



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

Minutes of the Annual General Meeting of Shareholders 2024 Muangthai Capital Public Company Limited

Date, Time and Place

The meeting was held on Tuesday 23th April, 2024 at 10.00 AM by electronic conference (E-AGM) held in Suk Samakkee Conference Room (5th floor) of Muangthai Capital Public Company Limited No. 332/1 Jaransanitwong Road, Bangplad Sub-district, Bangplad District, Bangkok.

The Company has recorded the meeting in the form of video media and published on the Company's website on the next business day.

Muangthai Capital Public Company Limited has the paid registered capital of 2,120,000,000 baht representing the total number of 2,120,000,000 sold ordinary shares of 1 baht par value each. At the beginning of the meeting, 1,642 shareholders and proxies on behalf of the shareholders attended the meeting; divided into attending in person by electronic conference for 26 shareholders and 1,616 proxies. The total number was 1,106,309,030 shares, representing 52.18 percent which was more than one-thirds of the total issued shares constituting a quorum according to the Company's Articles of Association.

Present Director

- | | |
|-------------------------------|---|
| 1. Adm. Apichart Pengsritong | Chairman of the Board of Directors /
Chairman of the Nomination and Remuneration
and Independent Director |
| 2. Mrs. Kongkaew Piamduaytham | Chairman of the Audit Committee /
Chairman of the Corporate Governance and Sustainability
Committee and Independent Director |
| 3. Mr. Suchart Suphayak | Chairman of the Risk Management Committee /
Member of the Audit Committee /
Member of the Nomination and Remuneration Committee
and Independent Director |
| 4. Mrs. Nongnuch Dawasuwan | Member of the Audit Committee /
Member of the Risk Management Committee /
Member of the Corporate Governance and Sustainability
Committee and Independent Director |
| 5. Mrs. Daonapa Petampai | Managing Director and Director |
| 6. Dr. Suksit Patcharachai | Member of the Nomination and Remuneration Committee
/ Member of the Corporate Governance and Sustainability
Committee and Director |



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

Absent Director

- | | |
|--------------------------|--|
| 1. Mr. Chuchat Petaumpai | Chairman of the Executive Committee /
Member of the Risk Management Committee and
Director |
|--------------------------|--|

The Company has a total of 7 directors and 6 directors attended the meeting representing 85.71 percent.

Executive who attended the meeting:

- | | |
|------------------------------------|---|
| 1. Mr. Surapong Pechaumpai | Deputy Managing Director (Senior) |
| 2. Mr. Parithad Petampai | Deputy Managing Director |
| 3. Mr. Surat Chayavoradech | Deputy Managing Director and
Chief Financial Officer (CFO) |
| 4. Mr. Kitsada Kuruchitkosol | Assistant Treasury and Corporate Finance Manager |
| 5. Ms. Monthon Onphan | Company's Secretary |
| 6. Mr. Kanechchan Santisombutkasam | Assistant Compliance Specialist |

The auditor who attended the meeting:

- | | |
|-------------------------------|---|
| 1. Ms. Orawan Chunhakitpaisan | The auditor from KPMG Phoomchai Audit Co.,Ltd., |
| 2. Ms. Chavisa Taethaworn | The auditor from KPMG Phoomchai Audit Co.,Ltd., |

Legal advisor who attended the meeting:

- | | |
|---------------------------|---|
| 1. Ms. Varisa Soonyakanit | The legal advisor from Chandler MHM Co.,Ltd., |
|---------------------------|---|

In order to comply with the good practice of the Annual General Meeting of Shareholders' of listed companies on the counting of votes, Ms. Varisa Soonyakanit, the legal adviser of Chandler MHM Co., Ltd., serving as a vote counting observer and Ms. Chavisa Taethaworn, the auditor from KPMG Phoomchai Audit Co., Ltd., was a scrutineer in the vote counting and supervised the shareholders' meeting to be in compliance with the law and the Company's Articles of Association.

The Chairman then delegated Ms. Monthon Onphan, the Company Secretary serving as a secretary of the meeting to clarify the voting procedures, vote counting, and rights of shareholder in the Meeting to the shareholders.

1. The Company informed the shareholders in advance about the format of the meeting, including the guidelines and procedures for participating in the Meeting via electronic media (E-AGM), instructions for proxy voting, registration links for attending the meeting sent along with the Meeting notice.
2. For this Annual General Meeting of Shareholders, the Company used the electronic meeting platform system provided by Quidlab Co., Ltd. ("Service Provider") whose electronic meeting



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

control system has been certified by the Electronic Transaction Data Agency or ETDA. The shareholders could attend the Meeting via computers, laptops, tablets or mobile phones. In addition, the Company arranged the service provider to record audio and audiovisual of the Meeting throughout the live broadcast period of the meeting in the form of electronic data and also retain electronic traffic data of attendee as legal evidence.

3. The Company has sent an e-mail informing the username and password of Weblink along with the procedures for attending the meeting via electronic media and manual of using the electronic conferencing system to the shareholders who had already registered to attend the meeting. In this regard, the shareholders shall not disclose their username and password to other persons or try to login with another device at the same time. This would cause previous logins to be automatically removed from the system if the logins were made in from a second device.
4. Regarding the voting in the Meeting, each shareholder shall have the number of votes equivalent to the number of shares he/she held in the Company, whereby one share was equivalent to one vote.
5. In counting the votes, it would count as per each agenda. The Company shall count the votes of the shareholders and proxies attending the Meeting through E-AGM in order to combine them with the votes cast by the shareholders as specified in proxy forms that had been sent to the Company in advance prior to the Meeting. The Company shall deduct the votes disapproving or abstaining from the total number of votes attending the Meeting, and the remaining number shall be treated as votes of approval for that agenda.

In this regard, there shall be no casting of votes on Agenda 1 and Agenda 2 as it was to acknowledge the Company's performance and for Agenda 5, which was to consider and approve the appointment of directors who were due to resign by rotation, it was requested the Meeting considering the re-election of the directors on an individual basis by applying the aforementioned voting procedures.

6. Since this Meeting was held through an electronic device, there would be no printed ballot provided to the attendees.
7. For voting, the shareholders were requested to go to the E-Voting section on the screen to cast their votes for each agenda item within the specified time (1 minute). Once the vote was selected, a Pop-Up would appear to confirm the vote and then press "Approve" to confirm the vote.
8. For the voting procedure via electronic conference system, the shareholders and proxies were able to cast their vote in each agenda item by selecting the icon to vote in the system and then selecting "approve" or "disapprove" or "abstain" and then clicking on the icon to submit. In this regard, during the period for vote casting of each agenda, if the shareholders or proxies did not select to cast their votes in the system and press the icon to submit, it would be considered that the shareholders had a resolution as to "approve" such agenda.



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

9. Prior to the voting on each agenda, the Chairman of the Meeting shall give the shareholders and proxies an opportunity to ask questions and express their opinions concerning such agenda as appropriate. The shareholders who required to ask questions or express their opinions shall select on the icon "Type Question", for typing questions or opinions in the inbox and then press the icon to submit.
10. The Company would consider answering questions receiving in the inbox or from questions which are related to the agenda that the shareholder had submitted in advance. In addition, the Company would record all questions and answers for the shareholder to acknowledge the minutes of the Meeting which would be published through the Company's website within 14 days after the Meeting.
11. Any shareholder who arrived at the Meeting after the Meeting had started, was still be entitled to attend the Meeting and cast their votes, but only for the current and remaining agenda.

Nevertheless, before voting in each agenda, the Chairman would give an opportunity for asking questions and expressing opinions about corresponding point to the agenda as appreciate. The shareholders or the proxies were able to send questions or express opinions by texting within the chat box which the shareholders could ask a question in each agenda at the first agenda of the meeting.

In order to promote Good Corporate Governance and provide equal treatments for all shareholders before this Annual General Meeting of Shareholders the Company had given all shareholders the opportunity to send questions in accordance with the criteria specified by the Company via the Company's website during the period since 20th March, 2024. However, there was none of the shareholders proposed agenda to the Company.

The Chairman asked the Meeting to consider 8 agendas as follows:

Agenda 1 To Acknowledge the minutes of 2023 Annual General Meeting of Shareholders

The Chairman proposed the Meeting to acknowledge on the minutes of 2023 Annual General Meeting of Shareholders held on 18th April, 2023. The minutes of such meeting were submitted to the Stock Exchange of Thailand as required by the law. In addition, the Company had published the minutes of such meeting on the Company's website. The minutes of such meeting were sent to all shareholders in advance along with the notice of this Meeting.

The Board of Directors had the opinion that the minutes of 2023 Annual General Meeting of Shareholders were correct and accurate. It was then deemed appropriate to propose the minutes to the Annual General Meeting of Shareholders for acknowledgement such minutes.



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

The Chairman Provided the shareholders an opportunity to express their opinions or raise questions with respect to Agenda 1.

- At this moment, none of the shareholders expressed any opinions and/or raised any questions with respect to this agenda.

Remark This agenda was an agenda for acknowledgment. Therefore, the shareholders were not required to vote.

Agenda 2 To acknowledge the operational performance of the Company in the fiscal year of 2023

The Chairman The Board of Directors presented the operational performance, the Management's Analysis and Explanation for the year 2023 as shown in the Annual Registration Statement and Annual Report 2023 (Form 56-1 One Report) of the Company on page 90 to 99 and the financial statements for the fiscal year on 31st December 2023 on page 192 to 293 (in English version on page 192 to 257) for the shareholders to be informed of the summary of the Company's operational performance for the year 2023 in a complete and easily understandable manner. Next, I would like to assign Mr. Surat Chayavoradech, Deputy Managing Director and Chief Financial Officer (CFO), to report the Company's operational performance of the year 2023 as follows:

Mr. Surat Reported the Company's operational performance of the year 2023 to the shareholders as follows:

Growth of outstanding account receivable

- The Company had outstanding receivables in 2023 at 143,318 million baht whereas those in 2022 was at 120,613 million baht calculated as an increase of 22,705 million baht or 18.82 percent. The increasing outstanding account receivables was resulted from the continual expansion of branches to expand the service areas.
- In 2023, there were 7,537 branches, an increase of 869 branches from the year 2022 with 6,668 branches. The proportion of outstanding loans classified by collateral were as follows:
 - Outstanding account receivables - Motorcycle Loans 30.53%
 - Outstanding account receivables - Car Loans 34.31%
 - Outstanding account receivables - Agricultural Vehicle Loans 3.33%
 - Outstanding account receivables - Personal Loans 9.60%
 - Outstanding account receivables - Nano Finance Loans 3.99%



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

- Outstanding account receivables - Title deed loans 13.04%
- Outstanding account receivables - Hire Purchase Loans 3.30%
- Outstanding account receivables – Pay Later 1.90%

Allowance for expected credit losses and non-performing debt

- In 2023, the Company had Non-Performing Loans (NPL) of 4,461 million baht calculated as 3.11 percent of the total account receivables.
- In setting up an allowance for doubtful accounts of 2023, the Company set the allowance for doubtful accounts of 5,169 million baht calculated as 115.87 percent of the Non-Performing Loans (NPL).
- In 2023, the Company and its subsidiaries had the total revenue of 24,526 million baht compared to those of 2022 at 20,068 an increase of 4,458 million baht or 22.21 percent. The total revenue in 2023 amounted to 24,526 million baht, which was interest and service fee income of 23,500 million baht or 95.82 percent of total income. Other income was 1,026 million baht or 4.18 percent
- The net profit in 2023 was 4,906 million baht whereas those in 2022 was 5,093 million baht calculated as a decrease of 187 million baht or 3.67 percent.

Interest rate spread

- In 2023, the interest income ratio was at 18.42 percent approximating to the year 2022.
- The interest rate paid at 3.60 percent was increased to meet the interest rate policy. As the result, it caused the interest rate spread (SPREAD) to be at 14.82 percent.
- In 2023, the net profit margin was 20.00 percent and the return on equity was 16.08 percent.
- In 2023, the Company and the subsidiaries had the operating expenses of 9,702 million baht, an increase of 20.24 percent compared to the year 2022. The expense to income ratio in 2023 was 46.94 percent.
- In 2023, most expenses were employee expenses totaling 6,085 million baht or 62.72 percent following of depreciation and amortization at 1,443 million baht or 14.87 percent.

W.S.O. -



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

- The debt-to-equity ratio in 2023 was 3.70 times, an increase from 2022 at 3.40 times, with shareholders' equity of 31,917 million baht and total liabilities of 118,239 million baht.

With the commitment of the Company to operate business under Good Corporate Governance in the past year, the Company received an important award in 2023 which was the pride of the Company and all employees as follows:

1. The Company has been announced the result of Corporate Governance assessment of listed companies in the Stock Exchange of Thailand for the year 2023 as being in the “Excellent” level (5 stars) for 6 consecutive years by Thai Institute of Directors Association (IOD).
2. The Company received “Excellent” (4 coins) rating for a quality assessment from the Thai Investors Association in evaluating the quality of organizing the 2023 Annual General Meeting of Shareholders.
3. The Company was rated BBB+ with a Stable outlook in terms of credibility for both the Company and its bonds by TRIS Rating.
4. The Company has been received “A Rating” in the Thailand Sustainability Investment (THSI) by SET ESG Rating List from the Stock Exchange of Thailand for 5 consecutive years.
5. The Company has been evaluated by MSCI for its environmental, social and Corporate Governance performance (ESG), and has received “AA” rating for 2 consecutive years in the Consumer Finance sector.

Regarding the anti-corruption policy, the Company has been certified for the 1st renewal of the certificate from IOD since 30th June, 2022. The Company has adhered and strictly follow the anti-corruption policy and revised the anti-corruption policy regularly on a yearly basis as well as determining the risk of corruption and bribery possibly occurring in the Company. The risk management measures were reviewed to be appropriate for preventing the risks at the risk appetite.

In addition, the Company has communicated with all employees at different levels to understand and cooperate for managing such risks effectively with duties, responsibilities and guidelines defined to prevent any doubt about honesty of employees. The Company has provided a channel for receiving complaints and a rapid response process with the expectation that all employees has jointly monitored in case of any doubt or encountering untreated behavior. It was appropriate and contrary to the Company’s anti-corruption policy and Good Code of



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

Conduct. The Company would listen to all complaints with equality, transparency, care and fairness to all parties.

The Chairman Provided the shareholders an opportunity to express their opinions or raise questions with respect to Agenda 2.

- At this moment, none of the shareholders expressed any opinions and/or raised any questions with respect to this agenda.

Remark This agenda was an agenda for acknowledgment. Therefore, the shareholders were not required to vote.

Agenda 3 To Consider and approve the Company financial statement as of fiscal year on 31st December 2023.

The Chairman Stated that for the details in this agenda, Mr. Surat Chayavoradech, serving as Deputy Managing Director and Chief Financial Officer (CFO), was assigned to clarify.

Mr. Surat Clarified to the Meeting that according to the Public Limited Companies Act B.E.1992 (including the additional revision), Section 112 and Article 55 of the Company's Articles of Association, the Company was required to provide the annual performance report and prepared the balance sheet, profit and loss account to propose to the shareholders' meeting for consideration and approval. For the financial statements for the fiscal year on 31st December, 2023 which have been certified by the Audit Committee, the auditor has audited and commented on the financial statements of the Company's and its subsidiaries with fairness in all material aspects in accordance with the Financial Reporting Standards. These had been approved by the Board of Directors which was disclosed in the Company's Annual Registration Statement / Annual Report 2023 (Form 56-1 One Report) ending on 31st December, 2023 page 192 to 293 (in English version on page 192 to 257) to be proposed to the shareholders' meeting for approval.

The Chairman Provided the shareholders an opportunity to express their opinions or raise questions with respect to Agenda 3.

- At this moment, none of the shareholders expressed any opinions and/or raised any questions with respect to this agenda.

Required the shareholders to vote on this agenda.



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

Meeting's resolution : The shareholders' Meeting had the resolution to approve the annual financial statements for the fiscal year on 31st December, 2023 with a majority vote of the shareholders attending the meeting and having the right to vote as follows:

Shareholders	Votes	Percentage (%)
Approve	1,106,330,430	100.00
Disapprove	0	0
Abstain	700	0
Invalid	0	0
Total	1,106,331,130	100.00

Remark : In this agenda, there were more shareholders attending the meeting from the beginning of the meeting for 2 shareholders, representing 22,100 shares.
The total of 1,644 shareholders attended the meeting representing 1,106,331,130 shares.

Agenda 4 To consider and approve the allocation of profit and the dividend payment of 2023

The Chairman Stated that for the details in this agenda, Mr. Surat Chayavoradech, serving as Deputy Managing Director and Chief Financial Officer (CFO), was assigned to clarify.

Mr. Surat Clarified to the Meeting that from the operating results in the fiscal year as of 31st December 2023, the Company had net profit from the separate financial statements amounting to 4,471,828,510 baht and the legal reserve of 212,000,000 baht, or 10 percent of the legal registered capital. The Board of Directors had the resolution to propose to the Annual General Meeting of Shareholders to approve the annual dividend payment for the operating results from 1st January to 31st December, 2023 at the rate of 0.21 baht per share for the shareholders holding 2,120,000,000 shares. The total dividend was 445,200,000 baht or 9.96 percent of the net profit from the separate financial statements for 2023. The names of shareholders entitled to receive dividends were determined on 30th April, 2024 and the dividend payment was scheduled on 16th May, 2024.

The Chairman Provided the shareholders an opportunity to express their opinions or raise questions with respect to Agenda 4.

- At this moment, none of the shareholders expressed any opinions and/or raised any questions with respect to this agenda.

Required the shareholders to vote on this agenda.



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

Meeting's resolution : The shareholders' Meeting had the resolution to approve the allocation of the Company's earnings and the dividend payment of the year 2023 with a majority vote of the shareholders attending the meeting and having the right to vote as follows:

Shareholders	Votes	Percentage (%)
Approve	1,102,002,730	99.61
Disapprove	4,328,400	0.39
Abstain	0	0
Invalid	0	0
Total	1,106,331,130	100.00

Agenda 5 To consider and approve the appointment of the Company's directors due to retirement by rotation to be re-elected

The Chairman Clarified that the Company's Articles of Association, Article 18, stated that at every annual meeting, at least one-thirds of the directors must retire from office. If the number of directors cannot be divided into three parts, they may retire by the number the closest to one-thirds. In the 2024 Annual General Meeting of Shareholders; 2 directors were due to retirement by rotation as follows:

1. Mrs. Kongkeaw Piamduaytham Chairman of the Audit Committee /
Chairman of the Corporate Governance and Sustainability Committee / Independent Director
2. Mrs. Nongnuch Dawasuwan Member of the Audit Committee /
Member of the Risk Management Committee /
Member of the Corporate Governance and Sustainability Committee / Independent Director

The Company provided opportunities for the shareholders to propose an agenda and nominate qualified persons to be elected as directors in advance of the nomination process from October 2023 – December 2023 via the Company's website. The Company had published such information through the news press release on website of the Stock Exchange of Thailand. It appeared that none of the shareholder neither proposed any agenda nor nominated persons to be elected.

In order to comply with the principles of good Corporate Governance, the directors who completed their terms as mentioned above and considered to have stakes in this agenda were asked to leave the meeting room until the consideration



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

of this agenda had been completed. They could return to the meeting room after the completion of this agenda.

The Board of Directors, excluding the interested directors, independently considered and resolved with an opinion that 2 directors who were due to retirement by rotation at this time had passed the consideration of the Board of Directors of the Company and found that they were well-qualified to operate the business of the Company since their qualifications were in accordance with Section 68 of the Public Limited Companies Act, with no prohibited characteristics to be appointed as directors under the regulations of the Office of the Securities and Exchange Commission (the "SEC"), and they were possessing knowledge, capability, and experience which were beneficial for the Company's business operation, and supervised the business direction and management as well as development of the Company as appreciate. Furthermore, in their previous term of office, the two directors had accurately performed their duties as the members of the Board of the Company and the sub-committees. Therefore, it was deemed appropriate to propose Mrs. Kongkeaw Piamduaytham and Mrs. Nongnuch Dawasuwan to be considered as directors for another term.

The Chairman Provided the shareholders an opportunity to express their opinions or raise questions with respect to Agenda 5.

- At this moment, none of the shareholders expressed any opinions and/or raised any questions with respect to this agenda.

Required the shareholders to vote on this agenda.

To comply with good Corporate Governance guidelines, the Chairman asked the meeting to consider electing directors by voting separately and individually.

Meeting's resolution The shareholders' Meeting had the resolution for the appointment of directors with a majority vote of the shareholders attending the meeting and having the right to vote as follows:

1. Mrs. Kongkeaw Piamduaytham (Serve another term)

Shareholders	Votes	Percentage (%)
Approve	923,125,414	83.50
Disapprove	182,405,016	16.50
Abstain	800,700	0
Invalid	0	0
Total	1,106,331,130	100.00



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

2. Mrs. Nongnuch Dawasuwan (Serve another term)

Shareholders	Votes	Percentage (%)
Approve	1,076,369,430	97.29
Disapprove	29,961,000	2.71
Abstain	700	0
Invalid	0	0
Total	1,106,331,130	100.00

Agenda 6 To consider and approve the directors' remuneration for the fiscal year of 2024

The Chairman Stated that the Nomination and Remuneration Committee conducted the survey on the remuneration of directors and the sub-committees for the year 2024 based on their responsibilities and the performance of duties of the Board of Directors. This included the survey of reference data with other companies in the same industry having similar size and business nature. The paid remuneration was found to be close to the overall average. The Board of Directors had considered appropriate to propose to the Annual General Meeting of Shareholders for considering approving the directors' remuneration for the year 2024 with the total amount not exceeding 12,000,000 baht (twelve million baht) same as the previous year.

Amount : Baht

Remuneration of Directors	2024 (Monthly remuneration)	2023 (Monthly remuneration)
The Board of Directors		
- Chairman of the Board	48,000	48,000
- Director	42,000	42,000
Remuneration of Sub-Committees	(Meeting fee/session)	(Meeting fee/session)
Independent Directors		
- Chairman of the Committee	36,000	36,000
- Member of the Committee	30,000	30,000
Remuneration of sub-committees	(Meeting fee/session)	(Meeting fee/session)
The Audit Committee		
- Chairman of the Committee	33,000	33,000
- Member of the Committee	24,000	24,000

W.A.S.O. Ah



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

Amount : Baht

Remuneration of Directors	2024	2023
Remuneration of Sub-Committees	(Meeting fee/session)	(Meeting fee/session)
1) Nomination and Remuneration Committee		
2) Corporate Governance and Sustainability Committee		
3) Risk Management Committee		
- Chairman of the Committee	30,000	30,000
- Member of the Committee	24,000	24,000
Annual bonus : For the operational performance of 2023 to be paid in 2024		
- Chairman of the Board of Directors in the amount of 940,000 baht		
- Member of the Board of Director in amount of 680,000 baht per person		
Any other benefits	None	None

- Remark** : 1. Compensation for any other benefits : None
2. Monthly remuneration and meeting fee per session as same as the previous year

The Chairman Provided the shareholders an opportunity to express their opinions or raise questions with respect to Agenda 6.

- At this moment, none of the shareholders expressed any opinions and/or raised any questions with respect to this agenda.

Required the shareholders to vote on this agenda.

Meeting's resolution The shareholders' Meeting had the resolution for the approval with the votes for not less than two-thirds (2/3) of the total votes of the shareholders attending the meeting and having the right to vote as follows:

Shareholders	Votes	Percentage (%)
Approve	1,103,936,256	99.78
Disapprove	2,394,174	0.22
Abstain	700	0
Invalid	0	0
Total	1,106,331,130	100.00



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

Agenda 7 Consideration and approval of auditor appointment and determination on the auditor remuneration of 2024

The Chairman Stated that for the details in this agenda, Ms. Monthon Onphan, serving as the Company Secretary and the Meeting's secretary, was assigned to clarify.

Ms. Monthon Clarified that the Board of Directors considered the matter and it was screened by the Audit Committee to deem appropriate for proposing the shareholders' Meeting to consider approving the appointment of an auditor from KPMG Phoomchai Audit Company Limited to be the auditor of the Company and the subsidiaries for the year 2024 (as the 5th year). This was the certified auditing company in both domestic and international, having sufficient, knowledgeable and competent personnel. Hence, the remuneration was reasonable.

The auditors presented to the Meeting to consider and approve were listed below :

1. **Mr. Chanchai Sakulkoedsin**, Certified Public Accountant, Registration No. 6827 and/or (signed the financial statements of the Company and the subsidiaries in Quarter 1/2020 and Quarter 2/2020)
2. **Mr. Chokechai Ngamwutikul**, Certified Public Accountant, Registration No. 9728 and/or (never signed the financial statements of the Company and the subsidiaries)
3. **Ms. Sureerat Thonggarunsang**, Certified Public Accountant (Thailand) No. 4409 and/or (never signed the financial statements of the Company and the subsidiaries)
4. **Ms. Orawan Chunhakitpaisan**, Certified Public Accountant, Registration No. 6105 (signed the financial statements of the Company and the subsidiaries in Q3/2020 to 2023).

Any of the auditors had the authority to sign and certify the audit, express an opinion on the financial statements of the Company and the subsidiaries, and receive the remuneration in the amount of 5,150,000 baht per year, excluding other expenses. In the event that the aforementioned CPA auditor was unable to perform the duties, KPMG Phoomchai Audit Company Limited. might arrange for another CPA auditor of KPMG Phoomchai Audit Company Limited to act as a substitute.

The Chairman Provided the shareholders an opportunity to express their opinions or raise questions with respect to Agenda 7.

- At this moment, none of the shareholders expressed any opinions and/or raised any questions with respect to this agenda.

Required the shareholders to vote on this agenda.



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

Meeting's resolution The shareholders' Meeting had the resolution for the approval with majority vote of the shareholders attending the meeting and having the right to vote as follows:

Shareholders	Votes	Percentage (%)
Approve	1,106,329,130	99.9998
Disapprove	2,000	0.0002
Abstain	0	0
Invalid	0	0
Total	1,106,331,130	100.00

Agenda 8 To consider on increasing the credit limit for issuing and offering debentures in the amount of 15,000 million baht

The Chairman Stated that for the details in this agenda, Mr. Kitsada Kuruchitkosol, serving as Assistant Treasury and Corporate Finance Manager, was assigned to clarify.

Mr. Kitsada Clarified that in order to support the business expansion and increase the financial liquidity, the Board of Directors had the opinion that the debenture financing was another flexible option that could determine the amount of funds in accordance with the use of the Company's funds. It was therefore deemed appropriate for the meeting to consider and approve the increase of the credit limit for issuing and offering debentures in the amount of 15,000 million baht, from not more than 135,000 million baht to not more than 150,000 million baht or equivalent by issuing and offering only one or several sets at the same time or as many times as possible. In addition, the Company could issue additional debentures in the event of redemption or repurchase of debentures that have been issued within the above credit limit (Revolving Basis) with the maturity of the debentures not exceeding 10 years, in Thai Baht and/or foreign currency equivalent when including the original amount approved by the shareholders' meeting. (including the amount of the year 2017 - 2024) with the total amount not exceeding 150,000 million baht.

The Chairman Provided the shareholders an opportunity to express their opinions or raise questions with respect to Agenda 8.

- At this moment, none of the shareholders expressed any opinions and/or raised any questions with respect to this agenda.

Required the shareholders to vote on this agenda.



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

Meeting's resolution The shareholders' Meeting had the resolution to approve the issuance and offering of debentures with the votes of not less than three-fourths (3/4) of the shareholders attending the meeting and having the right to vote as follows:

Shareholders	Votes	Percentage (%)
Approve	1,077,963,837	97.44
Disapprove	27,887,590	2.52
Abstain	479,703	0.04
Invalid	0	0
Total	1,106,331,130	100.00

At this moment, the Company provided an opportunity to the shareholders who required to propose any other matter apart from the agenda items specified in the notice,

The shareholders had the following questions and opinions as follows:

Ms. Pusadee Pornkasemsart : (A proxy from Thai Investors Association) expressed the opinions as follows:

The Thai Investors Association has a policy for listed companies on the Stock Exchange of Thailand to hold the General Shareholders' Meeting and Extraordinary Shareholders' Meeting in form of both onsite meeting and online meeting, named a hybrid meeting, for the convenience of facilitating communication among shareholders, executives and the board of directors. This aligns with the Circular SEC. Nor Ror. (Wor) 2/2024 requesting cooperation regarding the hosting of the shareholders' meeting dated 10th January 2024. Therefore, we propose that the Company consider the proposal for organizing a Hybrid meeting in accordance with the aforementioned policy of the Thai Investors Association.

The Chairman : The Chairman of the Board of Directors stated as follows:

The Company acknowledged the suggestion and took into the consideration. If the Company is able to organize a hybrid meeting and the circumstances are favorable, the Company will proceed with organizing a hybrid meeting in the next year.



MUANGTHAI CAPITAL PUBLIC COMPANY LIMITED

332/1 Jaransanitwong Road, Bangplad, Bangplad, Bangkok Thailand 10700 Tel. +662 483 8888

None of shareholders expressed any opinions and/or raised any questions with respect to this agenda. The meeting's secretary summarized the number of shareholders attending the 2024 Annual General Shareholders' Meeting of with the details as below.

Shareholder attend through electronic media	27	persons representing	728,947,662	shares
Proxies Attended	1,617	persons representing	377,383,468	shares
Total	1,644	persons representing	1,106,331,130	shares
		Calculated as	52.18%	

As the Chairman had an opinion that is the opportune time, therefore, thanked the shareholders who dedicated their time to attend the Meeting and proposed beneficial suggestions, and then declared the Meeting adjourned.

The Meeting was adjourned at 11.09 AM

Signature ว.ส.อ. อ.ช.
(Apichart Pengsritong)
Chairman of the Board of Directors

Ms. Chutharat Thingkot
Recorder of the Minutes