



บริษัท กสิวิสาหกิจ จำกัด (มหาชน)

GROUP LEASE PUBLIC COMPANY LIMITED

Ref: GL05/2022

18 March 2022

Subject: The 2022 Annual General Meeting of Shareholders

Attention: The President
The Stock Exchange of Thailand

Attachment Guideline for attending the meeting regarding the outbreak of Novel Coronavirus Diseases 2019 (COVID-19)

The Board of Directors' Meeting of Group Lease Public Company Limited (the "Company") No. 3/2022 held on 18 March 2022 had resolved the followings:

1. The 2022 Annual General Meeting of Shareholders is proposed to be held on Thursday, April 28, 2022 at 10.00 a.m. at the Miracle Grand Convention Hotel, Venus Room, 3rd floor, No. 99 Kamphaeng Phet 6 Road, Laksi, Bangkok 10210. The record date to determine the shareholders' right to participate in the AGM is set to be on 1 April 2022.
2. Proposed the shareholders to consider and approve the 2020 financial statements ended 31st December 2020 and the 2021 financial statements ended 31st December 2021 in the Shareholders' Meeting which will be held after the 2020 financial statements ended 31st December 2020 and the 2021 financial statements ended 31st December 2021 of the Company have been audited by the external auditor.
3. Proposed the shareholders to consider and approve the allocation of profit and dividend payment for the 2020 and 2021 financial years (if any) in the Shareholders' Meeting which will be held after the 2020 financial statements ended 31st December 2020 and the 2021 financial statements ended 31st December 2021 of the Company have been audited by the external auditor.
4. At present, the Company has a total of 9 Director seats (inclusive of one vacant seat from the resignation of Mr. Tomohiko Shoji on 20 August 2021 which has not been replaced); therefore, there will be 3 Directors who shall be retired by rotation for the year 2022, namely as follows:

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|----|------------|----------|--------------------------|
| 1) | Mr. Riki | Ishigami | Director |
| 2) | Mr. Yusuke | Kozuma | Director (non-executive) |
| 3) | Mr. Muneo | Tashiro | Director |

The Board of Directors, excluding those who may have conflict of interest, proposed the shareholders to consider and approve the re-election of two directors who retired by rotation, namely as below, back in the same position for another term as the Board has carefully and prudently considered and has the opinion that they possess good knowledge, skill and related experiences which are beneficial to the Company's business operation:

- | | | | |
|----|------------|----------|--------------------------|
| 1) | Mr. Riki | Ishigami | Director |
| 2) | Mr. Yusuke | Kozuma | Director (non-executive) |

Regarding the vacancy left opened by the retirement of Mr. Muneo Tashiro, the retiring director who has expressed his intention not to be nominated for re-election as a director for another term,

the Board proposed the shareholders to consider and approve the election of one new director, namely as below, to be the Director in replacement of Mr. Muneo Tashiro. As the Board deemed that he possesses the qualifications and no prohibited characteristics for election as the Company's director and also possesses the knowledge, capability and suitable experiences which will be beneficial to the Company's business operation. Moreover, he also has good understanding of the Company's business as he is the CEO of PT Group Lease Finance Indonesia and also be directors of the Company's subsidiaries:

- 1) Mr. Frederic-Alexandre Solbani Director
5. Proposed the shareholders to consider and approve the appointment of external auditor and to determine their remunerations for the 2021 and 2022 financial years after the Company considers an appropriate external auditor to be proposed to the shareholders for approval. Now the process is under discussion with candidates.
6. Proposed the shareholders to consider and approve remuneration of Directors and sub-committees for the year 2022 which consisted of monthly remuneration for Independent Directors and meeting allowance for Board of Directors and sub-committees to be the same rate as the year 2021.
7. The agendas for the 2022 Annual General Meeting of Shareholders are proposed as follows:
 - Agenda 1 To consider and certify the minutes of the 2021 Annual General Meeting of Shareholders held on 28 April 2021
 - Agenda 2 To acknowledge the Company's performance of the 2020 and 2021 financial years and to consider and approve the 2020 financial statements ended 31st December 2020 and the 2021 financial statements ended 31st December 2021
 - Agenda 3 To consider and approve the allocation of profit and dividend payment for the 2020 and 2021 financial years (if any)
 - Agenda 4 To consider and approve the election of directors to replace the directors who retire by rotation
 - Agenda 5 To consider and approve the appointment of external auditor and to determine their remunerations for the 2020 and 2021 financial years
 - Agenda 6 To consider and approve the remunerations of the directors and member of sub-committees for the 2022 financial year
 - Agenda 7 To consider any other business (if any)
8. Pursuant to the Company's providing advance opportunity during 8 January - 23 February 2022 for the shareholders to propose agenda or nominate person to be appointed as Director to be put into the agenda for the 2022 Annual General Meeting of Shareholders, there has been no agenda or any nomination proposed.

In addition, please be informed that due to the current outbreak of Novel Coronavirus Diseases 2019 (COVID-19) in many areas, the Company is concerned about the health of the meeting attendees and hereby recommended the guideline for the attendees to comply with on the meeting date as in the attachment.

Moreover, the shareholders are provided the opportunity to submit the questions in relation to the AGM agenda item prior to the meeting date until 20 April 2022 via the below channels:

- Company Secretary: Telephone no. 0-2580-7555 ext. 8108
- E-mail address: ir@grouplease.co.th

Please be informed accordingly.

Yours sincerely,

(Mr. Riki Ishigami)
Chief Executive Officer

Guideline for attending the meeting regarding the outbreak of Coronavirus 2019 (COVID-19)

With our deep concern over the health of all meeting attendees from the outbreak of COVID-19, the Company; therefore, recommends the shareholders to strictly comply with the following guidelines:

1. Shareholders who have a fever (the temperature from 37.5 degree Celsius) or having the respiratory symptoms such as coughing, sneezing, having mucus, having sore throat, having short breath, the Company would like to request your cooperation to avoid attending the meeting. In this regard, please consider to appoint the Independent Director of the Company or any person as deemed appropriate to act as your proxy to attend and vote on your behalf. Please deliver the executed proxy and required documents to the Company according to the procedures specified in the AGM Invitation Letter in order to protect the rights of the Shareholders to attend and vote in the meeting.
2. The Company shall conduct health screening in compliance with the guideline of Department of Disease Control at the meeting entrance. After completing the health screening, the attendees are requested to prepare and wear the hygienic mask and keep wearing it at all time during the meeting. Should any attendee found not wearing the mask or having any of the respiratory symptoms, the Company would request your cooperation to leave the meeting area for the sake of safety and health hygienic of all attendees.
3. With our deep concern over the health of the shareholders, even those who are not in the risk group, the Company requests for your kind cooperation to proxy the Company's Independent Director to attend the meeting.

The Company reserves the right to issue any additional measures as necessary.