

No. UOBKH 017 /2021

8 March 2021

Subject: Invitation to 2021 Annual General Shareholders' Meeting

To: Shareholders

- Enclosures:
1. Copy of the Minutes of the Annual General Meeting of Shareholders 2020
 2. 2020 Annual Report (QR code)
 3. Information on proposed candidates to be elected as UOBKH directors
 4. Name List and Details of UOBKH Independent Directors proposed to serve as Proxy for shareholders and the definition of independent director
 5. Articles of Association, specifically relating to Shareholders' Meeting
 6. Guidelines for Proxy Appointment, Registration and Documents Required
 7. Proxy Form B (Proxy Form A or Form C can be downloaded from www.utrade.co.th)
 8. The Annual Report Requisition Form
 9. Map of Meeting location

UOB Kay Hian Securities (Thailand) Public Company Limited (UOBKH or the Company) would like to invite all shareholders to attend the 2021 Annual General Shareholders' Meeting on **Friday 23 April 2021 at 13.30 hours, at UOB Kay Hian Securities (Thailand) Public Company Limited, Meeting (Training) Room 3rd Floor, No. 130-132 Sindhorn Tower 1, Wireless Road, Lumpini, Pathumwan, Bangkok 10330.** The meeting agendas are as follows:

1. To certify the Minutes of 2020 Annual General Shareholders' Meeting

Related Information: The 2020 Annual General Shareholders' Meeting was held on 10 April 2020, a copy of which is attached hereto.

Board's opinion: The Minutes record accurately the resolutions passed by the Shareholders at the Annual General Meeting of Shareholders 2020. The said Minutes should be certified as true and correct records of the Company.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

2. To acknowledge the report on the Company's operating results for the year 2020

Related Information: The report on the Company's operating results for the year 2020 is shown in the attached Annual Report which has been distributed to the shareholders together with this notice for calling the meeting. (Enclosure 2)

Board's opinion: The Board recommend that the Meeting acknowledge the report on the Company's operating results for the year 2020 in the Annual Report which will be presented on the meeting day.

Vote required: This agenda is for shareholders' acknowledgment; therefore, voting is not required.

3. To approve the financial statements for the year ended 31 December 2020.

Related Information: The Company's financial statements for the year ended 31 December 2020 were audited by the Auditor, reviewed by the Audit Committee and endorsed by the Board of Directors. The details of the financial statement are in the attached Annual Report distributed to the shareholders together with this notice. (Enclosure 2)

Board's opinion: The Meeting should approve the financial statements for the year ended 31 December 2020 which have been audited by the Auditor and reviewed by the Audit Committee as proposed. The Board of Directors has also endorsed the financial statements.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

4. To consider the profit apportionment and dividend payment for the year 2020

Related Information: The Company's net profits for the financial year ended 31 December 2020 amounted to Baht 239,646,211. The Company has no accumulated losses. Therefore, the Company may consider paying dividends to the shareholders pursuant to Section 115 of the Public Limited Companies Act B.E. 2535. Pursuant to the policy on dividend for the payment of minimum 20% of the remaining net profit after deducting all reserves specified by the laws and provided that there are no negative business or economic factors prevailing at that time that will significantly affect the business operations of the Company.

Approval for payment of dividend of Baht 0.07 and Baht 0.007 per share to the holders of the Company's ordinary shares from the Company's operating results in respect of the financial years ended 31 December 2018 and 2019, respectively had been granted in previous years. The total dividend amount was Baht 35,171,399.90 for financial year 2018 and Baht 3,517,139.99 Baht for financial year 2019 which was equal to 20.60% and 22.08% of the net profit, respectively. The Company is required to allocate a portion of annual net profit as a reserved fund in the amount not less than 5 percent of the annual net

profit less the accumulated loss brought forward (if any) until the reserved fund attains the amount not less than ten percent of the registered capital prescribed by laws in accordance with Section 116 of the Public Limited Companies Act B.E. 2535 and Article 51 of the Company's Articles of Association. The Company currently has in reserves Baht 50,244,857, which is equal to 10% of the registered capital.

The Board considered and proposed that the dividend payment from the 2020 operating results of 0.10 Baht per share and the total amount Baht 50,244,857 which was in line with the dividend payment policy of the Company that a dividend equivalent to no less than 20% of the net profit after deducting all reserves required by laws and provided that there were no negative business or economic factors prevailing at that time that would significantly affect the business operations of the Company, be proposed to the shareholders for approval structure of profit appropriation and dividend payment as follows:

(Unit: Baht)

Details of profit appropriation	2018	2019	2020
1.Net profit	170,730,719	15,925,914	239,646,211
2.No. of Shares	502,448,570	502,448,570	502,448,570
3.Legal reserve	-	-	-
4.Dividend Payment Policy (% of Net Profit)	Minimum 20	Minimum 20	Minimum 20
5.Dividend payment per share (Baht / share)	0.07	0.007	0.10
6.Total dividend payment	35,171,399.90	3,517,139.99	50,244,857
7. Dividend payment ratio of net profit (%)	20.60	22.08	20.97

The Company will pay dividend to shareholders whose names appear in the share register book. The record date for the right to receive dividend payment shall be 11 March 2021 and the date for dividend payment 20 May 2021, respectively.

The dividend payment will be subject to approval by Shareholders in the Annual General Meeting.

Board's opinion: The Directors recommend the shareholders to approve the dividend payment for 2020 of 0.10 Baht per share and the total amount Baht 50,244,857 which is in line with the dividend payment policy of the Company. If approved, the dividend shall be payable on 20 May 2021. The shareholders entitled to receive the dividend are per the shareholder list on the Record Date, 11 March 2021.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

5. **To consider the appointment of directors replacing those retired by rotation**

Related Information: Pursuant to the Public Limited Companies Act B.E. 2535 and Article 18 of the Company's Articles of Associations, one-third of the Company's directors must be retired on each Annual General Meeting of Shareholders. Those directors to be retired by rotation in 2021 are as follows:

1. Mr. Viroj Tangjetanaporn Independent Director, Member of the Board, Chairman of the Audit Committee and Chairman of the Risk Management Committee.
2. Mr. Yothin Viriyenawat Authorized Director, Member of the Board, and Member of the Executive Committee.
3. Ms. Oh Whee Mian Authorized Director, Member of the Board, Member of the Executive Committee and Member of the Nomination Remuneration and Corporate Governance Committee.

During the period November 1 - December 31, 2020 when the Company provided an opportunity to minority shareholders to propose agenda for the meeting and nominate qualified candidate(s) for the directorship; there was no proposal from minority shareholders for consideration.

The Board has considered and approved the reappointment of Mr. Viroj Tangjetanaporn, Mr. Yothin Viriyenawat and Ms. Oh Whee Mian for another term and to propose to the shareholders for further approval at the Shareholders' meeting.

The main reasons to nominate an independent director, Mr. Viroj Tangjetanaporn for more than 9 consecutive years is because he is a competent person with knowledge and ability, having experience and understanding of the securities business that appropriate and necessary to support the performance of the Board duties to achieve goals.

Details about age, percentage of shareholding, educational background, work experiences, and Board of Directors' meeting attendance for each director are provided in Enclosure 3.

For scope of duty and responsibility of the Board of Directors and of other committees, they are in the 2020 Annual Report under the title "Management Structure". The definition of Independent Director is provided in Enclosure 4.

Noted: The Article of Association of the Company stipulates voting procedure as follows.

17. A meeting of shareholders must elect the directors in accordance with the following procedures and rules:

- (1) Each shareholder has one vote for each share held;
- (2) A shareholder may cast votes for each individual director or a group of directors as determined by a meeting of shareholders. In casting the votes, each shareholder must cast all the votes he/she has under sub-clause (1) above in electing the individual director or the group of directors, as the case may be, in which case those votes are not divisible; and
- (3) The election of directors requires a resolution of shareholders passed by a majority vote. In the case of an equality of votes, the Chairman of the meeting must exercise a casting vote.

Board's opinion: The Meeting should approve that Mr. Viroj Tangjetanaporn, Mr. Yothin Viriyenawat and Ms. Oh Whee Mian who would retire by rotation be re-elected as the directors of the Company for another term.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

6. To consider the directors' remuneration for the year 2021

Related Information: Pursuant to Article 34 of the Company's Articles of Association, "The directors' fees and remuneration must be fixed by a meeting of shareholders." and pursuant to Section 90 of the Public Limited Companies Act, "...the Directors' remuneration payment shall be pursuant to the General Meeting's resolution, approved by shareholders comprising not less than two-third of total votes of shareholders, attending the Meeting."

The proposal for the remuneration of the directors have been carefully considered by the Nomination Remuneration and Corporate Governance Committee and the Board of Directors after taking into consideration remuneration in comparable industries and the complexity and profitability of the Company. The fees approved by the Board for independent directors and unauthorized directors attending each meeting for the year is set out below: -

Meeting	Chairman (Baht)/Meeting	Member (Baht)/Meeting
Board of Directors	25,000	20,000
Audit Committee	10,000	5,000
Risk Management Committee	10,000	5,000
Nomination Remuneration and Corporate Committee	10,000	5,000

Directors that serve as Company's management are not eligible for the meeting fees as those directors have been remunerated by the Company in their management position.

The compensation for the year 2021 will be increasing only the chairman of the board of directors and others remain unchanged from that in 2020.

Board's opinion: The Meeting should approve the directors' remuneration for the year 2021 as proposed.

Vote required: Not less than two-thirds of the total number of votes of the shareholders present at the meeting.

7. To consider the appointment of auditors and their remuneration for 2021

Related Information: Pursuant to Article 59 and 60 of the Company's Articles of Association, "The auditors must be appointed by the annual general meeting of shareholders each year. A retiring auditor is eligible for re-appointment." and "The auditors' remuneration must be fixed by a meeting of shareholders", respectively. Pursuant to Section 120 of the Public Limited Companies Act B.E. 2535, "the General Meeting shall appoint auditor and fix the remuneration for auditing every year. The same auditor is eligible for re-election." Furthermore, pursuant to Section 121 of the Public Limited Companies Act, "the auditor must not be Director, officer, employee, or anyone who retain any Company's position."

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 2021. 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 2021, anyone 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 Tohmatsu 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 Baht 2,300,000 per annum (excluded out of pocket expenses). *Proposed audit fee for the year 2021 decreased by comparing to 2020.

The proposed auditors have no relationship or stockholdings with the Company/management/major shareholder or relations of the said persons. They have been the auditors of the Company as follows;

Name	CPA No.	Appointed Year	
Mr. Chavala Tienpasertkij	4301	2013-2020	Signed the financial of the Company of 2018 and 2019
Mr. Yongyuth Lertsurapibul	6770	2018-2020	Signed the financial of the Company of 2020
Dr. Suwatchai Meakhaamnouychai	6638	2018-2020	
Mr. Permsak Wongpatcharakorn	3427	2013-2020	

Board's opinion: The 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 Ms. Wilasinee Krishnamra, CPA No. 7098 of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to be the auditors of the Company of the year 2021, anyone 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 Tohmatsu 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 Baht 2,300,000 per annum (excluded out of pocket expenses) as proposed by the Audit Committee. This proposal has been subsequently endorsed by the Board of Directors.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

8. To consider any other business (if any)

Related Information: 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.

The Board of Director'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.

All Shareholders are cordially invited to attend the meeting at the date, time and place above. The commencement for registration to attend the Meeting will be from 13.00 hours. Any shareholder wishes to appoint a proxy to attend and vote on his/her behalf at this meeting, please duly complete the attached proxy form and submit it to the Company prior to the meeting.

Yours sincerely,
UOB Kay Hian Securities (Thailand) Public Company Limited



(Mr. Chaipat Nakmontanakum)
Director

Legal Department and Company Secretary Office
Tel. 662-659-8000 ext.8427, 02-659-8427

- Remark:
1. Besides the attached proxy form, shareholders can download the form from the Company's website: www.utrade.co.th.
 2. If the shareholder prefers to receive the Annual Report (hard copy), please fax your name and address to Fax No. 02-651-4338 or E-mail to: legal@uobkayhian.co.th.

(Translation)

Minutes of the Annual General Meeting of Shareholders 2020
UOB Kay Hian Securities (Thailand) Public Company Limited

Date, Time and Place

The Meeting was held on 10th April 2020 at 02.00 p.m. at the Meeting Room (Training), UOB Kay Hian Securities (Thailand) Public Company Limited, 3rd Floor, No. 130-132 Wireless Road, Lumpini, Pathumwan Bangkok.

The Meeting started at 02.00 p.m.

Mr. Monthon Ploysophon assigned to act as the meeting moderator. According to the pandemic of COVID-19, the Company is concerned for the health of all Company's shareholders and prepared Guidelines to prevent the infection of COVID-19 with support the measures of the Department of Disease Control, Ministry of Public Health as stated below: -

1. Before Meeting

- 1.1 Screening of the participants by taking the temperature and observing by the building staff or Company's staff to indicate the participants who are in fever and /or respiratory symptoms before the meeting.
Guidelines
 - In case of participants have one of the following symptoms including, but not limited to, fever (with a temperature 37.5 degree Celsius or higher), cough, sore throat, sneezing and runny nose,
 - In case of participants, showing symptoms of fever, or anyone who has returned from a high-risk country less than 14 days before the meeting
 - The Company reserves the right to deny entry to anyone for participation in AGM Meeting. (Accordingly, participants could grant the proxy to the Company's Independent Directors in order to vote on your behalf. Questions for each agenda items can be submitted in advance as usual.)
 - In case of participants have no the above-said symptoms.
 - The Company or the Building shall identify a sticker marked clearly before attending the meeting.
- 1.2 The Company will provide a hand-washing point or alcohol gel adequately in the meeting venue, especially in areas with a lot of common uses such as meeting rooms, registration points and etc.
- 1.3 The Company will emphasize the venue staff to clean equipment and a lot of common uses areas with liquid detergent, cleanser and /or 70% alcohol regular basis.

2. During Meeting

The Company requests the participants who are admitted to the Annual General Meeting of Shareholders 2020 follow these recommendations;

- 2.1 Wear a facemask at all times;
- 2.2 Wash your hands often with soap or hand sanitizer;
- 2.3 Avoid touching your eyes, nose and lips with unwashed hands;
- 2.4 Avoid sharing items with other people;
- 2.5 Leave the meeting immediately if you develop a fever, cough, runny nose, sore throat or breathing difficulties;

3. After Meeting

The Company encourages the participants to wash your hands with soap and /or alcohol gel sufficiently after the meeting finished.

For registration and seating in the meeting room, the company had set the distance according to the social distancing measures and in the event that the seats in the meeting room were full, the company requested the cooperation of the shareholders in the granting of a proxy for the meeting or sent a voting card when registration was completed instead of attending the meeting in person.

Due to the situation of the COVID-19, the Company is well aware of and concerned over the risk of the infection at shareholders' meeting as well as the safety of the meeting attendants, and therefore, kindly asks shareholders to be informed and cooperate with the following measures:

1. For shareholders or proxies who belong to the high risk group i.e. those recently travelled to or returned from high risk countries as announced by the Ministry of Public Health or have been in close or touch

with people who travelled from other within 14 days before the date of meeting or show respiratory symptoms or having a fever a body temperature of 37.5 degrees Celsius or higher and or In the case of encountering high risk individuals, the Company reserves the rights to refuse their attendance at the meeting. In this connection, such shareholders can authorize others or the Company's independent directors to attend the meeting on their behalf.

2. Shareholders can submit the authorization documents or ask questions about the meeting regulations agenda at the Company Secretary or Investor Relations Department per the Company's address as follows, UOB Kay Hian Securities (Thailand) Public Company Limited No. 130-132 Sindhorn Tower 1, 2nd 3rd Floor, Wireless Road, Lumpini, Pathumwan, Bangkok 10330, Email: legal@uobkayhian.co.th
3. The Company shall provide alcohol gel to be accessible in front of the meeting room.
4. Each attendee will be required to stand at any queuing line for health screening, documents check and registration, with approximately at least 1 - 2 meters space from each other, including the seats in the meeting room, this will significantly limit the number of 20 seats available in the meeting room. When the seats are fully occupied, shareholders can authorize others or the Company's independent directors to attend the meeting on their behalf. The Company kindly requests all meeting attendees to prepare your own facemask and wear a facemask at all times.
5. Neither lunchbox nor coffee or tea will be served at the meeting; also, eating and drinking are strictly prohibited in the meeting venue in order to minimize the risk of the disease infection.
6. On the meeting day, the Company kindly request shareholders, who wish to ask questions, to write down and submit the question at the registration counter or in the meeting room instead of speaking through microphone. Paper note and pen shall be provided for convenience. For the questions that are not addressed during the meeting, the Company will post the answers in the website.
7. Attendees shall be required to fill in the health declaration at the registration counter or give information in advance via: <https://uobkh.covid.set.or.th/register>
Please note that concealment of health information or traveling record could be considered a violation of the Communicable Diseases Act B.E. 2558.

Due to concerns on travel restrictions following the outbreak of the Corona Virus (COVID-19), Mr. Tan Chek Teck Chairman of the Board of Directors, and Ms. Oh Whee Mian could not be physically present in the meeting. Therefore, Mr. Tan Chek Teck had assigned Mr. Viroj Tangjetanaporn, Independent Director and Chairman of the Audit Committee, represented shareholders to act as the chairman of the shareholders' meeting.

Pursuant to Clause 41 of the Articles of Association, "The Chairman of the board of directors will act as the Chairman of the meeting of shareholders. If the Chairman is not present or is unable to discharge his/her duties, the Vice-Chairman will serve as the Chairman. If there is no Vice-Chairman or the Vice-Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as the Chairman."

The meeting unanimously certified that Mr. Viroj Tangjetanaporn acted as the chairman of the meeting.

At 14.09, there were shareholders attended the Meeting in person and shareholders by proxy total as 31 persons. These shareholders held 441,275,149 shares in total, representing 87.82 percent which was more than one-third of the total issued shares of the Company. (The total number of shares issued by the Company is 502,448,570 shares.) Thus, a quorum was formed in accordance with Clause 38 of the Company's Articles of Association.

And the Chairman opened the Annual General Meeting of Shareholders for the year 2020. Thank you to the shareholders for attending the Annual General Meeting of the Company. From the situation of the epidemic of COVID-19, the Company was concerned for everyone's health and wished all of us to overcome this situation.

Before entering into the agenda, Chairman assigned the representative from the Company introduce Board of Directors, Executives, Auditor and the Legal Advisor who attended the Meeting the Company informed and explained the voting procedures for each agenda and the matters informed to the meeting.

Board of Directors

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| 1. Mr. Viroj Tangjetanaporn | Independent Director, Chairman of Audit Committee and Chairman of Risk Management Committee. |
| 2. Mr. Somchat Chinthammit | Independent Director, Audit Committee Member, |

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|-------------------------------|--|
| | Risk Management Committee Member and Chairman of Nomination Remuneration and Corporate Governance Committee. |
| 3. Mr. Paiboon Julasakrisakul | Independent Director, Audit Committee Member, Risk Management Committee Member, and Nomination Remuneration and Corporate Governance Committee Member. |
| 4. Mr. Yothin Viriyenawat | Director, Executive Director and Credit Committee Member. |
| 5. Mr. Kasemsit Pathomsak | Director. |
| 6. Mr. Chaipat Nakmontanakum | Director, Chief Executive Officer, Chairman of the Credit Committee and Risk Management Committee Member. |

Absent: Director - but attend the meeting via video conference.

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| 7. Mr. Tan Chek Teck | Chairman of Board of Directors and Chairman of Executive Committee. |
| 8. Ms. Oh Whee Mian | Director, Executive Director and Nomination Remuneration and Corporate Governance Committee Member. |

The ratio of 8 directors attending the meeting from 8 directors is considered 100 percent.

The ratio of 6 directors attending the meeting in person from 8 directors is considered 75 percent.

Executives

Miss Srisunan Kongtragoolpitug Chief Operating Officer.

2019 Auditor from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd.

1. Mr. Chavala Tienpasertkij (Attended the meeting via video conference)

Legal Advisor from Dherakupt Law Office Company Limited

Present 1 person Mr. Boonrat Toncharoen.

In order to have a mediator who was free to be witness to verify the accuracy of counting the votes for each agenda, the Company invited Mr. Boonrat Toncharoen to be the inspector of the vote counting.

Clarification of the meeting operation and the vote counting method of the shareholders which must vote on each agenda as follows

Pursuant to Clause 42 of the Company's Articles of Association, a resolution of the shareholders meeting should be made by Voting, and one share should be counted as one vote. One shareholder has the vote equal to the number of shares held or were appointed proxy, and the shareholders can vote to approve, disapprove or abstain on each agenda equal to the number of shares they hold or were appointed proxy by using the voting slip received at the registration.

The votes will be counted for shareholders who vote 'disapproved' or 'abstained' for each agenda by the raising of hand. The staff will collect the 'disapproved' and 'abstained' voting slip and deduct this against the total number of votes of shareholders attending the meeting. The remaining votes will be counted as approved votes.

The counting of votes according to the agenda is divided into 3 categories;

- › Agenda that must be approved with a majority vote of the shareholders attending the meeting and having the right to vote which will calculate the voting base by counting all the votes of shareholders attending the meeting and having the right to vote which including agree, disagree and abstain.
- › Agenda that must be approved with a vote of not less than two-thirds of the total votes of the shareholders attending the meeting which will calculate the vote base by counting all the votes of shareholders attending the meeting.
- › Agenda that must be approved with a vote of not less than three-fourths of the total votes of the shareholders attending the meeting and having the right to vote which will calculate the voting base by counting all the votes of shareholders attending the meeting and having the right to vote which including agree, disagree and abstain.

Except for agenda 5 on re-election of directors retired by rotation, shareholders will be asked to vote on the re-election of the individual directors and the Company will collect the voting slips of those who voted 'disapproved' or 'abstained'. It will keep the votes of all those who 'approved' for to be in line with the guideline of holding good shareholders' meeting.

If the majority of votes approved and abide with the articles of association of the Company, the meeting should be deemed to agree or approve the agenda.

For shareholders who want to leave the meeting or will not be present in the meeting room during any of the agenda, they can vote by sending the voting slip to the staff before leaving.

Voting slip will be voided slip if the intent is not clear on the voting slip, such as voting in more than one choice or if there is a correction or cancellation in the voting slip without counter-signing against the correction or cancellation etc.

Before voting on each agenda, the Chairman will give the shareholders the opportunity to ask questions related to the agenda by asking shareholders to raise their hands and send the question in paper instead of asking through the microphone. The shareholders please always identify name - surname. Shareholders are requested to be concise in asking questions or commenting on the appropriate agenda and to give other shareholders their right to ask questions and to manage the meeting in appointed time. If shareholders have a question that is not in the agenda under consideration, please ask the question under 'Any Other Business' at the end of the meeting.

The Company will collect all shareholders' voting slips at the end of the meeting to substantiate the agenda voted on.

For the proxies who were attending the meeting on behalf of the shareholders who have voted disapproved or abstained in the proxy form, the Company has already recorded such votes since the registered proxy has attended the meeting.

Subject to inform the shareholders as follows:

First, the summary of the criteria for minority shareholders propose agenda and the name of nominating director in advanced for Annual General Shareholders' meeting 2020, pursuant to Section 89/28 of the Securities and Exchange Act (No.4) B.E. 2551, the Company should treat all shareholders with fairness and equitability. In this regard, the opportunity for minority shareholders to propose the agenda in advance is part of company's good corporate governance with the purpose of providing equal and fair treatment to all shareholders.

To ensure that procedure and method for consideration were made clear transparent, the Company had established the criteria for minority shareholders to propose the agenda in advance which would be duly considered by the board of directors. The criteria were posted on the Company's website (<http://www.utrade.co.th>) from November 1 until December 31, 2019.

The summary from the above criteria had indicated that no shareholders had proposed any agenda or nominate director for Annual General Shareholders' meeting 2020.

The next subject is the Company would like to inform the meeting that with regard to the project alliance with Thailand's Private Sector Collective Action Coalition against Corruption, the Company signed to participate in the Project and also had a policy of Anti-Corruption declared on November 13, 2015. Subsequently, the Company qualified for certification from the committee of Thailand Institute of Directors in Q4/2016 on March 9, 2017 the certificate will be valid for 3 years from the date of approval.

The Chairman then proposed the meeting to consider the matters on the agenda as follows:

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders 2019.

The Chairman proposed to the Meeting to certify the 2019 Annual General Shareholders' Meeting was held on 23 April 2019. A copy of which was attached with notice for calling the meeting and also show on the Company's website.

Board's opinion: The Meeting should approve to certify the Minutes of the Annual General Meeting of Shareholders 2019.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

No more comments or questions from shareholders.

Resolved The Meeting with the majority vote resolved that the Minutes of the Annual General Meeting of Shareholders 2019, be certified as proposed by the Chairman. The vote result was as follows:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	441,275,149	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00

Agenda 2 To acknowledge the report on the Company's operating results for the year 2019.

The Chairman proposed to the Meeting to acknowledge the report on the Company's operating results for the year 2019 was shown in the attached Annual Report which had been distributed to the shareholders together with this notice for calling the meeting.

Board's opinion: The meeting should acknowledge the report on the Company's operating results for the year 2019.

The Chairman assigned Mr. Chaipat Nakmontanakum, CEO, to report on the Company's operating results for the year 2019.

No more questions from shareholders, the Meeting acknowledged the report on the Company's operating results for the year 2019 as proposed.

This agenda was for shareholders' acknowledgment, voting was not required.

Agenda 3 To approve the Company's financial statement for the year ended 31 December 2019.

The Company's financial statements for the year ended 31 December 2019 were audited by the Auditor, the details of the financial statement were in the attached Annual Report distributed to the shareholders together with the notice.

Board's opinion: The Meeting should approve the financial statements for the year ended 31 December 2019 which had been audited by the Auditor and reviewed by the Audit Committee as proposed. The Board of Directors had also endorsed the financial statements.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

The Chairman assigned Mr. Chaipat Nakmontanakum, CEO, to report on the Company's Performance of the year ended 31 December 2019.

No more questions from shareholders.

Resolved The Meeting resolved that the financial statements for the year ended 31 December 2019 which had been audited by the Auditor and reviewed by the Audit Committee as proposed. The Board of Directors had also endorsed the financial statements, be approved as proposed. The vote result was as follows:

Note: There was 1 additional shareholder to attend in the meeting, holding 3 shares. Total shareholders were 32, holding in total of 441,275,152 shares.

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	441,275,152	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00

Agenda 4 To approve the profit apportionment and dividend payment for the year 2019.

The Company had net profits in the financial year ended 31 December 2019 in the amount of Baht 15,925,914 and had no accumulated losses; therefore, the Company considered paying dividends to the shareholders pursuant to Section 115 of the Public Limited Companies Act B.E. 2535. Pursuant to the policy on dividend for the payment of minimum 20% of the remaining net profit after deducting all reserves specified by the laws and provided that there were no negative business or economic factors prevailing at that time that will significantly affect the business operations of the Company.

Approval for payment of dividend to the holders of the Company's ordinary shares from the Company's operational results in the financial year 2017 and 2018 had been granted in the amount of Baht 0.09 and Baht 0.07 per share, respectively. The total dividend amount was Baht 45,220,371.30 and Baht 35,171,399.90, respectively which was equal to 20.94% and 20.60% of the net profit. Furthermore, the Company shall have to allocate a portion of annual net profit as a reserved fund in the amount not less than 5 percent of the annual net profit less the accumulated loss brought forward (if any) until the reserved fund attained the amount not less than ten percent of the registered capital prescribed by laws in accordance with Section 116 of the Public Limited Companies Act B.E.2535 and Article 51 of the Company's Articles of Association. The Company currently had in reserves Baht 50,244,857 which was equal to 10% of the registered capital.

The Board considered and proposed that the dividend payment of 0.007 Baht per share and the total amount Baht 3,517,139.99 which was in line with the dividend payment policy of the Company that a dividend equivalent to no less than 20% of the net profit after deducting all reserves required by laws and provided that there were no negative business or economic factors prevailing at that time that would significantly affect the business operations of the Company, be proposed to the shareholders for approval.

The Company would pay dividend to shareholders whose names appear in the share register book according to the article of association of the Company. The record date for the right to receive dividend payment should be recorded on 9 March 2020 and the date for dividend payment date on 8 May 2020, respectively. The dividend payment has uncertainty to pay due to it must be waited for approval by Shareholders in Annual General Meeting.

Board's opinion: The meeting should approve the annual dividend payment for 2019 of 0.007 Baht per share and the total amount Baht 3,517,139.99 which is in line with the dividend payment policy of the Company and shall payable on 8 May 2020, after obtaining approval from the 2020 AGM. The shareholders entitled to receive the dividend are per the shareholder list on the Record Date 9 March 2020.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

No more questions from shareholders.

Resolved The Meeting resolved that the Company did not allocate any additional amount to the legal reserve because the Company's reserves total of Baht 50,244,857 is equal to 10 percent of the registered capital. The dividend payment of 0.007 Baht per share and the total amount Baht 3,517,139.99 and the Record date for the right to receive dividend payment should be recorded

on 9 March 2020 and the date for dividend payment date on 8 May 2020, respectively, as proposed be approved. The vote result was as follows:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	441,275,152	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00

Agenda 5 To approve the appointment of directors replacing those retired by rotation.

Pursuant to the Public Limited Companies Act and Article 18 of the Company's Articles of Associations, one-third of the Company's directors must be retired on each Annual General Meeting of Shareholders. Those directors to be retired by rotation in 2020 are as follows:

Mr. Tan Chek Teck	Authorized Director, Chairman of the Board and Chairman of Executive Committee.
Mr. Chaipat Nakmontanakum	Authorized Director, member of the Board, member of Executive Committee, and member of Risk Management Committee.
Mr. Kasemsit Pathomsak	Non-authorized Director and member of the Board.

During the period 1 November to 31 December 2019, minority shareholders were given the opportunity to propose question and agenda for the meeting and to nominate qualified candidates to the Board for consideration. The Company did not receive any proposals.

As Mr. Kasemsit Pathomsak does not wish to be considered for re-appointment to the Board. The Nomination Remuneration and Corporate Governance Committee (NRC Committee) excluding member who is due to retire by rotation in the 2020 Annual General Meeting of Shareholders, considered the 2 candidates who are retiring by rotation and agreed to be considered for re-election. The NRC Committee considered qualifications of each candidate and unanimously agreed to propose to the Board the re-election of the following 2 retiring Directors, namely Mr. Tan Chek Teck and Mr. Chaipat Nakmontanakum as the Directors of the Company for another term since they are experienced professionals with expertise in management in the financial services industry. In addition, they have relevant management experience to contribute to the business strategies and have proven to have the integrity and professionalism to perform their duties as Directors and Sub-committee members.

The Board of Directors, excluding the Director to be retired by rotation in the 2020 Annual General Meeting of Shareholders, had taken into consideration the education, experience, career expertise and the performance of the director in his previous term and whether there were other better qualified nominated directors. Therefore, the Board agreed with NRC Committee and recommends that Mr. Tan Chek Teck and Mr. Chaipat Nakmontanakum who would retire by rotation be re-elected as the directors of the Company for another term.

Details about age, percentage of shareholding, educational background, work experiences, and Board of Directors' meeting attendance for each director are provided in Enclosure 3.

For scope of duty and responsibility of the Board of Directors and of other committees, they are in the 2019 Annual Report under the title "Management Structure". The definition of Independent Director is provided in Enclosure 4.

Noted: The Article of Association of the Company stipulates voting procedure as follows.

17. A meeting of shareholders must elect the directors in accordance with the following procedures and rules:

- (1) Each shareholder has one vote for each share held;

(2) A shareholder may cast votes for each individual director or a group of directors as determined by a meeting of shareholders. In casting the votes, each shareholder must cast all the votes he/she has under sub-clause (1) above in electing the individual director or the group of directors, as the case may be, in which case those votes are not divisible; and

(3) The election of directors requires a resolution of shareholders passed by a majority vote. In the case of an equality of votes, the Chairman of the meeting must exercise a casting vote.

Board's opinion: The Meeting should approve that Mr. Tan Chek Teck and Mr. Chaipat Nakmontanakum who would retire by rotation be re-elected as the directors of the Company for another term.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

No more questions from shareholders.

Before voting, Mr. Chaipat Nakmontanakum was invited to the reception room so that the shareholders were free to vote.

Resolved The Meeting resolved that Mr. Tan Chek Teck and Mr. Chaipat Nakmontanakum who would retire by rotation be re-elected as the directors of the Company for another term, be approved as proposed. The vote results for individual director were as follows:

5.1 Mr. Tan Chek Teck

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	441,275,152	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00

5.2 Mr. Chaipat Nakmontanakum

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	441,275,152	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00

The Chairman invited Mr. Chaipat Nakmontanakum back to the meeting room and congratulated for the re-appointment for another term.

Agenda 6 To consider the directors' remuneration for the year 2020.

Pursuant to Article 34 of the Company's Articles of Association, "The directors' fees and remuneration must be fixed by a meeting of shareholders." and pursuant to Section 90 of the Public Limited Companies Act, "...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 proposal for the remuneration of the directors had been carefully considered by the Nomination Remuneration and Corporate Governance Committee and the Board of Directors after taking into consideration remuneration in comparable industries and the complexity and profitability of the Company. The fees approved by the Board for independent directors and unauthorized directors attending each meeting for the year 2020 set out as follows; Board of Directors' Meeting - Member 20,000 Baht /Time, and other sub-committee such Audit Committee, Risk Management Committee and Nomination Remuneration and Corporate Committee - Chairman 10,000 Baht /Time Member 5,000 Baht /Time with no other benefits.

Directors that serve as Company's management are not eligible for the meeting fees as those directors are compensated as Company's management position. Such compensation is same as year 2019 with no other benefits, and to propose to the shareholders' meeting for further approval.

Board's opinion: The Meeting should approve the directors' remuneration for the year 2020 as proposed.

Vote required: Not less than two-thirds of the total number of votes of the shareholders present at the meeting.

No more questions from shareholders.

Resolved The Meeting resolved that The fees for independent director and unauthorised director attending each meeting for the year 2020 was as follows; Board of Directors' Meeting - Member 20,000 Baht per Time, and other sub-committee such Audit Committee, Risk Management Committee and Nomination Remuneration and Corporate Committee - Chairman 10,000 Baht per Time, Member 5,000 Baht per Time with no other benefits, be approved as proposed. The vote result was as follows:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present(%)
1. Approved	441,275,152	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00

Agenda 7 To consider the appointment of auditors and their remuneration for 2020.

Pursuant to Article 59 and 60 of the Company's Articles of Association, "The auditors must be appointed by the annual general meeting of shareholders each year. A retiring auditor is eligible for re-appointment." and "The auditors' remuneration must be fixed by a meeting of shareholders" respectively. Pursuant to Section 120 of the Public Limited Companies Act, "the General Meeting shall appoint auditor and fix the remuneration for auditing every year. The same auditor is eligible for re-election." Furthermore, pursuant to Section 121 of the Public Limited Companies Act, "the auditor must not be Director, officer, employee, or anyone who retain any Company's position."

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 2020. 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 2020, 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 Baht 2,400,000 per annum (excluded out of pocket expenses). Proposed audit fee for the year 2020 increased by comparing to 2019.

The proposed auditors have no relationship or stockholdings with the Company/management/major shareholder or relations of the said persons. They have been the auditors of the Company as follows;

Name	CPA No.	Appointed Year	
Mr. Chavala Tienpasertkij	4301	2013-2020	Signed the financial of the Company of 2018 and 2019
Mr.Yongyuth Lertsurapibul	6770	2018-2020	
Dr. Suwatchai Meakhaamnouychai	6638	2018-2020	
Ms. Wilasinee Krishnamra	7098	2020	

Board's opinion: The 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 Ms. Wilasinee Krishnamra, CPA No. 7098 of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. to be the auditors of the Company of the year 2020, 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 Baht 2,400,000 per annum (excluded out of pocket expenses) as proposed by the Audit Committee. This proposal has been subsequently endorsed by the Board of Directors.

Vote required: Simple majority of total number of votes of the shareholders present at the meeting and eligible to vote.

No more questions from shareholders.

Resolved The Meeting resolved 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 2020, 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 Baht 2,400,000 per annum (excluded out of pocket expenses). This proposal had been subsequently endorsed by the Board of Directors., be approved. The vote result was as follows:

Votes	Number of Votes	Percentage of voting rights exercised by the shareholders present and cast the vote (%)
1. Approved	441,275,152	100.00
2. Disapproved	0	0.00
3. Abstained	0	0.00
4. Voided	0	0.00

Agenda 8 To consider any other business (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.

The Board of Director'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.

The Chairman asked the shareholders, who attended the meeting if they had any inquiries.

Since there was no other question, the Chairman expressed his gratitude to all shareholders for their support.

The Meeting was declared close 03.09 p.m.

Signed _____ Chairman
(Mr. Viroj Tangjetanaporn)

Signed _____ *Signature* _____ Recorder
(Mr. Pirahuht Usubzin)

Note: There was a shareholder sending questions via the investor relations email.

1. How is the Company currently using AI for management?

Answer: The Company does not yet use AI for its management. However, the Company has started to develop information services for customers and investors through the chat bot and investment allocation plans or Investment Strategy Program (Portfolio Advisory / Program Trading).

2. Under the COVID Crisis how has the Company laid down guidelines in each area?

A) Cost management B) Revenue procurement

Answer: Before the COVID Crisis the Company has kept a tighter control over management costs. And aiming to find other income to supplement the securities business, which is the main business all along, due to in the current competitive environment of Securities Business where yields are low.

Directors' Annual Report for 2020

General Information

Name and Head Office

UOB Kay Hian Securities (Thailand) Public Company Limited.
Registration No. 0107548000056
130-132, 2nd, 3rd Flr., Sindhorn Bldg., Tower I,
Wireless Rd., Lumpini, Pathumwan,
Bangkok 10330
Telephone: (66 2) 659-8000
Fax: (66 2) 651-4338
Website: <http://www.utrade.co.th>

Registered and Paid-up Capital

As of 31 December 2020, the Company has registered capital of Baht 502,448,570 and paid-up capital of Baht 502,448,570 (502,448,570 ordinary shares with par value of Baht 1.00 each).

Type of Business

The Company is a member of the Stock Exchange of Thailand and is granted securities business license for the following:

1. Securities brokerage
2. Securities dealing
3. Investment advisory service
4. Securities underwriting
5. Financial advisory service
6. Futures brokerage
7. Bondholder representative
8. Securities Lending and Borrowing

Directors' Remuneration

The Company paid remuneration to Directors for the year ended 31 December 2020 as follows:

Group	Number	Description	Amount (Baht)
Independent Directors and Non Authorized Directors	4	Director Fees	515,000

Director Fees

Name	Position	Director Fees (Baht)	Period
1. Mr. Tan Chek Teck	Chairman	-	Jan-Dec
2. Mr. Chaipat Nakmontanakum	Director	-	Jan-Dec
3. Mr. Yothin Viriyenawat	Director	-	Jan-Dec
4. Mr. Kasemsit Pathomsak*	Director	40,000	Jan-Apr
5. Mr. Viroj Tangjetanaporn	Director and Chairman of the Audit Committee	180,000	Jan-Dec
6. Mr. Somchart Chinthammit	Director and Member of the Audit Committee	150,000	Jan-Dec
7. Mr. Paiboon Julasaksrisakul	Director and Member of the Audit Committee	145,000	Jan-Dec
8. Ms. Oh Whee Mian	Director	-	Jan-Dec
Total		515,000	

NOTE: * Mr. Kasemsit Pathomsak is due to retire by rotation and does not wish to be elected as a director, effective April 13, 2020.

**Curriculum Vitae of the nominated director
(Data as of January 1, 2021)**

Name	Mr. Viroj Tangjetanaporn	Mr. Yothin Viriyenawat	Ms. Oh Whee Mian
Age	60 year	54 years	47 years
Nationality	Thai	Thai	Singaporean
Address	256/9 Soi Sukhumwit 16 (Sammitr), KlongToey Sub-District, KlongToey District, Bangkok 10110	24/164 Soi VipawadeeRungsit 37, Sanambin, Donmuang, Bangkok	No. 8 Anthony Road #01-01, Singapore 229957
Education Background	Bachelor Degree of Finance University of New South Wales, Australia	Bachelor Degree of Business Administration, Dhurakij Pundit University	Bachelor Degree of Accounting, Nanyang Technological University, Singapore.
Participation in Thai Institute of Directors Association (IOD) Program	<ul style="list-style-type: none"> - Certificate of Director Accreditation Programme (DAP), 30/2004 - Certificate of Audit Committee Programme (ACP), 4/2005 -Certificate of Corporate Governance for Capital Market Intermediaries (CGI), 1/2014 	<ul style="list-style-type: none"> - Certificate of Corporate Governance for Capital Market Intermediaries (CGI) Class of 7th, 2015 	<ul style="list-style-type: none"> - Certificate of Corporate Governance for Capital Market Intermediaries (CGI) Class of 10th, 2015
Current Position	Chairman of Audit Committee Chairman of Risk Management Committee and Independent Director	Managing Director, Credit Committee member, Executive Director member, and Authorized Director	Executive Committee member, NRC Committee member and Authorized Director
Appointment Date	March 8, 2007 (Independent director)	August 23, 2013 (Authorized Director)	April 29, 2016 (Authorized Director)
Directorship Tenure	13 years of Non-Authorised Director	7 years 4 months of Authorised Director	4 years 8 months of Authorised Director
Shareholding (as of December 31, 2020)	1,000 Ordinary Shares / 0.0002 % of paid up shares No change during the year	-None- / 0.00% of paid up shares No change during the year	-None- / 0.00% of paid up shares No change during the year
Work Experience over the past 5 years	<p>Nov 24, 2011 - Present - Director PropMaxx Company Limited</p> <p>Mar 8, 2007 - Present - Independent Director, Chairman of Audit Committee</p> <p>2016 - Present - Chairman of Risk Management Committee UOB Kay Hian Securities (Thailand) Public Company Limited</p> <p>Nov 2018 - Mar 2020 - Director Nation International Edutainment Public Company Limited</p>	<p>August 23, 2013 - Present -Authorized Director, Executive Director and Managing Director Retail C Department, UOB Kay Hian Securities (Thailand) Public Company Limited</p>	<p>May 2015 - Present -Authorized Director Executive Director and Nomination Remuneration and Corporate Governance Committee UOB Kay Hian Securities (Thailand) Public Company Limited</p> <p>April 2013 - Present -Executive Director UOB Kay Hian Private Limited, Singapore</p>
No. of Board Meeting Attendance of 2020	5 times of 5 times	5 times of 5 times	5 times of 5 times

Remark **Reasons to nominate an independent director for more than 9 consecutive years.**
- Mr. Viroj Tangjetanaporn is a competent person with knowledge and ability, having experience and understanding of the securities business that appropriate and necessary to support the performance of the Board duties to achieve goals.

**Curriculum Vitae of the nominated director
(Data as of January 1, 2021)**

Nominated Director	Listed Company		Other juristic person (non-listed)		Position in juristic person related to the Company's business / competitor	
	No.	Director	No.	Director	No.	Director
Mr. Viroj Tangjetanaporn	1	Director	1	Director	-	-
Mr. Yothin Viriyenawat	-	-	-	-	-	-
Ms. Oh Whee Mian	-	-	-	-	1	Director

**Curriculum Vitae of Independent Director for proxy voting
(Data as of January 1, 2021)**

Name	Mr. Viroj Tangjetanaporn	Mr. Somchat Chinthammit
Age	60 years	63 years
Nationality	Thai	Thai
Address	256/9 Soi Sukhumwit 16 (Sammitr), KlongToey Sub-District, KlongToey District, Bangkok 10110	210 Soi Ratchapruk15, Bang Ramad Sub-district, Thalingchan District, Bangkok 10170
Education Background	Bachelor Degree of Finance University of New South Wales, Australia	Master Degree of Business Administration (Marketing) Thammasat University Master Degree of Business Administration (Marketing) Chulalongkorn University
Participation in IOD Program	- Certificate of Director Accreditation Programme (DAP), 30/2004 - Certificate of Audit Committee Programme (ACP), 4/2005 -Certificate of Corporate Governance for Capital Market Intermediaries (CGI), 1/2014	- Certificate of Director Accreditation Programme (DAP), 17/ 2004 - Certificate of Director Certification Programme (DCP), 55/ 2005 - Certificate of Audit Committee Programme (ACP), 8/2005 -Certificate of Corporate Governance for Capital Market Intermediaries (CGI), Executive Class/2014
Current Position (The Company)	Chairman of Audit Committee Chairman of Risk Management Committee and Independent Director	NRC Committee Member, RM Committee Member, Audit Committee Member and Independent Director
Appointment Date	March 8, 2007 (Independent director)	February 10, 2005
Directorship Tenure	12 years of Non-Authorised Director	15 years of Non-Authorised Director
Shareholding (as of December 31, 2020)	1,000 Ordinary Shares or 0.0002 % of paid up shares No change during the year	213,000 Ordinary Shares or 0.042% of paid up shares No change during the year
Work Experience	Nov 24, 2011 - Present - Director PropMaxx Company Limited Mar 8, 2007 - Present - Independent Director, Chairman of Audit Committee 2016 - Present - Chairman of Risk Management Committee UOB Kay Hian Securities (Thailand) Public Company Limited	Feb 2005 - Present - Independent Director, Audit Committee 2016 - Present - Member Risk Management Committee and Nomination Remuneration & Corporate Governance Committee UOB Kay Hian Securities (Thailand) Public Company Limited

**Curriculum Vitae of Independent Director for proxy voting
(Data as of January 1, 2021)**

Name	Mr. Viroj Tangjetanaporn	Mr. Somchat Chinthammit
Work Experience (continue)	Nov 2018 - Present - Director Nation International Edutainment Public Company Limited	2017 - Present - Director Khon Kaen Sugar Industry Public Company Limited 2003 - Present - Managing Director Top Blend International Company Limited 1988 - Present - Deputy Managing Director Bangkok Inter Food Company Limited 1988 - Present - Managing Director Thai Flour Industry Company Limited
No. of Board Meeting Attendance of 2020	5 times out of 5 times	5 times out of 5 times
Special interest in the agenda considered	Have in agenda appointment director	None

The qualifications of the Company's independent directors

The Company's independent directors shall have full qualifications as prescribed by the Articles of Association of the Company and the requirements of the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET) and must be able to express their opinions independently and to protect the interests of all shareholders equally and to avoid conflict of interest. **Qualification of Independent Directors**

1. Holding shares not exceeding one percent of the total share with voting rights of the Company, its Parent Company, its Subsidiary, its Affiliate or other juristic person which may have conflicts of interest, including the shares held by related persons of the independent director;
2. Neither being nor having been an executive director, employee, staff, or advisor who receives a regular salary, or a controlling person of the Company, its Parent Company, its Subsidiary, its Affiliate, same-level subsidiary, major shareholder or controlling persons of the Company unless the foregoing status has ended not less than two years prior to appointment;
3. Not being a person related by blood or registration under laws, such as father, mother, spouse, sibling, and child, including spouse of the children, executives, major shareholders, controlling persons, or persons to be nominated as executive or controlling persons of the company or its subsidiary;
4. No business relationship with the company, parent company, subsidiary company, associated company, major shareholder or the controlling person of the company in a manner that may obstruct the use of independent judgment. Including not being a significant shareholder or controlling person of a person who has a business relationship with the company, parent company, subsidiary company, associated company, major shareholder or the controlling person of the company both currently and before being appointed as an independent director for at least 2 years.

By the said business relationship including normal business transactions for business operations, rental or rental of real estate, transactions relating to assets or services, or providing or receiving financial assistance by accepting or lending loans and guarantees of assets as collateral for liabilities including other similar circumstances which resulted in the company or the contracting party has an obligation to pay to the other party 3% of the company's net tangible assets or 20 million baht or more, whichever is lower based on the method of calculating the value of connected transactions as announced by the Capital Market Supervisory Board which includes the debt burdens incurred during 1 year before the date of having a business relationship with the same person.

5. Not being an auditor of the company, parent company, subsidiary company, associated company, major shareholder or the controlling person of the company. And not being a significant shareholder (Holding more than 10 percent of the total shares with voting rights of the company Including those involved), persons with control power or partner of Audit office which have auditors of the company, parent company, subsidiary company, associated company, major shareholder or controlling person of the company, both at present and before being appointed as an independent director for at least 2 years.
6. Not being a professional service provider, including providing legal advisory services or financial advisor which receives service fees in excess of 2 million baht per year from the company, parent company, subsidiary company, associated company, major shareholder or the controlling person of the company. And not being a significant shareholder regulator or a partner of that professional service provider both currently and before being appointed as an independent director for at least 2 years.
7. Not currently a director appointed to represent the company's director major shareholder or shareholders who are related to the Company's major shareholder.
8. Not operating in a business of the same nature and in significant competition with the business of the company or its subsidiary or not being a significant partner in partnership or being a director that participates in the management, employees, consultants staff, who receive a regular salary or holding shares exceeding 1 percent of the total voting shares of other companies which operates businesses that have the same conditions and are in significant competition with the business of the company or its subsidiary.
9. Not having any characteristics which make him incapable of expressing independent opinions with regard to the company's business affairs.

After being appointed as an independent director of the Company Independent directors may be assigned by the board of directors to decide on the business operations of the company, parent company, subsidiary company, associated company, same-level subsidiary company, major shareholder or the controlling person of the company which can be decided in the form of a collective decision. By not being considered the independent committee as a committee with participation in management.

**ARTICLES OF ASSOCIATION
OF
UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COMPANY LIMITED**

**Chapter III
Directors and Their Powers**

15. The Company has a board of directors consisting of at least 5 persons. The board of directors must elect one of their members to be the Chairman and may elect another member to be a Vice- Chairman. At least one-half of the directors must have residence in Thailand.
16. A director need not be a shareholder of the Company.
17. A meeting of shareholders must elect the directors in accordance with the following procedures and rules:
- (1) Each shareholder has one vote for each share held;
 - (2) A shareholder may cast votes for each individual director or a group of directors as determined by a meeting of shareholders. In casting the votes, each shareholder must cast all the votes he/she has under sub-clause (1) above in electing the individual director or the group of directors, as the case may be, in which case those votes are not divisible; and
 - (3) The election of directors requires a resolution of shareholders passed by a majority vote. In the case of an equality of votes, the Chairman of the meeting must exercise a casting vote.
18. At every annual general meeting of shareholders, one-third (1/3) of the directors, or if it is not a multiple of three, then the number nearest to one-third (1/3) must retire from office.

There must be a drawing by lots to determine the directors retiring on the first and second years following the registration of the Company. In each subsequent year, the directors who occupy the position for the longest period must retire.

A retiring director is eligible for re-election.

34. The directors' fees and remuneration must be fixed by a meeting of shareholders.

The directors are entitled to remuneration from the Company in the form of award, meeting fee, reward, bonus or any other benefits in accordance with the Articles of Association or as approved by a meeting of shareholders which may be a fixed sum or subject to any conditions applicable from time to time. The directors may also be entitled to allowances and fringe benefits in accordance with the Company's regulations.

The provisions of the previous paragraphs will not prejudice the rights of the Company's staff or employees who are appointed to be the directors of the Company in respect of their entitlements to remuneration and benefits as being staff or employees of the Company.

Payment of fees and remuneration under the first and second paragraphs must not be in conflict with the qualifications of independent directors as may be required by the securities and exchange law.

**Chapter IV
Meeting of Shareholders**

35. A meeting of shareholders must be held in the area where the Company's head office is located or in any adjacent provinces or any other places as designated by the board of directors.
36. A meeting of shareholders must be held at least once in every year and this meeting is called a "general meeting". The general meeting must be held within four (4) months after the end of the accounting period of the Company.

Any other meeting of shareholders is called an "extraordinary general meeting".

The Board of Directors may call an extraordinary general meeting of shareholders any time the Board considers it expedient to do so.

One or more shareholders holding shares amounting to not less than ten (10) percent of the total number of shares sold may submit a written request to the Board of Directors for calling an extraordinary general meeting at any time, but the subjects and reasons for calling such meeting shall be clearly stated in such request. In this regard, the Board of Directors shall proceed to call a meeting of shareholders to be held within forty-five (45) days as from the date of receipt of such request from the shareholders.

In case the Board of Directors does not hold the meeting within the period as prescribed under paragraph three, the shareholders who subscribe their names or other shareholders holding the number of shares as required may call such meeting within forty-five (45) days from the completion of such period. In this regard, the meeting shall be considered as the shareholders' meeting called by the Board of Directors. The Company shall be responsible for necessary expenses arising from such meeting and reasonably provide facilitation.

In case the quorum of the shareholders' meeting called by the shareholders as prescribed under paragraph four is not formed according to Clause 38, the shareholders as prescribed under paragraph four shall be collectively responsible to the Company for expenses arising from such meeting.

37. To call a meeting of shareholders, the board of directors must prepare a notice indicating the place, date, time, agenda and matters to be proposed at the meeting together with any other appropriate details. The notice must clearly specify the matter for acknowledgment, approval or consideration, together with the opinion of the board of directors on those matters. The notice must be sent to the shareholders and the Public Companies Registrar seven (7) days or more before the meeting date. The notice must also be published in a newspaper at least three (3) days before the meeting date for a period of three (3) consecutive days.
38. A quorum of a meeting of shareholders requires twenty-five (25) shareholders or more 50% of the total number of shareholders, whichever is lower than, and holdings in aggregate one-third (1/3) or more of the total issued shares, present in person or by proxy (if any).
- If after one (1) hour from the time fixed for a meeting of shareholders a quorum has not been constituted, the meeting which was called at the request of shareholders must be dissolved. If the meeting is called other than at the request of the shareholders, an adjourned meeting must be called and a notice of the meeting must be sent to the shareholders seven (7) days or more before the date of the adjourned meeting. No quorum is required at the adjourned meeting.
39. A shareholder may appoint a proxy to attend and vote at a meeting of shareholders on his/her behalf. The instrument appointing a proxy must be made in writing, signed by the shareholder and made in a form prescribed by the Public Companies Registrar. The proxy instrument must be submitted with the Chairman or his/her assignee before the proxy attends the meeting. The proxy instrument must contain at least the following particulars:
- a) the amount of shares held by the shareholder;
 - b) the name of the proxy; and
 - c) the meeting at which the proxy is appointed to attend and vote.
41. The Chairman of the board of directors will act as the Chairman of the meeting of shareholders. If the Chairman is not present or is unable to discharge his/her duties, the Vice-Chairman will serve as the Chairman. If there is no Vice-Chairman or the Vice-Chairman is unable to discharge his/her duties, the shareholders attending the meeting must elect one of them to act as the Chairman.
42. In every meeting of shareholders, a shareholder has one vote for each share.
- A shareholder who has a special interest in any matter may not cast votes on that matter, except for the election of directors.
43. A resolution of shareholders must be passed by a majority of the votes cast by the shareholders present and eligible to vote at the meeting, except where it requires otherwise in these Articles of Association or by law or in any of the following cases where a resolution must be passed by three-quarters (3/4) or more of the votes cast by the shareholders present and eligible to vote at the meeting:
- (a) a sale or transfer of all or substantial part of the business of the Company to any person;
 - (b) a purchase or acceptance of transfer of business of other public or private companies;
 - (c) an entering into, amendment or termination of any agreement concerning a lease out of all or substantial part of the business of the Company or an assignment of the management control of the business of the Company to any person or a merger with any person for the purposes of profit and loss sharing;
 - (d) an amendment to the Memorandum or Articles of Association of the Company;
 - (e) an increase or reduction of capital;
 - (f) an issue of debentures; or
 - (g) an amalgamation or a dissolution of the Company.

Chapter VI **Dividends and Reserves**

48. A declaration of dividends must be approved by a resolution of shareholders or in case of interim dividends by a resolution of the board of directors.
- A written notice of dividend distribution must be sent to all shareholders and advertised in a newspaper for a period of three (3) consecutive days. The payment of dividends must be made within one (1) month after the date on which the resolution was passed.
49. The board of directors may declare interim dividends payable to all shareholders from time to time if they consider that the amount of profits justifies the declaration of interim dividends. After the interim dividends are paid, the board of directors must report to the shareholders at the next meeting of shareholders.
50. Dividends must be paid equally in proportion to the total number of issued shares unless these Articles of Association indicate otherwise for preference shares.

51. The Company must appropriate five (5) per cent or more of the annual net profits less retained losses (if any) as a legal reserve, until the legal reserve reaches a minimum of ten (10) per cent of the total registered capital.

In addition to the legal reserve, the board of directors may propose to the shareholders to pass a resolution approving other reserves as considered to be beneficial to the business operations of the Company.

Upon obtaining an approval from the shareholders, the Company may transfer other reserves, legal reserve, and share premium in respective order to set off the retained losses of the Company.

Chapter VIII
Books, Accounts and Audits

53. The accounting period of the Company commences from 1st January and ends on 31st December of each year.
55. The board of directors must arrange for the preparation of a balance sheet and profit and loss statement at least once in every twelve months, being an accounting period of the Company.
59. The auditors must be appointed by the annual general meeting of shareholders each year. A retiring auditor is eligible for re-appointment.
60. The auditors' remuneration must be fixed by a meeting of shareholders.
61. Any current directors, staff, employees or persons holding any position in the Company may not be appointed as the Company's auditors.
62. The auditors have the duty to attend a meeting of shareholders which is to consider the balance sheet, profit & loss statement, and any other issues relating to the Company's accounts in order to clarify the auditing process to the shareholders. The Company must deliver to the auditors all the reports and documents of the Company which will be sent to the shareholders for the purposes of that meeting.

**Guidelines for Proxy Appointment, Registration and Documents Required
In order to attend and vote in the Annual General Meeting of the Shareholders
UOB Kay Hian Securities (Thailand) Public Company Limited**

A) Appointment of Proxy

A copy of Proxy Form B has been delivered to each of the shareholders by the Company in order for any shareholder, which is unable to attend the meeting in person, to appoint any other person or any one of the Company's directors (specified by the Company) as a proxy of such shareholder.

In the event that a shareholder is desirous to appoint a proxy in general, such a shareholder may apply the Proxy Form A. Should a shareholder be a foreign investor for which a custodian in Thailand is appointed, such a shareholder may download and use the Proxy Form C available at www.utrade.co.th

1. Appointment of another person as a proxy:

- A proxy grantor must appoint and authorize only one proxy to attend the meeting and cast the votes on his/her/its behalf and the number of shares held by such a proxy grantor may not be split for more than one proxy in order to separate the votes.
- A proxy grantor must fill in information in the proxy form and the signatures of both the proxy grantor and the proxy must be correctly placed therein.
- A proxy must present and deliver the completed proxy form to the officer at the place of meeting prior to attending the meeting.

2. Appointment of the Bank's director(s) as a proxy;

- A proxy grantor must fill in the following names and information of the directors in order to appoint a proxy:
 - (1) Mr. Viroj Tangjetanaporn, Chairman of Audit Committee and Independent Director, 60 years of age, residing at 256/9 Soi Sukhumvit 16 (Sammitr), KlongToey Sub-District, KlongToey District, Bangkok 10110; and
 - (2) Mr. Somchat Chinthammit, Audit Committee Member and Independent Director, 63 years of age, residing at 210 Soi Ratchapruk15, Bang Ramad Sub-district, Thalingchan District, Bangkok 10170.
- Names and information of 2 directors of the Company must be specified in the proxy form in order for either one of such directors to be able to attend and vote in the meeting on your behalf such that if one of such 2 directors is not available, another director will then be able to do so.

B) Registration for Attending the Meeting

The Company will examine as to the accuracy and completion of the proxy form and open the registration counter for meeting attendance from 13.00 hours. **At UOB Kay Hian Securities (Thailand) Public Company Limited. Meeting (Training) Room 3rd Floor, No. 130-132 Sindhorn Tower 1, Wireless Road, Lumpini, Pathumwan, Bangkok 10330**, as per the attached map.

Any person who wishes to attend the meeting must present the following documents (as the case may be) for registration prior to attending the meeting:

1. In the event that the shareholder is a natural person:

1.1 Attendance in person: A valid official ID card in where a photograph is shown, e.g. personal ID card, driving license, or passport.

1.2 Attendance by proxy:

- (a) a proxy form, the form of which is attached hereto together with the notice for calling the annual general meeting of the shareholders, that is completely filled, signed by the proxy grantor (the shareholder) and the proxy, and together with Baht 20 of stamp duty affixed;
- (b) a copy of the proxy grantor's official ID card as referred to in 1.1 certified true and correct by the proxy grantor; and
- (c) an original of the proxy's official ID card as referred to in 1.1.

2. In the event that the shareholder is a juristic person:

2.1 Attendance in person by an authorized representative of the shareholder:

- (a) an original of such authorized representative's official ID card as referred to in 1.1; and

- (b) a copy of the Affidavit or Certificate of Incorporation of the shareholder showing the name of such authorized representative as a person having power and authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified true and correct by such authorized representative.

2.2 Attendance by proxy:

- (a) a proxy form, the form of which is attached hereto together with the notice for calling the annual general meeting of the shareholders, that is completely filled, signed by the proxy grantor (the shareholder) and the proxy, and together with Baht 20 of stamp duty affixed;
- (b) a copy of the Affidavit or Certificate of Incorporation of the shareholder showing that the name of the person who signs in the proxy form as the proxy grantor is an authorized representative of the shareholder having power and authority to act on the shareholder's behalf and such copy of the Affidavit or Certificate of Incorporation must be certified true and correct by such authorized representative; and
- (c) an original of the proxy's official ID card as referred to in 1.1.

3. In the event that the shareholder is a non-Thai shareholder or is a juristic person incorporated under foreign laws:

Provisions specified in paragraphs no.1 and 2 above shall be applied *mutatis mutandis* to a non-Thai shareholder or, as the case may, be a shareholder which is juristic person incorporated under foreign laws subject to the following conditions:

- (a) Affidavit or Certificate of Incorporation of such juristic person may be issued by either the governmental authority of the country in where such juristic person is situated or by an officer of such juristic person, provided that such an Affidavit or Certificate of Incorporation must contain the name of the juristic person, the address of the head office of the juristic person, and the name(s) of the person(s) having authority to sign on behalf of the juristic person together with any restrictions or conditions of the power of such person(s); and
- (b) English translation is required to be attached for any original document which is not made in English and such translation must be certified by the authorized representative(s) of such juristic person.

C) Vote Casting and Counting

The Chairman of the meeting will inform the meeting as to the methods of vote casting and counting prior to discussion of meeting agenda.

1. Vote Casting

- Each of the shareholders shall have one vote per share.
- The Chairman will ask the meeting as to whether there are any shareholders who wish to object (disapprove) or abstain their voting and ask such shareholders to raise their hands.
 - If there are any disapproved or abstained votes by the raising hand shareholders, such shareholders must record their disapproved or abstained votes in the ballots previously given to the shareholders prior to attending the meeting room. The Chairman will then ask the Company's officer(s) to collect and count the votes in the ballots. Any non-raising hand shareholders shall be deemed as casting their approval votes as proposed by the Chairman.
 - If there is no shareholder raising hand for objection or abstain, it shall be deemed that the meeting unanimously resolves to approve such agenda, unless there are checked marks of disapprove or abstain votes specified in the proxy form given to the Company where the Company has recorded and counted such disapprove or abstain votes for the re-agenda.
- In the event where a shareholder has appointed a proxy to attend and vote on its behalf pursuant to its intention already been specified in the proxy form, the Company will count and record such votes at the time of registration for attending the meeting in order to facilitate the proxy such that the proxy will not have to cast the votes in the ballot again in the meeting and such votes will then be added up with the votes aforementioned.

2. Vote Counting

- A barcode system will be applied by the Company for counting votes.
- In counting the number of votes of each agenda of the meeting, the Company will count the votes of the shareholders which cast in the meeting and those specified in the proxy form previously given to the Company by the proxy prior to attending the meeting room while the number of disapprove or abstain votes will be subtracted from the total number of votes of the shareholders attending the meeting and entitled to vote.
- After the end of casting the votes in each agenda, the Chairman will announce the result of vote counting by informing the meeting the number and percentage of approval votes, disapproval votes and abstain votes, separately.

Guidelines to prevent the infection of COVID-19 with support the measures of the Department of Disease Control, Ministry of Public Health.

1. Before Meeting

- 1.1 Screening of the participants by taking the temperature and observing by Company's staff to indicate the participants who are in fever and /or respiratory symptoms before the meeting.

Guidelines

- In case of participants have one of the following symptoms including, but not limited to, fever (with a temperature 37.5 degree Celsius or higher), cough, sore throat, sneezing and runny nose,
 - In case of participants, showing symptoms of fever, or anyone who has returned from a high-risk country less than 14 days before the meeting
 - The Company reserves the right to deny entry to anyone for participation in AGM Meeting. (Accordingly, participants could grant the proxy to the Company's Independent Directors in order to vote on your behalf. Questions for each agenda items can be submitted in advance as usual.)
 - In case of participants have no the above-said symptoms.
 - The Company shall identify a sticker marked clearly before attending the meeting.
- 1.2 The Company will provide a hand-washing point or alcohol gel adequately in the meeting venue, especially in areas with a lot of common uses such as meeting rooms, registration points and etc.
- 1.3 The Company will emphasize the venue staff to clean equipment and a lot of common uses areas with liquid detergent, cleanser and /or 70% alcohol regular basis.

2. During Meeting

The Company requests the participants who are admitted to the Annual General Meeting of Shareholders 2020 follow these recommendations;

- 2.1 Wear a facemask at all times;
- 2.2 Wash your hands often with soap or hand sanitizer;
- 2.3 Avoid touching your eyes, nose and lips with unwashed hands;
- 2.4 Avoid sharing items with other people;
- 2.5 Leave the meeting immediately if you develop a fever, cough, runny nose, sore throat or breathing difficulties;

3. After Meeting

The Company encourages the participants to wash your hands with soap and /or alcohol gel sufficiently after the meeting finished.

For registration and seating in the meeting room, the company had set the distance according to the social distancing measures and in the event that the seats in the meeting room were full, the company requested the cooperation of the shareholders in the granting of a proxy for the meeting or sent a voting card when registration was completed instead of attending the meeting in person.

Due to the situation of the COVID-19, the Company is well aware of and concerned over the risk of the infection at shareholders' meeting as well as the safety of the meeting attendants, and therefore, kindly asks shareholders to be informed and cooperate with the following measures:

- 1. For shareholders or proxies who belong to the high risk group i.e. those recently travelled to or returned from high risk countries as announced by the Ministry of Public Health or have been in close or touch with people who travelled from other within 14 days before the date of meeting or show respiratory symptoms or having a fever a body temperature of 37.5 degrees Celsius or higher and or In the case of encountering high risk individuals, the Company reserves the rights to refuse their attendance at the meeting. In this connection, such shareholders can authorize others or the Company's independent directors to attend the meeting on their behalf.
- 2. Shareholders can submit the authorization documents or ask questions about the meeting regulations agenda at the Company Secretary or Investor Relations Department per the Company's address as follows, UOB Kay Hian Securities (Thailand) Public Company Limited No. 130- 132 Sindhorn Tower 1, 2nd 3rd Floor, Wireless Road, Lumpini, Pathumwan, Bangkok 10330, Email: legal@uobkayhian.co.th
- 3. The Company shall provide alcohol gel to be accessible in front of the meeting room.
- 4. Each attendee will be required to stand at any queuing line for health screening, documents check and registration, with approximately at least 1 - 2 meters space from each other, including the seats in the meeting room, this will significantly limit the number of 20 seats available in the meeting room. When the seats are fully occupied, shareholders can authorize others or the Company's independent directors to attend the meeting on their behalf. The Company kindly requests all meeting attendees to prepare your own facemask and wear a facemask at all times.

5. Neither lunchbox nor coffee or tea will be served at the meeting; also, eating and drinking are strictly prohibited in the meeting venue in order to minimize the risk of the disease infection.
6. On the meeting day, the Company kindly request shareholders, who wish to ask questions, to write down and submit the question at the registration counter or in the meeting room instead of speaking through microphone. Paper note and pen shall be provided for convenience. For the questions that are not addressed during the meeting, the Company will post the answers in the website.
7. Attendees shall be required to fill in the health declaration at the registration counter or give information in advance via: <https://uobkh.covid.set.or.th/register>

Please note that concealment of health information or traveling record could be considered a violation of the Communicable Diseases Act B.E. 2558.

Affix Stamp
Duty Baht
20.00

PROXY Form B.

Made at _____

Date _____

(1) I/We, _____ Nationality: _____
_____, residing at _____

(2) Being the shareholder of UOB Kay Hian Securities (Thailand) Public Company Limited, holding _____
_____ shares, and have voting rights equal to _____ vote(s) as follows.

(3) I/We hereby authorize and appoint either one of the following persons;

- ☐ _____ age _____ years old,
residing at _____
or
☐ Mr. Viroj Tangjetanaporn, Chairman of Audit Committee and Independent Director, 60 years of age,
residing at 256/ 9 Soi Sukhumwit 16 (Sammitr) , KlongToey Sub- District, KlongToey District,
Bangkok 10110; or
☐ Mr. Somchat Chinthammit, Audit Committee Member and Independent Director, 63 years of age, residing
at 210 Soi Ratchapruk 15, Bang Ramad Sub-district, Thalingchan District, Bangkok 10170.

only one of them as my/our proxy to attend the meeting and to vote on my/our behalf at the Annual General Meeting of Shareholders 2021 to be held on 23rd April 2021 at 13.30 hours, **at UOB Kay Hian Securities (Thailand) Public Company Limited. Meeting (Training) Room 3rd Floor, No. 130-132 Sindhorn Tower 1, Wireless Road, Lumpini, Pathumwan, Bangkok 10330**, or as may be postponed to other date, time and place.

(4) I/We authorize the proxy to vote on my/our behalf at the Meeting as follows:

Agenda 1 To certify the Minutes of the Annual General Meeting of Shareholders 2020

- ☐ (a) The proxy holder shall vote independently as to his /her consideration
☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows.
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 2 To acknowledge the report on the Company's operating results for the year 2020

(This agenda is for acknowledgment therefore, voting is not required.)

Agenda 3 To approve the Company's Financial Statement for the financial year ended 31 December 2020

- ☐ (a) The proxy holder shall vote independently as to his /her consideration
☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows.
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 4 To approve the profit apportionment and dividend payment derived from operating results for the financial year ended 31 December 2020

- ☐ (a) The proxy holder shall vote independently as to his /her consideration
☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows.
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 5 To consider and approve the appointment of directors replacing those retired by rotation

- ☐ (a) The proxy holder shall vote independently as to his /her consideration
☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows.

Approve the appointment of all directors

☐ Approve ☐ Disapprove ☐ Abstain

Approve each director

1) Mr. Viroj Tangjetanaporn

☐ Approve ☐ Disapprove ☐ Abstain

2) Mr. Yothin Viriyenawat

☐ Approve ☐ Disapprove ☐ Abstain

3) Ms. Oh Whee Mian

☐ Approve ☐ Disapprove ☐ Abstain

Agenda 6 To approve the directors' remuneration for the year 2021

- ☐ (a) The proxy holder shall vote independently as to his /her consideration
☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows.
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 7 To approve the appointment of auditors and their remuneration for 2021

- ☐ (a) The proxy holder shall vote independently as to his /her consideration
☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows.
☐ Approve ☐ Disapprove ☐ Abstain

Agenda 8 To consider any other business (if any)

- ☐ (a) The proxy holder shall vote independently as to his /her consideration
☐ (b) The proxy holder shall vote according to the shareholder's requirement as follows.
☐ Approve ☐ Disapprove ☐ Abstain

(5) Voting of proxy holder in any agenda that is not as specified in this proxy shall be considered as invalid and not my voting as a shareholder.

(6) In case I have not declared a voting intention in any agenda or my determination is not clear or in case the meeting consider or passes resolution in any matters apart from agendum specified above, including the case that there is any amendment or addition of any fact, the proxy holder shall have the right to consider and vote as to his/her consideration.

I/We shall be fully liable for any action taken by the proxy holder at the Meeting, except for the case that the proxy holder does not cast the vote as specified in this proxy form.

Signed _____ Grantor
()

Signed _____ Proxy
()

Remark

1. A Shareholder shall appoint only one proxy holder to attend and vote at the Meeting. A Shareholder may not to split shares and appoint more than one proxy holder in order to split votes.
2. In agenda regarding the appointment of new directors. The ballot can be either for all the nominated candidates as a whole or for an individual nominee.
3. In case there is any further agenda apart from specified above brought into consideration in meeting. The proxy holder may use the Attachment to Proxy Form B.



Annual Report Requisition Form

Date: _____

Attention:

Company Secretary,
UOB Kay Hian Securities (Thailand) Public Company Limited.

I, _____ Nationality _____

Address, _____

Please mark ☐ in ()

Request for printed copy of Annual Report for the year 2020, means of receiving of the printed documents:

() The Company sends the documents to the same address as above-mentioned.

() The Company sends the documents to the address below:

Address, _____

Tel. _____

Remarks: After completion of the information above, please return this form to UOBKH:

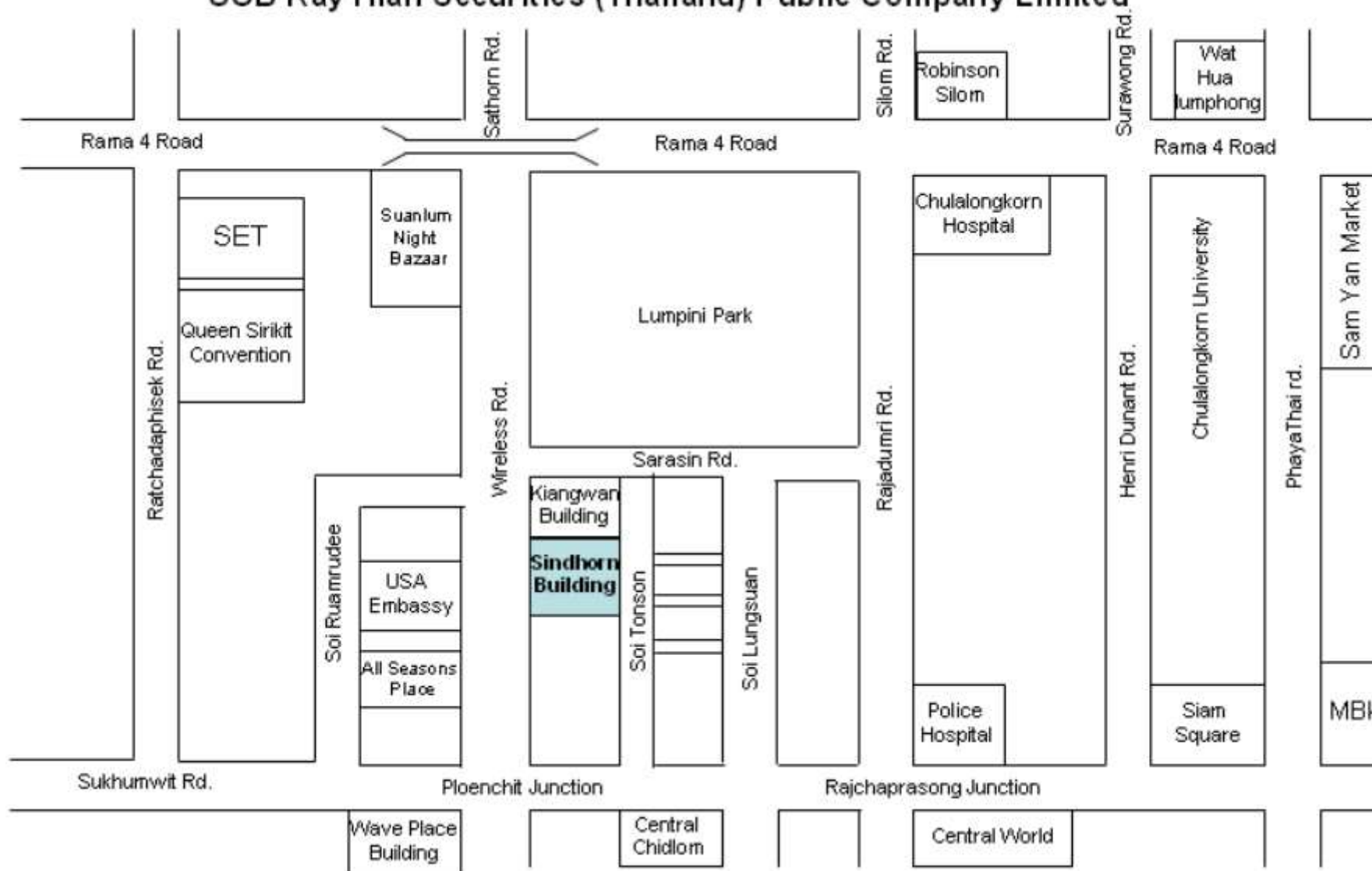
- By fax 66-2651-4338 or

- By e-mail legal@uobkayhian.co.th

Should you have any query or suggestion, please contact

Mr. Pirahuht Usubzin Tel. 66-2659-8427 or 02-659-8000 Ext 8427

UOB Kay Hian Securities (Thailand) Public Company Limited



2021 Annual General Meeting of Shareholders of UOB Kay Hian Securities (Thailand) Public Company Limited. On Friday 23rd April 2021, at 13.30 hours.
At UOB Kay Hian Securities (Thailand) Public Company Limited. Meeting (Training) Room 3rd Floor, No. 130-132 Sindhorn Tower 1, Wireless Road, Lumpini, Pathumwan, Bangkok 10330