

# Notice of the 2025 Annual General Meeting of Shareholders

Mitsib Leasing Public Company Limited

Wednesday 23 April 2025 at 1:00 p.m.

by holding the meeting via electronic means (E-AGM) only



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

No. MITSIB 005/2025

18 March 2025

Subject:

Notice of the 2025 Annual General Meeting of Shareholders

Attention:

Shareholders of Mitsib Leasing Public Company Limited

**Enclosures:** 

1. A copy of the Minutes of the Annual General Meeting of Shareholders for the year 2024

2. Form showing information for the 2025 annual report, financial statement and income statement. In

QR Code format (QR Code)

3. Profiles of directors nominated for replacement of directors who are due to retire by rotation

4. Information on directors nominated for selection as new independent directors

5. Information of independent directors and the definition of independent directors for proxy

6. Company regulations regarding shareholder meetings

7. Proxy Form A (general) and Form B (Specifying various items To give proxies that are clear and

clear)

3. Guidelines for attending the shareholders' meeting via electronic media (E-AGM)

9. Electronic Meeting Registration Form (E-AGM)

As the meeting of the Board of Directors of Mitsib Leasing Public Company Limited No. 1/2025 on 20 February

2025 has resolved to call the Annual General Meeting of Shareholders 2025 on Wednesday 23 April 2025 at 1:00 p.m.

by holding the meeting via electronic means (E-AGM) only. Under the Electronic Meetings Act B.E. 2563 and related

regulations, there is only one channel. In the event that shareholders are unable to attend the meeting via electronic

media, the Company recommends that shareholders grant proxies to independent directors instead of attending the

meeting in person, with the following agenda

Agenda No.1 To consider and certify the Minutes of the 2024 Annual General Meeting of Shareholders

Objectives and Rationale: The Company held its 2024 Annual General Meeting of Shareholders on April 10, 2024 and

the Company's 2024 Annual Report. By preparing a meeting report to record the opinions of the participants and the

resolutions of the meeting as evidence to support the work to show the activities that have been carried out and inform

the results of the meeting to those involved for further action. As shown in Attachment 1 and inform the meeting results

to those involved and send a copy of the meeting report to the Ministry of Commerce within the time period specified by

law.



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

Opinion of the Board of Directors: The Board of Directors considered that the minutes of the 2024 Annual General Meeting of Shareholders, held on 10 April 2024, were recorded correctly and completely in accordance with the resolutions of the Annual General Meeting of Shareholders. Therefore, it is appropriate to propose that the Annual General Meeting of Shareholders approve the minutes of the meeting.

<u>Voting for this:</u> The agenda of the meeting must be approved by a majority vote of the shareholders attending the meeting and having the right to vote.

Agenda No.2 To Consider acknowledging the Company's operating results for the year 2024.

<u>Objectives and Rationale</u>: In compliance with Section 37 of the Company's Regulations, which requires the general meeting of shareholders to acknowledge the report of the Board of Directors on the Company's performance for the past year. The Company has summarized the operating results and significant changes that occurred in the accounting period ending December 31, 2024, with details appearing in the 2024 Annual Report (in QR Code format) <u>as attached document 2.</u>

Opinion of the Board of Directors: The Board of Directors considered and agreed to present to the Annual General Meeting of Shareholders to acknowledge the Company's operating results for the year 2024.

<u>Voting on this</u> agenda It is an agenda for acknowledgment. Therefore, there is no voting from the shareholders.

Agenda No.3 To Consider approving the 2024 financial statements for the accounting period ending 31 December 2024.

Objectives and Rationale: In compliance with Section 112 of the Public Limited Companies Act B.E. 2535 (including amendments) ("Public Company Act") and the Company's regulations, Section 40, which requires the board of directors to prepare financial statements and statements of comprehensive income at the end of the company's fiscal year to present to the general meeting of shareholders for consideration and approval. For the fiscal year ending on December 31, 2024, a statement of financial position and a statement of comprehensive income have been prepared together with an auditor's report. which has been audited by the certified public accountant of EY Company Limited and reviewed by the Audit Committee and approved by the Board of Directors on February 20, 2025, with details as shown in the Annual Report 2024.



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

# abbreviated comparison

### Financial Statement and Profit and Loss Statement

Unit: Baht

รายการ	Consolidated Financial		Separate Financial	
	Stater	ments	Statements	
	2566	2567	2566	2567
Total Assets	1,890,091,054	2,087,875,299	1,534,338,244	1,859,700,900
Total Liabillities	1,118,410,436	895,123,858	771,518,765	675,635,860
Total Revenues	686,467,644	825,334,308	199,606,168	248,348,722
Net income (attributable to owner	35,070,735	11,985,208	14,795,185	11,986,625
of the parent)				
Unappropriated retained earnings	38,720,707	48,339,125	29,861,616	41,184,284
Earnings per share (Bahe/share)	0.045	0.010	0.019	0.010

The details of the financial statements are presented in the 2021 annual report in QR Code format which has been sent to the shareholders together with the invitation letter for this meeting.

<u>Audit Committee's opinion:</u> The Audit Committee has considered and reviewed the consolidated financial statements of the Company and its subsidiaries for the fiscal year ending December 31, 2024, which have been audited and signed by Ms. Chutiwan Chansawangphuwan, the auditor License No. 8265 EY Office Co., Ltd. is of the opinion that the Board of Directors should propose to the general meeting of shareholders for consideration and approval of the consolidated financial statements of the Company and its subsidiaries for the fiscal year ending on December 31, 2024.

Opinion of the Board of Directors: The Committee acknowledged the report of opinions, observations and suggestions from the audit of the annual financial statements of the auditor, in which "the auditor has given an unqualified conclusion" and resolved to approve the submission of the consolidated financial statements of the Company and its which was considered by the Audit Committee Meeting No. 1/2025 on February 20, 2025

<u>Voting of this agenda:</u> Must be approved by a majority vote of shareholders present at the meeting and entitled to vote.

Agenda 4 To Consideration of approval of the allocation of net profit from the Company's operating results for the accounting period ending 31 December 2024 as a legal reserve and the payment of dividends for the Company's operating results for the accounting period ending 31 December 2024.

Objectives and Rationale: In order to comply with the Company's regulations, Section 37, which requires the general meeting of shareholders to consider the allocation of profits, and in accordance with Section 116 of the Public Limited Companies Act and the Company's regulations, Section 46, which stipulates that the Company must allocate a portion of its annual net profit as reserve capital of not less than five (5) percent of the annual net profit, less the accumulated



# เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

losses brought forward (if any). Until this reserve fund reaches a balance of not less than ten (10) percent of the registered capital, the Company shall each year allocate a legal reserve fund at the rate of 5 percent of net profit. The Company has a policy to pay dividends to shareholders of not less than 40 percent of net profit after deducting corporate income tax and after deducting various reserves as required by law. However, the payment of such dividends may be changed depending on the necessity and other appropriateness as the Board of Directors deems appropriate.

### 4.1 Allocation of the Company's legal reserves as follows

List	Amount
Legal reserve as of January 1, 2024	18,361,528
Net profit legal reserve for 2024 (specific financial statements)	600,129
Legal reserve as of December 31, 2024	18,961,657
Registered capital	787,892,023
Legal reserves as of December 31, 2024, calculated as a percentage of registered	2.41%
capital	

### 4.2 Pay dividends for the operating results of 2024 as follows:

List	Amount
Number of common shares	1,372,638,829
Dividend payout ratio (Baht : Share)	0.015 Baht : Share
Total value of dividends paid (baht)	20,589,582.44
Dividend declaration rate of undistributed retained earnings (according to	45.59%
consolidated financial statements)	
Dividend declaration rate of unappropriated retained earnings (according to the	49.99%
financial statements of specific businesses)	

Opinion of the Board: The Board of Directors considered and agreed to propose to the general meeting of shareholders to consider allocating net profit as a legal reserve for the year 2024 in the amount of 600,129 baht (not less than 5 percent of net profit) and approved the payment of dividends from unappropriated retained earnings and net profit for the year 2024 to the Company's shareholders in cash at the rate of 0.015 baht per share, totaling a total dividend of 20,589,582.44 million baht. The list of shareholders entitled to receive dividends (Record date) is set for May 7, 2025 and the dividend payment date is set for May 23, 2025. However, the right to receive dividends is still uncertain because it must be approved by the shareholders' meeting first.



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

<u>Voting of this:</u> The agenda of the meeting must be approved by a majority vote of the shareholders attending the meeting and having the right to vote.

Agenda No.5 To Consider and approve the appointment of directors to replace those whose terms will expire.

Objectives and Rationale: In order to comply with the Company's Regulations, Section 16, which stipulates that the board of directors must consist of not less than 5 persons, and in accordance with Section 71 of the Public Limited Companies Act and the Company's Regulations, Section 18 It is stipulated that at every annual general meeting of shareholders, one-third (1/3) of the total number of directors at that time shall retire from office. If the number of directors cannot be divided by three, the number nearest to one-third (1/3) shall be removed. Directors who have left their positions may be re-elected. Directors who must resign from their positions in the first and second years after the company's registration shall be drawn by lots. In subsequent years, the director who has been in office the longest shall resign. At the 2025 Annual General Meeting of Shareholders of the Company, there are 3 directors whose terms are nearing the end of their terms.

1. Assoc. Prof. Saran Chukiat : Independent Director, Chairman of the Audit Committee,

Chairman of the Risk Management Committee

2. Mr. Natcha Yongsanguanchai : Board of Directors, Nomination and Remuneration Committee

(Authorized Signatory Directors), Risk Management Committee

3. Mr. Phongsachai Kasemthawisak : Independent Director, Audit Committee and Chairman of the

Nomination and Remuneration Committee

The meeting proposed the reappointment of directors whose terms will expire, namely Assoc. Prof. Saran Chukiat and Ms. Natcha Yongsongwanchai.

For Mr. Phongsachai Kasemthawisak, who intends not to return to his position, it is necessary to consider recruiting another person to assume the position of independent director.

In compliance with the Corporate Governance Code for Listed Companies B.E. 2560 (2017) issued by the Office of the Securities and Exchange Commission, and in accordance with the Capital Market Supervisory Board Announcement No. TorJor. 78/2564, the company is required to provide shareholders with the opportunity to nominate individuals for consideration as directors in advance of the shareholders' meeting. The company must also establish a channel for shareholders to submit nominations for director candidates to be considered at the meeting in advance. This requirement must be communicated via a company newsletter to the Stock Exchange of Thailand (SET) or published on the company's website, specifying the criteria for proposing agenda items in advance, at least one month before the end of the accounting period. Accordingly, the company disclosed this information to the SET and on its website from October 10 to December 31, 2024. However, no shareholders submitted any nominations for director candidates in advance.



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

Opinion of the Board: The Board of Directors, excluding directors with vested interests in this agenda, considered and resolved to approve the proposal of the Nomination and Remuneration Committee. The Board has carefully screened and considered both individuals to ensure that they have the knowledge, skills and qualifications appropriate to be independent directors in accordance with the relevant announcements and criteria. They have experience and expertise in specific fields that are appropriate for the Company's business operations. In addition, all directors have performed their duties as directors well and efficiently, which is very beneficial to the Company's business meetings. It is deemed appropriate to propose to the general meeting of shareholders to consider and approve the election of directors to replace those whose terms have expired to return to the position of directors of the Company For the next agenda, the details of the background of the persons nominated for appointment as directors of the Company are shown in Attachment 3.

### Information on tenure and meeting attendance of nominated directors

Nominees for Directorship	Number of years in office	Number of times attending the committee meeting in 2024 (times)	
1.Assoc. Prof. Saran Chukiat	9 (including the proposed year)	4/4	
2.Mr. Natcha Yongsanguanchai	9 (including the proposed year)	4/4	

# Company's securities holding information

Nominees for Directorship	Position	Number of shares as of December 31, 2024	Calculated as a percentage of the total number of voting shares
1.Assoc. Prof. Saran	Independent Director, Chairman of	-	-
Chukiat	the Audit Committee, Chairman of		
	the Risk Management Committee		
2.Mr. Natcha	Board of Directors, Nomination and	73,770,312	5.37
Yongsanguanchai	Remuneration Committee Authorized		
	Signatory Directors), Risk		
	Management Committee		

<u>Voting of this:</u> The agenda of the meeting must be approved by a majority vote of the shareholders attending the meeting and having the right to vote.



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

Objectives and Rationale: The Nomination and Remuneration Committee has proposed to the Board of Directors' meeting to consider the list of qualified persons to be considered for selection as directors to replace those who have left their positions by rotation at the 2025 Annual General Meeting of Shareholders Consider the list of persons nominated by the board of directors, the list of persons nominated by shareholders (if any), and the list of persons who can be chartered directors of listed companies from the Thai Institute of Directors Association (IOD). According to the criteria for selecting individuals to hold positions as directors of the company in accordance with the charter of the company's board of directors this includes careful consideration of individual qualifications and taking into account the diversity of the board structure. Along with the qualifications, knowledge and expertise of the Board of Directors (Board Skill Martrix) to be in line with the Company's business strategy.

In addition, additional consideration is given to the qualifications and performance of duties of independent directors and members of the audit committee. In accordance with the relevant announcements of the Capital Market Supervisory Board and the Good Corporate Governance Principles for Listed Companies 2017 of the Securities and Exchange Commission and is of the opinion that Mr. Prakit Siriwattanaket is fully qualified to be an independent director according to the announcement and related criteria. He also has extensive experience and expertise that are very beneficial to the company's business meetings. Information on directors who have been proposed to the shareholders' meeting to replace directors whose terms have expired is shown in Attachment 4.

Opinion of the Board: The Board of Directors, after due consideration, unanimously resolved to propose the nomination of Mr. Prakit Siriwatnaget for the position of Independent Director/Audit Committee Member. This nomination will be presented to the 2025 Annual General Meeting of Shareholders for approval of his appointment as a new Independent Director.

<u>Voting of this:</u> The agenda of the meeting must be approved by a majority vote of the shareholders attending the meeting and having the right to vote.

Agenda No.7 To Consider and approve the determination of the remuneration of the Board of Directors for the year 2025.

Objectives and reasons: According to the Public Company Act, Section 90, which stipulates that the payment of directors' remuneration is in accordance with the resolutions of the shareholders' meeting. and Article 23 of the Company's Articles of Association, which stipulates that directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses or other forms of benefits pursuant to the Articles of Association or in accordance with the resolution of the shareholders' meeting to consider which may be defined as a fixed number or lay down rules and set aside from time to time or it will last forever until there is a change



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

For the year 2025, the Nomination and Remuneration Committee has considered the remuneration of the Company's Board of Directors and subcommittees, taking into account the appropriateness of the duties and responsibilities of the directors and the Company in the same industry, as well as taking into account the Company's performance and business size. For greater appropriateness, it is deemed appropriate to propose to the Board of Directors The Company shall consider proposing to the Annual General Meeting of Shareholders by determining the remuneration of the directors and subcommittees for the year 2025 not to exceed 2,000,000 baht (two million baht flat) with the following details

### 1. Remuneration in money consists of

- Directors and independent directors will receive remuneration in the form of meeting allowances. The
  executive director receives only salary, bonus and employee provident allowances.
- 2) Remuneration for Directors and Sub-Committees The details are as follows
  - 2.1 Meeting allowances for ordinary shareholders / extraordinary shareholders receive remuneration for each time they attend the meeting.
    - Chairman of the Board 40,000 baht / time
    - Directors 25,000 baht / person / time
  - 2.2 Directors' meeting allowances are paid each time they attend the meeting.
    - Chairman of the Board 40,000 baht / time
    - Directors 25,000 baht / person / time
  - 2.3 Meeting allowances for the Subcommittee (Audit Committee) will be paid per meeting attendance.
    - Chairman of the Board 33,000 baht / time
    - Directors 22,000 baht / person / time
  - 2.4 Sub-committee meeting allowance (Risk Management Committee, Nomination and Remuneration Committee) will receive remuneration for each meeting
    - Chairman of the Board 30,000 baht / time
    - Directors 20,000 baht / person / time
- 2. Compensation any other benefits? This does not include benefits provided to general employees.
  - No other benefits shall be paid to the Directors and Sub-Committees.



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

# Comparisons of remuneration of directors and sub-committees

Board of Directors	2024 Baht/meeting time	2025 (Proposed year)  Baht/meeting time
Board of Directors		
Chairman	40,000	40,000
Director	25,000	25,000
Audit Committee		
Chairman	30,000	33,000
Director	20,000	22,000
Risk Management Committee		
Chairman	30,000	30,000
Director	20,000	20,000
Nomination and Remuneration Committee		
Chairman	30,000	30,000
Director	20,000	20,000
Bonus of Directors (not more than)	-	-

In 2024, the total remuneration of the Company's Board of Directors is 1,165,000 baht (one million one hundred and sixty-five thousand baht). Details of the remuneration are shown in the 2025 annual report.

<u>Opinion of the Board of Directors</u> The Board of Directors has considered and agreed to propose to the general meeting of shareholders to consider and approve the remuneration of the directors and subcommittees for the year 2025 within the amount not exceeding 2,000,000 baht (two million baht) as proposed by the Selection and Remuneration Committee and the Board of Directors has approved.

<u>Voting of this:</u> agenda item must be approved by not less than two-thirds (2/3) of the total number of votes of the shareholders who attend the meeting and have the right to vote.

# Agenda Item 8: Consideration and approval of the appointment of auditors and determination of auditor remuneration for the year 2025.

Objectives and reasons: In compliance with Section 120 of the Public Limited Companies Act and Section 37 of the Company's Articles of Association, which require the general meeting of shareholders to elect auditors and determine the remuneration of the company's auditors every year. By appointing the auditors, the same auditors may be reappointed. In addition, according to the announcement of the Securities and Exchange Commission (SEC), listed companies are required to rotate auditors. If the same auditor conducts the audit and expresses an opinion on the company's financial statements



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

In selecting the Company's auditors for the year 2025, the Audit Committee has considered selecting the auditors by taking into account their performance, experience and personnel readiness. The existence of acceptable standards of practice, independence and audit fees proposed by the auditor and deemed appropriate to be proposed for consideration and approval of the appointment of the auditor. EY Office Co., Ltd. is the Company's auditor. Any one of the following auditors is authorized to examine and sign the Company's audit report.

One of the appointed auditors shall be designated to sign the certification of the Company's financial statements for the year 2025. None of the auditors have served in this role for more than seven years. Additionally, all four auditors have no relationships or conflicts of interest with the Company, its subsidiaries, executives, major shareholders, or any related persons. Therefore, they maintain their independence in auditing and expressing opinions on the Company's financial statements and meet all the qualifications in accordance with the regulations of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET).

List of auditors	License registration	Number of years as the Company's auditor
1. Miss. Saranaya Phonlasri	6768	1
1. Wilss. Salariaya i Horitasii	0700	1
2. Miss. Somjai Khunpasut	4499	0
3. Miss. Wannawilai Petchsang	5315	0
4. Miss. Chutiwan Chansawangphuwan	8265	2

In the event that the above-mentioned auditors are unable to perform their duties, EY Office Limited (EY) shall provide another suitable auditor to perform the duties instead.

In this regard, EY Office Limited (EY) and the proposed auditors have no relationship or interest with the Company, affiliated companies or executives or any person who is related to such person in any way, therefore, is independent in auditing and is an auditor who performs his duties not exceeding the period specified by the SEC Board.

The Audit Committee is of the opinion that it should be proposed to the 2025 Annual General Meeting of Shareholders for consideration and approval of the determination of the remuneration of the auditors of the Company and its three subsidiaries. The amount is 2,500,000 baht (two million five hundred thousand baht) excluding other service fees (off-balance sheet expenses), equal to the auditor's remuneration in 2024.



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

### Set the auditor's remuneration

company	2024	2025 (Proposed year)
Mitsib Leasing Public Company Limited	2,140,000.00	2,140,000.00
Mitsib Sekngern Company Limited	185,000.00	185,000.00
Mitsib Pico Company Limited	55,000.00	55,000.00
Best Car Center Co., Ltd.	120,000.00	120,000.00
Total	2,500,000.00	2,500,000.00

### Table of comparing audit fees of the company for the past 2 year

รายละเอียด	Auditor Remuneration Proposal			increase or decrease
1000000	2023	2024	2025 (Proposed year)	(2567-2566)
Number of companies inspected	4	4	4	-
Auditor's remuneration	2,500,000	2,500,000	2,500,000	-
Other service fees	112,500	270,508	-	158,008
Total	2,612,500	2,770,508	2,500,000	158,008

# Opinion of the Board of Directors:

The Board of Directors, based on the recommendation of the Audit Committee, deems it appropriate to propose to the Annual General Meeting of Shareholders for approval the appointment of four auditors from EY Office Limited (EY) as the Company's auditors. Any one of these auditors shall have the authority to audit, express opinions on the financial statements, and sign the audit reports of the Company and its four subsidiaries, namely Mitsib Leasing Public Company Limited, Mitsib Sek-Ngern Company Limited, Mitsib Pico Company Limited, and Best Car Center Company Limited. In the event that any of the four appointed auditors is unable to perform their duties, EY Office Limited (EY) shall provide a suitable replacement. The Board also proposes for approval the determination of the audit fee for the Company and its subsidiaries at THB 2,500,000 (Two Million Five Hundred Thousand Baht), excluding other service fees (out-of-pocket expenses).

However, the said remuneration does not include other direct expenses such as travel, stamp fees, etc., by comparing the proposed auditor remuneration for 2024 with the remuneration in the previous year. In this regard, the proposed auditors of EY Office Limited (EY) have no relationship or interest with the Company and its subsidiaries,



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

executives, major shareholders or any persons related to such persons in any way and not be a shareholder in the Company and its subsidiaries in a manner that will affect the independent performance of duties in any way.

<u>Voting of this:</u> This agenda must be approved by a majority vote of the shareholders. Who attended the meeting and had the right to vote

### Agenda No.9 Other matters (if any)

To comply with the Corporate Governance Code for Listed Companies B.E. 2560 (2017) issued by the Office of the Securities and Exchange Commission, and in accordance with the Capital Market Supervisory Board Announcement No. TorJor. 78/2564, the company is required to provide shareholders with the opportunity to propose meeting agenda items or submit questions regarding the company in advance of the shareholders' meeting. The company must also establish a channel for shareholders to propose agenda items for discussion or submit questions they wish to be addressed at the meeting in advance. This requirement must be communicated via a company newsletter to the Stock Exchange of Thailand (SET) or published on the company's website, specifying the criteria for proposing meeting agenda items in advance, at least one month before the end of the accounting period. Accordingly, the company has disclosed this information to the SET and on its website from October 10 to December 31, 2024. However, no shareholders submitted any agenda items for consideration in advance.

The Company has published the meeting invitation letter and meeting documents on its website. <a href="www.mitsibleasing.com/annual-general-meeting/">www.mitsibleasing.com/annual-general-meeting/</a> Topic: "Relational Investors" in the sub-topic: "Shareholder Information" and "Shareholder Meeting". To attend the meeting on the date, time and place mentioned above, please follow the procedures for attending the shareholder meeting via electronic media (E-AGM) according to the <a href="attached document 8">attached document 8</a>. The Company takes into account the importance of protecting your personal information. By providing measures to protect personal data of participants in the 2025 Annual General Meeting of Shareholders in accordance with the Personal Data Protection Act B.E. 2019 The Company would like to inform you of the Company's actions related to the protection of your personal data and your rights under such laws. Shareholders who wish to attend the meeting can register to attend the meeting via electronic media (E-AGM) according to <a href="attached document 9">attached document 9</a>.

In the event that a shareholder is unable to attend the meeting in person and wishes to appoint another person to attend the meeting and vote on his/her behalf, please use Form A or Form B (Form B is recommended) as per Attachment 7. and to protect the rights and benefits of shareholders in the event that a shareholder is unable to attend the meeting in person and wishes to authorize the Company's independent directors to attend the meeting and vote on their behalf. A shareholder may grant a proxy using the proxy form as per the document attached to item 7 to an independent director of the Company, with the name and details as appearing in the document attached to item 5. To attend the meeting and vote on behalf of shareholders, shareholders who wish to attend the meeting via electronic media (E-AGM) must notify their intention to attend the meeting through the following 2 channels:



เลขที่ 895-6 หมู่ 5 ถนนศรีนครินทร์ ต.สำโรงเหนือ อ.เมืองสมุทรปราการ จ.สมุทรปราการ 10270 โทร. 0-2743-8787 แฟ็กซ์ 0-2743-8783 เลขประจำตัวผู้เสียภาษี 0107560000168 www.mitsibleasing.com

- Shareholders must notify their intention to register to attend the meeting in advance by sending information via email or post.
- Shareholders can register to attend the meeting in advance by submitting information via the website or QR
   Code. Registration starts from 25 March 2025 to 17 April 2025

Scan QR Code	Go to the link
	http://mitsib.thekoble.com/agm/emeeting/index/1

in order to make the registration for the 2025 Annual General Meeting of Shareholders more convenient and faster Ask shareholders to study the rules and procedures for attending the meeting via electronic media. The Company will conduct the meeting in accordance with the Company's Articles of Association in relation to the meeting in accordance with Attachment 6.

Please be informed accordingly. and attend the meeting on the date, time, and place mentioned above. Thank you very much

Sincerely yours,

Mitsib Leasing Public Company Limited

(Mr. Kitti Yongsanguanchai)

Chairman of the Board

### **Privacy Notice**

### For the 2025 Annual General Meeting of Shareholders

Mitsib Leasing Public Company Limited (the "Company") places importance on the protection of your personal information. By providing measures to protect the personal information of the attendees of the 2024 Annual General Meeting of Shareholders in accordance with the Personal Data Protection Act B.E. About the protection of your personal information and your rights under such laws as follows:

### Personal Data Collected by the Company

The company needs to collect personal information related to shareholders. And proxies The Company will collect personal information about you as follows:

- 1. General personal information: name, surname, ID card number Date of birth, gender, nationality, shareholder registration number, number of shares, bank account number, photograph, motion picture from video recording within the meeting, etc.
  - In case of authorization, the Company needs to request a copy of the shareholder's/proxy's identification card. There may be religious information which is a sensitive personal information appearing in the identification card and the Company does not intend to collect such information and the data owner can obscure that information.
- 2. Information for contact and use of electronic systems: address, telephone number, e-mail address or IP address (in the case of viewing online meetings), etc.

The Company will record broadcast images and sounds in this meeting for the legitimate interests and benefits of the Company's shareholders may receive your personal information directly from shareholders and proxies or receive personal information through the company's system Thailand Securities Depository Co., Ltd. ("TSD") as the company's registrar only if it is necessary by means prescribed by law.

### Purpose of collection, use and disclosure of personal information

The Company collects, uses and discloses personal data for the following purposes:

- 1. Call, organize and conduct the annual general meeting of shareholders. Including to support the annual general meeting of shareholders. in order to comply with the Company's regulations and as required by law or send documents to you Shareholders as informed
- 2. May disclose personal information to individuals or entities involved in the above operations. Which is in accordance with the legal framework, such as the Department of Business Development Ministry of Commerce, the Stock Exchange of Thailand, administrators of electronic conferencing, etc.
- 3. Or the preparation of public relations media or organization of activities of the Company. is within the scope of reasonable legitimate interest and not to the extent that the personal data subject may have expected

### Retention of personal data collected and retention period

The company will keep your personal information. As specified in this document for the duration specified by relevant laws. and as necessary for the use of information in order to achieve the above objectives, for a period

of not more than 10 years from the date of the 2024 Annual General Meeting of Shareholders. After such period, the Company will destroy or make the information it cannot identify the person.

## Your rights as a data subject

As the owner of personal data you have the rights set forth in the Personal Data Protection Act B.E. 2562, which may include the right to withdraw consent. Right to request access to and receive personal data Right to request rectification of personal data Right to request erasure or destruction of personal data Right to request suspension of use of personal information The right to request the transfer of personal data in accordance with the methods specified by law. Right to complain and right to object Collection, use or disclosure of personal data relating to oneself

In this regard, the Company reserves the right to consider your request to exercise your rights and take action in accordance with the law on personal data pro

### Contact channels

You can exercise the rights mentioned above. Or notify any other request regarding your personal data by contacting Mitsib Leasing Public Company Limited

Website: www.mitsibleasing.com

Contact Address: 895 – 6 Moo 5, Srinakarin Road, Samrong Nuea Subdistrict, Mueang District, Samut Prakan Province

Tel. 02 743 8787 # 904 E-mail : sec\_com@mitsibleasing.com





เลขที่ 895-6 หมู่ที่ 5 ถนนศรีนครินทร์ ตำบลสำโรงเหนือ อำเภอเมืองสมุทรปราการ สมุทรปราการ 10270 โทร. 66 (0) 2743-8787 โทรสาร. 66 (0) 2743-8787 **www.mitsibleasing.com**