

Minutes of the 2025 Annual General Meeting of Shareholders
of
Finansia X Public Company Limited

Date and time: 30 April 2025, at 14.00 hours in a hybrid format at Kidd Yai Mak Meeting Room, 719 Mint Tower Building, 2nd Floor, Bantadthong Road, Wang Mai, Pathum Wan, Bangkok 10330 (Physical Meeting), and via electronic means (E-AGM).

Preliminary proceeding:

Ms. Phatra Kanchanapraphat, Company Secretary, acting as the Master of Ceremony (“**MC**”) reported to the 2025 Annual General Meeting (“**Meeting**”) of Finansia X Public Company Limited (the “**Company**”) that on 21 March 2025, which was the record date determining the names of shareholders who are entitled to attend the Meeting, the Company had 2,713 shareholders. At the start of the Meeting, there were 41 shareholders and proxies attended the Meeting representing 673,985,719 shares, equivalent to 82.3017% of the Company’s total issued and paid-up shares, thus, constituting a quorum according to Section 103 of the Public Limited Company Act B.E. 2535 (1992) (as amended) (the “**Public Limited Company Act**”) and Article 38 of the Articles of Association of the Company, which specifies that a quorum shall consist of the presence of the shareholders and proxies of at least 25 persons or at least half of the total number of shareholders, representing not less than one-third (1/3) of the total number of the shares sold.

The MC introduced the Board of Directors, executives and advisors of the Company attending the Meeting as follows:

Directors

- | | | | |
|----|----------------|-----------------|---|
| 1. | Mr. Varah | Sucharitakul | Vice Chairman of the Board of Directors, acted as the Chairman of the Meeting (“ Chairman ”) |
| 2. | Mr. Chuanyao | Chen | Director |
| 3. | Mr. Seksan | Chunsereechai | Director |
| 4. | Mr. Chuangchai | Nawongs | Director and Chief Executive Officer (“ CEO ”) |
| 5. | Mr. Somphop | Keerasuntonpong | Director |
| 6. | Mr. Kittisak | Bencharit | Independent Director and member of the Audit Committee |
| 7. | Mr. Akarat | Na Ranong | Independent Director and member of the Audit Committee |

Remark: The Company’s Board of Directors comprises of 9 persons, 7 of which attended the Meeting. The proportion of directors attending the Meeting is 77.78%.

Directors who did not attend the Meeting

- | | | | |
|----|------------------|----------------|--|
| 1. | Mr. Chatchaval | Jiaravanon | Chairman of the Board of Directors |
| 2. | Pol. Gen. Visanu | Prasattongsoth | Independent Director and Chairman of the Audit Committee |

Executives

- | | | | |
|----|---------------|------------------|---|
| 1. | Ms. Chorpetch | Riamdee | Chief Financial Officer |
| 2. | Mrs. Wipaporn | Chaichanaboonmee | Executive Vice President, Internal Audit Department |

Other attendees

External auditors from EY Office Company Limited

- | | | |
|----|---------------|-----------------|
| 1. | Ms. Wanwilai | Phetsang |
| 2. | Ms. Phensopha | Plienbangyang |
| 3. | Mr. Sutagarn | Tangamornsuksan |

Independent Financial Advisor from Capital Advantage Company Limited

1. Mr. Patchara Netsuwan
2. Mrs. Nirinpat Sangudomlert
3. Ms. Apinya Wongwanichrat
4. Mr. Chavit Sangudomlert

Legal advisors from The Capital Law Office Limited

1. Ms. Voraluck Worachuttharn
2. Ms. Wipada Saksri

Company Secretary

1. Ms. Phatra Kanchanapraphat

The MC then reported to the Meeting the top ten largest shareholders of the Company as of the record date for determining the shareholders entitled to attend the 2025 Annual General Meeting of Shareholders as follows:

	Shareholders	Shares (Shares)	% Shares
1.	CAPITAL ASIA INVESTMENTS PTE. LTD. FOR PILGRIM FINANSA INVESTMENT HOLDING PTE. ^{/1}	197,669,978	24.1394
2.	BETEVERSE LIMITED	81,882,600	9.9995
3.	RAPIDFIRE TECHNOLOGIES LIMITED	81,880,000	9.9991
4.	MIB SECURITIES (HONG KONG) LIMITED ^{/2}	64,663,609	7.8967
5.	Ms. Suparat Sangamuang	64,023,622	7.8185
6.	Industrial and Commercial Bank of China (Thai) Public Company Limited ^{/2}	58,140,302	7.1001
7.	Mr. Suthipoj Ariyasuthivong	41,661,700	5.0877
8.	Morgan Stanley & CO. International PLC	40,191,611	4.9082
9.	Thai NVDR Company Limited ^{/2}	17,633,713	2.1534
10.	Mrs. Suporn Wattanavekin	12,501,527	1.5266
	Other shareholders	158,618,115	19.3704
	Total	818,866,777	100.00

Remark: ^{/1} The founder and major shareholder of Pilgrim Finansa Investment Holding Pte. Ltd. ("**Pilgrim**") is Mr. Chuangchai Nawongs, holding shares in Pilgrim in the proportion of 100.00%.

^{/2} MIB Securities (Hong Kong) Limited for DVP ("**MIB**") acts as custodian for Apex Speed Holdings Ltd., which is a subsidiary of ICBC International Holdings Limited representing 100% shares, and Industrial and Commercial Bank of China (Thai) Public Company Limited. Both entities hold the Company shares under control of Industrial and Commercial Bank of China Limited, (collectively, "**ICBC Group**"). Moreover, ICBC Group also hold shares of Thai NVDR Company Limited through MIB. Ultimately, ICBC Group holds 15.82% of the Company shares.

Before commencing the agendas, the MC informed the Meeting of the voting procedures and vote count methods for acknowledgement as follows:

1. The Company assigned Quidlab Company Limited ("**Quidlab**") to provide an electronic conferencing system for registration, voting (or e-Voting), and meeting attendance including recording the Meeting in video format. The electronic conferencing system meets standards in accordance with the conditions and methods set forth in the Royal Decree on Teleconferences via

Electronic Means B.E. 2563 (2020) and the Notification of Ministry of Digital Economy and Society Re: Standards for Maintaining Security of Meetings via Electronic Means B.E. 2563 (2020)

2. The Meeting will consider the matters in the order of the agenda specified in the Notice of the Meeting. The Company will present the information on each agenda and give opportunities for shareholders to ask questions before voting for the duration of 1 minute. Shareholders or proxies attending in person can raise their hand to ask questions, and shareholders or proxies at the Meeting via electronic means can inquire by typing a message to ask questions in the message box, raise their hand for the Company to allow turning on their camera to ask questions, or ask questions using voice messages, not more than 2 minutes. After that, the Company will notify the Meeting of the voting results when counting the votes for that agenda is completed accordingly.
3. In voting, each shareholder has 1 share per 1 vote. In case any shareholder has a special interest in any matter, the shareholder shall not have the right to vote. Shareholders who wish to vote must vote in the system or submit the ballot card in the meeting room, where the Company gives 1 minute to vote for each agenda item.
For Shareholders or proxies who are attending the Meeting via electronic means, please cast your vote through the system, whether "Agree," "Disagree," or "Abstain." For shareholders who do not cast any vote, the system will consider it as the votes of approval
For Shareholders or proxies who are attending the Meeting in person and wish to disapprove or abstain from voting, please raise your hand and sign the ballot card. The Company's staff will then collect and record your vote using the barcode system. If shareholders or proxies who wish to vote in approval, do not need to raise their hand. Simply mark the vote on the ballot card and return it to the Company's staff before leaving the Meeting.
4. In counting the votes, the Company will deduct the votes of disapproval and abstention from the total number of votes of the shareholders who attend the Meeting and are entitled to vote, and the rest will be considered as the votes of approval. A ballot card with unclear intentions, voting for more than one option, or change of vote in the ballot card without the voter's signature shall be considered void ballot card. Void ballot card will be deducted from the total number of votes, except for the agenda which the total number of shareholders presents at the Meeting is counted as a total number of votes.
5. The vote counting according to the agendas of the Meeting is divided into three types:
 - The resolutions of agendas that require a majority vote of shareholders attending the Meeting and casting their votes, excluding abstentions from the calculation base, are agenda 1, 3, 4, 5 and 7. In agenda 5, To consider and approve the re-election of directors to replace those who are due to retire by rotation, voting shall be in order of each director.
 - The resolution of agenda that requires a vote of not less than two-thirds of the total number of votes of the shareholders attending the Meeting, including abstentions in the calculation base, is agenda 6.
 - The resolution of agendas that require a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting, including abstentions in the calculation base, are agenda 8.
6. Shareholders must attend or stay logged in in the system until the end of the agendas and must vote on each agenda before the voting period is closed. In case the shareholders leave the Meeting or log out of the system before the voting period is closed on any agenda, the shareholders' shares will not be counted to constitute a quorum and will not be included as votes in such agenda. However, leaving the Meeting or logging out in any agenda will not disqualify the shareholders' rights or proxies to return to attend the Meeting and vote on the next agenda in the Meeting room or the system.
If the shareholders or proxies who are attending the Meeting in person wish to leave the Meeting, either prior to the adjournment of the Meeting or after adjournment of the Meeting, shall return all of the ballot cards to the officers at the exit.

7. In case shareholders have problems accessing the Meeting system or voting system, please study and follow the instructions given in the Notice of the Meeting or contact Quidlab Call Center Tel: 02 013 4322 and 080 008 7616

Upon the completion of voting procedures explained by the MC, the Chairman thereby commenced the Meeting and appoint the MC to convene the Meeting in accordance with the agendas delivered in advance along with the Notice.

Prior to the consideration of each agenda, the MC reported material events in the Company's Group in the year 2024 as follows:

Establishment of Subsidiaries

- The Company continued its strategic organization restructuring via incorporation of additional subsidiaries as follows: FST 3 Company Limited, FST 2 Company Limited, FST 1 Company Limited, and Finansia Thai Company Limited, in order to prepare for the operation of Digital Asset business.
- The Company also incorporated subsidiaries to operate off shore Fund Management business. These include Finansia Investment Management Ltd., located at the British Virgin Islands and Cactus Ltd., located at Cayman Islands.

Rights Offering during 24 – 28 June 2024

- The Company issued the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (“**Rights Offering**”) in the amount of 579,929,461 shares, at the offering price of THB 4.50 per share. This Rights Offering's objectives are to expand the limit of securities lending and block trade transactions of Single Stock Futures, to develop the system and expand various businesses related to the Company's group, and to repay the Company's loan debt to its subsidiaries for repayment of debt instruments and/or used as working capital. In this regard, the Company has successfully sold 238,937,316 newly issued ordinary shares and received the proceeds in the net amount of THB 1,071,364,794.48. The Report on the Utilization of Capital Increase from Rights Offering as of 31 December 2024 are as follows:

Unit: THB million

Objectives	Anticipated Amount	Amount Received	Actual spending until 31 December 2024
1. To expand the limit of securities lending and block trade transactions of Single Stock Futures	1,250	1,071	220
2. To develop the system and expand various businesses related to the Company's group, including investing in developing a trading system through online channels and investing in developing back-office systems	650	-	150
3. To be used to repay the Company's loan debt to its subsidiaries for repayment of debt instruments and/or used as working capital	709	-	701
Total	2,609	1,071	1,071

Agenda 1 To certify the Minutes of the Extraordinary General Meeting of Shareholders No.2/2024

The MC reported to the Meeting that the Company had prepared the Minutes of the Extraordinary General Meeting of Shareholders No.2/2024 held on 27 May 2024 as detailed in the copy of the Minutes of the Extraordinary General Meeting of Shareholders No.2/2024, (Enclosure 1), which had been sent to shareholders together with the Notice. The Board of Directors opined that it was accurately recorded.

Afterward, the MC invited shareholders to ask questions, but no one had any.

The MC then requested the Meeting to vote and informed that for this agenda, the resolution shall be passed by a simple majority vote of shareholders attending the Meeting and casting their votes, excluding abstentions from the calculation base.

During this agenda, no additional shareholder and/or proxy attended the Meeting.

Resolution: The Meeting considered and resolved to certify the Minutes of the Extraordinary General Meeting of Shareholders No. 2/2024 by the majority vote of shareholders attending the Meeting and casting their votes, as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	673,985,719	100.0000
Disapproved	0	0.0000
Abstained	0	Excluded from calculation base
Void	0	Excluded from calculation base

Agenda 2 To acknowledge the Company's 2024 business operating results

The MC reported to the Meeting that the Company had summarized the details of the Company's business operating results and significant changes for the fiscal year ended 31 December 2024, where the details of which are appeared in Form 56-1 One Report 2023 in the QR Code form as appeared in (Enclosure 2), which had been sent to shareholders together with the Notice.

The MC reported on the Company's anti-corruption policy. The details are as follows:

- The Company joined “Thai Private Sector Collective Action Coalition Against Corruption” and was certified as a member on 31 March 2024. The certification is valid until 31 March 2027.
- The Company has consistently conducted business with honesty, transparency, morality and social responsibility in the past and will continue to do so in the future.

Then, the CEO reported the summary of the Company's operating results to the Meeting detailed as follows:

FSX Group Structure

- The Company's subsidiaries can be divided into 5 group businesses including: Securities, Operational & Support, Research, Investment Banking, and Off Shore Investment Management which was established in 2024.

2024 Major events of the group

- Finansia Syrus Public Company Limited (“**FSS**”) signed a contract with Daou Technology Inc. to initiate enhancement of trading application HERO, shut down 2 branches to streamline network, and was a lead underwriter for 4 IPOs.
- Finansia Securities Company Limited (“**FSL**”) advised the launch of VAYU1 Fund with a total size of approximately THB 150 billion.
- FSS International Investment Advisory Securities Company Limited (“**FSSIA**”) cooperated with Decker & Co. for access to US-based research.

Overview of the Company and Market

- The Company holds the second market share ranking in the online trading group for individual investors (6.87%) and the seventh in the overall market ranking (4.40%).
- The average daily trading value decreased from THB 2,258 million in 2023 to THB 1,915 million in 2024, a decrease of 0.19%.

Afterward, the MC invited shareholders to ask questions, the discussion points are summarized as following:

- Mr. Supoj Aue-Chailertkul, a shareholder, inquired about the Company’s plan in regard to this year’s loss, the impact of the capital increase not reaching the anticipated amount and the plan for the remaining Rights Offering shares. The Chairman clarified that as the Brokerage business is still volatile, the Company anticipated income from developing its Wealth Management business and continued profit from Investment Banking business. Furthermore, the Company planned to operate its Digital Asset business in the near future. While Digital Asset business is similarly volatile, the cost of operation is relatively low. As for the remaining newly issued shares, the Company must comply with the relevant regulations and reduce all of the remaining capital from Rights Offering.

The MC announced that this agenda is for acknowledgement only and no vote casting is required.

Agenda 3 To approve the 2024 financial statements of the Company for the fiscal year ended 31 December 2024

The MC reported to the Meeting that in order to comply with Section 112 of the Public Limited Company Act and Article 46 of the Company’s Articles of Association, the Company shall prepare the balance sheet and the profit and loss statements as of the end of the fiscal year and appoint an auditor to audit such balance sheet and profit and loss statements and propose them to the Annual General Meeting of Shareholders for approval.

In this regard, the Company has prepared the separate financial statements of the Company and the consolidated financial statements of the Company for the fiscal year ended 31 December 2024, which have been audited by EY Office Limited, the auditors of the Company and reviewed by the Audit Committee of the Company as detailed in Form 56-1 One Report under Section “Financial Statements” (Enclosure 2), which was delivered to all shareholders together with the Notice of this Meeting. A summary of the key information in comparison with the previous year are detailed as follows:

Unit: THB million

Details from the consolidated financial statements	Fiscal year ended 31 December	
	2024	2023
Total assets	5,697	6,023
Total liabilities	2,099	3,432

Total shareholders' equity	3,599	2,590
Total revenues	1,528	1,646
Comprehensive profit (loss) – Shareholders' Equity of the Company	(64)	(213)
Profit (loss) per share – Shareholders' Equity of the Company (THB/share)	(0.09)	(0.34)

Afterward, the MC invited shareholders to ask questions, but no one had any.

The MC then requested the Meeting to vote and informed that for this agenda, the resolution shall be passed by a simple majority vote of shareholders attending the Meeting and casting their votes, excluding abstentions from the calculation base.

During this agenda, no additional shareholder and/or proxy attended the Meeting.

Resolution: The Meeting considered and resolved to approve the 2024 financial statements of the Company for the fiscal year ended 31 December 2024 by the majority vote of shareholders attending the Meeting and casting their votes, as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	673,985,719	100.0000
Disapproved	0	0.0000
Abstained	0	Excluded from calculation base
Void	0	Excluded from calculation base

Agenda 4 To consider and approve the omission of the allocation of net profit from business operating results for the year 2024 as a legal reserve and to approve the omission of dividend payment

The MC reported to the Meeting that pursuant to Section 116 of the Public Limited Company Act and Article 53 of the AOA stipulate that the Company is required to set aside legal reserve at least 5% of net profit of the year after deducting all accumulated loss carried forward (if any) until such legal reserve is not less than 10% of the registered capital of the Company.

In addition, the Company has the policy to pay dividends at the rate of not less than 40% of net profit in accordance with the separate financial statements after the deduction of every reserve determined by the Company. However, the dividend payment shall be changed taking into account the Company's investment plan, necessity, and other appropriateness in the future.

However, the Company has incurred comprehensive loss amounting to THB 64,365,265 as detailed in the copy of the financial statements of the Company for the fiscal year ended 31 December 2024 according to the Form 56-1 One Report under Section "Financial Statements" (Enclosure 2), which had been sent to shareholders together with the Notice.

The Company deemed it appropriate to propose to the Meeting to consider and approve the omission of the allocation of net profit from business operating results for the year 2024 as a legal reserve and to approve the omission of dividend payment.

Afterward, the MC invited shareholders to ask questions, but no one had any.

The MC then requested the Meeting to vote and informed that for this agenda, the resolution shall be passed by a simple majority vote of shareholders attending the Meeting and casting their votes, excluding abstentions from the calculation base.

During this agenda, no additional shareholder and/or proxy attended the Meeting.

Resolution: The Meeting considered and resolved to approve the omission of the allocation of net profit from business operating results for the year 2024 as a legal reserve and to approve the omission of dividend payment due to the Company has accumulated losses by the majority vote of shareholders attending the Meeting and casting their votes, as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	673,985,719	100.0000
Disapproved	0	0.0000
Abstained	0	Excluded from calculation base
Void	0	Excluded from calculation base

Agenda 5 To consider and approve the re-election of directors to replace those who are due to retire by rotation

The MC reported to the Meeting that pursuant to Section 71 of the Public Limited Company Act and Article 20 of the AOA, at every Annual General Meeting of Shareholders, one-third (1/3) of the directors must be retired by rotation. Should the directors be unable to be divided into three parts, the number of directors closest to one-third (1/3) of all directors shall be retired. A director who retires from his office may be re-elected.

At the 2025 Annual General Meeting of Shareholders, there are 3 directors who are due to retire by rotation, namely:

1. Mr. Varah Sucharitakul Director Holding the position of director for 1 year 2 months
2. Mr. Chuanyao Chen Director Holding the position of director for 2 months 2 days
3. Mr. Akarat Na Ranong Independent Director Holding the position of director for 4 months 6 days

In this regard, the Company provided an opportunity for shareholders to nominate candidates for election as directors at the 2025 Annual General Meeting of Shareholders during the period from 1 November 2024 to 31 January 2025. However, no shareholder nominated any candidates for election as directors at this Meeting.

The Nomination, Remuneration, Corporate Governance, and Sustainability Committee (the “**Nomination Committee**”) (by the directors having no conflict of interest) and the Board of Directors (by the directors having no conflict of interest) thoroughly and carefully considered the qualifications of all 3 directors who are due to retire by rotation at the 2025 Annual General Meeting of Shareholders and viewed that they have knowledge, competencies, experience and expertise that are beneficial to the operation of the Company. In addition, they have qualifications in compliance with and did not have any prohibited characteristics under the Public Limited Company Act, the Securities and Exchange Act B.E. 2535 (as amended) and the relevant regulations, and the person nominated as an independent director has qualifications in accordance with the relevant laws and regulations relating to independent directors. Therefore, the 3 directors are suitable to be re-elected as the directors of the Company for another term of office. Profiles and work experience of such 3 directors are provided

in the Profiles and work experience of candidates nominated for the re-election of directors to replace those who are due to retire by rotation (Enclosure 3), which was delivered to all shareholders together with the Notice of this Meeting. Therefore, the Company deemed it appropriate to propose the Meeting to consider and approve the re-election of such 3 directors to replace those who are due to retire by rotation for another term of office

Afterward, the MC invited shareholders to ask questions, but no one had any.

The MC then requested the Meeting to vote for individual directors and informed that for this agenda, the resolution shall be approved by a simple majority vote of shareholders attending the Meeting and casting their votes, excluding abstentions from the calculation base.

Resolution: The Meeting considered and resolved to approve the re-election of (1) Mr. Varah Sucharitakul, (2) Mr. Chuanyao Chen, and (3) Mr. Akarat Na Ranong as directors of the Company for another term of office as proposed, where the voting results were as follows:

1. Mr. Varah Sucharitakul was elected as director of the Company:

During this agenda, no additional shareholder and/or proxy attended the Meeting.

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	673,985,719	100.0000
Disapproved	0	0.0000
Abstained	0	Excluded from calculation base
Void	0	Excluded from calculation base

2. Mr. Chuanyao Chen elected as director of the Company:

During this agenda, no additional shareholder and/or proxy attended the Meeting.

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	673,985,719	100.0000
Disapproved	0	0.0000
Abstained	0	Excluded from calculation base
Void	0	Excluded from calculation base

3. Mr. Akarat Na Ranong was elected as director of the Company:

During this agenda, no additional shareholder and/or proxy attended the Meeting.

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	673,985,719	100.0000
Disapproved	0	0.0000
Abstained	0	Excluded from calculation base
Invalid	0	Excluded from calculation base

Agenda 6 To consider and approve the remuneration of directors and sub-committees for the year 2025

The MC reported to the Meeting that Section 90 of the PLC Act stipulates that the company shall not pay money or give any other asset to directors unless it is the payment of remuneration under the articles of association of the company. Since Article 25 of the AOA stipulates that a director is entitled to receive remuneration from the Company as approved by a shareholders' meeting. The remuneration may be prescribed in a fixed amount or in principle and the remuneration criteria may be prescribed and applicable from time to time or applicable until a shareholders' meeting resolves otherwise. The Nomination Committee and the Board of Directors considered the appropriateness of the determination of directors' and sub-committee's remuneration based on various factors, i.e., the Company's business operating results, the size of the Company's business, and the duties and responsibilities of directors and sub-committees, in comparison with those of other companies with a similar capitalization and in the same industry, and viewed that the remuneration of directors and sub-committees for the year 2025 shall be as follows:

1. Financial remuneration

Meeting allowance to be paid by position as follows:

Meeting allowance	2024 (Same rate)	2023
The Board of Directors		
Chairman/Chairman of the meeting	THB 50,000/attendance	THB 50,000/attendance
Deputy Chairman	THB 30,000/attendance	THB 30,000/attendance
Non-executive directors	THB 20,000/person/attendance	THB 20,000/person/attendance
Sub-committees		
Audit Committee		
Chairman of Audit Committee/Chairman of the meeting	THB 40,000/attendance	THB 40,000/attendance
Members of Audit Committee	THB 20,000/person/attendance	THB 20,000/person/attendance
Executive and Risk Oversight Board ("Executive Board")		
Chairman of Execution and Risk Oversight Board / Chairman of the meeting	THB 40,000/attendance	THB 40,000/attendance
Members of Executive and Risk Oversight Board	THB 20,000/person/attendance	THB 20,000/person/attendance
Nomination, Remuneration, Corporate Governance, and Sustainability Committee		
Chairman of Nomination, Remuneration, Corporate Governance and Sustainability Committee/Chairman of the meeting	THB 40,000/attendance	THB 40,000/attendance
Members of Nomination, Remuneration, Corporate Governance and Sustainability Committee	THB 20,000/person/attendance	THB 20,000/person/attendance
Technology Committee		
Chairman of Technology Committee/Chairman of the meeting	THB 40,000/attendance	THB 40,000/attendance
Member of Technology Committee	THB 20,000/person/attendance	THB 20,000/person/attendance
Other sub-committees which may be formed in the future by the Board of Directors as appropriate and necessary		
Chairman of other sub-committees/Chairman of the meeting	THB 40,000/attendance	THB 40,000/attendance
Members of other sub-committees	THB 20,000/person/attendance	THB 20,000/person/attendance

Other committees		
Meeting allowance to be paid to members of Management Committees or other committees which may be formed in the future by Executive Committee as appropriate and where necessary		
Chairman/Chairman of the meeting of such committees	THB 20,000/attendance	THB 20,000/attendance
Directors	THB 10,000/person/attendance	THB 10,000/person/attendance

Remark: Directors who hold an executive position shall not be entitled to receive a meeting allowance.

Directors' bonus: In order to reward the Board of Directors and sub-committees' performance for the Company's business operating results ended 31 December 2025, the bonus of the directors and sub-committees shall be paid in a total of not exceeding THB 15,000,000. In this regard, the Nomination Committee shall be authorized for the consideration of payment of such bonus to each director and sub-committee of the Company.

Fiscal year ending 31 December 2024	Fiscal year ended 31 December 2025
Not exceeding THB 15,000,000 (Actual paid THB 15,000,000)	Not exceeding THB 15,000,000

2. Other benefits

– None –

Afterward, the MC invited shareholders to ask questions, but no one had any.

The MC then requested the Meeting to vote and informed that for this agenda, the resolution shall be approved by a vote of not less than two-thirds of the total number of votes of the shareholders attending the Meeting, including abstentions in the calculation base. In this regard, the names of shareholder(s) with vested interest who are not entitled to vote on this agenda are as follows:

No.	Names of Shareholders	Number of shares held in the Company (Shares)	The percentage of the total issued shares of the Company (%)
1.	Pol. Gen. Visanu Prasattongosoth	3,655,614	0.4464

During this agenda, no additional shareholder and/or proxy attended the Meeting.

Resolution: The Meeting considered and resolved to approve the remuneration of directors and the sub-committees of the Company for the year 2025 by a vote of not less than two-thirds of the total number of votes of the shareholders attending the Meeting, as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting
Approved	670,330,105	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Void	0	0.0000

Agenda 7 To consider and approve the appointment of the auditors and the determination of audit fees for the year 2025

The MC reported to the Meeting that pursuant to Section 120 of the Public Limited Company Act and Article 43 of the Company's Articles of Association, an auditor shall be appointed, and audit fee shall be determined by the Annual General Meeting of Shareholders. In this regard, the Audit Committee considered and proposed its opinion to the Board of Directors

and the Board of Directors deemed it appropriate to propose to the Meeting to approve the appointment of the auditors from EY Office Limited as the Company's auditors for the fiscal year ending 31 December 2025, with the following details:

1. Appointment of the following auditors from EY Office Limited to be the auditors of the Company, where any of the following auditors will be authorized to review and give an opinion on the Company's financial statements:

- | | | | |
|----|-----------------------------|----------------------------------|--------|
| 1) | Ms. Wanwilai Phetsang | CPA (Thailand) License No. 5315 | and/or |
| 2) | Ms. Bongkot Kriangphanamorn | CPA (Thailand) License No. 6777 | and/or |
| 3) | Ms. Somjai Khunapasut | CPA (Thailand) License No. 4499 | and/or |
| 4) | Ms. Ployjutha Sukantamarn | CPA (Thailand) License No. 10678 | |

In the event the aforementioned auditors are unable to perform their duties, the Company shall appoint other certified public accountants from EY Office Limited to perform the duties in place of them.

In this regards, the aforementioned 4 auditors are independent, and have no relationship and/or any interest with the Company, subsidiary, executives, or major shareholders or related person thereof as detailed in the Profiles and work experience of the proposed auditors for the year 2025, (Enclosure 4).

2. Approval of audit fees for the year 2025 in the amount of not exceeding THB 1,200,000, that such audit fees do not include non-audit fees that the Company will actually pay.

3. Acknowledgment of the determination of the audit fees of subsidiaries in the Group Company in the amount not exceeding THB 5,540,000 and the appointment of the following auditors to review and give an opinion on the financial statements of the subsidiaries:

- | | | | |
|----|-----------------------------|----------------------------------|--------|
| 1) | Ms. Wanwilai Phetsang | CPA (Thailand) License No. 5315 | and/or |
| 2) | Ms. Bongkot Kriangphanamorn | CPA (Thailand) License No. 6777 | and/or |
| 3) | Ms. Somjai Khunapasut | CPA (Thailand) License No. 4499 | and/or |
| 4) | Ms. Ployjutha Sukantamarn | CPA (Thailand) License No. 10678 | |

Details of the Company's audit fees in comparison between in 2024 and 2025

Unit: THB

Audit fees		2025 (Proposed year)	2024
1.	Audit Fee	not exceeding THB 1,200,000	not exceeding 1,150,000
2.	Non-audit Fee	actual cost	actual cost

Remarks: 1. Pursuant to the Notification of the Securities and Exchange Commission No. TorJor. 44/2556 Re: Rules, Conditions, and Procedures for Disclosure regarding Financial and Non-financial Information of Securities Issuers dated 22 October 2013 (as amended) stipulates that listed companies shall rotate an auditor who has performed his or her duty in reviewing, auditing, and giving opinion on the financial statements of the company for 7 consecutive or non-consecutive fiscal years. In the case such auditor acts as the Engagement Partner, he or she shall take 5 consecutive years of cooling-off period from the audit engagement. In the case such auditor acts as the Engagement Quality Control Viewer (EQCR), he or she shall take 3 consecutive years of cooling-off period from the audit engagement, and in the case such auditor acts as the other Key Audit Partners, he or she shall take 2 consecutive years of cooling-off period from the audit engagement.

2. The auditors as proposed previously were appointed to be the Company's auditor as follows:

Name of Auditors	Appointed as the Company's auditor	Served as the Company's auditor and signed to certify the Company's financial statement
1. Ms. Wanwilai Phetsang	2022-2024	2023
2. Ms. Bongkot Kriangphanamorn	2022-2024	None

3. Ms. Somjai Khunapasut	2022-2024	2024
4. Ms. Ployjutha Sukantamarn	None	None

Afterward, the MC invited shareholders to ask questions, but no one had any.

The MC then requested the Meeting to vote and informed that for this agenda, the resolution shall be passed by a simple majority vote of shareholders attending the Meeting and casting their votes, excluding abstentions from the calculation base.

During this agenda, no additional shareholder and/or proxy attended the Meeting.

Resolution: The Meeting considered and resolved to approve the appointment of auditors from EY Office Limited as the Company's auditors for the fiscal year ending 31 December 2025 and the audit fees for the fiscal year 2025 and acknowledgment of the appointment of the auditors from EY Office Limited to be the auditors of subsidiaries in the group company and the audit fees by the majority vote of shareholders attending the Meeting and casting their votes, as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and casting their votes
Approved	673,985,719	100.0000
Disapproved	0	0.0000
Abstained	0	Excluded from calculation base
void	0	Excluded from calculation base

Agenda 8 To consider and approve the disposition of the ordinary shares of Finansia Syrus Securities Public Company Limited which is a disposition of assets transaction and connected transaction of the Company

The MC reported to the Meeting that since the Company is a listed company on the Stock Exchange of Thailand (the "SET") without restrictions on foreign shareholding, it may risk becoming a foreign entity at any time that might affect the operation of the subsidiary of the Company. Therefore, the Company has considered the shareholding restructuring in Finansia Syrus Securities Public Company Limited ("FSS"), a subsidiary of the Company in which the Company holds 99.74 percent of the total number of shares sold of FSS, by disposition of 51.00 percent of the total number of shares sold of FSS to FST 1 Company Limited ("FST 1"), a subsidiary of the Company and a Thai juristic person which the Company has control through direct and indirect shareholding in FST 1. This shareholding restructuring aims to prevent business restrictions on FSS and enhance the opportunities for expanding the business scope of the Company's group in the future.

The disposition of shares in FSS is for a shareholding restructuring in FSS, whereby FSS remains a subsidiary under the Company's control through directly shareholding of 48.74 percent of the total number of shares sold of FSS and indirect shareholding in FST 1 of 51.00 percent of the total number of shares sold of FSS, resulting in the Company will retain voting rights in shareholders' meeting and the right to nominate directors in FSS.

In this regard, as of 21 March 2025, the date for determination of the names of shareholders who are entitled to attend the 2025 Annual General Meeting of Shareholders (Record Date), the Company has foreign shareholders proportion of 56.97 percent of the total number of shares sold of the Company.

The Board of Directors deemed it appropriate to propose to the Meeting to consider and approve the disposition of the ordinary shares of FSS amounting to 296,515,543 shares, with a par value of THB 1.60 per share, or equivalent to 51.00

percent of the total number of shares sold of FSS to FST 1, a subsidiary of the Company, at the purchase price of THB 4.7623 per share, with a total value of THB 1,412,095,970.43. (the “**Transaction of the Disposition of Shares of FSS**”) In this regard, after the completion of the Transaction of the Disposition of Shares of FSS, FSS will remain a subsidiary of the Company.

In this regard, the shareholding structure in FSS before and after the entry into the Transaction of the Disposition of Shares of FSS are as follows:



Remark * Indicating the shareholding proportion of Mr. Varah in FST 4, where Mr. Varah has voting rights equivalent to 4.94 percent of the total voting rights in FST 4.

Although the Transaction of the Disposition of Shares of FSS is an entry into the transaction with the subsidiary of the Company, such transaction is still considered as a disposition of assets transaction pursuant to the Notification of the Capital Market Supervisory Board No. TorChor. 20/2551 Re: Rules on Entering into Material Transactions Deemed as Acquisition or Disposal of Assets, dated 31 August 2008, (as amended) and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Asset B.E. 2547, dated 29 October 2004, (as amended) (collectively, the “**Notifications on Acquisition and Disposition**”). Considering the transaction size calculated using various criteria under the Notifications on Acquisition or Disposition of Assets, the maximum value of the Transaction of the Disposition of Shares of FSS is equal to 34.91 percent calculated based on value of the net tangible assets criterion, which gives the highest transaction value according to the consolidated financial statements, which has been audited by a certified public accountant, for the accounting period ending 31 December 2024. In this regard, including other disposition of asset transactions within the past 6 months, prior to this transaction, the maximum value of transaction size is equal to 36.48 percent pursuant to the value of the net tangible assets criterion. Therefore, the Transaction of the Disposition of Shares of FSS is considered a type 2 transaction according to the Notifications on Acquisition and Disposition, where the transaction size is equal to 15 percent or more but not exceeding 50 percent.

Moreover, Mr. Varah Sucharitakul (“**Mr. Varah**”), the Company's director, is a shareholder of FST 1 by holding shares indirectly through FST 4 Company Limited (“**FST 4**”) amounting to 51 percent of the total number of shares sold of FST 4, whereby FST 4 holds shares in FST 3 Company Limited (“**FST 3**”), FST 2 Company Limited (“**FST 2**”) and FST 1 in the amount of 51 percent of the total number of shares sold of FST 3, FST 2 and FST 1, respectively. Mr. Varah holds subordinated preferred shares in FST 4, resulting in Mr. Varah will receive insignificant returns, i.e., the shareholder of the preferred share will be entitled to receive the dividends before the holder of the ordinary share at 2.15 percent per annum of the capital invested in FST 4 by the holder of the preferred share and the rights to receive the dividends of the holder of the preferred share will be cumulative. If the dividends are not paid in any calendar year, the unpaid amount will be carried forward to the following year. After paying dividends to the holder of the preferred share, if there are remaining dividends, the remaining dividends will be allocated to the holder of the ordinary share proportionate to their respective shareholding. In addition, the holder of the preferred share having no control over FST 4 as disclosed to the SET on 21 January 2025.

According to such shareholding structure of FST 1, it is a case that Mr. Varah, the Company's director, is an indirect major shareholder of FST 1. As a result, entering into the transaction with FST 1 is considered a connected transaction of the Company according to the Notification of the Capital Market Supervisory Board No. TorJor. 21/2551 Re: Rules on Connected Transactions (as amended), and the Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transactions, B.E. 2546 (2003) (as amended) (collectively, the “**Notifications on Connected Transactions**”). The size of this connected transaction is equivalent to 43.53 percent of the value of the net tangible asset (NTA) of the Company according to the Company's consolidated financial statements, which has been audited by a certified public accountant, for the accounting period ending 31 December 2024. When calculating the transaction size according to the criteria specified in the Notifications on Connected Transactions, it exceeds 3 percent of the net tangible asset of the Company, which is considered a large transaction. In this regard, when combining transaction size with other connected transactions with Mr. Varah within the past 6 months, prior to this transaction, the maximum value of transaction size is equal to 43.74 percent of the value of the net tangible asset (NTA).

Additionally, since FST 1 will pay the total consideration for the Transaction of the Disposition of Shares of FSS to the Company in the amount of THB 1,412,095,970.43 (the “**Share Consideration**”) upon the completion of a 15th anniversary from the transaction completion date. FST1 will also pay annual interest for the Share Consideration at a rate equal to the average of the Minimum Loan Rate (MLR) of commercial banks as of the commencement date of each interest period. The term "commercial banks" refers to Bangkok Bank Public Company Limited, Krung Thai Bank Public Company Limited, Kasikorn Bank Public Company Limited, and Siam Commercial Bank Public Company Limited. As of the date the Board of Directors approved the transaction, the average MLR of 4 commercial banks stands at 6.8813 percent per annum. When combining the principal and the estimated interest that the Company will receive from FST 1, the total amount is approximately 2,869,643,779.91 THB. The aforementioned 15-year payment period for the Share Consideration is based on an assessment of FST 1's revenue sources, capital expenditure, and FSS's ability to generate operating profits.

It is important to note that the aforementioned interest rate is an estimate prepared for the purpose of calculating the transaction size and providing information for shareholders' consideration, whereby FST 1 agrees to pledge 296,515,543 ordinary shares of FSS to the Company as collateral. (the “**Payment of Consideration for the Transaction of the Disposition of Shares of FSS**”). Such Payment of Consideration for the Transaction of the Disposition of Shares of FSS is considered a transaction providing financial support to a connected person (the “**Transaction Providing Financial support to FST 1**”) with the transaction size equal to 88.46 percent of the value of the net tangible asset (NTA) of the Company according to

the Company's consolidated financial statements, which has been audited by a certified public accountant, for the accounting period ending 31 December 2024, which exceeds 3 percent of the value of the net tangible assets of the Company and considered a large transaction. The Company and its subsidiaries have no other connected transactions with FST 1 within the past 6 months prior to the date of approval of the transaction by the Board of Directors.

Therefore, the Company is required to disclose information memorandum regarding the entry into the transaction to the SET, appoint an independent financial advisor (IFA), as well as convening the shareholders' meeting of the Company to approve the entry into the transaction with a vote of not less than three-fourths of the total number of votes from shareholders who attend the meeting and having the right to vote, excluding the votes of shareholders having interests in vote counting pursuant to the Notifications on Connected Transactions.

Since the Company is required to appoint an independent financial advisor (IFA) and convene the shareholders' meeting of the Company to consider and approve the connected transaction. Therefore, the Company deems it appropriate to appoint an independent financial advisor (IFA) to provide opinion on the asset disposition transaction to the Company's shareholders, and propose such matter to the shareholders' meeting of the Company to consider and approve the asset disposition transaction with a vote of not less than three-fourths of the total votes of the shareholders attending the meeting and having the right to vote, excluding the votes of shareholders having interests in vote counting, as if the Transaction of the Disposition of Shares of FSS fall under type 1 transaction, the size of transaction that equivalent to or more than 50 percent but not exceeding 100 percent pursuant to the criteria stipulated in the Notifications on Acquisition and Disposition, simultaneously.

In addition, the Transaction of the Disposition of Shares of FSS is considered the sale or transfer of a significant part of the company's business to other persons, which the Company is required to obtain approval from the shareholders' meeting with a vote of not less than three-fourths of the total number of votes from shareholders who attend the meeting and having the right to vote pursuant to Section 107 of the Public Limited Company Act.

Additionally, the Board of Directors considered and deemed it appropriate to propose to the Meeting to consider and approve the assignment to the Chief Executive Officer and/or a person assigned by the Chief Executive Officer to have the authority to undertake any other necessary actions and related to the Transaction of the Disposition of Shares of FSS in order to complete the Transaction of the Disposition of Shares of FSS.

In this regard, the details of the Transaction of the Disposition of Shares of FSS appeared in the Information Memorandum regarding the disposition of assets transaction and connected transaction of Finansia X Public Company Limited (List 2) (Enclosure 5) and the opinion of the independent financial advisor regarding the disposition of assets transaction and connected transaction of Finansia X Public Company Limited in QR Code format (Enclosure 6).

The Board of Directors deemed it appropriate to propose to the Meeting to consider and approve the disposition of the ordinary shares of Finansia Syrus Securities Public Company Limited which is a disposition of assets transaction and connected transaction of the Company as well as the relevant authorization, as proposed.

Afterward, the MC invited shareholders to ask questions, but no one had any.

The MC then requested the Meeting to vote and informed that for this agenda, the resolution shall be passed by a vote of not less than three-fourths of the total number of votes of the shareholders attending the Meeting, including abstentions in the calculation base.

During this agenda, no additional shareholder and/or proxy attended the Meeting.

Resolution: The Meeting considered and resolved to approve the disposition of the ordinary shares of Finansia Syrus Securities Public Company Limited which is a disposition of assets transaction and connected transaction of the Company as well as the relevant authorization , by a vote of not less than three-fourths of the total number of votes of the shareholders attending the Meeting and entitled to vote, as proposed, where the voting results were as follows:

Types of vote	Number of votes (1 share = 1 vote)	Percentage of shareholders and proxies attending the Meeting and entitled to vote
Approved	549,851,808	81.5821
Disapproved	1,330,000	0.1973
Abstained	122,803,911	18.2206
Void	0	0.0000

Agenda 9 Other matters (if any)

The Chairman gave the opportunity for shareholders to ask questions and make recommendations. There were no questions from the shareholders.

Afterward, the Chairman then thanked all the shareholders for attending the Meeting and adjourned the 2025 Annual General Meeting at 15.38 hours.

Sign – *Mr. Varah Sucharitakul* –
(Mr. Varah Sucharitakul)
Chairman of the Meeting

Sign – *Ms. Phatra Kanchanapraphat* –
(Ms. Phatra Kanchanapraphat)
Minutes taker and Company Secretary