

Invitation to the Extraordinary General Meeting of Shareholders No. 2/2024
Finansia X Public Company Limited

27 May 2024 at 14.00 hours.

via electronic means (E-EGM)

in accordance with the Royal Decree on Teleconferences through Electronic Means B.E. 2563 (2020)



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Personal Data Protection for Shareholders' Meeting

Finansia X Public Company Limited (the “**Company**”) gives top priority to your privacy and safeguards your personal data, as a shareholder, authorized person, or proxy. The Company, therefore, has set out policies, rules, and regulations for the Company’s business, providing strict measures in protecting your personal data so that you can be assured that your personal data entrusted to the Company will be processed according to your needs and in accordance with the laws.

The Company would like to inform you, as a data owner, of the purposes and details of the collection, usage and / or disclosure of your personal data as well as your legal rights in connection with personal data, as follows:

“**Personal Data**” means data that can directly or indirectly identify you.

1. Personal Data that the Company collects, uses and / or discloses

For the purposes of convening and attending the Shareholders’ Meeting, the Company shall collect your Personal Data including name-surname, age, date of birth, national identification number, passport number, taxpayer identification number, securities holder registration number, deposit account number, contact information, such as home address, workplace, phone number, fax number, email, IP address, voice recording, still picture, moving picture, and other information deemed as Personal Data under the Personal Data Protection Laws.

For identity verification, the Company shall request a photocopy and / or a copy of your identification card, which may contain sensitive Personal Data, such as religion. The Company has no intention to collect such sensitive Personal Data from you, thus asking for your cooperation to cover such data to make it unreadable prior to submitting the copy of your identification card to the Company.

2. Purposes and lawful basis of collecting, using and / or disclosing Personal Data

The Company shall collect, use, and / or disclose your personal data only as necessary, based on our legitimate purposes or lawful basis, including to fulfil our legal obligations, such as for calling and convening the Shareholders’ Meeting, verifying identity, delivering relevant documents, and carrying out any action required by law, such as the Public Limited Companies Act, B.E. 2535 (1992) (and amendments), the Civil and Commercial Code, the Royal Decree on Teleconferences through Electronic Means B.E. 2563 (2020), and any other related laws, or to carry out actions necessary for legitimate interests of the Company or other persons or juristic persons, such as for preparing the Shareholders’ Meeting minutes, broadcasting video of the Meeting, recording still and moving pictures to be used for preparing the Meeting minutes and for publication via printed media and electronic media, for security, as well as for any other necessary actions, taking into account the fundamental rights of your Personal Data and to the extent that it is within your reasonable expectation.

3. Sources of Personal Data

The Company shall collect Personal Data directly from you and / or may collect Personal Data obtained from securities registrar, such as Thailand Securities Depository Co., Ltd. (TSD), only when necessary through methods that are in compliance with legal requirements.

4. Disclosure of Personal Data

The Company may disclose your Personal Data to government authorities, regulators, and relevant persons or agencies e.g. the Ministry of Commerce, the Securities and Exchange Commission, the Stock Exchange of Thailand, Thailand

Securities Depository Co., Ltd., courts, data processors, third party service providers, competent authorities, etc., for the purposes as described in this Personal Data Protection Policy. The Company shall oversee that such persons or entities receiving such data will collect, use, and / or disclose your Personal Data to the extent and under the purposes as described in this Policy.

5. Duration of your Personal Data retention

The Company will retain your Personal Data for as long as necessary during the period you are the Company's shareholder, or for as long as necessary to achieve related purposes, unless law requires or permits longer retention period of not over 10 years. The Company shall take appropriate actions to erase, destroy, or anonymize the Personal Data when it is no longer necessary or when the period lapses.

6. Protection of your Personal Data

For retention of your Personal Data, the Company implements technical measures and organizational measures to ensure appropriate security in the Personal Data processing and to prevent Personal Data breach. The Company has set out policies, rules, and regulations on Personal Data protection, e.g. security standards of information technology and measures to prevent data recipients from using or disclosing the data for other purposes or without authorization or unlawfully. The Company has amended such policies, rules, and regulations as frequently as deemed necessary and appropriate.

Moreover, the Company's executives, employees, staff, contractors, agents, advisers, and data recipients are obligated to keep the Personal Data confidential pursuant to confidentiality measure provided by the Company.

7. Your rights related to Personal Data

Your rights are legal rights, namely withdrawal of consent, data access, data portability, objection, data erasure or destruction, processing suspension, data rectification and compliant lodging. You may exercise any of these rights within legal requirements at the present or as amended in the future as well as regulations set out by the Company. In case you are under 20 years old or your legal contractual capacity is restricted, your father and mother, guardian or representative may request to exercise the rights on your behalf.

The exercise of aforementioned rights may be restricted under relevant laws and it may be necessary for the Company to deny or not be able to carry out your requests, e.g. to comply with the laws or court orders, public tasks, your request in breach of rights or freedom of other persons, etc. If the Company denies the request, the Company will inform you of the reason.

8. How to contact the Company

If you have any suggestions or inquiries regarding collection, usage, and / or disclosure of your Personal Data as well as a request to exercise your rights, you may contact the Company and / or the Data Protection Officer via email: fsx.companysecretary@finansiax.com

Invitation to the Extraordinary General Meeting of Shareholders No. 2/2024

Finansia X Public Company Limited

13 May 2024

- Subject:** Invitation to the Extraordinary General Meeting of Shareholders No. 2/2024
- To:** Shareholders of Finansia X Public Company Limited
- Enclosures:**
1. Copy of the Minutes of the 2024 Annual General Meeting of Shareholders
 2. Capital Increase Report Form (F53-4)
 3. Details of documents and evidence to be presented for the shareholders' meetings registration
 4. Guidelines for vote casting, vote counting, and announcement of voting results
 5. Guidelines for attending the shareholders meeting via electronic media and appointing a proxy
 6. Proxy Form A and Form B
 7. User guide for the electronic meeting system for the shareholders' meetings
 8. The Company's Articles of Association concerning shareholders' meeting
 9. Profile of the independent director for appointment as proxy

The Board of Directors' Meeting of Finansia X Public Company Limited (the "**Company**") held on 11 April 2024 has resolved to approve the convening of the Extraordinary General Meeting of Shareholders No. 2/2024 to be held on 27 May 2024 at 14.00 hours, via electronic means (e-EGM), to consider the agendas as follows:

Agenda 1 **To certify the Minutes of the 2024 Annual General Meeting of Shareholders**

Objective and rationale

The 2024 Annual General Meeting of Shareholders was held on 30 April 2024, as detailed in the Minutes of the 2024 Annual General Meeting of Shareholders (Enclosure 1), a copy of which was delivered to all shareholders together with the Notice of this Meeting. Therefore, the Company deemed it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 2/2024 to certify the Minutes of the 2024 Annual General Meeting of Shareholders.

Opinion of the Board of Directors

The Board of Directors has considered and viewed that the Minutes of the 2024 Annual General Meeting of Shareholders held on 30 April 2024 have been correctly and completely recorded. Therefore, it was deemed appropriate to propose to the Extraordinary General Meeting of Shareholders No. 2/2024 to certify the Minutes of the 2024 Annual General Meeting of Shareholders.

Votes required for approval

The resolution for this agenda requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions from the calculation base.

Agenda 2 **To consider and approve the amendment to Article 12. of the Company's Articles of Association**

Objective and rationale

Since Article 12. of the Company's Articles of Association specifies a limitation on the Company's shares held by foreigners, stating that, at any given time, the Company's shares held by foreigners shall not surpass 49 percent of the Company's total issued shares. Therefore, to promote liquidity of the Company's shares, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the

amendment to Article 12. of the Company's Articles of Association by eliminating clauses pertaining to foreign shareholding limits, detailed as follows:

The existing clause	The proposed clause
Article 12. The Company's shares are freely transferable without any restrictions. However, the aggregate shares held by foreigners at any given time shall not surpass forty-nine (49) per cent of the Company's total issued shares. For any share transfer that causes the foreign shareholding proportion to exceed the said shareholding proportion, the Company retains the right to decline such transfer.	Article 12. The Company's shares are freely transferable without any restrictions.

Moreover, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the delegation of power to the person(s) authorized by the authorized directors of the Company to register the amendment to the Articles of Association of the Company with the Department of Business Development, the Ministry of Commerce and to amend or add wordings in accordance with the Registrar's instruction.

Opinion of the Board of Directors

The Board of Directors has considered and deemed it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 2/2024 to consider and approve the amendment to Article 12. of the Company's Articles of Association as well as the relevant authorization.

Votes required for approval

The resolution of this agenda item requires a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base.

Agenda 3

To consider and approve the increase of the registered capital of the Company in the amount of THB 927,887,137.60 from the existing registered capital of THB 927,887,137.60 to the registered capital of THB 1,855,774,275.20 by issuing the newly issued ordinary shares in the amount of 579,929,461 shares, with a par value of THB 1.60 per share and to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital

Objective and rationale

The Company needs approximately THB 2.609 billion in additional funds for the Company and its subsidiaries business operations. Plans for utilizing the proceeds obtained from the capital increase are as specified in the Capital Increase Report Form (F53-4) (Enclosure 2)

In this regard, it is deemed appropriate to propose to the shareholders' meeting to consider and approve the increase of the registered capital of the Company in the amount of THB 927,887,137.60 from the existing registered capital of THB 927,887,137.60 to the registered capital of THB 1,855,774,275.20 by issuing the newly issued ordinary shares in the amount of 579,929,461 shares, with a par value of THB 1.60 per share and propose to the meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital by adopting the following wordings:

“Clause 4.	Registered capital	1,855,774,275.20	THB	(One billion eight hundred fifty-five million seven hundred seventy-four thousand two hundred seventy-five Baht and twenty Satang)
	Divided into	1,159,858,922	Shares	(One billion one hundred fifty-nine million eight hundred fifty-eight thousand nine hundred twenty-two)
	Par value per share	1.60	THB	(One Baht sixty Satang)

Divided into:

Ordinary shares	1,159,858,922	Shares	(One billion one hundred fifty-nine million eight hundred fifty-eight thousand nine hundred twenty-two)
Preferred shares	- 0 -	Shares	(-)

Moreover, it is deemed appropriate to propose to the shareholders’ meeting to consider and approve the delegation of power to the person(s) authorized by the authorized directors to register the amendment to the Memorandum of Association of the Company with the Department of Business Development, the Ministry of Commerce and to amend or add wordings in accordance with the Registrar’s instruction.

Opinion of the Board of Directors

The Board of Directors has considered and deemed it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 2/2024 to consider and approve the increase of the registered capital of the Company in the amount of THB 927,887,137.60 from the existing registered capital of THB 927,887,137.60 to the registered capital of THB 1,855,774,275.20 by issuing the newly issued ordinary shares in the amount of not exceeding 579,929,461 shares, with a par value of THB 1.60 per share and the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital as well as the relevant authorization.

Votes required for approval

The resolution of this agenda item requires a vote of not less than three-fourths of the total number of votes of the shareholders attending the meeting and entitled to vote, including abstentions in the calculation base.

Agenda 4

To consider and approve the allocation of the newly issued shares of the Company in the amount of not exceeding 579,929,461 shares, with a par value of THB 1.60 per share to the existing shareholders in proportion to their shareholding (Rights Offering)

Objective and rationale

According to the consideration of the increase of the registered capital of the Company to be offered to the existing shareholders in proportion to their shareholding (Rights Offering) as detailed in Agenda 3 above,the Company is required to allocate the newly issued shares of the Company to accommodate such increase of the Company's registered capital.

In this regard, it is deemed appropriate to propose to the shareholders’ meeting to consider and approve the allocation of the Company's newly issued ordinary shares in the amount of not exceeding 579,929,461

shares, with a par value of THB 1.60 per share, to the existing shareholders in proportion to their shareholding (Rights Offering) at the allocation ratio of 1 existing share per 1 newly issued ordinary share, any fraction of shares shall be rounded down, at the offering price of THB 4.50 per share, with a total value of not exceeding THB 2,609,682,574.50 (the “**Rights Offering Transaction**”).

In the case that there are newly issued ordinary shares remaining from the first round of allocation, the Company shall allocate such remaining shares to the existing shareholders who wish to oversubscribe for such newly issued shares. In this respect, the Company shall allocate the shares to the oversubscribing shareholders until the remaining newly issued shares are exhausted or cannot be allocated because it is a fraction of a share or until the number of newly issued ordinary shares which the shareholder wishes to oversubscribe to is exhausted. However, the Company will not allocate the remaining newly issued ordinary shares to any shareholders whose oversubscription would trigger the obligation to make a tender offer of all securities of the Company according to relevant laws and regulations.

In this regard, the Company set the date for determining the names of shareholders who entitled to subscribe the newly issued shares (Record Date) on 10 June 2024, and determination of the subscription period for the newly issued ordinary shares offered to the existing shareholders on 24 – 28 June 2024 (5 business days).

In addition, it is deemed appropriate to propose to the shareholders’ meeting to consider and approve the delegation of power to the Board of Directors and/or the Chief Executive Officer to have the authority to consider and determine any other details necessary and related to the entering into the Rights Offering Transaction, including but not limited to:

- (1) To determine or amend any details related to the Rights Offering Transaction, to determine the offering dates, subscription period and payment for shares;
- (2) To sign the applications, waiver request form, notices, and any documents related to the Rights Offering Transaction, including contacting, applying the application or request for a waiver, submitting any other documents to officials or representatives of any relevant agencies, and listing the newly issued ordinary shares as a listed security on the Stock Exchange of Thailand; and
- (3) To carry out other actions necessary and relevant to complete the Rights Offering Transaction.

Details regarding the Rights Offering Transaction appear in the capital increase report form (F53-4) (Enclosure 2).

Opinion of the Board of Directors

The Board of Directors has considered and deemed it appropriate to propose to the Extraordinary General Meeting of Shareholders No. 2/2024 to consider and approve the allocation of the newly issued shares of the Company in the amount of not exceeding 579,929,461 shares, with a par value of THB 1.60 per share to the existing shareholders in proportion to their shareholding (Rights Offering) as well as the relevant authorization.

Votes required for approval

The resolution for this agenda requires a simple majority vote of shareholders attending the meeting and casting their votes, excluding abstentions in the calculation base.

Agenda 5 To consider other matters (if any)

The Company would like to invite shareholders to attend the Extraordinary General Meeting of Shareholders No. 2/2024 on the date and time mentioned above. In this regard, please review the details of documents and evidence to be presented for the

shareholders' meetings registration (Enclosure 3) and guidelines for vote casting, vote counting, and announcement of voting results (Enclosure 4) before attending the meeting.

In this regard, shareholders or proxies are able to attend the meeting by following the guidelines for attending the shareholders' meeting via electronic means and the appointing a proxy (Enclosure 5). Shareholders can register and notify their intention to attend the shareholders' meeting through the registration system starting from 13 May 2024 onwards.

If any shareholders wish to appoint a proxy or the independent directors to attend and cast the vote at the meeting on their behalf, please complete and sign Proxy Form B (Enclosure 6), which was delivered to all shareholders together with the Notice of this Meeting. Alternatively, shareholders may download Proxy Forms (Form A, Form B or Form C - Form C is only for foreign investors who authorize the custodian in Thailand to keep and safeguard their shares) from the Company's website at www.finansiax.com. Please duly execute only one of the three forms and submit the form through the registration system from 13 May 2024 onwards. The Company will facilitate the affixing of duty stamps in the proxy form for shareholders and proxies.

In this regard, when the Company verifies the accuracy and completeness of information and supporting documents of shareholders and proxies, the Company will confirm their right to attend the meeting and send a username and a password for meeting attendance to the email address specified by shareholders or proxies within 3 business days from the date you register into the system. Shareholders and proxies are encouraged to review the user guide for the electronic meeting system for shareholders' meetings (Enclosure 7). The Company will conduct the meeting in accordance with the Company's Articles of Association concerning shareholders' meeting as set out in (Enclosure 8).

In addition, shareholders may appoint one of the independent directors, namely, 1) Pol. Gen. Visanu Prasattongsoth, or 2) Mr. Kittisak Bencharit, as proxy. The chosen independent director will cast votes on their behalf according to the voting instruction specified in the proxy form. In this regard, the details of the independent director appear in the profile of the independent director for appointment as a proxy as set out in (Enclosure 9), which was delivered to all shareholders together with the Notice of this Meeting.

For convenience and to avoid errors in registration process, and to provide shareholders with an opportunity to correct any registration errors, please submit the proxy form together with required supporting documents or evidence to the Company by 17.00 hours (Bangkok time, Thailand) on 20 May 2024.

Sincerely Yours,

Finansia X Public Company Limited

- *Mr. Chatchaval Jiaravanon* -

(Mr. Chatchaval Jiaravanon)

Chairman of the Board of Directors

For more information, please contact

General Information : Ms. Phatra Kanchanaphat, Ms. Siripa Sodomphruek or Ms. Pimpraew Thongsrikum
: Office of the Company Secretary and Shareholder Engagement, Finansia X Public Company Limited
Tel.: 02 680 0811-12 and 14 Fax: 02 680 0769

For more information about registration system or use of the e-EGM conference system or in the event that username and password are lost or have not receive, please contact

: Quidlab by e-mail info@quidlab.com or phone number 02 013 4322 and 080 008 7616

**Minutes of the 2024 Annual General Meeting of Shareholders
of
Finansia X Public Company Limited**

Date and time: 30 April 2024, at 14.00 hours in a hybrid format at Crowne 1 - 4 Room, Floor 21, Crowne Plaza Bangkok Lumpini Park, no. 952 Rama IV Road, Suriya Wong, Bangrak, Bangkok 10500 (Physical Meeting), and via electronic means (e-AGM).

Preliminary proceeding:

Ms. Phatra Kanchanaphat, Company Secretary, acting as the Master of Ceremony (“**MC**”) reported to the 2024 Annual General Meeting (“**Meeting**”) of Finansia X Public Company Limited (the “**Company**”) that Mr. Chatchaval Jiaravanon, Chairman of the Board of Directors, was unable to attend this shareholders’ meeting. Therefore, Mr. Vorapak Tanyawong, Vice Chairman of the Board of Directors, acted as the Chairman of the meeting (“**Chairman**”) in order to be in accordance with Section 104 of the Public Limited Company Act B. E. 2535 (1992) (and amendments) (“**Public Limited Company Act**”) and Article 40 of the Articles of Association of the Company, which specify that the Chairman of the Board shall be the chairman of shareholders’ meetings. If the Chairman of the Board is not presenting at a meeting or cannot perform his duty, the Vice Chairman presenting at the meeting shall be the Chairman of the meeting.

After that, the MC reported to the Meeting that on 20 March 2024, which was the record date determining the names of shareholders who are entitled to attend the Meeting, the Company had 3,048 shareholders. At the start of the meeting, there were 60 shareholders and proxies attended the Meeting representing 416,910,233 shares, equivalent to 71.8898% of the Company’s total issued and paid-up shares, thus, constituting a quorum according to Section 103 of 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 Chairman then declared the Meeting duly open.

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

Directors

- | | | | |
|----|------------------|----------------|--|
| 1. | Mr. Vorapak | Tanyawong | Vice Chairman of the Board of Directors (Chairman) |
| 2. | Mr. Seksan | Chunsereechai | Director |
| 3. | Mr. Chuangchai | Nawongs | Director and Chief Executive Officer (“ CEO ”) |
| 4. | Pol. Gen. Visanu | Prasattongsoth | Independent Director and Chairman of the Audit Committee |
| 5. | Mr. Kittisak | Bencharit | Independent Director and member of the Audit Committee |

Remark: The Company’s Board of Directors comprises of 8 persons, 5 of which attended the Meeting. The proportion of directors attending the Meeting is 62.50%.

Directors who did not attend the meeting

- | | | | |
|----|----------------|-----------------|------------------------------------|
| 1. | Mr. Chatchaval | Jiaravanon | Chairman of the Board of Directors |
| 2. | Mr. Somphop | Keerasuntonpong | Director |
| 3. | Mr. Varah | Sucharitakul | Director |

Executives

- | | | | |
|----|----------------|------------|--|
| 1. | Ms. Chorpetch | Riamdee | Chief Financial Officer (“ CFO ”) |
| 2. | Mrs. Parichart | Khantasima | Senior Executive Vice President, Internal Audit Department |

Other attendeesExternal auditors from EY Office Company Limited

1. Ms. Wanwilai Phetsang
2. Ms. Phensopha Plienbangyang

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 2024 Annual General Meeting of Shareholders as follows:

	Shareholders	Shares (Shares)	% Shares
1.	CAPITAL ASIA INVESTMENTS PTE. LTD. FOR PILGRIM FINANSA INVESTMENT HOLDING PTE. ^{/1}	170,269,978	29.36
2.	MIB SECURITIES (HONG KONG) LIMITED acting as the custodian ^{/2}	64,663,609	11.15
3.	Industrial and Commercial Bank of China (Thai) Public Company Limited	58,140,302	10.03
4.	Mr. Suthipot Ariyasuthivong	41,714,400	7.19
5.	Morgan Stanley & CO. International PLC ^{/3}	40,191,611	6.93
6.	Thai NVDR Company Limited ^{/2}	24,827,346	4.28
7.	Mrs. Suporn Wattanavekin	12,001,527	2.07
8.	Miss Chayuda Chearavanont ^{/3}	9,500,000	1.64
9.	Mr. Chaval Jiaravanon ^{/3}	9,500,000	1.64
10.	Ms. Suparat Sangamuang	7,960,000	1.37
	Other shareholders	141,160,688	24.34
	Total	579,929,461	100.00

Remark: /1 The founders and major shareholders of Pilgrim Finansa Investment Holding Pte. Ltd. ("**Pilgrim**") are Mr. Vorapak Tanyawong and Mr. Chuangchai Nawongs, holding shares in Pilgrim in the proportions of 60.00% and 40.00%, respectively.

/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 FSX 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 22.35% of FSX shares.

/3 Morgan Stanley & Co. International Plc. ("**MS**") acts as custodiam for Blue Whale Enrich Co. Ltd. ("**Blue Whale**"), of which major shareholders comprise of the spouse and child of Mr. Chatchaval Jiaravanon, Chairman of the Board of Directors of the Company. The ownership combined with direct shareholding under Ms. Chayuda Jiaravanon and Mr. Chaval Jiaravanon represents 10.21% of FSX 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. 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 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, 9 and 10.
7. 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.

8. 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 as follows:

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

The MC reported to the Meeting that the Company had prepared the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2024 held on 16 February 2024 as detailed in the copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2024, (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, there were 2 more shareholders and/or proxies were present, representing 2,186 shares.

Resolution: The Meeting considered and resolved to certify the Minutes of the Extraordinary General Meeting of Shareholders No.1/2024 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	416,912,419	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 2023 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 2023, 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:

Overview of the Company and Market

- On 23 March 2022, Finansia X Public Company Limited ("**FSX**") was incorporated as a public company.
- On 17 August 2023, FSX finalized the number of ordinary shares of Finansia Syrus Public Company Limited ("**FSS**") at 579,919,461 shares, representing 99.74 percent of the issued ordinary shares of FSS. Therefore, the tender offer is considered successful and has the effect of making FSS a subsidiary of FSX after its completion.
- On 29 September 2023, FSX purchased shares of the subsidiaries from FSS and subsidiaries of FSS International Investment Advisory Securities Co., Ltd. ("**FSSIA**"), totalling 3 companies, according to the restructuring plan of FSS. It is resulted in FSX directly holding shares in FSS, FSSIA, Finansia Securities Company Limited ("**FSL**") and Finansia Digital Assets Company Limited ("**FDA**").
- The Company holds the third market share ranking in the online trading group for individual investors (7.06%) and the eighth in the overall market ranking (4.59%).
- The average daily trading value decreased from THB 70,658 million in 2022 to THB 49,409 million in 2023, a decrease of 30%, resulting in a 19% decrease in the Company's securities brokerage income.

After the MC invited shareholders to share their question and opinions, the discussion points are summarized as following.

- Mr. Chayapol Prasertkamolchai, a shareholder, inquired about the training of Investment Consultants ("**ICs**") of FSS. It was noted that IC training to support the sales of various products in a comprehensive manner is difficult since ICs may only have expertise in selling shares. The CEO explained that the Company will prioritize the willingness of these ICs before providing training and skill development (workshops), including testing. In the first phase, the focus will be on the initial group of ICs to serve as an example for others. However, the Company has arranged for a Wealth Product Specialist, which is a central unit, ready to support direct customer consultation and also support ICs.

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

Agenda 3 To approve the 2023 financial statements of the Company for the fiscal year ended 31 December 2023

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 2023, 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	
	2023	2022 (Revised)
Total assets	6,023	8,014
Total liabilities	3,432	5,170
Total shareholders' equity	2,590	2,844
Total revenues	1,646	2,400
Comprehensive profit (loss) – Shareholders' Equity of the Company	(213)	210
Profit (loss) per share – Shareholders' Equity of the Company (THB/share)	(0.34)	0.35

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, there were 9 more shareholders and/or proxies were present, representing 14,541 shares.

Resolution: The Meeting considered and resolved to approve the 2023 financial statements of the Company for the fiscal year ended 31 December 2023 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	416,926,960	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 2023 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 213,088,671 as detailed in the copy of the financial statements of the Company for the fiscal year ended 31 December 2023 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 2024 Annual General Meeting of Shareholders to consider and approve the omission of the allocation of net profit from business operating results for the year 2023 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 2023 as a legal reserve and to approve the omission of dividend payment due to the Company has incurred losses in its operations 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	415,986,760	99.7745
Disapproved	940,200	0.2255
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 2024 Annual General Meeting of Shareholders, there are 3 directors who are due to retire by rotation, namely:

- | | | |
|------------------------------------|----------------------|--|
| 1. Mr. Chatchaval Jiaravanon | Director | Holding the position of director for 2 years |
| 2. Pol. Gen. Visanu Prasattongsoth | Independent Director | Holding the position of director for 2 year |
| 3. Mr. Chuangchai Nawongs | Director / CEO | Holding the position of director for 2 years |

In this regard, the Company provided an opportunity for shareholders to nominate candidates for election as directors at the 2024 Annual General Meeting of Shareholders during the period from 16 November 2023 to 31 January 2024. 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 2024 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 2024 Annual General Meeting of Shareholders 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. Chatchaval Jiaravanon, (2) Pol. Gen. Visanu Prasattongosoth, and (3) Mr. Chuangchai Nawongs as directors of the Company for another term of office as proposed, where the voting results were as follows:

1. Mr. Chatchaval Jiaravanon 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	416,856,760	100.0000
Disapproved	0	0.0000
Abstained	70,200	Excluded from calculation base
Void	0	Excluded from calculation base

2. Pol. Gen. Visanu Prasattongosoth 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	416,856,760	100.0000
Disapproved	0	0.0000
Abstained	70,200	Excluded from calculation base
Void	0	Excluded from calculation base

3. Mr. Chuangchai Nawongs 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	416,856,760	100.0000
Disapproved	0	0.0000
Abstained	70,200	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 2024

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 2024 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	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	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
Executive and Risk Oversight Board (the "Executive Committee")		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
Nomination, Remuneration, Corporate Governance, and Sustainability Committee		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	THB 20,000/person/attendance	THB 20,000/person/attendance
Technology Committee		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	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 where necessary		
Chairman	THB 40,000/attendance	THB 40,000/attendance
Directors	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	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 2024, 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 2023	Fiscal year ended 31 December 2024
- None -	Not exceeding THB 15,000,000

2. Other benefits

– None –

Afterward, the MC invited shareholders to ask question, 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.

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 2024 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	416,865,760	99.9832
Disapproved	70,200	0.0168
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 2024

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 2024, 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

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 3 auditors are independent, and have no relationship and/or any interest with the Company, subsidiary, executives, or major shareholders or related person thereof.

2. Approval of audit fees for the year 2024 in the amount of not exceeding THB 1,150,000, 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 6,550,000 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

Details of the Company's audit fees in comparison between in 2023 and 2024

Unit: THB

Audit fees		2024 (Proposed year)	2023
1.	Audit Fee	not exceeding THB 1,150,000	750,000
2.	Non-audit Fee	actual cost	1,000,195

After the MC invited shareholders to share their question and opinions, the discussion points are summarized as following.

- Mr. Thitipong Sophonudomporn, a shareholder, inquired about the audit fees of FDA, a subsidiary in the Group Company as to why the audit fees of FDA is similar to FSS, as it is noted that the FDA has not yet commenced business operations. The CEO explained that FDA planned to commence business operations from 30 April 2024 and EY Office Limited needed to engage foreign auditors with expertise in auditing digital asset transactions. In this regard, Mr. Thitipong Sophonudomporn further inquired whether the engagement of foreign auditors is required every year. Ms. Wanwilai Phetsang, an auditor from EY Office Limited, explained that it is still necessary to use foreign auditors for the next annual audit year to verify the existence of assets in digital wallets.

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 2024 and the audit fees for the fiscal year 2024 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	416,926,960	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 issuance and offering of debentures of the Company in the amount not exceeding THB 2,000 million

The MC reported to the Meeting that to increase financial liquidity and/or pay debts and/or be used as investment and/or be used for business operation of the Company and/or expand the business, it is deemed appropriate to propose to the Meeting to consider and approve the issuance and offering of debentures of the Company in the amount not exceeding THB 2,000 million (or the equivalent amount in any other currencies), details of which are as follows:

- Objectives:** To increase financial liquidity and/or pay debts and/or be used as investment and/or be used for business operation and/or expand the business of the Company and/or its subsidiaries
- Type of debentures:** All types and forms of debentures, including but not limited to subordinated or unsubordinated, amortizing or bullet, secured or unsecured, with or without representative of debenture holders, depending on the appropriateness of the market conditions and other related factors at the time of each issuance and offering of debentures
- Offering amount:** The total amount of existing unredeemed debentures at any particular time shall not exceed THB 2,000 million (or the equivalent amount in any other currencies). The amount of debentures that has been redeemed and/or the amount that the Company have made a buyback and/or repaid will be included as the amount of debentures that the Company can issue and offer again (Revolving Basis).
- Par value:** THB 1,000 per unit
- Interest rate:** Depends on market condition and other related factors at the time of issuance and offering debentures
- Term:** Up to 3 years from each issuance date
- Offering:** Debentures may be offered to public and/or private placement (specific investors and/or domestic and international institutional investors, and/or to high-net-worth investors) whether in whole or partial, which may be in one or several tranches. In this regard, the issuance and offering of debentures shall comply with the relevant regulations of the Capital Market Supervisory Board and/or the Office of the Securities and Exchange Commission and/or other related agencies as well as other relevant regulations which are in force at the time of each offering and issuance of debentures.
- Early redemption:** Debenture holders may or may not have the right to redeem debentures before the maturity and the Company has or does not have the right to redeem debentures before the maturity, depending on the terms and conditions of each issuance and offering of debentures.

Moreover, the Board of Directors deemed appropriate to propose to the shareholders' meeting to consider and approve the delegation of power to the Board of Directors and/or the Chief Executive Officer and/or any person designated by the Board of Directors and/or the Chief Executive Officer to have the authority to proceed any actions relating to the issuance and offering of debenture as follows:

- (1) determining terms and conditions and any other details necessary for, and pertinent to, the issuance and offering for each issuance and offering of debentures, such as determination of the name of debentures, offering amount of each issuance, type of debentures, security (if any), offering price per unit, term of debentures, maturity date,

- right of early redemption, interest rate, principal repayment and interest payment method, allocation method, any details of offering including signing the terms and conditions of the issuer of debentures and the holders of debentures;
- (2) entering into negotiation, agreement, execution, amending in any agreements or documentation relevant to or necessary for the issuance and offering of debentures, as well as contacting, providing, filing documentation and evidence with the Office of the Securities and Exchange Commission, the Thai Bond Market Association, the Bank of Thailand, or any other authorities or persons relevant to the issuance and offering of debentures, as well as registration or listing the debentures with the Thai Bond Market Association or other secondary markets, and undertaking any acts relevant to or necessary for each issuance and offering of debentures as deems appropriate;
 - (3) appointing financial advisor, underwriter, registrar, debenture- holders' representative, credit rating agency, trustee, or any other person relevant to the issuance and offering of debentures which is required to be appointed in accordance with the relevant regulations, or in any other case as deemed appropriate; and
 - (4) undertaking any actions necessary for and relevant to the issuance and offering of debentures until its completion as deems appropriate.

After the MC invited shareholders to share their question and opinions, the discussion points are summarized as following.

- Mr. Supoj Aue-Chailertkul, a shareholder, inquired about the characteristics of the debentures to be offered and the risk mitigation measures that the Company will take in case the issuance of debenture is unsuccessful due to the observation that currently confidence in the debenture market has decreased. The CFO explained that normally, the Company issues unsecured debentures and sells them specifically to investors, which is similar to the debentures previously issued by FSS. In the event that the debenture issuance is not successful, various subsidiaries within the group still have credit lines with various financial institutions to support their investments or operations, but there will be higher financial costs than issuing debenture.
- Mr. Chayapol Prasertkamolchai, a shareholder, further inquired that it is noted that the plan to utilize the proceeds is mainly in the investment of FSS; why is not issuing the debenture in the name of FSS. The CFO clarified that as FSX is reliable as a company listing on the Stock Exchange of Thailand (the "SET"), it is responsible for disclosing audited financial statements within the timeframe specified by the SET, making it easy for debenture holders to access the financial statements.

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 issuance and offering of debentures of the Company in the amount not exceeding THB 2,000 million 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	416,856,760	99.9832
Disapproved	70,200	0.0168
Abstained	0	0.0000
Void	0	0.0000

Agenda 9 To consider and approve the reduction of the Company's registered capital by THB 2,373,702.40 from the existing registered capital of THB 930,260,840 to the registered capital of THB 927,887,137.60 by cancelling 1,483,564 unissued shares, with a par value of THB 1.60 per share and to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the reduction of the Company's registered capital

The MC reported to the Meeting that pursuant to Section 140 of the Public Limited Company Act, the shareholders' meeting may resolve to approve the capital reduction by cancelling the unissued shares. Since the Company has the unissued ordinary shares remaining from the share swap under the shareholding restructuring plan amounting to 1,483,564 shares, with a par value of THB 1.60 per share.

In this regard, it is deemed appropriate to propose to the meeting to consider and approve the reduction of the Company's registered capital by THB 2,373,702.40 from the existing registered capital of THB 930,260,840.00 to the registered capital of THB 927,887,137.60 by cancelling 1,483,564 unissued shares, with a par value of THB 1.60 per share and propose to the meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the reduction of the Company's registered capital by adopting the following wordings:

“Clause 4. Registered 927,887,137.60 THB (Nine hundred twenty-seven million eight hundred eighty-seven thousand one hundred thirty-seven Baht and sixty Satang)
 Divided into 579,929,461 Shares (Five hundred seventy-nine million nine hundred twenty-nine thousand four hundred and sixty-one shares)
 Par value per 1.60 THB (One Baht sixty Satang)
 share

Divided into:

Ordinary shares 579,929,461 Shares (Five hundred seventy-nine million nine hundred twenty-nine thousand four hundred and sixty-one shares)
 Preferred shares - 0 - Shares (-)”

Moreover, it is deemed appropriate to propose to the shareholders' meeting to approve the delegation of power to the person(s) authorized by the authorized directors to register the amendment to the Memorandum of Association of the Company with the Department of Business Development, the Ministry of Commerce and shall be empowered to amend or add wordings in accordance with the Registrar's instruction.

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 reduction of the Company's registered capital by THB 2,373,702.40 from the existing registered capital of THB 930,260,840 to the registered capital of THB 927,887,137.60 by cancelling 1,483,564 unissued shares, with a par value of THB 1.60 per share and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the reduction of the Company's registered capital 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	416,926,960	100.0000
Disapproved	0	0.0000
Abstained	0	0.0000
Void	0	0.0000

Agenda 10 To consider and approve the reduction of the Company's registered capital and the Company's paid-up capital by THB 16,000.00 from the existing registered capital of THB 927,887,137.60 to the registered capital of THB 927,871,137.60 and from the existing paid-up capital of 927,887,137.60 to the paid-up capital of THB 927,871,137.60 and to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the reduction of the Company's registered capital

The MC reported to the Meeting that according to Finansia Syrus Securities Public Company Limited ("FSS") has proceeded the shareholding and management restructuring by the establishment of the new company, consisting of the initial registered capital and paid-up capital of THB 16,000.00 divided into 10,000 shares with a par value of THB 1.60 per share in order to accommodate the shareholding and management restructuring plan of FSS as disclosed in the registration statement for securities offering together with tender offer for the securities (Form 69/247-1) of the Company that the Company would proceed the capital reduction of the initial registered capital after the completion of the shareholding and management restructuring plan or within 1 year after the completion of the shareholding and management restructuring plan. In this regard, the Company has completed the shareholding and management restructuring plan since 29 September 2023.

In this regard, it is deemed appropriate to propose to the meeting to consider and approve the reduction of the Company's registered capital and the Company's paid-up capital by THB 16,000.00 from the existing registered capital of THB 927,887,137.60 to the registered capital of THB 927,871,137.60 and from the existing paid-up capital of 927,887,137.60 to the paid-up capital of THB 927,871,137.60, representing the reduction of the initial registered capital and paid-up capital of the Company, used for the establishment of the Company. The aforementioned capital to be reduced is held by the following persons;

No.	Name	Number of Shares (Unit : shares)
1.	Mr. Chuangchai Nawongs	9,986
2.	Mr. Somphop Keerasuntonpong	1
3.	Ms. Supin Suravichai	1
4.	Mr. Kosit Thammatada	1
5.	Ms. Chorpetch Riamdee	1
6.	Mr. Somchai Keawjaroenpisan	1
7.	Mrs. Nusara Rooncharoen	1
8.	Ms. Jitkaneung Saengcheewong	1
9.	Ms. Pornpitak Tainawa	1
10.	Ms. Siripimol Laolertvorakul	1
11.	Mr. Chiteevant Jotikasthira	1
12.	Ms. Phatra Kanchanapraphat	1
13.	Ms. Siripa Sodomphruek	1
14.	Ms. Rangsima Klabtavee	1
15.	Ms. Boonbaramee Tanyasiri	1
Total		10,000

Moreover, it is proposed to the meeting to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the reduction of the Company's registered capital by adopting the following wordings:

“Clause 4.	Registered capital	927,871,137.60	THB	(Nine hundred twenty- seven million eight hundred seventy- one thousand one hundred thirty- seven Baht and sixty Satang)
	Divided into	579,919,461	Shares	(Five hundred seventy- nine million nine hundred nineteen thousand four hundred sixty- one shares)
	Par value per share	1.60	THB	(One Baht sixty Satang)
Divided into:				
	Ordinary shares	579,919,461	Shares	(Five hundred seventy- nine million nine hundred nineteen thousand four hundred sixty- one shares)
	Preferred shares	- 0 -	Shares	(-)”

Moreover, it is deemed appropriate to propose to the shareholders' meeting to approve the delegation of power to the person(s) authorized by the authorized directors to register the amendment to the Memorandum of Association of the

Company with the Department of Business Development, the Ministry of Commerce and shall be empowered to amend or add wordings in accordance with the Registrar's instruction

After the MC invited shareholders to share their question and opinions, the discussion points are summarized as following.

- Mr. Thitipong Sophonudomporn, a shareholder, inquired whether the capital reduction will return actual funds to the shareholders. Ms. Voraluck Worachuttharn, a Legal advisor from The Capital Law Office Limited, explained that the registered capital mentioned is the initial capital for the establishment of the Company. Therefore, it is a return of the initial funds to the promoters of the Company, which is part of the reduction process.

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 and entitled to vote, 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 not approve the reduction of the Company's registered capital and the Company's paid-up capital by THB 16,000.00 from the existing registered capital of THB 927,887,137.60 to the registered capital of THB 927,871,137.60 and from the existing paid-up capital of 927,887,137.60 to the paid-up capital of THB 927,871,137.60 and not approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the reduction of the Company's registered capital as well as the relevant authorization, 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	238,681,963	57.2500
Disapproved	178.229.978	42.7500
Abstained	0	0.0000
Void	0	0.0000

Agenda 11 Other matters (if any)

The Chairman gave the opportunity for shareholders to ask questions and make recommendations. There were questions that can be summarized as following

- Mr. Nirun Jitprakob, a shareholder, inquired about the Company's operating results forecast for 2024. The CEO explained that we could not provide a forecast of the Company's operating results. However, the Company's main business is the securities business, and the trading volume in the first quarter of 2024 is lower than in 2023. In addition, the group company is still in the beginning stages of its business operations in Wealth Management and Digital Asset business. Nevertheless, the group company will control expenses and costs meticulously and will adopt technology systems to reduce costs and prepare for increased competitive potential in the near future.
- Mr. Supoj Aue-Chailertkul, a shareholder, inquired about the digital assets examined in the FDA's financial statements whether they were the Company's tokens or the customers. The Chairman explained that they were customer assets. This is because the FDA targets the Broker Digital Asset business to be opened to support the growth of the digital asset market. Therefore, there is less risk than the Exchange business.

- Mr. Supoj Aue-Chailertkul, a shareholder, inquired about the management's advice to retail investors regarding the current market conditions. The CEO explained that investing in digital assets is considered a risk diversification strategy in a stagnant capital market environment. It is expected that in the future, the group company operating brokerage business will attempt to use AI as a tool to assist customers in making decisions. The Chairman further commented that investors in Thailand still need to be cautious when investing at this time.
- Mr. Chayapol Prasertkamolchai, a shareholder, inquired about the Company's declining market share ranking. The CEO explained that the Company's main customer consists of retail investors. Considering the proportion of investors in the past year 2023, the proportion of foreign investors increased significantly to 55%, resulting in FSS's market share decreasing. However, when considering the trading value through online channels, which is the primary channel for private investors, it was found that FSS's market share was similar to the previous year. The ranking dropped slightly from 2nd to 3rd. Nevertheless, FSS still aims to be the number 1 channel for online retail investors.

Afterward, the Chairman then thanked all the shareholders for attending the 2024 Annual General Meeting of Shareholders and adjourned the Meeting at 16.17 hours.

Sign – *Mr. Vorapak Tanyawong* –
(Mr. Vorapak Tanyawong)
Chairman of the Meeting

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

(F 53-4)

CAPITAL INCREASE REPORT FORM
FINANSIA X PUBLIC COMPANY LIMITED
11 APRIL 2024

We, Finansia X Public Company Limited (the “**Company**”), hereby report the resolutions of the Board of Directors’ Meeting No. 3/2024, which was held on 11 April 2024, at 11.00 a.m. in relation to the increase of the registered capital of the Company and the allocation of the newly issued ordinary shares, as follows:

1. Capital increase

The Board of Directors’ Meeting of the Company resolved to propose that the Extraordinary General Meeting of Shareholders No. 2/2024 consider and approve the increase of the Company’s registered capital from the existing registered capital of THB 927,887,137.60 to THB 1,855,774,275.20, by issuing 579,929,461 newly issued ordinary shares, with a par value of THB 1.60 per share. Details of the capital increase are as follows:

Type of Capital Increase	Type of Shares	Number of Shares (Shares)	Par Value (THB per Share)	Total (THB)
<input checked="" type="checkbox"/> Specific purpose of utilizing the proceeds	Ordinary shares	579,929,461	1.60	927,887,137.60
<input type="checkbox"/> General mandate	-	-	-	-

2. Allocation of the newly issued shares (Specific purpose of utilizing the proceeds)

2.1 Details of the allocation

Allocated to	Number of Shares (Shares)	Ratio (Existing : New)	Offering Price (THB per Share)	Date and Time of Subscription and Share Payment	Remark
To accommodate the allocation of the Company's newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Rights Offering)	Not exceeding 579,929,461	Allocation ratio of 1 existing ordinary share to 1 newly issued ordinary share	4.50	During 24 – 28 June 2024 (5 business days)	Please consider Remark below.

Remark:

The Board of Directors' Meeting No. 3/2024 on 11 April 2024 resolved to propose to the Extraordinary General Meeting No. 2/2024 of the Company to consider and approve the issuance and offering of the newly issued ordinary shares in the amount of 579,929,461 shares, with a par value of THB 1.60 per share, to the existing shareholders in proportion to their shareholding (Rights Offering) at the allocation ratio of 1 existing share per 1 newly issued ordinary share, any fraction of shares shall be rounded down, at the offering price of THB 4.50 per share, with a total value of THB 2,609,682,574.50 (the “**Rights Offering Transaction**”).

In this regard, the determination of the offering price of the newly issued ordinary shares under the Rights Offering Transaction at THB 4.50 per share is appropriate since the Company intends to raise the proceeds from capital increase sufficient to expand business according to its strategic plan as the objectives specified in Item. 5 below.

In the case that there are newly issued ordinary shares remaining from the first round of allocation, the Company shall allocate such remaining shares to the existing shareholders who wish to oversubscribe for such newly issued shares. In this respect, the Company shall allocate the shares to the oversubscribing shareholders until the remaining newly issued shares are exhausted or cannot be allocated because it is a fraction of a share or until the number of newly issued ordinary shares which the shareholder wishes to oversubscribe to is exhausted. However, the Company will not allocate the remaining newly issued ordinary shares to any shareholders whose oversubscription would trigger the obligation to make a tender offer of all securities of the Company according to relevant laws and regulations.

In this regard, the Company set the date for determining the names of shareholders who entitled to subscribe the newly issued shares (Record Date) on 10 June 2024 (However, the aforesaid rights is subject to the approval from the shareholders' meeting of the Company), and determination of the subscription period for the newly issued ordinary shares offered to the existing shareholders on 24 - 28 June 2024. (5 business days)

In addition, the Board of Directors deemed appropriate to propose to the shareholders' meeting to consider and approve the delegation of power to the Board of Directors and/or the Chief Executive Officer to have the authority to consider and determine any other details necessary and related to the entering into the Rights Offering Transaction (any changes in details shall not affect the price range and conditions as approved by the shareholders), including but not limited to:

- (1) To determine or amend any details related to the Rights Offering Transaction, to determine the offering dates, subscription period, and payment for shares;
- (2) To sign the applications, waiver request form, notices, and any documents related to the Rights Offering Transaction, including contacting, applying the application or request for a waiver, submitting any other documents to officials or representatives of any relevant agencies, and listing the newly issued ordinary shares as a listed security on the Stock Exchange of Thailand (the “**SET**”); and
- (3) To carry out other actions necessary and relevant to complete the Rights Offering Transaction.

2.2 Actions to be taken by the Company in case of a fraction of shares

In the case that there are fractions of the newly issued ordinary shares resulting from the allocation to each shareholder in proportion to their shareholding under the Rights Offering Transaction, such fractions of shares shall be rounded off.

3. Schedule of the shareholders' meeting to approve the capital increase and the allocation of the newly issued shares

The Extraordinary General Meeting No. 2/2024 of the Company is set on 27 May 2024 at 2.00 p.m. via electronic means (e-EGM) and the date for determining the list of shareholders who are entitled to attend the Extraordinary General Meeting No. 2/2024 of the Company (Record Date) is set on 26 April 2024.

4. Application for approval of the capital increase/allocation of newly issued shares by the relevant governmental agencies and approval conditions

- 4.1 The Company shall obtain approval from the Extraordinary General Meeting of Shareholders No. 2/2024 to increase the registered capital;
- 4.2 The Company shall register the capital increase, and the change of the paid-up capital with the Department of Business Development, Ministry of Commerce; and
- 4.3 The Company shall submit applications to the SET for the approval of the newly issued ordinary shares for the Rights Offering Transaction to be listed on the SET.

5. Objectives of the capital increase and plans for utilizing the proceeds received from the capital increase

The Company shall use the proceeds received from the offering of the newly issued ordinary shares to the existing shareholders in proportion to their shareholding (Rights Offering), approximately THB 2,609 million for the following objectives:

Objectives	Estimated amount (THB million)	Time period for use of proceeds
1. To expand the limit of securities lending and block trade transactions of Single Stock Futures	1,250	2024
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, investing in developing back-office	650	2024 - 2027

Objectives	Estimated amount (THB million)	Time period for use of proceeds
systems, and investing in tools to offer comprehensive services to customers to the personnel of the Company's group		
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	Within the 3rd quarter of 2024
Total	2,609	

Remarks: The objectives of proceeds utilization stated above are subject to change depending on the Company's operational circumstances and appropriateness. Any desire by the Company to amend the objectives of proceeds utilization must comply with the notifications, rules, or relevant laws (if any). In this regard, the allocated amount and timeframe of allocation are subject to adjustment depending on the operational circumstances and appropriateness.

6. Benefits which the Company will receive from the capital increase/allocation of newly issued shares

- 6.1 To reduce the Company's financial costs in the case of using the proceeds received from the capital increase to repay the principal of the debentures and portion of the interest.
- 6.2 The Company will have more liquidity as the capital increase will be used as working capital. This will help strengthen its financial position and stabilize the Company's business, by having enough money to operate and expand the Company's business in the future.
- 6.3 Prepare the Company for business operations, by increasing the flexibility of the Company's capital structure and having sufficient funds for current and future operations, including business expansion. This will enable the Company to establish a stable and sustainable income base in both short and long term.
- 6.4 The Company will have a stronger financial position, which will help enhance the stability of its operations in both core and related businesses, which will be beneficial to the overall business development of the Company.

7. Benefits which the shareholders will receive from the capital increase/allocation of newly issued shares

7.1 Dividend policy

The Company has a policy to pay dividends to the shareholders at a rate of not less than 40 percent of the net profit from the Company's separate financial statements after deducting corporate income tax and allocation

of reserves as required by the laws and the Articles of Associations of the Company. However, the dividend payment may be less than the rate specified above considering various factors, such as economic conditions, operating results, financial position of the Company, cash flow, working capital, investment plan and business expansion, debt burden, conditions and limitations as specified in the loan agreement and other suitability. The Board of Directors will use their due care in considering this. In addition, the annual dividend payments must be approved by the shareholders' meeting, except for the payment of interim dividends, which the Board of Directors may approve the payment of interim dividends from time to time when the Company has sufficient profit to be able to do so. Nonetheless, the said dividend payment shall be reported to the subsequent shareholders' meeting. The Company's dividend payment must not conflict with or contradict the applicable laws.

7.2 Rights to receive dividend payment

Subscribers of the newly issued ordinary shares will have the right to receive dividends from the Company's operations provided that the subscribers have already been registered as a shareholder of the Company's newly issued ordinary shares with the name appearing as a shareholder in the share register book of the Company and the Company has announced the payment of dividends in accordance with the relevant policy, applicable laws, and regulations.

8. Other details necessary for shareholders' consideration and approval of the capital increase/allocation of newly issued shares

8.1 Impact on existing shareholders from the issuance and offering of the newly issued ordinary shares to the company's existing shareholders in proportion to their shareholding

8.1.1 Price Dilution

Since the offering price of the newly issued ordinary shares at THB 4.50 per share is higher than the market price of the Company's shares before the offering of the ordinary shares of the Company. Therefore, there is no price dilution.

In this regard, the market price before the offering is equal to the weighted average price of the past 7 consecutive business days before the meeting of the Board of Directors No. 3/2024 on 11 April 2024 (i.e., between 1 - 10 April 2024) (Source: SETSMART) which is equal to THB 2.43.

8.1.2 Earnings Dilution

Due to the operation deficit in 2023, the Company is unable to calculate the effect on profit sharing (Earnings Per Share Dilution).

8.1.3 Control Dilution

After issuing and offering the newly issued ordinary shares to all existing shareholders in proportion to their shareholding, the voting rights of the shareholders in the Company will not be affected if all existing shareholders exercise their rights to subscribe to the newly issued shares in proportion to their shareholding.

8.2 Benefits to the shareholders compared to earnings dilution or control dilution

When comparing the benefits that the shareholders would receive from the Rights Offering Transaction to the potential earnings dilution or control dilution resulting from the Rights Offering Transaction detailed above, the Company is of the opinion that the said offering of the newly issued ordinary shares will be more advantageous to the shareholders as it will increase the Company's liquidity. The proceeds received from the capital increase will be used as working capital which will strengthen the Company's financial position and stabilize the Company's business, by having sufficient funds to operate and expand the Company's business in the future.

8.3 Opinion of the Board of Directors

8.3.1 Reason and necessity of capital increase

The Board of Directors is of the opinion that the Company needs to increase its registered capital and issue new ordinary shares to accommodate the issuance and offering of newly issued ordinary shares to existing shareholders in proportion to their shareholding (Right Offering). In this regard, this capital increase and share allocation will reduce the Company's financial costs by using the proceeds received from the capital increase to repay the principal and interest of debentures. Furthermore, the proceeds shall be used as working capital for the Company, enhancing liquidity in its core business operations and related businesses, including the extension of the Company's business in the future. The proceeds shall also be allocated to invest in various projects and serve as a source of funds for future investment plans, including repayment of the Company's debts and interests and/or those of its subsidiaries. This will enable the Company to establish a stable and sustainable income base in both the short and long term, consequently generating returns for itself and its shareholders.

The Company will use the proceeds received from the aforementioned capital increase for the purposes specified above in Item 5.

In this regard, upon considering various methods of capital procurement, the Board of Directors opined that the issuance and offering of the newly issued ordinary shares in proportion to their shareholding (Rights Offering) is a suitable means of fundraising, as the Company will receive funds in a short period.

8.3.2 Feasibility of the plan for use of proceeds

The Company expects to proceed with the issuance and offering of the newly issued ordinary shares to existing shareholders in proportion to their shareholding (Rights Offering) and obtain funds from the offering of the newly issued ordinary shares within 3 months from the date that the shareholders' meeting approved the capital increase and the offering of the newly issued ordinary shares. In this regard, the Company will utilize the proceeds received from such capital increase for the purposes specified above in Item 5.

8.3.3 Reasonableness of the capital increase

The Board of Directors opined that the capital increase to be offered to the existing shareholders in proportion to their shareholding (Rights Offering) is reasonable and aligns with the best interests of the Company and its shareholders as the Company plans to utilize the proceeds from this fundraising for the purposes specified above in Item 5. Furthermore, this capital increase will strengthen the Company's financial stability, enabling the Company to have capital for business expansion and fortify its financial position. Additionally, it will enhance the competitiveness and continuous growth and development of the Company's business. As a result, the Company will be able to generate good returns for its shareholders.

8.3.4 Potential impacts on the company's business, financial position, and operating results as a result of the capital increase and implementation of plan for use of proceeds

The Board of Directors opined that the issuance and offering of the newly issued ordinary shares will be advantageous to the Company's business operations. The Company will be able to utilize the proceeds received from the capital increase for the purposes specified above in Item 5, which will benefit the Company's business expansion, drive higher profits, and contribute to strengthening stability in the Company's financial position. Additionally, it will enhance the Company's capital reserve ratio. Moreover, the Company will maintain financial stability by having a competitive capital ratio that can compete with its competitors.

8.4 Certification of the Company's Directors

In the case where the directors of the Company fail to perform their duties in compliance with the applicable laws, objectives, the Articles of Association of the Company, and the resolutions of the shareholders' meeting, with honesty and due care in protecting the interests of the Company relating to the capital increase by the action or refraining from action which is a failure to perform such duties and causing damage to the Company, the Company can claim compensation from such director(s). However, if the Company does not claim such compensation, the shareholder(s) holding shares collectively not less than 5 percent of the total issued shares

may notify the Company to make such claim. If the Company does not proceed as notified by the shareholder(s), such shareholder(s) may file a lawsuit to claim damages from the said director(s) on behalf of the Company according to Section 85 of the Public Limited Companies Act B.E. 2535 (1992) (as amended). In addition, if the action or refraining from any action by the director(s) is a failure to perform duties in accordance with the applicable laws, objectives, the Articles of Association of the Company, and the resolutions of the shareholders' meeting with honesty and due care in protecting the interests of the Company relating to the capital increase, the director(s) shall be responsible for returning such benefits to the Company, or the shareholder(s) who hold the shares with the voting rights of collectively not less than 5 percent of the total number of voting rights may request the Company to demand such benefits. If the Company fails to take action as requested by the shareholder(s) within 1 month from the date of the request, such shareholder(s) may exercise their rights to file a lawsuit to recover the benefits from such director(s) on behalf of the Company according to Section 89/18 of the Securities and Exchange Act B.E. 2535 (1992) (as amended).

9. Schedule of actions in case the Board of Directors passes a resolution to approve the capital increase/allocation of newly issued shares:

No.	Actions	Date
1.	Board of Directors Meeting No. 3/2024	11 April 2024
2.	Date for determining the names of shareholders who are entitled to attend the Extraordinary General Meeting of Shareholders No. 2/2024 (Record Date)	26 April 2024
3.	Date of the Extraordinary General Meeting of Shareholders No. 2/2024	27 May 2024
4.	Register the increase in registered capital with the Ministry of Commerce	within 14 days from the date of the shareholders' meeting resolved to increase the registered capital
5.	Date to determine the names of shareholders who are entitled to subscribe for the newly issued ordinary shares in proportion to their shareholding (Record Date)	10 June 2024
6.	Subscription and payment date for the newly issued ordinary shares in proportion to shareholding (Rights Offering)	During 24 – 28 June 2024 (5 business days)

Details of Documents and Evidence to be Presented for the Shareholders' Meeting Registration

1. In case the shareholder attends the meeting in person:

- Notice to the Meeting (Registration Form with QR Code)
- For Thai individual shareholders, please present your ID card or official identification card.
- For foreign individual shareholders, please present your alien identification card, passport or a document used in lieu of a passport.

In the case of a change in name-surname of a shareholder, please present evidence certifying such change. If the shareholder is a juristic person:

- In case a shareholder is a juristic person:
 - Notice to the Meeting (Registration Form with QR Code)
 - For Thai juristic person: (1) A copy of Affidavit issued by the Ministry of Commerce or competent authority not exceeding 6 months, certified true and correct by the authorized director(s) of such juristic person and (2) the citizen identification card, civil servant identification card, alien identification card, passport or a document used in lieu of a passport of the authorized person(s) who sign certified true copy.
 - For foreign juristic person: (1) A copy of Certificate of Incorporation or Affidavit certified true and correct by the authorized person(s) of such juristic person which shall be certified by competent authority or notary public not exceeding 1 year and (2) the citizen identification card, civil servant identification card, alien identification card, passport or a document used in lieu of a passport of the authorized person(s).

2. In case the shareholder attends the meeting via proxy to attend the meeting:

- If shareholders are unable to attend the Extraordinary General Meeting of Shareholders No. 2/2024, they may appoint any person as their proxy or designate the Company's Independent Director to vote on their behalf.
- Shareholders wishing to delegate a proxy are requested to authorize only one proxy to attend the meeting and vote in accordance with the attached proxy form.
- The proxy grantor can indicate their voting preferences on each agenda item of the meeting—whether they agree, disagree, or choose to abstain, as specified in the proxy form. The proxy will then vote according to the grantor's wishes.

Required documents for the appointment of proxy:

- Notice to the Meeting (Registration Form with QR Code)
- Proxy Form, which is completely filled in all items together with duly signed by both the grantor and proxy. The Company will facilitate the affixing of duty stamps in the proxy form for shareholders and proxies.
- In case of Thai individual shareholder, certified true and correct copy of the grantor's citizen identification card or civil servant identification card are required to be presented.
- In case of foreign individual shareholder, certified true and correct copy of the grantor's certification of alien registration or passport or documents used in lieu of passport are required to be presented.
- ID card, official identification card, alien identification card, passport or a document used in lieu of a passport of a proxy.
- In case of a juristic person shareholder:
 - Thai juristic person: (1) A copy of Affidavit issued by the Ministry of Commerce or competent authority not exceeding 6 months, certified true and correct by the authorized director(s) of such juristic person and (2) Certified true and correct copy of citizen identification card, civil servant identification card, alien identification card, passport or a document used in lieu of a passport of the authorized person(s) who sign certified true copy.

- Foreign juristic person: (1) A copy of Certificate of Incorporation or Affidavit certified true and correct by the authorized director(s) of such juristic person and (2) Certified true and correct copy of citizen identification card, civil servant identification card, alien identification card, passport or a document used in lieu of a passport of the authorized person(s) which shall be certified by competent authority or notary public not exceeding 1 year.
- ID card, official identification card, alien identification card, passport or a document used in lieu of a passport of a proxy.
- In case of foreign institutional investors which appoints commercial bank as Custodian and have passed the Know Your Customers (KYC) and Customer Due Diligence (CDD) processes of the Custodian bank, the Custodian bank is entitled to the rights as confer by proxy form from shareholders without any further identification documents of the shareholders. The Custodian shall present the documents specified in the Proxy Form C, which can be downloaded at www.finansiax.com.
- In case shareholders represented at meeting by appointing the Company's Independent Director to vote on his/her behalf, the shareholders may choose to the following Company's Independent Director:
 - Pol. Gen. Visanu Prasattongsoth (Independent Director and Chairman of the Audit Committee)
 - Mr. Kittisak Bencharit (Independent Director and member of the Audit Committee)
- Shareholders who would like to appoint an independent director of the Company as a proxy shall submit the Proxy Form that has been completely prepared and executed in accordance with the procedure mentioned above to the Company Secretary via E-mail address: fsx.companysecretary@finansiax.com or by post to the Office of the Company Secretary and Shareholder Engagement, Finansia X Public Company Limited, 719 MINT TOWER Building, 8th Floor, Banthat Thong Road, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330 or fax to 02 680 0769 within 20 May 2024

3. In case the shareholder deceases

An administrator shall present in the meeting in person or by proxy. Court's order appointing administrator certified by such administrator shall be presented.

4. In case the shareholder is a minor

Parent or legal guardian of the shareholder shall present in the meeting in person or by proxy. Copy of House Registration of the shareholder shall also be presented.

5. In case the shareholder is incompetent or quasi-incompetent

A guardian or custodian of the shareholder shall present in the meeting in person or by proxy. Court's order appointing guardian or custodian certified by such guardian or custodian shall be presented.

Guidelines for Vote Casting, Vote Counting and Announcement of Voting Results

Guidelines for vote casting

General agenda:

1. One (1) share shall be entitled to one (1) vote. Shareholder or proxy shall cast only one vote for approval, disapproval or abstention, and cannot split votes in each agenda item (except voting of the Custodian).
2. In case of proxy:
 - 2.1 The proxy shall vote in accordance with the determination given by the shareholder as specified in the Proxy Form. Any vote not in accordance with the Proxy Form is deemed to be invalid and shall not be counted as the vote of the shareholder.
 - 2.2 In case the shareholder does not specify the determination, or the determination is unclear, or the Meeting considers or resolves any agenda other than that specified in the Proxy Form, or there is any change or increment of fact, the proxy shall be authorized to consider and vote on such matter as he or she deems appropriate.

Voting procedures

The Chairman or a person assigned by the Chairman shall inform the Meeting the details of voting procedures as follows:

1. The Chairman or a person assigned by the Chairman shall propose the Meeting to vote in each agenda by asking the meeting whether there is any shareholder or proxy who disapproves or abstains from voting.
2. For each agenda, shareholders or proxies who disapprove or abstain from voting shall press the “disapprove” or “abstain” buttons as shown on the screen, while shareholders or proxies who approve are not required to press any buttons. The rest of the shareholders who do not vote “disapprove” or “abstain” shall be considered as votes of approval. Shareholder or proxies shall vote only in one manner, except for the vote of Custodian, who may split their votes as specified in the Proxy Form.

Resolution of the meeting shall comprise of votes as follows:

- General case: the resolution shall be passed by a simple majority vote of the shareholders present at the meeting and casting their votes.
- In other case in which the law or the Company’s Articles of Association stipulated otherwise: the resolution shall conform to the law or the Company’s Articles of Association which the Chairman shall inform the Meeting before voting in each agenda.
 1. In the event of a tie vote, the Chairman of the meeting shall have a casting vote.

2. A shareholder who has any special interest in any agenda cannot vote on such agenda. A shareholder having special interest or proxy of such agenda, such shareholder may be invited by the Chairman to temporarily leave the meeting.

Counting and notification of the voting results

Prior to the Meeting, the Chairman or a person assigned by the Chairman shall inform the vote counting procedure to the Meeting before the consideration of the first agenda. The Company shall conduct the vote counting in each agenda from the votes of shareholder or proxy presented at the Meeting. The vote result of every agenda shall be informed to the Meeting before the Meeting is adjourned.

Guidelines for Attending the Shareholders Meeting via Electronic Means and Appointing a proxy

The Company has assigned Quidlab Co., Ltd. (“**Quidlab**”) to be a provider of electronic conferencing systems (“**e-EGM**”), which such meeting system been certified by the Electronic Transactions Development Agency and supports all devices, including computers, laptops, tablets and smartphones. Procedures for attending the shareholders’ meetings via electronic means and appointing a proxy are as follows:

1. A shareholder wishing to attend the e-EGM meeting, please proceed as follows:

1.1 Shareholders or proxies shall notify their intention to attend the e-EGM meeting via

1) web link <https://fsx.foqus.vc/registration/> or



2) by scanning

from 13 May 2024 onwards.

1.2 When you log into the registration system, please fill out the information as specified and attach the following identity verification documents:

- In case the shareholder is a natural person – a valid certified true copy of ID card or passport or other official documents issued by government authority with certified true copy.
- In case the shareholder is a juristic person – a signed power of attorney or a signed proxy form with supporting documents as detailed in Enclosure 3.

1.3 After the Company has verified the correctness and completeness of your documents to confirm your right to attend the meeting, the system will email you a web link for joining the e-EGM meeting system, along with your username and password within 3 business days from the date you register into the system. Please review the manual of the e-EGM conference system as detailed in Enclosure 7 and keep your username and password confidential and do not disclose to others.

1.4 In case the document file is incomplete/incorrect, the system will email to inform you to submit the corrected document file and additional documents.

1.5 If you have questions about registration system or the use of the e-EGM conference system, or in the event that username and password are lost or have not received such information by 23 May 2024, please contact Quidlab by e-mail info@quidlab.com or phone number 02 013 4322 and 080 008 7616.

2. In case a shareholder wishes to appoint a proxy to attend the e-EGM meeting, please proceed as follows:

In case that a shareholder is unable to attend the meeting in person, the shareholder may authorize another person or one of the Company's independent directors as follows, to attend the meeting and vote on his/her behalf:

- Pol. Gen. Visanu Prasattongosoth
- Mr. Kittisak Bencharit

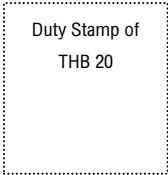
Shareholders who wish to appoint a proxy to attend the e-EGM meeting, please fill out and sign the proxy form B. that the Company has sent to the shareholders together with the meeting invitation (or can be downloaded from the Company website at www.finansiax.com), then submit the proxy form and a copy of supporting documents through the registration system according to Clause 1 from 13 May 2024 onward.

3. Procedures for attending the e-EGM meeting

3.1 On the date of the Extraordinary General Meeting of Shareholders No. 2/2024 which is scheduled to be held on 27 May 2024, shareholders and proxies can attend the e-EGM meeting via web link using their username and password provided by Quidlab. The Company will open the e-EGM meeting system for shareholders to register to attend the meeting from 1.00 p.m. (1 hour in advance before the meeting time) and start broadcasting the meeting at 2.00 p.m. onwards.

3.2 In the event that shareholders encounter technical problems in attending the meeting or using the e-EGM meeting system either before the meeting or during the meeting, please contact Quidlab via email: info@quidlab.com or phone numbers 02 013 4322 and 080 008 7616.

For the convenience and smoothness of attending the e-EGM meeting, Quidlab's technical support team recommends that you attend the meeting on a computer or laptop with a stable internet connection, as the shareholders' meeting is expect to last more than 1 hour.



Proxy Form A

Written at _____

Date _____ Month _____ Year _____

(1) I/We _____ Nationality _____

Residing at _____ Street _____ Sub-district _____

District _____ Province _____ Postal Code _____

(2) Being a shareholder of **Finansia X Public Company Limited**, holding the total amount of _____ shares

and have the right to vote equal to _____ votes as follows:

Ordinary shares _____ shares and have the right to vote equal to _____ votes

Preferred shares _____ shares and have the right to vote equal to _____ votes

(3) Hereby appoint

(1) _____ Age _____ years

Residing at _____ Street _____ Sub-district _____

District _____ Province _____ Postal Code _____

Email _____ Phone number _____, or

(2) _____ Age _____ years

Residing at _____ Street _____ Sub-district _____

District _____ Province _____ Postal Code _____

Email _____ Phone number _____, or

(3) _____ Age _____ years

Residing at _____ Street _____ Sub-district _____

District _____ Province _____ Postal Code _____

Email _____ Phone number _____

Enclosure 6

Anyone of the above as my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 2/2024 to be held on 27 May 2024 at 2:00 p.m., via electronic means (e-EGM), or such other date, time and place as the Meeting may be adjourned.

Any acts performed by the proxy in the meeting shall be deemed the actions performed by myself/ourselves.

Signed _____ Grantor

(_____)

Signed _____ Proxy

(_____)

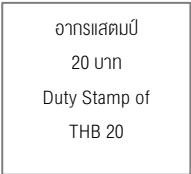
Signed _____ Proxy

(_____)

Signed _____ Proxy

(_____)

<p>Remark: The shareholder shall grant proxy to only one proxy to attend and vote in the Meeting. The number of shares may not be divided to more than one proxy in order to vote.</p>



หนังสือมอบฉันทะ แบบ V.
Proxy Form B

เลขทะเบียนผู้ถือหุ้น _____ เขียนที่ _____
Shareholder registration number Written at
วันที่ _____ เดือน _____ พ.ศ. _____
Date Month Year

(1) ข้าพเจ้า _____ สัญชาติ _____
I/We Nationality
อยู่บ้านเลขที่ _____ ซอย _____ ถนน _____ ตำบล/แขวง _____
Residing/located at Soi Road Sub-district
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
District Province Postal Code

(2) เป็นผู้ถือหุ้นของ บริษัท ฟินันเซีย เอกซ์ จำกัด (มหาชน) (“บริษัทฯ”)
Being a shareholder of **Finansia X Public Company Limited (the “Company”)**
โดยถือหุ้นจำนวนทั้งสิ้นรวม _____ หุ้น และออกเสียงลงคะแนนได้เท่ากับ _____ เสียง ดังนี้
Holding a total of _____ shares and having the vote equal to _____ votes as follows:
 หุ้นสามัญ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Ordinary share shares having the vote equal to _____ votes
 หุ้นบุริมสิทธิ _____ หุ้น ออกเสียงลงคะแนนได้เท่ากับ _____ เสียง
Preference share shares having the vote equal to _____ votes

(3) ขอมอบฉันทะให้ (กรุณาเลือกข้อใดข้อหนึ่ง)
Hereby appoint (Please choose one option)

กรณีเลือกข้อ 1. ให้ทำเครื่องหมาย และระบุรายละเอียดของผู้รับมอบฉันทะ
If choosing No. 1 please mark and provide details of the proxies.

1. ชื่อ _____ อายุ _____ ปี
Name Age years
บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at Road Sub-district
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
District Province Postal Code

Enclosure 6

อีเมล _____ หมายเลขโทรศัพท์มือถือ _____ หรือ
E-mail _____ Mobile Number _____ or
ชื่อ _____ อายุ _____ ปี
Name _____ Age _____ years
บ้านเลขที่ _____ ถนน _____ ตำบล/แขวง _____
Residing at _____ Road _____ Sub-district _____
อำเภอ/เขต _____ จังหวัด _____ รหัสไปรษณีย์ _____
District _____ Province _____ Postal Code _____
อีเมล _____ หมายเลขโทรศัพท์มือถือ _____
E-mail _____ Mobile Number _____

กรณีเลือกข้อ 2. ให้ทำเครื่องหมาย และเลือก
กรรมการอิสระ-คนใดคนหนึ่ง
If choosing No. 2 please mark and select
one of the independent directors.

2. กรรมการอิสระของบริษัทฯ ดังต่อไปนี้
The independent directors of the Company as follows:
 พล.ต.อ. วิสณุ ปราสาททองโอสภ หรือ
Pol. Gen. Visanu Prasattongosoth or
 นายกิตติศักดิ์ เบนญฤทธิ์
Mr. Kittisak Bencharit

ทั้งนี้ ในกรณีที่กรรมการอิสระผู้รับมอบฉันทะไม่สามารถเข้าประชุมได้ ให้กรรมการอิสระคนอื่นเป็นผู้รับมอบฉันทะแทน
(ข้อมูลของกรรมการอิสระปรากฏตามสิ่งที่ส่งมาด้วย 9)
In the case where the independent director who is appointed as the proxy is unable to attend the
meeting, one of the other independent directors shall be appointed as the proxy in replacement.
(Details of the Independent Directors are set out in Enclosure 9)

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2567 ในวันที่ 27 พฤษภาคม
2567 เวลา 14.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา และสถานที่อื่นด้วย
Anyone of these persons as my/our proxy to attend and vote on my/our behalf at the Extraordinary General Meeting of Shareholders No. 2/2024
on 27 May 2024, at 2:00 p.m., via electronic means (e-EGM) or such other date, time or place as the meeting may be held.

- (4) ข้าพเจ้ามอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้
I/we hereby grant my/our proxy to vote at the meeting on my/our behalf as follow:

วาระที่ 1 รับรองรายงานการประชุมสามัญผู้ถือหุ้นประจำปี 2567
Agenda 1 To certify the minutes of the 2024 Annual General Meeting of Shareholders

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall vote in accordance with my/our instruction as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

- วาระที่ 2 พิจารณานอมนุมัติการแก้ไขข้อบังคับของบริษัทฯ ข้อ 12.**
- Agenda 2 To consider and approve the amendment to Article 12. of the Company's Articles of Association**
- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall vote in accordance with my/our instruction as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> จดออกเสียง |
| Approve | Disapprove | Abstain |
-
- วาระที่ 3 พิจารณานอมนุมัติการเพิ่มทุนจดทะเบียนของบริษัทฯ จำนวน 927,887,137.60 บาท จากทุนจดทะเบียนเดิม จำนวน 927,887,137.60 บาท เป็น ทุนจดทะเบียนจำนวน 1,855,774,275.20 บาท โดยการออกหุ้นสามัญเพิ่มทุนจำนวน 579,929,461 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 1.60 บาท และการแก้ไขเพิ่มเติมหนังสือบริคณห์สนธิของบริษัทฯ ข้อ 4. เพื่อให้สอดคล้องกับการเพิ่มทุนจดทะเบียนของบริษัทฯ**
- Agenda 3 To consider and approve the increase of the registered capital of the Company in the amount of THB 927,887,137.60 from the existing registered capital of THB 927,887,137.60 to the registered capital of THB 1,855,774,275.20 by issuing the newly issued ordinary shares in the amount of 579,929,461 shares, with a par value of THB 1.60 per share and to consider and approve the amendment to Clause 4. of the Memorandum of Association of the Company to be in line with the increase of the Company's registered capital**
- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall vote in accordance with my/our instruction as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> จดออกเสียง |
| Approve | Disapprove | Abstain |
-
- วาระที่ 4 พิจารณานอมนุมัติการจัดสรรหุ้นสามัญเพิ่มทุนของบริษัทฯ จำนวนไม่เกิน 579,929,461 หุ้น มูลค่าหุ้นที่ตราไว้หุ้นละ 1.60 บาท เพื่อเสนอขายต่อผู้ถือหุ้นเดิมตามสัดส่วนการถือหุ้น (Rights Offering)**
- Agenda 4 To consider and approve the allocation of the newly issued shares of the Company in the amount of not exceeding 579,929,461 shares, with a par value of THB 1.60 per share to the existing shareholders in proportion to their shareholding (Rights Offering)**
- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall vote in accordance with my/our instruction as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> จดออกเสียง |
| Approve | Disapprove | Abstain |
-
- วาระที่ 5 พิจารณาเรื่องอื่น ๆ (ถ้ามี)**
- Agenda 5 To consider other matters (if any).**
- ให้ผู้รับมอบอำนาจมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ให้ผู้รับมอบอำนาจออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall vote in accordance with my/our instruction as follows:

เห็นด้วย
Approve

ไม่เห็นด้วย
Disapprove

งดออกเสียง
Abstain

- (5) การลงคะแนนเสียงของผู้รับมอบฉันทะในวาระใดที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและไม่ใช้เป็นการลงคะแนนเสียงของข้าพเจ้าในฐานะผู้ถือหุ้น

If the proxy does not vote in accordance with my/our voting instructions specified herein, such vote shall be invalid and shall not be deemed as my/our behalf as a shareholder.

- (6) ในกรณีที่ข้าพเจ้าไม่ได้ระบุความประสงค์ในการออกเสียงลงคะแนนในวาระใดไว้หรือระบุไว้ไม่ชัดเจนหรือในกรณีที่ประชุมมีการพิจารณาหรือ ลงมติในเรื่องใด นอกเหนือจากเรื่องที่ระบุไว้ข้างต้น รวมถึงกรณีที่มีการแก้ไขเปลี่ยนแปลงหรือเพิ่มเติมข้อเท็จจริงประการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร

In the event that I/we have not specified or have not clearly specified my/our voting instruction in any agenda, or in the event that the meeting considers or passes resolutions in any matters other than those specified above, including in the event that there is any amendment or addition of any facts, the proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

กิจการใดที่ผู้รับมอบฉันทะกระทำลงไปในการประชุมนั้น เว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที่ข้าพเจ้าระบุไว้ในหนังสือมอบฉันทะให้ถือเสมือนว่าข้าพเจ้าได้กระทำเองทุกประการ

Any acts performed by the proxy in the meeting, except in the event that the proxy does not vote in accordance with my/our voting instructions specified herein, shall be deemed the actions performed by myself/ourselves.

ลงชื่อ/Signed _____ ผู้มอบฉันทะ/Grantor
(_____)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

ลงชื่อ/Signed _____ ผู้รับมอบฉันทะ/Proxy
(_____)

หมายเหตุ/Remarks

- ผู้ถือหุ้นที่มอบฉันทะจะต้องมอบฉันทะให้ผู้รับมอบฉันทะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงลงคะแนน ไม่สามารถแบ่งแยกจำนวนหุ้นให้ผู้รับมอบฉันทะหลายคนเพื่อแยกการลงคะแนนเสียงได้
Shareholder who appoints a proxy shall appoint only one proxy to attend and vote at the meeting and may not split his/her votes to different proxies to vote separately.
- ในกรณีที่วาระที่จะพิจารณาในการประชุมมากกว่าวาระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่มเติมได้ในใบปะจําต่อแบบ หนังสือมอบฉันทะแบบ ข. ตามแนบ
In the case where there are agenda other than those specified above, additional details may be specified in the Attachment to this Proxy Form B.

ใบประจำต่อแบบหนังสือมอบฉันทะ แบบ ข.
Attachment to Proxy Form B

การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ **บริษัท ฟินันเซีย เอกซ์ จำกัด (มหาชน)** ในการประชุมวิสามัญผู้ถือหุ้น ครั้งที่ 2/2567 ในวันที่ 27 พฤษภาคม 2567 เวลา 14.00 น. ในรูปแบบการประชุมผ่านสื่ออิเล็กทรอนิกส์ (e-EGM) หรือที่จะพึงเลื่อนไปในวัน เวลา หรือสถานที่อื่นด้วย

The appointment of proxy by a shareholder of **Finansia X Public Company Limited** for the Extraordinary General Meeting of Shareholders No. 2/2024 on 27 May 2024, at 2:00 p.m., via electronic means (e-EGM) or such other date, time or place as the meeting may be held.

วาระที่ _____ เรื่อง _____

Agenda

Re:

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall vote in accordance with my/our instruction as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____

Agenda

Re:

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall vote in accordance with my/our instruction as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |

วาระที่ _____ เรื่อง _____

Agenda

Re:

- ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร
The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate.
- ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้
The proxy shall vote in accordance with my/our instruction as follows:
- | | | |
|-----------------------------------|--------------------------------------|-------------------------------------|
| <input type="checkbox"/> เห็นด้วย | <input type="checkbox"/> ไม่เห็นด้วย | <input type="checkbox"/> งดออกเสียง |
| Approve | Disapprove | Abstain |



**Quidlab E-Meeting & Voting System
User's Manual
Document Registration System**

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Report a bug or security vulnerability	7

Introduction

Quidlab E-meeting & Voting System does not require any special application to install. It is very easy to use system and does not require any special skills. We value your privacy & time and make document uploading system easy for you without asking details which are not needed so you can quickly complete the process. You can use any latest updated version of browser e.g. Google Chrome, Microsoft Edge, Apple Safari, Firefox etc. You can also use computer, laptop, tablet, or phone.

Please refer to E-meeting invitation for link or QR Code for document uploading which will be similar to <https://subdomain.quidlab.com/registration/>

Login & Documents Uploading

1. Scan QR Code provided or type url in browser to upload documents. You will be taken to document registration system portal as shown below.



ระบบนำเสนอเอกสาร สำหรับการประชุมผ่านสื่ออิเล็กทรอนิกส์ E-Meeting
Document Registration System for E-Meeting

บริษัท ครีดิแลบ จำกัด

การประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันอังคารที่ 14 กันยายน 2564 เวลา 10.00 น.

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<p>เลขทะเบียนผู้ถือหุ้นหลักทรัพย์ Shareholder's Registration No.</p> <input type="text" value="Shareholder's registration No."/>	<p>เลขประจำตัวประชาชน / ทะเบียนนิติบุคคลเลขที่ / หมายเลขพาสปอร์ต ID Card Number, Passport Number</p> <input type="text" value="ID Card Number"/>
--	--

Accept terms

หมายเหตุ : เอกสารลงทะเบียนที่ต้องทำการอัปโหลดไฟล์ กรณีมาด้วยตนเองหรือมอบอำนาจ สามารถดูรายละเอียด ตามที่ระบุไว้ในหนังสือเชิญประชุม
Note: Please refer to invitation letter for meeting to get a list of document to be uploaded in case of coming in person or proxy

หมายเหตุ : หากต้องการความช่วยเหลือในการส่งเอกสาร กรุณาติดต่อ บริษัท ครีดิแลบ จำกัด เบอร์โทร 02-0134322 อีเมล : info@quidlab.com
Note: If you need assistance submitting document please contact Quidlab at Phone: 02-013-4322 Email : info@quidlab.com

[นโยบายความเป็นส่วนตัว](#) [นโยบายการคุ้มครองข้อมูลและเงื่อนไขการใช้งานของระบบ](#)
[Quidlab Privacy Policy](#) [Data Protection Policy](#) & [Terms of use](#)

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[Quidlab Information Security Management Policy](#)

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2. Fill your shareholder's registration number and ID card number. This information shall be exactly same which are provided to the company's shareholder registrar. In case you don't know these, please get in touch with the company or registrar.
3. After filling out the details, please click a check mark in the Accept Terms box, then click on Submit.
4. If the information is correct, you will be allowed upload documents and a screen as below will be presented.



ระบบนำส่งเอกสาร สำหรับการประชุมผ่านสื่ออิเล็กทรอนิกส์ E-Meeting Document Registration System for E-Meeting

บริษัท ควิดแล็บ จำกัด

การประชุมสามัญผู้ถือหุ้นประจำปี 2564 ในวันอังคารที่ 14 กันยายน 2564 เวลา 10.00 น.

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อีเมล (Email address)

name@example.com

หมายเลขโทรศัพท์ (Phone Number)

Phone Number

เข้าร่วมประชุม (Attend meeting): มาด้วยตนเอง (Person) รับมอบสิทธิ์ (Proxy)

ผู้ถือหุ้นที่เป็นบุคคลธรรมดา

- สำเนาบัตรประจำตัวประชาชน หรือสำเนาเอกสารอื่นซึ่งออกโดยหน่วยงานราชการ ที่ยังไม่หมดอายุพร้อมลงนามรับรองสำเนาถูกต้อง

ผู้ถือหุ้นที่เป็นนิติบุคคล

- หนังสือมอบอำนาจหรือหนังสือมอบสิทธิ์ลงลายมือชื่อ
- หนังสือรับรองการจดทะเบียนเป็นนิติบุคคลของผู้มอบสิทธิ์ลงลายมือชื่อรับรองสำเนาถูกต้อง

อัปโหลดไฟล์ (Upload files): สามารถแนบได้เฉพาะ jpg, png, gif, pdf เท่านั้น
สามารถแนบได้สูงสุด 5 ไฟล์เท่านั้น (ขนาดไฟล์ไม่เกิน 5MB)

Choose files to upload

Browse files

Submit

หมายเหตุ : เอกสารลงทะเบียนที่ต้องทำการอัปโหลดไฟล์ กรณีมาด้วยตนเองหรือรับมอบสิทธิ์ สามารถดูรายละเอียด ตามที่ระบุไว้ในหนังสือเชิญประชุม
Note: Please refer to invitation letter for meeting to get a list of document to be uploaded in case of coming in person or proxy

หมายเหตุ : หากต้องการความช่วยเหลือในการส่งเอกสาร กรุณาติดต่อ บริษัท ควิดแล็บ จำกัด เบอร์โทร 02-0134322 อีเมล : info@quidlab.com
Note: If you need assistance submitting document please contact Quidlab at Phone: 02-013-4322 Email : info@quidlab.com

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[Quidlab Information Security Management Policy](#)

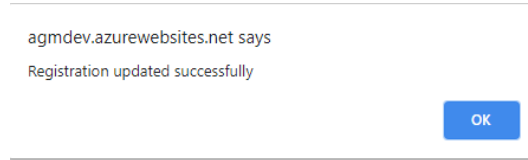
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Logout

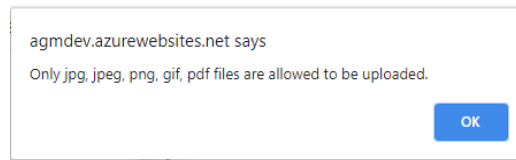
5. Fill following detail (all below information is needed for successful registration):
 - a. Email address where you want to receive username & password for joining E-meeting.
 - b. Telephone number in case the company wants to get in touch with you.
 - c. Upload documents as specified by company as indicated in invitation letter. Please note required documents may differ from company to company and different documents may be required for joining in person or proxy.
 - d. The system allows you to upload a maximum of 5 documents each time with each document not more than 5MB. Only jpg, png, gif & pdf files are allowed.

<https://quidlab.com>

- e. In case you choose proxy, you must also enter proxy name, ID number of the proxy and type of proxy eg A, B or C.
6. Once you have added details you can submit documents by clicking on Submit button, you will get an alert for successful submission or rejection as shown below:



Or with Error Message indicating reason in case, you get an error message which is not self-explanatory then get in touch with us.



7. After successful submission following screen will be presented in case you need to add more documents you can submit more at this time.



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บริษัท ควิดแล็บ จำกัด

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[คู่มือภาษาไทย](#)

[English Manual](#)

Data Registered.

เอกสารของคุณอยู่ระหว่างการพิจารณา โปรดตรวจสอบอีกครั้งในภายหลัง
Your documents are under consideration. Please check again later.

คุณได้ส่งเอกสารแล้วคุณสามารถเพิ่มเอกสารเพิ่มเติมได้หากต้องการ
You have already submitted documents, you can add more documents if you wish.

อัปโหลดไฟล์ (Upload files): สามารถแนบได้เฉพาะ jpg, png, gif, pdf เท่านั้น
สามารถแนบได้สูงสุด 5 ไฟล์เท่านั้น (ขนาดไฟล์ไม่เกิน 5MB)

Choose files to upload

Browse files

Submit Documents

หมายเหตุ : เอกสารลงทะเบียนที่ต้องทำการอัปโหลดไฟล์ กรณีมาด้วยตนเองหรือรับมอบฉันทะ สามารถดูรายละเอียด ตามที่ระบุไว้ในหนังสือเชิญประชุม
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Note: If you need assistance submitting document please contact Quidlab at Phone: 02-013-4322 Email : info@quidlab.com

[นโยบายความเป็นส่วนตัว](#) [นโยบายการคุ้มครองข้อมูลและเงื่อนไขการใช้งานของระบบ](#)
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[Quidlab Information Security Management Policy](#)

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Logout

- Once finished click on Logout button to exit. You will also receive an email confirming successful submission.
- In case your documents are approved you will receive a separate email with username and password. Please only contact us or the company in case you do not receive username & password 24 hours before meeting time or as indicated in the invitation letter.
- In case documents are not approved you will receive an email with reason from the company. You can login again to the document registration portal and upload additional documents to rectify the cause.

Technical Support

If you face any technical difficulties accessing the E-AGM system you can get in touch with Quidlab at via telephone on +66-2-013-4322 or +66-800-087-616 or via email at info@quidlab.com, before contacting technical support

When contacting technical support please provide full details of problems faced, any error message. received, type of device used, browser name and version etc.

Report a bug or security vulnerability

If you encounter problems send us an email to info@quidlab.com with the details of vulnerabilities or bug report



Quidlab E-Meeting & Voting System User's Manual Streaming Option

Some options may not be visible

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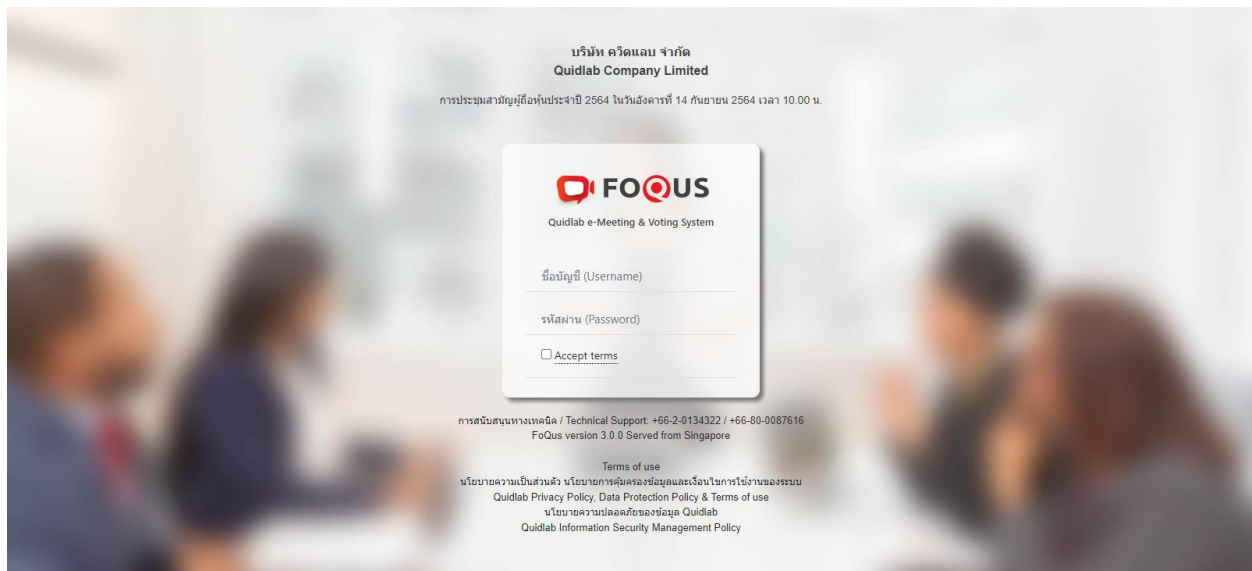
Introduction

Quidlab E-meeting & Voting System does not require any special application to install. It is very easy to use system and does not require any special skills. You can use any latest updated version of browser e.g. Google Chrome, Microsoft Edge, Apple Safari, Firefox etc. You can also use a computer, laptop, tablet or phone.

You will receive an email with username and password. This username and password are valid only for E-AGM or E-EGM of company stated in the email. Email also contains a link to join the meeting like <https://subdomain.quidlab.com>

How to Login

1. Click on link in email or type URL in browser. After clicking you will be taken to E-Meeting website
2. Enter your username & password
3. Click Accept Term Then click Log In to join the meeting

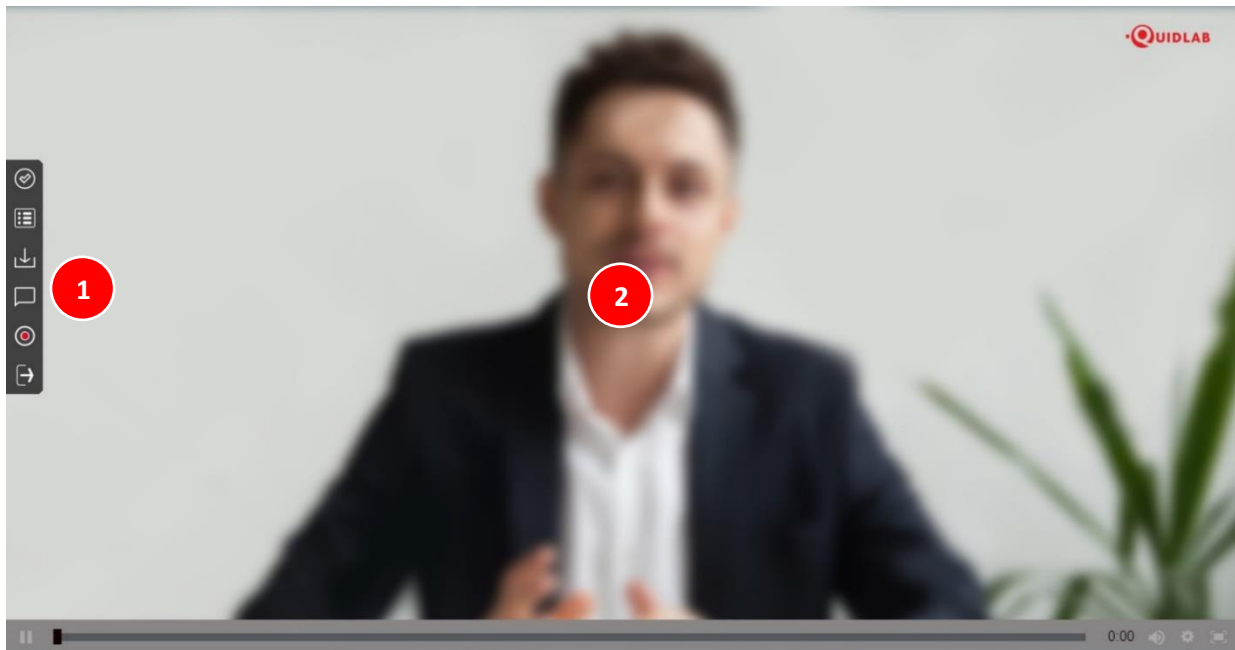




How to Navigate

E-AGM system has following parts which can be navigated by clicking on menu links and are described as below:

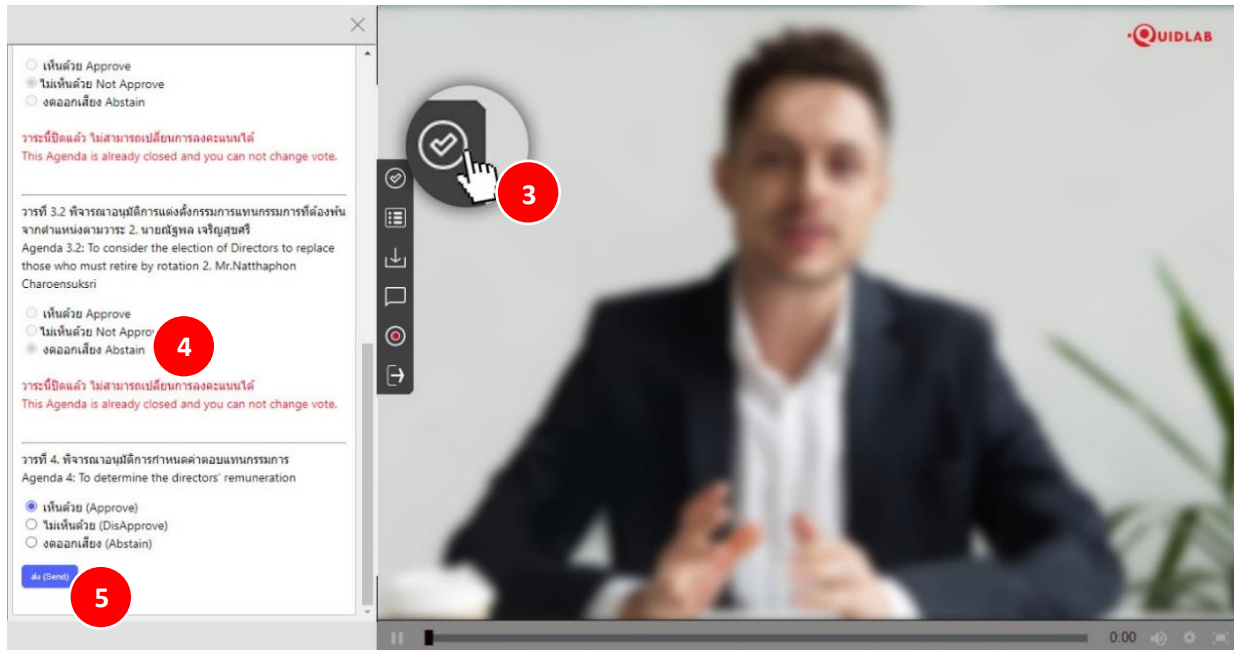
Left Menu **(1)** This is the default page you are taken to after login. Live broadcast of E-Meeting will be streamed in this section **(2)**.



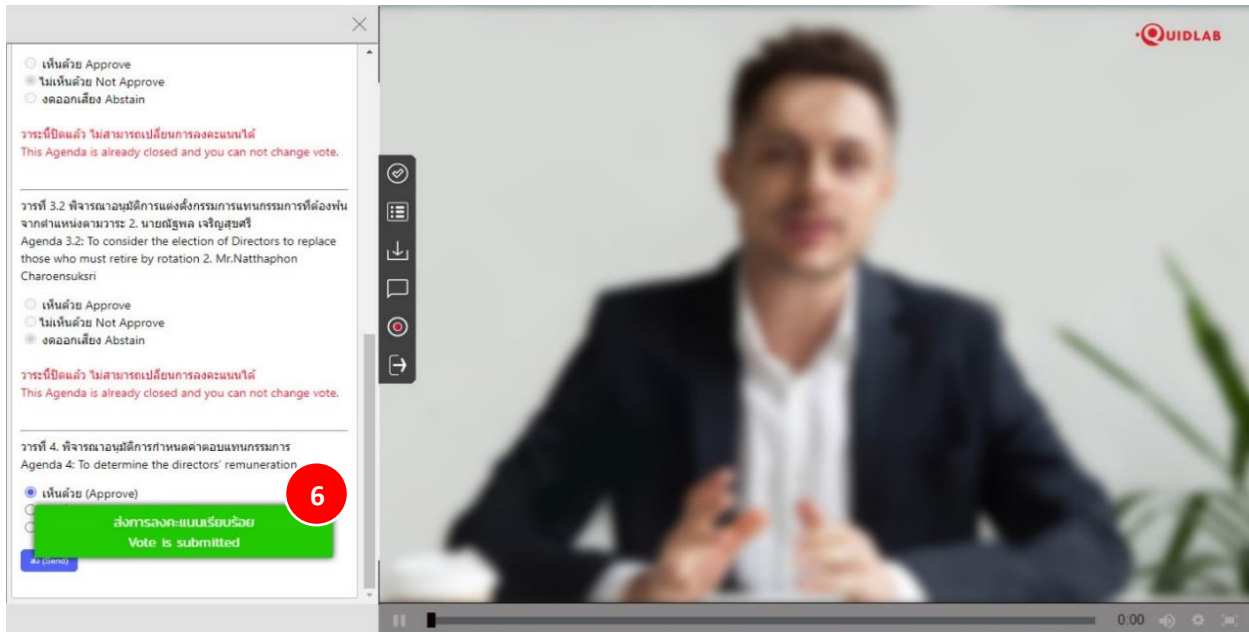
Vote Menu

Once you click on Vote menu **(3)**, you can navigate to Voting section to cast your vote. You can see all agendas listed here and can cast your vote any time till the time if Agenda is not close. Once Agenda has been discussed and closed you cannot change your vote (this Agenda has been closed cannot vote).

There is a separate Send Button for each agenda. You must click on radio button **(4)** to choose, “Approve”, “Disapprove” or “Abstain” and then click Send **(5)**.

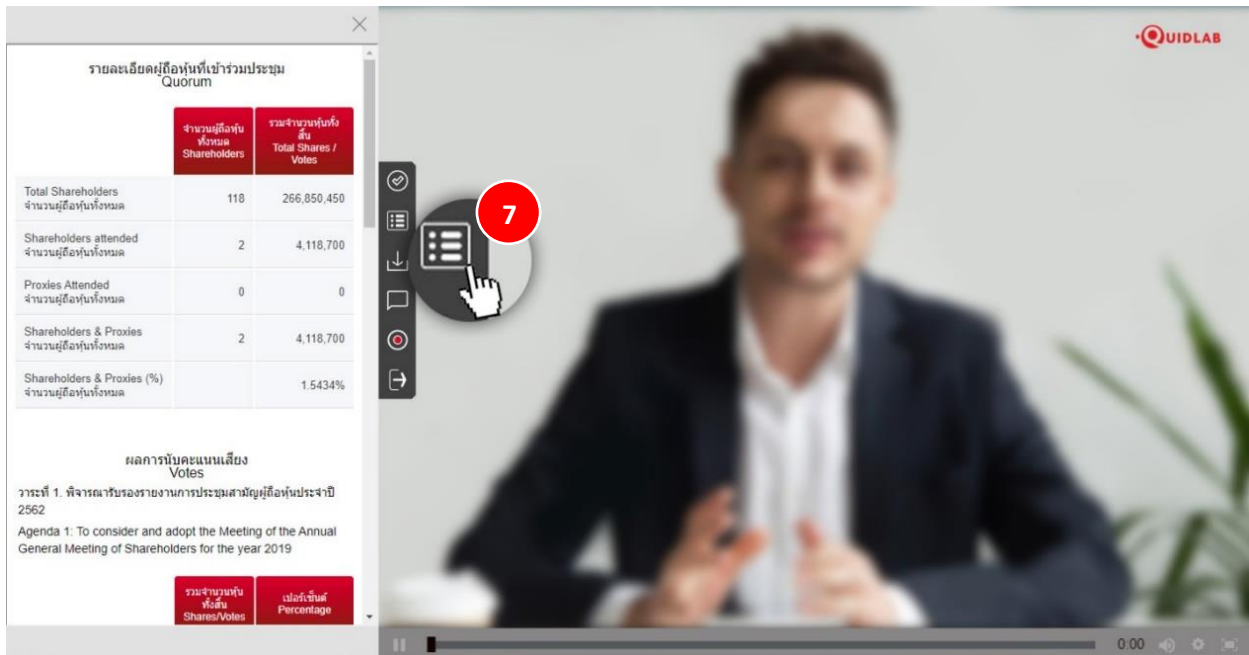


Once your vote is submitted you will be notified by a pop-up alert message “Voted is submitted” (6).



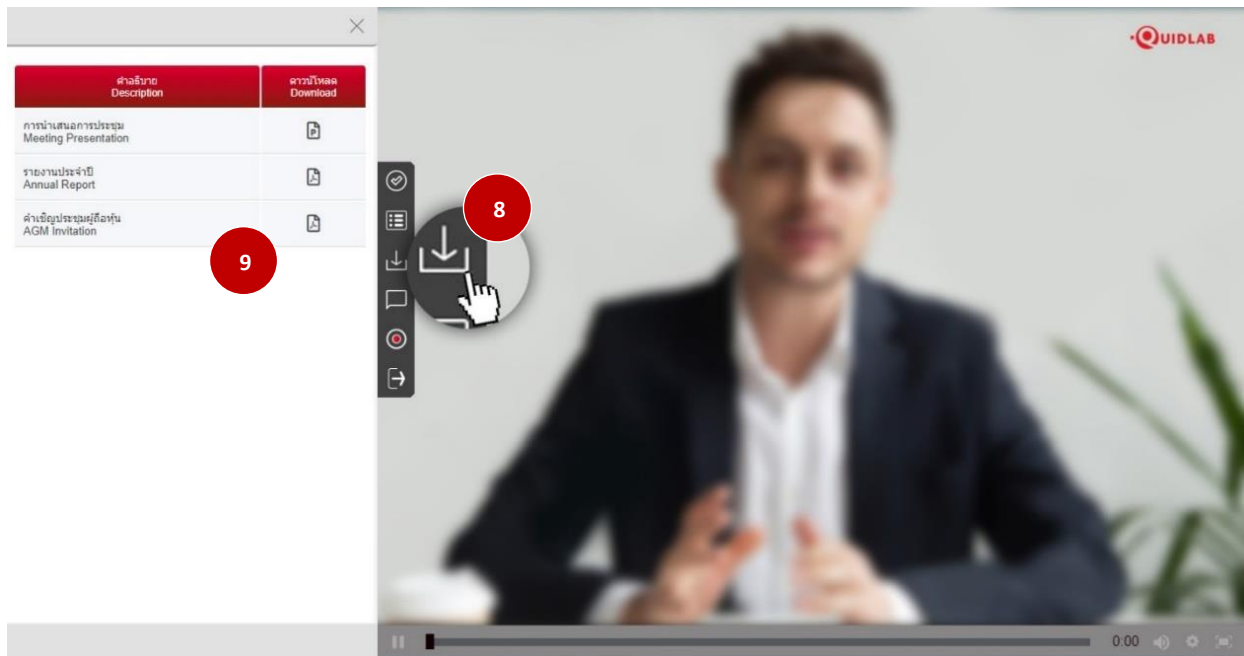
Quorum & Voting Results

You can check quorum and results by clicking on Voting Results Button (7) any time, votes will be displayed only after agenda is closed.



Download Documents

You can download company provided documents, if any e.g., Annual Report, Company presentation etc. by clicking on Download button **(8)** documents are shown in windows as shown below in **(9)**.

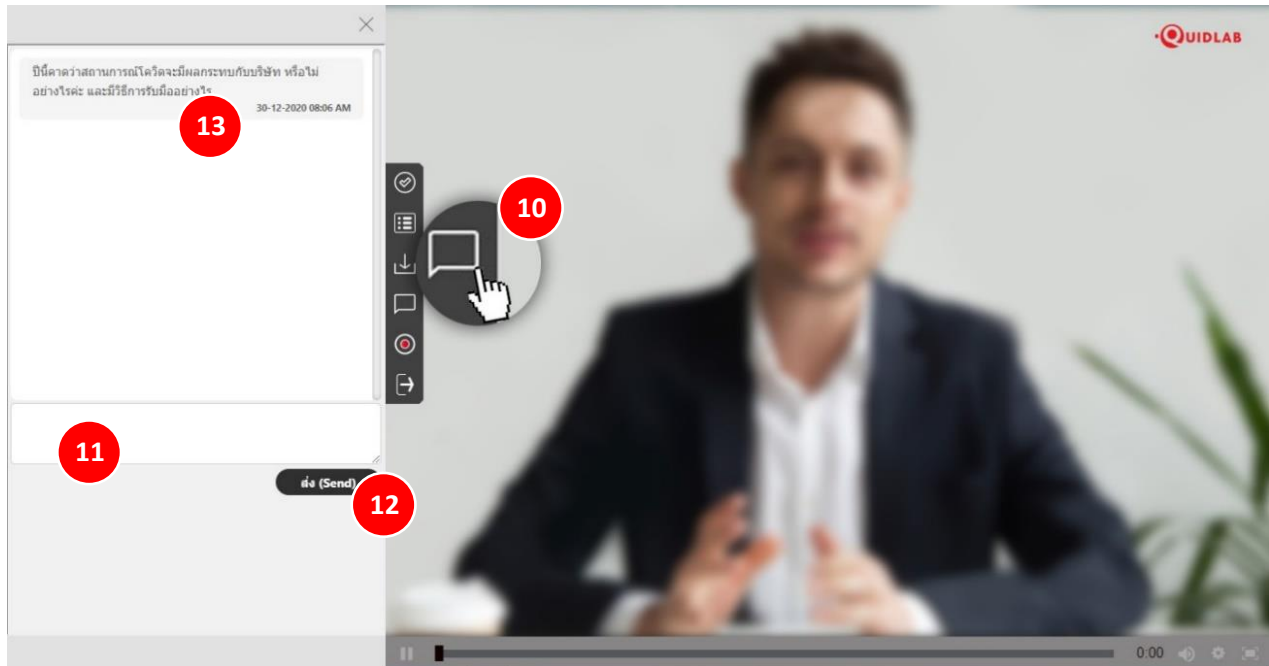


Asking Question

System supports Two channels to ask question by typing your question in chat window or by sending an audio message.

Ask Question using text message

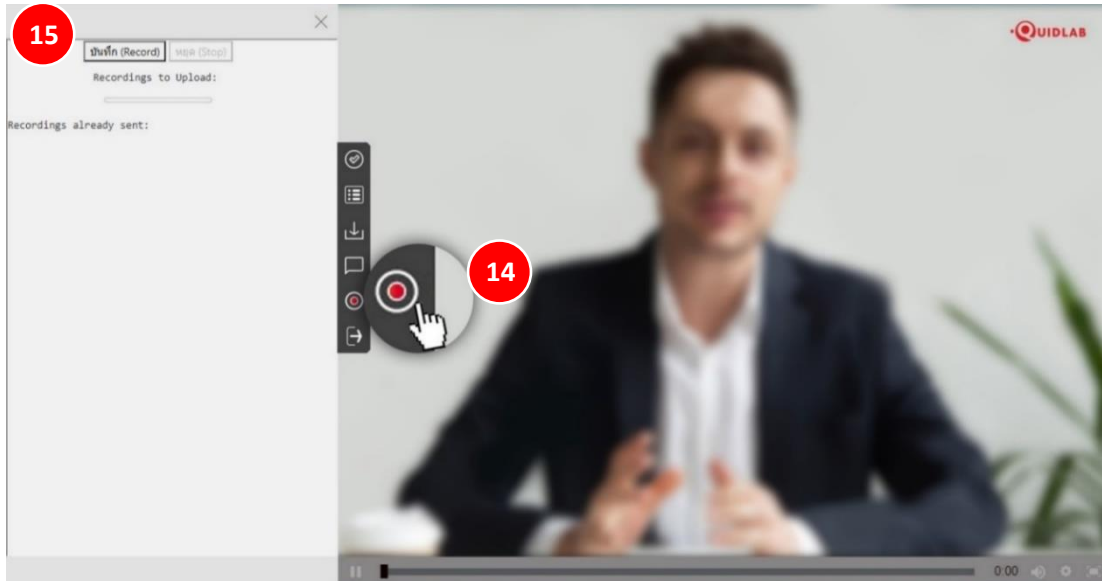
Click on Ask Question button (10) to navigate to Ask Question chat screen. You can type your message in the textbox (11) of question and click on send button (12). Once your message is sent to company officers, it will appear in top window (13).



Your question can not be seen by any other user except company officers. Company authorized person will answer your question using streaming video which can be heard by all other users.

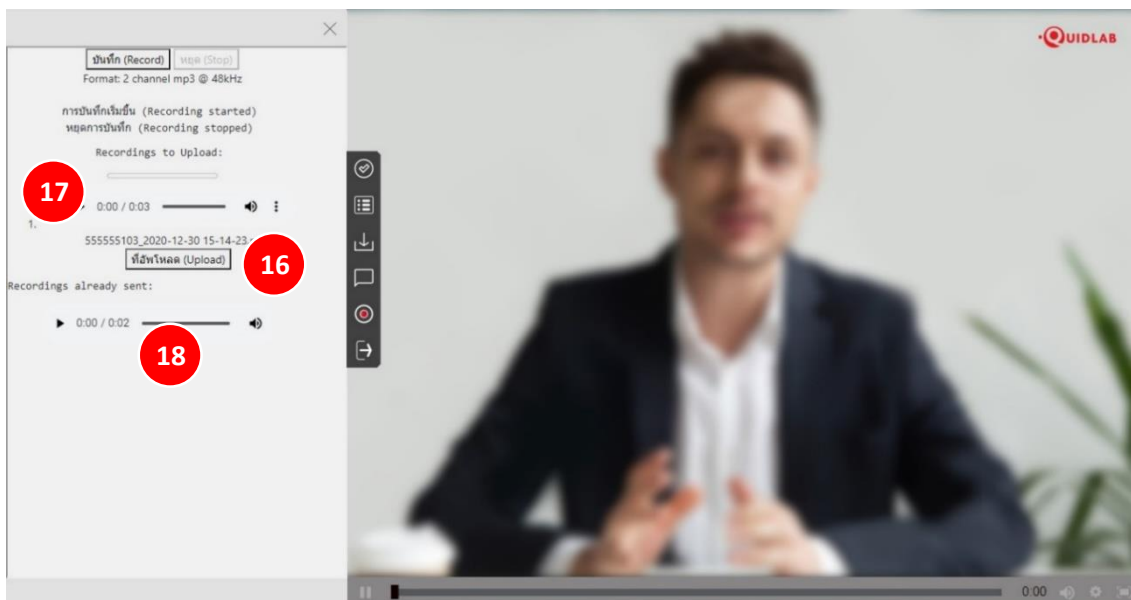
Ask Question using Audio message

If you wish to ask a question by recording and sending a voice message, then click on Send Audio (14) button. To record an audio message, click on Record Button (15). Once you finish recording you can click on Stop Button.



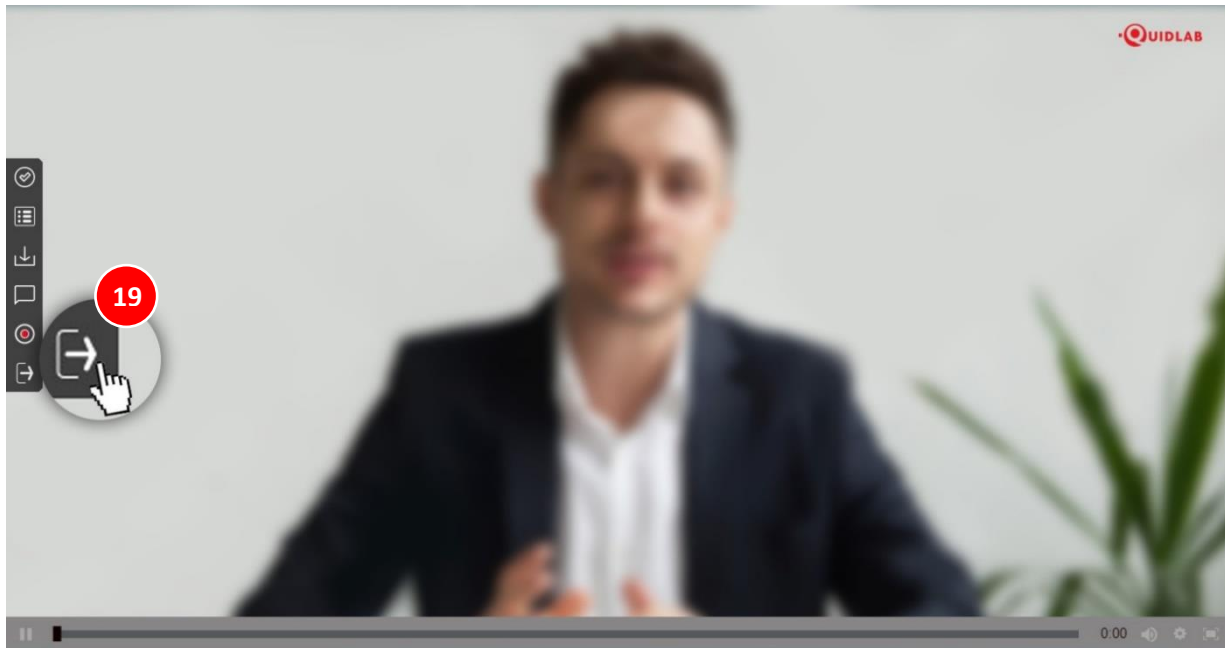
This option is available only if camera and microphone access is allowed

You can record a maximum of 2 minutes of audio message. Once you stopped recording message is still with you and have not been sent to company till the time you click on Upload button (16), hence you have a chance to listen (17) to your message prior sending to server. Once you click on Upload button audio message will be sent to company officer and will appear under “recordings already sent:” (18) section.



Logout

To Logout click on Logout Button (19), you will be prompted to confirm if you really want to logout.



Technical Support

If you face any technical difficulties accessing the E-AGM system you can get in touch with Quidlab at via telephone on 080-008-7616 or 02-013-4322 or via email at info@quidlab.com, before contacting technical support please read the Frequently Asked Questions (FAQ) below which may solve your issue.

When contacting technical support please provide full details of problem faced, any error message received, type of device used, browser name and version etc.

Frequently Asked Questions (FAQ)

Question: I cannot login?

Answer: As stated in technical support section always provide complete details else it may take longer to resolve your issues. Most common issue about login are as follows:

1. Incorrect username & password provided. Please check if you are copying and pasting username & password then it may not have been copied correctly. In most common cases a space at end of username and password also gets copied and hence you cannot login due to incorrect passwords. An example is below.

รหัสผ่าน: e2b4e56bb3a63

2. Other login issues can be due to network issue, no internet connection or other business rules (company may allow you to login only for example 1 hour before, you are login too late and meeting may have already been finished etc.), which are alerted to user and are self-explanatory.

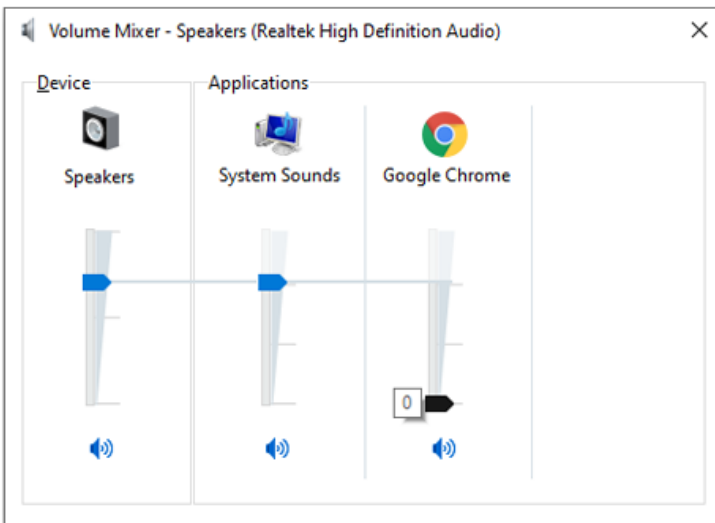
Question: I can't hear voice

Answer:

1. Check Volume Levels and Muting

- Right-click the speaker icon in the taskbar and select Open Volume Mixer.
- You can set audio level for each application's from here.

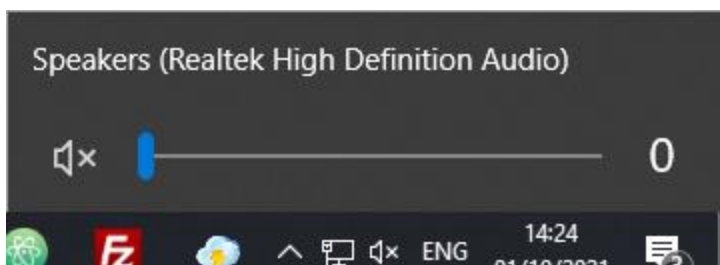
(e.g. If you join meeting by Google Chrome ensure audio level is setup corectly for that browser)



2. Make sure your computer is using the right speakers or headphones

- Select the Correct Audio Output Device on Windows

1. Left-click the speaker icon.
2. Select your preferred playback device.
3. Make sure your correct playback device is selected.

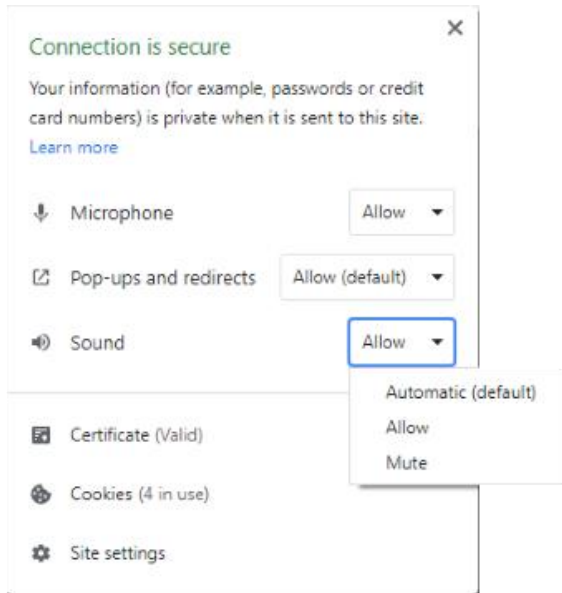


3. View site information on your webste browser.

(this option may change depends on browser you are using).

eg. 1 Google Chrome:

1. Select "padlock" icon next to your browser adres bar.
2. Sound settings should be set as Automatec (Default) or Allow

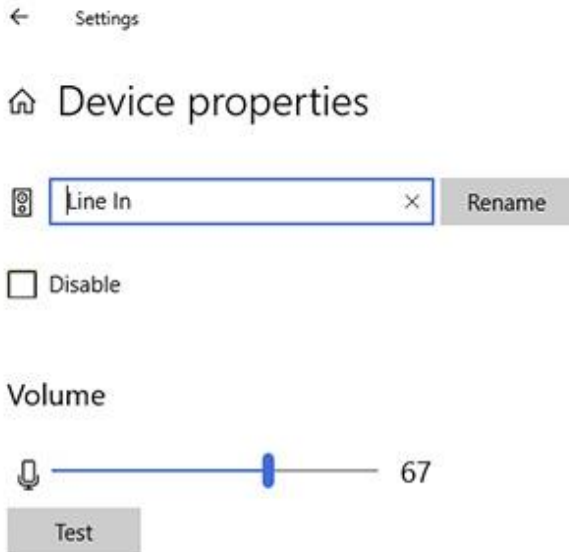


My microphone is not working

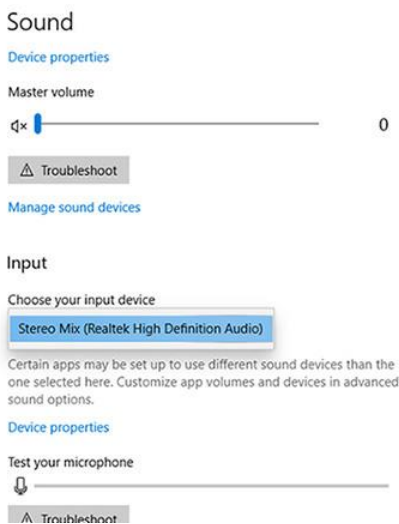
1. Check the Microphone Volume Level on Windows

- Using your right mouse button, Right click on the speaker in your System Tray, and select Open Sound settings.

- Under Input, select Device properties.



- Make sure Disable is not checked, and make sure the volume is at a reasonable volume.



Question: Why is there no sound or live video after I've joined a meeting?

Answer:

1. You are allowed to login earlier than meeting time to familiarize yourself with system, however Live streaming will start at meeting time as indicated on invitation.
2. Your browser may not activate video or audio due to privacy reasons. Check if audio is not muted or video is not paused. When streaming is live it will be indicated as shown in image below.



3. Please check your mobile's or computer's sound volume if audio is not muted.

Question: I can login but getting automatically logged out?

Answer: There are 2 reasons for getting logged out automatically.

1. For security reasons each user can login only on one device and if you try to login on another device or different browser on same computer previous login will get logged out automatically. Do not share your username & password with another person.
2. If you try to refresh your browser window (e.g., clicking on reload button or dragging screen on mobile which is equivalent to reload) you will be logged out as this may be considered as duplicate login.

Question: I cannot see video streaming it starts buffering or other streaming issue.

Answer: Quidlab uses multiple CDN to provide good quality streaming to all users. Our streaming system supports adaptive streaming which means it can automatically change quality depending upon your internet speed to provide you best streaming experience. If you face this issue please check your internet connection, WIFI or cellular signal for problems.

Question: My voting options are locked, not present for some or all of agendas.

Answer: There are some business rules which can prevent voting and are clearly marked under each agenda for your reference and are self-explanatory, some common cases are as follows:

- Agenda does not require voting and is for acknowledgement only
- Agenda is already closed hence it gets locked and you cannot change vote
- You logged in late and some of agendas were already voted
- A proxy form B was sent which has already been voted and does not allow you to change vote

Question: Do I have to wait for agenda to be discussed before I can cast my vote?

or

Question: Do I have to wait till the end of meeting?

Or

Question: I have other urgent matters to attend and not able to attend whole E-AGM?

Answer: You can cast your votes any time after login and all votes will be recorded. You can also change your vote till the time agenda is not closed by company officers. Once agenda is closed you cannot change your vote.

Question: Will it affect my voting if I logout and login again?

Answer: When you login first time system marks your votes as Approved however you can change your vote any time, even if you logout and login again. Login in and logout several times does not affect your previously casted votes.

Question: I cannot send any question or audio message?

Answer: Company conducting E-AGM may allocate certain time for question & answer session for example after each agenda or end of meeting.

กรุณารอสักครู่เพื่อถามคำถาม
Please Wait for Q&A Session

Question: I have other technical question?

Answer: Please get in touch with Quidlab at via telephone on 080-008-7616 or 02-013-4322 or via email at info@quidlab.com,

Question: How to report a bug or security vulnerabilities?

Answer: If you encounter problems send us an email to info@quidlab.com with the details of vulnerabilities or bug report.

The Company's Articles of Association concerning shareholders' meeting

Chapter 6

Shareholders' meeting

Section 36

The Board of Directors shall convene the Annual General Meeting of Shareholders within four (4) months of the end of the fiscal year of the Company.

Shareholders' meetings other than those specified above shall be called Extraordinary General Meetings of Shareholders. The Board of Directors may convene an Extraordinary General Meeting of Shareholders whenever it deems appropriate.

One or more shareholders holding shares with the amount not less than ten (10) percent of the total issued shares can make a written request to the Board of Directors to call an Extraordinary General Meeting at any time, but matters and reasons for calling such meeting shall be clearly stated in such request. The Board of Directors shall proceed to call a shareholders' meeting to be held within forty-five (45) days of the date of receipt of such request from the said shareholders.

In the case where the Board of Directors fails to arrange the meeting within the period specified in paragraph three, the shareholders who subscribed their names or along with other shareholders amounting as given are entitled to hold the meeting within forty-five (45) days of the lapse of the due date in paragraph three. In such case, the meeting shall be considered as a meeting called by the Board of Directors where the company must be accountable for any essential expenses incurred from the meeting and facilitate the meeting as appropriate.

In the event that the shareholders' meeting called in accordance with paragraph four does not meet the meeting quorum requirements as specified in Section 38, the shareholders who called for the meeting shall cover the expenses themselves.

Section 37

To convene a shareholders meeting, the board of directors must prepare a notice specifying the place, date, time, agenda and matters to be proposed to the meeting, along with appropriated details stating clearly whether such matters will be for acknowledgment, approval or consideration, including the board of directors' opinions thereon and must be delivered to the shareholders and the registrar, for their information, not less than seven (7) days prior to the date of the meeting. Moreover, the publication of the notice of the meeting shall be in accordance with the law.

In addition, the notice of the meeting and supporting documents can be sent by electronic mail in accordance with the rules and procedures provided in the relevant laws or notifications.

In this regard, the venue to be used for the meeting shall be in the province where the company's head office is located, or in nearby provinces as may be determined by the board of directors, and if that meeting is conducted through electronic means, the Company's head office shall be deemed to be the venue of the meeting.

Section 38

In order to constitute a quorum, whether physical meeting or electronic meeting, there shall be shareholders and proxies (if any) attending at a shareholders' meeting amounting to not less than twenty-five (25) persons or not less than one half (1/2) of the total number of shareholders and in either case attending shareholders shall hold shares amounting to not less than one-third (1/3) of the total issued shares of the Company.

At any shareholders' meeting, if one (1) hour from the time scheduled for the Meeting and the number of shareholders attending the Meeting is still inadequate to form a quorum as specified in the first paragraph, and if such shareholders' meeting is convened at the request of the shareholders, the Meeting shall be cancelled. If such Meeting is not convened at the request of the shareholders, the Meeting shall be called once again and the notice calling such meeting shall be delivered to shareholders not less than seven (7) days prior to the date of the Meeting. In the subsequent meeting, a quorum is not required.

Each shareholder may prepare a proxy form to authorize not more than one (1) proxy to attend the meeting and cast votes on his or her behalf in accordance with the form as specified by the Registrar, and the proxy form must be delivered to the chairman of the board or the person designated by the chairman of the board, at the venue of the meeting before such proxy attends the meeting. There can only be one proxy for such matter, regardless of the number of shares held by such shareholder.

The grant of proxy in the first paragraph may be made by electronic means, provided that safe and trustworthy procedures shall be applied to ensure that the proxy is granted by a shareholder in accordance with the rules and procedures provided in the relevant laws or notifications.

Section 40

The Chairman of the Board shall be the chairman of shareholders' meetings. If the Chairman of the Board is not presenting at a Meeting or cannot perform his duty, the Vice Chairman presenting at the Meeting shall be the Chairman of the Meeting. If there is no Vice Chairman or no Vice Chairman presenting at the Meeting or the Vice Chairman cannot perform his duty, the shareholders presenting at the Meeting shall elect one shareholder to be the Chairman of the Meeting.

Section 41

For vote casting in the shareholders' meeting, one (1) share equals to one (1) vote. Shareholders who have any conflict of interest in any matters shall not be able to cast their votes on such matters except for the vote for directors' election. A resolution of the shareholders' meeting shall require:

- (1) In an ordinary event, the majority vote of the shareholders who attend the meeting and cast their votes is required. In case of a tie vote, the Chairman of the Meeting shall have a casting vote.
- (2) In the following events, a vote of not less than three quarters (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote is required:
 - (a) Sale or transfer of the whole or important parts of the business of the Company to other persons;
 - (b) Purchase or acceptance of transfer of the business of other companies or private companies by the Company;

- (c) Executing, modifying or terminating any contract concerning the granting of a lease of the Company's undertaking in whole or in substantial part, the entrusting of any other person to manage the business of the Company or an amalgamation of the undertaking with any other person with a view to sharing profits and loss;
- (d) Amendment of the Memorandum of Association or the Articles of Association;
- (e) Increase or reduction of the Company's registered capital;
- (f) Dissolution of the Company;
- (g) Issuance of the Company's debenture and other type of securities under the Securities and Exchange Laws;
- (h) Merger of the Company with other company; and
- (i) Other actions shall be carried out in accordance with the law, which stipulates that they must receive a vote of not less than three quarters (3/4) of the total number of votes of shareholders who attend the meeting and have the right to vote.

Profile of the Independent Directors for appointment as proxy

Name of Directors	Position	Age (Year)	Address	Conflict of Interests in the Proposed Agenda
1. Pol. Gen. Visanu Prasattongosoth	Independent Director and Chairman of the Audit Committee	62	Office of the Company Secretary and Shareholder Engagement, Finansia Syrus Securities Public Company Limited 719 MINT TOWER Building, 8 th Floor, Banthat Thong Road, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330	Agenda 1 No special interest Agenda 2 No special interest Agenda 3 No special interest Agenda 4 No special interest
2. Mr. Kittisak Bencharit	Independent Director and member of the Audit Committee	75	Office of the Company Secretary and Shareholder Engagement, Finansia Syrus Securities Public Company Limited 719 MINT TOWER Building, 8 th Floor, Banthat Thong Road, Wang Mai Sub-district, Pathum Wan District, Bangkok 10330	Agenda 1 No special interest Agenda 2 No special interest Agenda 3 No special interest Agenda 4 No special interest