

(Translation)

Ref: UOBKH 004/2022

25 February 2022

Subject: Board of Directors' resolutions, 2022 AGM of Shareholder Schedule, the dividend consideration connected transaction, acknowledged resignation and approved the appointment of the new Chairman of the Board of Directors.

To: President
The Stock Exchange of Thailand

UOB Kay Hian Securities (Thailand) Public Company Limited ("the Company") would like to notify the resolution of the Board of Directors' Meeting No. 1/2022 held on 25 February 2022 at 11.00 a.m. at no. 130-132, Meeting room 1, 3rd Floor, Sindhorn Building Tower I, Wireless Road, Lumpini, Pathumwan, Bangkok. The Board resolved as follows:

1. Certified the Minutes of the Board of Directors' Meeting No. 5/2021 held on 12 November 2021.
2. Acknowledged the report on the Company's operating results for Q4/2021 and the year 2021 and to approve the Directors' Annual Report and to propose to the shareholders' meeting for further approval.
3. Approved the Company's statement of financial and statement of comprehensive income for the financial year ended 31 December 2021 which had been audited by the certified public accountants and also reviewed by audit committee, and to propose to the shareholders' meeting for further approval.
4. Approved the dividend payment for the period 1 January 2021 to 31 December 2021 of Baht 0.16 per share for 502,448,570 shares, totally Baht 80,391,771.20 or 21.10% of the Company's net profit, which is in line with the Company's dividend payment policy, and to propose to the shareholders' meeting for further approval.

Since 2013, the Company's legal reserve had reached Baht 50,244,857, equivalent to the minimum 10% of the registered capital of the Company.

5. Approved the Record Date (RD) as of 14 March 2022 for the right to attend the Annual General Meeting of Shareholders 2022 and the right to receive dividend payment. The date for dividend payment shall be on 26 May 2022. The dividend payment has uncertainty to be approved by Shareholders in the Annual General Meeting.
6. Approved to appoint 2 directors replacing those 2 retired by rotation as follows:
 1. Mr. Somchat Chinthammit Independent Director, Member of the Board, Chairman of the Nomination Remuneration and Corporate Governance Committee, Member of the Audit Committee and Member of the Risk Management Committee.
 2. Mr. Paiboon Julasakrisakul Independent Director, Member of the Board, Member of the Nomination Remuneration and Corporate Governance Committee, Member of the Audit Committee and Member of the Risk Management Committee.

During the period November 1- December 31, 2021 when the Company provided an opportunity to minority shareholders to nominate qualified candidate(s) for the directorship; there was no proposal from minority shareholders for consideration.

The Board of Directors, excluding directors who are due to retire by rotation at the 2022 Annual General Meeting of Shareholders, has considered the names of persons nominated through the NRCG Committee's nomination process as well as meticulously and carefully consider and scrutinize the qualifications, education, professional experience, and performance of the directors in the previous agenda individually, the Board of Directors was of view that the proposed directors are appropriately qualified without prohibited characteristics under any applicable rules and laws, have knowledge, skills and expertise which will be benefits the organization, business ethic, vision, and good attitude toward the Company, and are able to devote their full capability for the interests of the Company and able to provide opinions on an independent basis in accordance with the relevant rules and regulations. Therefore, it was resolved to propose to the shareholders' meeting to elect 2 directors who are due to

retire by rotation, namely Mr. Somchat Chinthammit and Mr. Paiboon Julasaksrisakul who would retire by rotation be re-elected as the directors of the Company for another term.

The main reasons to nominate an independent director, Mr. Somchat Chinthammit 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.

7. Approved the meeting fees for Independent Director and Non-authorized Director as proposed respectively for each meeting attendance for Board of Directors Meeting, subsidiaries Committees for 2022, as follows;

| Meeting | Chairman (Baht) / Meeting | Director 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 are compensated for holding Company's management position. Such compensation is same as for the year 2021 and increasing only the chair of the board of director for the years 2020 respectively, and to propose to the shareholders' meeting for further approval.

8. Approved 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 2022, 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 2,300,000 per annum, the appointment of the auditors and their remuneration will be tabled for approval at the shareholders' meeting.
9. Approved the date of Annual General Meeting of Shareholders 2022 to be held on 29 April 2022 at 14.00 hours, at the Meeting Room (Training), Sindhorn Tower 1, 3rd Floor, No. 130-132 Wireless Road, Lumpini, Pathumwan, Bangkok, 10330, Thailand and authorized to Chief Executive Officer to have authorized and able to amend date time and place for a meeting together with other relate detail on Annual General Shareholders Meeting in year 2022 as appropriate by consider on the Company's benefit and/or affect to the Company. The agendas are as follows:
1. To acknowledge the report on the Company's operating results in the Annual Report for the year 2021;
 2. To approve the Company's Financial Statement for the financial year ended 31 December 2021;
 3. To approve the profit apportionment and dividend payment derived from operating results for the financial year ended 31 December 2021;
 4. To approve the appointment of directors replacing those retired by rotation;
 - 1) Mr. Somchat Chinthammit
 - 2) Mr. Paiboon Julasaksrisakul
 5. To approve the directors' remuneration for the year 2022;
 6. To approve the appointment of auditors and their remuneration for 2022;
 7. To consider any other business (if any)
10. Approved the connected transaction to pay the insurance premium to UOB-Kay Hian Holdings Limited for the year 2021-2022 and UOB-Kay Hian Holdings Limited will subsequently pay the fee to United Overseas Insurance (UOI). Since UOB-Kay Hian Holdings Limited had entered into the insurance policy for the coverage of all securities companies within the group including the Company, this considered a connected transaction according to the Notifications of Capital Market Supervisory Board No. TorJor.

21/2551 Re: Rules on Connected Transactions and No. TorJor. 8/2552 Re: Rules on Connected Transactions and No. TorJor. 20/2553 Re: Rules on Connected Transactions (3rd issued), which need the board of directors' approval and the disclosure to SET. As Mr.Tan Chek Teck and Ms. Oh Whee Mian are representative from UOB Kay-Hian Holdings Limited and considered as connected persons, to allow the Board of Directors to freely consider such matter, Mr.Tan Chek Teck and Ms. Oh Whee Mian did not participate in the approval of this agenda. Details are as follows:

- (1) Parties involved the transaction were as follows;
 - UOB-Kay Hian Holdings Limited - paying to the premium to the service provider, United Overseas Insurance (UOI), insurance company in Singapore.
 - The Company - receiving the services via UOB-Kay Hian Holdings Limited.
 - (2) Description of the transaction:

UOB-Kay Hian Holdings Limited has made a policy covering Insurance, Directors & Officers' Liability and Financial Institutions Crime & Civil Liability Primary and Secondary Layer with United Overseas Insurance (UOI) for all securities companies within the group including the Company. UOI's major shareholder is United Overseas Bank Limited with a shareholding of 58% which holds approximately 37.44% shares of UOB-Kay Hian Holdings Limited. UOB-Kay Hian Holding Limited holds 70.65 % of the Company shares).
 - (3) The Company agreed to renew the policy upon expiry in 2021. The coverage period is from 1 Oct 2021 to 30 Sep 2022. The basis used to allocate the cost to each company was the same as previous years and was based on the number of employees in each company. For Thailand, the allocation is equivalent to SGD 249,207 or approximately Baht 6.16 million or 0.167% of net tangible asset (NTA), which is considered a medium sized transaction (amount between Baht 1 million - 20 million or 0.3 - 3 % of NTA).
 - (4) The related person, Mr. Tan Chek Teck and Ms. Oh Whee Mian were not present in the meeting and did not have the right to vote in the approval.
 - (5) The Audit Committee concurred with the decision of the Board of Directors.
11. Acknowledged Mr. Tan Chek Teck's resignation from the position of Chairman of the Board, by continuing to hold the position of the Company's director and approved the appointment of Mr. Viroj Tangjetanaporn to be the Chairman of the Board of Directors in place of Mr. Tan Chek Teck. This is effective from 25 February 2022 onwards.

Please be informed accordingly.

Yours sincerely,

- *Signature* -
(Mr. Pirahuht Usubzin)
Company Secretary