

(Translation)

**Minutes of Annual General Meeting of Shareholders No. 21
of
Trinity Watthana Public Company Limited**

Date, Time and Place

The Meeting was held on 26th April, 2023 at 2.00 p.m. at the Meeting room, 25th floor, 179 Bangkok City Tower, South Sathorn Road, Kwang Thungmahamek, Khet Sathorn, Bangkok.

Attendants

The Company closed the register book at 2.00 p.m. There were 25 shareholders present in person and 23 shareholders by proxies, altogether 48 shareholders, representing 86,261,484 shares or 40.23 percent from the total issued and paid up of 214,404,846 shares. The quorum was thus satisfied according to the Company's Articles of Association.

Preliminary Proceedings

Mr. Pakhawat Kovithvathanaphong, Chairman of the board of directors, welcomed the shareholders attending the Meeting. The register book was closed at 2.00 p.m. of which the quorum was satisfied according to the Company's Articles of Association. To orderly conduct the meeting and record the minutes, the Chairman requested the Company Secretary to inform the following voting procedures for each agenda:

1. A shareholder's voting right was directly proportionate to the number of shares held.
2. For shareholders who granted proxies to independent director or Chief Executive Officer, the Company would include and record the casting votes as specified for each agenda by the shareholders.
3. During each agenda, if any attending shareholder or proxy would like to propose any opinions or questions, the shareholder should raise his/her hand to ask for the permission. When the Chairman allowed, the shareholder reported the name to the Meeting before proposing the opinions or questions. The opinions or questions should be related to the agenda, if not, the shareholder should propose his/her opinion or question to the Meeting after finishing all agendas.
4. The Company Secretary shall inform the Meeting for voting required in each agenda before requesting for shareholders' voting.
5. In the event that there were no dissenting opinions, or opinions that differed from those of the Chairman, or the Board of Directors, the Meeting would consider an issue certified and resolved unanimously.
6. In the event that any attending shareholder cast a dissenting vote on any of the proposed agenda, the shareholder should fill out the voting ballot and submit it to a Company's officer so that the votes for that particular agenda could be recorded.
During gathering the votes of each agenda, the Chairman may consider propose next agenda to the Meeting and reported the casting votes when the staff finished the count.
7. In voting, a ballot is considered voided when, but not limited to, a shareholder cast on more than the permitted number of votes or when there was no signature of meeting participants ratifying the strikethrough information on the ballot. Splitting a vote on a ballot shall also invalidate a ballot, with the exception given to the custodians.

The Company Secretary requested for a volunteer to observe the counting of votes. Ms. Maneerat Lertvongpakdee, a proxy of one shareholder, accepted to be the observer.

The Company Secretary reported to the Meeting that the Company has granted the minority shareholders right to propose the agenda and to nominate candidates to be elected as directors in advance. The criteria and procedures were posted via SET and the Company's website on January 4, 2023 and required shareholders to submit any proposal within February 14, 2023. However, there was no proposal submitted to the Company.

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The Company Secretary reported that 11 of the 12 directors attended the meeting, accounting for 91.67% and introduced the directors, independent directors, management and external auditors attending the Meeting as follows:

Independent directors and audit committee

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|------------------------------------|---|
| 1. Mr. Abhichart Arbhabhira | Chairman of Audit Committee and Member of Nomination and Compensation Committee |
| 2. Dr. Panja Senadisai | Chairman of Nomination and Compensation Committee |
| 3. Mr. Pairote Varophas | |
| 4. Mr. Kampanart Lohacharoenvanich | |

Independent director / non-executive directors

- | | |
|----------------------------------|---|
| 1. Mr. Nitipol Chaisakulchai | Member of Nomination and Compensation Committee |
| 2. Mr. Kanavuti Wattanateerach | Member of Nomination and Compensation Committee |
| 3. Professor Dr. Arnat Leemakdej | Director |
| 4. Mr. Udomsak Rojviboonchai | Director |

Executive directors and management

- | | |
|---------------------------------|---|
| 1. Mr. Charnchai Kongthongluck | Chief Executive Officer and President of Trinity Securities Co., Ltd. |
| 2. Dr. Visit Ongpipattanakul | Managing Director of Trinity Securities Co., Ltd. |
| 3. Ms. Suwannee Limpanavongsaen | Deputy Managing Director and CFO of Trinity Securities Co., Ltd. |
| 4. Ms. Niyada Jangtrakul | Deputy Managing Director of Trinity Securities Co., Ltd. |

Absent director

- | | |
|--------------------------|---|
| 1. Mr. Sorayouth Prompoj | Independent Director due to affected COVID-19 virus |
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Representative of external auditor (EY Company Limited)

1. Ms. Kirdsiri Kanjanaprakasit
2. Ms. Pattama Vanprasitporn

For safety and hygienic of all attendants, the Company Secretary inform the attendants to always wear mask throughout the Meeting and in the Company area and also inform the procedures for emergency evacuation and gathering location.

The Company's articles of association regarding the shareholders' meeting and the voting could be examined from the attachment 4 (page 40-42) of the notice of the meeting.

According to The Personal Data Protection Guideline for the 2022 Annual General Meeting of Shareholders in the page 45 of the notice of the meeting. The Company Secretary informed the Meeting that the Company will collect, use and disclose the personal data that may identify your identity within the relevant scope of the Shareholders' Meeting including identity verification, evidence for attending the meeting to cast your vote electronically. The Company would record the video and ready for publishing to requested shareholders who request according to the company's procedures and the exercise of rights must be in accordance with applicable laws and regulations. The Company may refuse to take actions as requested if such refusal is permitted by law.

There were no questions or other opinions. The Chairman then declared the Meeting duly convened to consider the agenda as follows:

1. To consider and adopt the Minutes of the Annual General Meeting of Shareholders No. 20 held on 29th April, 2022

The Chairman proposed that the Meeting adopt the Minutes of the Annual General Meeting of Shareholders No. 20 held on 29th April 2022, copies of which had been sent to shareholders, together with the notice of this Meeting.

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Resolved It was unanimously resolved that the Minutes of the Annual General Meeting of Shareholders No. 20 held on 29th April 2022 be adopted. Details of the voting were as follows:

Approved	86,261,484	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	0.00%
Voided ballot	0		

2. To consider and acknowledge the Company's operating results for the year ended 31st December 2022

The Chairman requested that Mr. Charnchai Kongthongluck, CEO, inform the Meeting the Company's operating results.

Mr. Charnchai reported that in 2022, The reasons of the decline in the world stock market were inflation concerns caused by the war between Russia and Ukraine. As a result, commodity prices soar that it affects production costs. This factor also makes various central banks, especially the Federal Reserve, had to resort to extreme strict monetary policy to restrain the increase in inflation. It inevitably put pressure on the demand sector and liquidity in the capital market. The global stock market dropping sharply reflected through the decline of the MSCI World all countries index at the level of 20%,

While Thai stock market swings sideways with a return of 0.7% . The stock market index at the end of December closed at 1,669 points increased from 1,658 points at the end of 2021. For Thailand, the reason why our stock market remained stronger than other stock market, this is mainly due to the fact that the Thai economy has just recovered from a low base and has not stepped up to the level before the Covid event. Therefore, the Bank of Thailand still does not have to rush to raise interest rates like other countries. When combined with the opening of the country leading to an increase in the arrival of foreign tourists and ongoing measures to stimulate government spending, this allows the Thai economy to continue to recover strongly in 2022.

From such factors, the average daily trading value of securities for the whole year was Baht 76,773 million, a decrease from 2021 at Baht 93,846 million or a decrease of 18.19%. The Company market share in 2022 is 0.87% decreased from 0.96% in 2021 resulted from the decrease in retail investors' trading volume.

In 2022, foreign investors and domestic institutions play an increasing role. The proportion of trading value of foreign investors increased to 45.6% from 2021 at 37.5% and the proportion of trading value of domestic institutional investors increased to 7.5% from 2021 at 6.6 percent, while other types of investors had a decrease in the proportion of securities trading. Retail investors' share of securities trading decreased to 39.0% from 46.5% in 2021, and securities company accounts decreased to 8.0% from 9.4% in 2021.

For the futures market, the trading volume slightly increased from 2021. The volume of contracts traded from 135.12 million contracts in 2021 to 136.32 million contracts in 2022. In 2022 SET50 Index and currency futures were more popular while trading in single stock futures was decreased. The main group of TFEX investors is still retail investors which was 47% of total trading volume same as year 2021. The proportion of trading value of foreign investors increased to 24% from 2021 at 22%. The Company's market share in TFEX was 0.23%, falling from 0.25% in 2021.

In managing private funds, as the stock market is very volatile, it caused some customers to reduce the investment proportion to reduce the risk. The total asset value of domestic private equity funds decreased from 4,678 million baht at the end of 2021 to 2,747 million baht at the end of 2022, or a 41% drop in asset value from 2021. The private fund return was 2.40% in 2021 which was lower than SETTRI. The average return of 16 years was 16.42%

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The company is a financial advisor for listing of 3 companies continuously in 2022 and for issuing and offering of debentures of 7 companies.

The company also emphasizes importance to ethical management in accordance with the practice of good corporate governance. The company was assessed by the Thai Institute of Directors Association for the Corporate Governance of Listed Companies for the year 2022. It was a listed company that received a rating of "Excellence" in accordance with the ASEAN CG Scorecard standard. The 2022 shareholders' meeting by the Thai Investors Association has been consistently rated as "Excellent".

Since the Company has been certified from the Private Sector Collective Action Coalition Against Corruption (CAC) Committee as one of the members of the CAC in 2015 and continuously renewed the member status with the CAC. This represented that the Company anti-corruption policy be implemented at all level from the Company thru the subsidiaries.

For the company's operating results in 2022, the company had a total income of Baht 831 million, a decrease of 17.53 percent from the year 2021 with a total income of Baht 1,008 million. The main source of the increase in revenue came from interest income from margin loans and short-term loans, which is increased by 38.53%, while other income decreased, namely, brokerage fees decreased by 24.15%, advisory fees decreased by 25.58%, and total profit and return on total investment decreased 71.73%. While operating and administrative expenses decreased from Baht 702 million in 2021 to Baht 613 million, a decrease of 12.66 percent, the company's net profit in 2022 was Baht 178 million, decreasing from the net profit of 2021 with the amount of Baht 250 million or a decrease by 28.68%. Return on equity decreased from 14.92% to 10.21%.

Details of 2022 operating results had been presented in the Annual Report, which had been sent to shareholders along with the invitation to attend the shareholders' meeting.

Mr. Charnchai informed the Meeting that this agenda is to explain the operating results to the Meeting and no voting was required. Then he asked the Meeting whether there were any questions.

Should there be no any question, Mr. Charnchai concluded that the Meeting acknowledge the Company's operating results for 2022.

3. To consider and approve the financial position and income statements for the year ended December 31, 2022

The Chairman requested that Ms. Suwannee Limpanavongsaen, Deputy Managing Director, present the details of the financial statements.

Ms. Suwannee then presented the details of the financial statements for the year ended December 31, 2022. These statements which had been reviewed and audited by the Company's auditor could be summarized as follows:

- Total assets of Baht 7,238 million at the end of year 2022 increased from Baht 6,412 million at the end of year 2021 due to the increase in current assets from Baht 5,881 million to Baht 6,711 million. Whereas the Company's total liabilities were Baht 5,499 million compared to the total liabilities of Baht 4,656 million at the end of 2021 due to the increase in current liabilities from Baht 3,884 million to Baht 4,641 million.
- The main assets comprised of the increase in receivables from securities and derivatives business from Baht 3,660 million at the end of 2021 to Baht 4,523 million at the end of 2022 and the decrease in loans to others from Baht 1,204 million at the end of 2021 to Baht 1,126 million.

As for securities business receivables in the amount of 479 million baht that defaulted on the purchase of shares of a listed company at the Stock Exchange of Thailand, unusual trading was found in November 2022. The subsidiary filed a complaint to prosecute such debtor and other persons involved or used to be related to the debtor on charges of fraud. The company considers facts and progress in litigation by various official agencies related as follows:

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The committee of the Anti-Money Laundering Office (“AMLO”) : agreed and approved that the case shall be submitted to the public prosecutor to file a petition with the court to issue an order to seize the assets as state property on 7 February 2023.

The public prosecutor : determined that the gathered evidence showed that the accused and its associates involved or previously involved with the offender of the fraudulent activities, and therefore filed a petition with the court on 16 February 2023.

The Civil Court : issued an emergency motion for the temporary seizure and attachment of assets related to the alleged wrongdoing until it is otherwise adjudicated on 16 February 2023.

The Securities and Exchange Commission (“SEC”) : stated to the Economic Crime Suppression Division of the Central Investigation Bureau (“ECD”) that receivable and 18 co-offenders had caused the general public to misunderstand the price or volume of securities transactions, thereby violating the Securities and Exchange Act B.E.2535 (1992) and constitutes an unfair practice that constitutes a criminal offense under the Anti-Money Laundering Act B.E.2542 (1999). The SEC reported the case to the AMLO for further action on 10 February 2023.

Therefore the management have determined that this event is an abnormal transaction, as it was carried out with fraudulent intent. Such conduct is prohibited by law and runs counter to public order and good morals. Therefore this event must be cancelled and the transaction must be treated as if it had never occurred. Setting up the allowance for expected credit losses may have an adverse affect on the case that the subsidiary has filed with the AMLO on 16 February 2023, seeking protection of its rights from the predicate offense. It may also adversely affect the case under which the Company has filed the complaint alleging fraudulent conduct with the ECD. Since the setting up the allowance for expected credit losses could be interpreted as the subsidiary’s acceptance of the disputed transactions as being valid, along with the acceptance of the damage caused. In this regard, the subsidiary has not recorded any allowance for expected credit losses related to the overdue securities business receivables mentioned above. The management of the Company and the subsidiary believe that there is a high probability that this transaction will be cancelled and treated as if it had never occurred. The overdue amount is expected to be fully reimbursed from assets totaling Baht 4,470.87 million with interest thereon, which are seized in accordance with the court order.

- The main liabilities comprised of borrowings for both settlement and margin loans amounted to Baht 4,781 million compared to Baht 3,815 million in 2021 which included short-term borrowings of Baht 4,044 million and long-term debentures amounted to Baht 737 million.
- The Company’s shareholders’ equity was Baht 1,740 million compared to Baht 1,756 million at the end of 2021. The Company and subsidiaries’ earnings was amounted to Baht 178 million in 2022. But the Company paid final cash dividends from operating results in 2021 in the amount of Baht 161 million and 2022 interim dividend amounted to Baht 38 million.
- Details on revenue and expenses had already been explained in the Agenda2.

The financial position and the income statements had been considered by the Board of Directors, and the Audit Committee. The reports of the Board of Directors, Audit Committee and Auditor could be found in the Annual Report, which had been sent to shareholders along with the invitation to attend the shareholders’ meeting. The auditor has qualified opinion on the allowance for expected credit losses since the management are currently unable to find the past comparable cases or any supporting evidence to validate their belief. As a result, the auditor was unable to obtain sufficient appropriate audit evidence for the allowance for expected credit losses for such overdue receivable to conclude whether the allowance should be set up, and if so, what the appropriate balance of the allowance should be. Any adjustments necessary would result in a decrease in the total assets and retained earnings in the consolidated statement of financial position and the separate statement of financial position (which presented investments in subsidiaries under the equity method) as at 31 December 2022, and a decrease in the profit and total comprehensive income in the consolidated and separate statements of comprehensive income.

Ms. Suwannee asked the Meeting whether there were any questions.

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Mr. Wijitr Jitjingjai, the shareholder, asked whether the decrease in private fund was related to the litigation case.

Ms. Suwannee answer that it is not related each other and informed the Meeting that at 2.30 p.m. there were 3 additional shareholders presented. Thus, there were 28 shareholders present in person and 23 shareholders by proxies, altogether 51 shareholders, representing 86,415,803 shares or 40.30 percent from the total issued and paid up of 214,404,846 shares.

Should there be no any question, Ms. Suwannee then proposed the Meeting to approve the financial position and income statements for the year ended December 31, 2022.

Resolved It was resolved by majority votes that the financial position and income statements for the year ended December 31, 2022 be approved. Details of the voting were as follows:

Approved	86,405,691	votes	99.9883%
Object	112	votes	0.0001%
Abstained	10,000	votes	0.0116%
Voided ballot	0		

4. To consider and approve the appropriation of the profits, dividends and legal reserve for the year 2022

4.1 To consider and approve the appropriation of profits as legal reserve

The Chairman requested that Mr. Charnchai Kongthongluck present the details of this agenda.

Mr. Charnchai reported that according to Section 116 of the Public Company Act B.E. 2535 (1992), the Company was required to appropriate a portion of net profit as legal reserve at a rate of not less than 5.0 percent of net profit for the year after deducting the forwarded retained loss (if any) until the total amount of the legal reserve was not less than 10.0 percent of registered capital. In 2021, the Company's net profit in the separate financial statements was Baht 178,397,102. The board of directors was of the opinion that the Meeting considered and approved the appropriation of profit as legal reserve amounted to Baht 8,963,504 for the year 2022. After the appropriation of profit, legal reserve was Baht 100,597,963.

Mr. Charnchai asked the Meeting whether there were any questions.

When there was no question, Mr. Charnchai proposed that the Meeting consider and resolve the agenda.

Resolved It was unanimously resolved that the Meeting approve the appropriation of profit as legal reserve amounted to Baht 8,963,504. Details of the voting were as follows:

Approved	86,415,803	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	0.00%
Voided ballot	0	votes	

4.2 To consider and approve the dividend payment for the year 2022

The Chairman requested that Mr. Charnchai Kongthongluck present the details of this agenda.

Mr. Charnchai reported that the company's dividend payout policy has been set at no less than 50% of consolidated net profit and no more than the unappropriated retained earnings of the separate financial statements. Record of dividend payments for the year 2019 to 2021, the net profit and unappropriated retained earnings for the year 2022 were presented in the notice of the meeting. Net consolidated profit was Baht 178 million and retained earnings of the separate financial statements was Baht 275 million.

Since the subsidiary's securities business receivable of Baht 479 million had defaulted on payments of outstanding positions resulting from purchase orders made for shares of a listed company ("MORE") which was identified as potentially abnormal purchase and sale transactions and under the litigation process. The subsidiary has not recorded any allowance for expected credit losses as reported in the Agenda 3. For conservative and prudent, it is considered to wait for the progress of petition.

The board of directors proposed the Meeting to approve no final dividend payment for the year 2022 and approve the interim dividend of Baht 0.175 per share, totaling Baht 37,520,848 paid on September 9, 2022.

Mr. Charnchai asked the Meeting whether there were any questions. When there was no question, he proposed that the Meeting consider and resolve the agenda.

Mr. Thanawat Pinrod, the shareholder, asked about how to vote this agenda if he would like to approve only interim dividend.

Mr. Supot Ouachailertkul, the shareholder, commented that the Meeting should acknowledge the interim dividend payment.

Ms. Suwannee Limpanavongsaen, Deputy Managing Director, informed that according to the Public Company Act, the dividend payment must be approved by the shareholders. In case of there was interim dividend payment, the board of director has to propose to the shareholders' meeting to approve together with the final dividend payment.

Mr. Supot ouachailertkul, the shareholder, asked about the collateral of the defaulted debt Baht 479 million and how long does it take for this case?

Mr. Abhichart Arbhahirama, the chairman of audit committee, explained that the public prosecutor determined that the gathered evidence showed that the accused and its associates involved or previously involved with the offender of the fraudulent activities, and therefore filed a petition with the court to seize the assets and attachment of assets related to the alleged wrongdoing which was totaling Baht 4 thousand million. We have filed the petition with the AMLO, seeking protection of the rights, including compensation for the damage of assets related that have been attached as a result of the offense mentioned above. The civil court will start the investigation process on 8 May.

Mr. Charnchai Kongthongluck, CEO, additionally informed that the buy transaction of MORE was on 10 November 2022 and settlement on 14 November 2022. Since the receivable did not pay, the securities companies have to pay to clearing house to settle with the selling side. But due to abnormal transaction was found before settlement date, all securities firms have decided to hold all assets relating to MORE transactions until they were seized by court order as Khun Abhichart explained. The management believe that there is a high probability that this transaction will be cancelled and treated as if it had never occurred. To set up the allowance for expected credit losses could be interpreted as the subsidiary's acceptance of the disputed transactions as being valid, along with the acceptance of the damage caused.

Mr. Wijit Jitjingjai, the shareholder, asked whether in case we recover full amount, there will be dividend payment or not.

Mr. Charnchai informed that this would be considered when the case has finally recovered.

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Mr. Wijit Jitjingjai, the shareholder, asked if the result is to return the seized assets to the wrongdoing, how much for the damage?

Ms. Suwannee, Deputy Managing Director, informed that if the wrongdoing was not guilty, the Company will have set up the allowance for expected credit losses. However, we can file the petition with the civil court for default payment after deducting collateral placed with us for the amount approximately Baht 400 million.

When there was no question, Mr. Charnchai proposed that the Meeting consider and resolve the agenda.

Resolved It was resolved by majority votes that the Meeting approve no final dividend payment for the year 2022 and approve the interim dividend of Baht 0.175 per share, totaling Baht 37,520,848, paid on September 9, 2022. Detail of votes were as follows:

Approved	82,561,303	votes	95.54%
Object	3,854,500	votes	4.46%
Abstained	0	votes	0.00%
Voided ballot	0	votes	

5. To consider and appoint new directors to replace the retiring directors and approve directors' remuneration

5.1 To consider and appoint new directors to replace the retiring directors

The Chairman requested Dr. Panja Senadisai, chairman of Nomination and Compensation committee, present the details of this agenda.

Dr. Panja informed the Meeting that in accordance with the Company's Articles of Association, one-third of the Company's directors must retire. The Company has granted the minority shareholders right to nominate candidates to be elected as directors at the Annual General Meeting of Shareholders in advance within February 14, 2023. However, there was no proposal of director nomination submitted to the Company Secretary.

According to articles of association, there are 4 directors retiring by one-third rotation rules:

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|--------------------------------|----------|--|
| 1) Mr. Abhichart Arbhabhira | Position | Independent Director/ Chairman of the Audit Committee/ Member of Nomination and Remuneration Committee |
| 2) Mr. Nitiphon Chaisakulchai | Position | Director/member of Nomination and Compensation Committee |
| 3) Prof. Dr. Arnat Leemakdej | Position | Director |
| 4) Mr. Charnchai Kongthongluck | Position | Director/Chief Executive Officer |

In order to allow shareholders to freely voice their opinion, the retiring directors were voluntarily absent from the meeting room.

The board of directors with reference to the opinion of the Nomination and Compensation Committee, excluding the directors who have interest in this matter, has considered the nomination according to the Company's director nomination criteria; namely qualifications, meeting attendance, performance and non-conflict of interest positions in other companies. For independent director, the Company has defined the qualification of Independent directors as set out by the office of Securities and Exchange Commission and the Stock Exchange of Thailand. Information on proposed directors in replacement of those retiring by rotation and the qualification of independent directors are illustrated in Exhibit 1 of the notice of the meeting.

The board of directors with reference to the opinion of the Nomination and Compensation Committee, excluding the director who has interest in this matter, has carefully considered the credentials of the retiring directors and deems appropriate to propose the meeting to re-elect the retiring directors to become the Company's directors for another term since all of them are

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knowledgeable, competent and experienced and performed throughout the period they are in office. Additionally, they do not possess any business in conflict with the Company. Mr. Abhichart Arbhabhira and Mr. Prof. Dr. Arnat Leemakdej are also qualified as independent directors according to the company's definition of Independent Director and even Mr. Abhichart Arbhabhira has been the Company's director for 18 years but he still always gave their opinion freely and had full understanding of the securities business. To re-elect the independent director, Mr. Abhichart Arbhabhira will be the Company's director for 21 years.

Detail of the proposed directors in replacement of those retiring by rotation had been presented in the notice of the meeting page 22 to 26. Each retiring director who was shareholder entitled to votes or abstained from voting. Any shareholder, who would like to cast a abstain or disapprove vote, must sent the voting ballot for each director to the Company's officer.

Dr. Panja asked the Meeting whether there were any questions. When there was no question, he proposed that the Meeting consider and resolve the agenda which required the shareholders' votes not less than 2/3 of the shareholders attending the meeting.

Resolved The voting for each nominated director were summarized as follows:

No.	Name List	Approved (no. of votes, %)	Disapproved (no. of votes, %)	Abstained (no. of votes)	Voided Ballot (no. of votes)
1	Mr. Abhichart Arbhabhira	86,415,803 (100.00%)	0 (0.00%)	-	-
2	Mr. Nitiphon Chaisakulchai	86,415,803 (100.00%)	0 (0.00%)	-	-
3	Prof. Dr. Arnat Leemakdej	86,415,803 (100.00%)	0 (0.00%)	-	-
4	Mr. Charnchai Kongthongluck	86,415,691 (99.9999%)	112 (0.0001%)	-	-

It was resolved by majority votes that the Meeting re-elect the four retiring directors to become the Company's directors for another term. Mr. Abhichart Arbhabhira and Prof. Dr. Arnat Leemakdej are also qualified as independent directors according to the company's definition of Independent Director.

5.2 To consider and approve the directors' remuneration

The Chairman requested Dr. Panja Senbadisai to present the details of this agenda.

Dr. Panja stated that according to section 90 of the Public Company Act B.E.2535, the Company was prohibited to pay cash or any other assets to directors, except for paying remuneration and according to clause 33 of the Company's Article of Association, the Company's director remuneration must be approved by the shareholders with more than two-thirds of the total entitled votes.

The board of directors proposed the Meeting to acknowledge bonus as extra remuneration for the year 2022 and consider the remuneration for the year 2023 as follows:

1) To acknowledge no extra remuneration for the year 2022

Pursuant to the resolution of the annual general meeting of shareholders no. 20 approval of the budget for 2022 extra remuneration not over Baht 12,500,000 which will be considered and allocated by the board of directors, the Nomination and Compensation Committee had considered the evaluation criteria based on company performance, dividend payment to the shareholders, record of company remuneration and record of remuneration of listed finance and securities companies / same size of revenue of listed companies and the director's average remuneration, which were presented in the notice of the meeting. The Company's income for the year 2022 was

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Baht 831 million decreased from the year 2021 by 17.53% and net profit 178 million decreased from that of 2020 by 28.68%.

But the board of directors proposed no final dividend for the year 2022 according to the Agenda no. 4.2, the board of directors considered no extra remuneration for the year 2022.

Dr. Panja informed the Meeting that this agenda is to report the Meeting for the extra bonus for the year 2022 and no voting was required. Then he asked the Meeting whether there were any questions.

Should there be no question, Dr. Panja concluded that the Meeting acknowledge no extra bonus for the year 2022 as proposed.

2) To approve director remuneration for the year 2023

For the year 2023, the board of directors with reference to the opinion of the Nomination and Compensation Committee considered appropriate to propose the Meeting to approve the director remuneration totaling of Baht 18 million same as proposed in 2022, dividing into the following categories:

2.1) Director monthly remuneration for the year 2023 shall not exceed Baht 5.5 million in aggregate, payable monthly at the same rate as in 2022, divided as follows:

- Monthly remuneration for each board member at Baht 20,000 and the Chairman of the Board at Baht 60,000.
- Monthly remuneration for each member of Audit Committee at Baht 25,000 and the Chairman of Audit Committee at Baht 50,000.
- Monthly remuneration for member of the Nomination and Compensation Committee at Baht 20,000, if any director is a member of more than one committee, he/she shall receive the meeting allowance only from one committee whichever is higher.

2.2) An extra remuneration for the year 2023 not over Baht 12.5 million which will be reserved in the 2023 income statement and be considered and allocated by the board of directors.

2.3) Other benefits i.e. Directors and Officers Insurance limit Baht 50 million and welfare to the directors for In-patient and life and accident insurance per person Baht 900,000 and 3,600,000 respectively.

Dr. Panja proposed that the Meeting consider to approve director remuneration for the year 2023 totaling of Baht 18 million, dividing into monthly remuneration and meeting allowance of Baht 5.5 million per annum and extra remuneration not over Baht 12.5 million which will be considered and allocated by the board of directors. The Meeting with more than two-thirds of the total entitled votes and directors who were shareholders entitled to votes or abstained from voting.

Dr. Panja asked the Meeting whether there were any questions. Should there be no question, Dr. Panja proposed that the Meeting consider and resolve the agenda.

Resolved It was resolved by majority votes that the Meeting approve director remuneration for the year 2023 totaling of Baht 18,000,000, dividing into monthly remuneration of Baht 5,500,000 per annum and extra remuneration not over Baht 12,500,000 which will be considered and allocated by the board of directors. Detail of votes were as follows:

Approved	86,415,803	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	0.00%
Voided ballot	0	votes	0.00%

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6. To consider and approve the appointment of auditors and audit fee for the year 2023

The Chairman requested that Mr. Pairote Varopas, member of audit committee, present the details of this agenda.

Mr. Pairote informed the meeting that the board of directors had considered and proposed the Meeting to appoint EY Office Limited by

- 1) Ms. Kirdsiri Kanjanaprakasit C.P.A. Registration No. 6014 or
- 2) Mr. Chayapol Suppasedtanon C.P.A. Registration No. 3972 or
- 3) Ms. Pimjai Manitkajohnkit C.P.A. Registration No. 4521 or
- 4) Ms. Orawan Techawatanasirikul C.P.A. Registration No. 4807 or
- 5) Ms. Rosaporn Decharkom C.P.A. Registration No. 5659 or
- 6) Ms. Sumana Punpongsanon C.P.A. Registration No. 5872 or

The auditor no. 1) has acted as the Company's current auditor for three years since 2020. The proposed auditors have no relationship or business with the Company/ subsidiaries/ management/ major shareholders or other related persons of those persons. In addition, during the year 2022, the Company and subsidiaries had not received other services from the person related to the auditors and the office. In the event that any of the above auditors is not available, EY Office Limited is authorized to assign any auditor of EY Office Limited who qualifies as a Certified Public Accountant to replace him/her.

The board of directors also considered and proposed the Meeting to approve the audit fee for the Company of Baht 1,100,000 increased from the 2022 audit fee by Baht 200,000. The aggregate audit fee for the services to the group companies in aggregate of Baht 2,800,000 excluding extra fee for the audit of digital assets which may be charged.

The board of directors with reference to the opinion of the audit committee considered that the auditor had conducted the audit for the year 2022 in accordance with the general accepted auditing standards. The auditor had full understanding of securities and derivatives business and provided other valued services without extra charges e.g. IT general control review, advice new accounting standard to the Company and its subsidiaries. The audit fee was considered acceptable.

Mr. Pairote asked the Meeting whether there were any questions. When there was no question, Mr. Pairote proposed that the Meeting consider and resolve the agenda.

Resolved It was unanimously resolved that the Meeting appoint EY Office Limited with the above list of auditors as the auditor for the year 2023 and to approve the audit fee for the Company at Baht 1,100,000. In addition, the Meeting authorize the board of directors to approve extra fee for the audit of digital assets which may be charged and report to the shareholders at the next meeting. Details of the voting were as follows:

Approved	86,415,803	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	0.00%
Voided ballot	0	votes	

7. To approve the amendment of Articles of Association of the Company

The Chairman requested that Mr. Charnchai Kongthongluck to present the details of this agenda.

Mr. Charnchai informed the Meeting that To comply with the Public Company Act (no. 4) B.E.2565 effective on May 24, 2022 it is considered appropriate for the Shareholders' meeting to approve the amendment of Articles of Association of the Company no. 26, 34, 35, 36 and 38 by discarding the existing provisions and adopting the proposed provisions, together with pursuing the registration of the amendments thereafter.

Current	Proposed for Amendment
<p>Article 26 In calling a meeting of any kind of board of directors including physical meeting or via the teleconference through electronic devices, the chairman of the board or a person authorized by the chairman of the board shall send a written notice calling for a such meeting to the directors not less than seven (7) days prior to the date of the meeting. Unless necessary and urgent or to preserve the rights or benefits of the company, the meeting may be called by other methods and an earlier meeting date may be chosen. The notice of the meeting or any documents shall be sent through the electronic means to directors.</p> <p>In case of necessity not less than two (2) directors could request to have a meeting by specifying the agendas and reason for proposing agendas, the Chairman shall set the meeting date within fourteen (14) days from the date of receipt of such request.</p>	<p>Article 26 In calling a meeting of any kind of board of directors including physical meeting or via the teleconference through electronic devices, the chairman of the board or a person authorized by the chairman of the board shall send a written notice calling for a such meeting to the directors not less than three (3) days prior to the date of the meeting. Unless necessary and urgent or to preserve the rights or benefits of the company, the meeting may be called by other methods and an earlier meeting date may be chosen. The notice of the meeting or any documents shall be sent through the electronic means to directors who wish or consent given to the Company or the Board of Directors to receive by electronic means.</p> <p>Unless necessary or to preserve the rights or benefits of the company, not less than two (2) directors could request to have a meeting by specifying the agendas and reason for proposing agendas, the Chairman shall set the meeting date within fourteen (14) days from the date of receipt of such request.</p> <p>In case that the Chairman does not call such meeting within the period specified in the second paragraph, the Directors who have submitted the request may call the meeting by themselves within fourteen (14) days from the lapse of the period referred in the second paragraph.</p> <p>If the Chairman is not present or is unable to perform his/her duties, the Vice-Chairman shall act as the presiding Chairman to call the Board of Directors' meeting. In case of no Vice-Chairman with any reasons, not less than two (2) directors shall call the meeting.</p>
<p>Article 34 The shareholder meeting shall be held at the location of the principal office of the company or nearby provinces or any other place as prescribed by the Board of Directors.</p>	<p>Article 34 The shareholder meeting shall be held at the location of the principal office of the company or nearby provinces or any other place as prescribed by the Board of Directors or be held by an electronic meeting.</p>
<p>Article 36 Notice summoning of both ordinary and extraordinary meetings shall have to be given in advance to shareholders not less than 7 days before the date fixed for the meeting, specifying also the nature of business to be transacted.</p> <p>The aforesaid notice calling for the general meeting shall be published in a newspaper_ at least three days prior to the date of the meeting.</p>	<p>Article 36 Notice summoning of both ordinary and extraordinary meetings shall have to be given in advance to shareholders not less than 7 days before the date fixed for the meeting, specifying also the nature of business to be transacted.</p> <p>The aforesaid notice calling for the general meeting shall be published in a newspaper_ at least three days prior to the date of the meeting.</p> <p>In calling a shareholder meeting, the Board of Directors shall prepare a notice of the meeting. The notice shall state the place, date, time, agenda of the meeting and the matters to be proposed to the meeting in reasonable details by indicating clearly whether it is the matter proposed for information,</p>

Current	Proposed for Amendment
	<p>for approval or for consideration, as the case maybe, including the related opinions of the Board of Directors. The said notice shall be delivered to the shareholders and the Registrar in advance not less than seven (7) days prior to the date of the meeting. In regard to delivering the notice of a meeting to shareholders, the notice of the meeting can be delivered through the electronic means to shareholders who wish or consent given to the Company or the Board of Directors to receive by electronic means.</p> <p>The notice of the meeting shall be also published in a newspaper or electronic press for not less than three (3) days prior to the meeting date.</p>
<p>Article 38 In any shareholders' meeting, a shareholder may appoint a proxy to present him/her at the meeting and vote on his/her behalf. A proxy form shall be made in writing and signed by the shareholder who appoints the proxy in accordance with the rule prescribed by the Registrar under the public limited companies law. Such form shall be submitted by the proxy to the Chairman or his/her designated person at the meeting venue before the proxy attends the meeting. The proxy form contains at least the following particulars:</p> <ol style="list-style-type: none"> The number of shares held by the shareholder; The name of the proxy; and The meeting at which the proxy is appointed to attend and vote 	<p>Article 38 In any shareholders' meeting, a shareholder may appoint a proxy to present him/her at the meeting and vote on his/her behalf. A proxy form shall be made in writing and signed by the shareholder who appoints the proxy or may submit an electronic proxy appointment that is secure and reliable in accordance with the rule prescribed by the Registrar under the public limited companies law. Such form shall be submitted by the proxy to the Chairman or his/her designated person at the meeting venue before the proxy attends the meeting. The proxy form contains at least the following particulars:</p> <ol style="list-style-type: none"> The number of shares held by the shareholder; The name of the proxy; and The meeting at which the proxy is appointed to attend and vote

Mr. Charnchai asked the Meeting whether there were any questions. Should there be no question, Mr. Charnchai proposed that the Meeting consider and resolve the agenda which require the shareholders' votes not less than 3/4 of the total entitled votes

Resolved It was unanimously resolved that the Meeting approve the amendment of Articles of Association of the Company no. 26, 34, 35, 36, 38 by discarding the existing provisions and adopting the proposed provisions, together with pursuing the registration of the amendments thereafter. Detail of votes were as follows:

Approved	86,415,803	votes	100.00%
Object	0	votes	0.00%
Abstained	0	votes	0.00%
Voided ballot	0	votes	

The Chairman informed that all of the agenda as listed in the notice of the Meeting of Shareholders had been considered and satisfied. The Chairman also asked if there were any shareholder who wished to voice his/her opinion, or ask any questions.

Mr. Wijit Jitjingjai, the shareholder, asked about new 2 affiliates reported i.e. Digital Asset Management and Thaitex CBD Smart Farm Company limited.

(Translation)

The Chairman explained that Digital Asset Management Co., Ltd. (DAM) is the company provided Wealth and Human Resources Management to many Corporations and will develop platform for provident fund management with Trinity Securities. Thaitex CBD Smart Farm operates in the business of planting and/or extracting and selling flower buds, leaves, bark, stems, branches, roots, seeds, and/or products produced from cannabis and/or marijuana.

Mr. Supot Ouachailertkul, the shareholder, asked about the market and trends.

Mr. Charnchai requested Dr. Visit Ongpipatanakul, Managing Director, answer this question.

Dr. Visit informed that the SET index is moving sideways this year, This is the impact of high interest rate globally. However, the high inflation fear should not be a concern in the near future. The market is shifting its focus to credit risk of financial institutions. Investors are advised to increase their exposures to fixed income investment and gold which are benefited from the potential peak of interest rate. On the equity side, investors are advised to have more weighting on high earning growth sectors i.e. Banking, Packaging etc. We expect global fund flow to invest in Thailand post election, providing that Thailand has more stable government, They would invest in the fixed income market at the first step. Then they would invest in stable earning sectors which may be outperformed i.e. Utility, energy.

Given that there were no further questions, the Chairman informed the Meeting adjourned, and thanked to all shareholders who came in person or were represented by proxy for attending the Meeting.

Closed at 3.30 p.m.

SignedPakhawat Kovithvathanaphong..... Chairman
(Mr. Pakhawat Kovithvathanaphong)

Ms. Suwannee Limpanavongsaen : Company Secretary