

**Minutes of the Annual General Meeting of Shareholders for the Year 2026**

**Phatra Leasing Public Company Limited**

**held on 28 April 2026 at 2.00 p.m.**

**by Method of an Electronic Meeting (E-AGM) (E-Meeting Only)**

Mr. Photipong Lamsam, Chairman of the Board of Directors, assigned Mr. Poomchai Lamsam, Vice-Chairman, to preside as the Chairman of the Meeting (the “**Chairman**”) on his behalf. The Chairman declared the Annual General Meeting of Shareholders for the Year 2026 (the “**Meeting**”) via an electronic meeting open and welcomed all shareholders to the Meeting. The Company Secretary was assigned to inform the Meeting of the number of the shareholders attending the Meeting, introduce the Company’s directors and relevant officers, and explain voting methods for this Meeting.

The Company Secretary then informed the Meeting that there were 12 shareholders attending the Meeting in person, holding 11,083,632 shares in total, and 29 shareholders attending the Meeting by proxy, holding 280,576,098 shares in total. The total number of the shareholders attending the Meeting in person and by proxy was 41 persons, holding 291,659,730 shares in total, representing 48.8943 percent of the total number of the issued shares which is equal to 596,509,825 shares, thereby constituting a quorum according to the Articles of Association of the Company, which specify that there shall be shareholders attending the meeting not less than 25 shareholders and holding shares in aggregate of not less than one-third of the total number of the issued shares.

Then, the Company Secretary introduced the Company’s directors attending the Meeting as follows:

Directors attending the Meeting in person:

- |    |                      |                   |   |
|----|----------------------|-------------------|---|
| 1. | Mr. Poomchai Lamsam  | Current Positions | Vice-Chairman and Chairman of the Remuneration and Selection Committee  |
| 2. | Mr. Sara Lamsam      | Current Positions | Director / Chief Executive Officer and Member of the Risk Management Committee  |
| 3. | Mr. Pipop Kunasol    | Current Positions | Director / President / Member of the Executive Committee / Member of the Risk Management Committee / Chairman of the Investment Committee and Chairman of the Lending Committee |
| 4. | Dr. Sutee Mokkhavesa | Current Positions | Director / Member of the Executive Committee / Member of the Risk Management Committee / Member of the  |

			Lending Committee and Member of the Investment Committee
5.	Mrs. Duangporn Wasanasompong	Current Positions	Director / Member of the Risk Management Committee / Member of the Lending Committee / Member of the Investment Committee and Member of the Remuneration and Selection Committee
6.	Mr. Anupon Likitpurkpaisan	Current Positions	Director and Chairman of the Risk Management Committee
7.	Mr. Suebtrakul Soonthornthum	Current Positions	Independent Director and Chairman of the Audit Committee
8.	Mr. Poonpipat Aungurikul	Current Positions	Independent Director and Member of the Audit Committee
9.	Dr. Suthiphon Thaveechaiyagarn	Current Positions	Independent Director and Member of the Remuneration and Selection Committee

Directors attending the Meeting via electronic media:

10.	Mr. Photipong Lamsam	Current Position	Chairman
11.	Miss Jirayong Anuman-Rajadhon	Current Positions	Independent Director and Member of the Audit Committee

In this regard, the director who did not attend the Meeting was Mrs. Nualphan Lamsam, as she was engaged with other business and unable to attend this Annual General Meeting of Shareholders for the Year 2026.

Therefore, there were 11 directors of the Company attending the Meeting, representing 91.67 percent of the total number of directors.

Meanwhile, there were attendees attending the Meeting, which include:

1.	Mr. Naruepol Watanakun	Current Positions	Executive Vice President / Head of Fleet Management and Customer Service Group
2.	Mr. Thanan Suebsiri	Current Positions	Executive Vice President / Head of Special Asset Business Group
3.	Mr. Soottichai Sombatsiri	Current Positions	Executive Vice President / Head of Corporate Business Group
4.	Mr. Suphol Pinthong	Current Positions	First Senior Vice President / Head of Accounting and Finance Group

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|-----|--|-------------------|---|
| 5.  | Mr. Poj Lamakanond   | Current Positions | First Senior Vice President / Head of<br>Corporate Strategy and Information<br>Technology Group |
| 6.  | Mrs. Karaked Junvanitrattana   | Current Positions | First Senior Vice President / Head of<br>Accounting Department                                  |
| 7.  | Miss Panida Wongsriyanon as a legal advisor from LS Horizon Limited          |                   |   |
| 8.  | Miss Pantip Kulsantithamrong as an auditor from KPMG Phoomchai Audit Limited |                   |   |
| 9.  | Miss Ungsuwan Sukthaworn as an auditor from KPMG Phoomchai Audit Limited     |                   |   |
| 10. | Miss Kanjanee Sriwirat as an auditor from KPMG Phoomchai Audit Limited       |                   |   |
| 11. | Miss Pojana Kleeububon as a Company Secretary.                               |                   |   |

In this regard, the Company Secretary explained that the Annual General Meeting of Shareholders for the Year 2026 would be conducted via an electronic media and explained voting methods and vote counting criteria to the Meeting, which could be summarized as follows:

1. Vote Counting and Announcement of Voting Results

In casting votes on each agenda, it would be in the form of revealed votes, whereby the shareholders shall have the votes equivalent to the number of shares held by them, or one vote per one share. The shareholders and proxies shall cast all their votes on each agenda either to approve, disapprove or abstain. Splitting votes was not allowed except for the voting made by a custodian.

2. Voting Procedures

2.1 The shareholders might cast their votes by selecting the agenda which they wished to vote.

2.2 The system would display agenda items, whereby the shareholders might select the agenda which they wished to vote and choose "OK" button to confirm their votes. The system would open for vote casting for 1 minute on each agenda. The shareholders might change their votes on each agenda before the Meeting announced closing of voting on such agenda.

2.3 In the case that the shareholders appointed a proxy and specified their votes in the proxy form in advance, the system would record their votes on each agenda as specified in the proxy form.

3. In the case that no shareholders cast their votes or abstained from voting, the Company would consider that the shareholders voted to approve such an agenda as proposed.

4. Once the Company announced voting results of any agenda, it would be deemed that the vote on such agenda was considered to be final.

The Company has separately counted the votes of the shareholders attending the Meeting in person and the proxies who cast their votes in advance, whereby such votes were combined as the total votes of the shareholders attending the Meeting. For this Meeting, the Company would count the votes in accordance with the Company's Articles of Association, which are divided into 2 categories as follows:

Category 1: The matters shall be passed by a majority vote of the total votes of the shareholders attending the Meeting and casting their votes (Agendas 2, 3, 4 and 6). In counting the votes on these agenda items, the Company would not include the abstention votes as a basis for the calculation of votes.

Category 2: The matter shall be passed by the votes of not less than two-thirds of the total votes of the shareholders attending the Meeting (Agenda 5). In counting the votes on this agenda, the Company would include all votes of approval, disapproval, and abstention as a basis for the calculation of votes.

In this regard, the shareholders with special interest would not be counted as a basis for the calculation of votes. As for Agenda 1, it was for acknowledgement, voting shall not be required.

The Company arranged for Inventech Systems (Thailand) Co., Ltd. to organize the Meeting, verify the registration of the shareholders, and count the votes. In this regard, the Company collaborated with Miss Passanan Phannak, a representative from the legal advisor, LS Horizon Limited, to verify voting and ensure that the Meeting was conducted transparently and in compliance with relevant laws, as well as to be in accordance with the Company's Articles of Association and good corporate governance principles.

The Company realized the importance and rights of the shareholders and to promote good corporate governance. Therefore, the Company gave an opportunity to the shareholders to propose matters for inclusion as meeting agendas and to nominate candidates to be considered and elected as directors by publicizing on the website of the Company and the website of the Stock Exchange of Thailand (the "SET") from 18 November 2025 to 30 December 2025. However, there was no shareholder proposing any matter to be included in the agendas or nominating any person for consideration and election as a director.

In asking questions or expressing opinions, the Company would allow the shareholders to ask questions or express opinions on matters relating to each agenda item as deemed appropriate. The Company Secretary explained the procedures for asking questions as follows:

The shareholders, who wished to ask questions or expressed opinions, might select an agenda item on which they wished to ask questions or express opinions, and click "Question" button. The shareholders might ask questions on the system via 2 channels provided as follows:

1) Typing questions or opinions in a chat box, and click "Send" button to send such questions or opinions on the system.

2) Asking questions via video conference by clicking "Video Conference" button, and click "OK" button to confirm the queue. After receiving a signal from the officer, the shareholders shall turn camera and microphone on, and inform of their names and surnames as well as specify the status, whether they were a shareholder or a proxy before asking questions. In this regard, the shareholders might ask several questions relating to such agenda item at once.

In the case that the shareholders had any questions which were not relating to such agenda item, they might select the agenda on which they wished to ask questions, then type the questions, or book a queue for video conference in advance. The Company shall answer such questions while discussing on the relevant agenda.

In this regard, the Company reserved the right to terminate the video conference of the shareholders, who asked questions or expressed opinions impolitely, or in a way that defamed other people or violated any laws, or infringed upon other people's right, or disturbed the Meeting, or caused troubles to other attendees in the Meeting. In the event that there were many shareholders wished to ask questions via the video conference, the Company would request the shareholders to ask questions by using chat box in order to keep time of the Meeting. In the case where the Company could not answer the questions during the Meeting, the Company would record such questions and answers in the minutes of the Meeting.

For any technical problems during the Meeting, please study and follow the instructions provided along with the invitation letter or select "Help" menu on the system, or the shareholders would be able to contact the officer of the Inventech Call Center, at telephone number 02-460-9228.

For this Meeting, the Company will collect, use, and disclose personal data, including photographs, audio recordings, and video recordings of all participants, for the purposes of recording and preparing the minutes of the Meeting, meeting management, etc. Such actions are carried out in accordance with the Personal Data Protection Act B.E. 2562 (2019).

After that, the Company Secretary invited the Chairman to open the Meeting and commence the Meeting according to the agenda items specified in the invitation letter.

The Chairman welcomed the shareholders to the Annual General Meeting of Shareholders for the Year 2026 and conducted the Meeting in accordance with the agenda items as follows:

**Agenda 1 To acknowledge the report on the operating results for the year 2025**

The Chairman assigned Mr. Pipop Kunasol, President, to present the report on the business operating results for the year 2025 to the Meeting for their acknowledgement.

Mr. Pipop Kunasol, President, reported the business operating results for the year 2025 to the Meeting, which can be summarized as follows:

For the motor car market in 2025, the domestic sales volume in Thailand was approximately 620,000 units, increasing by 8 percent compared to 2024, which was considered the lowest point in 15 years. This total sales volume consisted of 239,236 units of passenger cars, an increase of 6.7 percent, primarily supported by the growth of electric passenger vehicles. Conversely, the market share of Internal Combustion Engine (ICE) vehicles continued to decline. The commercial car sales volume was 381,930 units, increasing by 9.6 percent. However, a detailed

analysis of the commercial car segment revealed that pickup truck sales volume decreased by 12 percent compared to the previous year. This was mainly because financial institutions maintained stricter criteria for granting auto loans, coupled with high household debt levels and the relatively low rate of domestic economic growth.

Regarding the outlook for the motor car market in 2026, Toyota Motor Thailand Co., Ltd. projected that the motor car sales volume would gradually recover, with a slight growth of approximately 1.4 percent from the year 2025, reaching a total sales volume of approximately 630,000 units. The commercial car sales volume is projected to be approximately 405,500 units, representing an increase of 6 percent compared to the previous year. Meanwhile, the passenger car sales volume is expected to be approximately 224,500 units, a decrease of approximately 6 percent. This is because some consumers are delaying their purchasing decisions to evaluate battery technology during this transition period, resulting in a slowdown in passenger car sales compared to the relatively high sales base in 2025.

For the supporting factors in 2026, these include government policies promoting the use of electric vehicles, as well as the continuous development and launch of new car models, particularly in the Electric Vehicle (EV) segment, which offers higher efficiency at more accessible price points. Furthermore, the downward trend in the policy interest rate is expected to help reduce financial costs and may lead financial institutions to relax their strictness in approving hire-purchase loans to a certain extent. However, the business sector must remain prepared to cope with risk factors from economic uncertainty, the persistent high level of household debt, and the impacts of international conflicts and United States tax policies, which are significant factors that may affect the overall business sector and the economy in the future.

Regarding the Electric Vehicle (EV) situation in Thailand and the Company's adaptation in the past year, according to the new car registration data in the country categorized by fuel type, it was observed that the proportion of new registrations for electric vehicles, both Battery Electric Vehicles (BEV) and Hybrid Electric Vehicles (HEV), has been continuously increasing. Initially, the growth rate of Hybrid Electric Vehicles (HEV) was higher than that of Battery Electric Vehicles (BEV). However, in 2025, it was evident that the growth rate of Battery Electric Vehicles (BEV) registrations significantly increased, reaching a level comparable to that of Hybrid Electric Vehicles (HEV). Consequently, in 2025, the combined proportion of Hybrid Electric Vehicles (HEV) and Battery Electric Vehicles (BEV) accounted for approximately 45 percent of total new car registrations. Conversely, the proportion of Internal Combustion Engine (ICE) vehicles has continued to decline, reflecting a shift in consumer behavior towards an increased interest in alternative energy vehicles.

With regard to the Company's auto loan portfolio management, the overall proportion of vehicles categorized by fuel type remains consistent with the market trend. However, the Company has strategically focused on Hybrid Electric Vehicles (HEV) to primarily respond to the demands of corporate customers. A key factor in this consideration is the stability of resale values, as Battery Electric Vehicles (BEV) currently offer more stability and predictable valuation in the second-hand market compared to Battery Electric Vehicles (BEV). Furthermore, the

Company takes into account the readiness of after-sales services, maintenance management, and the ability to provide replacement vehicles to corporate customers through a nationwide network. Consequently, the proportion of Battery Electric Vehicles (BEV) in the current portfolio remains at approximately 1–3 percent. Nevertheless, the Company continues to closely and continuously monitor Electric Vehicle (EV) market trends to prepare for service enhancement and effectively adjust the portfolio in line with the market transition in the future.

Regarding the second-hand car market, the overall market continues to experience a gradual recovery and remains below normal levels. The primary pressing factors are the high level of household debt and economic uncertainty, which have directly resulted in stricter criteria by financial institutions for approving second-hand car loans. Additionally, the market has been affected by the influx of electric vehicles, leading to price competition among new cars between electric vehicles and Internal Combustion Engine (ICE) vehicles. This has become a negative factor putting downward pressure on second-hand car prices. However, on a positive note, it was found that the car repossession rate and the volume of second-hand cars entering the market remain lower than previously projected, which is a factor that has helped sustain the overall market situation to a certain extent.

Regarding the outlook for 2026, it is projected that price levels in the second-hand car market will show an improving trend, primarily benefiting from the continued impact of government measures. These measures have contributed to delaying the volume of car repossessions and supporting a gradual recovery of second-hand car prices. However, this trend remains subject to other environmental factors, including international conflicts and oil price volatility, which affect the demand for internal combustion engine vehicles. Nevertheless, the business sector must remain vigilant regarding persistent risk factors from the previous year, particularly the high level of household debt, which results in financial institutions maintaining strict criteria for credit approval. Other significant challenges include potential future government policy announcements, intense price competition among new cars, and the influx of Chinese electric vehicles at more accessible price points, all of which may contribute to continued price volatility in the second-hand car market.

Regarding the operating results in 2025, the Company's combined leased assets under operating lease (OL) contracts and accounts receivable under finance lease (FL) contracts amounted to Baht 9,572 million, a decrease of approximately 7 percent from 2024, which was Baht 10,331 million. This change was primarily driven by economic conditions and uncertainties in various areas, prompting the Company to increase caution and strictness in approving new credit to manage risks appropriately. In this regard, the Company continued to focus on retaining existing customers with good payment history to maintain return rates and reduce the risk of non-performing loans (NPLs) in the future. In 2025, the Company's leased assets under operating lease contracts amounted to Baht 7,162 million, a slight decrease of 1 percent compared to Baht 7,251 million in 2024. Meanwhile, accounts receivable under finance lease contracts amounted to Baht 2,410 million, decreasing by Baht 670 million or approximately 22 percent compared to the end of 2024, which was Baht 3,080 million.

In 2025, the Company's total income amounted to Baht 2,670 million, a decrease of Baht 32 million or equivalent to 1 percent from 2024, which was Baht 2,702 million. This total income can be categorized into rental income from operating lease contracts of Baht 1,734 million, which was comparable to the level in 2024. Additionally, income from finance lease contracts, primarily consisting of interest income, amounted to Baht 159 million, representing a decrease of Baht 37 million or approximately 19 percent compared to 2024.

In 2025, the Company's net profit for the year amounted to Baht 61 million. This was primarily attributed to the efficient management of costs and operating expenses, coupled with a cautious business growth strategy amid economic uncertainty. The Company has placed great emphasis on the prudent approval of new credit, while focusing on retaining customers with good payment history for effective debt management. Furthermore, the Company continues to seek opportunities for business expansion through new channels, including investments in potential assets or industries to enhance return rates. This is conducted alongside rigorous and appropriate risk management to maintain a balance between returns and risks in accordance with the Company's policy. Consequently, such performance has resulted in a strong financial position, with sufficient cash flow to repay all of the Company's maturing liabilities within the specified timeframe. Regarding the statement of financial position as of 31 December 2025, the Company's total assets amounted to Baht 11,839 million, total liabilities amounted to Baht 8,776 million, and total shareholders' equity was Baht 3,063 million, representing an increase of Baht 63 million or equivalent to 2 percent.

Regarding the business direction for 2026, amid volatile economic conditions, the Company has established a guideline focusing on sustainable growth, with a priority on increasing revenue under strict and prudent risk management. The key strategy is divided into 3 significant parts, beginning with the management of the core business (Auto Portfolio), in which the Company plans to gradually increase the proportion of Battery Electric Vehicles (BEV) in line with market trends and evolving technology. This will be conducted under a strict risk management framework concerning costs and future residual values, while simultaneously focusing on expanding the Hybrid Electric Vehicle (HEV) base, which offers price stability in the second-hand market and receives continuous demand from corporate customers. Furthermore, the Company focuses on enhancing asset utilization after the expiration of lease contracts and expanding its high-potential customer base to increase profit margins, while maintaining strict credit approval measures to maintain a balance between growth and long-term risk management.

Regarding diversification and business expansion, the Company does not limit its operations solely to the motor car market. Instead, it aims to expand into new high-potential asset classes to align with its mission of being a leader in the modern leasing business. This includes medical equipment to meet industrial demand, renewable energy in line with ESG guidelines, and businesses related to modern innovation and technology, such as Artificial Intelligence (AI) and Data Centers. These areas will be significant factors in enhancing the Company's long-term returns.

Furthermore, the Company emphasizes the development of business partner networks alongside the enhancement of technology platforms and infrastructure to increase service efficiency and support future asset portfolio expansion. The Company will continue to prioritize effective risk management and internal control systems, while integrating Artificial Intelligence (AI) technology to enhance operational effectiveness, debt management, and the optimization of capital structure. These measures are aimed at supporting debt repayment and fostering stable and sustainable long-term growth for the Company.

Regarding the progress on anti-corruption and corporate social and environmental responsibility, the Company firmly believes that “transparency is the foundation of good corporate governance”. Consequently, the Board of Directors has established a clear anti-corruption policy to ensure that personnel at all levels including directors, executives, and employees as well as business partners and all stakeholders, adhere to the same standard of practice. In this regard, the Company has been granted its third renewal of certification as a member of the Thai Private Sector Collective Action against Corruption (CAC), which remains effective until 2027. This certification reflects the Company’s steadfast commitment to operating its business in accordance with anti-corruption standards and good corporate governance principles.

Regarding key developments in 2025, the Company has intensified its operations through three main initiatives. Firstly, the Company officially implemented a “No Gift Policy” to prevent risks of conflicts of interest and to establish transparency standards. The Company has campaigned for personnel to exchange well-wishes and greetings instead of giving gifts, in order to jointly build a transparent and ethical business norm. Secondly, the Company participated in the Thai Private Sector Collective Action against Corruption (CAC) campaign titled “Spotlight on Corruption” (Riek-Rub-Rao-Rong), to encourage personnel to recognize their role and duty in whistleblowing. This initiative aims to strengthen an open organizational culture that actively participates in preventing all forms of corruption. Lastly, the Company has continuously provided annual anti-corruption training for employees through an e-Learning format to reinforce knowledge, understanding, and ethical awareness, accompanied by understanding assessments. As a result of these operations in 2025, the Company found no complaints regarding corruption occurring within the organization.

Furthermore, in 2026, the Company participated in the “Jump+” project to enhance corporate value and build confidence in the Thai capital market. The Company has established a 3-year strategic plan (2026–2028) focusing on sustainable business expansion alongside strengthening internal corporate governance standards. This serves as a vital foundation for supporting the Company’s long-term growth with stability and transparency.

Regarding sustainability operations (ESG & CSR), the Company continues to prioritize business operations based on sustainable development principles in all dimensions, particularly in Environmental, Social, and Governance (ESG) aspects. The Company has continuously implemented various projects and activities to create value and positive impacts for stakeholders and society as a whole.

In the social dimension, the Company has focused on human resource development and enhancing the quality of life in communities through various initiatives, such as providing scholarships to students and signing a Memorandum of Understanding (MOU) with the Faculty of Commerce and Accountancy, Thammasat University, to jointly develop potential and cultivate high-quality new generations for the business sector. Additionally, the Company has regularly conducted social activities, including donating computers and essential supplies to schools in remote areas to reduce inequality and support equal educational opportunities.

In the environmental dimension, the Company has operated under its flagship project, “PL Go Green” which aims to promote ecological balance. Concrete activities have been implemented, such as reforestation and the construction of check dams to increase green areas and conserve natural resources. Furthermore, internal operational processes have been improved to be more environmentally friendly and to promote the most efficient use of resources. In terms of business operations, the Company has continuously promoted and expanded the proportion of leasing assets related to clean and renewable energy to support partners and customers in reducing greenhouse gas emissions. This is part of the Company’s commitment to driving its economy toward a sustainable low-carbon society.

In this regard, Mr. Pipop Kunasol, President, expressed his gratitude to customers, shareholders, investors, and all business partners for their continuous support and trust in the Company. He also extended his thanks to the Board of Directors, management, and all employees for their dedication and tireless efforts in performing their duties to the best of their abilities amid economic challenges and uncertainties, enabling the Company to navigate through various situations with stability and strength. Furthermore, the Company remains committed to conducting business with honesty, integrity, transparency, and adherence to good corporate governance principles to continue creating appropriate and sustainable returns for all stakeholders.

After that, Mr. Pipop Kunasol, President, gave an opportunity to the shareholders to ask questions and express opinions in relation to the matter. Questions and opinions of the shareholders could be summarized as follows:

Mr. Daecha Suntrarachun, a shareholder, inquired that the Company’s revenue over the past 5 years has shown a declining trend almost every year and requested to know the guidelines for addressing this issue.

Mr. Pipop Kunasol, President, clarified that over the past 5 years, the Company has faced challenges from economic conditions and various changing factors, which necessitated the business to operate with utmost caution. The Company has established a policy primarily focusing on sustainable growth. Although revenue may have declined during certain periods, the Company has placed great importance on maintaining net profit levels and the quality of the credit portfolio. The decline in revenue was partly due to the Company tightening its criteria for approving new credit to prevent future non-performing loans (NPLs). Furthermore, there has been a restructuring of the credit portfolio by shifting some portions from operating leases to finance leases to increase asset diversification and return efficiency. Additionally, the Company has sought opportunities to expand its business into new potential

industries and asset classes to enhance return rates alongside appropriate risk management, aiming to effectively maintain a balance between revenue and net profit.

Regarding the guidelines for the future, the Company plans to develop and expand its service models, such as providing integrated vehicle fleet management (Service Fleet) for corporate customers, to increase revenue sources and further diversify risks. This includes accelerating the expansion of business partner networks. However, the Company will continue to adhere to conducting business with caution, strictly considering costs, expenses, and related risks to ensure that the Company's operating results can achieve stable and sustainable growth in the long term.

Miss Orapin Ruangkachon, a proxy from the Thai Investors Association, inquired as follows:

1. Given the current economic situation with high household debt levels, what are the Company's measures for screening new debtors and monitoring existing debts to control Non-Performing Loans (NPLs) within the target framework? Additionally, does the Company currently maintain sufficient provisions to cover potential risks?

2. Regarding the growth trend of Electric Vehicles (EV) in Thailand, what are the Company's guidelines for adjusting its credit portfolio to align with such trends, and how does the Company manage the risks associated with the Residual Value (RV) of Electric Vehicles (EV), which remains uncertain?

Mr. Pipop Kunasol, President, clarified as follows:

1. Regarding the control of Non-Performing Loans (NPLs) and the sufficiency of provisions, the President clarified that since the Company's core business primarily involves leasing assets to corporate customers and government agencies, the highest priority is given to screening new customers through careful assessment of their business growth potential. For debt management, the Company has a specialized team with expertise in monitoring overdue payments from the early stages, including cases that may become NPLs. Additionally, the Company has developed Credit Scoring tools and continuous measures for asset repossession to maintain risk management efficiency. In terms of provisions, the Company complies with the Expected Credit Loss (ECL) calculation criteria, which have been duly audited by the external auditors. Therefore, the Company is confident that its provisions cover future risks at an appropriate level.

2. Regarding the guidelines for adjusting the credit portfolio to align with Electric Vehicle (EV) trends and managing Residual Value risk, the President clarified that the Company focuses on cautious management by prioritizing the selection of brands and models with long-term potential, extensive service networks, and careful consideration of maintenance costs and the availability of replacement vehicles. During this transition period, the Company will continue to emphasize growth in Hybrid Electric Vehicles (HEV), which offer greater price stability in the second-hand market, while gradually increasing the proportion of Battery Electric Vehicles (BEV) in the portfolio.

To manage Residual Value risk, the Company has adjusted its residual value setting approach to be more flexible and reflective of actual market conditions through close monitoring of second-hand Electric Vehicles (EV) market prices by a specialized team, ensuring that asset valuations are appropriate and effectively aligned with the risk level of each asset group.

Mr. Kriangkamon Theerasaksoption, a shareholder, inquired that in the case of Electric Vehicles (EV) where battery charging units must be installed for customers, this would result in higher maintenance costs. He requested to know how the Company calculates profit margins to cover such risks compared to Internal Combustion Engine (ICE) vehicles.

Mr. Pipop Kunasol, President, clarified that the installation of battery charging units for Battery Electric Vehicles (BEV) primarily depends on the terms and conditions of the lease agreement. In the case of a finance lease, customers typically provide the charging units themselves. Conversely, for corporate customers under lease agreements that include maintenance services, the charging unit may be included as part of the service, with the associated costs factored into the overall service components.

In this regard, the Company primarily considers the balance between risk and return. If an asset carries a higher risk, the Company will set a higher profit margin to compensate for that risk, while simultaneously taking into account the rental rates acceptable to the customers. Although customers benefit from energy cost savings, it must be acknowledged that the residual value of Electric Vehicles (EV) tends to be lower compared to other types of vehicles.

In conclusion, the costs and profit margins for Electric Vehicles (EV) depend significantly on the lease structure selected by the customer. However, since Battery Electric Vehicles (BEV) carry a higher risk level than Hybrid Electric Vehicles (HEV) and Internal Combustion Engine (ICE) vehicles, the Company has a policy to set higher profit margins for the Battery Electric Vehicles (BEV) segment. This is to align with the increased risk levels and to ensure the Company's returns remain in accordance with the established targets.

Mr. Daecha Suntrarachun, a shareholder, inquired about the popularity trends of Electric Vehicles (EV) and requested an update on the current situation of the secondhand car business under the "Sa-buycar" brand.

Mr. Pipop Kunasol, President, clarified that with respect to the Company's Hybrid Electric Vehicles (HEV), no significant issues have been encountered at present. Vehicles of this type that have reached the end of their lease terms and were returned to the Company can still be managed and resold at appropriate prices. In this regard, shareholders or interested parties can follow information on the vehicles being offered for sale through the Company's online channel at <https://www.sa-buycar.com/>.

However, the Company currently has no Electric Vehicles (EV) that have reached the end of their lease terms and been returned to the Company, as the majority of the Company's lease portfolio consists of corporate

customers with an average contract term of approximately 4–5 years. Consequently, these assets have not yet reached their contract expiration dates. In this regard, the Company will closely monitor market situations and trends to prepare and ensure the most efficient management of such assets in the future.

Mr. Jirayu Pattanasuttinon, a shareholder, inquired about the Company’s expected growth level for this year and requested information regarding the business operational guidelines.

Mr. Pipop Kunasol, President, clarified that the Company aims for continuous growth; however, the level of growth will depend on several key factors, particularly the overall economic conditions, the development of the transition toward electric vehicles, and the balance between business risks and returns. Under the operational framework of the “JUMP+” project, the Company forecasts that asset growth will be in the range of approximately 2–4 percent, and the Return on Equity (ROE) will be at a level of approximately 3–5 percent.

After that, there was no shareholder asking any question or give any opinion, the Chairman then requested the Meeting to acknowledge the report on the business operating results for the year 2025 as proposed.

**Resolution**      The Meeting acknowledged the matter.

## **Agenda 2      To consider and approve the Financial Statements for the year 2025**

The Chairman assigned Mr. Pipop Kunasol, President, to report the Financial Statements for the year 2025 in summary to the Meeting for consideration and approval.

Mr. Pipop Kunasol, President, requested the Meeting to consider and approve the Financial Statements for the year ending 31 December 2025, which was reviewed by the Board of Directors, the Board of Audit Committee and audited by the auditor of the Company as shown in the Annual Report of the Year 2025 (56-1 One Report) Form, which can be summarized as follows:

As of 31 December 2025, the Company’s total revenues amounted to Baht 2,669.78 million and total expenses were Baht 2,608.34 million, resulting in a net profit for the year 2025 of Baht 61.44 million; furthermore, as of the same date, the Company’s total assets were Baht 11,838.88 million, total liabilities were Baht 8,775.89 million, and total shareholders’ equity was Baht 3,062.99 million.

In this regard, the resolution on this agenda shall be passed by a majority vote of the total votes of the shareholders who attended the Meeting and cast their votes.

Then, Mr. Pipop Kunasol, President, gave an opportunity to the shareholders to ask questions and express opinions in relation to the matter but there was no shareholder asking any question or giving any opinion. Thus, the Meeting was requested to consider and approve the Financial Statements for the year 2025 as proposed.

**Resolution** The Meeting resolved with the unanimous vote of the total votes of the shareholders who attended the Meeting and cast their votes to approve the Financial Statements for the year 2025, as follows:

Approved by	291,959,730	votes	equivalent to	100.0000	percent
Disapproved by	-	vote	equivalent to	0.0000	percent
Abstained by	-	vote			
Voided ballot by	-	vote			

**Agenda 3 To consider and approve the dividend payment for the year 2025**

The Chairman assigned Mr. Pipop Kunasol, President, to propose to the Meeting to consider and approve the dividend payment for the year 2025.

Mr. Pipop Kunasol, President, informed the Meeting of the dividend payment for the year 2025, as follows:

The Company had a dividend policy to pay at the rate of approximately 50 percent of the net profit from the operating results and financial status of the Company. In addition, according to Article 43 of the Company's Articles of Association, the Company was required to allocate a portion of the net profit as reserve fund in an amount not less than 5 percent of the annual net profit less the sum of accumulated loss brought forward (if any) until the reserve fund amounted to not less than 10 percent of the registered capital.

As the Company earned a profit with no accumulated loss this year and has sufficient cash flow to pay dividends, the Board of Directors' Meeting No. 2/2026, held on 20 February 2026, considered and deemed it appropriate to pay dividends to the shareholders at the rate of Baht 0.062 (zero point zero six two Satang) per share from the net profit and operating results of the year 2025. This payment is for the total number of 596,509,825 (five hundred ninety-six million five hundred nine thousand eight hundred twenty-five) shares, amounting to a total of Baht 36,983,609.15 (thirty-six million nine hundred eighty-three thousand six hundred nine Baht and fifteen Satang). The Company has scheduled the Record Date for the shareholders entitled to receive dividends on 7 May 2026, and the dividend payment date is scheduled for 22 May 2026. Furthermore, the Company is not required to appropriate its net profit to the legal reserve for the year 2025, as the Company's legal reserve has already reached the amount required by law.

In this regard, the resolution on this agenda shall be passed by a majority vote of the total votes of the shareholders who attended the Meeting and cast their votes.

Then, Mr. Pipop Kunasol, President, gave an opportunity to the shareholders to ask questions and express opinions in relation to the matter but there was no shareholder asking any question or expressing any opinion. Thus, the Meeting was requested to consider and approve the dividend payment for the year 2025 as proposed.

**Resolution** The Meeting resolved with the unanimous vote of the total votes of the shareholders who attended the Meeting and cast their votes to approve the dividend payment for the year 2025, as follows:

Approved by	291,959,730	votes	equivalent to	100.0000	percent
Disapproved by	-	vote	equivalent to	0.0000	percent
Abstained by	-	vote			
Voided ballot by	-	vote			

**Agenda 4 To consider and approve the appointment of the directors in place of the directors who retired by rotation**

The Chairman assigned Mrs. Duangporn Wasanasompong, Member of the Remuneration and Selection Committee, to report the matter in summary to the Meeting and proceed with the Meeting on his behalf.

Mrs. Duangporn Wasanasompong, Member of the Remuneration and Selection Committee, informed to the Meeting that there were 4 directors who retired by rotation in this year, namely:

1. Mrs. Nualphan Lamsam
2. Mr. Anupon Likitpurkpaisan
3. Miss Jirayong Anuman-Rajadhon
4. Dr. Suthiphon Thaveechaiyagarn

The above nominated persons were considered by the Remuneration and Selection Committee, and the Board of Directors was of the opinion that all of the above persons possessed competence, knowledge, abilities and experience in the Company's business, and well performed their duties as the directors of the Company. Moreover, they met the qualifications required by relevant laws and regulations.

In addition, Miss Jiryong Anuman-Rajadhon and Dr. Suthiphon Thaveechaiyagarn possess the qualifications to serve as independent directors in accordance with the "Definition of Independent Director" of the Company. Therefore, they are able to provide opinions independently from the executives and have utilized their knowledge, experience, and expertise to provide suggestions to the Company, which are beneficial in determining business strategies and policies according to sustainable development guidelines and in compliance with relevant rules and laws.

In this regard, Miss Jiryong Anuman-Rajadhon was appointed as an independent director of the Company to replace Mr. Apatsorn Bunnag, who resigned, pursuant to the resolution of the Board of Directors' Meeting No. 1/2026 held on 23 January 2026, effective from 1 February 2026. Miss Jiryong Anuman-Rajadhon shall hold office for the remaining term of Mr. Apatsorn Bunnag, the former director.

For Dr. Suthiphon Thaveechaiyagarn, he was appointed as an independent director of the Company to replace Mrs. Chantra Purnarisha, who resigned, pursuant to the resolution of the Board of Directors' Meeting No. 1/2026 held on 23 January 2026, effective from 1 February 2026. Dr. Suthiphon Thaveechaiyagarn shall hold office for the remaining term of Mrs. Chantra Purnarisha, the former director.

In order to comply with good corporate governance principles of listed companies, the Company gave an opportunity to the shareholders to nominate candidates to be considered and elected as directors by publicizing on the Company's website and the SET's website from 18 November 2025 to 30 December 2025. However, there was no shareholder nominating any person for consideration and election as a director.

The summarized biographies of the above persons were set out in Enclosure No. 2 which was distributed to the shareholders together with the invitation letter. As for the condition of authorized directors who can sign to bind the Company was still the same.

Then, Mrs. Duangporn Wasanasompong, Member of the Remuneration and Selection Committee, gave an opportunity to the shareholders to ask questions and express opinions in relation to the matter but there was no shareholder asking any question or expressing any opinion. Thus, the Meeting was requested to consider and approve the appointment of the directors in replace of the directors who retired by rotation to be directors of the Company for another term by requesting the shareholders to vote for each director separately. In this regard, the resolution on this agenda shall be passed by a majority vote of the total votes of the shareholders who attended the Meeting and cast their votes.

**Resolution** The Meeting resolved to approve the election of the 4 directors who retired by rotation to be directors of the Company for another term, whereby the re-appointed directors will hold the same positions in the committees, as follows:

4.1 Mrs. Nualphan Lamsam, having the position: Director, by the unanimous votes of the total votes of the shareholders who attended the Meeting and cast their votes as follows:

Approved by	291,959,730	votes	equivalent to	100.0000	percent
Disapproved by	-	vote	equivalent to	0.0000	percent
Abstained by	-	vote			
Voided ballot by	-	vote			

4.2 Mr. Anupon Likitpurkpaisan, having the positions: Director / Chairman of the Risk Management Committee, by the unanimous votes of the total votes of the shareholders who attended the Meeting and cast their votes as follows:

Approved by	291,959,730	votes	equivalent to	100.0000	percent
Disapproved by	-	vote	equivalent to	0.0000	percent

Abstained by - vote  
Voided ballot by - vote

4.3 Miss Jirayong Anuman-Rajadhon, having the positions: Independent Director / Member of the Audit Committee, by the unanimous votes of the total votes of the shareholders who attended the Meeting and cast their votes as follows:

Approved by	291,959,730	votes	equivalent to	100.0000	percent
Disapproved by	-	vote	equivalent to	0.0000	percent
Abstained by	-	vote			
Voided ballot by	-	vote			

4.4 Dr. Suthiphon Thaveechaiyagarn, having the positions: Independent Director / Member of the Remuneration and Selection Committee, by the unanimous votes of the total votes of the shareholders who attended the Meeting and cast their votes as follows:

Approved by	291,959,730	votes	equivalent to	100.0000	percent
Disapproved by	-	vote	equivalent to	0.0000	percent
Abstained by	-	vote			
Voided ballot by	-	vote			

In this regard, the authorized directors who can sign to bind the Company shall remain the same, which is “The authorized directors who can sign to bind the Company are Mr. Photipong Lamsam, Mr. Poomchai Lamsam, Mr. Sara Lamsam, Mrs. Nualphan Lamsam, Mr. Sutee Mokkhaveesa and Mr. Pipop Kunasol with the condition requiring 2 directors to jointly sign together with the Company’s seal affixed.”

**Agenda 5 To consider and approve the payment of the directors’ remuneration for the year 2026 and the directors’ bonus for the year 2025**

The Chairman assigned Mrs. Duangporn Wasanasompong, Member of the Remuneration and Selection Committee, to report the matter in summary to the Meeting and proceed with the Meeting on his behalf.

Mrs. Duangporn Wasanasompong, Member of the Remuneration and Selection Committee, reported the matter to the Meeting that the Remuneration and Selection Committee and the Board of Directors considered and determined the remuneration for the directors and committee members based on overall operating results of the Company and the dividend payment to the shareholders whereby the remuneration should be at appropriate level and in line with their duties and responsibilities. Then, the Board of Directors resolved to propose to the Meeting to consider and approve the payment of remuneration for the directors for the year 2026 at the same rate as that of the previous year and the payment of bonus for the directors for the year 2025 in the amount of Baht 1,380,000 (one million three hundred eighty thousand Baht) in accordance with the existing criteria as per the following details:

1.1 To propose the payment of remuneration of the directors and members of the committee for the year 2026 at the same rates as follows:

(1) Board of Directors: Monthly remuneration was determined to be at the rate of Baht 20,000/person/month. The ratio of the remuneration of each director is as follows:

- Chairman 2 times
- Vice Chairman 1.5 times
- Directors 1 time

(2) Committees comprising the Audit Committee, the Remuneration and Selection Committee and the Risk Management Committee: Meeting allowance was determined to be at the rate of Baht 20,000/person/time. The ratio of the meeting allowance was in accordance with the ratio of the remuneration of the Board of Directors.

In this regard, there is no other remuneration for directors, and members of the committees who were the representatives of the executive will not receive the meeting allowance.

1.2 Bonus of the directors for the year 2025

The Board of Directors proposed that the bonus of the directors for the year 2025 should be paid pursuant to the principle approved for the year 2006, which should not exceed 5 percent of the total dividend payout to the shareholders. Thus, the bonus of the directors shall be paid in the total amount of Baht 1,380,000 (one million three hundred eighty thousand Baht), whereby the Chairman of the Board shall be authorized to determine the criteria and allocate the bonus.

In this regard, the resolution on this agenda shall be passed by the votes of not less than two-thirds of the total votes of the shareholders who attended the Meeting.

Then, Mrs. Duangporn Wasanasompong, Member of the Remuneration and Selection Committee, gave an opportunity to the shareholders to ask questions and express opinions in relation to the matter. There was no shareholder asking any question or expressing any opinion. Thus, the Meeting was requested to consider and approve the payment of the directors' remuneration for the year 2026 and the directors' bonus for the year 2025 as proposed.

**Resolution** The Meeting resolved to approve with a vote of two-thirds vote of all the votes of the shareholders present at the Meeting to approve the payment of the directors' remuneration for the year 2026 and the directors' bonus for the year 2025, as follows:

Approved by	291,959,730	votes	equivalent to	100.0000	percent
Disapproved by	-	vote	equivalent to	0.0000	percent
Abstained by	-	vote	equivalent to	0.0000	percent

Voided ballot by - vote

**Agenda 6 To consider and approve the appointment of the auditor and the determination of the audit fee for the fiscal year 2026**

The Chairman assigned Mr. Suebrakul Soonthornthum, Chairman of the Audit Committee, to report the matter in summary to the Meeting.

Mr. Suebrakul Soonthornthum, Chairman of the Audit Committee, informed the Meeting that the Audit Committee selected the auditor for the fiscal year 2026 and proposed to the Board of Directors to consider and subsequently propose the matter to the Meeting for consideration and appointment of the following auditor from KPMG Phoomchai Audit Ltd. as the auditor of the Company, and also determination of the audit fee for the year 2026:

- |                               |                                |
|-------------------------------|--------------------------------|
| 1. Ms. Ungsuwan Sukthaworn    | CPA Registration No. 11820; or |
| 2. Mr. Chokeychai Ngamwutikul | CPA Registration No. 9728; or  |
| 3. Ms. Charinrat Noprampa     | CPA Registration No. 10448; or |
| 4. Mr. Jedsada Leelawatanasuk | CPA Registration No. 11225     |

In the event that such auditors are unable to perform their duties, KPMG Phoomchai Audit Ltd. shall procure other certified public accountants to perform the auditing services instead. The above 4 auditors have no relationship or conflict of interest with the Company, its subsidiaries, the executives, major shareholders or any persons related to such persons. Therefore, they are independent in auditing and expressing opinions on the Company's financial statements. The Company currently has no subsidiaries. The audit fee for the fiscal year 2026 is Baht 2,370,000 (two million three hundred seventy thousand Baht), which is the same rate as the audit fee for the fiscal year 2025.

In addition, the Audit Committee has considered the qualifications, biographies and performance of each of the auditors, particularly in terms of continuity and efficiency in auditing, including the appropriateness of the audit fee for the fiscal year 2026, and is of the opinion that the audit fee is reasonable when compared with the scope of work. In addition, KPMG Phoomchai Audit Ltd. and all 4 auditors have no relationship or conflict of interest with the Company, its subsidiaries, the executives, major shareholders or any persons related to such persons, and are therefore independent in auditing and expressing opinions on the Company's financial statements. Moreover, none of the auditors proposed had performed the duties for more than 7 accounting years according to the Notification of the Capital Market Supervisory Board regarding the rotation of auditor.

In this regard, the resolution on this agenda shall be passed by a majority vote of the total votes of the shareholders who attended the Meeting and cast their votes.

Then, Mr. Suebtrakul Soonthornthum, Chairman of the Audit Committee, gave an opportunity to the shareholders to ask questions and express opinions in relation to the matter, but there was no shareholder asking any question or expressed any opinion. Thus, the Meeting was requested to consider and approve the appointment of the auditors and the determination of the audit fee for the fiscal year 2026 as proposed.

**Resolution** The Meeting resolved with the unanimous vote of total votes of the shareholders who attended the Meeting and cast their votes at the Meeting to approve the appointment of the auditors and the determination of the audit fee for the year 2026 as proposed, as follows:

Approved by	291,959,730	votes	equivalent to	100.0000	percent
Disapproved by	-	vote	equivalent to	0.0000	percent
Abstained by	-	vote			
Voided ballot by	-	vote			

**Agenda 7. To consider other matters (if any)**

The Chairman gave an opportunity to the shareholders to ask questions and express opinions. As there was no shareholder proposing any matter for consideration or asking any additional question, the Chairman thanked the shareholders for attending the Meeting and declared the Meeting adjourned.

The Meeting adjourned at 3.32 p.m.

In this regard, the Company has recorded the Annual General Meeting of Shareholders for the Year 2026 on video, which will be displayed on the Company's website within the period to be specified.

-Signed by-

(Mr. Poomchai Lamsam)  
Chairman of the Meeting

-Signed by-

(Mr. Pipop Kunasol)  
President

-Signed by-

(Ms. Pojana Kleeububon)  
Company Secretary  
Recorder of the Minutes