

Additional Documents : Attachment to Agenda 5

- 5 To consider the election of Directors to replace those who are retiring upon completion of their terms of office (Attachment to Agenda 5)

Objective and Retionale: Pursuant to Article 22 of the Bank's Articles of Association, "at each Ordinary General Meeting, one-third of the directors must retire from office. If the number of directors cannot be divided exactly into the number corresponding to one-third, the directors must retire in the number nearest to one-third. Unless otherwise agreed by the directors among themselves, the directors to retire on rotation during the first and second times shall be drawn by lots. In every subsequent time, the directors who have the longest term in office shall retire. A retiring director is eligible for re-election." and pursuant to Article 45 (4) of the Bank's Articles of Association, "the Ordinary General Meeting shall elect new Directors in replacement of those who must retire upon compleing of their terms or by other reasons that make the position vacants, or election more directors in case of increase..."

Opinion of the Board : At this Meeting, four Directors completing their terms of office are namely Mr. Krairit Euchukanonchai, Mr.Poonnis Sakuntanaga, Mr.Thanwa Laohasiriwong and Mr.Teerapong Wongsiwawilas. Moreover, the Bank made public about the provides opportunity for shareholders to nominate qualified persons for Director's position during 1st October - 31st December 2020 via the Bank's website and there was no shareholder nominating qualified persons for Director's position. The Board of Directors and the Nomination and Remuneration Committee (exclusive of Directors having conflict of interest: Mr. Krairit Euchukanonchai, Mr.Poonnis Sakuntanaga, Mr.Thanwa Laohasiriwong and Mr.Teerapong Wongsiwawilas) considered with cautious and carefulness, then agreed that the General Meeting should elect Mr.Krairit Euchukanonchai and Mr.Poonnis Sakuntanaga to be Director for another term and elect Mr.Thanwa Laohasiriwong and Mr.Teerapong Wongsiwawilas to be Director and Independent Director for another term.

These four persons have knowledge, talent, skill matrix and experience including qualified, appropriate and beneficial to the Bank's business and operation. 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. For Mr.Thanwa Laohasiriwong and Mr.Teerapong Wongsiwawilas, they have qualifications following the definition of independent directors of the regulatory agencies and the Bank and they express the independent opinions and conform to the related requirements.

Consideration of the election of Directors to replace those who are retiring

The Board of Directors considered that the General Meeting should elect the nominated persons as follows:

1. Mr.Krairit Euchukanonchai as Director
2. Mr.Poonnis Sakuntanaga as Director
3. Mr.Thanwa Laohasiriwong as Director and Independent Director
4. Mr.Teerapong Wongsiwawilas as Director and Independent Director

In this regard, all the 4 (four) nominated persons have already been approved by the relevant regulatory agencies.

Details related to the Nomination and Appointment of Directors and Top Executives are disclosed in Annual Report on page 145 - 148.

Name - Surname	Mr.Krairit Euchukanonchai		
Type of Director to be elected	Director		
Age	65		
Nationality	Thai		
Education	<ul style="list-style-type: none"> - Master of Business Administration (Finance and Banking), North Texas State University, USA - Bachelor of Science, Chulalongkorn University 		
Training	<ul style="list-style-type: none"> - Class 16/2007, Role of the Chairman Program (RCP), IOD - Class 59/2005, Director Certification Program (DCP), IOD - Top Executive Program in Energy Literacy, Thailand Energy Academy 		
Current Positions (at Krungthai Bank)	Vice Chairman, Chairman of the Board of Executive Directors, and Chairman of the Risk Oversight Committee		
Date of Joining Krungthai Bank	15 th October 2015		
Tenure	5 Years 4 Months		
Other Current Position	<u>2 Listed Companies</u> <ul style="list-style-type: none"> - Chairman, PTT Exploration and Production Pcl. 2021 - Present - Independent Director, Chairman of the Audit Committee and Member of Nomination and Corporate Governance Committee, Advanced Info Service Pcl. 2014 - Present 		
	<u>7 Non-Listed Companies / Other Organizations</u> <ul style="list-style-type: none"> - Chairman, KTB Advisory Co., Ltd 2021 - Present - Chairman, Infinitas by Krungthai Co., Ltd. 2020 - Present - Director, Advanced Wireless Network Co., Ltd. 2014 - Present - Chairman, V.Body & Paint Co., Ltd. 2003 - Present - Chairman, V.Group Honda Cars Co., Ltd. 2000 - Present - Chairman, V.Auto Sales Co., Ltd. 1998 - Present - Chairman, V.Conglomerate Co., Ltd. 1998 - Present 		
Experience	<ul style="list-style-type: none"> - Chairman and Independent Director, PTT Pcl. 2018 - 2020 - Chairman, Mass Rapid Transit Authority of Thailand 2017 - 2019 - Director and Member of the Audit Committee, PTT Pcl. 2011 - 2012 - Director, PTT Exploration and Production Pcl. 2011 - 2012 - Chairman and Chairman of the Risk Management Committee, Krung Thai Asset Management Pcl. 2006 - 2012 - Director and Member of the Investment Committee, Siam Commercial New York Life Insurance Pcl. 2001 - 2011 		
Relationship	Krungthai Bank shareholding - None - Being the Director at the competitive/related companies - None - Having relationship as a relative of the other directors/management/major shareholders of the Bank/Subsidiary(ies) - None -		

Having following relationship with the Bank/Subsidiary(ies)/or juristic person(s) which could have conflict of interest at the present time or in the past two years

- (1) Being Director participating in management role, an employee, an officer, or an which receives regulatory salary. He is an authorized signatory Director of the Bank in jointly with another 1 Director as two signatories to sign on behalf of the Bank
- (2) Not being a professional advisor such as auditor or legal advisor
- (3) Having business relationship by current being Chairman (no authorized signatory) at PTT Exploration and Production Pcl., Independent Director, Chairman of the Audit Committee and Member of Nomination and Corporate Governance Committee (no authorized signatory) at Advanced Info Service Pcl., Director (no authorized signatory) at Advanced Wireless Network Co., Ltd. , and in past 2 years, he used to be Chairman and Independent Director at PTT Pcl. which have loans and contingent liabilities with the Bank more than Baht twenty million.

Having a special interest in this agenda - None -

No. of Attendance	(Year 2020) - The Board of Directors	25 of 26
	- The Board of Executive Directors	44 of 46
	- The Risk Oversight Committee	12 of 12
	(Year 2021) - The Board of Directors	5 of 5
	- The Board of Executive Directors	8 of 8
	- The Risk Oversight Committee	2 of 2


Opinion of the Board for electing Director Presently, he performs duty as the Vice Chairman, Chairman of the Board of Executive Directors and Chairman of the Risk Oversight Committee. He participates in specifying the major policy, business plan and annual budget of the Bank and also takes 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 is efficiently specified by the Bank and related regulatory authority to support the banking business. Previously, he has performed his duties with accountability, prudence and integrity. He exercised his knowledge, competency, experience. With his skill matrix in finance, marketing, risk management and innovation management, he helped in providing policies and giving suggestion to the management team so that the Bank management is efficient and effective 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. Krairit Euchukanonchai to be Director for another term.

Remark: Resume of Mr.Krairit Euchukanonchai is updated as of 4th March 2021

Name - Surname	Mr.Poonnis Sakuntanaga	
Type of Director to be elected	Director Director	
Age	62	
Nationality	Thai	
Education	<ul style="list-style-type: none"> - Master of Business Administration (Marketing), University of Wisconsin - Madison, USA - Master of Business Administration (Finance), Middle Tennessee State University, USA - Bachelor of Business and Accountancy (Finance and Banking), Chulalongkorn University 	
Training	<ul style="list-style-type: none"> - Class 46/2020, Role of the Chairman Program (RCP), IOD - Class 10/2019, IT Governance and Cyber Resilience Program (ITG), IOD - Class 7/2017, Ethical Leadership Program (ELP), IOD - Class 8/2017 Risk Management Program for Corporate Leaders (RCL), IOD - Class 27/2016 , Successful Formulation & Execution of Strategy (SFE), IOD - Class 113/2009, Director Certification Program (DCP), IOD - Class 4, Corporate Governance for Director and Top Management of State Owned Enterprise and Public Organization Course, Public Director Institute (PDI), King Prajadhipok's Institute - In house Training Programs, Citibank - Asian Banking and Sovereign Conference 2006 by Moody - Regional Workshop "Risk Modeling for Sovereign Debt Portfolio" by World Bank - Year 2018, Cybersecurity, Cyber Resilience & Privacy Risk in the Era of Digital Transformation, ACIS Professional Center - Year 2019, Cyber Resilience Program, Bank of Thailand - Year 2020, Cyber Resilience Program, Bank of Thailand 	
Current Positions (at Krungthai Bank)	Director, Executive Director and Member of the Risk Oversight Committee	
Date of Joining Krungthai Bank	28 th January 2015	
Tenure	6 Years 1 Month	
Other Current Position	<u>Listed Company</u> <ul style="list-style-type: none"> - None - <u>1 Non-Listed Company / Other Organization</u>	
Experience	<ul style="list-style-type: none"> - Director and Executive Director, Elixir Foods & Beverages Co., Ltd. 2017 - Present - Director and Executive Director, ThaiKong Co., Ltd. 2015 - 2017 - President, IQ Plus & Management Co., Ltd. 2003 – 2016 	

Relationship	<p>Krungthai Bank shareholding - None -</p> <p>Being the Director at the competitive/related companies - None -</p> <p>Having relationship as a relative of the other directors/management/major shareholders of the Bank/Subsidiary(ies) - None -</p> <p>Having following relationship with the Bank/Subsidiary(ies)/or juristic person(s) which could have conflict of interest at the present time or in the past two years</p> <p>(1) Being Director participating in management role, an employee, an officer, or an which receives regulatory salary. He is an authorized signatory Director of the Bank in jointly with another 1 Director as two signatories to sign on behalf of the Bank</p> <p>(2) Not being a professional advisor such as auditor or legal advisor</p> <p>(3) Not having business relationship (such as purchase/sale, material/products/ services, loan or borrow)</p>	
Having a special interest in this agenda	- None -	
No. of Attendance	<p>(Year 2020) - The Board of Directors 24 of 26</p> <p style="padding-left: 20px;">- The Board of Executive Directors 46 of 46</p> <p style="padding-left: 20px;">- The Risk Oversight Committee 12 of 12</p> <p>(Year 2021) - The Board of Directors 5 of 5</p> <p style="padding-left: 20px;">- The Board of Executive Directors 8 of 8</p> <p style="padding-left: 20px;">- The Risk Oversight Committee 2 of 2</p>	
Opinion of the Board for electing Director	<p>Presently, he performs duty as the Director, Executive Director and Member of the Risk Oversight Committee. He participates in specifying the major policy, business plan and annual budget of the Bank and also takes 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 is efficiently specified by the Bank and related regulatory authority to support the banking business. Previously, he has performed his duties with accountability, prudence and integrity. He exercised his knowledge, competency, experience. With his skill matrix in finance, accounting, economics and risk management, he helped to support the organizational management of the Bank 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.Poonnis Sakuntanagato be Director for another term.</p>	

Remark: Resume of Mr.Poonnis Sakuntanaga is updated as of 4th March 2021

Name - Surname	Mr.Thanwa Laohasiriwong	
Type of Director to be elected	Director and Independent Director	
Age	55	
Nationality	Thai	
Education	- Bachelor of Engineering (Computer), King Mongkut's Institute of Technology Ladkrabang	
Training	<ul style="list-style-type: none"> - Class 60, National Defence Course, National Defence College - Class 45/2019, Role of the Chairman Program (RCP), IOD - Class 2/2017, Boardroom Success through Financing and Investment (BFI), IOD - Class 2/2016, Driving Company Success with IT Governance (ITG), IOD - Class 20/2015, Advanced Audit Committee Program (AACP), IOD - Class 1/2015, Ethical Leadership Program (ELP), IOD - Class 22/2014, Successful Formulation & Execution of Strategy (SFE), IOD - Class 10/2004, Finance for Non-Finance Directors (FND) , IOD - Class 43/2004, Director Certification Program (DCP), IOD - Year 2001, IBM/Harvard Management Development Program - Year 1998, IBM/INSEAD Management Development Program - Class 4/2016, Environmental Governance for Executive Officer, Department of Environmental Quality Promotion (DEQP) , Ministry of Natural Resources and Environment - Year 2018, Cybersecurity, Cyber Resilience & Privacy Risk in the Era of Digital Transformation, ACIS Professional Center - Class 20/2019, Corporate Governance for Director and Top Management of State Owned Enterprise and Public Organization Course, Public Director Institute (PDI), King Prajadhipok's Institute - Class 13/2019, Top Executive Program in Energy Literacy, Thailand Energy Academy - Class 3/2019, Executive Program on Rule of Law and Development (RoLD), Thailand Institute of Justice (TIJ) - Class 30/2020, Top Management Program, Capital Market Academy, The Stock Exchange of Thailand - Year 2020, Cyber Resilience Program, Bank of Thailand 	
Current Positions (at Krungthai Bank)	Director, Independent Director, Chairman of the Nomination and Remuneration Committee, Member of the Compliance Committee and Member of the Risk Oversight Committee	
Date of Joining Krungthai Bank	26 th January 2016	
Tenure as Directors	5 Years 1 Month	
Tenure as Independent Directors	8 Years 3 Months	

Other Current Position	<u>2 Listed Companies</u> - Independent Director and Chairman of the Audit Committee, TPBI Pcl. 2014 - Present - Advisor of Investment Committee, BCPG Pcl. 2018 - Present <u>3 Non-Listed Companies / Other Organizations</u> - Director, Supamitr Hospital Pcl. 2021 - Present - Director, Relationship Republic Co.,Ltd. 2019 - Present - Member of the Support Research and Innovation Administration Committee, National Research Council of Thailand (NRCT) 2018 - Present	
Experience	- Independent Director and Member of the Audit Committee, State Railway of Thailand 2018 - 2020 - Honorary Director, Thailand Research Fund Policy Committee, The Thailand Research Fund (TRF) 2018 - 2019 - Chairman, Humanica Pcl. 2015 - 2019 - Director and Executive Director, TOT Pcl. 2014 - 2018 - Independent Director and Member of the Audit Committee, Asiasoft Corporation Pcl. 2011 - 2017 - Chairman, Independent Director and Chairman of the Audit Committee, ASN Broker Pcl. 2015 - 2016 - Independent Director and Member of the Audit Committee, Easy Buy Pcl. 2011 - 2016	
Relationship	Krungthai Bank shareholding - None - Being the Director at the competitive/related companies - None - Having relationship as a relative of the other directors/management/major shareholders of the Bank/Subsidiary(ies) - None - Having following relationship with the Bank/Subsidiary(ies)/or juristic person(s) which could have conflict of interest at the present time or in the past two years (1) Not being Director participating in management role, an employee, an officer or a consultant which receives regular salary (2) Not being a professional advisor (such as auditor or legal advisor) (3) Having business relationship by current being Independent Director and Chairman of the Audit Committee (no authorized signatory) at TPBI Pcl. and in past 2 years, he used to be Independent Director and Member of the Audit Committee (no authorized signatory) at State Railway of Thailand which have loans and contingent liabilities with the Bank more than Baht twenty million.	
Having a special interest in this agenda	- None -	
No. of Attendance	(Year 2020) - The Board of Directors 26 of 26 - The Nomination and Remuneration Committee 20 of 20 - The Risk Oversight Committee 12 of 12 - The Compliance Committee 12 of 12 - The Independent Director Committee 4 of 4	

(Year 2021)	- The Board of Directors	5 of 5
	- The Nomination and Remuneration Committee	3 of 3
	- The Risk Oversight Committee	2 of 2
	- The Compliance Committee	2 of 2
	- The Independent Director Committee	0 of 0

Opinion of the Board for electing 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 Nomination and Remuneration Committee. Furthermore, he also mainly participated in recruitment of qualified Directors and Executives, and set the remuneration at appropriate rate with workloads, responsibilities and corresponding with the dividend payment as peer listed companies and commercial banks. In addition, he used to be Chairman of the Compliance Committee who participated in expressing ideas and suggestions and 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 as well as good corporate governance. Previously, he has performed his duties with accountability, prudence and integrity. He exercised his knowledge, competency, experience. With his skill matrix in information technology, human resource management and engineering, he helped to support the organizational management of the Bank efficiently and effectively while supporting the Bank to grow strongly and sustainably. However, his position in Independent Directors and Chairman of the Audit Committee in the companies which has 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, Thus, there is no conflict of interest toward his performance. He can express the independent opinions and conform to the related requirements. 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.Thanwa Laohasiriwong to be Director and Independent Director for another term.

Name - Surname	Mr. Teerapong Wongsiwawilas	
Type of Director to be elected	Director and Independent Director	
Age	56	
Nationality	Thai	
Education	- Bachelor of Laws, Thammasat University	
Training	- Class 246/2017, Director Certification Program (DCP), IOD - Class 57, National Defence Course, The National Defence College - Class 8, Senior Executive Program, The office of the Civil Service commission - Class 12/2013, Public Law and Management, King Prajadhipok's Institute	
Current Positions (at Krungthai Bank)	Director, Independent Director, Chairman of the Compliance Committee and Member of the Nomination and Remuneration Committee	
Date of Joining Krungthai Bank	21 st December 2020	
Tenure as Directors	2 Months	
Tenure as Independent Directors	3 Years 4 Months	
Other Current Position	<u>1 Listed Company</u> - Independent Director and Member of the Audit Committee, Bangchak Corporation Pcl. 2017 - Present	
	<u>6 Non-Listed Companies / Other Organizations</u> - Honorable Executive Director of the Judicial Administration (Administration and Management), Court of Justice 2020 - Present	
	- Committee member of the Political Reform of the Thailand's National Reform, Office of the National Economic and Social Development Council 2020 - Present	
	- National Science and Technology Development Committee, National Science and Technology Development Agency 2019 - Present	
	- Honorable Special Investigation Committee (Law), Department of Special Investigation, Ministry of Justice 2019 - Present	
	- Council of State (No.7 Natural Resources and Environment Law), Office of the Council of State 2018 - Present	
	- Secretary-General to the Cabinet, The Secretariat of the Cabinet 2017 - Present	
Experience	- Deputy Secretaries-General to the Cabinet, The Secretariat of the Cabinet 2015 - 2017	
Relationship	Krungthai Bank shareholding - None - Being the Director at the competitive/related companies - None - Having relationship as a relative of the other directors/management/major shareholders of the Bank/Subsidiary(ies) - None -	

Having following relationship with the Bank/Subsidiary(ies)/or juristic person(s) which could have conflict of interest at the present time or in the past two years

- (1) Not being Director participating in management role, an employee, an officer or a consultant, which receives regular salary
- (2) Not being a professional advisor (such as auditor or legal advisor)
- (3) Having business relationship by currently being Independent Director and Member of the Audit Committee (no authorized signatory) at Bangchak Corporation Pcl. which have loans and contingent liabilities with the Bank more than Baht twenty million.

Having s special interest in this agenda - None -

No. of Attendance	(Year 2020)	- The Board of Directors	1 of 1
		- The Nomination and Remuneration Committee	0 of 0
		- The Compliance Committee	1 of 1
		- The Independent Director Committee	1 of 1
	(Year 2021)	- The Board of Directors	5 of 5
		- The Nomination and Remuneration Committee	3 of 3
		- The Compliance Committee	2 of 2
		- The Independent Director Committee	0 of 0

Opinion of the Board for electing 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 Compliance Committee, who participated in expressing ideas and suggestions and 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 as well as good corporate governance. Previously, he has performed his duties with accountability, prudence and integrity. He exercised his knowledge, competency, experience. With his skill matrix in law, audit and internal control and management, he helped to support the organizational management of the Bank efficiently and effectively while supporting the Bank to grow strongly and sustainably. However, his position in Independent Directors and Member of the Audit Committee in the companies which has 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. Thus, there is no conflict of interest toward his performance. He can express the independent opinions and conform to the related requirements. 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. Teerapong Wongsiwawilas to be Director and Independent Director for another term.