

KTB.OBD. 832/2020

10th June 2020

To : The President
Stock Exchange of Thailand

Subject : Notification of the Resolutions of Krung Thai Bank PCL.'s Board of Directors Meeting

The Board of Directors' Meeting of Krung Thai Bank PCL. No. 11/2020 (1036) held on Wednesday 10th June 2020 has passed the following significant resolutions:

1. The Meeting acknowledged the interim dividend payment from the 2019 operational results based on the Bank's latest audited financial statements ends December 31, 2019 to the holders of preferred and ordinary shares at the rate of Baht 0.9075 and Baht 0.753 per share respectively. (Dividend/Net profit = 40%) which in accordance with the Bank's dividend payment policy which paid on Thursday 23rd April 2020 , in order to reduce the impacts which may happen to the shareholders from the sudden and indefinite postponement of the Annual Ordinary General Meeting.

2. Fixed the date of calling the 27th Annual Ordinary General Meeting (Year 2020) which will take place on Friday 10th July 2020 at 13.00 hours at the Athenee Crystal Hall, 3rd floor, The Athenee Hotel, a Luxury Collection Hotel, Bangkok, No. 61 Wireless Road, Lumpini Subdistrict, Pathumwan District, Bangkok.

3. Fixed the Record Date on which shareholders have the rights to attend the 27th Annual Ordinary General Meeting (Year 2020) on Wednesday 24th June 2020.

4. Fixed the items on the agenda of the 27th Annual Ordinary General Meeting (Year 2020) as follows:

1) To acknowledge the Board of Directors' annual report

Opinion of the Board: The General Meeting should acknowledge the Board of Directors' annual report. The financial figures and other details are disclosed in the annual report and summary of the financial information.

2) To consider and approve the Financial Statement for the year ending 31st December 2019

Opinion of the Board: The General Meeting should approve the Financial Statement for the year ending 31st December 2019 as submitted by the Board

which already certified by the Bank's auditor and have been considered by the Audit Committee.

3) To consider and approve the appropriation of the 2019 net profit and acknowledged the interim dividend payment

Opinion of the Board: The General Meeting should approve the appropriation of the 2019 net profit and acknowledged the interim dividend payment as follows:

Net Profit	Baht	26,325.70 million
Preferred share dividends (Baht 0.9075 per share)	Baht	4.99 million
Ordinary share dividends (Baht 0.753 per share)	Baht	10,523.97 million

(Dividend/Net profit = 40%) which in accordance with the Bank's dividend payment policy

At present, the Bank's legal reserve has reached the amount required by the Bank's Articles of Association and the Public Limited Companies Act B.E. 2535 (1992) and its amendment, therefore the Bank has not to allocate profit as the legal reserve and acknowledged the interim dividend payment from the 2019 operational results based on the Bank's latest audited financial statements ends December 31, 2019 to the holders of preferred and ordinary shares on Thursday 23rd April 2020.

4) To consider and approve the Directors' remuneration

Opinion of the Board: The Board of Directors has defined the policies and the rule of the directors' remuneration and the committees' remuneration by the rule and rate of the directors' remuneration comparison. Including considered the appropriateness with the duties and responsibilities in providing respective policies, fixing problems and making decisions in the Bank's business operation to achieve goals and business direction of the Bank which in line with the peer listed companies in Stock Exchange of Thailand and commercial banks which already considered by the Nominating and Remuneration Committee. The General Meeting should approve the Directors' remuneration as follows:

4.1) Directors' remuneration for the year 2020

Directors' remuneration for the year 2020 has the rule and rate as follows:

Directors' Remuneration	2020
1. Monthly Remuneration (according to the tenure) - Chairman of the Board of Directors - Directors	Bt 160,000 / month Bt 80,000 / month
2. Meeting honorariums 2.1 Meeting honorariums for the Directors (Meeting honorariums should be paid to the directors attending once a month) - Chairman of the Board of Directors - Directors 2.2 Meeting honorariums for each Committees, the Relations Committee, the Subcommittee or other committee (Meeting honorariums should be paid to the directors attending the meeting is not more than 2 committees and each not over once a month) - Chairman - Member of the Committee	Bt 75,000 / meeting Bt 60,000 / meeting Bt 37,500 / meeting Bt 30,000 / meeting

For meeting honorarium payment for the Directors, in the case of reasonable, may consider to pay the meeting honorariums in excess of 1 time per month but not more than 15 times per year.

4.2) Directors' gratuity for the year 2019

The General Meeting should approve Directors' gratuity in the amount of Baht 41.27 million to proper with the responsibilities and workloads, including being in line with the dividend payment as peer listed companies and commercial banks. The allocation of gratuity should be at the Board's discretion.

5) **To consider the election of Directors to replace those who are retiring upon completion of their terms of office**

Opinion of the Board: (exclusive of Directors having conflict of interest) The General Meeting should elect Prof. Dr. Kittipong Kittayarak, General Tienchai Rubporn to be Director and Independent Director for another term and elect Mrs. Patricia Mongkhonvanit and Mr. Payong Srivanich to be Director for another term. These nominated persons have already been considered by the Nomination and Remuneration Committee in recruiting the directors according to the specified criteria and process, recruiting talented people and expertise from various databases including using Director Pool. Moreover, the Committee will consider of selections and personal review nomination of qualified individuals and without prohibited characteristics of the law and regulatory authority, the Bank's Articles of Association and Charter as well as considering the Board of Directors structure

under the Bank's policy which is specified that Director must possess diversified qualifications which are knowledge, skill matrix and experience that necessary and suitable in many aspects such as economic, finance, banking, law, information technology, human resource and industrial sector including virtue, morality and qualifications which related and conformed with the structure of the board of directors, objectives including mission and strategy of the Bank both current and future. The Board of Directors agreed with the proposal of the Nomination and Remuneration Committee, exclusive of Directors of the Nominating and Remuneration having conflict of interest. These four persons have complete qualifications and relevant with the recruitment process including not be contrary to the applicable laws. They have performed their duties with accountability, prudence, integrity and good faith under the applicable laws, objectives, the Bank's Articles of Association and the resolutions of the Board of Directors and also created many successes to the Bank. They exercise their knowledge, competency and experience for organizational management of the Bank with efficiently and effectively and grow strongly and sustainably. However, there are two Independent Directors who are retiring upon completion of their terms of office are Prof.Dr.Kittipong Kittayarak and General Tienchai Rubporn. They have qualifications following the definition of independent directors and they express the independent opinions and conform to the related requirements. The General Meeting should elect Prof.Dr.Kittipong Kittayarak and General Tienchai Rubporn to be Director and Independent Director for another term and elect Mrs.Patricia Mongkhonvanit and Mr.Payong Srivanich to be Director for another term. All the four nominated persons have already been approved by the relevant regulatory agencies.

5.1 Elect Prof.Dr.Kittipong Kittayarak to be Director and Independent Director. Presently, he performs duty as the Director and Independent Director. As Independent Director, he has performed his duty completely as well as expressing the independent opinions to the Bank's business operation and conforming to the related requirements. Besides, he also takes a position of Chairman of the Corporate Governance and Social Responsibility Committee and Member of the Compliance Committee. He has taken into account the benefit of the Bank, shareholders, and all groups of stakeholders in order to achieve the long-term maximum benefits and also to receive many honor awards. He plays an important

role to support and promote the Bank to accomplish sustainability in business operation under moral practice, operation standard and in accordance with law and every anti-corruption guideline. He also adhered to the universal corporate governance acceptance, support on fostering organizational culture in building the good corporate governance as well as to advice and support the important projects that will generate the concrete benefits to the Bank's business. He has experience with outstanding professionalism and he has knowledge and expertise in law and business administration. Moreover, he has performed his duties with accountability, prudence and integrity. He exercised his knowledge, competency, experience as well as independently expressing opinion for the organizational management of the Bank with efficiently and effectively while supporting the Bank to grow strongly and sustainably.

For the business relationship with the Bank, considered the section 89/7 of the Securities and Exchange Act (a director shall perform duty with responsibility, due care and loyalty) is consider as the normal business operation of the Bank, there is no conflict of interest toward his performance. He can express the independent opinions and conform to the related requirements. Prof. Dr. Kittipong Kittayarak has complete qualifications following the related regulatory authority and the definition of independent directors including there is no restriction or prohibition of the law. The General Meeting agrees to elect Prof.Dr.Kittipong Kittayarak to be Director and Independent Director for another term.

5.2 Elect General Tienchai Rubporn to be Director and Independent Director. Presently, he performs duty as the Director and Chairman of the Independent Directors. He performed his duty completely as well as expressing the independent opinions to the Bank's business operation and conforming to the related requirements. He has taken into account the benefit of the Bank, shareholders, and all groups of stakeholders to achieve the long-term maximum benefits and also receiving many honor awards. Besides, he also takes a position of Member of the Audit Committee and Member of the Compliance Committee. Being Director who participating in expressing ideas and suggestions, he has played a vital role in overseeing the Bank's compliance with regulations to ensure that the Bank and the financial conglomerate have business operation in accordance with the law, rules and regulation including good corporate governance. Moreover, he has performed his duties with accountability, prudence

and integrity as well as expressing the independent opinions. He exercised his knowledge, competency and experience in financial and budget for more than 10 years for organizational management of the Bank with efficiently and effectively while supporting the Bank to grow strongly and sustainably. He has complete qualifications following the related regulatory authority and the definition of independent directors including there is no restriction or prohibition of the law. The General Meeting agrees to elect General Tienchai Rubporn to be Director and Independent Director for another term.

5.3 Mrs. Patricia Mongkhonvanit to be Director. Presently, she performs duty as the Director. She can express the independent opinions to the Bank's business operation. Besides, she also takes a position of Member of the Corporate Governance and Social Responsibility Committee. In this regard, she had important role in providing policies related to business operation of the Bank by adhering to the corporate governance and social responsibility and environment. She also gave advices to support important projects of the Bank. As she was the Member of the Board of Executive Directors, she participated in specifying the major business plan, policy and annual budget of the Bank and also took part in approving credit, debt restructuring and debt write-off. She has taken into account the benefit of the Bank, shareholders, and all groups of stakeholders to achieve the long-term maximum benefits and to receive many honor awards. She has experience with outstanding professionalism as well as having knowledge and expertise in law and economics. Previously, she held position of Secretary of the Steering National e-Payment Master Plan Committee, Secretary of the Steering Electronic Tax Systems Subcommittee and Assistant Secretary of National e-Payment Working Group. Moreover, she has performed her duties with accountability, prudence and integrity. She exercised her knowledge, competency, experience as well as independently expressing opinion for the organizational management of the Bank with efficiently and effectively while supporting the Bank to grow strongly and sustainably. She has complete qualifications following the related regulatory authority and the definition of directors, including there is no restriction or prohibition of the law. The General Meeting agrees to elect Mrs. Patricia Mongkhonvanit to be Director for another term.

5.4 Mr. Payong Srivanich to be Director. Presently, he is a member of the Board of Director and performs duty as the President. He is the highest-level executive,

who leads the organization with outstanding potential, oversees the organizational management while focusing on giving importance to customers in financial business services, become a partner and building trust. He played vital roles in driving the organization to become the Best Digital Banking and Best Place to Work. He can express opinions independently regarding to the Bank's business operation. Besides, he also takes a position of Executive Director and Member of Risk Oversight Committee. Hence, he participates in specifying the major business plan, policy and annual budget of the Bank and also took part in approving credit, debt restructuring and debt write-off. He established the risk management policies, including ensuring that the Bank and the financial conglomerate continue the policies and model of the risk management that efficiently specify by the Bank and related regulatory authority. He also has significant role in providing policies in business operation by adhering corporate governance and the social and environmental responsibility as well as providing advice and support to the important projects that will generate benefits to the Bank. He has taken into account the benefit of the Bank, shareholders, and all groups of stakeholders to achieve the long-term maximum benefits and also receive many honor awards. He has experience with outstanding professionalism in finance and banking for more than 25 years with the domestic and foreign financial institutions. He also has expertise in economics and human resource management. Previously, he has performed his duties with accountability, prudence and integrity. He exercised his knowledge, competency, experience as well as independently expressing opinion for the organizational management of the Bank with efficiently and effectively while supporting the Bank to grow strongly and sustainably. He has complete qualifications following the related regulatory authority and the definition of independent directors including there is no restriction or prohibition of the law. The General Meeting agrees to elect Mr. Payong Srivanich to be Director for another term.

6) To consider the election of the Bank's auditor and fix the audit fee

Opinion of the Board: State Fiscal and Financial Discipline Act, B.E. 2561 (2018) announced in Royal Thai Government Gazette on 19th April 2018, Section 71 in essence that giving the opportunity to the government agencies to be able to find other auditor that got approved by the office of the Auditor General of Thailand. In addition, the office of the Auditor General of Thailand requests the cooperation from government agencies that have readiness in administration, financial status and good internal control to recruit external personnel to be their auditor instead of the Office of the Auditor General of Thailand. The Board of Directors and the Audit Committee agreed to elect the EY Company Limited to be the 2020 Bank's auditor and appoint Ms. Ratana Jala, Certified Public Accountant (Thailand) No. 3734 and/or Ms. Somjai Khunapasut, Certified Public Accountant (Thailand) No. 4499 and/or Ms. Rachada Yongsawadvanich Certified Public Accountant (Thailand) No. 4951 and/or Ms. Wanwilai Phetsang, Certified Public Accountant (Thailand) No. 5315 to be the 2020 Bank's auditors. The fix audit fee for 2020 is at Baht 20 million while the first-year audit fee and TFRS9 examination fee is at Baht 7 million. Therefore, the total audit fee 2020 is at Baht 27 million.

7) Other business (If any)

5. Authorized Chairman to manage and finalize detail of the 27th Annual Ordinary General Meeting (Year 2020) arrangement in case of necessary such as new meeting date, time and venue under rights as stipulated by laws.

The Bank is aware of safety and health of all shareholders, including public responsibility for preventing the spread of the coronavirus disease 2019 (COVID-19). Therefore, the Bank has imposed Measures and Guidelines for the 27th Annual Ordinary General Meeting under the spread of the coronavirus disease 2019 (COVID-19) as in attached herewith. In this regard, the Bank would like to ask for the shareholders and meeting attendees' cooperation to follow the measure. The Bank hereby apologizes for any such inconvenience.

For the meeting documents, the registrar will send shareholders the Notice of the Meeting and the proxy forms by registered mail. Information on the 2019 Annual Report and the Sustainability Report could be retrieved via QR Code attached to the Notice of the Meeting and all supporting documents will publish on the Bank's website at <http://www.krungthai.com>

Please be informed accordingly.

Yours Sincerely,

- *Sineenard Damri-anant* -

(Miss Sineenard Damri-anant)

Assistant Corporate Secretary

**Prevention Measures against the Coronavirus Disease 2019 (COVID-19) Outbreak
for the 27th Annual Ordinary General Meeting (2020)**

The Bank is aware of safety and health of all shareholders, including public responsibility for preventing the spread of the coronavirus disease 2019 (COVID-19). Therefore, the Bank has imposed Prevention Measures against the Coronavirus Disease 2019 (COVID-19) Outbreak for the 27th Annual Ordinary General Meeting as follows:

1. The Bank would like to ask for the shareholders' cooperation in considering granting a proxy to the Independent Directors of the Bank to attend the meeting on his/her behalf (Proxy Form B has been sent to the shareholders along with this Invitation Letter, which shareholders can dictate the direction of their voting through proxies in the event that shareholders are unable to attend the meeting in person.) in order to reduce risk of the Coronavirus Disease 2019 (COVID-19) Outbreak caused by public gatherings. Should you have any questions, the Bank has provided the opportunity for shareholders to express their comment or submit questions related to the agendas of the Annual General Meeting of Shareholders 2020 in advance of the meeting via E-mail Address: share.holder@ktb.co.th or by postal mail to Office of the Board of Directors, 13th Floor, Nana-Nua Building, Tel.: 0-2208-4132, 0-2208-4136, 0-2208-4144 and 0-2208-4146. The Bank will collect all the comments and questions and propose to the Board of Directors to answer the questions on the day of the Annual General Meeting of Shareholders.

2. Shareholders having recently returned from any at-risk countries in accordance with the announcement of the Ministry of Public Health, i.e. the People Republic of China, the Hong Kong Special Administrative Region of the People's Republic of China, the Macao Special Administrative Region of the People's Republic of China, the Republic of Korea (South Korea), the Italian Republic, the Islamic Republic of Iran and all countries with reporting cases of the Coronavirus Disease 2019 (COVID-19) epidemic, including shareholders having a fever, cough and any respiratory illnesses, the Bank advised to grant a proxy to the Bank's Independent Directors as specified in 1. or other persons to attend the meeting to prevent spread of coronavirus disease 2019 (COVID-19) and other respiratory diseases because such diseases can be spreaded by close contact of patients with mild symptoms.

3. The Bank would like to ask for the shareholders and proxies' cooperation in filling out the Self-Declaration Form for the attendees according to Prevention Measures against the Coronavirus Disease 2019 (COVID-19) Outbreak for the 27th Annual Ordinary General Meeting of the Bank. In this regard, the Bank has enclosed the Self-Declaration Form with the Invitation Letter. Please note that concealment of health information or traveling record is considered a violation of the Communicable Diseases Act B.E.2558.

4. The Bank would like to ask for the shareholders and proxies' cooperation to stand at any line for health screening, documents check and registration, with one meter space from each other, also wear a facemask at all times for the safety of your own and all of participant.

5. To prevent the spread of coronavirus disease 2019 (COVID-19) and other respiratory diseases, the Bank provides screening and body temperature checks point for shareholders before entering into the meeting room. All shareholders must undergo body temperature checks and are observed by responsible officers. Anyone who has a body temperature of 37.5 degrees Celsius or higher or has any respiratory symptoms such as having a fever, cough, sore throat, sneezing and runny nose is found, the Bank reserves the right not to permit the person to enter the meeting room. Shareholders may grant proxy to an Independent Director of the Bank or other persons to attend the Meeting on his/her behalf. If any symptom is not found, the responsible officers will put a sticker on the attendees' shirt before entering into the meeting room.

6. Each attendee will be assigned a seating number and required to sit as specified for the sake of the disease prevention or following up in case of any unforeseen circumstances with appropriate social distancing, by leaving the space between seats approximate 2 meters apart, which will significantly reduce the number of seats available in the meeting room. When the seats are fully occupied, no more participant will be allowed to enter the meeting room. Shareholders may grant proxy to an Independent Director of the Bank or other persons to attend the Meeting on his/her behalf.

7. On the meeting day, the Bank kindly requests all participant, who wish to ask questions, to write down the questions instead of speaking through microphone. The staff will provide paper note and pen.

8. Neither snack box nor tea or coffee will be served. The Bank would also requests everyone not eating in the meeting area in order to minimize risk of the spread of coronavirus disease 2019 (COVID-19).

9. The Bank will emphasize the venue's staffs to clean equipment and a lot of common uses areas such as banister, door knob, toilet with liquid detergent, cleanser and/or 70%-alcohol regularly.

10. If the participant notices any other participant having fever, coughing, sneezing or abnormal nasal discharge, please advise those participants to contact our bank staffs at screening points or registration point immediately.

The abovementioned measures complies with Department of Disease Control, Ministry of Public Health, the Office of the Securities and Exchange Commission (SEC) and the Stock Exchange of Thailand (SET)'s guidelines for Infection Control and Prevention Concerning Coronavirus Disease 2019 (COVID-19) to hold the Annual General Meeting of Shareholders.