

Minutes of the Annual General Meeting of Shareholders for the Year 2021

TISCO BANK PUBLIC COMPANY LIMITED

The meeting was convened at the conference room on 12th floor, Head Office of TISCO Bank Public Company Limited, 48/2 TISCO Tower, North Sathorn Road, Silom, Bangrak, Bangkok, on Thursday, April 22, 2021, at 10.00 hours.

Mr. Pliu Mangkornkanok, the Chairman of the Board and Independent Director, presided as the Chairman of the meeting (“the Chairman”) and presented to the meeting the directors, Group Chief Executive, TISCO Bank President, Management, and auditors at the meeting, as follows.

The directors presented at the meeting comprised nine directors, accounting for 90.0000% of the total number of directors, namely:

1. Mr. Pliu Mangkornkanok Chairman of the Board,
Independent Director
2. Mr. Suthas Ruangmanamongkol Chairman of the Executive Board,
Executive Director
3. Assoc. Prof. Dr. Angkarat Priebjrivat Chairperson of the Audit Committee,
Independent Director
4. Mr. Sathit Aungmanee Member of the Audit Committee,
Independent Director
5. Dr. Charatpong Chotigavanich Member of the Risk Oversight Committee,
Independent Director
6. Mr. Satoshi Yoshitake Member of the Executive Board,
Executive Director
7. Mr. Sakchai Peechapat Group Chief Executive,
Member of the Executive Board,
Member of the Risk Oversight Committee,
Executive Director

Director participating via videoconferencing:

8. Prof. Dr. Teerana Bhongmakapat Chairman of the Risk Oversight Committee,
Non-Executive Director
9. Dr. Kulpatra Sirodom Member of the Audit Committee,
Independent Director

Director absent with apologies due to the outbreak of COVID-19:

1. Mr. Chi-Hao Sun (Howard Sun) Member of the Executive Board,
Executive Director

Senior Management presented at the meeting comprised eight members who are seconded by TISCO Financial Group Plc to manage the Bank:

1. Mr. Metha Pingsuthiwong President

Senior Management participating via videoconferencing:

2. Mr. Pitada Vatcharasiritham Senior Executive Vice President - Corporate Banking
3. Mr. Chalit Silpsrikul Senior Executive Vice President - Retail Banking
4. Mr. Yuttpong Srivongjanya First Executive Vice President - Sales & Marketing 2
5. Mr. Dejphinun Suthadsanasoung First Executive Vice President - Retail Banking Operations
6. Mr. Rungroj Jarasvijitkul First Executive Vice President - Sales & Marketing 1
7. Mr. Picha Ratanatam First Executive Vice President - Wealth Management & Banking Services
8. Ms. Rachada Pruksanubal Executive Vice President – Banking Services

Two Senior Management from TISCO Financial Group Plc.

1. Mr. Chatri Chandrangam Senior Executive Vice President – Risk and Financial Control,
Chief Financial Officer
2. Mr. Pairat Srivilairit First Executive Vice President - Governance Office and Corporate Secretary

Auditors from EY Office Limited presented at the meeting comprised three people.

1. Ms. Somjai Khunapasut Certified Public Accountant Registration No. 4499
2. Mr. Passakorn Voratinun Manager
3. Ms. Napassawan Pornlert Manager

The Chairman thanked the shareholders who attended the meeting. Further, the Chairman informed the meeting that due to the ongoing outbreak of COVID-19, the Bank had developed measures and guidelines for hosting the meeting to prevent risk and the spread of COVID-19, including social distancing, which may cause inconvenience and delays. The Company thus apologized for any inconvenience caused and thanked shareholders for their understanding and cooperation. For the hygiene of shareholders, the Board of Directors would try to keep the meeting short, concise and with no microphone would be provided for the shareholders in the meeting room. Inquiries must be written down and handed to staff.

The Chairman stated that the Bank had assigned DIA Audit Company Limited to monitor and oversee the shareholders meeting to ensure transparency and compliance with laws and the Company's Articles of Association. DIA Audit Company Limited had assigned officers to act as observers of the registration and vote counting throughout the meeting.

Thereafter, the Chairman stated that Notice of the Annual General Meeting of Shareholders for the year 2021 had been disseminated before the date of the meeting, in compliance with the Bank's Articles of Association and other relevant laws to allow adequate time to study meeting materials.

The Chairman asked Mr. Pairat Srivilairit, the Corporate Secretary, to inform the meeting of the Bank's Articles of Association regarding voting.

The Corporate Secretary advised on Section 20 of the Company's Articles of Association regarding voting. Every shareholder presenting in person or being represented by proxy is entitled to one vote per share, with the exception of voting for the election of directors, for which the cumulative voting method is used.

For those who intended to vote at the meeting, the Bank sent out voting forms for each agenda item prior to the meeting. Furthermore, the shareholders who had not cast their votes in advance and intended to vote "Against" or

“Abstain” or split the votes (in the case of foreign shareholders with custodians in Thailand) on any of the agenda items could complete the voting form and submit it to the Company’s staff to calculate the voting result for each agenda item. For cases in which shareholders had appointed a proxy and assigned their proxy to vote as directed, the “For” or “Against” or “Abstain” votes were recorded in the computer system for calculation; these votes, including voided ballots, would be deducted from “For” votes from shareholders who had rights to vote when the calculation of each agenda item took place.

The Corporate Secretary further informed the meeting that shareholders who wish to leave the meeting before the meeting is adjourned, should return the remaining ballots to the Bank’s staff at the entrance of the meeting room.

To ensure that the meeting proceeds smoothly, if any shareholders have opinions or questions please write down and hand them to our staff, instead of using a microphone. The questions that were received from shareholders in advance would be answered in related agenda items, or agenda 8, other businesses, as the case may be.

The Chairman informed the meeting that registration showed 27 shareholders presenting in person and 2 being represented through proxies, for a total of 29 shareholders, holding altogether 921,452,881 shares, representing 99.9875 per cent of the total paid-up shares, thereby constituting a quorum as specified under the Bank’s Articles of Association.

The Chairman hence declared the Annual General Meeting of Shareholders for the year 2021 duly convened.

During the meeting, there were an additional registration of 2 shareholders joining in person. Thus, there were 29 shareholders attending in person, holding altogether 921,452,995 shares, equivalent to 99.9876 per cent of the total paid-up shares.

The Chairman proposed that the meeting consider the following agenda items:

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

The Chairman proposed that the meeting certify the Minutes of the Annual General Meeting of Shareholders for the year 2020, convened on June 26, 2020. Copies of the Minutes had been disseminated to shareholders along with the Notice of this meeting.

The Board of Directors recommended shareholders certify the Minutes of the Annual General Meeting of Shareholders for the year 2020, as proposed.

The Chairman invited shareholders to express their opinions or ask questions. Since no shareholders objected, questioned or requested to amend the Minutes, the Chairman then proposed the meeting certify the Minutes of the Annual General Meeting of Shareholders for the year 2020, as recommended.

The meeting **certified** the Minutes of the Annual General Meeting of Shareholders for the year 2020 with the majority of votes of shareholders who attended the meeting and cast their votes as follows:

For	921,452,881	votes	equivalent to	100.0000	per cent
Against	0	votes	equivalent to	0.00	per cent
Abstain	0	votes			
No voided ballot					

Agenda Item 2 To ratify the Board of Directors' business activities conducted in 2020 as described in the Annual Report

The Chairman requested the meeting to ratify the Board of Directors' business activities conducted in 2020 as described in the Annual Report.

The Chairman then informed the meeting that the Company would present a video of the Board of Directors' business activities conducted in 2020 and proposed that the meeting ratify such activities. Details were described in the "Report from the Board of Directors" on pages 1-2 of the Annual Report and in Annex item 3 on pages 16-17 of the Notice of the meeting, which had been disseminated to shareholders along with the Notice of this meeting.

The Board of Directors recommended the shareholders ratify the Board of Directors' business activities conducted in 2020 as described in the Annual Report.

The Chairman invited shareholders to express their opinions or ask questions; however, since no shareholders objected or asked questions, the Chairman then proposed the meeting ratify the Board of Directors' business activities conducted in 2020 as described in the Annual Report as recommended.

The meeting **ratified** the Board of Directors' business activities conducted in 2020 as described in the Annual Report, with the majority votes of shareholders who attended the meeting and cast their votes as follows:

For	921,452,881	votes	equivalent to	100.0000	per cent
Against	0	votes	equivalent to	0.0000	per cent
Abstain	0	votes	equivalent to		per cent
No voided ballot					

Agenda Item 3 To approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2020

The Chairman proposed that the meeting approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2020, as shown in the 2020 Annual Report which has been considered by the Audit Committee and audited by the Certified Public Accountant. Details were published in the Annual Report, which had been disseminated to shareholders along with the Notice of this meeting. The Chairman then invited Mr. Suthas Ruangmanamongkol, the Chairman of the Executive Board, to summarize the details to the meeting.

The Chairman of the Executive Board Committee summarized the financial statements to the meeting and invited Mr. Chatri Chandrangam, Senior Executive Vice President - Risk and Financial Control, to present the details and analysis of the financial statements.

The Senior Executive Vice President - Risk and Financial Control presented the meeting with details and analysis of the Statement of Financial Position and Statement of Comprehensive Income as follows:

(Unit: Thousand Baht)

Description	Separate financial statements
Total Assets	264,921,033
Total Liabilities	232,265,527
Total Shareholders' Equity	32,655,506
Net Profit (Bank portion only)	3,786,311
Earnings per share (Baht)	4.11

The Board of Directors recommended shareholders approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2020.

The Chairman of the Executive Board invited shareholders to express their opinions or ask questions; however, since no shareholders objected or asked questions, the Chairman then proposed the meeting approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2020.

The meeting **approved** the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2020, with the majority votes of shareholders who attended the meeting and cast their votes as follows:

For	921,452,881	votes	equivalent to	100.0000	per cent
Against	0	votes	equivalent to	0.0000	per cent
Abstain	0	votes			
No voided ballot					

Agenda Item 4 To approve the appropriation of profit arising from the year 2020 operating and no dividend payment and acknowledge the interim dividend payment

The Chairman proposed the meeting to approve the appropriation of profit arising from the year 2020 operating and no dividend payment and acknowledge the interim dividend payment. The Chairman then invited Mr. Suthas Ruangmanamongkol, the Chairman of the Executive Board, to present details to the meeting.

The Chairman of the Executive Board informed that the Bank recorded a net profit for the year 2020 at Baht 3,786,311,382, decreased by Baht 1,417,464,818 from year 2019 following the impact of the COVID-19.

In compliance with Section 115 of the Public Limited Companies Act B.E. 2535 as well as the rules and regulations of the Bank of Thailand, the dividend payment shall be made from net profit on cash-basis after full appropriation of required statutory reserve based on standalone financial statement. In addition, under Section 116 of the Public Limited Companies Act B.E. 2535 and Section 40 of the Bank's Articles of Association, the Bank shall allocate not less than 5 per cent of the annual profits as reserved funds, less the accumulated losses brought forward (if any), until the reserved fund reaches the amount not less than 10 per cent of the registered capital. As the statutory reserve of the Bank already reached 10 per cent of registered capital, it is therefore not required to appropriate the statutory reserve for the year 2020, according to the law.

Consequently, the Bank's full year profit and unappropriated retained earnings for year end 2020 based on standalone financial statements were shown as follows.

	<i>(Unit : Baht)</i>
Unappropriated Retained Earnings (December 31, 2019)	18,255,406,562
Dividend payment from profit arising from 2019 operations	(976,861,754)
Net Profit for year 2020	3,786,311,382
Adjust non-cash items	427,693,243
Interim dividend payment from profit arising from 2020 operations	(1,889,213,769)
Unappropriated Retained Earnings available for dividend payment for the year 2019	19,603,335,664

With the profit from 2020 operations at Baht 3,786,311,382, the Bank made the interim dividend payment for year 2020 amounted to Baht 1,889,213,769 which was in compliance with the Bank of Thailand's policy. The Bank therefore has unappropriated retained earnings at year end 2020 totaled Baht 19,603,335,664.

The Bank considered paying dividend at the appropriate rate based on operating performance and complies with related rules and regulations while maintaining sufficient Capital Adequacy Ratio (BIS Ratio) for business expansion. The dividend payout ratio for year 2020 is 49.9% compared to dividend payout ratio of 97.5% for year 2019.

The capital level of TISCO bank at year ended 2020 was strong with the BIS ratio of 22.78% and Tier I ratio of 18.07%, compared to the regulatory requirement of 11% and 8.5%, respective, which is considered sufficient to support growth and withstand any uncertainties and volatilities in the foreseeable future. However, to strengthen the capital position further to ensure financial soundness and stability in any situation, the profit amount of Baht 757,262,276 or 20% of the operating profit for the year 2020 would be appropriated as capital fund.

The Board of Directors recommends shareholders approve the appropriation of profit arising from the year 2020 operations and no dividend payment, and acknowledge the interim dividend payment as the following details.

- No legal reserve appropriation because the Bank's reserve has reached the amount required by laws;
- Acknowledgement of interim dividend payment from profit arising from year 2020 operations totaling Baht 1,889,213,769 or at Baht 2.05 per share for common shareholders and preferred shareholders. The interim dividend was paid on January 15, 2021;
- The appropriation of Baht 757,262,276 of profit from the year 2020 operations as capital fund

The Chairman of Executive Board invited shareholders to express their opinions or ask question; however, since no shareholders objected or asked question, and proposed that the meeting to approve the appropriation of profit arising from year 2020 operations and no dividend payment.

The meeting **approved** the appropriation of profit arising from year 2020 operations and no dividend payment as proposed, with the majority votes of shareholders who attended the meeting and cast their votes as follows:

For	921,452,883	votes	equivalent to	100.0000	per cent
Against	0	votes	equivalent to	0.0000	per cent
Abstain	0	votes			
No voided ballot					

Agenda Item 5 To approve the appointment of the auditors and their remuneration for the year 2021
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The Chairman proposed the meeting consider the appointment of the auditors and their remuneration for the year 2021 and subsequently invited Assoc. Prof. Dr. Angkarat Priebrivat, the Chairperson of the Audit Committee, to summarize this agenda item to the meeting.

The Chairperson of the Audit Committee informed the meeting that in order to comply with the Public Limited Companies Act B.E. 2535 and Section 41 of the Bank's Articles of Association which state that the annual general meeting of shareholders shall appoint an auditor and determine the remuneration of the auditor of the Bank every year. The Audit Committee, in accordance with the Bank's External Auditor Selection Guidelines, had considered proposals for the appointment of the Bank's auditors for the year 2021. It is recommended to the Board of Directors to propose the Annual General Meeting of Shareholders appointing Ms. Ratana Jala and/or Ms. Somjai Khunapasut and/or Ms. Wanwilai Phetsang of EY Office Limited as the Bank's auditors for the year 2021. All nominated auditors have been approved by the Bank of Thailand, are considered qualified under the regulations of the Bank of Thailand and the Office of the Securities and Exchange Commission, and have shown satisfactory performance. Total audit fee for the year 2021 for the Bank will be not exceeding Baht 5,800,000, unchanged from year 2020.

The Board of Directors concurred with the proposal of the Audit Committee, and proposed shareholders approve the appointment of Ms. Ratana Jala, CPA License No. 3734 and/or Ms. Somjai Khunapasut, CPA License No. 4499, and/or Ms. Wanwilai Phetsang, CPA License No. 5315 from EY Office Limited as the Bank's auditors for the year 2021, with total remuneration of not exceeding Baht 5,800,000. Any one of these auditors is authorized to certify the auditor's report. All nominated auditors have been approved by the Bank of Thailand

The Chairperson of Audit Committee invited shareholders to express their opinions or ask questions; however, since no shareholders objected or asked questions, the Chairman then proposed the meeting to approve the appointment of the auditors and their remuneration for the year 2021.

The meeting **approved** the appointment of the auditors and their remuneration for the year 2021 as proposed, with the majority votes of the shareholders who attended the meeting and cast their votes as follows:

For	921,452,883	votes	equivalent to	100.0000	per cent
Against	0	votes	equivalent to	0.0000	per cent
Abstain	0	votes			
No voided ballot					

Agenda Item 6 To approve number of directors and the appointment of directors

The Chairman informed the meeting that since agenda items 6 and 7 were matters related to directors, all directors would voluntarily leave the meeting, in line with good corporate governance practices. The Chairman then proposed the meeting elect a shareholder to conduct the meeting for agenda items 6 and 7.

The meeting elected Ms. Suthinee Muangman, a proxy holder, to conduct the meeting during discussion of agenda items 6 and 7. In this regard, Ms. Suthinee Muangman, the moderator of the meeting, asked the Corporate Secretary to explain details of agenda item 6.

The Corporate Secretary summarized the details to the meeting, stating that according to the Bank's Articles of Association, the whole Board of Directors shall be simultaneously elected at the annual general meeting of shareholders each year. Thus, the current Board of Directors was due to retire today. The Corporate Secretary also added that the consideration of this agenda item would be made in two sections: (1) to approve the number of directors and (2) to approve the election of directors.

Section 22 of the Bank's Articles of Association prescribed that the shareholders shall, from time to time, by resolution of a general meeting, determine the number of directors which shall be not less than five and not less than one half of the

directors must domicile in Thailand. In addition, the number of directors who are persons of Thai nationality shall be in compliance with related laws.

The Board of Directors with recommendations from the Nomination and Compensation Committee of TISCO, had considered the number of directors to be appropriate, according to good corporate governance practices. The candidate's qualifications and the skills each candidate might bring to the Board must be considered. Upon review of the board size and composition most suitable to the needs of the Bank, the Board proposed shareholders approve the number of directors at 12 (twelve). Therefore, the Corporate Secretary informed the meeting that shareholders, present in person or represented by proxy, were entitled to one (1) vote per share.

Ms. Suthinee Muangman invited shareholders to express their opinions or ask questions; however, since no shareholders objected or asked questions, Ms. Suthinee Muangman proposed the meeting approve the number of directors at 12.

The meeting **approved** the number of directors at 12, with the majority votes of shareholders who attended the meeting and cast their votes as follows:

For	921,452,883	votes	equivalent to	100.0000	per cent
Against	0	votes	equivalent to	0.0000	per cent
Abstain	0	votes			
No voided ballot					

The Corporate Secretary further informed the meeting that Section 23 and 24 of the Bank's Articles of Association require cumulative voting for the election of directors. This mechanism increases the opportunity for minority shareholders to nominate persons to become Company directors, in accordance with Section 70 and 71 of the Public Limited Company Act.

The Nomination and Compensation Committee of TISCO shall select qualified candidates by considering their knowledge, biography, experience, and sufficient understanding of finance and banking, economics, information technology, law or any other related field based upon the need and maximum benefit of the Company, corporate governance practices, related laws and regulations, in order to attain the most appropriate size and composition of the board. Moreover, Independent director positions must be filled in compliance with the regulations of the Bank of Thailand, the Capital Market Supervisory Board, the Securities and Exchange Commission, the Stock Exchange of Thailand, and TISCO's Corporate Governance Policy and practices.

The Board of Directors, after considering the TISCO Nomination and Compensation Committee's recommendation on the qualifications of the candidates and proposed shareholders approve the election of the following qualified candidates as the Bank's directors at 12 (twelve), consists of 10 (ten) existing directors and 2 (two) new nominated directors which are Mr. Kanich Punyashthiti and Mr. Metha Pingsuthiwong. They are considered knowledgeable, competent, and experienced in the Bank's business which can provide independent and useful suggestion to the Bank's business operations. The Board of Directors also proposes the shareholders to approve the election of the following qualified candidates as the Bank's directors. All nominated candidates have been approved by the Bank of Thailand. The candidates' profiles were presented in the Notice, which had been sent to shareholders.

<u>Name</u>	<u>Proposed Position</u>
1. Mr. Pliu Mangkornkanok	Independent Director
2. Mr. Suthas Ruangmanamongkol	Executive Director
3. Assoc. Prof. Dr. Angkarat Priebjrivat	Independent Director
4. Prof. Dr. Teerana Bhongmakapat	Non-Executive Director

<u>Name</u>	<u>Proposed Position</u>
5. Mr. Sathit Aungmanee	Independent Director
6. Dr. Charatpong Chotigavanich	Independent Director
7. Dr. Kulpatra Sirodom	Independent Director
8. Mr. Kanich Punyashthiti	Independent Director
9. Mr. Chi-Hao Sun (Howard Sun)	Executive Director
10. Mr. Satoshi Yoshitake	Executive Director
11. Mr. Sakchai Peechapat	Executive Director
12. Mr. Metha Pingsuthiwong	Executive Director

The Board of Directors proposed that the Bank has independent director who have occupied the position for more than nine consecutive years, namely, Mr. Pliu Mangkornkanok. The TISCO Nomination and Compensation Committee recommends that he is highly knowledgeable, competent, experienced and have deep understanding of financial businesses which is appropriate and indispensable for helping the Board of Directors' duties to achieve its objectives. In addition, they have performed their duties well and have provided independent opinions and useful suggestions to the Bank.

The Board of Directors concurred with the proposal of the TISCO Nomination and Compensation Committee and proposed the meeting elect the mentioned director candidates. All 12 directors have complete qualifications and suitability for the Bank's business and are without prohibited characteristics for appointment as directors, in accordance with applicable laws. In addition, all existing directors have performed their duties with full responsibility, care, and integrity, in compliance with regulatory requirements, objectives, the Bank's Articles of Association, resolutions of the Board of Directors, as well as resolutions of the General Meeting of Shareholders.

Furthermore, Mr. Pliu Mangkornkanok, Assoc. Prof. Dr. Angkarat Priebjriwat, Mr. Sathit Aungmanee, Dr. Charatpong Chotigavanich, Dr. Kulpatra Sirodom and Mr. Kanich Punyashthiti are qualified as independent directors per the criteria as specified under the regulations of the Bank of Thailand, Capital Market Supervisory Board, the Securities and Exchange Commission and the Stock Exchange of Thailand including TISCO Corporate Governance Policy and practices, as well as they are able to express his/her independent opinions and in compliance with relevant criteria.

Ms. Suthinee Muangman, the moderator of the meeting, then invited shareholders to express their opinions or ask questions; however, since no shareholders objected or asked any questions. Ms. Suthinee Muangman proposed the meeting to approve the appointment of director candidates.

The meeting **approved** the appointment of the following director candidates as the Bank's directors, by the cumulative voting method according to the Articles of Association with the votes as follows:

	<u>For</u>	<u>Against</u>
1. Mr. Pliu Mangkornkanok	921,452,995 votes	0 votes
2. Mr. Suthas Ruangmanamongkol	921,452,995 votes	0 votes
3. Assoc. Prof. Dr. Angkarat Priebjriwat	921,452,995 votes	0 votes
4. Prof. Dr. Teerana Bhongmakapat	921,452,995 votes	0 votes
5. Mr. Sathit Aungmanee	921,452,995 votes	0 votes
6. Dr. Charatpong Chotigavanich	921,452,995 votes	0 votes
7. Dr. Kulpatra Sirodom	921,452,995 votes	0 votes
8. Mr. Kanich Punyashthiti	921,452,995 votes	0 votes

	<u>For</u>		<u>Against</u>	
9. Mr. Chi-Hao Sun (Howard Sun)	921,452,995	votes	0	votes
10. Mr. Satoshi Yoshitake	921,452,995	votes	0	votes
11. Mr. Sakchai Peechapat	921,452,995	votes	0	votes
12. Mr. Metha Pingsuthiwong	921,452,995	votes	0	votes
Total	11,057,435,940	votes	0	votes
Abstain	- None -			
Voided Ballot	- None -			

Agenda Item 7 To approve the remuneration of directors

Ms. Suthinee Muangman, the moderator of the meeting, proposed the meeting approve the remuneration of directors and asked the Corporate Secretary to present the details of agenda item 7 to the meeting.

The Company Secretary clarified to the meeting that the Nomination and Compensation Committee of TISCO Financial Group Plc. ("Parent Company") shall review appropriate remuneration for directors every that is commensurate with their duties and responsibilities as well as consistent with the remuneration of directors in commercial banking at the same level.

The Board of Directors considered and agreed with the proposal of the TISCO Nomination and Compensation Committee and recommends shareholders approve the remuneration to the directors and subcommittee members who do not hold any directorship in TISCO nor any employee/full time position in TISCO Group of companies in the form of monthly fee and meeting fee for the year 2021 at the same form and amount to TISCO Board member which is the same rate as the 2020 Annual General Meeting of Shareholders' approval. Also, non-monetary benefits offered to directors. No meeting fee shall be paid to member of the Board and Sub-committee who is employee or holds full time position in TISCO Group of companies. Details of the proposed remuneration for directors are as follows.

(Unit: Baht)

	June 2020 - Present		Proposed to AGM 2021		% Change ¹
	Monthly Fee	Meeting Fee	Monthly Fee	Meeting Fee	
Board of Directors					
Chairman	240,000	60,000	240,000	60,000	-
Member	50,000	50,000	50,000	50,000	-
Executive Board					
Chairman	-	60,000	-	60,000	-
Member	-	50,000	-	50,000	-
Risk Oversight Committee					
Chairman	-	60,000	-	60,000	-
Member	-	50,000	-	50,000	-
Audit Committee					
Chairperson	-	60,000	-	60,000	-
Member	-	50,000	-	50,000	-

Moreover, there was Non-monetary Remuneration as follows.

1. Group life and accident insurance, or health insurance for Thai director with age over 60,
2. Directors & Officers Liability Insurance (D&O).

The Board of Directors, under the authority delegated by the shareholders, may determine to pay other remuneration or benefits to directors for other appointments or special assignments on behalf of the Board of Directors.

Ms. Suthinee Muangman, the moderator of the meeting, then invited shareholders to express their opinions or ask questions; however, since no shareholders objected or asked further questions, she then proposed the meeting to approve the directors' remuneration and acknowledge current directors' remuneration. In this regard, the directors who held shares were considered as having a conflict of interest in this matter and were not entitled to vote.

The meeting **approved** the remuneration of directors as proposed, with the votes of not less than two-thirds of the total number of votes of shareholders who attended the meeting as follows:

For	921,452,995	votes	equivalent to	100.0000	per cent
Against	0	votes	equivalent to	0.0000	per cent
Abstain	0	votes	equivalent to	0.0000	per cent
No voided ballot					

After the meeting considered the director-related agenda, all the elected directors re-joined the meeting.

The Board of Directors re-joined the meeting and thanked all shareholders for their approval of the re-election for another term.

Agenda Item 8 Other businesses, if any
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The Chairman invited the shareholders to express their opinions or ask questions regarding the business operations of the Bank; however, no shareholders objected or asked further questions.

There being no other issues, the Chairman thanked the shareholders for attending and adjourned the meeting at 11.30 hours.

- Pliu Mangkornkanok -

(Mr. Pliu Mangkornkanok)

Chairman of the Meeting
and Chairman of the Board

- Pairat Srivilairit -

(Mr. Pairat Srivilairit)

Corporate Secretary