principles of corporate governance. Our objective is to support indebted individuals facing financial-management challenges, enabling them to regain financial stability and reintegrate into society in a sustainable manner. The Group adheres to value-chain management practices that align with stakeholder expectations and incorporates the United Nations Sustainable Development Goals (SDGs) into its corporate strategy, thereby enhancing long-term organizational value and ensuring stable and sustainable growth.

In 2025, the Company was awarded a SET ESG Rating of "A" in the financial sector for the second consecutive year. This recognition reflects the Company's continued commitment to advancing its sustainability performance across environmental, social, and governance dimensions.

## Environmental Dimension

The Company recognizes the environmental impacts associated with its business operations and places strong emphasis on environmental responsibility. In 2025, the Company received an honorary award from the "Think to Trash" project, organized by the Thai Listed Companies Association and the Office of the Securities and Exchange Commission (SEC). The project aims to encourage listed companies to establish systematic environmental-management practices through end-to-end waste-management processes from source to disposal while fostering internal collaboration to reduce greenhouse-gas emissions. These efforts ultimately support the collection and measurement of environmental data that can be transparently disclosed to the public.

## Social Dimension

The Group continues to prioritize improving quality of life and promoting fairness within society. The Company participated in the “Debt Resolution Fair: Building a Pathway to Justice” for the second consecutive year, organized by the Ministry of Justice through the Department of Rights and Liberties Protection and the Legal Execution Department, held in both Bangkok and Chiang Mai. Participation in this initiative enabled the Group to engage directly with debtors and provide guidance on debt management and financial planning. It also reflects the strong collaboration between the Company and public and private sector agencies in fostering a fair and equitable society.

The Group also initiated its own project, “Debt Resolution Fair: If Only I Had Known Earlier”, in partnership with the Department of Rights and Liberties Protection, to promote amicable dispute resolution. This marked the Group’s first time organizing such an event, which concluded successfully.

In addition, the Group joined the initiative supporting the use of the QR Code Sealer service by the Thailand Securities Depository Co., Ltd., contributing to efforts aimed at reducing greenhouse-gas-emitting activities and advancing sustainability goals.

In other social dimensions, the Company launched the “Coloring Dreams, Shaping Youth” project at Deemark Uppatham School in Nonthaburi Province, where the Group’s headquarters is located. The project aims to address deteriorating learning environments and shortages of educational materials, while also providing financial-literacy education and instilling essential foundational values in young people who will play a vital role in building a disciplined and secure future.

## Economic and Governance Dimension

The Company is committed to operating with integrity, ethical conduct, and transparency. As a result, in 2025 the Company achieved a 5-Star rating (Excellent CG Scoring) in the Corporate Governance Report (CGR Checklist) and was ranked in the Top Quartile by Market Capitalization within the group of companies with a market capitalization between THB 3,001–10,000 million. This marks the third consecutive year the Company has received this distinction, reflecting its unwavering commitment and capability in continuously enhancing corporate governance standards, conducting business ethically, and fostering sustainable organizational growth while building the highest level of stakeholder confidence.

In addition, the Company received a 5-Badge (Excellent) rating in the 2025 Annual General Meeting (AGM) Checklist assessment by the Thai Investors Association for the second consecutive year. This recognition demonstrates the Company’s commitment to high-quality shareholder meetings, transparency, and the protection of shareholder rights. It also reaffirms the Company’s ongoing adherence to good governance practices and its dedication to advancing sustainable corporate governance.

## Anti-Corruption

The Company places strong emphasis on preventing corruption in all forms, with the objective of safeguarding the rights of investors and shareholders and reinforcing confidence that the Company operates with transparency and a clear commitment to anti-corruption practices. To communicate this commitment to all stakeholders and to provide practical guidance, the Company has established an Anti-Corruption Policy applicable to directors, executives, employees, and workers of the Company and its subsidiaries, as well as any persons acting for or on behalf of the Company or its subsidiaries. The policy promotes integrity, honesty, and transparency, and fosters awareness of anti-corruption responsibilities. The Company also conducts regular reviews of related practices and requirements to ensure alignment with business developments, internal regulations, and applicable laws. As of 31 December 2025, there were no reported incidents of bribery or corruption.

In addition, the Company has formally declared its intention to participate in the Private Sector Collective Action Against Corruption (CAC) and has joined various anti-corruption networks to contribute to collective efforts in combating corruption. The Company received its first CAC certification on 31 March 2025, demonstrating the success of its commitment to anti-corruption and its support for collective action initiatives.

The Company also plans to encourage its business partners to adopt the CAC Declaration of Intent, thereby expanding a transparent and corruption-free business network.

## Sustainability Report

In 2025, the Company prepared its Sustainability Report for the third consecutive year, in accordance with the SET Sustainability Reporting Guide and the Sustainability Indicators for the Financial Industry issued by the Stock Exchange of Thailand. The report presents performance for the calendar year from 1 January to 31 December 2025, covering the operations of the entire Group. It communicates the Company's progress on sustainability across economic, social, environmental, and governance dimensions, and responds to the expectations of all stakeholder groups. The report has been published on the Company's website.

The Company's operating results and related information for the year 2025 are presented in the Annual Registration Statement / Annual Report 2025 (Form 56-1 One Report), which has been provided to shareholders in the form of a QR Code together with the Notice of Meeting, and has also been published on the Company's website.

The Company then provided the Meeting an opportunity to ask a question or express an opinion. The question raised by shareholder can be summarized as follows:

Ms. Chanathip Witthayakul, Shareholders' Right Protection Volunteer and proxy holder from the Thai Investors Association, submitted questions to the Company in advance. Referring to the 2025 Form 56-1 One Report (page 14), which states that the Company has a policy and plan to expand its business through the establishment of a joint-venture asset management company with financial institutions to enhance its capability in accessing new non-performing loan (NPL) portfolios, she inquired about the progress of the joint-venture asset management company initiative, specifically, the current stage of development, the expected timeline for reaching an agreement or commencing commercial operations, and the criteria used by the Company in selecting banking partners.

Ms. Waraluck Chaisuwan, Chief Financial Officer, responded that the Company has been in discussions with several financial institutions, both public and private. The discussions have progressed satisfactorily in terms of information exchange. However, no agreement has been finalized with any particular institution, as the Company is still carefully reviewing the details of the joint-venture terms to ensure that the agreed conditions are robust, transparent, and aligned with the long-term sustainable interests of the Company and its shareholders.

There were no shareholders asking questions or expressing their opinions on this agenda.

## Resolution

This agenda is for acknowledgment only; therefore, a resolution is not required.

## **Agenda 2 To consider and approve the statement of financial position and the statement of comprehensive income for the year ended 31 December 2025 which have been audited by the certified public accountant**

The Chairman assigned Ms. Waraluck Chaisuwan, Chief Financial Officer, to present the details of this agenda to the Meeting.

Ms. Waraluck Chaisuwan, Chief Financial Officer, informed the Meeting that the Annual Registration Statement / Annual Report 2025 (Form 56-1 One Report), which includes the financial statements, the statements of comprehensive income, and the auditor's report, had already been distributed to all shareholders in the form of a QR Code together with the invitation letter.

The Company then presented the operating results for 2025, along with management's discussion and analysis, explaining the key changes in financial figures as well as the significant positive and negative factors

affecting the Company's performance. These details are provided in the Form 56-1 One Report, under Section 4: Management Discussion and Analysis (MD&A). The summary is as follows:

The Group recorded total revenue of THB 737.5 million and total operating expenses of THB 387.6 million, comprising THB 242 million in cost of services, THB 145.6 million in administrative expenses, and THB 317.3 million in expected credit loss (ECL). The Group reported a net profit of THB 2.2 million, total comprehensive income of THB 908,379, total assets of THB 3,911.3 million, and a debt-to-equity ratio of 0.13 times.

The significant changes in the financial statements are as follows:

Total revenue amounted to THB 737.5 million, a decrease of 10 percent from the previous year's revenue of THB 816.5 million, primarily due to lower income from the asset-management business.

In 2025, revenue from services and professional fees totaled THB 194.5 million, an increase of 1 percent from the prior year. Interest income from loans to non-performing assets (NPAs) amounted to THB 514.5 million, a decrease of 12 percent, driven by a slowdown in cash inflows.

Cost of services and professional fees totaled THB 242 million, a decrease of 12 percent from the previous year, mainly due to lower legal-process management expenses.

Administrative expenses amounted to THB 145.6 million, a decrease of 5 percent, resulting from lower personnel-related expenses and other service fees compared to the previous year.

Expected credit loss (ECL) expenses totaled THB 317.3 million, an increase of 27 percent from the prior year. The increase was primarily due to slower collections from non-performing assets (NPAs) and additional provisioning in response to the continued weak economic environment.

Net profit amounted to THB 2.2 million, a decrease of 97 percent from the previous year, mainly due to the higher ECL expenses.

Total comprehensive income amounted to THB 908,379, reflecting the impact of remeasurement of post-employment benefit obligations.

The Company then provided the Meeting an opportunity to ask a question or express an opinion. The questions raised by shareholders can be summarized as follows:

Ms. Chanathip Witthayakul, Shareholders' Right Protection Volunteer and proxy holder from the Thai Investors Association, submitted questions to the Company in advance. Based on the financial statements, the Company recorded expected credit loss (ECL) expenses of THB 317.58 million, a significant increase from THB 251.04 million in the previous year. She therefore inquired about the Company's proactive strategies or measures to enhance the efficiency of debtor-portfolio management and debt collection in order to reduce the level of ECL provisioning in 2026.

Ms. Waraluck Chaisuwan, Chief Financial Officer, responded that the Company has adjusted its strategies for debtor-portfolio selection and management by prioritizing investments in higher-quality assets, while simultaneously accelerating improvements in debt-collection efficiency and expediting legal processes to ensure greater speed and effectiveness. In addition, the Company has enhanced its cash-flow forecasting model and reviewed key assumptions to ensure alignment with current economic conditions. Furthermore, the Company has adopted a proactive, data-driven approach by conducting in-depth analyses of historical repayment behaviors across different debtor segments. This enables more accurate cash-flow projections, reduces estimation errors that could lead to additional ECL recognition, and ensures that provisioning more accurately reflects the underlying risk. These measures collectively help mitigate future volatility in operating performance and support more stable, sustainable financial outcomes.

Mr. Sarit Suwanmanee, shareholder attending the Meeting in person, expressed the following opinions:

- (1) The Company's debt-to-equity ratio remains at a low level compared with other companies in the same industry, some of which may already face limitations in expanding their investment in additional

debt-portfolio acquisitions. The shareholder therefore suggested that the Company consider leveraging this opportunity to increase its investment budget for acquiring additional debt portfolios.

- (2) The Company's share price has continued to decline and is currently trading significantly below its book value. The shareholder proposed that the Company consider implementing a share-repurchase program to help strengthen shareholder confidence.

Ms. Waraluck Chaisuwan, Chief Financial Officer, provided the following clarifications to the Meeting:

- (1) As of 31 December 2025, the Group's debt-to-equity ratio stood at 0.13 times, which represents a favorable position for the Group amid the still-recovering economic environment. The Company continues to evaluate potential investments in debt-portfolio acquisitions with prudence and thoroughness to ensure that such investments generate the greatest long-term benefit for the Group.
- (2) For the current year, the Company does not have a plan to implement a share-repurchase program. However, the Company continues to closely monitor and assess this matter, taking into consideration liquidity conditions, capital structure, and the best interests of shareholders.

There were no shareholders asking questions or expressing their opinions on this agenda.

The Company therefore asked the Meeting to consider and approve the statement of financial position and the statement of comprehensive income for the year ended 31 December 2025 which have been audited by the certified public accountant as detailed above.

## **Resolution**

The Meeting resolved to approve the statement of financial position and the statement of comprehensive income for the year ended 31 December 2025 which have been audited by the certified public accountant, by the majority votes of the shareholders attending the Meeting and casting their votes, with the following votes:

Approved	1,523,875,318	votes	representing	100.0000	percent
Disapproved	0	votes	representing	0.0000	percent
Abstained	0	votes	representing	-	percent
Total	1,523,875,318	votes	representing	100.0000	percent

## **Agenda 3 To consider and approve the omission of dividend payment and the allocation of the net profit as a legal reserve**

The Chairman assigned Ms. Monnira Atibaedya, Company Secretary, to present the details of this agenda to the Meeting.

Ms. Monnira Atibaedya, Company Secretary, informed the Meeting as follows:

According to the Public Limited Companies Act B.E. 2535 (1992) (as amended) together with the Company's Articles of Association, the annual dividend payment must be upon approval by a resolution of a meeting of the shareholders in the event that the Company has the profits from its performance with no accumulated loss. The Company has the policy to pay dividends to shareholders at the rate of not less than 40 percent of net profit after tax on the basis of standalone financial statements and after legal reserves as defined by the laws and the articles of association. The said rate of dividend payment may be changed. Payment of dividends is subject to the Company's financial conditions, operating results, liquidity, cash flow, working capital required for business operation and reserves for business expansion, economic conditions, conditions, and restrictions provided under relevant agreements, and other factors in relation to business operations of the Company as deemed appropriate by the Board of Directors and/or the shareholders of the Company.

The Company is also required to allocate part of its annual net profits to a reserve fund in an amount of not less than 5 percent of the annual net profits with the deduction of the amount representing the accumulated

loss carried forwards (if any) until this reserve fund reaches the amount of not less than 10 percent of the registered capital.

The Board of Directors has considered and deemed it appropriate to propose the Meeting to consider the following:

- (1) approve the omission of dividend payment for the operating results according to Company's consolidated financial statements. The Company has retained earnings as of 31 December 2025 in the amount of Baht 1,122,812,418 which the Company intends to utilize the money for investment of business expansion, purchase of the non-performing loans in the future, and for working capital to increase liquidity.
- (2) approve the allocation of the net profit for the year 2025 as a legal reserve in the amount of Baht 4,749,632.

The Company then provided the Meeting an opportunity to ask a question or express an opinion. There were no shareholders asking questions or expressing their opinions on this agenda.

The Company therefore asked the Meeting to consider and approve the omission of dividend payment and the allocation of the net profit as a legal reserve as detailed above.

## **Resolution**

The Meeting resolved to approve the omission of dividend payment and the allocation of the net profit for the year 2025 as a legal reserve in the amount of Baht 4,749,632, by the majority votes of the shareholders attending the Meeting and casting their votes, with the following votes:

Approved	1,523,875,318	votes	representing	100.0000	percent
Disapproved	0	votes	representing	0.0000	percent
Abstained	0	votes	representing	-	percent
Total	1,523,875,318	votes	representing	100.0000	percent

## **Agenda 4 To consider and approve the election of directors to replace those retired by rotation**

The Chairman assigned Ms. Monnira Atibaedy, Company Secretary, to present the details to the Meeting.

Ms. Monnira Atibaedy, Company Secretary, informed the Meeting as follows:

According to the Public Limited Companies Act B.E. 2535 (1992) (as amended) together with the Company's Articles of Association, at every Annual General Meeting of Shareholders, one-third of the directors shall be retired by rotation. The directors who retired by rotation may be re-elected.

In this Meeting, there are 3 directors who retired by rotation as follows:

- (1) Mr. Pradit Leosirikul Chairman of the Board of Directors / Independent Director / Member of Audit Committee / Member of Nomination and Remuneration Committee
- (2) Mr. Grish Attagrish Independent Director / Chairman of Audit Committee
- (3) Mrs. Wansuda Thanasaranart Chairman of Nomination and Remuneration Committee / Member of Audit Committee / Independent Director

However, Mr. Grish Attagrish has notified his intention of no re-election as the Company's director for another term due to several duties, which may affect the full performance of director's obligations. The termination of the director's position shall be on 27 April 2026 as retirement from the office at the end of the term.

The Nomination and Remuneration Committee shall consider the director's nomination and propose such nominated person to the Board of Directors for consideration. The Nomination and Remuneration Committee

shall select the person with qualification, skill and expertise according to the specified criteria and may consider re-electing the former director to resume his/her office for another term by taking into account the performance result of such director, including independence and qualifications of each independent director to ensure that such person possesses the full qualifications in accordance with the relevant laws.

Moreover, with respect to the Good Corporate Governance Principles and the Shareholders' Participation Encouragement, the Company has invited the shareholders to nominate director candidates from 17 October 2025 to 31 December 2025 which there are no nominations of director candidates for director position.

The Nomination and Remuneration Committee has considered the knowledge, capability, suitable qualifications, performance result of the directors, independence and qualifications of each independent director, and deemed it appropriate to nominate Mr. Pradit Leosirikul and Mrs. Wansuda Thanasarnart for re-election as the directors to resume their offices for another term as well as nominate Mr. Thawatchai Vorawandthanachai for election as the director to replace the director retiring by rotation, namely, Mr. Grish Attagrish. Therefore, it has proposed to the Board of Directors for consideration, approval and further proposal of the matter to the Shareholders' Meeting.

The Board of Directors (excluding the directors who have conflicts of interest) has carefully and meticulously considered and concurred with the Nomination and Remuneration Committee's recommendation. The persons nominated for director positions have been considered in accordance with the criteria and procedures specified by the Company and they possess full and appropriate qualifications under the relevant rules and regulations and in relation to the Company's business. The Board of Directors has therefore deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the re-election of Mr. Pradit Leosirikul and Mrs. Wansuda Thanasarnart who retired by rotation to resume their offices for another term, as well as approve the election of Mr. Thawatchai Vorawandthanachai as the director to replace the director retiring by rotation, namely, Mr. Grish Attagrish, who has notified his intention for no re-election as the Company's director for another term, since they have knowledge, capabilities and experiences which are suitable for and beneficial to the Company's business and also possess the full qualifications and do not have any prohibited characteristics specified by the laws on the securities and stock exchange, including the relevant rules and regulations. Moreover, the Board of Directors has considered that the persons nominated possess the full qualifications concerning the independent directors as stipulated by the relevant laws and regulations.

The profiles of the persons nominated for director position are as appeared in Enclosure 2 which was sent to the shareholders, together with the invitation letter.

Subject to the resolution of the 2026 Annual General Meeting of Shareholders approving the re-election of directors retiring by rotation and the election of the new director, the Meeting has approved the reappointment of Mr. Pradit Leosirikul and Mrs. Wansuda Thanasarnart to serve another term as members of the sub-committees and also the appointment of Mr. Thawatchai Vorawandthanachai as Chairman of the Audit Committee.

Furthermore, following the appointment of the directors, the Board of Directors shall comprise individuals who also serve on the sub-committees, as listed below.

No.	Name List	Type of Director	Position
(1)	Mr. Pradit Leosirikul	Independent Director	Chairman of the Board of Directors / Member of Audit Committee / Member of Nomination and Remuneration Committee
(2)	Mr. Thawatchai Vorawandthanachai	Independent Director	Chairman of the Audit Committee / Director
(3)	Mrs. Wansuda Thanasarnart	Independent Director	Director / Member of Audit Committee / Chairman of Nomination and Remuneration Committee
(4)	Mr. Pracha Chaisuwan	Executive Director / Authorized Director	Director / Chairman of Executive Committee /
(5)	Ms. Hathairat Kaewsarnmuang	Executive Director / Authorized Director	Director / Member of Nomination and Remuneration Committee / Member of Executive Committee / Chairman of Risk Management Committee /

			Member of Corporate Governance and Sustainable Development Committee
(6)	Ms. Waraluck Chaisuwan	Executive Director / Authorized Director	Director / Member of Executive Committee / Chairman of Corporate Governance and Sustainable Development Committee / Member of Risk Management Committee
(7)	Ms. Suthida Chaisuwan	Executive Director / Authorized Director	Director / Member of Executive Committee / Member of Risk Management Committee / Member of Corporate Governance and Sustainable Development Committee
(8)	Mrs. Jamjuree Sirovetnukul	Director	Director
(9)	Ms. Waleewan Rojjanapakdee	Director	Director

The Company then provided the Meeting an opportunity to ask a question or express an opinion. There were no shareholders asking questions or expressing their opinions on this agenda.

The Company therefore asked the Meeting to consider and approve the election of directors to replace those retiring by rotation as detailed above by electing each director individually. The shareholders were required to indicate their votes, whether approval, disapproval, or abstention in the voting system.

## **Resolution**

The Meeting resolved to approve the election of directors to replace those retired by rotation of 3 retiring directors by re-electing Mr. Pradit Leosirikul and Mrs. Wansuda Thanasaranart, who retired by rotation to resume their offices for another term; and electing Mr. Thawatchai Vorawandthanachai as the director to replace his retired by rotation, by the majority votes of the shareholders attending the Meeting and casting their votes, with the following votes:

- (1) Mr. Pradit Leosirikul Chairman of the Board of Directors / Independent Director / Member of Audit Committee / Member of Nomination and Remuneration Committee

Approved	1,523,875,318	votes	representing	100.0000	percent
Disapproved	0	votes	representing	0.0000	percent
Abstained	0	votes	representing	-	percent
Total	1,523,875,318	votes	representing	100.0000	percent

- (2) Mrs. Wansuda Thanasaranart Independent Director / Member of Audit Committee / Chairman of Nomination and Remuneration Committee

Approved	1,523,875,318	votes	representing	100.0000	percent
Disapproved	0	votes	representing	0.0000	percent
Abstained	0	votes	representing	-	percent
Total	1,523,875,318	votes	representing	100.0000	percent

- (3) Mr. Thawatchai Vorawandthanachai Independent Director / Chairman of the Audit Committee

Approved	1,523,875,318	votes	representing	100.0000	percent
Disapproved	0	votes	representing	0.0000	percent
Abstained	0	votes	representing	-	percent
Total	1,523,875,318	votes	representing	100.0000	percent

**Agenda 5 To consider and approve the determination of the directors' remuneration for the year 2026**

The Chairman assigned Ms. Monnira Atibaedya, Company Secretary, to present the details to the Meeting.

Ms. Monnira Atibaedya, Company Secretary, informed the Meeting as follows:

According to the Public Limited Companies Act B.E. 2535 (1992) (as amended) together with the Company's Articles of Association, the Company shall not pay any money or give any other property to the directors unless it is remuneration payment. The directors shall be entitled to the remuneration paid by the Company in accordance with the Company's Articles of Association or as approved by the shareholders' meeting. The shareholders' meeting may consider fixing an amount of remuneration, determining the criteria, fixing the remuneration from time to time or affecting the remuneration perpetually until it is changed.

The Nomination and Remuneration Committee shall consider the directors' remuneration by taking into account the directors' remuneration of other companies in the industry, which is similar to the Company's business and performance results, including appropriateness of the directors' duties and responsibilities together with the Company's performance results. The Nomination and Remuneration Committee shall propose to the Board of Directors to consider and further propose to the Shareholders' Meeting for consideration and approval.

The Nomination and Remuneration Committee has considered the appropriateness of the directors' duties and responsibilities, the Company's performance results and details of the comparison with other companies within the similar industry and deemed it appropriate to propose to the Board of Directors to consider and further propose to the Meeting to consider and approve the determination of the directors' remuneration for the year 2026 as per the following details:

- (1) Remuneration as meeting allowance at the same rate as the directors' remuneration for the year 2025
- (2) Remuneration as other benefits: - None -

The details of the comparison to the previous year are as follows:

Type of Director	Meeting Allowance (Baht/Meeting)		Other Benefits	
	2025	2026 (as proposed)	2025	2026 (as proposed)
Chairman of Board of Directors	25,000	25,000	- None -	- None -
Director	15,000	15,000		
Chairman of Audit Committee	25,000	25,000		
Member of Audit Committee	15,000	15,000		
Chairman of Nomination and Remuneration Committee	25,000	25,000		
Member of Nomination and Remuneration Committee	15,000	15,000		

**Remark:** The director who is the executive or employee of the Company shall not be entitled to the directors' remuneration as the Company's director and/or the member of the sub-committee

The said determination shall be in effect from the date of the resolution of the Meeting.

The Board of Directors has considered and concurred with the Nomination and Remuneration Committee's recommendation and deemed it appropriate to propose to the Meeting to consider and approve the determination of the directors' remuneration for the year 2026 at the same rate as the directors' remuneration for the year 2025.

The Company then provided the Meeting an opportunity to ask a question or express an opinion. There were no shareholders asking questions or expressing their opinions on this agenda.

The Company therefore asked the Meeting to consider and approve the determination of the directors' remuneration for the year 2026 as detailed above.

## **Resolution**

The Meeting resolved to approve the determination of the directors' remuneration for the year 2026 by the votes of not less than two-thirds (2/3) of the total number of votes of shareholders attending the Meeting, with the following votes:

Approved	1,523,875,318	votes	representing	100.0000	percent
Disapproved	0	votes	representing	0.0000	percent
Abstained	0	votes	representing	0.0000	percent
Total	1,523,875,318	votes	representing	100.0000	percent

## **Agenda 6 To consider and approve the appointment of auditor and determination of the audit fee for the year 2026**

The Chairman assigned Ms. Monnira Atibaedy, Company Secretary, to present the details to the Meeting.

Ms. Monnira Atibaedy, Company Secretary, informed the Meeting as follows:

According to the Public Limited Companies Act B.E. 2535 (1992) (as amended) together with the Company's Articles of Association, the annual general meeting of shareholders shall appoint the Company's auditor and determine the audit fee every year. In appointing an auditor, the former auditor may be re-appointed. The Company has appointed the auditor of PricewaterhouseCoopers ABAS Company Limited as the auditor of the Company and its subsidiaries from 2020 until 2025.

The Board of Directors has considered and concurred with the Audit Committee's recommendation considering the appropriateness of work quantity and performance compared to the proposed audit fee and also considered the auditor's independence, professional expertise and auditing experience, sufficient personnel, and auditing services provided to the Company. The Board of Directors deemed it appropriate to propose to the Meeting to consider and approve the appointment of the auditors of PricewaterhouseCoopers ABAS Company Limited as the Company's auditor for the year 2026 as follows:

- (1) Mr. Sa-nga Chokenitisawat Certified Public Accountant (Thailand) No. 11251; or (signing audit partner for 6 years since 2020 – 2025)
  - (2) Mr. Kan Tanthawirat Certified Public Accountant (Thailand) No. 10456; or
  - (3) Ms. Rodjanart Banyatananusard Certified Public Accountant (Thailand) No. 8435
- , which any one of them is authorized to audit and express an opinion on the Company's financial statements for the year ended 31 December 2026.

The proposed audit fee for the year 2026 of the Company shall be in the amount of Baht 2,540,000 with no other fee other than the normal audit work (non-audit fee). If there is any other work apart from the normal audit work, the Board of Directors shall have the authority to consider and determine such fee as actually incurred.

The details of the comparison to the previous year are as follows:

Type of Fee	2025	2026 (as proposed)	Increase (Decrease) (Percentage)
1. Audit fee	Baht 2,540,000	Baht 2,540,000	-
2. Other fee	- None -	- None -	-

In this connection, PricewaterhouseCoopers ABAS Company Limited and the proposed auditors have no relationship and/or interests with the Company, subsidiaries, executives, major shareholders, or other related persons which would affect the independence of their performance.

Additionally, the Company and its subsidiaries use the same audit firm. The Audit Committee and the Board of Directors shall ensure that the preparation of the financial statements shall be made in a timely manner.

The profiles of the auditor are as appeared in Enclosure 3 which was sent to the shareholders, together with the invitation letter.

The Company then provided the Meeting an opportunity to ask a question or express an opinion. There were no shareholders asking questions or expressing their opinions on this agenda.

The Company therefore asked the Meeting to consider and approve the appointment of the auditor and determination of the audit fee for the year 2026 as detailed above.

## **Resolution**

The Meeting resolved to approve the appointment of Mr. Sa-nga Chokenitisawat, Certified Public Accountant (Thailand) No. 11251, or Mr. Kan Tanthawirat, Certified Public Accountant (Thailand) No. 10456, or Ms. Rodjanart Banyatananusard, Certified Public Accountant (Thailand) No. 8435, of PricewaterhouseCoopers ABAS Company Limited as the Company's auditor for the year 2026 of which any one of them, is authorized to audit and express an opinion on the Company's financial statements for the year ended 31 December 2026; and approve the determination of the audit fee for the year 2026 in the amount of Baht 2,540,000 with no other fee other than the normal audit work (non-audit fee). If there is any other work apart from the normal audit work, the Board of Directors shall have the authority to consider and determine such fee as actually incurred, by the majority votes of the shareholders attending the Meeting and casting their votes, with the following votes:

Approved	1,523,875,318	votes	representing	100.0000	percent
Disapproved	0	votes	representing	0.0000	percent
Abstained	0	votes	representing	-	percent
Total	1,523,875,318	votes	representing	100.0000	percent

## **Agenda 7 To consider and approve the amendment to the Company's objective and amendment to the Memorandum of Association, Clause 3 (Objectives)**

The Chairman assigned Ms. Monnira Atibaedya, Company Secretary, to present the details to the Meeting.

Ms. Monnira Atibaedya, Company Secretary, informed the Meeting as follows:

To ensure that the Company's operations are carried out efficiently, in compliance with applicable laws, and in alignment with the Company's future operational plans, The Board of Directors has considered and deemed it appropriate to propose to the Shareholders' Meeting to consider and approve the amendment to the Company's objective and amendment to the Memorandum of Association, Clause 3 (Objectives) as detailed below:

<b>Original</b>	<b>Proposed Amendment</b>
Clause 14: To engage in the business of leasing, sub-leasing, and hire-purchasing of buildings, offices, and areas within office buildings for use as offices or commercial premises	Clause 14: To engage in the business of leasing, sub-leasing, hire-purchasing of and providing services for buildings, offices, and areas within and outside office buildings

Moreover, to facilitate the process of the registration, it is proposed to the Shareholders' Meeting to consider and approve the authorization of the authorized directors, including the attorney-in-fact assigned by the authorized directors to submit the application for the amendment to the Company's objective and amendment to the Memorandum of Association, Clause 3 (Objectives), to Ministry of Commerce, any revisions or modifications of application or statement in any relevant document, including but not limited to any actions as

deemed necessary and appropriate or in accordance with the recommendation or order of the registrar or officer to be compliance with the laws, regulations and interpretations of the relevant government agencies.

The said amendment shall be in effect from the date when the Company has completed the registration with the Ministry of Commerce within a period of 14 days as from the date of the resolution of the shareholders' meeting.

The Company then provided the Meeting an opportunity to ask a question or express an opinion. There were no additional shareholders asking questions or expressing their opinions on this agenda.

The Company therefore asked the Meeting to consider and approve the amendment to the Company's objective, the amendment to the Memorandum of Association, Clause 3 (Objectives) and the relevant authorization as detailed above.

## **Resolution**

The Meeting resolved to approve the amendment to the Company's objective, the amendment to the Memorandum of Association, Clause 3 (Objectives) and the relevant authorization, by the votes of not less than three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote, with the following votes:

Approved	1,523,875,318	votes	representing	100.0000	percent
Disapproved	0	votes	representing	0.0000	percent
Abstained	0	votes	representing	0.0000	percent
Total	1,523,875,318	votes	representing	100.0000	percent

## **Agenda 8 To consider other matters (if any)**

There were no additional agenda items proposed by the shareholders.

The Company then provided the Meeting an opportunity to ask a question or express an opinion. The questions raised by shareholder can be summarized as follows:

Mr. Rakkiat Thaiaporn, shareholder attending the Meeting in person, raised the following questions:

- (1) The Company's cash-collection target for the current year, including the investment target and budget for acquiring additional debt portfolios.
- (2) The cash-collection performance before and after the war situation, as well as a comparison with the Company's projections to determine whether the actual collections were above or below expectations.

Ms. Waraluck Chaisuwan, Chief Financial Officer, provided the following clarifications to the Meeting:

- (1) For 2026, the Group has set an investment budget of THB 300 million for the acquisition of additional debt portfolios. The cash-collection target for the year is expected to grow at a single-digit rate, in line with prevailing economic conditions and the Company's prudent approach to managing the quality of its debt portfolios.
- (2) Regarding the impact of the war situation, overall cash collections were affected to some extent, with post-war collections coming in slightly below expectations. Nevertheless, the Company has been closely monitoring the situation and continuously adjusting its collection strategies to ensure appropriateness and effectiveness.

There were no additional shareholders asking questions or expressing their opinions.

The Chairman therefore thanked all shareholders for attending the Meeting and declared the Meeting adjourned at 15.28 hrs.

*- signature -*

(Mr. Pradit Leosirikul)  
Chairman of Meeting

*- signature -*

(Ms. Monnira Atibaedya)  
Company Secretary