

# Committed to Sustainable Development and Growth



## Invitation to the Annual General Meeting Shareholders for the Year **2026**

Mitsib Leasing Public Company Limited

Friday, 24 April 2026 at 1:00 p.m.

The meeting will be conducted via electronic means (E-AGM)  
In accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020)



# Mitsib Leasing Public Company Limited

Number 895-6 Village No. 5 Srinakarin Road Samrong Nuea Subdistrict Mueang Samut Prakan District Samut Prakan Province 10270  
Tel. 0-2743-8787 Fax 0-2743-8783 Tax identification number 0107560000168 www.mitsibleasing.com

No. MITSIB 004/2026

18 March 2026

Subject: Notice of the 2026 Annual General Meeting of Shareholders

Attention: Shareholders of Mitsib Leasing Public Company Limited

Enclosures:

1. Form showing information for the 2025 annual report, financial statement and income statement. In QR Code format (QR Code)
2. Profiles of directors nominated for replacement of directors who are due to retire by rotation
3. Information of independent directors and the definition of independent directors for proxy
4. Company regulations regarding shareholder meetings
5. Guidelines for attending the shareholders' meeting via electronic media (E-AGM)
6. Electronic Meeting Registration Form (E-AGM)
7. Proxy Form A (general) and Form B (Specifying various items To give proxies that are clear and clear)

At the Board of Directors' Meeting No. 1/2026 of Mitsib Leasing Public Company Limited, held on 24 February 2026, the Board resolved to convene the Annual General Meeting of Shareholders for the year 2026 on Friday, 24 April 2026 at 1:00 p.m. The meeting will be conducted solely via electronic means (E-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and relevant regulations. In this regard, if any shareholder is unable to attend the meeting via electronic means, the Company recommends that shareholders grant a proxy to an independent director to attend the meeting on their behalf instead of attending the meeting in person. The meeting agenda is as follows:

**Agenda No.1 Consider and acknowledge the operating results of the Group of Companies for the year 2025.**

**Objectives and Rationale:** In compliance with Article 37 of the Company's Articles of Association, which requires the Annual General Meeting of Shareholders to acknowledge the report of the Board of Directors regarding the Company's performance during the preceding year, the Company has summarized its operating results and significant changes that occurred during the accounting period ended 31 December 2025. The details are set out in the 2025 Annual Report (in QR Code format), as shown in Attachment 1.

**Opinion of the Board of Directors:** The Board of Directors has considered the matter and deemed it appropriate to propose the Company's operating results for the year 2025 to the Annual General Meeting of Shareholders for acknowledgment.

**Voting Resolution:** This agenda item is for acknowledgment only; therefore, no voting by the shareholders is required.

Agenda No.2 To consider approving the 2024 financial statements for the accounting period ending 31 December 2025.

**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, 2025, 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 24, 2026, with details as shown in the Annual Report 2025.

## abbreviated comparison

Financial Statement and Profit and Loss Statement

Unit: Baht

รายการ	Consolidated Financial Statements		Separate Financial Statements	
	2567	2568	2567	2568
Total Assets	2,087,875,299	2,125,375,555	1,859,700,900	1,970,595,014
Total Liabilities	895,123,858	898,207,417	675,635,860	750,900,904
Total Revenues	825,334,308	640,075,811	248,348,722	262,479,206
Net income (attributable to owner of the parent)	11,985,208	54,856,854	11,986,625	56,217,456
Unappropriated retained earnings	48,339,125	78,162,024	41,184,284	74,001,146
Earnings per share (Baht/share)	0.010	0.040	0.010	0.041

The details of the financial statements are presented in the 2025 annual report in QR Code format which has been sent to the shareholders together with the invitation letter for this meeting.

**Opinion of the Audit Committee:** The Audit Committee has reviewed and examined the consolidated financial statements of the Company and its subsidiaries for the fiscal year ended 31 December 2025. Such financial statements have been audited and signed by Ms. Chutiwan Jansawangphuwana, Certified Public Accountant No. 8265, of EY Office Limited. The Audit Committee is of the opinion that the Board of Directors should propose the consolidated financial statements of the Company and its subsidiaries for the fiscal year ended 31 December 2025 to the Annual General Meeting of Shareholders for consideration and approval.

**Opinion of the Board of Directors:** The Board of Directors acknowledged the auditor's report, including observations and recommendations from the audit of the annual financial statements, whereby the auditor expressed an "unqualified opinion." The Board therefore resolved to propose the consolidated financial statements of the Company and its subsidiaries for the fiscal year ended 31 December 2025 to the Shareholders' Meeting for consideration and approval. Such financial statements have already been reviewed and endorsed by the Audit Committee Meeting No. 1/2026 held on 24 February 2026.

**Voting Resolution:** This agenda item shall be approved by a majority vote of the shareholders present at the meeting and entitled to vote.

**Agenda Item 3:** To consider and approve the allocation of net profit as legal reserve for the year 2025.

**Objectives and Rationale:** In accordance with Article 37 of the Company's Articles of Association, which stipulates that the Annual General Meeting of Shareholders shall consider the appropriation of profits, and pursuant to Section 116 of the Public Limited Companies Act B.E. 2535 (1992), as well as Article 46 of the Company's Articles of Association, the Company is required to allocate a portion of its annual net profit as a legal reserve of not less than five percent (5%) of the annual net profit, after deducting accumulated losses brought forward (if any), until such reserve reaches at least ten percent (10%) of the registered capital.

Therefore, the Company has allocated the legal reserve in accordance with the law as follows:

List	Amount
Legal reserve as of January 1, 2024	18,961,657
Net profit legal reserve for 2024 (specific financial statements)	2,812,208
Legal reserve as of December 31, 2024	21,773,865
Registered capital	787,892,023
Legal reserves as of December 31, 2024, calculated as a percentage of registered capital	2.76%

**Opinion of the Board of Directors:** The Board of Directors has considered the matter and deems it appropriate to propose to the Annual General Meeting of Shareholders the allocation of the Company's net profit for the year 2025 as a legal reserve in the amount of Baht 2,812,208 (not less than 5% of the net profit).

**Voting Resolution:** This agenda item shall be approved by a majority vote of the shareholders present at the meeting and entitled to vote.

**Agenda Item 4:** To consider and approve the dividend payment for the Company's operating results for the year 2025 and to determine the Record Date for shareholders entitled to receive the dividend.

**Objectives and Rationale:** The Company has a policy to pay dividends to shareholders of not less than 40% of the net profit after corporate income tax and after appropriations to various reserves as required by law. However, such dividend payment may be subject to change depending on necessity and other appropriateness as deemed appropriate by the Board of Directors. Accordingly, the Company proposes to pay dividends for the operating results of the year 2025 with the details as follows:

List	Amount
Number of common shares	1,372,638,829
Dividend payout ratio (Baht : Share)	0.02 บาท : 1 หุ้น
Total value of dividends paid (baht)	27,452,776.58
Dividend declaration rate of undistributed retained earnings (according to consolidated financial statements)	35.12%
Dividend declaration rate of unappropriated retained earnings (according to the financial statements of specific businesses)	37.10%

**Opinion of the Board of Directors:** The Board of Directors has considered the matter and deems it appropriate to propose to the Company's Annual General Meeting of Shareholders to approve the dividend payment from the net profit for the year 2025 to the Company's shareholders in cash at the rate of Baht 0.02 per share, totaling Baht 27,452,776.58. The Record Date for determining the shareholders entitled to receive such dividend shall be 5 May 2026, and the dividend payment shall be made within 18 May 2026. However, the right to receive the aforementioned dividend remains uncertain until it is approved by the Shareholders' Meeting.

**Voting Resolution:** This agenda item shall be approved by a majority vote of the shareholders present at the meeting and entitled to vote.

**Agenda Item 5:** To consider and approve the appointment of directors in replacement of those retiring by rotation.

**Objectives and Rationale:** In accordance with Article 16 of the Company's Articles of Association, the Board of Directors must consist of no fewer than five (5) directors. Furthermore, pursuant to Section 71 of the Public Limited Companies Act B.E. 2535 (1992) and Article 18 of the Company's Articles of Association, at every Annual General Meeting of Shareholders, one-third (1/3) of the directors then in office shall retire. If the number of directors cannot be divided exactly into three parts, the number closest to one-third shall retire. Directors retiring by rotation may be re-elected. For the first and second years following the Company's registration, the directors to retire shall be determined by drawing lots. In subsequent years, the directors who have held office for the longest period shall retire. At the 2026 Annual General Meeting of Shareholders, three (3) directors are due to retire by rotation.

- |                                |  |
|--------------------------------|--|
| 1) Mr. Attasit Mungmee         | Director (Non-Executive Director)  |
| 2) Mr. Nitipat Yongsanguanchai | Director / Corporate Governance, Nomination and Sustainability Development Committee / Risk Management Committee |
| 3) Mr. Nitat Yongsanguanchai   | Director (Non-Executive Director)  |

The Meeting proposed the re-appointment of the directors who are due to retire by rotation to serve another term, namely:

1. Mr. Attasit Mungmee
2. Mr. Nitipat Yongsanguanchai
3. Mr. Nitat Yongsanguanchai

In this regard, in order 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 pursuant to the Notification of the Capital Market Supervisory Board No. TorJor. 78/2564, which requires listed companies to provide shareholders with the opportunity to propose candidates for election as directors in advance of the shareholders' meeting, the Company is required to provide channels for shareholders to propose qualified persons for consideration prior to the meeting date. The Company must notify such channels via the Stock Exchange of Thailand or disclose them on the Company's website under the topic "Criteria for Proposing Agenda Items and Director Nominations in Advance," at least one month prior to the end of the fiscal year. Accordingly, the Company duly disseminated such information through the Stock Exchange of Thailand and on the Company's website during the period from 24 October to 31 December 2025. However, no shareholder proposed any candidate for consideration as a director in advance.

**Opinion of the Board of Directors:** The Board of Directors, excluding the directors who have an interest in this agenda item, has duly considered and resolved to approve the proposal of the Nomination and Remuneration Committee. The Board has carefully and prudently reviewed the matter to ensure that all three nominated persons possess the required knowledge, capabilities, and qualifications in accordance with the relevant notifications and regulations. They also have appropriate experience and expertise aligned with the Company's business operations.

In addition, during their past tenure, each director has performed his/her duties effectively and efficiently, contributing significantly to the Company's business operations. Therefore, the Board deems it appropriate to propose to the Annual General Meeting of Shareholders for consideration and approval of the re-election of the directors who are due to retire by rotation to continue serving as directors of the Company for another term.

## Information on Directorship and Meeting Attendance of the Nominated Directors:

Nominees for Directorship	Number of years in office	Number of times attending the committee meeting in 2025 (times)
1. Mr. Attasit Mungmee	9 (including the proposed year)	4/4
2 r. Nitipat Yongsanguanchai	10 (including the proposed year)	4/4
3. Mr. Nitat Yongsanguanchai	10 (including the proposed year)	4/4

## Company's securities holding information

Nominees for Directorship	Position	Number of shares as of December 31, 2025	Calculated as a percentage of the total number of voting shares
1. Mr. Attasit Mungmee	Director (Non-Executive Director)	14,765,623	1.08
2 r. Nitipat Yongsanguanchai	Chief Executive Officer and Authorized Director / Director / Corporate Governance, Nomination and Sustainability Development Committee / Risk Management Committee	111,660,392	8.13
3. Mr. Nitat Yongsanguanchai	Director and Authorized Director	53,156,245	3.87

**Voting Resolution:** This agenda item shall be approved by a majority vote of the shareholders present at the meeting and entitled to vote.

**Agenda Item 6:** To consider and approve the determination of remuneration for the Board of Directors and sub-committees for the year 2026.

**Objectives and Rationale:** Pursuant to Section 90 of the Public Limited Companies Act B.E. 2535 (1992), the payment of directors' remuneration must be approved by a resolution of the Shareholders' Meeting. In addition, Article 23 of the Company's Articles of Association stipulates that directors are entitled to receive remuneration from the Company in the form of reward, meeting allowance, gratuity, bonus, or other benefits in accordance with the Articles of Association or as determined by the Shareholders' Meeting. Such remuneration may be fixed in amount, determined according to specified criteria, prescribed from time to time, or remain effective until changed.

For the year 2026, the Corporate Governance, Nomination and Sustainability Development Committee has considered the remuneration of the Board of Directors and the sub-committees by taking into account the appropriateness of their duties and responsibilities, benchmarking against companies in the same industry, as well as the Company's operating results and business size. Accordingly, it is deemed appropriate to propose to the Board of Directors for further submission to the Annual General Meeting of Shareholders to determine the remuneration of the Board of Directors and sub-committees for the year 2026 within a total limit not exceeding Baht 2,000,000 (Two Million Baht). The details are as follows:

## Criteria for Determining Monetary Remuneration

### 1. Monetary Remuneration

- 1) Directors and Independent Directors shall receive remuneration in the form of meeting allowances. Executive Directors shall receive remuneration only in the form of salary, bonus, and provident fund contributions as employees.

- 2) The remuneration for the Board of Directors and sub-committees is detailed as follows:

2.1 Meeting allowance for Annual General Meeting (AGM) / Extraordinary General Meeting (EGM): payable for each meeting attended

- Chairman of the Board: Baht 40,000 per meeting
- Director: Baht 25,000 per person per meeting

2.2 Meeting allowance for Board of Directors' meetings: payable for each meeting attended

- Chairman of the Board: Baht 40,000 per meeting
- Director: Baht 25,000 per person per meeting

2.3 Meeting allowance for sub-committee meetings (Audit Committee): payable for each meeting Attended

- Chairman of the Committee: Baht 33,000 per meeting
- Member: Baht 22,000 per person per meeting

2.4 Meeting allowance for sub-committee meetings (Risk Management Committee, Corporate Governance, Nominating and Sustainable Development Committee): payable for each meeting attended

- Chairman of the Committee: Baht 30,000 per meeting
- Member: Baht 20,000 per person per meeting

2. Non-Monetary Remuneration or Other Benefits (excluding welfare benefits provided to general employees)

2.1 No other benefits shall be provided to directors and sub-committee members.

Comparative information on the remuneration of the Board of Directors and sub-committees for the year 2025 and the proposed remuneration for the year 2026.

Board	2025 Baht/Meeting	2026 (Year of proposal) Baht/Meeting
● Annual/Extraordinary Shareholders' Meeting		
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	33,000	33,000
Director	22,000	22,000
● Risk Management Committee		
Chairman	30,000	30,000
Director	20,000	20,000
● Corporate Governance, Nominating and Sustainable Development Committee		
Chairman	30,000	30,000
Director	20,000	20,000
● Compensation and other benefits	No other benefits will be paid	No other benefits will be paid

In 2025, the Company paid remuneration to directors and meeting allowances for the Board of Directors and its sub-committees in the total amount of Baht 1,146,000 (One Million One Hundred Eighty-Six Thousand Baht only). Such meeting allowances were in accordance with the resolution of the 2025 Annual General Meeting of Shareholders, which approved a maximum amount of Baht 2,000,000.

**Opinion of the Board of Directors:** The Board of Directors has considered the matter and deems it appropriate to propose to the Annual General Meeting of Shareholders the approval of the remuneration for the Board of Directors and sub-committees for the year 2026 within a total limit not exceeding Baht 2,000,000 (Two Million Baht), as proposed by the Corporate Governance, Nomination and Sustainability Development Committee and endorsed by the Board of Directors.

**Voting Resolution:** This agenda item must be approved by a vote of not less than two-thirds (2/3) of the total votes of the shareholders present at the meeting and entitled to vote. Shareholders who are directors shall not be entitled to vote on this agenda item.

**Agenda Item 7: To consider and approve the appointment of the auditor and the determination of the auditor's remuneration for the year 2026.**

**Objectives and Rationale:** In compliance with Section 120 of the Public Limited Companies Act B.E. 2535 and Article 37 of the Company's Articles of Association, which require the Annual General Meeting of Shareholders to appoint the auditor and determine the auditor's remuneration on an annual basis, the appointment may include re-appointing the same auditor. In addition, according to the notification of the Office of the Securities and Exchange Commission of Thailand (the "SEC Office"), listed companies are required to arrange for auditor rotation if the same auditor has performed audit duties and expressed opinions on the Company's financial statements for the prescribed period.

For the selection of the auditor for the year 2026, the Audit Committee has considered and selected the auditor based on performance results, experience, personnel readiness, recognized auditing standards, independence, and the proposed audit fee. The Audit Committee deems it appropriate to propose the appointment of EY Office Limited as the Company's auditor, whereby any one of the following auditors shall be authorized to audit and sign the Company's audit report.

One of the nominated auditors shall be appointed as the signing auditor for the Company's financial statements for the year 2026. None of the proposed auditors has performed audit duties for more than seven (7) years. All four auditors have no relationship or conflict of interest with the Company, its subsidiaries, management, major shareholders, or related persons. Therefore, they are independent in auditing and expressing opinions on the Company's financial statements and possess qualifications in compliance with the regulations of the Securities and Exchange Commission.

Names of the Auditors	License registration number	Number of years as an auditor of the company
1. Miss Saranya Phlatsri	6768	1
2. Miss. Chutiwan Chansawangphuwana	8265	3
3. Miss. Somjai Khunpasut	4499	0
4. Miss. Wannawilai Petchsang	5315	0

In the event that any of the above-named auditors is unable to perform his or her duties, EY Office Limited (“EY”) shall be authorized to appoint another qualified auditor from EY to act on behalf of the Company.

EY and the proposed auditors have no relationship or conflict of interest with the Company, its subsidiaries, management, major shareholders, or related persons. They are therefore independent in performing the audit and have not served beyond the term limits prescribed by the Securities and Exchange Commission.

In this regard, the Audit Committee deems it appropriate to propose to the Annual General Meeting of Shareholders for the year 2026 the approval of the audit fees for the Company and its four (4) subsidiaries in the total amount of Baht 2,800,000 (Two Million Eight Hundred Thousand Baht only), excluding other service fees (out-of-pocket expenses).

Comparison table of audit fees for the company and its subsidiaries for the past year.

company	2025	2026 (Proposed year)
Mitsub Leasing Public Company Limited	2,140,000.00	2,250,000.00
Mitsub Sekngern Company Limited	185,000.00	275,000.00
Mitsub Pico Company Limited	55,000.00	55,000.00
Best Car Center Co., Ltd.	120,000.00	220,000.00
<b>Total</b>	<b>2,500,000.00</b>	<b>2,800,000.00</b>

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

Details	Auditor Remuneration Proposal			increase or decrease (2569-2568)
	2024	2025	2026 (Proposed year)	
Number of companies inspected	4	4	4	
Auditor's remuneration	2,500,000	2,500,000	2,800,000	300,000
Other service fees	270,508	225,651	-	
<b>Total</b>	<b>2,770,508</b>	<b>2,725,651</b>	<b>2,800,000</b>	

**Opinion of the Board of Directors:** The Board of Directors, having considered the opinion of the Audit Committee, deems it appropriate to propose that the Annual General Meeting of Shareholders approve the appointment of four auditors from Ernst & Young Office Limited (EY) as the auditors of the Company. Any one of the appointed auditors shall be authorized to audit and express an opinion on the financial statements, as well as to sign the audit report 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 aforementioned auditors is unable to perform his or her duties, Ernst & Young Office Limited shall be authorized to appoint another qualified auditor to perform the duties as a replacement. The Board also proposes that the meeting consider and approve the audit fees for the Company and its subsidiaries in the total amount of Baht 2,800,000 (Two Million Eight Hundred Thousand Baht only), excluding other service fees (out-of-pocket expenses).

The proposed auditors of EY have no relationship or conflict of interest with the Company and its subsidiaries, management, major shareholders, or related persons, and are not shareholders of the Company or its subsidiaries in any manner that would affect the independent performance of their duties.

**Voting Resolution:** This agenda item shall be approved by a majority vote of the shareholders present at the meeting and entitled to vote.

**Agenda Item 8: To consider and approve the amendment to the Company's Articles of Association.**

**Objectives and Rationale:** In order to ensure that the Company's Articles of Association are consistent with the provisions of the Public Limited Companies Act B.E. 2535 (1992), as amended, which allows the Company to give notice of a shareholders' meeting by advertisement through electronic media, the Board of Directors therefore deems it appropriate to propose that the shareholders' meeting consider and approve the amendment to the Company's Articles of Association in the part relating to the convening of shareholders' meetings.

Regulation number	former	New
33	<p>In convening a shareholders' meeting, the Board of Directors shall prepare a written notice of the meeting specifying the venue, date, time, agenda, and matters to be proposed to the meeting, together with appropriate details. It shall clearly state whether each matter is proposed for acknowledgement, approval, or consideration, as the case may be, including the opinion of the Board of Directors on such matters.</p> <p>The notice shall be delivered to the shareholders and the Registrar not less than seven (7) days prior to the date of the meeting. <b>In addition, the notice of the meeting shall be published in a newspaper for not less than three (3) consecutive days, at least three (3) days prior to the meeting date.</b></p>	<p>In convening a shareholders' meeting, the Board of Directors shall prepare a written notice of the meeting specifying the venue, date, time, agenda, and the matters to be proposed to the meeting, together with reasonable details. The notice shall clearly state whether each matter is submitted for acknowledgment, approval, or consideration, as the case may be, and shall include the Board of Directors' opinion on such matters.</p> <p>The notice shall be delivered to the shareholders and the registrar not less than seven (7) days prior to the meeting date.</p> <p><b>In this regard, any publication of the notice of the meeting may be made through electronic media or by any other means as prescribed by the Public Limited Companies Act. Such publication shall be made not less than three (3) days prior to the meeting date and for a consecutive period of not less than three (3) days.</b></p>
45	<p>Dividends shall not be paid from any source other than profits. In the event that the Company still has accumulated losses, no dividend shall be paid. Dividends shall be distributed equally on a per-share basis. However, if the Company has issued preference shares and specified that such preference shares are entitled to dividends at a rate different from that of ordinary shares, the dividend allocation shall be made in accordance with such specification. The payment of dividends must be approved by a shareholders' meeting.</p> <p>The Board of Directors may, from time to time, pay interim dividends to the shareholders when it considers that the Company has sufficient profits to justify such payment. Upon payment of any interim dividend, the Board shall report such payment to the shareholders at the next shareholders' meeting.</p> <p>The payment of dividends shall be made within one (1) month from the date of the resolution of the shareholders' meeting or the Board of Directors' meeting, as the case may be. Written notice of the dividend payment shall be given to the shareholders, and a notice of such dividend payment shall also be published <b>in a newspaper for not less than three (3) consecutive days.</b></p>	<p>Dividends shall not be paid from any source other than profits. If the Company still has accumulated losses, no dividends shall be paid.</p> <p>Dividends shall be distributed equally on a per-share basis. However, if the Company has issued preference shares and prescribed that such preference shares are entitled to dividends at a rate different from that of ordinary shares, the dividends shall be allocated in accordance with such prescribed terms. The payment of dividends must be approved by the shareholders' meeting.</p> <p>The Board of Directors may, from time to time, pay interim dividends to shareholders if it considers that the Company has sufficient profits to justify such payment. Once interim dividends have been paid, the Board of Directors shall report such payment to the shareholders' meeting at the next meeting.</p> <p>Payment of dividends shall be made within one (1) month from the date of the resolution of the shareholders' meeting or the Board of Directors' meeting, as the case may be. Written notice thereof shall be given to the shareholders, and a notice of dividend payment shall be published <b>through electronic media or by any other means as prescribed by the Public Limited Companies Act for a consecutive period of not less than three (3) days.</b></p>

**Opinion of the Board of Directors:** The Board of Directors has considered the matter and resolved to propose to the Annual General Meeting of Shareholders for the year 2026 for consideration and approval of the amendment to Articles 33 and 45 of the Company's Articles of Association regarding the convening of shareholders' meetings through publication via electronic media. In this regard, the person authorized by the Managing Director to register the amendment to the Company's Articles of Association with the Department of Business Development, Ministry of Commerce, shall be empowered to amend or supplement the wording, or take any necessary actions, in accordance with the Registrar's instructions.

**Voting Resolution:** This agenda item must be approved by a vote of not less than three-fourths (3/4) of the total votes of the shareholders present at the meeting and entitled to vote.

#### Agenda Item 9: Other matters (if any)

**Objectives and Rationale:** 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 pursuant to the Notification of the Capital Market Supervisory Board No. Tor.Jor. 78/2564, which requires listed companies to provide shareholders with the opportunity to propose meeting agenda items or submit questions relating to the Company in advance of the shareholders' meeting, the Company is required to provide channels for shareholders to propose agenda items to be included in the meeting or to submit questions to be addressed at the shareholders' meeting in advance. Such channels must be announced via a news release to the Stock Exchange of Thailand or disclosed on the Company's website under the topic "Criteria for Proposing Agenda Items in Advance," at least one month prior to the end of the fiscal year. Accordingly, the Company disseminated such information through the Stock Exchange of Thailand and on the Company's website during the period from 24 October to 31 December 2025. However, no shareholder proposed any agenda item in advance.

The Company has published the Notice of the Meeting together with supporting documents on the Company's website at [www.mitsibleasing.com/annual-general-meeting/](http://www.mitsibleasing.com/annual-general-meeting/) under the heading "Investor Relations," sub-headings "Shareholder Information" and "Shareholders' Meeting." Shareholders wishing to attend the meeting on the specified date and time are requested to comply with the guidelines for attending the meeting via electronic means (E-AGM) as set out in Attachment 5. The Company places importance on the protection of your personal data and has implemented measures to safeguard the personal data of participants in the 2026 Annual General Meeting of Shareholders in accordance with the Personal Data Protection Act B.E. 2562. The Company hereby informs you of its practices regarding the protection of your personal data and your rights under such law. Shareholders who wish to attend the meeting may register for participation via electronic means (E-AGM) in accordance with Attachment 6.

In the event that a shareholder is unable to attend the meeting in person and wishes to appoint a proxy to attend and vote on his/her behalf, please use either Proxy Form A or Proxy Form B (Proxy Form B is recommended) as set out in Attachment 7. To protect the rights and benefits of shareholders who are unable to attend the meeting in person and wish to appoint an Independent Director of the Company as proxy to attend and vote on their behalf, shareholders may grant a proxy using the proxy form in Attachment 7 to any of the Company's Independent Directors, whose names and details are set out in Attachment 3, to attend and vote at the meeting on their behalf. Shareholders who wish to attend the meeting via electronic means (E-AGM) are required to notify their intention to attend the meeting through one of the following methods:

1. Shareholders may register in advance by submitting the required information via e-mail or postal mail.
2. Shareholders may register in advance via the Company's website or by scanning the QR Code. Registration will be available from 25 March 2026 to 17 April 2026.
3. The proxy form is available for download on the Company's website. Shareholders may print the form at: <https://www.mitsibleasing.com/annual-general-meeting/>
4. In the case of electronic proxy appointment (e-Proxy Voting) (this service is available for individual shareholders only), please prepare your original national ID card and a mobile phone, and apply through a device capable of taking photographs.
  - Access the Investor Portal at: <https://ivp.tsd.co.th/signin>
  - Accept the terms and conditions
  - Verify identification documents and complete identity verification
  - Provide registration details and confirm via OTP
  - Follow the system instructions or contact the SET Contact Center at [www.set.or.th/contactcenter](http://www.set.or.th/contactcenter), Tel. +66 (0)2-009-9999
5. Shareholders may request a hard copy of the proxy form at least 14 days prior to the meeting through the following channels:
  - E-mail: [sec\\_com@mitsibleasing.com](mailto:sec_com@mitsibleasing.com)
  - Postal mail: Mitsib Leasing Public Company Limited, 895-6 Moo 5, Srinakarin Road, Samrong Nuea Subdistrict, Mueang Samut Prakan District, Samut Prakan 10270
  - Company website: [www.mitsibleasing.com](http://www.mitsibleasing.com)

Scan QR Code	Go to the link
	<a href="https://mitsib.thekoble.com/agm/emeeting/index/1">https://mitsib.thekoble.com/agm/emeeting/index/1</a>

To ensure that the registration process for the 2026 Annual General Meeting of Shareholders proceeds smoothly and efficiently, shareholders are requested to study the rules and guidelines for attending the meeting via electronic means (E-AGM). The Company will conduct the meeting in accordance with the relevant provisions of the Company's Articles of Association, as set out in Attachment 4.

Please be informed accordingly and kindly attend the meeting on the specified date and time. Your attendance will be greatly appreciated.

Sincerely yours,

Mitsib Leasing Public Company Limited



(Mr. Kitti Yongsanguanchai)

Chairman of the Board

## Privacy Notice

### For the Annual General Meeting of Shareholders 2026

Mitsib Leasing Public Company Limited (“the Company”) The Company places importance on the protection of your personal data. Appropriate measures have been implemented to safeguard the personal data of attendees of the Annual General Meeting of Shareholders 2026 in accordance with the Personal Data Protection Act B.E. 2562 (2019). The Company hereby informs you of its practices regarding the collection, use, and disclosure of your personal data, as well as your rights under the said law, as follows:

#### **Personal Data Collected by the Company**

The Company is required to collect personal data relating to shareholders and proxies. The Company will collect your personal data as follows:

General Personal Data: Name, surname, national identification card number, date of birth, gender, nationality, shareholder registration number, number of shares held, bank account number, photographs, video recordings during the meeting, etc.

In the case of proxy appointment, the Company is required to obtain a copy of the identification card of the shareholder and/or proxy. Such identification card may contain sensitive personal data (e.g., religious information). The Company has no intention to collect such sensitive data, and the data subject may redact such information before submitting the copy.

Contact and Electronic System Usage Information: Address, telephone number, email address, or IP address (in the case of attending the meeting online), etc.

The Company will record and broadcast audio and video of this meeting for legitimate interests and for the benefit of the shareholders. The Company may obtain your personal data directly from shareholders and proxies or through the system of Thailand Securities Depository Co., Ltd. (“TSD”), as the Company’s registrar, only where necessary and in accordance with the procedures prescribed by law.

#### **Purposes of Collection, Use, and Disclosure of Personal Data**

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

1. To convene, conduct, and manage the Annual General Meeting of Shareholders, including for compliance with the Company’s Articles of Association and applicable laws, and to deliver relevant documents to shareholders as notified.
2. To disclose personal data to persons or entities involved in the aforementioned activities within the scope permitted by law, such as the Department of Business Development, Ministry of Commerce; the Stock Exchange of Thailand; and service providers for electronic meeting systems.
3. For public relations purposes or Company activities. The collection of such personal data is based on legitimate interests and within reasonable scope, not exceeding the expectations of the data subjects.

## **Retention of Personal Data**

The Company will retain your personal data as specified in this document for the period required by applicable laws and as necessary to fulfill the above purposes, for a period not exceeding 10 years from the date of the Annual General Meeting of Shareholders 2025. Upon expiration of such period, the Company will destroy or anonymize the personal data.

## **Your Rights as a Data Subject**

As a data subject, you have rights under the Personal Data Protection Act B.E. 2562 (2019), which may include:

- The right to withdraw consent
- The right to access and obtain a copy of your personal data
- The right to rectify inaccurate personal data
- The right to request erasure or destruction of personal data
- The right to restrict the use of personal data
- The right to data portability in accordance with legal requirements
- The right to lodge a complaint
- The right to object to the collection, use, or disclosure of your personal data

The Company reserves the right to consider and process your requests in accordance with applicable personal data protection laws.

## **Contact Information**

You may exercise the above rights or make any request concerning your personal data by contacting:

Mitsib Leasing Public Company Limited

Website: [www.mitsibleasing.com](http://www.mitsibleasing.com)

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

Tel: +66 (0) 2 743 8787 ext. 904

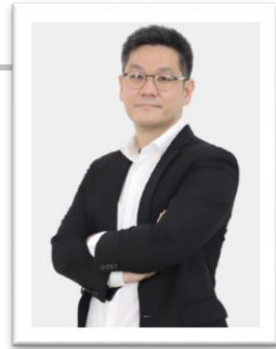
Email: [sec\\_com@mitsibleasing.com](mailto:sec_com@mitsibleasing.com)

Annual Financial Report 2025 (B.E. 2568), please scan the QR Code below  
to view or download the full report.

QR Code



History of directors who are due to resign according to the 2026 annual term and have been nominated to return to the position of directors of the Company for another term



1. Name - Surname	:	Mr. Attasit Mungmee
Age	:	46 years old.
Nationality	:	Thai
Educational qualification	:	Bachelor of Political Science, majoring in Public Administration, Thammasat University.
Training	:	Director Accreditation Program (DAP) Course No. 138/2017, Thai Institute of Directors Association
	:	The Investment and Project Analysis Program, Batch 6, Faculty of Economics, Chulalongkorn University.
Proposed type of director	:	Director (Non-Executive Director)
Date of appointment as director	:	August 15, 2017 – Present
Period of service as a director	:	10 years (including the proposed term this time)
Current job position		
▪ Listed company	:	2017 – Present: Director, Mitsib Leasing Public Company Limited
▪ unregistered companies and others	:	2002 – 2003: Training Officer, Advance Agro Public Company Limited (a company of Double A (1991) Public Company Limited)
	:	2004 – Present: Managing Director, In On At Company Limited
Criteria and methods for recruiting	:	After consideration by the Selection Committee, the Board of Directors has determined that Mr. Attasit Mungmee possesses the necessary qualifications, knowledge, skills, and experience relevant to the company's operations. Therefore, the Board recommends his continued appointment as a director.
Hold company shares (Information as of December 31, 2025)	:	14,765,623 ordinary shares, representing 1.08% of all issued shares.
Meeting attendance history over the past year	:	Attend the Board of Directors' meeting                      Amount 4/4 time Annual General Meeting of Shareholders                      Amount 1/1 time

History of directors who are due to resign according to the 2026 annual term and have been nominated to return to the position of directors of the Company for another term



Name - Surname	:	Mr. Nitipat Yongsanguanchai	
Age	:	54 years old.	
Nationality	:	Thai	
Educational qualification	:	Master of Business Administration in Marketing, Schiller International College.	
Training	:	Director Accreditation Program (DAP) Course No. 127/2016, Thai Institute of Directors Association	
	:	2524 Ethical Leadership Program (ELP)	
Proposed type of director	:	Director / Corporate Governance, Nomination and Sustainability	
Development Committee	:	/ Risk Management Committee	
Date of appointment as director	:	February 1, 2016 – Present	
Period of service as a director	:	10 years (including the proposed term this time)	
Current job position			
▪ Listed company	:	2016 – Present Director of Mitsub Leasing Public Company Limited	
▪ Unregistered companies and others	:	2022 – Present Director, Bang Bo Petro Gas Co., Ltd.	
	:	2020 – Present Director, Best Car Center Co., Ltd.	
	:	2019 – Present Director, Mitsib Sek Ngern Co., Ltd.	
	:	2019 – Present Director, Mitsib Pico Co., Ltd.	
Criteria and methods for recruiting	:	After consideration by the Selection Committee, the Board of Directors has determined that Mr. Attasit Mungmee possesses the necessary qualifications, knowledge, skills, and experience relevant to the company's operations. Therefore, the Board recommends his continued appointment as a director.	
Hold company shares	:	111,660,392 ordinary shares, representing 8.13% of all issued shares.	
(Information as of December 31, 2025)			
Meeting attendance history over the past year	:	Attend the Board of Directors' meeting	Amount 4/4 time
	:	Attend the Audit Committee meeting	Amount 4/4 time
	:	Attend the Nomination and Remuneration Committee meeting	Amount 1/1 time
	:	Attend the Risk Management Committee meeting	Amount 1/1 time
	:	Annual General Meeting of Shareholders	Amount 1/1 time

History of directors who are due to resign according to the 2026 annual term and have been nominated to return to the position of directors of the Company for another term



1. Name - Surname	:	Mr. Nitat Yongsanguanchai	
Age	:	60 years old.	
Nationality	:	Thai	
Educational qualification	:	Vocational Certificate (Por Wor Chor) Krirk University	
Training	:	Program (DAP) Course No. 127/2016, Thai Institute of Directors Association	
Proposed type of director	:	Director (Non-Executive Director)	
Date of appointment as director	:	November 7, 2016 – Present	
Period of service as a director	:	10 years (including the proposed term this time)	
Current job position			
<ul style="list-style-type: none"> <li>▪ Listed company</li> <li>▪ Unregistered companies and others</li> </ul>	:	2017 – Present Director, Mitsub Leasing Public Company Limited (PLC)  After consideration by the Selection Committee, the Board of Directors has determined that Mr. Nitat Yongsanguanchai possesses the necessary qualifications, knowledge, skills, and experience relevant to the company's operations. Therefore, the Board recommends his continued appointment as a director.	
Criteria and methods for recruiting	:	2020 – Present Director, Best Car Center Co., Ltd.  2019 – Present Director, Mitsub Sek Ngern Co., Ltd.  2019 – Present Director, Mitsub Pico Co., Ltd.  2018 – Present Director, Kittinakorn Place Khlongsuan 1 Co., Ltd.  2013 – Present Director, D.C. Warehouse and Factory Co., Ltd.  1993 – Present Director, M.T. Group Service Co., Ltd.	
Hold company shares (Information as of December 31, 2025)	:	53,156,245 ordinary shares, representing 3.87% of all issued shares.	
Meeting attendance history over the past year	:	Attend the Board of Directors' meeting  Annual General Meeting of Shareholders	Amount 4/4 time  Amount 1/1 time

**History of directors who are due to resign according to the 2026 annual term and have been nominated to return to the position of directors of the Company for another term**

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The Company has criteria for selecting and appointing directors and top executives according to their qualifications. As follows

1. Being a natural person and reaching the age of majority
2. Not bankrupt incompetent person or quasi incompetent
3. Never been imprisoned by a final judgment to imprisonment for an offense relating to property committed dishonestly
4. Never been punished by dismissal or dismissal from government service or organization or government agency malpractice base
5. Not being accused by the SEC Office or being prosecuted by the SEC Office or having been sentenced to imprisonment by a final judgment Whether or not the court has a judgment to suspend the punishment and has either been released from imprisonment or has been released from the suspension of sentence for less than 3 years, only for offenses under the law on securities and exchange or the law on futures contracts as follows:
  - (1) Unfair actions relating to the trading of securities or futures contracts
  - (2) Fraud or causing damage to property, creditors or the public
  - (3) Not performing duties with caution or honesty
  - (4) Deliberately making false statements on a material basis or concealing material facts that should be disclosed
  - (5) Engage in securities or derivatives business without permission and is considered a public fraud.
6. Not being charged by the financial institution supervisory authority whether domestically or internationally or not being prosecuted as a result of the accused agency or not being subjected to such agency Must not be a director or executive of a financial institution or have never been sentenced to imprisonment by a final judgment Whether or not the court has a judgment to suspend the punishment and has either been released from imprisonment or has been released from suspension of sentence for less than 3 years, only on the grounds arising from deceitful, fraudulent, or dishonest management of assets and cause damage whether to the financial institution where that person is a director or an executive or per customer

History of directors who are due to resign according to the 2026 annual term and have been nominated to return to the position of directors of the Company for another term

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7. Never been sentenced to imprisonment Whether or not the court has a judgment to suspend the punishment and having either completed the term of imprisonment or the suspension of sentence for less than 3 years.
8. Not being a person who has been ordered by the court to vest his assets in accordance with the law on the prevention and suppression of corruption. Anti-money laundering laws or other laws of the same nature, and it has not yet surpassed 3 years from the date of the court's order that the assets shall be vested in the state.
9. No action behavior or refrain from acting in bad faith or gross negligence in the transaction of the Company or its subsidiaries and causing damage to the company or shareholders or cause him or others to gain undue benefits
10. No disclosure behavior or disseminate information or false statements about the company or its subsidiaries that may lead to misunderstanding or by concealing material facts that should be disclosed which may affect decision-making by shareholders, investors or related parties Either by order accountability or participate in the preparation of the disclosure or disseminate that information or message or by any other act or omission, unless it can be proved that by his position, status or duty cannot know the falsehood of such information or statements or lack of facts that should be reported

In this regard, the following transactions of the Company or its subsidiaries whether it's an order, approval, support, benefit. Or significant participation in any other manner Behaving dishonestly unless it can be proven otherwise

- (1) A transaction that is not made in the same manner as a reasonable business person would do with a general counterparty in the same situation. And not primarily for the benefit of the Company or its subsidiaries or in a way that benefits oneself or another person
  - (2) Transactions that do not comply with the rules prescribed by the Securities and Exchange Act regarding connected transactions or making significant transactions that fall within the scope of an acquisition or disposition of assets
11. No behavior that is unfair or taking advantage of investors in trading securities or futures contracts. Or have or have participated in or supported such acts

## Information of independent directors and the definition of independent directors for proxy

### Definition of “Independent Director”


Mitsib Leasing Public Company Limited (“ the Company”) requires that independent directors have qualifications in accordance with the Company's corporate governance policy. The criteria are consistent with and equivalent to those of the Securities and Exchange Commission of Thailand as follows:

1. Holding shares not exceeding one (1) percent of the total number of shares with voting rights of the Company, parent company, subsidiary company, associated company, major shareholder or controlling person of the Company, including the shares held by related persons of such independent director as well.
2. Not being or having been an executive director, employee, staff, advisor who receives regular salary Or a controlling person of the company, parent company, subsidiary company, associated company, same-level subsidiary company major shareholder or a controlling person of the Company Unless he has retired from the aforementioned nature for not less than 2 years.
3. Not being a person related by blood or by legal registration as father, mother, spouse, sibling, and child, including spouse of child of other directors, executives, major shareholders controller or a person who will be nominated as a director Executives or controlling persons of the Company or its subsidiaries
4. Not having or having had a business relationship with the Company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company in a manner that may obstruct the exercise of independent judgment Including not being or having been a significant shareholder Or a controlling person of a person having a business relationship with the company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company Unless he has retired from the aforementioned nature for not less than 2 years.
5. Not being or having been an auditor of the Company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company and not being a significant shareholder controller or partners of the audit firm which has auditors of the Company, parent company, subsidiaries, associated companies, major shareholders or a controlling person of the Company Unless he has retired from the aforementioned nature for not less than 2 years.
6. Not being or used to be a professional service provider this includes providing legal or financial advisory services. which receives service fees of more than 2 million baht per year from the Company, parent company, subsidiary company, associated company, major shareholder or a controlling person of the Company and not being a significant shareholder controller or partner of that professional service provider as well Unless he has retired from the aforementioned nature for not less than 2 years.
7. Not being a director who has been appointed as a representative of the Company's directors major shareholder or shareholders who are related to major shareholders
8. Do not operate any business that has the same nature and is in significant competition with the business of the Company. or its subsidiaries or not being a significant partner in a partnership or being an executive director, employee, staff, consultant who receives regular salary or holding shares in


excess 1% of the total voting shares of other companies which operates a business that has the same nature and is in significant competition with the business of the Company or its subsidiaries

9. Does not have any other characteristics that make him unable to express independent opinions on the Company's operations.

Information of independent directors who shareholders can appoint as proxies to attend the 2026  
Annual General Meeting of Shareholders

Name	Mr. Prakit Sirivattanaket	
Position	Independent Director and Audit Committee	
Age	45 years old.	
Nationality	Thai	
Address	513/20, Soi Wat Chan Nai, Bang Khlo Subdistrict, Bang Kho Laem District, Bangkok 10120	
shareholding in the Company	-do not have-	
Agenda with stakeholders	Agenda 6: To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2026	
Agenda with special interests	-do not have-	

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ชื่อ	Dr. Singchai Boonyayoton	
ตำแหน่ง	Independent Director and Audit Committee	
อายุ	66 years old.	
สัญชาติ	Thai	
ที่อยู่	109/196 Plaibang Rd., Mahasawat, Bang Kruai, Nonthaburi 11130.	
การถือหุ้นในบริษัทฯ	-do not have-	
วาระการประชุมที่มีส่วนได้เสีย	Agenda 9 : To consider and approve the remuneration of the Board of Directors and sub-committees for the year 2023	
วาระการประชุมที่มีส่วนได้เสียพิเศษ	-do not have-	

## Company's Articles of Association related to the shareholders' meeting

### Shareholder meeting Proxy for attending the shareholders' meeting and voting rights

NO. 32 The Board of Directors shall hold an Annual Ordinary General Meeting of Shareholders within four (4) months from the end of the Company's fiscal year.

Other shareholders' meetings apart from the first paragraph be called an extraordinary meeting The Board of Directors may call an extraordinary meeting of shareholders whenever it deems appropriate.

One or more shareholders holding shares in aggregate of not less than ten percent of the total number of shares sold. They can sign their names and make a letter requesting the Board of Directors to call an extraordinary meeting of shareholders at any time. However, the subject matter and reasons for calling the meeting must be clearly stated in the said letter. In such a case The Board of Directors must hold a shareholders' meeting within forty-five days from the date of receipt of the letter from the shareholders.

In the event that the Board of Directors fails to hold a meeting within the period under paragraph three All shareholders who subscribed to each other or other shareholders combined to obtain the number of shares as required. The meeting may be called by itself within forty-five days from the date of expiration of the period under paragraph three. In such a case It shall be deemed that the meeting of shareholders is called by the Board of Directors. The Company shall be responsible for necessary expenses incurred from holding the meeting and providing reasonable facilitation.

NO. 33 Calling In convening a shareholders' meeting, the Board of Directors shall prepare a written notice of the meeting specifying the venue, date, time, agenda, and the matters to be proposed to the meeting, together with reasonable details. The notice shall clearly state whether each matter is submitted for acknowledgment, approval, or consideration, as the case may be, and shall include the Board of Directors' opinion on such matters.

The notice shall be delivered to the shareholders and the registrar not less than seven (7) days prior to the meeting date. In this regard, any publication of the notice of the meeting may be made through electronic media or by any other means as prescribed by the Public Limited Companies Act. Such publication shall be made not less than three (3) days prior to the meeting date and for a consecutive period of not less than three (3) days.

The place where the meeting will be held will be in the province where the company's head office is located. Or any other place in Thailand as determined by the Board.

NO. 34 Shareholder meeting There must be at least twenty-five (25) shareholders and proxies (if any) attending the meeting or not less than one-half (1/2) of the total number of shareholders. And must hold shares amounting to not less than one-third (1/3) of the total number of shares sold to constitute a quorum.

In the event that any shareholder meeting when one (1) hour has passed since the appointed time, the number of shareholders attending the meeting is inadequate to constitute a quorum as specified

in the first paragraph. If the shareholders' meeting was called because of the request of the shareholders Let the meeting be suspended. If the meeting of shareholders was not called at the request of the shareholders make a new meeting and in this case, the notice of the meeting shall be sent to the shareholders at least seven (7) days prior to the meeting date. In the latter meeting, it is not mandatory that a quorum be formed.

NO. 35 The Chairman of the Board shall be the chairman of the shareholders' meeting. In case the Chairman is absent from the meeting or unable to perform duties The Vice Chairman shall preside over the meeting. If there is no vice chairman or was absent from the meeting or unable to perform duties the meeting shall elect one of the shareholders present to preside over such meeting.

NO. 36 Voting at the shareholders' meeting It shall be deemed that one (1) share has one (1) vote and any shareholder has a special interest in any matter. That shareholder has no right to vote on that matter. In addition to voting for the election of directors And the resolution of the shareholders' meeting must consist of the following votes:

- (1) In normal case, the majority vote of the shareholders who attend the meeting and vote. If there are equal votes, the chairman of the meeting shall have an additional vote. (1) as a deciding vote.
- (2) The following cases 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 is required.
  - (A) Sale or transfer of all or important parts of the Company's business to other persons
  - (B) Purchasing or accepting business transfers of private companies or other public companies as the Company
  - (C) making, amending or terminating contracts relating to the lease of all or important parts of the Company's business Assigning any other person to manage the business of the Company or the merger with other persons for the purpose of profit and loss sharing
  - (D) Amendment to the Memorandum of Association or company regulations
  - (E) Increase or decrease of the company's registered capital
  - (F) Company dissolution
  - (G) Issuance of company debentures
  - (H) The merger of the company with another company

NO. 37 Businesses that should be convened by the annual general meeting of shareholders are as follows:

- (1) Acknowledgment of the Board of Directors' report showing the Company's operations in the past year.
- (2) to consider and approve the balance sheet and profit and loss account
- (3) Consider approving profit allocation and dividend payment
- (4) Consider the election of new directors to replace directors who have retired from office according to the term of office.
- (5) To consider the remuneration of directors.
- (6) Consider appointing an auditor and determine the amount of audit fee; and
- (7) Other businesses

**Board**

- NO. 16 The company shall have a board of directors to operate the business of the company. It consists of at least five (5) directors, of whom not less than half (1/2) of the total number of directors must reside in Thailand. And the company's directors must be qualified as required by law.  
Company directors may or may not be shareholders of the Company.
- NO. 17 The shareholders' meeting shall elect the Company's directors in accordance with the criteria. and the following methods
- (1) One shareholder has a vote equal to one (1) share per one (1) vote.
  - (2) Each shareholder may use all the votes he has under (1) to elect one or more persons to be directors. In the event that several persons are elected as directors cannot divide the votes to any person in any amount
  - (3) Persons receiving the highest number of votes in descending order will be elected as directors equal to the number of directors to be elected at that time. In the event that the persons elected in descending order have equal votes which would otherwise exceed the number of directors required or to be elected at that time. The chairman of the meeting shall have a casting vote.
- NO. 18 At every annual general meeting of shareholders One-third (1/3) of the directors shall retire from office if the number of directors is not a multiple of three. then issued the number nearest to one-third (1/3)  
Director who retired may be re-elected to take office again  
Directors who must retire from office in the first and second year after the registration of the company.  
To draw lots for the following years, the director who has been in office the longest is the one who retires.
- NO. 19 In addition to retiring from office by rotation Directors will retire from office when:
- (1) Dead
  - (2) Resign
  - (3) Lack of qualifications or having prohibited characteristics under the law on public limited companies and the law on securities and exchange
  - (4) The shareholders' meeting resolved to retire according to 21.
  - (5) The court issued a dismissal order.
- No. 21 The shareholders' meeting may pass a resolution to remove any director from office before the expiration of the term with one vote. Not less than three-fourths (3/4) of the number of shareholders attending the meeting and having the right to vote. And holding shares amounting to not less than half (1/2) of the number of shares held by shareholders attending the meeting and having the right to vote.
- NO. 23 Company's directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses or other forms of benefits. As the meeting of shareholders will consider and resolve with a vote of not less than two-thirds (2/3) of the total number of votes of the shareholders attending the meeting. The directors' remuneration may be determined in a fixed amount or set as specific criteria. And will be determined from time to time or it can be effective forever until

the shareholders' meeting resolves to change otherwise. In addition, the directors are entitled to allowances and other welfare according to the regulations of the company.

The statement in the first paragraph shall not affect the rights of directors appointed from employees or employees of the Company to receive remuneration and benefits as employees or employees of the Company.

#### **Dividend payment and reserves**

NO. 45 Dividends shall not be paid from any source other than profits. If the Company still has accumulated losses, no dividends shall be paid.

Dividends shall be distributed equally on a per-share basis. However, if the Company has issued preference shares and prescribed that such preference shares are entitled to dividends at a rate different from that of ordinary shares, the dividends shall be allocated in accordance with such prescribed terms. The payment of dividends must be approved by the shareholders' meeting.

The Board of Directors may, from time to time, pay interim dividends to shareholders if it considers that the Company has sufficient profits to justify such payment. Once interim dividends have been paid, the Board of Directors shall report such payment to the shareholders' meeting at the next meeting.

Payment of dividends shall be made within one (1) month from the date of the resolution of the shareholders' meeting or the Board of Directors' meeting, as the case may be. Written notice thereof shall be given to the shareholders, and a notice of dividend payment shall be published through electronic media or by any other means as prescribed by the Public Limited Companies Act for a consecutive period of not less than three (3) days.

NO. 46 The company must allocate part of the annual net profit as a reserve fund of not less than five (5) percent of the annual net profit. Less the accumulated loss brought forward (if any) until the reserve fund is not less than ten (10) percent of the registered capital.

#### **Accounting, Finance and Auditing**

NO. 38 The company's fiscal year begins on January 1 and ends on December 31 of each year.

NO. 39 The company must arrange for the making and keeping of the account books. As well as auditing as required by relevant laws. And must prepare a balance sheet and profit and loss account at least once in the twelve (12) month period which is the accounting year of the company.

NO. 40 The board of directors must have the balance sheet and profit and loss account prepared at the end of the company's fiscal year to be presented to the meeting. Shareholders at the annual general meeting for approval and the Board of Directors must arrange for an auditor to complete the audit of the balance sheet and profit and loss statement before presenting it to the shareholders' meeting.

NO. 41 The Board of Directors must deliver the following documents to the shareholders. along with the notice of the annual general meeting of shareholders

- (1) Copy of the balance sheet and profit and loss account audited by the auditor together with the auditor's audit report; and
- (2) Annual report of the board along with various supporting documents to accompany the report

NO. 42 The auditor must not be a director, employee, employee or person holding any position in the company.

NO. 43 The auditor has the authority to audit accounts, documents and any other evidence related to income and expenses. As well as the assets and liabilities of the company during the business hours of the company. as well as requiring those persons to clarify the facts or submit documents or evidence relating to the operations of the company

NO. 44 The auditor has a duty to attend every shareholders' meeting of the company when the balance sheet is considered. Profit and loss account and problems with the company's accounts to clarify the audit to the shareholders. And the company shall submit to the auditor all reports and documents of the company that the shareholders are expected to receive at that meeting of shareholders.

### **Rules for attending the shareholders' meeting via electronic media (E-AGM)**

Shareholders or proxies who wish to attend the meeting must submit documents proving their identity as specified to the Company. The Company shall verify the list of shareholders according to the closing information of the shareholders' register book who have the right to attend the meeting wholly and correctly. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the Email you have sent to inform the Company. The Link will be sent two days in advance of the meeting date.

#### **Requesting to attend the meeting via electronic media**

Shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting in two ways as follows:

1. Submit your request to attend the meeting by sending information via Email or postal mail.
2. Submit your request to attend the meeting by sending information via website or QR Code.

**If shareholders wish to notify their intention to attend the meeting via electronic media (E-AGM) by sending information via Email or postal:**

1. Please fill in the document requesting to attend the meeting via electronic media (E-AGM) (Attachment 9) by specifying your Email and your mobile phone number clearly for registering for the meeting.
2. Attach a copy of proof of identity to confirm the right to attend the E-AGM meeting.
  - 2.1 Shareholders who are natural persons:
    - If a shareholder wishes to attend the meeting in person via E-Meeting:
      - Attach a copy of a valid government-issued identification document such as an ID card, government ID card, driver's license, or passport. In case of name-surname changes, shareholders are requested to attach supporting evidence.

- If a shareholder appoints another person to attend the meeting on his/her behalf via E-Meeting:
  - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;
  - A copy of the proxy grantor's identity document, such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed certifying the true copy of the proxy.
  - A copy of the proxy's identity document, such as an ID card, a government official an ID card, passport (In the case of foreigners) that have not expired and signed certifying the true copy of the proxy.

## 2.2 Shareholders who are juristic persons:

- If the person authorized to sign on behalf of the juristic person (director) wishes to attend the meeting in person via electronic media (E-Meeting)
  - A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
  - A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- If the proxy is assigned to attend the meeting instead via electronic media (E-Meeting)
  - The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with duty stamp affixed;

- A copy of the shareholder's juristic person registration certificate issued no later than one year before the date of the shareholders' meeting, which is duly certified by the juristic person representative (director) authorized to sign on behalf of the juristic person.
- A copy of the identity document of the representative of the juristic person (director), such as an ID card, a government official ID card, passport (In the case of foreigners) that has not expired and signed to certify the true copy.
- Copy of the identity document of the proxy as in the case of natural persons as mentioned above.

Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

3. Submit the documents requesting to attend the meeting via electronic media (item 1) and proof of identity together with supporting documents (item 2) by sending to the Company.
  - Email channel: [sec\\_com@mitsibleasing.com](mailto:sec_com@mitsibleasing.com)
  - Postal channels: Mitsib Leasing Public Company Limited 895-6 Village No. 5, Srinakarin Road, Samrong Nuea Subdistrict, Mueang District, Samut Prakan Province 10270
  - Website page channel: [www.mitsibleasing.com](http://www.mitsibleasing.com)

If a shareholder wishes to submit a request to attend the meeting via electronic media (E-AGM) via the website or QR Code

1. Request to attend the meeting via Web Browser: Chrome by going to

Scan QR Code	Go to Link
	<a href="https://mitsib.thekoble.com/agm/emeeting/index/1">https://mitsib.thekoble.com/agm/emeeting/index/1</a>

2. Fill in the information of shareholders:

1. Securities holder account number;
2. Name (do not include a title)
3. Last Name
4. ID card number;
5. Choose to accept the terms and consent to access to personal information;
6. Press "Confirm"

3. Check the name of the shareholder and the number of shares. If correct, please fill in shareholder information.

1. Name - Surname (English);
2. Email to receive a link to attend the meeting;
3. Mobile phone number;

Self-Attending: Shareholder's mobile number.

Proxy: **Proxy's mobile number**. (Used to log in system).

4. Select the attendance type:

- i. Attend the meeting in person via E-AGM;
  - ii. Authorize the natural persons to attend the meeting via E-AGM;
  - iii. Assign a proxy to an independent director;
5. Press "Next"

**In the case of shareholders attending the meeting in person:**

Prepared shareholders' identification documents

1. Attach a copy of the shareholder's identity document;
2. Attach a copy of other identity documents;
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Close window to finish;

**In the case of appointing the natural person to attend the meeting via E-AGM:**

Prepared shareholders' identification documents

1. Attach a copy of the shareholder's identity document;
2. Attach a copy of other identity documents;
3. Press "Next";
4. Save the proxy's information and attach supporting documents:
  - a. Name-surname of the proxy (Thai language);
  - b. Name-surname of the proxy (English);
  - c. Attach a copy of the proxy's identity document;
  - d. Attach the proxy form with complete information and signature;
5. Press "Next";
6. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
7. Close window to finish;

**In the case of appointing a proxy to an independent director:**

1. Attach a copy of the shareholder's identity document (Like in the case of shareholders attending the meeting in person);
2. Attach the completed and signed proxy form;
3. Press "Next";
4. The system will display a message "Information received successfully," check the name, surname, and number of shares again;
5. Close window to finish;

#### Electronic Proxy Voting (e-Proxy Voting) (This service is for individual shareholders only)

Prepare your original ID card, mobile phone, and register using a device that supports photography.

1. You can register and access the service at Investor Portal <https://ivp.tsd.co.th/signin>
2. Accept the terms and conditions.
3. Verify identification documents and confirm identity.
4. Enter registration details and confirm OTP.
5. Follow the system instructions or contact [support/service]. SET Contact Center :  
[www.set.or.th/contactcenter](http://www.set.or.th/contactcenter) Contact number 02-009-9999

Remark: The system for receiving the request to attend the meeting will be open for operation from March 25, 2026 to 17 เมษายน 2026 date or until the meeting is completed. (The system does not accept information on Saturdays, Sundays, and public holidays.)

Suppose the documents or evidence mentioned above are not Thai or English versions. In that case, the shareholders must present an English translation of the document signed to certify the translation by the shareholder or by an authorized signatory to bind that juristic person (in the case of a juristic person).

#### Electronic Meeting Attendance (E-AGM):

1. Once the shareholders or proxies wish to attend the meeting and have been fully verified, you will receive an Email from the meeting organizer, a link for attending the meeting,

and a system's user manual two days before the meeting date. Please study the manual on how to use the E-AGM meeting system in detail. If you haven't received the Email within the April 9, 2025 date, please get in touch with the Company immediately.

2. Please prepare the following information for logging in the meeting

Self-Attending: Shareholder Account Number (10 digits Number) and ID Card.

Proxy: Proxy ID Card and Proxy's Mobile Number.

3. Meeting attendance and voting via electronic media can be used with computers/notebooks/tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home internet basic.

Note: In case of meeting via tablet and mobile phone, Zoom Cloud Meeting program must be installed before attending the meeting, which can be downloaded as follows:

IOS system	Android system
	
<a href="https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307">https://apps.apple.com/th/app/zoom-cloud-meetings/id546505307</a>	<a href="https://play.google.com/store/apps/details?id=us.zoom.videomeetings">https://play.google.com/store/apps/details?id=us.zoom.videomeetings</a>

4. The system will open for meetings 60 minutes before the start of the meeting. However, the live broadcast will only start at the time of the meeting.
5. To log in, attendees must use the information of the shareholder registration number and the shareholder's ID card number.
6. Voting through the E-Voting system, you will be able to vote for each agenda only by voting for agreeing, disagreeing, or abstaining. In case of not voting in any agenda, the

system will be deemed to vote as agree immediately (using the vote-counting method by pouring votes towards agreeing).

7. If attendees have any problems or problems in using the E-AGM system, you can contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

**\*\*\* This E-AGM meeting will be an electronic meeting only and will not be held in a conventional meeting venue; therefore, shareholders are requested not to come to the Company. \*\*\***

**If a shareholder wishes to appoint an independent director as a proxy:**

Suppose any shareholders cannot attend the E-AGM meeting in person or cannot appoint other proxies to attend the E-AGM meeting and wish to appoint an independent director as a proxy. In this regard, they can send a proxy form (Attachment 7) specifying the proxy as one of the independent directors as specified by the Company along with supporting documents to the Company by the date within the date April 17, 2026 via the following channels:

- By Email: [sec\\_com@mitsibleasing.com](mailto:sec_com@mitsibleasing.com)
- By mail: Company Secretary Office, Mitsib Leasing Public Company Limited, 895-6 Village No. 5, Srinakarin Road, Samrong Nuea Subdistrict, Mueang District, Samut Prakan Province 10270

Note: If the shareholders specify their votes in each agenda, the independent directors will cast their votes as specified in the proxy form. In which the voting in each agenda, shareholders have the right to vote in agreeing, disagreeing, or abstaining only and cannot divide a partial vote (unless it is a Custodian vote).

**In the case of a shareholder who is a foreign investor and appoints a custodian in Thailand to be a stock depository and keeper:**

Please submit the following information:

1. The Proxy Form C (attached with the invitation letter) is filled in all information signed by the proxy grantor and the proxy correctly and entirely together with a 20-baht duty stamp affixed;
2. Custodian juristic person registration certificate (Custodian) with a signature certifying true copy by the authorized signatory on behalf of the juristic person of the Custodian or the attorney with the corporate seal (if any).
3. A power of attorney from the shareholders for the Custodian to be authorized to sign the proxy form;
4. A letter confirming that the person signing the proxy form is authorized to operate a custodian business;
5. Copy of ID card, or a copy of government official ID card, or copy of passport (In the case of foreigners) of the proxy with certified the true copy;
6. Submit information via the following channels:
  - By Email: [sec\\_com@mitsibleasing.com](mailto:sec_com@mitsibleasing.com)
  - By mail: Company Secretary Office, Mitsib Leasing Public Company Limited, 895-6 Village No. 5, Srinakarin Road, Samrong Nuea Subdistrict, Mueang District, Samut Prakan Province 10270

**Submitting advice or questions related to business, industry, Company performance, or related to any agenda which will be considered at the E-AGM meeting:**

If shareholders wish to submit suggestions or questions, they can be done in two ways as follows:

1. Send advice or questions **in advance** to the Company before the meeting date through the following channels:

- By Email: sec\_com@mitsibleasing.com
- Telephone: 02-743-8787 ต่อ 904 (Company Secretary Department)
- By mail: Company Secretary Office, Mitsib Leasing Public Company Limited, 895-6 Village No. 5, Srinakarin Road, Samrong Nuea Subdistrict, Mueang District, Samut Prakan Province 10270

2. Submit advice or questions during the meeting to those attending the E-AGM meeting. The attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Company has opened channels for sending advice and questions during the meeting as follows:

- Q&A Chat channel for text messages;
- An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' Emails).

In this regard, if shareholders have questions about the meeting, they can contact the following staff:

1. Regarding submitting documents confirming identity to attend the shareholders' meeting via E-Meeting, please contact the Company Secretary for further information via the Company's contact channels as detailed above.
2. Regarding the process of attending the meeting and voting via E-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd. at the phone number specified in the Email that sends you the system's user manual.

## User Manual for the Electronic Shareholder Meeting System



**Shareholders wishing to register their intention to attend the meeting electronically  
(E-AGM) can do so via the website or QR code.**





ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ บริษัท มิตรสลิป ลิซซิ่ง จำกัด (มหาชน)  
Acceptance for the invitation of online meeting of Mitsib Leasing Public Company

วันที่.....เดือน.....พ.ศ.....  
Date Month Year

- (1) ข้าพเจ้า.....หมายเลขบัตรประชาชน/หนังสือเดินทาง.....  
I/We, Identification Card/Passport number  
สัญชาติ.....บ้านเลขที่.....ถนน.....ตำบล/แขวง.....  
Nationality Residing at No. Road Sub district  
อำเภอ/เขต.....จังหวัด.....รหัสไปรษณีย์.....  
District Province Postal Code
- (2) เป็นผู้ถือหุ้นของ บริษัท มิตรสลิป ลิซซิ่ง จำกัด (มหาชน)  
Being a shareholder of Mitsib Leasing Public Company  
โดยถือหุ้นรวมทั้งสิ้น ..... หุ้น  
Holding the total amount of shares

ประสงค์จะร่วมประชุมและลงคะแนนผ่านสื่ออิเล็กทรอนิกส์สำหรับการประชุมสามัญผู้ถือหุ้นประจำปี 2568  
I would like to participate the E-AGM for Annual General Meeting 2021

เข้าร่วมประชุมด้วยตัวเอง  
Self-Attending

มอบฉันทะให้ (นาย/นาง/นางสาว)..... ได้เข้าร่วมประชุมดังกล่าวข้างต้น  
Proxy to attend the meeting.

- (3) ข้อมูลในการจัดส่งวิธีการเข้าร่วมประชุม  
Please send the Link to join the meeting by below email

อีเมล..... (โปรดระบุ)  
E-Mail Please fil in the blank.

โทรศัพท์มือถือ..... (โปรดระบุ)  
Mobile Number Please fil in the blank.

- (4) จัดส่งเอกสารเพื่อยืนยันตัวตน ตามเอกสารแนบ 6 วิธีการเข้าร่วมประชุม ภายในวันที่ 17 เมษายน 2569  
Please submit the required document per an attachment 6 by April 17, 2026

- (5) เมื่อได้รับการยืนยันตัวตน บริษัทฯ จะจัดส่งลิงค์การเข้าร่วมประชุมและวิธีการเข้าร่วมประชุมไปยังอีเมลที่ท่านได้ระบุ  
Once you have verified, the company will send the Link to join the meeting via email

- (6) ในวันประชุมผู้ถือหุ้นจะต้องเตรียม เลขบัญชีผู้ถือหุ้น และเลขบัตรประชาชนไว้ สำหรับการเข้าร่วมประชุม  
Please prepare your Account Number and your Identification Card Number for log in the meeting.

ลงชื่อ/Signed.....ผู้ถือหุ้น/Shareholder

(.....)

หนังสือมอบฉันทะ (แบบ ก.)  
Proxy (Form A.)  
(แบบทั่วไป)  
(General Form)

(ปิดอากรแสตมป์  
20 บาท)

เขียนที่ \_\_\_\_\_  
Written at \_\_\_\_\_  
วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_  
Date Month Year

(1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_  
I/We \_\_\_\_\_ Nationality  
อยู่บ้านเลขที่ \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
Residing at \_\_\_\_\_ Road \_\_\_\_\_ Sub-District \_\_\_\_\_  
อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
District \_\_\_\_\_ Province \_\_\_\_\_ Postal Code \_\_\_\_\_

(2) เป็นผู้ถือหุ้นของบริษัท มิตรสิบลิสซิ่ง จำกัด (มหาชน)  
as a shareholder of Mitsui Leasing Public Company Limited,  
โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้น และออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
holding the total number of \_\_\_\_\_ shares, and having the right to vote equal to vote(s), as follows:  
 หุ้นสามัญ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Ordinary share \_\_\_\_\_ share(s), \_\_\_\_\_ having the right to vote  
equal to vote(s),  
 หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Preference share \_\_\_\_\_ share(s), \_\_\_\_\_ having the right to vote  
equal to vote(s),

(3) ขอมอบฉันทะให้  
Hereby authorize either one of the following persons as proxy  
 1) นายประทีป สิริวัฒนเกตุ อายุ 46 ปี อยู่บ้านเลขที่ 513/20  
Age years, residing at  
ซอย วัดจันทร์ใน ตำบล/แขวง บางโคล่ อำเภอ/เขต บางคอแหลม  
Road Sub-District District  
จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10120 หรือ  
Province Postal Code or  
 2) ดร. สิงห์ชัย บุญยโยธิน อายุ 67 ปี อยู่บ้านเลขที่ 109/196  
Age years, residing at  
ถนน ปลายบาง ตำบล/แขวง มหาสวัสดิ์ อำเภอ/เขต บางกรวย  
Road Sub-District District  
จังหวัด นนทบุรี รหัสไปรษณีย์ 11130 หรือ  
Province Postal Code or  
 3) \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
Age years, residing at  
ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ/เขต \_\_\_\_\_  
Road Sub-District District  
จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
Province Postal Code

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมสามัญ  
ผู้ถือหุ้นประจำปี 2569 ในวันศุกร์ที่ 24 เมษายน 2569 เวลา 13.00 น ณ โดยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เป็นการ  
ให้บริการ E-AGM ของบริษัท โอเจ อินเทอร์เน็ตเนชั่นแนล จำกัด

Anyone who is my representative to attend and vote on my behalf at the 2026 Annual General Meeting of  
Shareholders on Friday, April 24, 2026 at 1:00 PM, by means of an electronic meeting. (E-AGM) is a service of

E-AGMofOJInternationalCompanyLimited.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any business carried out by the proxy holder in the said meeting shall be deemed as if having been performed by myself.

ลงชื่อ/Signed \_\_\_\_\_ ผู้มอบฉันทะ/Grantor  
( \_\_\_\_\_ )

ลงชื่อ/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
( \_\_\_\_\_ )

**หมายเหตุ:** ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้

**Remark:** The shareholder appointing the Proxy must authorize only one proxy to attend the meeting and voting and shall not allocate the number of shares to several proxies to vote separately.

## หนังสือมอบฉันทะ แบบ ข.

## Proxy Form B.

(แบบที่กำหนดรายการต่างๆ ที่จะมอบฉันทะที่ละเอียดชัดเจนตายตัว)  
(Form with fixed and specific details authorizing proxy)(เปิดอากรแสตมป์ 20 บาท)  
(Please attach stamp  
duty of Baht 20)

เขียนที่ \_\_\_\_\_

Written on

วันที่ \_\_\_\_\_ เดือน \_\_\_\_\_ พ.ศ. \_\_\_\_\_

Date Month Year

- (1) ข้าพเจ้า \_\_\_\_\_ สัญชาติ \_\_\_\_\_  
I/We Nationality
- อยู่บ้านเลขที่ \_\_\_\_\_ ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_  
Residing at Road Sub-District
- อำเภอ/เขต \_\_\_\_\_ จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_  
District Province Postal Code

## (2) เป็นผู้ถือหุ้นของ บริษัท มิตรลีส ลิซซิง จำกัด (มหาชน)

as a shareholder of Mitsib Leasing Public Company Limited,

โดยถือหุ้นจำนวนทั้งสิ้นรวม \_\_\_\_\_ หุ้นและออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง ดังนี้  
holding a total number of \_\_\_\_\_ shares and having voting rights equivalent to vote(s), as follows:

- หุ้นสามัญ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Ordinary share share(s) having voting rights equivalent to vote(s)
- หุ้นบุริมสิทธิ \_\_\_\_\_ หุ้น ออกเสียงลงคะแนนได้เท่ากับ \_\_\_\_\_ เสียง  
Preferred share share(s) voting rights equivalent to vote(s)

## (3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)

hereby appoint (please choose one of following)

กรณีเลือกข้อ 1. กรุณาทำ  
เครื่องหมาย ✓ ที่  1. และระบุ  
ชื่อผู้รับมอบอำนาจ

If you make proxy by choosing  
No. 1, please mark ✓ at  1.  
and give the details of proxy

1. ชื่อ \_\_\_\_\_ อายุ \_\_\_\_\_ ปี อยู่บ้านเลขที่ \_\_\_\_\_  
Name Age Years Residing at no.
- ถนน \_\_\_\_\_ ตำบล/แขวง \_\_\_\_\_ อำเภอ/เขต \_\_\_\_\_  
Road Subdistrict District
- จังหวัด \_\_\_\_\_ รหัสไปรษณีย์ \_\_\_\_\_ หรือ  
Province Postal code Or

กรณีเลือกข้อ 2. กรุณาทำ  
เครื่องหมาย ✓ ที่  2. และเลือก  
กรรมการคนใดคนหนึ่ง

If you make proxy by choosing  
No. 2, please mark ✓ at  2.  
And choose one of these  
members of the Independent

2. แต่งตั้งกรรมการอิสระที่เป็นตัวแทนรับมอบฉันทะในการประชุมผู้ถือหุ้น ดังต่อไปนี้  
Appoint the following members of the Independent Directors of the Company:
- (1) ชื่อ นายประกิต สิริวัฒนเกตุ อายุ 46 ปี อยู่บ้านเลขที่ 513/20  
ซอย วัดจันทรีโน ตำบล/แขวง บางโคล่ อำเภอ/เขต บางคอแหลม  
จังหวัด กรุงเทพมหานคร รหัสไปรษณีย์ 10120 หรือ  
Mr. Prakit Sirivattanaket, 46 years, residing at no.513/20, Soi Wat Chan Nai, Bang Khlo  
Subdistrict, Bang Kho Laem District, Bangkok 10120

หนังสือมอบฉันทะ แบบ ข.

(2) ชื่อ ดร. สิงห์ชัย บุญยโยธิน อายุ 66 ปี อยู่บ้านเลขที่ 109/196  
ถนน ปลายบาง ตำบล/แขวง มหาสวัสดิ์ อำเภอ/เขต บางกรวย  
จังหวัด นนทบุรี รหัสไปรษณีย์ 11130 หรือ

Mr. Singhachai Boonyayotin, 64 years, residing at no.109/196, Plai Bang Road, Maha Sawat Subdistrict, Bang Kruai District, Nonthaburi 11130

(รายละเอียดประวัติกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย **ลำดับที่ 3** ของหนังสือเชิญประชุมสามัญผู้ถือหุ้น ประจำปี 2569)

(Detail of members of the Independent Directors of the Company are specified in Enclosure 10. of the Notice of the 2024 Annual General Meeting of Shareholders)

คนหนึ่งคนใดเพียงคนเดียว เป็นผู้แทนของข้าพเจ้าเพื่อเข้าร่วมประชุมและออกเสียงลงคะแนนในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันศุกร์ที่ 24 เมษายน 2569 เวลา 13.00 น. โดยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เป็นการให้บริการ E-AGM ของบริษัท โอเจ อินเตอร์เนชั่นแนล จำกัด เพื่อพิจารณาตามระเบียบวาระการประชุมดังต่อไปนี้ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

Only one of them as my/our proxy to attend and vote in 2026 Annual General Meeting of Shareholders to be held on Friday, April 24, 2026 at 1:00 PM, by means of an electronic meeting. (E-AGM) is a service of E-AGM of OJ International Company Limited. To consider according to the agenda as follows Or to be postponed to another date, time and place

(4) ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้

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

**วาระที่ 1** รับทราบรายงานของคณะกรรมการประจำปีและผลการดำเนินงานประจำปี สิ้นสุดวันที่ 31 ธันวาคม 2568

**Agenda No.1** To Consider acknowledging the Company's operating results for the year 2025.

- วาระนี้เป็นวาระเพื่อทราบจึงไม่มีการลงคะแนน -

- This agenda item is for acknowledgement and no casting of vote -

**วาระที่ 2** พิจารณานุมัติงบการเงินประจำปี 2568 สำหรับรอบระยะเวลาบัญชีสิ้นสุดวันที่ 31 ธันวาคม 2568

**Agenda No.2** To Consider approving the 2025 financial statements for the accounting period ending 31 December 2025.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

**วาระที่ 3** พิจารณานุมัติจัดสรรกำไรสุทธิเป็นทุนสำรองตามกฎหมาย ประจำปี 2568

**Agenda No.3** To consider and approve the allocation of net profit as a legal reserve for the year 2025.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

**วาระที่ 4** พิจารณานุมัติจ่ายปันผลสำหรับผลดำเนินงานของบริษัท และกำหนดรายชื่อผู้มีสิทธิได้รับปันผล (Record date) ประจำปี 2568

**Agenda No.4** To consider and approve the dividend payment for the Company's operating results for the year 2025 and to fix the Record Date for determining the shareholders entitled to receive dividends for the year 2025

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

**วาระที่ 5** พิจารณานุมัติแต่งตั้งกรรมการแทนกรรมการที่จะครบกำหนดออกตามวาระ

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

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

1. นายอรรถสิทธิ์ มั่งมี

Mr. Attasit

Mungmee

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

2. นายนิติพัทธ์ ยงค์สงวนชัย

Mr. Nitipat

Yongsanguanchai

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

3. นายนิทัศน์ ยงค์สงวนชัย

Mr. Nitat

Yongsanguanchai

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

**วาระที่ 6** พิจารณานุมัติกำหนดค่าตอบแทนของคณะกรรมการ ประจำปี 2569

**Agenda No.6** To Consider and approve the determination of the remuneration of the Board of Directors for the year 2026.

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้

(b) The proxy shall have the right to approve in accordance with my/our intention as follows:

เห็นด้วย

Approve

ไม่เห็นด้วย

Disapprove

งดออกเสียง

Abstain

**วาระที่ 7** พิจารณานุมัติแต่งตั้งผู้สอบบัญชี และกำหนดค่าตอบแทนผู้สอบบัญชี สำหรับปี 2569

**Agenda No.7** To Consider and approve the appointment of auditors. and determine the auditor's remuneration for the year 2026

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้  
(b) The proxy shall have the right to approve in accordance with my/our intention as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

**วาระที่ 8** พิจารณานุมัติการแก้ไขเพิ่มเติมข้อบังคับของบริษัท

**Agenda No.8** To consider and approve the Amendment to the Company's Articles of Association

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้  
(b) The proxy shall have the right to approve in accordance with my/our intention as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

**วาระที่ 9** พิจารณาเรื่องอื่นๆ (ถ้ามี)

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

- (ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร  
(a) The proxy shall have the right on my/our behalf to consider and approve independently as it deems appropriate.
- (ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้าดังนี้  
(b) The proxy shall have the right to approve in accordance with my/our intention as follows:
- |                                   |                                      |                                     |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve                           | Disapprove                           | Abstain                             |

(5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช่เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

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

(6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนเสียงในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือลงมติในเรื่องใดนอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the case that I/we have not declared a voting intention in any agenda item or my/our determination is not clearly specified or the meeting considers or ratifies resolutions in any matters apart from the agenda items specified above, in addition to any amendment, modification or addition of any facts, the proxy holder shall have the right to consider and vote on behalf of myself/ourselves as he/ she sees appropriate.

หนังสือมอบฉันทะ แบบ ข.

กิจการใดที่ผู้รับมอบฉันทะได้กระทำไปในการประชุมนั้น เว้นแต่กรณีที่มีผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุในหนังสือมอบฉันทะ ให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any act(s) undertaken by the proxy holder at such meeting unless the proxy holder does not vote as I/we specify in the proxy form shall be deemed as my/our own act(s) in every respect.

ลงชื่อ/Signed \_\_\_\_\_ ผู้มอบฉันทะ/Grantor  
( \_\_\_\_\_ )

ลงชื่อ/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
( \_\_\_\_\_ )

ลงชื่อ/Signed \_\_\_\_\_ ผู้รับมอบฉันทะ/Proxy  
( \_\_\_\_\_ )

**หมายเหตุ/Remark**

1. ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้  
A Shareholder shall appoint only one proxy to attend and vote at the meeting. A shareholder may not split shares for any more than one proxy in order to split votes.
2. ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ตามแนบ  
In the case that there is any other agenda item(s) to consider other than the specified agenda items mentioned above, the proxy may use the Attachment to the Proxy Form B.

## ใบประจำต่อแบบพิมพ์หนังสือมอบฉันทะแบบ ข.

## Attachment to the Proxy Form B.

## การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของบริษัท มิตรลิส ลิซซิ่ง จำกัด (มหาชน)

Grant of proxy as a shareholder of Mitsib Leasing Public Company Limited

ในการประชุมสามัญผู้ถือหุ้น ประจำปี 2569 ในวันศุกร์ที่ 24 เมษายน 2569 เวลา 13.00 น. โดยวิธีการประชุมผ่านสื่ออิเล็กทรอนิกส์ (E-AGM) เป็นการให้บริการ E-AGM ของบริษัท โอเจ อินเตอร์เนชั่นแนล จำกัด เพื่อพิจารณาตามระเบียบวาระการประชุมดังต่อไปนี้ หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่น

At the 2026 Annual General Meeting of Shareholders on at Friday, April 24, 2026 1:00 p.m. by means of electronic meeting (E-AGM), it is an E-AGM service of OJ International Co., Ltd. to consider the agenda. The following meeting or to be postponed to another date, time and place

วาระที่.....เรื่อง.....

Agenda Item                      Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my intention as follows:

 เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่.....เรื่อง.....

Agenda                                      Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my intention as follows:

 เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain

วาระที่.....เรื่อง.....

Agenda                                      Subject

(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

(a) The proxy holder shall be entitled to consider and resolve in lieu of me in all respects as deemed appropriate.

(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้

(b) The proxy holder shall vote in accordance with my intention as follows:

 เห็นด้วย ไม่เห็นด้วย งดออกเสียง

Approve

Disapprove

Abstain



**Mitsib Leasing Public Company Limited**

895-6 Moo 5, Srinakarin Road, Samrong Nuea Subdistrict, Mueang Samut Prakan District,  
Samut Prakan 10270

[www.mitsibleasing.com](http://www.mitsibleasing.com)