

Minutes of the 2023 Annual General Meeting of Shareholders

Mitsib Leasing PCL.

Time and Venue

The meeting was held on Friday, April 21, 2023 at 1:00 PM. Format of the meeting via electronic media (E-AGM)

Board of Directors:

1.	Dr. Kitti	Yongsanguanchai	Chairman
2.	Mr. Pongchai	Kasemthawisak	Independent Director and Audit Committee
3.	Mr.Singhachai	Boonyayothin	Independent Director and Audit Committee
4.	Mr. Nithiphat	Yongsanguanchai	Director
5.	Mr. Nutch	Yongsanguanchai	Director
6.	Mr. Nithat	Yongsanguanchai	Director
7.	Mr. Atsadang	Srisuphaphan	Independent Director and Audit Committee

Because Khun Atsadang Srisupornphan has submitted a resignation from being Independent Director/ Audit Committee to the Board of Directors on September 1, 2022 due to health problems As a result, the current Board of Directors consisted of 8 directors who attended the meeting for all 8 persons, representing 100% of the total number of 9 directors, thus forming a quorum. The Board of Directors is in the process of recruiting directors who are qualified and meet the requirements of the Company. Once the selection process is completed, the Company will proceed to notify the shareholders through the information dissemination channel of the Stock Exchange of Thailand.

Director attending the meeting via electronic media

1.	Asst. Prof. Saran	Chookhiatti	Independent Director/ Chairman of Audit Committee
2.	Mr. Athasit	Mungmee	Director

Executives attending the meeting of the conference room live

1.	Mr.Worakit	Siramethadet	Assistant Chief Executive Officer
2.	Miss.Branch	Wannarat	Retaining Director of Accounting and Finance
3.	Mr.Ronnachai	Rujiviphat	Chief support officer

The executives of the subsidiary's meeting room were broadcasted live.

1.	Mr. Assawin	Na Nakorn	Branch Director, Mitsib Sek Ngern Co., Ltd.
2.	Mr.Tinnapop	Yongsanguanchai	Operations Director, Mitsib Sek Ngern Co., Ltd.
3.	Mr.Jirayu	Yongsanguanchai	General manager Best Car Center Co., Ltd.

The auditor from KPMG Phoomchai Audit Co., Ltd. attended the meeting via electronic media.

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|----|---------------|------------------|---|
| 1. | Ms. Pantip | Kulsantithamrong | Certified Public Accountant Registration No. 4208 |
| 2. | Ms. Nichapat | Durongwattana | |
| 3. | Mr. Suphalert | Raksaphonsawan | |

Before the meeting begins

Mitsib Leasing Public Company Limited (“Company”) by Ms. Warunee Nonthasri Company Secretary (“The meeting moderator”) welcomed the shareholders. and attendees attending the 2023 Annual General Meeting of Shareholders and informing the 2023 Annual General Meeting of Shareholders (“the Meeting”) that the Company will record broadcast images and sounds in this meeting for recording and preparation of meeting minutes management of the meeting, etc. All shareholders can study the details in the Privacy Notice for the 2023 Annual General Meeting of Shareholders of the Company in the attachment attached to the invitation letter. And at the company's website

The Company has fixed the list of shareholders who are entitled to attend the Annual General Meeting of Shareholders (Record Date) on March 17, 2023 to consider various matters. As specified in the meeting invitation letter

In this regard, the Company hired OJ International Co., Ltd. to arrange this Annual General Meeting of Shareholders. In order to comply with the rules prescribed by law and comply with the meeting control system with information system security, such as the collection of electronic traffic data of all attendees as evidence of attending the meeting according to announcements or criteria of relevant agencies or laws

In order for the meeting to be in accordance with the principles of good corporate governance in terms of voting through electronic media. Shareholders and proxies must comply with the rules and conditions set by the company. For electronic voting methods and how to ask questions or comment can be done as follows:

1. Since this meeting is a meeting via electronic media. Therefore, there was no printing of voting cards for attendees.
2. The meeting will consider various matters. according to the agenda specified in the meeting invitation letter. Information on each agenda item will be presented and shareholders will be given an opportunity to ask questions before voting and will announce the voting results to the meeting when the votes are counted for that agenda. finished in order
3. voting at the meeting Every shareholder has votes equal to the number of shares he holds where 1 share = 1 vote.
4. vote counting The Company will subtract the votes of disapproval and abstention from the total number of votes of shareholders attending the meeting and having the right to vote. and the remainder shall be regarded as votes in agreement. according to the proposed agenda
5. The votes of the number of shareholders in each agenda may not be equal. Since shareholders and proxies gradually enter the meeting room, therefore, the number of attendees in each agenda may change.

6. to vote Shareholders are requested to go to the E-Voting window tab to vote for each agenda within the specified time (1 minute). You can do this by pressing to select a new score again. If the agenda has already been closed for voting Shareholders will not be able to vote. or change the vote
7. The system will collect points. By counting the total votes from those who voted through E-Voting and those who voted in advance through proxy documents for independent directors and attendees in the system.

Now, I would like to inform the shareholders that today's meeting is in accordance with the resolution of the Board of Directors No.1/2023 held on February 24, 2023 to consider various matters. as specified in the meeting invitation letter The company has informed the date to determine the list of shareholders. Persons entitled to attend the meeting or Record Date on March 17, 2023

The Chairman welcomed and opened the Annual General Meeting of Shareholders of the Company for the year 2023 in order to comply with the principles of good corporate governance of listed companies (CG Code), MitSib Leasing Public Company Limited (the Company). Realize the importance of shareholders and to be treated equally. Thus, minority shareholders were given the opportunity to participate in proposing the agenda of the 2023 Annual General Meeting of Shareholders between 1 November 2022 - 31 December 2022 via the news system of the Stock Exchange of Thailand. and published on the Company's website As a result, there was no shareholder proposing an agenda for the meeting.

The Chairman closed the registration for the Annual General Meeting of Shareholders. And would like to inform today that there are 20 shareholders attending the meeting in person via electronic media, holding a total of 148,555,749 shares, 25 proxies holding a total of 319,451,592 shares, holding a total of 45 persons, holding a total of 468,007,341 shares, representing 62.3698 percent of the total issued shares of 750,347,357 shares, constituting a quorum. The 2023 Annual General Meeting of Shareholders has considered and resolved each agenda as follows:

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

The Chairman informed the meeting that this agenda was to consider and certify the minutes of the 2022 Annual General Meeting of Shareholders held on April 22, 2022, which the Company had prepared. and submit a copy of the said meeting minutes to the Ministry of Commerce within the period specified by law. The details appear in Enclosure 1, which the Company has already sent to all shareholders this time.

In this regard, the Board of Directors considers that it is appropriate to propose the meeting to consider certifying the minutes of the 2022 Annual General Meeting of Shareholders, which the Board of Directors views that the report has been recorded correctly. Therefore proposed the meeting to certify the minutes of the said meeting.

The Chairman gave an opportunity for shareholders or proxies who attended the meeting to express their opinions and ask questions about this agenda. There were no shareholders or proxies who attended the meeting to ask questions and make additional suggestions on this agenda.

The Chairman asked the meeting to approve the minutes of the 2022 Annual General Meeting of Shareholders held on April 22, 2022..

Resolution of the meeting The meeting considered Resolved to certify the Minutes of the 2022 Annual General Meeting of Shareholders held on April 22, 2022 as the Chairman offer everything with the following votes:

Total shareholders attending the meeting in this agenda 468,007,341 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	468,007,341	100
Disapproved	0	0
Abstained	0	
Total number of shareholders 45 persons, representing a total of 468,007,341 votes.		

Note: This agenda must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.

Agenda 2 To consider and acknowledge the Company's operating results for the accounting period ended 31 December 2022

The Chairman informed the meeting that the Company had summarized the past operating results. and significant changes that occurred in the year 2022, details of which appear in the 2022 Annual Report and the statement of financial position. and statement of comprehensive income for the accounting period ended December 31, 2022 and the auditor's report in QR Code format as per Attachment 2 which appears in the invitation letter sent to all shareholders.

The Chairman asked Mr. Nitiphat Yongsanguanchai, the position of Chief Executive Officer, to Explain to the meeting the details of this agenda to the meeting.

Mr. Nitiphat Yongsanguanchai presented details to the meeting as follows:

Currently, the group MitSib Leasing Public Company Limited operates a variety of services, comprising 1. Hire-purchase loans for public vehicles and commercial vehicles 2. Personal loans with collateral 3. Selling public vehicles 4. Providing insurance services (both non-life insurance and life insurance) all of this is to facilitate the complete range of customers.

Performance of the MitSib Group in the past year 2022, the company has released new loans. The total amount is 629 million baht, divided into hire purchase loans of 344 million baht, or 55 percent, and other loans, 285 million baht, or 45 percent.

The company sets a strategy for lending. in the form of hire-purchase to decrease, but increase the release of personal loans with more collateral. Compared to 2021, hire purchase loans decreased by 76 million, but on the other hand, loans with other types of collateral increased by 85 million. In the amount of 1,520 million baht, of which 1,135 million baht is hire-purchase receivables, or 75 percent, and other loan receivables, 385 million baht, or 25 percent.

The Company has credit-impaired assets or NPLs. In the amount of 40 million baht, divided into credit-impaired assets in the form of hire-purchase loans in the amount of 35 million baht, representing 88% with an NPL ratio of 3.13% and credit-impaired assets. Other loans amounting to 5 million baht, representing 12%, with an NPL ratio of 1.24%

The company has set up an allowance for the expected credit losses of accounts receivable. The total amount is 52 million baht, divided into allowance for expected losses in hire purchase loans. In the amount of 47 million baht, representing 90 percent and the allowance for expected losses in other loans, 5 million baht or 10 percent, compared to the year 2021, the allowance for hire purchase loans increased by 9 million baht. And allowance for other loans increased by 2 million baht in order to strengthen the reserve.

Performance For the year ended December 31, 2022, the Group's operating profit was 21 million baht, an increase of 8 million baht from the previous year.

Total income was 495 million baht, decreased by 61 million baht due to Decreased sales revenue but other income increased from the lending of affiliated companies

Total expenses amounted to 474 million baht, a decrease of 69 million baht, due to cost of sales and distribution costs that varied with the decrease in car sales.

Administrative expenses increased. This is mainly due to the perceived loss of confiscation of public vehicles.

Financial Status at the end of 2022

Total assets amounted to 1,589 million baht, an increase of 15 million baht.

Total liabilities amounted to 850 million baht, an increase of 5 million baht from the previous year.

Shareholders' equity amounted to 739 million baht, an increase of 10 million baht from the operating results for the year. 2022 was a profit of 21 million baht and paid dividends from the operating results of 2021 in the amount of 11 million baht.

The D/E Ratio is 1.15 times.

The D/E Ratio is debt compared to capital. If in the financial industry, it is usually only around 3-4, indicating that MitSib still has the potential to find funds to support in the future.

As for the goals in 2023, from the overall situation is better, Mitsib will expand the credit portfolio. To increase both ways in the form of hire-purchase even more by emphasizing more and more commercial transport vehicles so that the ratio of public vehicles and commercial vehicles is similar in proportion to reduce the risk and dependency from one-sided loans

As for personal loans with collateral, Mitsib will expand branches and increase the credit portfolio to grow indefinitely.

Resolution of the Meeting Acknowledge the Company's operating results

Agenda 3 To consider and approve the Company's financial statements for the accounting period ended 31 December 2022

The Chairman informed the meeting that the Company prepared financial statements and the Company's comprehensive income statement along with the auditor's report for the accounting period ending December 31, 2022, as detailed in the 2023 Annual Report, which the Company has sent to all shareholders in the form of QR Code as per Attachment 2.

The Chairman asked Miss Banchuen Wannarach, the position of Acting Director of Accounting and Finance. Explain to the meeting the details of this agenda to the meeting.

Miss Banchuen Wannarach Clarify the details to the meeting as follows:

According to the laws and regulations of the company, the balance sheet and profit and loss statement must be prepared at the end of the accounting year. to be proposed to the annual general meeting of shareholders for approval. statement of financial position Statement of Comprehensive Income and Notes to Financial Statements For the accounting period ended December 31, 2022 of the Group Reviewed by the Audit Committee Including being approved by the Board of Directors. and audited by a certified public accountant The auditor has commented that it is correct as it should be in accordance with financial reporting standards. Details of the financial statements appear in the Annual Report 2022, page 134-223, which can be summarized in the table shown on the screen as follows:

งบการเงิน ณ วันที่ 31 ธันวาคม	2565	2564	เปลี่ยนแปลง	%
สินทรัพย์รวม	1,589	1,574	15	0.95%
หนี้สินรวม	850	845	5	0.59%
ส่วนของผู้ถือหุ้น	739	729	10	1.37%
รายได้รวม	495	556	(61)	(10.98%)
ค่าใช้จ่ายรวม	474	543	(69)	(12.71%)
กำไรสุทธิ	21	13	8	61.54%
กำไรต่อหุ้น (บาท)	0.029	0.017		

The performance of the Group of Companies in 2022 as presented in Agenda 2 affects the financial position and performance of the Group of Companies in 2022 as follows:

Total assets amounted to 1,589 million baht, an increase of 15 million baht.

Total liabilities amounted to 850 million baht, an increase of 5 million baht.

Shareholders' equity amounted to 739 million baht, an increase of 10 million baht.

Total income amounted to 495 million baht, a decrease of 61 million baht.

Total expenses amounted to 474 million baht, a decrease of 69 million baht.

Net profit amounted to 21 million baht, an increase of 8 million baht.

Earnings per share amounted to 0.029 baht.

The Chairman gave shareholders an opportunity to or the proxies who attended the meeting expressed their opinions and asked additional questions about this agenda. There were no shareholders or proxies who attended the meeting to inquire and make additional suggestions on this agenda.

The Chairman asked the meeting to approve the Company's financial statements. For the accounting period ending December 31, 2023 which has been audited by a certified public accountant.

Resolution The meeting has considered and resolved to approve the Company's financial statements. For the accounting period ending December 31, 2022 audited by a certified public accountant. According to the Chairman offer everything with the following votes:

Total shareholders attending the meeting in this agenda 468,007,341 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	468,007,341	100
Disapproved	0	0
Abstained	0	
Total number of shareholders 45 persons, representing a total of 468,007,341 votes.		

Note: This agenda must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.

Agenda 4. To consider and approve the allocation of net profit as legal reserve and dividend payment for the year 2022 operating results.

The Chairman clarified that this agenda was an agenda for approving the allocation of net profit as a legal reserve fund and dividend payment for the Company's operating results for the year 2022. Explain to the meeting the details of this agenda to the meeting.

Miss Banchuen Wannarat clarified to the meeting that According to the company's regulations Determine that the Annual General Meeting of Shareholders will consider the allocation of profits. And require the company to allocate part of the annual net profit as a reserve fund of not less than 5 percent of net profit until the reserve becomes effective at not less than 10 percent of the registered capital. The company It has a policy to pay dividends at the rate of not less than 40% of net profit after corporate income tax.

The company intends to allocate legal reserves. And pay dividends from the company's operating results and retained earnings. For the accounting period ending December 31, 2022 as follows:

MitSib Leasing Public Company Limited has a net profit of 4,359,708 baht. Consider approving net profit allocation As a legal reserve in the amount of 217,985 baht, which is 5% of the net profit for the year 2023, including accumulated legal reserves. The total amount is 17,621,769 baht, or 4.70 percent of the registered capital of 375 million baht.

The company pays dividends for the operating results of the fiscal year 2023 from net profit and retained earnings. The number of ordinary shares entitled to receive dividends is 750,374,357 shares, with stock dividends paid. details as follows

1. Dividend payment is the company's ordinary shares. to shareholders at the rate of 20 existing shares per 1 stock dividend, totaling 37,518,718 shares at a par value of 0.50 baht per share, total value not exceeding 18,759,359 baht or equivalent to a dividend payment of 0.02500 baht per share in case of fraction of shares from the calculation of the stock dividend allocation The company will cut off such shares. and paid compensation in cash to that shareholder at the rate of 0.02500 baht per share.

2. Cash dividend payment at the rate of 0.002777777778 baht per share or the amount not exceeding 2,084,373.21 baht (to support withholding tax at the rate 10 percent of the income under Section 50 (2)(Jor) of the Revenue Code to the recipient The reason for adjusting the cash dividend payout ratio is because the cash dividend stock ratio is too low. which is insufficient to pay the withholding tax to the shareholders.

The dividend Including the dividend payment in items (b) and (c) at the rate of 0.027777777778 baht per share or equivalent to 20,843,732.21 baht and all dividends will be subject to withholding tax at the rate required by law. to shareholders who are entitled to receive dividends within May 19, 2023

The Chairman asked the Meeting to approve the profit allocation for the Company's operating results. For the accounting period ending December 31, 2022, it is a legal reserve. and dividend payment for the Company's performance For the accounting period ending December 31, 2022

Resolution The meeting has considered and resolved to approve the allocation of net profit as legal reserve and dividend payment for the year 2022 as legal reserve. and dividend payment in the form of ordinary shares for the Company's operating results. with the following votes:

Total shareholders attending the meeting in this agenda 468,007,341 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	468,007,341	100
Disapproved	0	0
Abstained	0	
Total number of shareholders 45 persons, representing a total of 468,007,341 votes.		

Note: This agenda must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.

Agenda 5: To consider and approve the reduction of the Company's registered capital In the part that cannot be allocated for stock dividend payment and amendment to Clause 4 of the Memorandum of Association (regarding registered capital) of the Company

The Chairman clarified that this agenda was an agenda to consider approving the reduction of the Company's registered capital. In the part that cannot be allocated for stock dividend payment and amendment to Clause 4 of the Company's Memorandum of Association (regarding registered capital) in this agenda, Ms. Warunee Nonthasri, Company Secretary, Explain to the meeting the details of this agenda to the meeting.

Miss Warunee Nonthasri Company Secretary clarified to the meeting that According to Section 140 of the Public Limited Companies Act (including any amendments), the meeting of shareholders may pass a resolution to reduce the capital by cutting off registered shares that have not been sold or have not been sold. Within 14 days from the date of the meeting's resolution Therefore, it is necessary to reduce the registered capital of the company in the amount of 136 baht from the original registered capital of 375,187,314.50 baht to 375,187,178.50 baht by canceling the registered unsold or unissued shares of the Company, which are 272 ordinary shares, at par value of 0.50 baht per share.

However, in reducing the registered capital as mentioned above There must be an amendment to Clause 4 of the Company's Memorandum of Association regarding the registered capital. To be in line with the reduction of registered capital as follows:

Original Text

Clause 4	Registered Capital	375,187,314.50	Baht	(Three hundred seventy-five million one hundred eighty-seven thousand one hundred seventy-eight baht and fifty satang)
	Consist of	750,374,629	Share	(Seven hundred and fifty million, three hundred and seventy-four thousand, six hundred and twenty-nine shares.)
	Par Value	0.50	Baht	(fifty satang)
	Divided into			
	Ordinaru Share	750,374,629	Share	(Seven hundred and fifty million, three hundred and seventy-four thousand, six hundred and twenty-nine shares.)
	Preferred Share	-	Share	-

Amend the Memorandum of Association to
New Message

Clause 4	Registered Capital	375,187,178.50	Baht	(Three hundred seventy-five million one hundred eighty-seven thousand one hundred seventy-eight baht and fifty satang)
	Consist of	750,374,357	Share	(Seven hundred fifty million three hundred seventy-four thousand three hundred fifty-seven shares.)
	Par Value	0.50	Baht	(fifty satang)
	Divided into			
	Ordinaru Share	750,374,357	Share	(Seven hundred fifty million three hundred seventy-four thousand three hundred fifty-seven shares.)
	Preferred Share	-	Share	-

The Chairman gave shareholders an opportunity to or the proxies who attended the meeting expressed their opinions and asked additional questions about this agenda. There were no shareholders or proxies who attended the meeting to inquire and make additional suggestions on this agenda.

The Chairman asked the shareholders' meeting to approve the reduction of the Company's registered capital. In the part that cannot be allocated for stock dividend payment and amendment to Clause 4 of the Memorandum of Association (regarding registered capital) of the Company

Resolution The meeting has considered and resolved to approve the reduction of the Company's registered capital. For the part that cannot be allocated for stock dividend payment and amendment to Clause 4 of the Memorandum of Association (regarding registered capital) of the Company with the following votes:

In this agenda, 1 additional shareholder registered to attend the meeting totaling 200 shares.

Total shareholders attending the meeting in this agenda 468,007,541 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	468,007,541	100
Disapproved	0	0
Abstained	0	
Total number of shareholders 46 persons, representing a total of 468,007,541 votes.		

Note: this agenda must be approved by a vote of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 6 To consider increasing the registered capital and to amend Clause 4 of the Company's Memorandum of Association (regarding registered capital) of the Company to be in line with the increase of registered capital

The Chairman explained that this agenda was for consideration of increasing the registered capital. and to amend Clause 4 of the Company's Memorandum of Association (regarding registered capital) of the Company to be in line with the increase of registered capital In this agenda, Ms. Warunee Nonthasri, Company Secretary, Explain to the meeting the details of this agenda to the meeting.

Miss Warunee Nonthasri Company Secretary clarified to the meeting that Continuing to Agenda 4, which had to consider and approve the stock dividend payment to existing shareholders of the Company at the rate of 20 existing shares per 1 stock dividend, totaling 37,518,718 shares at a par value of 0.50 baht per share, total value. Not more than 18,759,359 baht or equivalent to the value of the dividend payment of 0.02500 baht per share to support the stock dividend payment. The details about the capital increase of the company. Appears according to the capital increase report form (F 53-4) Attachment 3 and in order to be consistent with the increase of the Company's registered capital. To be in line with the said capital increase Therefore, it is proposed to the Annual General Meeting of Shareholders to consider and approve the capital increase and allocation of the newly issued ordinary shares of the Company. And amending the Memorandum of Association, Clause 4. By canceling the original message and use the following message:

Original Text

Clause 4	Registered Capital	375,187,178.50	Baht	(Three hundred seventy-five million one hundred eighty-seven thousand one hundred seventy-eight baht and fifty satang)
	Consist of	750,374,357	Share	(Seven hundred fifty million three hundred seventy-four thousand three hundred fifty-seven shares.)
	Par Value	0.50	Baht	(fifty satang)
	Divided into			
	Ordinaru Share	750,374,357	Share	(Seven hundred fifty million three hundred seventy-four thousand three hundred fifty-seven shares.)
	Preferred Share	-	Share	-

Amend the Memorandum of Association to
New Message

Clause 4	Registered Capital	393,946,537.50	Baht	(Three hundred and ninety-three million five hundred and thirty-six thousand five hundred and thirty-seven baht fifty satangs)
	Consist of	787,893, 075	Share	(Seven hundred and eighty-seven million eight hundred and ninety- Three thousand seventy-five shares.)
	Par Value	0.50	Baht	(fifty satang)
	Divided into			
	Ordinaru Share	787,893, 075	Share	(Seven hundred and eighty-seven million eight hundred and ninety- Three thousand seventy-five shares.)
	Preferred Share	-	Share	-

The Chairman gave shareholders an opportunity to or the proxies who attended the meeting expressed their opinions and asked additional questions about this agenda. There were no shareholders or proxies who attended the meeting to inquire and make additional suggestions on this agenda.

The Chairman then asked the shareholders' meeting to approve the consideration of increasing the registered capital. And to amend Clause 4 of the Company's Memorandum of Association (regarding registered capital) of the Company to be in line with the increase of registered capital

Resolution of the meeting The meeting approved the reduction of the Company's registered capital. For the part that cannot be allocated for stock dividend payment and amendment to Clause 4 of the Memorandum of Association (regarding registered capital) of the Company with the following votes:

Total shareholders attending the meeting in this agenda 468,007,541 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	468,007,541	100
Disapproved	0	0
Abstained	0	
Total number of shareholders 46 persons, representing a total of 468,007,541 votes.		

Note: this agenda must be approved by a vote of not less than three-fourths (3/4) of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 7 To consider and approve the appointment of the auditor and determine the audit fee for the year 2023

The Chairman clarified that this agenda is an agenda to consider and approve the appointment of the auditor and determine the audit fee for the year 2023. In this agenda, I would like to invite Assoc. Explain to the meeting the details of this agenda to the meeting.

Assoc. Prof. Saran Chookhiatti Chairman of the Audit Committee clarified to the meeting that In order to comply with Section 120 of the Public Company Limited Act and Article 37 of the Company's Articles of Association, which stipulates that the annual general meeting of shareholders elect auditors. And determine the remuneration of the Company's auditor every year by appointing an auditor, the same auditor may be reappointed. In addition, according to the announcement of the Securities and Exchange Commission ("SEC"), listed companies must rotate auditors. If the former auditor performs audit duties and express opinions on the Company's financial statements.

For the selection of the Company's auditor for the year 2023, the Audit Committee has selected the auditor based on performance, experience, readiness of personnel. Having acceptable performance standards independence and the audit fee proposed by the auditor and deemed it appropriate to consider changing the auditor from KPMG Phoomchai Audit Ltd. (the former auditor) to be EY Office Limited (the auditor new accountant) is the Company's auditor. Due to the price comparison, EY Office Company Limited offers a more suitable price. By having one of the following auditors Authorized to audit and sign the audit report of the Company for 3 persons as follows:

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|------------------|------------|--------------------------------|
| 1. Miss SARANYA | PLUDSRI | C.P.A Registration No. 6768 or |
| 2. Miss SOMJAI | KHUNAPASUT | C.P.A Registration No. 4499 or |
| 3. Miss WANWILAI | PHETSANG | C.P.A Registration No. 5315 |

In case of necessity that the aforementioned auditors are unable to perform their duties, EY Office Limited (EY) may assign another suitable auditor to perform their duties instead.

whereby EY Office Company Limited (EY) and the proposed auditor No relationship and interest with the Company, subsidiaries, executives, major shareholders or those related to such persons in any way therefore being independent in auditing Including being an auditor who performs duties not exceeding the period specified by the SEC Office.

In this regard, the Audit Committee has deemed it appropriate to propose that the Company's auditor's remuneration be fixed. And its subsidiaries for the year 2023 in the amount of 2,500,000 baht (two million and five hundred thousand baht only), excluding other service fees (Out of pocket expenses).

The Chairman gave shareholders an opportunity to or proxies attending the meeting expressing their opinions and asking additional questions about this agenda; none of the shareholders or proxies attending the meeting asked questions and provided additional suggestions on this agenda.

Therefore, the Chairman requested the meeting to approve the appointment of the auditor and determine the audit fee for the year 2023.

Resolution the meeting has consideration the Meeting resolved to approve the appointment of a new auditor, EY Office Limited (EY), as the Company's auditor. By assigning one of the auditors to have the power to audit and express opinions

on the financial statements. Including having the authority to sign the audit report of the Company and its subsidiaries. And consider approving the auditor's remuneration Combined with subsidiaries In the amount of 2,500,000 baht (two million and five hundred thousand baht only) excluding out of pocket expenses as proposed in all respects. With the following votes:

Total shareholders attending the meeting in this agenda 468,007,541 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	468,007,541	100
Disapproved	0	0
Abstained	0	
Total number of shareholders 46 persons, representing a total of 468,007,541 votes.		

Note: This agenda must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.

Agenda 8 To consider and approve the election of directors to replace directors who retire by rotation

The Chairman clarified that this agenda was an agenda for considering and approving the election of directors to replace those who had to retire by rotation. In this agenda, I would like to invite Mr. Pongchai Kasemtaweesak Chairman of the Nomination and Remuneration Committee Explain to the meeting the details of this agenda to the meeting.

Mr. Pongchai Kasemtaweesak Chairman of the Nomination and Remuneration Committee clarification to the meeting According to Section 71 of the Public Company Limited Act B.E. One-third (1/3) of the directors must retire from office at that time. If the number of directors cannot be divided exactly into three parts then retire by the number closest to one-third (1/3) of the directors who must retire by rotation And in order to comply with the good corporate governance principles of listed companies, the Company allows shareholders the right to propose matters to be included in the meeting agenda and nominate persons to be considered and elected as the company's directors. At the 2023 Annual General Meeting of Shareholders from November 1, 2022 – December 31, 2022 via the news system of the Stock Exchange of Thailand and published on the Company's website As a result, no shareholder nominated.

The Nomination and Remuneration Committee has considered suitability, qualifications, qualifications and experience professional expertise All 3 of the directors who are due to retire by rotation have passed through the screening process and careful consideration of the Board of Directors that the nominated candidates are qualified. And does not have prohibited characteristics under the law on public companies as well as being fully qualified according to the requirements of the Securities and Exchange Commission.

In addition, additional consideration was given to the qualifications and performance of duties of independent directors and audit committee members. According to the relevant announcements of the Capital Market Supervisory Board Assoc. Prof. Sarun Chookhiatti an independent director, has all the qualifications required to be an independent director in accordance with relevant announcements and criteria. They also have experience and expertise in specific fields. which

is extremely beneficial to the Company's business meetings as well as being able to express their opinions and give suggestions about the operation of the company freely There are 3 directors who will be retired by rotation at the 2023 Annual General Meeting of Shareholders as follows:

Information on the company's securities holdings

List of Directors	Category	note
1. Assoc. Prof. Sarun Chookhiatti	Independent Director/Chairman of the Audit Committee/Chairman of the Risk Management Committee	Propose to re-serve as a director for another term.
2. Mr. Attasit Mungmee	Director	Propose to re-serve as a director for another term.
3. Mr. Nutchai Yongsanguanchai	Director/Member of the Nomination and Remuneration Committee	Propose to re-serve as a director for another term.

The Chairman gave an opportunity for shareholders or proxies who attended the meeting to express their opinions and ask questions about this agenda. There were interrogators who summarized the essence as follows:

The Chairman asked if there were shareholders or any proxies wishing to inquire or comment again when there are no shareholders or the proxies wish to inquire or comment again He therefore asked the meeting to approve the election of directors to replace those who retired by rotation in 2023.

Resolution the meeting has consideration the Meeting resolved to approve the re-election of 3 directors to replace the directors who had to retire by rotation for another term. As proposed in all respects with the following votes:

1. Approved the appointment of Assoc. Prof. Sarun Chookhiatti as Independent Director/Chairman of Audit Committee/Chairman of Risk Management Committee back in office for another term Summary of voting results as follows:

Total shareholders attending the meeting in this agenda 468,007,541 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	468,007,541	100
Disapproved	0	0
Abstained	0	
Total number of shareholders 46 persons, representing a total of 468,007,541 votes.		

2. Approved the appointment of Mr. Attasit Mungmee is a re-elected director. Without counting the number of shares of interested directors as the basis for counting votes, totaling 14,062,499 shares, the voting results can be summarized as follows:

Total shareholders attending the meeting in this agenda 453,945,042 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	453,945,042	100
Disapproved	0	0
Abstained	0	
Total of 46 shareholders attended the meeting, representing a total of 453,945,042 votes (excluding the votes of the interested directors as the basis for counting votes, 14,062,499 votes)		

3. Approved the appointment of Mr. Nutchua Yongsanguanchai as Director/Deputy Chief Executive Officer/ Nomination and Remuneration Committee back in office for another term without counting the number of shares of interested directors as the base for counting votes, number of shares 13,781,250 summarized the voting results as follows:

Total shareholders attending the meeting in this agenda 454,226,291 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	454,226,291	100
Disapproved	0	0
Abstained	0	
Total of 46 shareholders attended the meeting, representing a total of 454,226,291 votes (excluding the votes of the interested directors as the basis for counting votes,13,781,250 votes)		

Note: This agenda must be approved by a majority vote of the total number of votes of shareholders attending the meeting and casting their votes.

Agenda 9 To consider and approve the determination of directors' remuneration and the Company's sub-committees for the year 2023.

The Chairman informed that this agenda was to approve the directors' remuneration for the year 2023 and asked Mr. Pongchai Kasemtaweesak to Chairman of the Nomination and Remuneration Committee Explain to the meeting the details of this agenda.

Mr. Pongchai Kasemtaweesak Elucidated to the meeting that for the year 2023, the Nomination and Remuneration Committee had considered the remuneration for the Board of Directors. And sub-committees of the Company By taking into account the appropriateness of duties and responsibilities of directors and companies in the same industry, as well as taking into account the operating results and business size of the company. For more appropriateness, it was deemed appropriate to propose to the Board of Directors to consider and propose to the meeting the determination of remuneration

for directors. And various sub-committees for the year 2023 in the amount not exceeding 2,000,000 baht (two million baht) and clarified the details of monetary remuneration as follows

1. Monetary remuneration consists of:

- (1) Directors and independent directors will receive remuneration in the form of meeting allowances. The executive director will receive only compensation in the form of salary, bonus and provident fund for employees.
- (2) Board of Directors and Sub-Committees Remuneration the details are as follows.
 - (2.1) Board of Directors
 - Chairman of the Board of Director at THB 40,000 /attendance
 - Director at THB 25,000 /person/attendance
 - (2.2) Audit Committee
 - Chairman at THB 30,000 /attendance
 - Director at THB 20,000 /person/attendance
 - (2.3) Risk Management Committee
 - Chairman at THB 30,000 /attendance
 - Committee at THB 20,000 /person/attendance
 - (2.4) Nomination and Renumeration) shall receive for each time the meeting.
 - Chairman at THB 30,000 /attendance
 - Committee at THB 20,000 /person/attendance

2. Remuneration that is other benefits

- The company does not pay any other benefits to directors.

Comparisons of remuneration of directors and sub-committees

Board of Directors	2022 Baht/meeting time	2023 (Proposed year) Baht/meeting time
● Annual General Meeting of Shareholders/Extraordinary General Meeting of Shareholders		
Chairman	40,000	40,000
Director	25,000	25,000
● Board of Directors		
Chairman	40,000	40,000
Director	25,000	25,000
● Audit Committee		
Chairman	30,000	30,000
Director	20,000	20,000

Board of Directors	2022 Baht/meeting time	2023 (Proposed year) Baht/meeting time
● <u>Risk Management Committee</u>		
Chairman	30,000	30,000
Director	20,000	20,000
● <u>Nomination and Remuneration Committee</u>		
Chairman	30,000	30,000
Director	20,000	20,000

The Chairman gave shareholders an opportunity to or the proxies who attended the meeting expressed their opinions and asked additional questions about this agenda. There were no shareholders or proxies who attended the meeting to inquire and make additional suggestions on this agenda.

The Chairman asked the Meeting of Shareholders to approve the determination of remuneration for directors. and sub-committees of the Company Year 2023

Resolution the meeting has consideration the meeting resolved to approve the remuneration for the Board of Directors. and sub-committees of the Company for the year 2023 in total not exceeding 2,000,000 baht, proposed in all respects with the following votes:

The vote counting does not include the number of shares held by interested directors as the vote counting base. There are 2 persons

1. Mr.Nithat Yongsanguanchai of shares 25,312,499 shares and
2. Mr. Nutch Yongsanguanchai of shares 14,062,499 shares

Total shareholders attending the meeting in this agenda 428,632,543 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	428,632,543	100
Disapproved	0	0
Abstained	0	
Total of 46 shareholders, representing a total of 428,632,543 votes (excluding the votes of the interested directors as the basis for counting votes, 39,374,998 votes).		

Note: this agenda must be approved by a vote of not less than three-fourths (2/3) of the total number of votes of shareholders attending the meeting and having the right to vote.

Agenda 10 Other matters (if any)

None of the shareholders sent any questions or suggestions.

The Chairman informed the meeting that This agenda is an opportunity for shareholders or proxies. have commented or have additional questions on other matters other than the agenda specified in the meeting notice or for the Board of Directors to clarify or answer questions from shareholders In this agenda, there will be no voting.

The meeting facilitator informed that if there were no questions or suggestions, the company would complete the preparation of the minutes of the meeting. and published on the Company's website. www.mitsibleasing.com within 14 days if any shareholders have suggestions or significant corrections. Please notify the Company Secretary at Email: sec_com@mitsibleasing.com within 30 days from the publication of the minutes of this meeting.

The Chairman closed the meeting and thanked the shareholders for taking their time to attend the meeting. as well as suggesting opinions and suggestions that are extremely beneficial to the Company

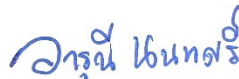
closed at 14.29

Sincerely yours,

Mitsib Leasing Public Company Limited



(Mr. Kitti Yongsanguanchai)
Chairman of the Board



(Miss.Varunee Nonthasri)
Company secretary
Minutes of the meeting organizer