

**Minutes of the Annual General Meeting of Shareholders 2023 via electronic media E - AGM**  
**of**  
**UOB Kay Hian Securities (Thailand) Public Company Limited**

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**Meeting date, time and place**

The meeting was held on Friday, April 28, 2023 at 2:30 p.m. at UOB Kay Hian Securities (Thailand) Public Company Limited, Training Room, 3rd Floor, No. 130-132 Sindhorn Tower 1, Wireless Road, Lumpini, Pathumwan, Bangkok lived broadcast of the meeting via electronic media ( E-AGM )

The meeting started at 2:30 p.m.

Ms. Jittima Jangaroon, who was assigned to act as a moderator of the meeting, welcomed the shareholders and attendees of the 2023 Annual General Meeting of Shareholders of UOB Kay Hian Securities (Thailand) Public Company Limited, which was held at UOB Kay Hian Securities (Thailand) Public Company Limited, Training Room, 3rd floor, No. 130-132 Sindhorn Tower 1, Wireless Road, Lumpini, Pathumwan, Bangkok, and lived broadcast of the meeting via electronic media, (E-AGM).

From the situation of the spread of the COVID - 19 virus, the Company is concerned about the health of all shareholders. For the convenience, safety and equality of shareholders, the Company has considered holding the 2023 Annual General Meeting of Shareholders via electronic media system E - AGM, with Mr. Viroj Tangjetanaporn, Chairman of the Board of Directors and Chairman of the Audit Committee acting as the chairman of the shareholders' meeting.

At 2:33 p.m., there were 17 shareholders attending the meeting in person and 8 proxies, totaling 25 shareholders attending the meeting, holding 443,032,936 shares, representing 88.17 percent of the total number of the Company shares. A quorum was constituted according to Article 38 of the Company's Articles of Association. Therefore, Mr. Viroj Tangjetanaporn is invited to open the 2023 Annual General Meeting of Shareholders.

Mr. Viroj Tangjetanaporn thanked the shareholders for attending the Annual General Meeting of Shareholders of UOB Kay Hian Securities (Thailand) Public Company Limited, the Company is concerned for shareholders about the situation of the outbreak of the new strain of corona virus, COVID-19 that is about to return back to normal and held the meeting in the form of an ordinary general meeting of shareholders via electronic media. By using the system of Digital Access Platform Co., Ltd. (DAP), a company in the Stock Exchange of Thailand group which has been prepared to evaluate the conference system of the service provider that it is consistent with the announcement of the Ministry of Information and Communication Technology Regarding security of electronic meeting standards since 2014.

Before proceeding to the meeting agenda, the Company would like to introduce the Company Directors, Executives, Auditors and Legal Advisors attending today's meeting. Including explaining about the operation of the meeting and the method of counting the votes of the shareholders who must vote for each agenda and matters notified to the meeting.

Company Directors, Executives, Auditors and Legal Advisors who attended today's meeting as follows:

Mr. Viroj Tangjetanaporn	Independent Director, Chairman of the Board of Directors, Chairman of the Audit Committee and Chairman of the Risk Management Committee.
Mr. Somchat Chinthammit	Independent Director, Chairman of the Nomination Remuneration and Corporate Governance Committee, Member of the Audit Committee and Member of the Risk Management Committee.
Mr. Paiboon Julasakrisakul	Independent Director, Member of the Audit Committee, Member of the Risk Management Committee and Member of the Nomination Remuneration and Corporate Governance Committee.
Mr. Tan Chek Teck	Director.
Ms. Oh Whee Mien	Director, Member of the Executive Committee and Member of the Nomination Remuneration and Corporate Governance Committee.
Mr. Yothin Viriyenawat	Director, Member of the Executive Director and Member of the Credit Committee
Mr. Chaipat Nakmontanakum	Director , Chairman of the Executive Committee Chairman of the Credit Committee , Member of the Risk Management Committee and Chief Executive Officer.

List of executives

Ms. Srisunan Kongtragoolpitug	Chief Operating Officer
Mrs. Prompak Karoonworawong	Executive Vice President Human Resources Department
Mr. Nitiphon Sophonpokhai	Executive Vice President Business Development and Sale Support Department
Ms. Suvimol Kespokeaw	Executive Vice President Operations Department
Mr. Kittiphan Techasurakun	First Vice President Accounting and Finance Department

Auditor from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. which is the auditor for the year 2022 Mr. Yongyuth Lertsurapibul

Legal Advisor from Dherakupt Law Office Co., Ltd. Mr. Boonrat Tonjaroen

And in order to have an independent intermediary to witness to verify the accuracy of the vote counting for voting on each agenda, the Company had invited the auditor's representative, Legal advisors and staff from Digital Access Platform Co., Ltd. (DAP), a company in the Stock Exchange of Thailand group, act as auditors and observers today's vote counting.

Explanation on the conduct of the meeting and how to count the votes of the shareholders which must be voted on each agenda as follows:

Voting in each agenda is in accordance with Article 42 of the Company's Articles of Association which stipulates that the resolution of the shareholders' meeting shall be made by voting with one share being counted as one vote. One shareholder has votes equal to the number of shares which he or she holds or has been appointed as a proxy and can vote to agree, disagree or abstain on each agenda is equal to the number of shares held by him/her or by proxy. Voting for each agenda will be done openly through the voting program. When it was time to vote, the Company would notify the shareholders and open the voting system for each agenda by directing the shareholders to the DAP E-Shareholder Meeting system and clicking on the voting button.

Shareholders or proxies can choose to vote on each agenda. By voting, there are 3 options to choose from, namely "agree", "disagree" and "abstain", except for the vote of the custodian who can divide the vote into certain parts by pressing the button "Vote" in yellow after voting within the specified time. The shareholders please press the button "Submit Vote". Shareholders will be able to vote during the time the Company set only.

Shareholders who do not vote in the voting program or do not click to vote in the system will be deemed to agree.

The counting of voting results according to the meeting agenda is divided into 3 types as follows:

- › Agenda that must be approved by a majority vote of the shareholders who attend the meeting and have the right to vote. which will calculate the vote base based on the votes of all shareholders attending the meeting and having the right to vote all voted in agreed, disagreed and abstained.
- › Agenda requiring approval with a vote of not less than two-thirds of the total number of votes of the shareholders attending the meeting. which will calculate the vote based on the votes of all shareholders attending the meeting.
- › Agenda that requires approval with a vote of not less than three-fourths of the total number of votes of shareholders attending the meeting and having the right to vote which will calculate the vote base based on the votes of all shareholders attending the meeting and having the right to vote all voted in agreed, disagreed and abstained.

Counting of voting results for each agenda, the votes of the shareholders at the meeting will be counted, including the votes cast by the grantor in the proxy form which had already recorded the votes mentioned in advance when registering for the meeting.

The announcement of the vote results will indicate the votes for approval, disapproval and abstention. Each agenda will use the latest number of shares held by attendees. And when the system opens to process the votes for each agenda the system will not be able to go back and make any changes for transparency. And if that agenda is processed longer than usual, the Company will proceed to the next agenda immediately for speed and when the results of the previous agenda have already been obtained, the meeting will be notified immediately.

Comment or question shareholder with questions or suggestions related to the agenda can ask during that agenda or have other questions that are not related to the agenda can ask questions in the end of the meeting.

If shareholders wish to ask questions or express their opinions, shareholders are requested to press the blue button in the lower right corner that says "Send Question" and type in the question they want to ask in advance and press the yellow "Send Question" button to confirm. The Company reserves the right for any appropriate to keep the meeting concise and effective.

Before starting the meeting according to the agenda There are matters to inform the shareholders as follows:

First, the Company would like to inform the results of the question proposal agenda and nomination of persons to be elected as directors in advance. For the 2023 Annual General Meeting of Shareholders, according to Section 89/28 of the Securities and Exchange Act, the Company treat all shareholders fairly and equally giving minority shareholders the right to raise questions, meeting agenda and nominating persons to be elected as directors for the Annual General Meeting of Shareholders in advance. It is part of the Company's good corporate governance in treating all shareholders fairly and equally.

The Company invited shareholders to ask questions, agenda and list of persons to be elected as directors in advance for the 2023 Annual General Meeting of Shareholders and to have clear and transparent procedures and methods for consideration, the Company has set criteria for minority shareholders to propose matters in advance for the Board of Directors to consider and propose as the meeting agenda which was published on the Company's website (<https://www.utrade.co.th>) from November 1 to December 31, 2022.

The results of the proposed questions, agenda and the list of people to be elected as directors in advance for the 2023 Annual General Meeting of Shareholders, it appears that one shareholder has proposed questions in advance and will answer questions at the end of the meeting. and no shareholder proposed agenda and names of persons to be elected as directors for the 2023 Annual General Meeting of Shareholders.

After that, Mr. Viroj Tangjetanaporn proceeded with the meeting according to the agenda. Before starting the meeting, the Company would like to inform about joining the Private Sector Collective Action Coalition against Corruption in Thailand and formulate an anti-corruption policy which was announced on 13 November 2015. The Company received guarantee membership certificate from the Committee of Thailand's Private Sector Collective Action Coalition against Corruption Thai Institute of Directors Association (IOD) according to the resolution of the Collective Action Coalition Committee for the quarter 3/2020 resolved to renew the certification on December 31, 2020, the certification expiration of 3 years on December 31, 2023. The meeting acknowledged and requested to start the meeting by considering the agenda as follows:

**Agenda 1 To acknowledge the report on the Company's operating results for the year 2022**

The Chairman proposed the meeting to acknowledge the report on Company's operating results for the year 2022 appear in the 2022 Annual Report.

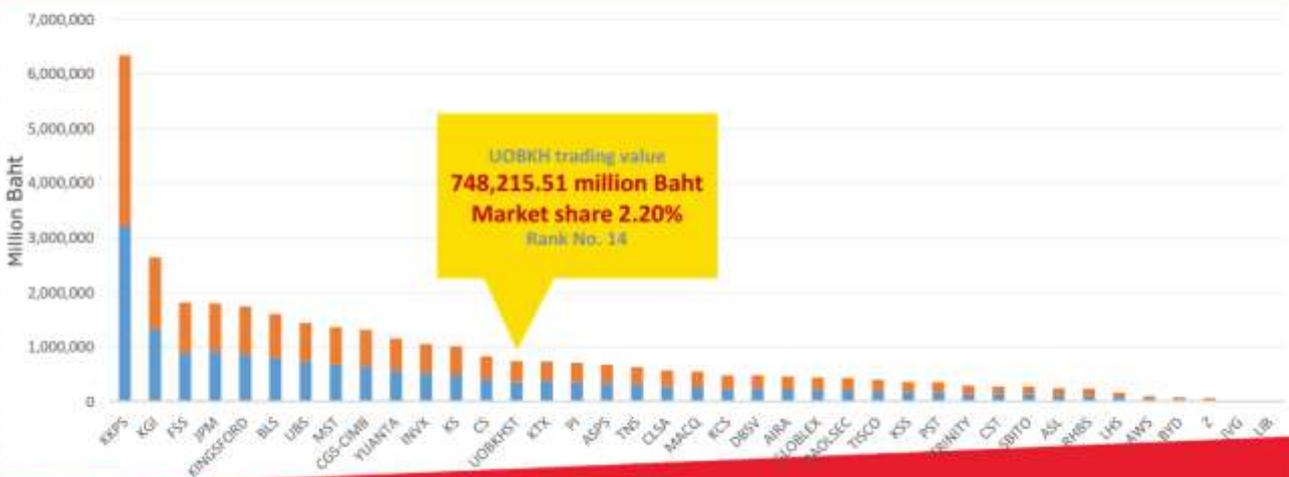
Board's opinion: The shareholders' meeting should acknowledge the Company's operating results for the year 2022.

Mr. Chaipat Nakmontanakum, Director and Chief Executive Officer, reporting the Company's operating results for the year 2022.

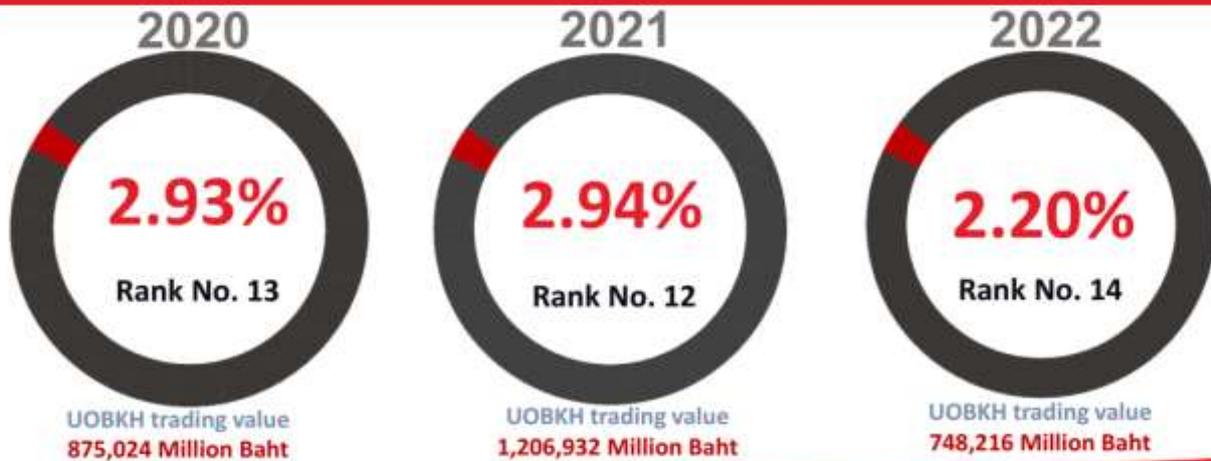
## 42 branches nationwide



## 2022 Member rank by value (equities)



## UOBKH's Market value & Market Share 2020-2022



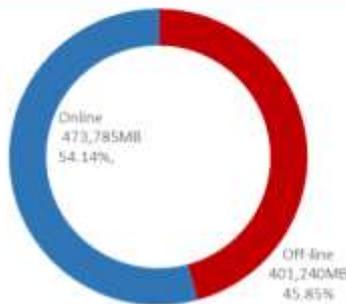
## Average commission rate (equities)



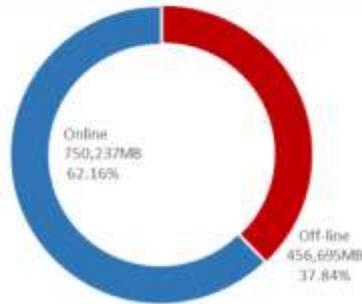
	2020		2021		2022	
	Total Market Excluding Proprietary Trading (Mil Baht)	Brokerage fee (Mil Baht)	Total Market Excluding Proprietary Trading (Mil Baht)	Brokerage fee (Mil Baht)	Total Market Excluding Proprietary Trading (Mil Baht)	Brokerage fee (Mil Baht)
<b>UOBKH</b>	875,024	991.04	1,206,932	1,312.89	748,216	878.75
<b>SET</b>	29,828,660	24,955	40,997,605	32,579	34,057,268	24,325

Average commission rate = brokerage fee from securities business/ trading value

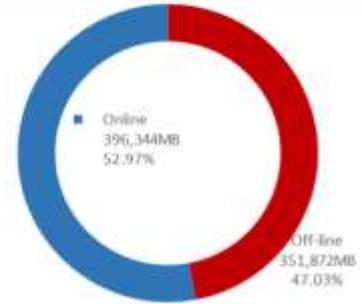
### UOBKH's Trading Volume Classified by Channel (Equities)



**2020**  
UOBKH trading value  
**875,024 Million Baht**

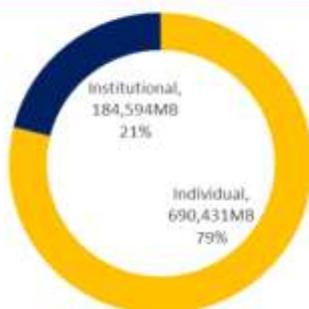


**2021**  
UOBKH trading value  
**1,206,932 Million Baht**

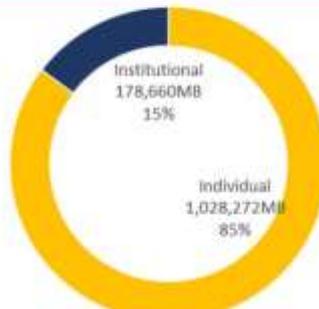


**2022**  
UOBKH trading value  
**748,216 Million Baht**

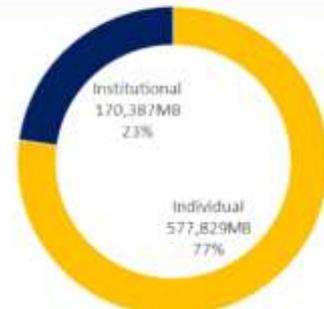
### UOBKH's Trading Volume Classified by Investor Type (Equities)



**2020**  
UOBKH trading value  
**875,024 Million Baht**



**2021**  
UOBKH trading value  
**1,206,932 Million Baht**



**2022**  
UOBKH trading value  
**748,216 Million Baht**



No question from shareholders. Therefore, the meeting was requested to acknowledge the Company's operating results for the year 2022.

This agenda is for acknowledgement. Therefore, there was no voting.

**Agenda 2 To approve the Company's financial statements for the year ended 31 December 2022.**

The financial statements for the year ended 31 December 2022 as shown in the annual report have been audited and certified by the auditor. Details appear in the annual report under the heading "Report of Certified Public Accountant and Financial Statements" which was sent to the shareholders together with the notice of this meeting.

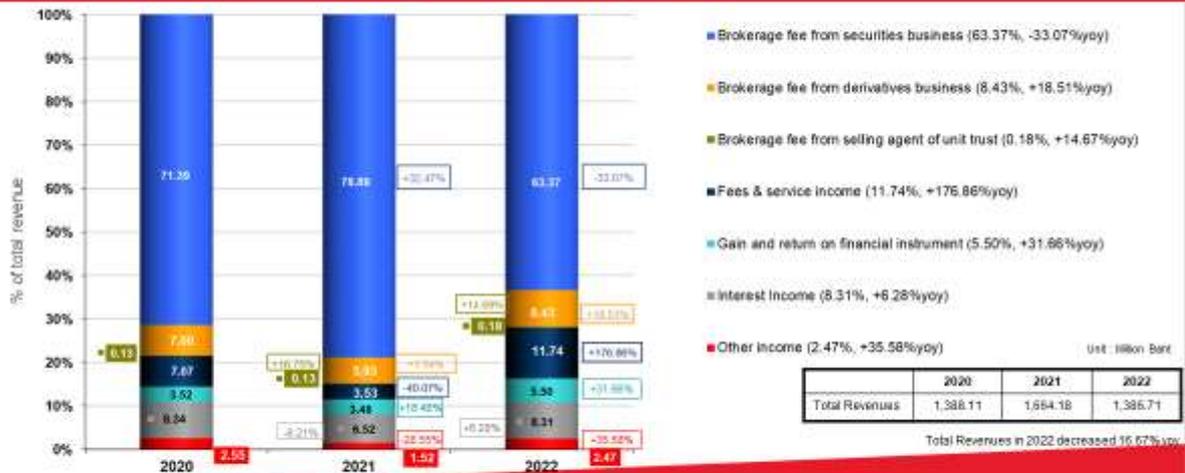
Board's Opinion: The shareholders' meeting should approve the annual financial statements ended 31 December 2022, audited by a certified public accountant and reviewed by the Audit Committee. The Board of Directors had also endorsed the financial statements.

Mr. Chaipat Nakmontanakum, Director and Chief Executive Officer reported on the Company's financial statements for the year ended 31 December 2022.

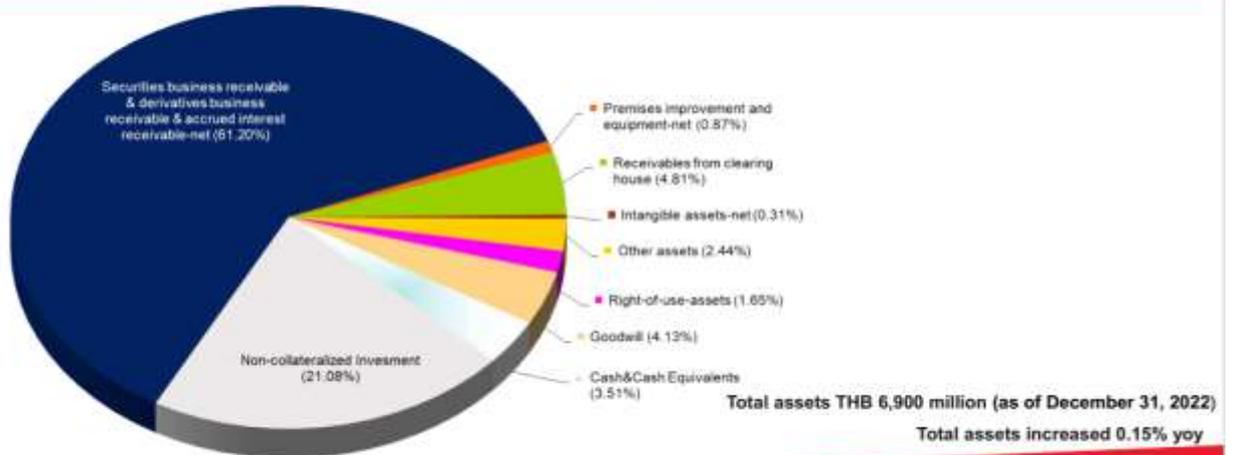
## Profit before income tax & Expenses to Total Revenue 2020 - 2022



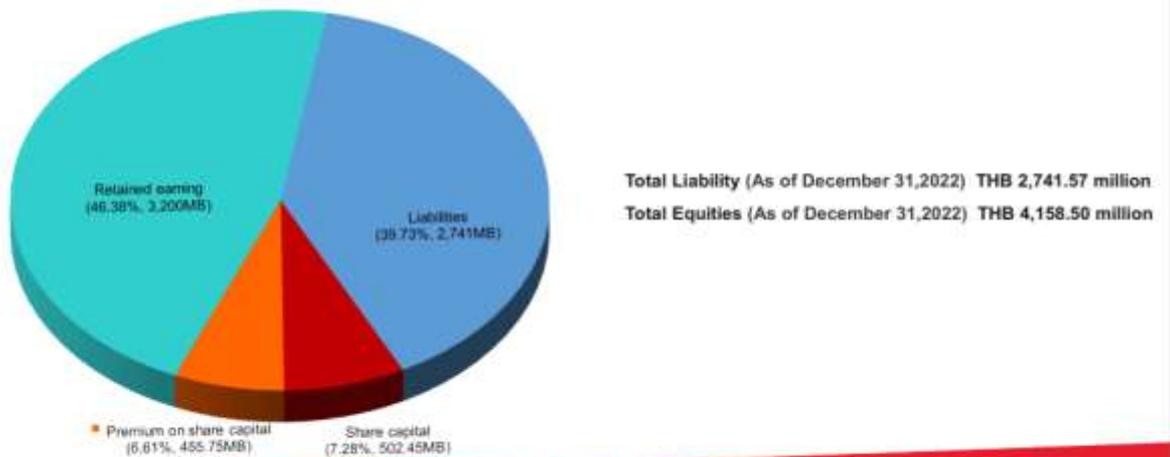
## Revenue Breakdown 2020 - 2022



## Assets as of December 31, 2022



## Total Liabilities and Shareholders' Equities as of December 31, 2022



There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Vote for approval: Majority vote of shareholders attending the meeting and having the right to vote.

**Resolution:** Agenda 2: The meeting resolved to approve the financial statements for the year ended 31 December 2022 with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	443,032,936	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00
Total	443,032,936	100.00

**Agenda 3 To approve the profit apportionment and dividend payment for the year 2022.**

The Company has a net profit for the year ended December 31, 2022 in the amount of 217,211,671.60 baht and there is no accumulated loss, so the Company can consider paying dividends to shareholders. According to Section 115 of the Public Limited Companies Act B.E. 2535 and the Company has a policy to pay dividends at the rate of not less than 20% of net profit each year, remaining after deducting various reserves all types of law. If there is no other necessity and the dividend payment does not affect the normal operations of the company significantly.

In this regard, the shareholders approved the dividend payment from the operating results of 2020 and 2021 for ordinary shareholders at the rate of 0.10 and 0.16 baht per share, totaling 50,244,857 baht and 80,391,771.20 baht, respectively, representing 20.97% and 21.10% of net profit, respectively. The Company is required to allocate a portion of the annual net profit as a reserve fund of not less than 5% of the annual net profit less the accumulated loss brought forward (if any) until the reserve fund reaches an amount not less than 10% of the registered capital according to Section 116 of the Public Limited Companies Act B.E. 2535 and Article 51 of the Company's Articles of Association. The legal reserve has already been set up at the amount of 50,244,857 baht or equal to 10 percent of the registered capital.

The Board of Directors considered and agreed to propose to the shareholders' meeting to consider and approve the dividend payment from the 2022 operating results to ordinary shareholders at the rate of 0.09 baht per share, in cash, 45,220,371.30 baht, which is in accordance with the Company's dividend payment policy which will pay dividends at the rate of not less than 20% of the net profit after deducting various reserves all types of law. If there is no other necessity and the dividend payment does not affect the normal operations of the company significantly.

Such dividends are paid to shareholders only those who are entitled to receive dividends according to the Company's regulations. As appeared on the list of shareholders (Record Date) who are entitled to receive dividends on March 14,

2023 and the Company scheduled the dividend payment on May 26, 2023. The entitlement to receive such dividends is still uncertain as it has to wait for approval from the shareholders' meeting.

The Board's opinion: The shareholders' meeting should approve the dividend payment for the year 2022 at the rate of 0.09 baht per share, totaling 45,220,371.30 baht, in accordance with the dividend payment policy of the Company. The dividend payment is scheduled on May 26, 2023 to shareholders who are entitled to receive dividends as appeared on the list on the date of determining the rights of shareholders on March 14, 2023 upon approval from the Annual General Meeting of Shareholders for the year 2023.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Vote for approval: Majority vote of shareholders attending the meeting and having the right to vote.

**Resolution:** Agenda 3 The meeting resolved to approve the profit apportionment and dividend payment for the year 2022, with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	443,032,926	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00
Total	443,032,926	100.00

**Agenda 4 To consider the appointment of Directors to replace those who retired by rotation.**

According to the Public Limited Companies Act B.E. 2535 and Article 18 of the Company's Articles of Association, at least one-third (1/3) of the directors must retire from office at every annual general meeting. In this year, the directors who must retire from the company's directorship by rotation are as follows:

1. Mr. Tan Chek Teck Authorized Director and Member of the Executive Committee.
2. Mr. Chaipat Nakmontanakum Authorized Director, Chief Executive Officer, Chairman of the Credit Committee and Member of the Risk Management Committee.
3. Mr. Yothin Viriyenawat Authorized Director, Member of the Credit Committee and Member of the Executive Committee.

During the period from 1 November to 31 December 2022, the Company gave minority shareholders the opportunity to raise questions, agenda and nominate qualified persons to be elected as Directors. There was no shareholder proposing names of persons to be considered for the election of Directors.

And because Mr. Tan Chek Teck does not wish to continue being a Director. The Nomination Remuneration and Corporate Governance Committee excluding Directors who are due to retire by rotation in the Annual General Meeting of Shareholders for the year 2023 has considered the names of 2 Directors nominated by the Company's Directors who are former Directors and due to retire by rotation by thoroughly considering the qualifications of each person and unanimously resolved to propose to the Board of Directors' meeting to consider the appointment of 2 former Directors, namely Mr. Chaipat Nakmontanakum and Mr. Yothin Viriyenawat because they were qualified persons and have expertise in Management Economic and Investment experienced in securities related to the Company's business strategy and be a person with morals and ethics, have a transparent work history and have always performed well in his duties as a Director and Sub-Committee.

The Board of Directors, excluding those who are due to retire by rotation at the 2023 Annual General Meeting of Shareholders, has considered the names of candidates nominated through the Nomination Remuneration and Corporate Governance Committee, as well as scrutinizing the qualifications, education, experience, expertise in the profession and the performance of each Director in the previous agenda carefully and have a careful opinion. The Nominated Directors are fully qualified appropriate and do not have prohibited characteristics according to the relevant regulations or laws; have knowledge, competence, skills, and expertise that will be beneficial to the Company's business operations; have ethics, vision, and good attitude toward the organization. Be willing and ready to perform assigned duties with full capability. Including being able to express opinions independently and in accordance with relevant rules and laws. Therefore, resolved to approve and propose to the shareholders' meeting election of 2 Directors who are due to retire by rotation, which has been passed through the screening process of the Nomination Committee. Mr. Chaipat Nakmontanakum and Mr. Yothin Viriyenawat who will retire from the position to be a Director of the Company for another term.

However, details about age, proportion of shareholding in the Company, educational background, work experience and history of attending the Board of Directors' meetings of each Director. (As shown in Enclosure 2)

For the scope of duties and responsibilities of the Board of Directors and various committees It appears in the 2022 Annual Report under the topic "Management Structure" (the definition of "Independent Director" appears in Enclosure 4).

Note: Article 17 of the Company's Articles of Association stipulates the voting method for the election of directors as follows:

- 1) A shareholder has votes equal to the number of shares he/she holds.
- 2) Each shareholder may exercise his/her votes to elect one or more persons to be directors. In the event that several persons are elected as directors, the votes cannot be divided for any individual.
- 3) Persons receiving the highest number of votes in descending order will be elected as Directors equal to the number of Directors to have or will be elected on that occasion In the event that the persons elected in descending order have

equal votes, which would otherwise cause the number of Directors to be exceeded, or to be elected at that time, the Presiding Chairman shall have a decisive vote.

Board's opinion: The shareholders' meeting should approve the election of 2 Directors who are due to retire by rotation, namely Mr. Chaipat Nakmontanakum and Mr. Yothin Viriyenawat who will retire from the position to be a director of the Company for another term.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Before voting, Directors who are due to retire by rotation were invited to the reception room so that shareholders are free to vote.

Vote for approval: Person who is receiving the highest number of votes in descending order will be elected as directors up to the number of directors to be elected at that time.

For the re-election of Directors who are due to retire by rotation, Mr. Chaipat Nakmontanakum who will retire from office to be a director of the Company. For another agenda, invite shareholders to vote.

For the re-election of Directors who are due to retire by rotation, Mr. Yothin Viriyenawat who will retire from the position to be a director of the Company For another agenda, invite shareholders to vote.

Invite the Directors to return to the meeting room to consider the next agenda.

**Agenda 4 Resolution:** The meeting resolved to approve the appointment of Directors to replace those who retired by rotation, Mr. Chaipat Nakamontanakum, to be reinstated as a Director of the Company in the next term with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	443,032,936	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00
Total	443,032,936	100.00

The meeting resolved to approve the appointment of Directors to replace those who retired by rotation, Mr. Yothin Viriyenawat, to be reinstated as a Director of the Company in the next term with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	443,032,936	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00
Total	443,032,936	100.00

**Agenda 5 To consider the amendment of the Authorized Directors of the Company.**

As a result of Mr. Tan Chek Teck's intention to resign. Therefore, it should be proposed to the Annual General Meeting of Shareholders to consider and approve the amendment of the Authorized Directors of the Company as follows:

Formerly, "Name and number of Directors authorized to sign on behalf of the Company are Mr. Tan Chek Teck, Mr. Chaipat Nakmontanakum, Mr. Yothin Viriyenawat, Ms. Oh Whee Mian, two of these four Directors jointly sign and affix the Company's seal."

Amended to "Name and number of Directors authorized to sign on behalf of the Company are Mr. Chaipat Nakmontanakum, Mr. Yothin Viriyenawat, Ms. Oh Whee Mian, two of these three Directors jointly sign and affixed the Company's seal."

Board's Opinion: The shareholders' meeting should approve the amendment of the name and number of Directors authorized to sign on behalf of the Company as proposed and to Authorize the Authorized Directors of the Company or the person assigned by the Authorized Director to amend any statement based on the recommendation or opinion of the Registrar or any other relevant departments.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Vote for approval: Majority vote of shareholders attending the meeting and having the right to vote.

**Resolution** The meeting resolved to approve the amendment of the Authorized Directors of the Company in Agenda 5 with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	443,032,936	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00
Total	443,032,936	100.00

#### **Agenda 6 To consider the Directors' remuneration for the year 2023.**

Clause 34 of the Company's Articles of Association stipulates that "The Directors' fees and remuneration must be fixed by a meeting of shareholders ..." and Section 90 of the Public Limited Company Act states that "...the Directors' remuneration payment shall be pursuant to the General Meeting's resolution, consisting of not less than two-third of total votes of shareholders, attending the Meeting."

The remuneration of the Board of Directors had been carefully considered by the Nomination Remuneration and Corporate Governance Committee and the Board of Directors by comparing references from the same industry including considering the business expansion and profit growth of the Company, the meeting resolved to maintain the remuneration rate of Independent Directors and Directors (without management authority) per meeting for the year 2023 as follows:

Board of Directors Meeting Chairman 25,000 Baht, Each Director 20,000 Baht, Audit Committee Meeting Chairman 10,000 Baht, Director 5,000 Baht, Risk Management Committee Meeting Chairman 10,000 Baht, Director 5,000 Baht, Nomination Remuneration and Corporate Governance Committee Meeting Chairman 10,000 Baht, Director 5,000 Baht.

Executive Directors do not receive remuneration for meetings because he has already received compensation as an employee. Remuneration for Directors in 2023 is the same as remuneration for Directors in 2022 and has no other benefits. to be presented to the shareholders' meeting for approval.

Board's Opinion: The Board of Directors deems it appropriate to propose to the shareholders' meeting to approve the remuneration of the Company's Directors and sub-committees annually. Even though such criteria and remuneration rates have not been changed since the shareholders' meeting had previously approved them. It is proposed to maintain the remuneration for the Board of Directors and sub-committees for the year 2023 according to the same criteria and rates as proposed by the NRC Committee which has been appropriately considered from the scope of duties as well as comparative information in the same industry group carefully and the Board of Directors has already approved.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Vote for approval: Not less than two-thirds (2/3) of the total number of votes of shareholders attending the meeting.

**Resolution** The meeting resolved to approve the determination of remuneration for Directors for the year 2023 in Agenda 6, with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	443,032,936	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00
Total	443,032,936	100.00

**Agenda 7 To consider the appointment of the auditors and their remuneration of Auditor for the year 2023.**

According to Article 59 of the Company's Articles of Association, "The auditor must be appointed by the Annual General Meeting of Shareholders each year. A retiring auditor is eligible for re-appointment." and Clause 60, "The auditors' remuneration must be fixed by a meeting of shareholders" and Section 120 of the Public Limited Companies Act B.E. the General Meeting shall appoint auditor and fix the remuneration for auditing every year. The same auditor is eligible for re-election." And Section 121 states that "The auditor must not be a director, officer, employee or person holding any position in the company."

The Audit Committee had recommended the Board to propose to the shareholders' meeting the appointment of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as auditors of the Company for the year 2023. As such, the Board recommends to approve the appointment of Mr. Chavala Tienpasertkij, CPA No. 4301 and/or Mr. Yongyuth Lertsurapibul, CPA No. 6770 and/or Dr. Suwatchai Meakhaamnouychai CPA No. 6638 and/or Ms. Wilasinee Krishnamra, CPA No. 7098 of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to be the auditors of the Company of the year 2023, any one being authorized to conduct the audit and express an opinion on the annual financial statement of the Company. In the absence of the above-named auditors, Deloitte Touche Tomatsu Jaiyos Audit Co., Ltd. is authorized to identify one other Certified Public Accountant with Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to carry out the work. Their remuneration which is to be negotiated at group level will be at no more than 2,400,000 Baht per annum (excluded out of pocket expenses). \*Proposed audit fee for the year 2023 has increased compare to 2022.

In this regard, the proposed auditors have no relationship or interest with the Company/management/major shareholders or those related to such persons in any way and being the Company's auditor as follows:

Mr. Chavala Tienpasertkij CPA No. 4301 has been appointed as the Company's auditor since 2013-2022 and signed the financial statements in 2018 and 2019.

Mr. Yongyuth Lertsurapibul, CPA No. 6770, has been appointed as the Company's auditor from 2018-2022 and signed the financial statements for the year 2020, 2021 and 2022.

Dr. Suwatchai Meakhaamnouychai, CPA No. 6638, has been appointed as the Company's auditor from 2018-2022.

Mrs. Wilasinee Krishnamra, CPA No. 7098, has been appointed as the Company's auditor from 2020-2022.

Board's Opinion: The shareholders' meeting should approve the appointment of Mr. Chavala Tienpasertkij, CPA No. 4301 and/or Mr. Yongyuth Lertsurapibul, CPA No. 6770 and/or Dr. Suwatchai Meakhaamnouychai, CPA No. 6638 and/or Mrs. Wilasinee Krishnamra, CPA No. 7098 on behalf of Deloitte Touche Tomatsu Jaiyos Audit Co., Ltd. as the auditor for the year 2023, any one being authorized to conduct the audit and express an opinion on the annual financial statement of the Company. In the absence of the above-named auditors, Deloitte Touche Tomatsu Jaiyos Audit Co., Ltd. is authorized to identify one other Certified Public Accountant with Deloitte Touche Tomatsu Jaiyos Audit Co., Ltd. to carry out the work. Their remuneration which is to be negotiated at group level will be at no more than 2,400,000 Baht per annum (excluded out of pocket expenses). \*Proposed audit fee for the year 2023 has increased compare to 2022.

The Chairman asked the meeting. Are there any shareholders who would like to ask questions or express their opinions?

There were no questions or comments from the shareholders, so the Chairman asked the meeting to consider and pass a resolution.

Vote for approval: Majority vote of shareholders attending the meeting and having the right to vote.

**Resolution** Agenda 7 The meeting resolved to approve the appointment of the Company's auditor, and determine the auditor's remuneration for the year 2023 with the following votes:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	443,032,936	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00
Total	443,032,936	100.00

**Agenda 8 Consider other matters (if any)**

According to the Public Limited Company Act B.E.2535, Shareholders attending a meeting, who altogether hold shares not less one-third of the total number of shares sold of the Company, may propose the meeting to consider the matter other than those indicated in the agenda.

Board's Opinion: The meeting should not consider any other matters proposed at the meeting. This is to comply with the Principles of Good Corporate Governance for Listed Companies 2017 and the Annual General Shareholders Meeting Assessment Project that the Meeting should consider only the issues already informed in advance for fairness of the overall shareholders.

Do any shareholders have questions or would like to express additional opinions? If no one has commented or has any further questions.

The Company will answer questions from shareholders who submit questions in advance. Questions from shareholders, Mr. Pawat Burapakusolsri, answered by Mr. Chaipat Nakmontanakum, Chief Executive Officer, are as follows:

- 1) Whether or not UOB's acquisition of Citigroup retail customers in Thailand, UOBKH, should play a part in increasing UOBKH's revenue and profit in 2023-2024.

Answer: There is no direct income. But from the point of view, there is an opportunity to expand the customer base with UOB in joint projects, cross selling, there is a refer client between companies within the group.

- 2) For income related to underwriting services Investment Advisor/Financial Advisor and other income in 2023, how much is expected in 2023-2024, the Company expects to have policies or transactions related to trading/available-for-sale securities or derivatives for speculation or not and how?

Answer: Income from being a Financial Advisor during the past 2 years, the Company's income is a tendency to increase from part of the income from being a Financial Advisor. And this year, there are about 13 more companies that UOBKH will do an IPO, which are likely to generate more revenue.

Regarding the policy for trading in securities or derivatives for speculation. At present, the group has no policy to engage in speculative or speculative trading in securities or derivatives.

- 3) In 2023, how much is the Company expected to incur fines regarding the distribution of minority shareholders? In what ways is the action plan for the distribution of such shares used by the Company stuck? In case the company adjusts the plan or alternatives to the new plan, when will it be completed?

Answer: The distribution of minority shareholding penalty the Company will be charged approximately 3 times of the currently paying annual fee or about 480,000 Baht.

Currently the Company find a way to try to diversify the shareholding so that minority shareholders hold more shares. But because the stock market situation is quite sluggish and holding stocks in securities companies is not popular with shareholders as the Company still tries to comply with the regulations of the Stock Exchange of Thailand. But it takes time.

- 4) In the same business, there are companies that can pay dividends to shareholders about 7 - 10 % (compared to the stock price at that time), while there are companies that choose to pay dividends 1 - 3 %. Why does UOBKH choose to pay at 1 - 3 % and see that paying dividends at the rate of about 1 - 3 % over the past 5 years is an advantage to the shareholders?

Thailand is entering an aging society. Do you think UOBKH can be a dividend stock that the elderly should have or keep holding comfortably or not? How?

Answer: The dividend payment of the Company has announced a clear policy to pay no less than 20% of the profit, which has advantages because the securities business is a risky business. Capital is important in running a business or to expand it. In the past, we used our capital to make acquisitions, where the Company can grow today because we use retained earnings to buy retail businesses and expand the business which the Company will continue to use this approach.

Holding UOBKH shares is a stock that the elderly society can be confident about because we are stable and still a company listed on the stock exchange. There is quite a lot of surplus value and we can still grow. The shareholding of the Company which is a stock that shareholders should be confident about because it is stable and strong. The dividends will be more or less depending on the performance of the Company. If more profits, more dividends will be considered.

- 5) The book value at the moment was about 8 baht, if the Company expected that the book value would decrease to 5 baht or not.

Answer: The chance of dropping to 5 baht is probably less than 1 %. It's impossible to go down because the Company have a conservative business approach taking into account the risks involved.

No more questions or comments from shareholders.

The Company will disseminate the resolutions of the Annual General Meeting of Shareholders through the Stock Exchange of Thailand on the meeting date. The minutes of the Annual General Meeting of Shareholders will be published on the Company's website within 14 days from the date of the Annual General Meeting of Shareholders and notify the aforementioned dissemination through the news of the Stock Exchange of Thailand. If shareholders have any amendments or additional comments on the minutes of the general meeting of shareholders, please notify within 30 days from the date of the Annual General Meeting of Shareholders. Shareholders can inquire and contact Investor Relations or Company Secretary.

Thank you to all shareholders for their support and time to attend today's meeting.

The Meeting was declared close 03.50 p.m.

Signed \_\_\_\_\_ Signature \_\_\_\_\_ Chairman  
(Mr. Viroj Tangjetanaporn)

Signed \_\_\_\_\_ Signature \_\_\_\_\_ Recorder  
(Mr. Pirahuht Usubzin)