

ที่ MITSIB 008/2569

29 April 2026

Minutes of the 2026 Annual General Meeting of Shareholders

Mitsib Leasing PCL.

Time and Venue

The meeting was held on Friday , April 24, 2026 at 1:00 PM. Format of the meeting via electronic media (E-AGM)

The Company's Board of Directors has a total of 8 people:

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|-----------------------|-----------------|---|
| 1. Dr. Kitti | Yongsanguanchai | Chairman |
| 2. Assoc. Prof. Saran | Chookiat | Independent Director, Chairman of the Audit Committee, and Chairman of the Risk Management Committee |
| 3. Mr.Singhachai | Boonyayothin | Independent Director / Audit Committee and Chairman of the Corporate Governance, Nominating and Sustainable Development Committee |
| 4. Mr. Nithiphat | Yongsanguanchai | Director, Corporate Governance, Nominating and Sustainable Development Committee and Risk Management Committee |
| 5. Mr. Nutchua | Yongsanguanchai | Director, Corporate Governance, Nominating and Sustainable Development Committee and Risk Management Committee |
| 6. Mr. Prakit | Srivattanaket | Independent Director and Audit Committee |
| 7. Mr. Nithat | Yongsanguanchai | Director |
| 8. Mr. Attasit | Mungmee | Director |

Executives attending the meeting of the conference room live

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| 1. Miss.Branchen | Wannarat | Retaining Director of Accounting and Finance |
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The executives of the subsidiary's meeting room were broadcasted live.

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| 1. Mr.Tinnapop | Yongsanguanchai | Managing Director, Mitsib Sek Ngern Co., Ltd. |
| 2. Mr.Jirayu | Yongsanguanchai | Managing Director, Best Car Center Co., Ltd. |
| 3. Mr. Chalermchai | Kongkungval | Legal Advisor of the Company |

The auditor from EY Company Limited attended the meeting via electronic media.

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| 1. Miss Chutiwan | Chansawangphuwana | Certified Public Accountant, Registration No. 8265 |
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Before the meeting begins

Mitsib Leasing Public Company Limited (“Company”) by Miss. Kanokporn Maboon welcomed the shareholders and attendees attending the 2026 Annual General Meeting of Shareholders and informing the 2026 Annual General Meeting of Shareholders (“the Meeting”) that the Company will record broadcast images and sounds in this meeting for recording and preparation of meeting minutes management of the meeting, etc. All shareholders can study the details in the Privacy Notice for the 2026 Annual General Meeting of Shareholders of the Company in the attachment attached to the invitation letter. And at the company's website

The Company has fixed the list of shareholders who are entitled to attend the Annual General Meeting of Shareholders (Record Date) on March 10, 2025 to consider various matters. As specified in the meeting invitation letter

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

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

1. Since this meeting is a meeting via electronic media. Therefore, there was no printing of voting cards for attendees.
2. The meeting will consider various matters. according to the agenda specified in the meeting invitation letter. Information on each agenda item will be presented and shareholders will be given an opportunity to ask questions before voting and will announce the voting results to the meeting when the votes are counted for that agenda. finished in order
3. voting at the meeting Every shareholder has votes equal to the number of shares he holds where 1 share = 1 vote.
4. vote counting The Company will subtract the votes of disapproval and abstention from the total number of votes of shareholders attending the meeting and having the right to vote. and the remainder shall be regarded as votes in agreement. according to the proposed agenda
5. The votes of the number of shareholders in each agenda may not be equal. Since shareholders and proxies gradually enter the meeting room, therefore, the number of attendees in each agenda may change.
6. to vote Shareholders are requested to go to the E-Voting window tab to vote for each agenda within the specified time (1 minute). You can do this by pressing to select a new score again. If the agenda has already been closed for voting Shareholders will not be able to vote. or change the vote

7. The system will collect points. By counting the total votes from those who voted through E-Voting and those who voted in advance through proxy documents for independent directors and attendees in the system.

The Chairman declared the registration for the Annual General Meeting of Shareholders closed and informed the meeting as follows: Today, a total of 17 shareholders attended the meeting in person via electronic media, holding an aggregate of 393,696,188 shares. Additionally, 22 shareholders appointed proxies, representing a total of 569,870,755 shares. Altogether, there were 39 shareholders present, representing a total of 963,566,943 shares, which constitutes 70.1981 percent of the total issued and sold shares of the Company, amounting to 1,372,638,829 shares. Therefore, a quorum was constituted in accordance with Article 34 of the Company's Articles of Association, which stipulates that an Annual General Meeting of Shareholders shall be attended by not less than 25 shareholders and/or proxies (if any), or not less than one-half of the total number of shareholders, and the total number of shares represented shall not be less than one-third of the total issued and sold shares of the Company. Accordingly, the meeting was declared duly constituted in accordance with the Company's Articles of Association.

The Chairman welcomed the shareholders and declared the Annual General Meeting of Shareholders for the year 2025 of the Company open. In accordance with the principles of good corporate governance for listed companies (CG Code), Mitsib Leasing Public Company Limited (the "Company") recognizes the importance of shareholders and is committed to ensuring that all shareholders are treated equally and fairly. **Therefore, the Company provided an opportunity for shareholders to propose agenda items for the 2024 Annual General Meeting of Shareholders during the period from October 24 to December 31, 2025, via the Stock Exchange of Thailand's news system and on the Company's website. As a result, no shareholders proposed any agenda items.** The 2026 Annual General Meeting of Shareholders considered and resolved on each agenda item as follows:

Agenda 1 To consider and acknowledge the Company's operating results for the accounting period ended 31 December 2025

The Chairman informed the meeting that the Company had summarized its past performance and significant changes that occurred during the year 2025. Details are presented in the 2025 Annual Report, including the Statement of Financial Position and the Statement of Comprehensive Income for the fiscal year ended December 31, 2025, along with the Auditor's Report. These documents are provided in QR Code format, as included in Attachment 2 of the Notice of the Meeting, which was sent to all shareholders and also published on the Company's website.














The Chairman invited Mr. Nitipat Yongsanguanchai, Chief Executive Officer, to provide further details on this agenda item to the meeting.

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

The overview of the Group is as follows: Mitsib Leasing Public Company Limited engages in automobile hire-purchase loans, Solar Rooftop financing, as well as brokerage and various insurance services, with a primary focus on public transport vehicles. Mitsib Sek Ngern Company Limited operates secured personal loan businesses under regulatory supervision (personal loans secured by vehicle registration books and land title deeds). Mitsib Pico Company Limited operates provincial microfinance businesses, and Best Car Center Company Limited engages in automobile sales. Collectively, these companies are referred to as the “Group”.

The Group places importance on its ESG policy Environmental, Social, and Governance with a focus on sustainability and maximizing benefits for shareholders, as follows:

ESG Actions towards sustainable business practices: ESG

E (Environmental)	S (Social)	G (Governance)
 Reduce electricity consumption by 10% by 2027.  Increasing the use of electricity from renewable energy sources resulted in a 3 percent decrease in electricity consumption compared to 2024.  Water usage decreased by 5 percent compared to 2024.  Increase the recycling and reuse rate of waste by 20% by 2026.  By 2026, the group of companies had planted and restored 300 mangrove trees.	 This group of companies places great importance on respecting human rights, which is a principle and practice in conducting business under good governance.  By 2026, at least 90% of employees will receive an annual salary increase.  In 2026, the number of work-related accidents will be zero.  In 2026, there will be zero customer complaints	 There is transparent and accountable management.  Promote shareholder participation in key decision-making.  The group of companies is committed to compliance with the law and has a clear anti-corruption policy.  The group of companies is committed to adhering to good corporate governance principles (CGR).

During 2025, the Mitsib Group’s operating results clearly reflected a “recovery in portfolio quality” and “improved efficiency in managing risk costs.”

Although the Group’s total revenue amounted to THB 640 million, representing an 18% decrease from the previous year, mainly due to the continued slowdown in the new taxi vehicle market, the Company demonstrated outstanding improvement in profitability, as follows:

- EBIT amounted to THB 117 million, increasing by 52%
- Net profit amounted to THB 55 million, increasing by 358% from the previous year The key contributing factors were derived from the core business, as follows:
 - **Hire-purchase loans for public transport vehicles and commercial vehicles** continued to perform well, supported by portfolio accumulation in previous periods, resulting in a steady increase in interest income. At the same time, the Company placed strong emphasis on stringent asset quality management, leading to a reduction in the non-performing loan (NPL) ratio and significantly lowering the burden of loan loss provisions and bad debt write-offs. However, with regard to
 - **The secured personal loan business under regulatory supervision**, particularly Mitsib Sek Ngen Company Limited, recorded lower operating results due to the acceleration of bad debt write-offs in line with the Group's risk management policy. This represented a "portfolio quality reset" to support long-term sustainability. Overall, the Group's financial structure remained strong, with key financial ratios as follows:
 - Net Profit Margin: 8.57%
 - ROA: 5.55%
 - ROE: 4.53%
 - NIM: 12.22%
 - D/E Ratio: only 0.73 times
 - **Value Creation for Shareholders (Past 5 Years)**
 - Over the past five years, the Company's revenue from sales and services has grown at a compound annual growth rate (CAGR) of 4%.
 - Over the past five years, the Company's net profit attributable to shareholders has grown at a compound annual growth rate (CAGR) of 43%.
 - **This year, the Company's total new loan disbursements amounted to THB 872 million, comprising:**
 - Hire-purchase loans of THB 597 million, representing 68% of the total
 - Secured loans of THB 275 million, representing 32% of the total

However, new hire-purchase loan disbursements decreased by THB 352 million compared with the same period of the previous year. This was attributable to the Company's more prudent lending strategy, particularly in the commercial vehicle segment, in order to control asset quality risks.

➤ As of 31 December 2025, the Company's total outstanding receivables amounted to THB 2,633 million, comprising:

- Hire-purchase loan receivables of THB 2,012 million, representing 76% of the total
- Secured loan receivables of THB 621 million, representing 24% of the total

This structure reflects that hire-purchase financing remains the Company's core business and a key strength in generating recurring interest income over the long term. At the same time, the Company has gradually expanded its secured loan portfolio to enhance risk diversification and strengthen the overall stability of the portfolio.

As of 31 December 2025, the Group's asset quality remained at a manageable level, with close and continuous monitoring by management. Non-performing loans (NPLs) totaled THB 89 million, representing 4.42% of total outstanding loans. In addition, the Company recognized expected credit loss (ECL) allowances of THB 67 million to provide for potential future collection risks. The allowance coverage ratio stood at 75% of total NPLs, reflecting prudent risk management and a conservative provisioning approach.

Regarding the operating performance of Mitsub Leasing Co., Ltd. in 2025, the Company's total loan portfolio amounted to THB 2,055 million, with the main composition as follows:

- Public transportation vehicle loans accounted for 86%
- Commercial vehicle loans accounted for 14%

For the 2026 business plan:

- Increase the proportion of EV (Category 18) and solar rooftop financing compared to the previous year
- Align with consumer trends emphasizing clean energy and cost efficiency
- Support sustainable growth of the alternative energy financing portfolio

➤ **Operating performance of the subsidiary: Mitsib Sak Ngern Co., Ltd.**

In 2025, the Company's total loan portfolio amounted to THB 613 million, with the main composition as follows:

- Vehicle title loan portfolio accounted for 18%
- Land title deed mortgage loans accounted for 82%

For the 2026 business plan:

- Expand lending under a more stringent customer screening policy
- Offer competitive interest rates to attract quality customers
- Focus on growth alongside maintaining portfolio quality and appropriate risk levels

- **Business plan of the subsidiary: Best Car Center Co., Ltd. for 2026**
- Continue promoting electric taxis (EV) with a focus on low operating costs
- Expand financing to support the Category 18 (Grab/Bolt) segment
- Drive growth of the modern public transportation vehicle portfolio.
- **The overall lending target for 2026 is projected to be approximately 20–30% higher than in 2025.**
- **Factors that may affect future operations or growth**

Growth drivers

- Rapidly increasing demand for alternative energy to reduce costs, such as EVs and solar rooftops
- Government support for public transportation through Category 18 (ride-hailing platforms)

Key risk factors

- Volatility in interest rates and cost of funds
- High household debt affecting repayment capacity
- Geopolitical risks (e.g., war) and oil price volatility impacting customers' costs, inflationary pressures on purchasing power, and a global economic slowdown affecting borrowers' income

Company's strategic direction

- Selective growth by focusing on borrower quality
- Managing the loan portfolio mix between internal combustion engine vehicles and electric vehicles to maintain balance
- Closely managing cost of funds and liquidity

The Chairman invited shareholders and proxies attending the meeting to express their opinions and raise any additional questions regarding this agenda item. It appeared that a shareholder, Mr. Chanathip Wittayakul, a volunteer shareholder rights protector and proxy from the Thai Investors Association, had submitted questions in advance for this Annual General Meeting, as follows:

Question: The Company has previously indicated that Solar Rooftop financing is a new strategy with strong growth potential. Could you clarify what percentage of the total loan portfolio this segment currently represents? Additionally, how does the Company manage risks related to the useful life of solar panel collateral and warranties from business partners to prevent potential non-performing loans over the next 10–15 years?

Mr. Nithiphat Yongsanguanchai, Chief Executive Officer, clarified to the meeting as follows: Over the past year, Solar Rooftop loans accounted for approximately 3% of the total portfolio. The Company aims to increase this proportion to 8–10% in 2026. To support this growth while managing risks, the Company has implemented a screening process for dealer partners who sell and install solar systems in accordance with the Company's requirements, as follows:

1. Dealers must enter into an MOU with the Company prior to conducting any transactions. The MOU specifies the Company's conditions, such as a minimum corporate registration period and at least two years of experience in this business, which must be verifiable. Dealers must also have an online presence, and the Company's inspection team conducts on-site visits and photographic verification.
2. The Company defines approved product brands and standard pricing benchmarks for financing, which are communicated to dealers prior to entering into the MOU.
3. All approved product brands must carry a manufacturer's warranty of at least 10 years. Dealers are responsible for informing customers and delivering the relevant warranty documentation as part of the normal sales process.
4. Currently, the Company's policy is to provide financing with a maximum tenor of no more than 7 years, which falls within the product warranty period.
5. Any dealer exhibiting inappropriate or irresponsible behavior will be blacklisted and no longer be eligible to conduct business with the Company.

As no shareholders raised any further questions or comments, the Chairman informed the meeting that no resolution would be required for this agenda item, as it was for acknowledgement only. The Chairman then proceeded with the meeting to ensure it progressed in a timely manner.

Resolution of the Meeting: Acknowledged the operating results of the Group for the year 2025.

Agenda 2 To consider and approve the Company's financial statements for the accounting period ended 31 December 2025

The Chairman informed the meeting that the Company had prepared the financial statements for the fiscal year ended December 31, 2025, as detailed in the 2025 Annual Report, which had been distributed to all shareholders via QR Code

The Chairman invited Associate Professor Saran Chookiat, Chairman of the Audit Committee, to provide the meeting with further details regarding this agenda item.

Associate Professor Saran Chookiat provided the meeting with the following details:

In accordance with the law and the Company's Articles of Association, the Company is required to prepare a balance sheet and a profit and loss statement as of the end of the fiscal year for submission to the Annual General Meeting of Shareholders for approval. The financial statements, comprising the Statement of Financial Position, the Statement of Comprehensive Income, and the Notes to the Financial Statements for the fiscal year ended December 31, 2024, of the Group, have been reviewed by the Audit Committee, approved by the Board of Directors, and audited by the certified public accountant. The auditor issued an unqualified opinion, indicating that the financial statements are accurate and in accordance with financial reporting standards. Details of the financial statements are presented in the 2024 Annual Report on pages [249-324](#), which has been published on the Company's website. The key information

is summarized in the table displayed on the screen. For this agenda item, Associate Professor Saran Chookiat assigned Ms. Banchuen Wannarat, Acting Director of Accounting and Finance, to present the details to the meeting.

Comparative Summary

Balance Sheet and Income Statement

Unit: Baht

Item	Consolidated Financial Statements		Separate Financial Statements	
	2024	2025	2024	2025
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 Revenue	825,334,308	640,075,811	248,348,722	262,479,206
Net Profit (Attributable to Equity Holders of the Parent Company)	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 (EPS) (Baht per Share)	0.010	0.040	0.010	0.041

Ms. Banchuen Wannarat provided the meeting with the following details:

Assets

As of 31 December 2025, the Group had total assets of THB 2,125 million, an increase of THB 37 million, or 2%, compared with the previous year. This was mainly attributable to the following:

- Net loans to customers amounted to THB 1,936 million, increasing by THB 21 million as a result of the continued expansion of the loan portfolio.
- Other assets amounted to THB 189 million, increasing by THB 16 million, mainly due to an increase in assets held for sale.

Liabilities

As of 31 December 2025, the Group had total liabilities of THB 898 million, an increase of THB 3 million, or 0.33%, compared with the previous year, reflecting both debt repayments and additional borrowings to support loan growth.

Shareholders' Equity

As of 31 December 2025, the Group had total shareholders' equity of THB 1,227 million, an increase of THB 34 million or 3% from the previous year. The increase was mainly driven by operating profit growth of THB 55 million, partially offset by dividend payments of THB 21 million in accordance with the dividend policy.

In 2025, the Company and its subsidiaries reported total revenue of THB 640 million, representing a decrease of 18% from the previous year. The primary reason was a slowdown in new public taxi (red-plate) vehicle sales, as drivers shifted from purchasing to leasing. This was further impacted by the growing adoption of electric vehicles and

the enforcement of Category 18 (ride-hailing) regulations, which led to a decline in new vehicle sales. However, interest income continued to grow steadily, driven by the expansion of the accumulated loan portfolio.

Cost of sales and distribution expenses decreased in line with the decline in vehicle sales. At the same time, expected credit loss also continued to decline, as management closely monitored and actively managed the loan portfolio, resulting in lower write-offs and losses from repossessed vehicles compared to the previous year.

As a result of the aforementioned factors, the Group reported a net profit of THB 55 million, representing an increase of 358%. In addition, a representative from the Company's audit firm is present at this meeting today.

As there were no further questions or comments from any shareholders, the Chairman requested the meeting to consider and approve the financial statements for the year 2025 for the accounting period ended 31 December 2025, which have been duly audited by the Company's certified public auditor.

The Chairman invited shareholders and proxies attending the meeting to express their opinions and raise any additional questions regarding this agenda item. It appeared that a shareholder, Mr. Chanathip Wittayakul, a volunteer shareholder rights protector and proxy from the Thai Investors Association, had submitted questions in advance for this Annual General Meeting, as follows:

Question: In 2025, credit loss expenses decreased by more than THB 20 million, despite household debt remaining at a high level. Could the Company elaborate on how it has adjusted its credit approval criteria? Additionally, are the current provisions adequate to cover potential risks if used car prices decline due to the impact of EV adoption in the future?

Miss. Branchen Wannarat, Acting Head of Accounting and Finance, clarified to the meeting as follows:

In 2025, the significant reduction in write-offs was primarily due to the Company's accelerated NPL resolution efforts in 2024, particularly in the commercial vehicle segment, which had largely been cleared. As a result, the risk base had already been reduced since the prior year. At the same time, the Company has continuously enhanced portfolio quality through key measures, including:

- Tightening credit approval criteria, with a primary focus on borrowers' repayment capacity
- Reducing exposure to high-risk customer segments, particularly commercial vehicles
- Proactively monitoring debtors from an early stage, enabling better control of NPL levels and reducing losses from repossessions

These combined actions both the portfolio clean-up in 2024 and stricter credit quality controls in 2025 have significantly improved overall portfolio quality and contributed to the decline in write-offs in 2025.

Regarding the adequacy of provisions, the Company recognizes the risk associated with potential declines in used car prices due to the transition toward EVs. Such risks have already been incorporated into the Company's TFRS 9 models through the following key approaches:

Over the past two years, the Company has continuously adjusted collateral valuation benchmarks to align with market price trends, ensuring that collateral values appropriately reflect actual market conditions

- Applying prudent valuation of repossessed vehicles, primarily based on used car market data, while factoring in potential volatility from the transition to EVs
- Adjusting Loss Given Default (LGD) assumptions to reflect potentially lower auction prices, particularly for commercial and public vehicles, which represent the Company's core portfolio

Therefore, the Company is confident that the current level of provisions remains appropriate and sufficient, based on a carefully assessed risk framework.

Resolution of the Meeting: The meeting resolved to approve the financial statements for the year 2025, for the accounting period ending on December 31, 2025, which have been audited by the company's certified public accountants, as proposed. The voting results are as follows:

Total shareholders attending the meeting in this agenda		963,566,943 shares
Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	963,566,943	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total number of shareholders 39 persons, representing a total of 963,566,943 votes.		

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

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

The Chairman clarified that this agenda item concerns the approval of the allocation of net profit as a legal reserve. The Chairman requested Miss. Banchuen Wannarat, the Director of Accounting and Finance, to provide further details to the meeting. Miss Banchuen Wannarat explained to the meeting that, according to the company's regulations, Article 37, it is specified that the General Shareholders' Meeting is responsible for considering the allocation of profit to the legal reserve. Additionally, under the Public Limited Companies Act B.E. 2535, Section 116, and the company's regulations, Article 46, it is required that the company Allocate no less than 5% of the

annual net profit to the legal reserve until the reserve reaches no less than 10% of the registered capital. Details as follows:

Item	amount of money
Legal reserve as of January 1, 2025	18,961,657
Legal reserve of net profit for the year 2025 (Company-specific financial statement amount of 56,217,455 Baht)	2,812,208
Legal reserve as of December 31, 2024	21,773,865
Registered capital	787,892,023
Legal reserve as of December 31, 2024, expressed as a percentage of registered capital	2.76%

The Chairman allowed shareholders or proxy holders attending the meeting to express their opinions or ask further questions regarding this agenda item. However, no shareholders or proxy holders attending the meeting asked any questions or provided additional suggestions on this agenda item.

The Chairman therefore requested the meeting to vote on approving the allocation of net profit for the legal reserve for the year 2025 in the amount of 2,812,208 Baht (not less than 5% of the net profit).

Resolution of the meeting: After consideration, the meeting resolved to approve the allocation of net profit for the legal reserve for the year 2025 in the amount of 2,812,208 Baht (not less than 5% of the net profit) as proposed, with the following vote results

Total shareholders attending the meeting in this agenda 963,566,943 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	963,566,943	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total number of shareholders 39 persons, representing a total of 963,566,943 votes.		

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

Agenda 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.

The Chairman explained that this agenda item is to consider and approve the dividend payment for the year 2024. He requested Mr. Banchuen Wannarat, the Acting Director of the Accounting and Finance Department, to provide the meeting with the details of this agenda item.

Miss Banchuen Wannarat explained to the meeting that the company has a policy of paying dividends to shareholders of no less than 40% of the net profit after corporate income tax and after deducting legal reserves. However, this dividend payment may be subject to change depending on other necessities and appropriateness as deemed appropriate by the company's board of directors. The details are as follows.

Item	
Common shares	1,372,638,829
Dividend payout ratio (Baht per share)	0.02 บาท : 1 หุ้น
Total dividend payout amount (Baht)	27,452,776.58
Dividend payout ratio of unappropriated retained earnings (according to the consolidated financial statements)	35.12%
Dividend payout ratio of unappropriated retained earnings (according to the separate financial statements)	37.10%

"All dividends will be subject to withholding tax at the rate prescribed by law. The Company will pay the dividends to shareholders whose names appear on the record date, which is set for May 5, 2026. The dividend payment date is scheduled for May 18, 2026. The XD (Ex-Dividend) sign will be posted on May 30, 2026, indicating that shareholders who purchase shares on or after these dates will not be entitled to receive the dividend."

The Chairman opened the floor for shareholders or proxies attending the meeting to express any additional comments or ask further questions regarding this agenda item. However, no shareholders or proxies raised any questions or provided additional suggestions for this agenda item.

The Chairman requested the shareholders' meeting to vote on the approval of the dividend payment from the net profit and retained earnings for the year 2025, to be distributed to the shareholders of the company in the amount of 0.02 Baht per share, totaling a dividend payment of 27,452,776.58 Baht.

Resolution of the Meeting: The meeting considered and resolved to approve the payment of dividends from the net profit and retained earnings for the year 2024 to the Company's shareholders in the form of a cash dividend. The dividend payment is in accordance with the Company's dividend policy of not less than 40 percent of net profit after corporate income tax and after the deduction of all required legal reserves, at the rate of Baht 0.02 per share, totaling Baht 27,452,776.58 The resolution was approved as proposed with the following votes:

Total shareholders attending the meeting in this agenda 963,566,943 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	963,566,943	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total number of shareholders 39 persons, representing a total of 963,566,943 votes.		

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

Agenda 5: Consideration and approval of the appointment of a director to replace the director whose term is about to expire.

The Chairman explained that this agenda is for the consideration and approval of the appointment of a director to replace the director whose term is about to expire. For this agenda item, I would like to invite Dr. Singchai Bunyayothin, Chairman of the Corporate Governance, Nomination and Sustainability Committee, to provide the meeting with details regarding this matter.

Dr. Singchai Bunyayothin, Chairman of the Corporate Governance, Nomination and Sustainability Committee, explained to the meeting that the company provided shareholders with the opportunity to propose qualified individuals for consideration to be appointed as directors of the company for the year 2025. **This was done through the news system of the Stock Exchange of Thailand and published on the company's website at least two months in advance, from October 24, 2025, to December 31, 2025. Once the deadline had passed,** ** it was found that no shareholders had proposed any individuals for consideration to be elected as directors of the company.

Currently, the company's board consists of 8 members, and there are 3 directors whose terms are set to expire at the Annual General Meeting of Shareholders for the year 2025. The directors whose terms have been the longest and are set to expire are as follows

The first one: Mr. Attasit Mangmee, the nominated director, will serve as a Director (Non-Executive Director) with a total tenure of 9 years (including the proposed term). He holds 1.08% of the Company's shares. He is a knowledgeable and capable individual with strong leadership, broad vision, integrity, and ethical conduct, as well as a positive attitude toward the organization. He is able to devote sufficient time to the Company, which is beneficial to its operations, and possesses all qualifications in accordance with the Company's policies.

The second one: Mr. Nitipat Yongsanguanchai, the nominated director, will serve as Director, Member of the Corporate Governance, Nomination and Sustainability Committee, and Member of the Risk Management Committee, with a total tenure of 10 years (including the proposed term). He holds 8.13% of the Company's shares. He is a knowledgeable and capable individual with strong leadership and broad vision, as well as integrity and ethical conduct. He also has a positive attitude toward the organization and is able to devote sufficient time to the Company, which is beneficial to its operations. He possesses all qualifications in accordance with the Company's policies.

The third one: Mr. Nitat Yongsanguanchai, the nominated director, will serve as Director and Authorized Signatory, with a total tenure of 10 years (including the proposed term). He holds 3.87% of the Company's shares. He is a knowledgeable and capable individual with strong leadership and broad vision, as well as integrity and ethical conduct. He also has a positive attitude toward the organization and is able to devote sufficient time to the Company, which is beneficial to its operations. He possesses all qualifications in accordance with the Company's policies.

The Board of Directors, excluding the directors who are due to retire by rotation, concurred with the proposal of the Nomination and Remuneration Committee, which has duly considered the appropriateness, qualifications, educational background, experience, skills, and professional expertise of the three directors retiring by rotation. The consideration process was conducted carefully and prudently by the Board of Directors.

Accordingly, the Board deems it appropriate to propose to the Annual General Meeting of Shareholders for consideration and approval of the re-appointment of all three retiring directors to continue serving as directors of the Company and in their respective subcommittee positions for another term.

The Chairman provided an opportunity for shareholders or proxies attending the meeting to express their opinions or ask additional questions regarding this agenda. As no shareholders or proxies wished to ask any further questions or provide comments, the Chairman requested the meeting to vote on the approval of the election of directors to replace those whose terms are expiring in 2026.

Resolution of the meeting: The Meeting resolved to approve the re-election of Mr. Attasit Mangmee, Mr. Nitipat Yongsanguanchai, and Mr. Nitat Yongsanguanchai, the directors who retired by rotation, to resume their positions for another term as proposed in all respects, with the voting results as follows:

- 5.1 The reappointment of Mr. Attasit Mungmee as a Director (Non-Executive Director) for another term has been approved. The voting results are summarized as follows:**

Total shareholders attending the meeting in this agenda 963,566,943 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	963,566,943	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total number of shareholders 39 persons, representing a total of 963,566,943 votes.		

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

5.2 Approval of the re-appointment of Mr. Nitipat Yongsanguanchai as Director, Member of the Corporate Governance, Nomination and Sustainability Committee, and Member of the Risk Management Committee for another term. The voting results are summarized as follows:

Total shareholders attending the meeting in this agenda 963,566,943 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	963,566,943	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total number of shareholders 39 persons, representing a total of 963,566,943 votes.		

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

5.3 Approval of the re-appointment of Mr. Nitat Yongsanguanchai as Director and Authorized Signatory, to serve another term. The voting results are summarized as follows:

Total shareholders attending the meeting in this agenda 963,566,943 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	963,566,943	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total number of shareholders 39 persons, representing a total of 963,566,943 votes.		

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

Agenda 6: Consideration and approval of the remuneration for the board of directors and sub-committees for the year 2026.

The Chairman announced that this agenda is for the consideration and approval of the remuneration for the board of directors and sub-committees for the year 2026. He then invited Mr. Pongchai Kasemthaveesak, Chairman of the Nomination and Compensation Committee, to provide the meeting with details regarding this matter.

Dr. Singchai Bunyayothin informed the Meeting that, pursuant to Section 90 of the Public Limited Companies Act, the payment of directors' remuneration must be approved by the shareholders' meeting, and in accordance with Article 23 of the Company's Articles of Association, which stipulates that directors are entitled to receive remuneration from the Company in the form of rewards, meeting allowances, gratuities, bonuses, or other benefits as prescribed in the Articles of Association or as approved by the shareholders' meeting. Such remuneration may be determined as a fixed amount, or based on criteria set from time to time, or remain effective until amended.

For the year 2026, the Corporate Governance, Nomination and Sustainability Committee has considered the remuneration of the Board of Directors and subcommittees by taking into account the appropriateness of their duties and responsibilities, as well as benchmarking with companies in the same industry. The Committee has also considered the Company's operating results and business size to ensure greater appropriateness. Accordingly, it deems appropriate to propose to the Annual General Meeting of Shareholders to approve the directors' and subcommittee members' remuneration for the year 2026 in an aggregate amount not exceeding Baht 2,000,000. The details are as follows:

Monetary remuneration consists of:

- 1) The directors and independent directors will receive remuneration in the form of meeting allowances, while executive directors will receive remuneration in the form of salary, bonuses, and employee pension contributions.
- 2) The remuneration for the board of directors and sub-committees is detailed as follows:
 - 2.1 The meeting allowance for the Annual General Meeting / Extraordinary General Meeting of Shareholders is paid for each meeting attended.

- Chairman of the Board: 40,000 Baht per meeting.

- Director: 25,000 Baht per person per meeting.

2.2 The meeting allowance for directors is paid for each meeting attended.

- Chairman of the Board: 40,000 Baht per meeting.

- Director: 25,000 Baht per person per meeting.

2.3 The meeting allowance for sub-committees (Audit Committee) is paid for each meeting attended.

- Chairman of the Board: 33,000 Baht per meeting.

- Director: 22,000 Baht per person per meeting.

2.4 The meeting allowance for sub-committees (Risk Management Committee, Corporate Governance, Nominating and Sustainable Development Committee) is paid for each meeting attended.

- Chairman of the Board: 30,000 Baht per meeting.

- Director: 20,000 Baht per person per meeting.

Note: In 2025, the Company paid directors' remuneration and meeting allowances for the Board of Directors and subcommittees in the total amount of Baht 1,146,000 (One Million One Hundred Forty-Six Thousand Baht only). Such meeting allowances were in accordance with the approval granted by the 2025 Annual General Meeting of Shareholders (approved amount: Baht 2,000,000).

Any other forms of remuneration, excluding benefits provided to general employees, are not included.

- No other benefits are provided to the directors and sub-committees.

Comparison of remuneration for the board of directors and sub-committees

Board of Directors	2025 Baht/meeting time	2026 (Proposed year) Baht/meeting time
• Board of Directors		
Chairman	40,000	40,000
Director	25,000	25,000
• Audit Committee		
Chairman	30,000	33,000
Director	20,000	22,000
• <u>Risk Management Committee</u>		
Chairman	30,000	30,000
Director	20,000	20,000
• <u>Corporate Governance, Nominating and Sustainable Development Committee</u>		
Chairman	30,000	30,000
Director	20,000	20,000
• Bonus of Directors (not more than)	-	-
• Compensation and other benefits	No other benefits will be paid	No other benefits will be paid

The Chairman opened the opportunity for shareholders or proxies attending the meeting to express their opinions or ask any additional questions regarding this agenda. However, no shareholders or proxies attending the meeting raised any questions or provided further suggestions on this agenda.

The Chairman then requested the shareholders' meeting to vote on the approval of the remuneration for the Board of Directors and the subcommittees for the year 2026.

Resolution of the Meeting: After consideration, the meeting resolved to approve the remuneration for the Board of Directors and the subcommittees of the company for the year 2025, with a total amount not exceeding 2,000,000 Baht, as proposed. The voting results are as follows:

The vote count excluded the number of shares held by interested directors from the basis of the voting.

There are a total of 2 individuals, namely:

- | | | |
|------------------------------|------------------|-----------------------|
| 1. Mr. Nitat Yongsanguanchai | Number of shares | 53,156,245 shares and |
| 2. Mr. Attasit Mangmee | Number of shares | 14,765,623 shares |

The total number of shares excluded from the basis is 67,921,868 shares.

Total shareholders attending the meeting in this agenda 963,566,943 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	895,645,075	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Therefore, the total number of shareholders attending the meeting is 37, representing a total of 895,645,075 votes (excluding the votes of interested directors, which amount to 67,921,868 votes, from the voting base).		

Note: The resolution on this agenda must be approved with a two-thirds (2/3) majority of the shareholders present at the meeting.

Agenda 7: To consider and approve the appointment of the auditor and determine the audit fee for the year 2026

The Chairman explained that this agenda is for the consideration and approval of the appointment of the auditor and the determination of the audit fee for the year 2026. In this regard, I would like to invite Assoc. Prof. Dr. Saran Chookiat, Chairman of the Audit Committee, to provide further details on this agenda to the meeting.

Assoc. Prof. Dr. Saran Chookiat, Chairman of the Audit Committee, explained to the meeting that, in accordance with Section 120 of the Public Limited Companies Act and Article 37 of the company's regulations, the annual general meeting of shareholders is required to appoint an auditor and determine the auditor's remuneration each year. The appointment of the auditor may be for the same auditor as the previous year. Additionally, according to the announcement by the Securities and Exchange Commission (SEC), listed companies are required to rotate auditors if the same auditor has been responsible for auditing and providing opinions on the company's financial statements.

For the selection of the auditor for the year 2026, the Audit Committee has considered the auditor's performance, experience, the readiness of personnel, adherence to accepted professional standards, independence, and the audit fee proposed by the auditor. Based on these considerations, the committee recommends the approval of the appointment of EY Office Limited as the company's auditor. One of the following auditors from the firm will have the authority to audit and sign the company's audit report:

It is specified that one of the auditors will be the signatory on the company's financial statements for the year 2026. No auditor will perform duties for more than seven years. Additionally, none of the four auditors have any relationships or interests with the company, its subsidiaries, executives, major shareholders, or any individuals associated with them. Therefore, they maintain independence in auditing and providing opinions on the company's

financial statements and meet the qualifications in accordance with the criteria set by the Securities and Exchange Commission (SEC).

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 the auditors listed above are unable to perform their duties, EY Office Limited will appoint another suitable auditor to carry out the responsibilities on their behalf. EY Office Limited will be the company's auditor for the year 2026, and the audit fee for the company and its subsidiaries for the year 2025 is set at 2,800,000 Baht per year, excluding other service fees (Out of pocket expenses).

Set the auditor's remuneration

Company	2024	2025	2026 (Year of proposal)	Changes (2026-2025)	%
Mitsib Leasing Public Company Limited	2,140,000	2,140,000	2,250,000	110,000	5.14%
Mitsib Sekngern Company Limited	185,000	185,000	275,000	90,000	48.64%
Mitsib Pico Company Limited	55,000	55,000	55,000	-	-
Best Car Center Co., Ltd.	120,000	120,000	220,000	100,000	83.33%
Auditor's remuneration	2,500,000	2,500,000	2,800,000	300,000	12.00%
Other service fees	270,508	225,651	-	-	-
Total	2,770,508	2,725,651	2,800,000	300,000	

The Chairman opened the opportunity for shareholders or proxies attending the meeting to express their opinions or ask any additional questions regarding this agenda. However, no shareholders or proxies attending the meeting raised any questions or provided further suggestions on this agenda

The Chairman then requested the meeting to vote on the approval of the appointment of the auditor and the determination of the audit fee for the year 2026.

Resolution of the Meeting: The meeting resolved to approve the appointment of the auditor and the determination of the auditor's remuneration for the year 2026, as proposed, with the following voting results:

Total shareholders attending the meeting in this agenda 963,566,943 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	963,566,943	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total number of shareholders 39 persons, representing a total of 963,566,943 votes.		

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

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

The Chairman informed the Meeting that this agenda concerns the consideration and approval of amendments to the Company's Articles of Association. For this agenda, I would like to assign Mr. Natcha Yongsanguanchai, Acting Company Secretary, to present the details to the Meeting.

Mr. Natcha Yongsanguanchai, Acting Company Secretary, informed the Meeting that, in order to ensure that the Company's Articles of Association are in compliance with the provisions of the Public Limited Companies Act B.E. 2535 (1992), as amended, which allows the Company to convene shareholders' meetings by publishing notices via electronic means, the Board of Directors deems it appropriate to propose to the shareholders' meeting for consideration and approval of the amendments to the Company's Articles of Association in relation to the convening of shareholders' meetings.

The details of the amendments are as follows: Chapter 6: Shareholders' Meetings, Clause 33, and Chapter 8: Dividends and Reserves, Clause 45.

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. <i>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.</i></p> <p>The venue of the meeting shall be located in the province where the Company's head office is situated, or at any other place within Thailand as determined by the Board of Directors</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><i>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.</i></p> <p>The venue of the meeting shall be located in the province where the Company's head office is situated, or at any other place within Thailand as determined by the Board of Directors</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.</p> <p>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 <i>in a newspaper for not less than three (3) consecutive days.</i></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 <i>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.</i></p>

The Chairman invited shareholders and proxies attending the Meeting to express their opinions or raise any questions regarding this agenda. However, no shareholders or proxies attending the Meeting raised any questions or provided additional comments on this agenda.

The Chairman therefore requested the Meeting to consider and approve the amendments to the Company's Articles of Association.

Resolution of the Meeting: The Meeting resolved to approve the amendments to the Company's Articles of Association as proposed in all respects, with the voting results as follows:

Total shareholders attending the meeting in this agenda 963,566,943 shares

Resolution voted	Number of votes cast (1 share = 1 vote)	Percentage of shareholders who attend the meeting and Vote
Approved	963,566,943	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Total number of shareholders 39 persons, representing a total of 963,566,943 votes.		

Note: The resolution on this agenda must be approved by not less than three-fourths (3/4) of the total votes of the shareholders present at the Meeting and entitled to vote.

Agenda 9 Other matters (if any)

The Chairman informed the meeting that this agenda item provides an opportunity for shareholders or proxy holders to express their opinions or raise any additional questions on matters outside the specified agenda in the Notice of Meeting, or to allow the Board of Directors to clarify or respond to shareholders' inquiries. No voting will be conducted under this agenda item.

In compliance with the Corporate Governance Code for Listed Companies 2017 issued by the Office of the Securities and Exchange Commission, which requires companies to allow shareholders to propose meeting agenda items or submit questions related to the company in advance of the shareholders' meeting, and to provide a channel for shareholders to submit such proposals or questions ahead of time-either via notification to the SET or by disclosure on the company's website-the company published the criteria for proposing meeting agenda items in advance via the SET and on its website during the period from October 24 to December 31, 2025. No shareholders proposed any agenda items for prior consideration.

The Chairman invited shareholders and proxies attending the Meeting to express their opinions or raise any questions regarding this agenda. However, no shareholders or proxies attending the Meeting raised any questions or provided additional comments on this agenda.

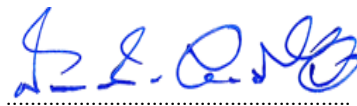
The Chairman informed the meeting that if there are no further questions or suggestions, the Company will prepare the minutes of the meeting and publish them on the Company's website at www.mitsibleasing.com within 14 days. Should any shareholder have any significant suggestions or corrections, please notify the Company Secretary via email at sec_com@mitsibleasing.com within 30 days from the date of publication of the meeting minutes.

The Chairman declared the meeting closed and expressed appreciation to the shareholders for taking the time to attend the meeting, as well as for their valuable comments and suggestions which are greatly beneficial to the Company.

Closed at 14.40

Sincerely yours,

Mitsib Leasing Public Company Limited



(Mr. Kitti Yongsanguanchai)
Chairman of the Meeting / Chairman of the Board



.....
(Miss. Kanokporn Maboon)
Assistant Company Secretary
Minutes of the meeting organizer