

Ref: SSD./REG. 0345/2019

March 8, 2019

Re: Annual Ordinary Meeting of Shareholders

To: All Shareholders

Reference Documents:

1. Copy of the minutes of the 25th Annual Ordinary Meeting of Shareholders
2. Appropriation of profit and payment of dividend for the year 2018
3. Information of the directors retiring by rotation and proposed to be re-elected
4. Information of nominated person proposed for election as director
5. Directors' remuneration for the year 2018
6. Appointment and remuneration of auditors for the year 2019
7. Guidelines for proxy holder appointment, registration and documents required in order to attend the shareholders' meeting
8. Articles of Association (only those Articles relating to the shareholders' meeting)
9. Map of Bangkok Bank Public Company Limited

Attachments:

1. Annual Report for the year 2018 in CD-ROM
2. Summary of the Financial Information from the Annual Report for the year 2018
3. Letter concerning appointment of proxy holder for the Annual Ordinary Meeting of Shareholders and information of the directors for consideration regarding appointment as proxy holder
4. Proxy form, registration form & details of documents required to register for the meeting

The Board of Directors of Bangkok Bank Public Company Limited (the "Bank") has resolved to call the 26th Annual Ordinary Meeting of Shareholders on April 12, 2019, starting at 15.00 hrs. at the Bank's auditorium on the 29th - 30th floor of the Head Office, 333 Silom Road, Silom Sub-district, Bangrak District, Bangkok, Thailand, to consider the following agenda:

- (1) To approve the minutes of the 25th Annual Ordinary Meeting of Shareholders held on April 12, 2018

Objective and reason: For the shareholders to consider and approve the minutes.

Board's recommendation: That the minutes be approved by the shareholders' meeting.

(Details as per Reference Document No. 1)

- (2) To acknowledge the report on the results of operations for the year 2018 as presented in the annual report

Objective and reason: In order to comply with Article 35 of the Bank's Articles of Association which stipulates that the report of the Board concerning the Bank's operating performance during the preceding year together with opinions on the future business operation be acknowledged by the shareholders' meeting.

Board's recommendation: That the report on the results of operations for the year 2018, which provides details on the results of the Bank's operations and significant changes, be acknowledged.

- (3) To acknowledge the report of the Audit Committee for the year 2018

Objective and reason: To report to the shareholders on the performance of the Audit Committee during the year 2018.

Board's recommendation: That the report of the Audit Committee for the year 2018 be acknowledged.

- (4) To approve the financial statements for the year ended December 31, 2018

Objective and reason: In order to comply with Section 112 of the Public Limited Companies Act B.E. 2535 as amended and Article 41 of the Articles of Association of the Bank, which stipulate that the Bank shall arrange for the preparation of the financial statements as of the last day of the accounting period of the Bank and submit them to the annual ordinary meeting of shareholders for approval.

Board's recommendation: That the financial statements for the year ended December 31, 2018, presenting the financial status and operating results of the Bank during the year 2018, which were audited by the auditors of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. and were considered by the Audit Committee, be approved.

(5) To approve the appropriation of profit and the payment of dividend for the year 2018

Objective and reason: In order to comply with Article 35 of the Bank's Articles of Association which stipulates that the appropriation of profit shall be considered and approved by the annual ordinary meeting of shareholders and Article 45 which stipulates that the Bank shall allocate to a reserve fund a portion of the annual net profit, which amount must not be less than ten percent of the annual net profit deducted by the accumulated losses brought forward (if any) until the reserve fund reaches an amount of not less than twenty five percent of the registered capital. The net profit of the Bank in 2018 amounted to Baht 38,391,371,219.10, and the accumulated profit to be appropriated in this year's annual ordinary meeting of shareholders amounted to Baht 165,085,890,872.82.

Board's recommendation: That the shareholders' meeting approve the appropriation of profit and the payment of dividend for the operating results of the year 2018 as follows:

1) to allocate as a legal reserve in the total amount of Baht 1,000,000,000.00, being the allocation for the period of January-June 2018 amounting to Baht 500,000,000.00 (which had already been made as per the financial statements for the period ended December 31, 2018) and for the period of July-December 2018 amounting to Baht 500,000,000.00.

2) to allocate as other reserves in the amount of Baht 5,000,000,000.00 which had already been made for the period of January-June 2018.

3) to pay dividend for the operating results of the year 2018, which dividend was derived from retained earnings that was subject to corporate income tax of 23 percent, at the rate of Baht 6.50 per ordinary share, totaling Baht 12,407,478,811 or about 32.32 percent of the annual net profit, a part of which had been paid as interim dividend at the rate of Baht 2.00 per ordinary share on September 28, 2018, and the remaining amount be paid on May 10, 2019 at the rate of Baht 4.50 per ordinary share. The record date for determining the shareholders who have the right to receive the dividend payment shall be April 24, 2019.

(Details as per Reference Document No. 2)

(6) To elect directors in place of those retiring by rotation

Objective and reason: In order to comply with Section 71 of the Public Limited Companies Act B.E. 2535 as amended and Article 17 of the Articles of Association of the Bank, which stipulate that at every annual ordinary meeting of shareholders, one-third of the total number of the directors of the Company shall retire, 6 directors are due to retire by rotation in the annual ordinary meeting of shareholders for 2019, namely, Mr. Piti Sithi-Amnuai, Admiral Prachet Siridej, Mr. Phornthep Phornprapha, Mrs. Gasinee Witoonchart, Mr. Chokechai Niljianskul, and Mr. Charamporn Jotikasthira.

Board's recommendation: The Nomination and Remuneration Committee (not including those with interest) has considered and selected qualified individuals to be proposed to be the Bank's directors in place of those retiring by rotation in accordance with the policy, criteria and methods prescribed, and is of the opinion that the said 6 retiring directors, namely, Mr. Piti Sithi-Amnuai, Admiral Prachet Siridej, Mr. Phornthep Phornprapha, Mrs. Gasinee Witoonchart, Mr. Chokechai Niljianskul, and Mr. Charamporn Jotikasthira, possess suitable qualifications, with no disqualification pursuant to any relevant laws or regulations, have knowledge, skills and expertise that will benefit the Bank's business, and also possess high business ethics, vision and a positive attitude towards the Bank, as well as the willingness to fully perform their assigned duties with responsibility, integrity and honesty. The retiring directors' performances of their duties as the Bank's directors so far have been highly beneficial as reflected in the Bank's results of operation. The Nomination and Remuneration Committee (not including those with interest) deemed it appropriate to re-elect the 6 retiring directors to continually serve as the Bank's directors for another term. In this respect, the re-elections of the 6 retiring directors to the Board have been approved by the Bank of Thailand.

The Board (not including those with interest) has considered and agreed with the proposal of the Nomination and Remuneration Committee and recommended that all 6 directors retiring by rotation, namely, Mr. Piti Sithi-Amnuai, Admiral Prachet Siridej, Mr. Phornthep Phornprapha, Mrs. Gasinee Witoonchart, Mr. Chokechai Niljianskul and Mr. Charamporn

Jotikasthira be re-elected to the Board. As for Admiral Prachet Siridej, Mr. Phornthep Phornprapha, Mrs. Gasinee Witoonchart, and Mr. Chokechai Niljianskul, who are independent directors, the Board is of the opinion that they can share their views and opinion independently and are in accordance with the relevant rules and regulations. Admiral Prachet Siridej is a capable person with great experiences in large organization, while Mr. Phornthep Phornprapha is a renowned executive with a wide-range of business vision and points of view, Mrs. Gasinee Witoonchart is highly recognized as accounting and financial expert, and Mr. Chokechai Niljianskul is a knowledgeable and experienced person in legal field. The knowledge, capabilities and experiences of the 4 independent directors will certainly be beneficial to the Bank's management and operation.

(Details and brief background of the retiring directors as per Reference Document No. 3)

The Bank had provided shareholders with the opportunity to nominate candidates who possess suitable qualifications for bank directorship in accordance with the rules and guidelines prescribed by the Bank which are disclosed on the Bank's website; however, there were no proposals from any shareholder.

(7) To elect a new director

Objective and reason: In order that the Board of Directors will be made up of directors who are knowledgeable, skillful and equipped with experience and expertise in various business fields.

Board's recommendation: The Nomination and Remuneration Committee has selected a suitable person to be proposed to the shareholders' meeting to be the Bank's director in accordance with the policy, criteria and methods prescribed, and they have proposed Mr. Boonsong Bunyasanand, Senior Executive Vice President of Treasury Division, who possesses suitable qualifications, with no disqualification pursuant to any relevant laws or regulations, and has knowledge, expertise and experience in the finance and banking businesses, especially in the area of treasury management, and, in particular, Mr. Boonsong Bunyasanand has expertise in analyzing and forecasting changes in the financial market. All of such qualifications possessed by Mr. Boonsong Bunyasanand will help enhancing the efficiency of performance of the Board of Directors. The appointment of Mr. Boonsong Bunyasanand has been approved by the Bank of Thailand.

The Board has considered and agreed with the proposal of the Nomination and Remuneration Committee and recommended that Mr. Boonsong Bunyasanand be appointed as a director.

(Details and brief background of the nominated person as per Reference Document No. 4)

(8) To acknowledge the directors' remuneration for the year 2018

Objective and reason: To report to the shareholders concerning the directors' remuneration which has been determined in line with the remuneration framework as proposed by the Nomination and Remuneration Committee.

Board's recommendation: That the directors' remuneration be acknowledged.

(Details as per Reference Document No. 5)

(9) To appoint the auditors and determine the remuneration

Objective and reason: In order to comply with Section 120 of the Public Limited Companies Act B.E. 2535 as amended and Article 50 of the Articles of Association of the Bank, which stipulate that the annual ordinary meeting of shareholders each year shall appoint an auditor and determine the audit fee to be paid by the Bank, and which also stipulate that the former auditor may be re-appointed.

Board's recommendation: That the shareholders' meeting appoint Mr. Suphamit Techamontrikul, certified public accountant registration no. 3356, and/or Mr. Chavala Tienpasertkij, certified public accountant registration no. 4301, and/or Ms. Nisakorn Songmanee, certified public accountant registration no. 5035, and/or Ms. Wilasinee Krishnamra, certified public accountant registration no. 7098, all of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., as auditors of the Bank for the year 2019 with the remuneration in the amount of Baht 19,800,000 and special audit assignment fee in the amount of Baht 1,070,000 as considered and approved by the Audit Committee.

(Details as per Reference Document No. 6)

(10) Other Business

The record date for determining the shareholders who have the right to attend and vote at the 26th Annual Ordinary Meeting of Shareholders shall be March 7, 2019.

We invite all shareholders to attend the meeting at the place, date and time as mentioned above. To facilitate the registration process, the shareholders and/or proxy holders are requested to complete and sign the registration form and/or proxy form as enclosed, which have been pre-printed with the name of shareholder and bar coded for your convenience, and present them together with the identification documents required to register for the meeting (Details as per Attachment No. 4 and Reference Document No. 7) at the registration desk on the 29th floor of the Bank's Head Office.

A shareholder may send any question relating to the agenda of this meeting to the Corporate Secretary in advance by sending an email to apichart.ramyarupa@bangkokbank.com or by mailing to Bangkok Bank Public Company Limited, 25th floor, 333 Silom Road, Silom Sub-District, Bangrak District, Bangkok 10500, or fax to 0-2231-4890. Please also provide the contact information of the shareholder together with such question(s).

Yours faithfully,
Bangkok Bank Public Company Limited



(Mr. Apichart Ramyarupa)
Corporate Secretary

Remark: If any shareholder wishes to receive the Annual Report for the year 2018 in publication form, please contact 0-2230-1477-8, 0-2230-1784.

**Summary in English
of the Minutes of
the 25th Annual Ordinary Meeting of Shareholders of
Bangkok Bank Public Company Limited (the “Bank”)
April 12, 2018
The Bank’s Auditorium, 30th Floor, Head Office
333 Silom Road, Silom Sub-district, Bang Rak District, Bangkok, Thailand**

The Meeting was convened at 15.15 hrs.

As Mr. Chatri Sophonpanich, Chairman of the Board of Directors, was unable to attend the Meeting, Mr. Piti Sithi-Amnuai, Vice Chairman of the Board of Directors, presided as Chairman of the Meeting (“Chairman”).

Mr. Apichart Ramyarupa, the Corporate Secretary (“Secretary”) reported that the 25th Annual Ordinary Meeting of Shareholders (“Meeting”) was attended by 1,273 shareholders who appeared in person, accounting for 12,218,670 shares or 0.64 percent of issued and paid-up shares, and 7,530 shareholders who were represented by proxies, accounting for 973,501,467 shares or 51.00 percent of issued and paid-up shares, totaling 8,803 shareholders, accounting for 985,720,137 shares or 51.64 percent of the total 1,908,842,894 shares that have been issued and paid-up, thus constituting a quorum pursuant to the Articles of Association of the Bank.

The Meeting was attended by directors and senior executives of the Bank and the auditors as follows:

The directors who attended the Meeting:

1.	Mr. Piti	Sithi-Amnuai	Vice Chairman of the Board of Directors
2.	Mr. Deja	Tulananda	Chairman of the Board of Executive Directors
3.	Admiral Prachet	Siridej	Independent Director and Chairman of the Audit Committee
4.	Mr. Kovit	Poshyananda	Independent Director and Chairman of the Nomination and Remuneration Committee
5.	Mr. Singh	Tangtatswas	Chairman of the Risk Management Committee and Member of the Board of Executive Directors
6.	Mr. Charn	Sophonpanich	Member of the Risk Management Committee
7.	Mr. Amorn	Chandarasomboon	Member of the Board of Executive Directors, the Risk Management Committee and the Nomination and Remuneration Committee
8.	H.S.H. Prince Mongkolchaleam	Yugala	Independent Director and Member of the Audit Committee
9.	Mr. Arun	Chirachavala	Independent Director and Member of the Audit Committee
10.	Mr. Chokechai	Niljianskul	Independent Director
11.	Mr. Chartsiri	Sophonpanich	President and Member of the Board of Executive Directors
12.	Mr. Suvarn	Thansathit	Senior Executive Vice President, Member of the Board of Executive Directors and the Risk Management Committee
13.	Mr. Chansak	Fuangfu	Senior Executive Vice President and Member of the Board of Executive Directors
14.	Mr. Charamporn	Jotikasthira	Member of the Board of Executive Directors
15.	Mr. Thaweelap	Rittapirom	Executive Vice President and Member of the Board of Executive Directors

Senior executives who attended the Meeting:

1.	Miss Suteera	Sripaibulya	Senior Executive Vice President, Manager of Technology Division
2.	Miss Rushda	Theeratharathorn	Senior Executive Vice President in charge of Credit Management
3.	Mr. Virasak	Sutanthavibul	Senior Executive Vice President in charge of Commercial Banking

4.	Mr. Siridej	Aungudomsin	Senior Executive Vice President in charge of Business Banking
5.	Mrs. Ruchanee	Nopmuang	Senior Executive Vice President in charge of General Management & Human Resources Division
6.	Mr. Chaiyarit	Anuchitworawong	Senior Executive Vice President, Co-Head of International Banking Group, Manager of International Branch Division, and in charge of Projects & Investor Relations
7.	Miss Benjaporn	Prisuwana	Executive Vice President, Manager of Accounting and Finance Division

The auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. who attended the Meeting:

1.	Mr. Suphamit	Techamontrikul
2.	Mrs. Wilasinee	Krishnamra
3.	Mrs. Sirinporn	Jeeraruensak

Prior to the consideration of the agenda, the Secretary explained the procedures regarding voting, counting of votes and reporting of the voting result on each agenda as follows.

For the purpose of voting, each ordinary share or preferred share shall be counted as one vote. If any shareholder has interests in any matter on which the Meeting shall pass a resolution, such shareholder shall not have the right to vote on such matter, except to vote on the election of directors.

In voting on each agenda item, the Chairman shall inquire whether any shareholder wishes to cast a dissenting vote or to abstain from voting. In the event a shareholder wishes to cast a dissenting vote or to abstain from voting, such shareholder is requested to identify oneself, to indicate their vote on the ballot received during registration and to sign the ballot. A bank officer will collect such ballots for the counting of votes.

In counting the votes, only the dissenting votes and the abstentions indicated on the proxy forms and the ballots will be counted. The total of such votes will be subtracted from the votes of the total number of shares of those shareholders attending the Meeting and the remaining number of votes will be considered as voting for the approval of such agenda item. At the end of the Meeting, shareholders are requested to return unused ballots to Meeting attendants before leaving the Meeting room.

The results of the voting for every agenda for which voting was required shall be later announced to the Meeting.

A panel of three witnesses for the counting of votes was appointed, one of whom was a representative from the audit firm of the Bank, namely, Mrs. Sirinporn Jeeraruensak, and the other two witnesses were selected by the Chairman from the shareholders who volunteered, namely, Mr. Sorakom Rungkajonwong and Miss Chutima Peerapongpaisarn.

The Secretary informed the Meeting that the Bank had provided shareholders with the opportunity to propose items to be included on the agenda of the Meeting, to nominate candidates for bank directorship, and to submit questions in advance about any agenda item prior to the Meeting. There were no proposals from any shareholder.

The Chairman stated that as the number of shareholders in attendance and the number of shares held by such shareholders constituted a quorum, the Meeting could proceed.

Agenda No. 1

Approval of the Minutes of the 24th Annual Ordinary Meeting of Shareholders held on April 12, 2017

The Chairman requested the Meeting to consider and approve the minutes of the 24th Annual Ordinary Meeting of Shareholders held on April 12, 2017 as presented on pages 6 - 19 of the Notice of the Meeting which had been sent to each shareholder.

The Chairman asked if any shareholder would like to propose any changes to the Minutes.

There were no proposals from the Meeting.

The Chairman then proposed that the Meeting consider and approve the Minutes of the 24th Annual Ordinary Meeting of Shareholders held on April 12, 2017.

The Meeting approved the minutes of the 24th Annual Ordinary Meeting of Shareholders held on April 12, 2017 with the following votes:

- Approved	985,796,966	votes or	100.00%
of all the votes cast by the shareholders who attended the Meeting			
- Disapproved	100	votes or	0.00%
of all the votes cast by the shareholders who attended the Meeting			
- Abstained	841,593	votes	
- Invalid ballots	1,000	votes	

Agenda No. 2

Acknowledgement of the report on the results of operations for the year 2017 as presented in the Annual Report

The Chairman requested the Meeting to acknowledge the report on the results of operations for the year 2017, and the significant developments during the year. The results of operations for the year 2017, the details of which appeared on pages 12 - 49 of the 2017 Annual Report, were then requested to be presented by Mr. Singh Tangtatswas.

In addition, the Chairman informed the Meeting that the Bank has always given priority to anti-corruption, and has communicated its intention to the Bank's employees in order to encourage them to better understand and cooperate in compliance with the policy and guideline on anti-corruption through various internal channels of the Bank.

The Bank had been accepted as a member of the Private Sector Collective Action Coalition Against Corruption ("CAC") since 2015 and is currently being under consideration of CAC for its membership renewal.

Mr. Singh then summarized the report on the results of operations for 2017 as follows.

Bangkok Bank and its subsidiaries reported their consolidated financial position as of December 31, 2017 with total assets amounting to Baht 3,076,310 million, an increase of Baht 132,080 million from the previous year. Loans amounted to Baht 2,003,989 million, an increase of Baht 62,896 million, mainly from loans to large corporates, medium-sized businesses and the consumer sector, as well as loans made through the Bank's international network. Total liabilities amounted to Baht 2,674,303 million, an increase of Baht 109,318 million, mainly from growth in deposits which rose by Baht 132,602 million mostly from savings deposits. Shareholders' equity attributable to owners of the Bank amounted to Baht 401,724 million, an increase of Baht 22,708 million, due mainly to the net profit attributable to owners of the Bank for 2017 of Baht 33,009 million, net of two dividend payments during 2017 totaling Baht 12,056 million.

For the year 2017, the Bank's net interest income increased by Baht 2,627 million due to interest income from interbank and money market items and interest income on loans, while net fees and service income increased due predominantly to the increase in fee income from bancassurance and mutual funds, and loans related services. Impairment loss of loans and debt securities rose in line with the Bank's prudent approach towards financial position management to ensure the Bank's financial sustainable stability. Consequently, net profit attributable to owners of the Bank amounted to Baht 33,009 million.

The Chairman invited shareholders for questions and comments.

There were no questions and comments from the Meeting.

The Chairman proposed that the Meeting acknowledge the report.

The Meeting acknowledged the report on the results of operations for the year 2017.

Agenda No. 3

Acknowledgement of the Report of the Audit Committee for the year 2017

The Chairman requested the Meeting to acknowledge the Report of the Audit Committee for the year 2017 as presented on pages 100 - 101 of the 2017 Annual Report.

The Chairman invited shareholders for questions and comments.

There were no questions and comments from the Meeting.

The Chairman proposed that the Meeting acknowledge the report.

The Meeting acknowledged the Report of the Audit Committee for the year 2017.

Agenda No. 4**Approval of the Financial Statements for the year ended December 31, 2017**

The Chairman requested the Meeting to approve the Financial Statements for the year ended December 31, 2017, presenting the financial status and operating results of the Bank during the year 2017, which were audited by the auditor of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. and were considered by the Audit Committee. Details were presented on pages 102 - 195 of the 2017 Annual Report.

The Chairman invited shareholders for questions and comments.

A shareholder asked for the Bank's view on the interest rate trend in Thailand over the next two to three years, and asked whether Thai interest rates are closely tied to the US Federal Reserve's policy target rate, and how the interest rate trend would impact Thailand's economic growth and the Thai public. The shareholder also commended the Bank for monitoring and resolving the customer's complaints made on the Pantip website.

The President explained that when considering economic indicators of the US and the monetary policy stance by the US Federal Reserve, it is evident that the US economy has grown at a certain extent with low unemployment rate. The US Federal Reserve is therefore likely to increase interest rates in phases throughout 2018 and 2019. Further, we need to closely monitor how the rising US rate will affect Thailand's interest rates.

Policy interest rate in Thailand is expected to remain unchanged for 2018. Any increase of interest, if occurs, should be marginal and would only happen in the third or the fourth quarter of 2018. This is because the Thai economy is different from the US, and it is necessary for the country to promote more investments, particularly in infrastructure, the Eastern Economic Corridor, and the 10 targeted industries. Policy interest rate in Thailand is expected to increase gradually over the next one to two years. The Government may take into consideration the uncertainty and potential impact of the trade disputes between the US and China to ensure that the Thai economy can continue to grow.

A shareholder enquired about the source of the major part of income under the heading "Gains on tradings and foreign exchange transactions" and "Gains on investments" on page 38 of the Annual Report.

The President explained that the Bank earned the "Gains on tradings and foreign exchange transactions" mostly from services provided to customers, particularly foreign currency trading, where the Bank earns the bid-ask spreads as well as from trading of bonds and debt instruments. Gains on investments were those in equity and debt securities. The Bank's investments in debt instruments are primarily carried out for the purpose of liquidity management, the majority of which are government and state-enterprise bonds.

A shareholder inquired about the amount of the Bank's fee income that would be reduced by the Bank's waiver of fund transfer fees.

The President explained that the waiver of the fund transfer fees is expected to have a minimal impact on the Bank's revenues in 2018, and may affect about 3 - 4 percent of net fee and service income and the Bank would generate additional revenue from other fees and services, particularly electronic and digital banking services, enhance the growth of its customer base and provide better access to customers. These service offerings will enable the Bank to better understand customer behavior and analyze it to enhance the Bank's financial products and service offerings that may suit the customer's needs.

A shareholder asked the President to explain the positive aspects of the Bank's partnership with AIA which is the largest life insurance company in Thailand.

The President explained that the Bank entered into an agreement with AIA Thailand Company Limited ("AIA") in 2017 for the Bank to offer AIA's products in addition to products of Bangkok Life Assurance Public Company Limited to maximize benefits for customers as they would be able to obtain protection from a wide variety of modern life insurance products. In 2018, the Bank began offering AIA's products at selected branches and will continue to expand the product offerings at other branches throughout the country. Under the cooperation with AIA, the Bank aims to offer better products and services to customers, and it expects that this cooperation will benefit both customers and the Bank.

A shareholder inquired how many types of fee income the Bank has and the contribution of each type to the total fee income.

The President explained that the Bank earns fee income from various services, such as fees from credit card business, transaction service, bancassurance, mutual fund, loan related fee, trade finance service, and other services.

A shareholder asked how the Bank would plan to deal with non-performing loans of Baht 87 billion as stated in the financial statements for 2017, and from which sectors those non-performing loans originated. The shareholder also asked about newspaper report stating that the number of the Bank's branches in 2017 rose by

11 branches while other banks had announced a reduction in the number of their branches. The shareholder asked whether in 2018, the Bank would open more branches or reduce the number of branches in line with other banks.

The President said the Bank has already set aside provisions for the non-performing loans and they would not have significant impact on the Bank. The President explained that the non-performing loans were partly from the slowdown in global and Thai economies over the past few years. However, the outlook for the global economy is brighter and that, in turn, should help reverse those non-performing loans. To resolve non-performing loans, the Bank focuses on working closely with the debtor and solving the problems together to ensure that the debtors can continue to operate their own businesses.

Senior Executive Vice President (Mr. Suvarn) clarified that the opening of branches in 2017 was part of an ongoing plan. In the same year, however, the Bank also closed and merged some branches. According to the plan for 2018, there will be more closing of branches than opening. Decisions on branches will be made on a case-by-case basis.

A shareholder quoted news report stating that the Ministry of Finance encouraged commercial banks to narrow the gap between loan and deposit interest rates and asked how this would affect the Bank's revenue. The shareholder also asked whether the Bank expects the Baht appreciation to continue and how the Bank has prepared for this matter.

The President explained that the Bank forecasted that policy interest rate would remain unchanged or would possibly increase slightly around the end of 2018. The Government encouraged commercial banks to support SMEs, and the Bank has followed such policy by reducing the relevant spread or margin. The Bank would strike a balance between lending at the rates that the businesses of our customers can thrive and maintaining an appropriate net interest margin. The appreciation of the Thai baht has resulted primarily from the trend of the weakening US Dollar for the past couple of years. The US Dollar is also likely to continue to weaken in line with the weak dollar policy of the US government in order to help alleviate some of their economic woes. This implies that most ASEAN currencies, including the Thai Baht, would remain strong, and the business sector should closely monitor the exchange rate movement. If the Baht moves in line with other ASEAN currencies, the impact on Thailand's competitiveness would be mitigated.

A shareholder asked whether the increase in the loans granted by the Bank, from Baht 1.9 trillion to Baht 2 trillion in 2017, was mainly to the large corporate customers, and whether and how the Bank would be affected, if in the long run the interest rates increase, while the loans granted by the Bank are at Baht 2 trillion.

The President explained that the floating interest rates would apply to most loans granted by the Bank and the Bank's sources of funds are mostly subject to floating interest rates as well. Therefore, the increase in interest rates would not significantly impact the Bank. In addition, impacts on our customers would also be marginal as the increase in interest rates will likely be gradual. Other factors, such as, economic conditions, competitiveness and revenue-generating ability of our customers, are much more important than interest rates.

There were no further questions and comments from the Meeting.

The Chairman proposed that the Meeting approve the audited Financial Statement for the year 2017 of the Bank.

The Meeting approved the audited Financial Statements for the year ended December 31, 2017, which were audited by the auditor, with the following votes:

- Approved	987,738,820	votes or	99.99%
	of all the votes cast by the shareholders who attended the meeting		
- Disapproved	58,100	votes or	0.01%
	of all the votes cast by the shareholders who attended the meeting		
- Abstained	1,172,301	votes	
- Invalid ballots	16,100	votes	

Agenda No. 5

Approval of the appropriation of the profit and the payment of dividends for the year 2017

The Chairman informed the Meeting that the net profit of the Bank in 2017 amounted to Baht 31,580,418,494.94, and requested the Meeting to consider and approve the appropriation of the profit and the payment of dividends for the operating results of the year 2017, as presented on page 20 of the Notice of the Meeting, as follows.

1. Allocation as a legal reserve the total amount of Baht 1,000 million, being the allocation for the period of January-June 2017 amounting to Baht 500 million (which had already been made as per the financial statements for the period ended December 31, 2017) and for the period of July-December 2017 amounting to Baht 500 million.
2. Allocation as other reserves the amount of Baht 5,000 million which had already been made for the period of January-June 2017.
3. Dividend payment for the operating results of the year 2017 at the rate of Baht 6.50 per ordinary share, totaling Baht 12,407,478,811, or about 39.30 percent of the annual net profit, a part of which had been paid as interim dividend at the rate of Baht 2.00 per ordinary share on September 22, 2017, and the remaining amount to be paid on May 11, 2018 at the rate of Baht 4.50 per ordinary share, provided that such remaining dividend was to be payable from retained earnings that was subject to corporate income tax at the rate of 30 percent in the amount of Baht 0.29 per share, 25 percent in the amount of Baht 0.58 per share and 23 percent in the amount of Baht 3.63 per share. The record date for determining the shareholders who have the right to receive the dividend payment shall be April 24, 2018.

The Chairman invited shareholders for questions and comments.

There were no questions from the Meeting.

The Chairman proposed that the Meeting approve the appropriation of profit and the payment of dividends for the year 2017.

The Meeting approved the appropriation of profit and the payment of dividends for the year 2017 as proposed with the following votes:

- Approved	988,143,412	votes or	100.00%
	of all the votes cast by the shareholders who attended the Meeting		
- Disapproved	8,000	votes or	0.00%
	of all the votes cast by the shareholders who attended the Meeting		
- Abstained	821,910	votes	
- Invalid ballots	16,100	votes	

Agenda No. 6

Election of Directors replacing those retiring by rotation

The Chairman requested the shareholders to elect directors in place of those retiring by rotation with details as follows.

According to Article 17 of the Articles of Association of the Bank, one-third of the total number of the directors of the Bank shall retire at every annual ordinary Meeting of shareholders. The six directors due to retire by rotation in the Annual Ordinary Meeting of Shareholders for 2018 were Mr. Deja Tulananda, Mr. Kovit Poshyananda, Mr. Amorn Chandarasomboon, H.S.H. Prince Mongkolchaleam Yugala, Mr. Suvarn Thansathit and Mr. Chansak Fuangfu.

The Nomination and Remuneration Committee had considered and selected qualified individuals to be proposed to be the Bank's directors in place of those retiring by rotation in accordance with the policy, criteria and methods prescribed and is of the opinion that the said six retiring directors, namely, Mr. Deja Tulananda, Mr. Kovit Poshyananda, Mr. Amorn Chandarasomboon, H.S.H. Prince Mongkolchaleam Yugala, Mr. Suvarn Thansathit and Mr. Chansak Fuangfu, possess suitable qualifications, with no disqualification pursuant to any relevant laws or regulations; and have knowledge, skills and expertise that will benefit the Bank's business and also possess high business ethics, vision and a positive attitude towards the Bank, as well as the willingness to fully perform their assigned duties with responsibility, integrity and honesty. The retiring directors' performances of their duties as the Bank's directors so far have been highly beneficial as reflected in the Bank's results of operation.

The Board of Directors (not including those with interest) recommended that all six directors retiring by rotation, namely, Mr. Deja Tulananda, Mr. Kovit Poshyananda, Mr. Amorn Chandarasomboon, H.S.H. Prince Mongkolchaleam Yugala, Mr. Suvarn Thansathit and Mr. Chansak Fuangfu, be re-elected to the Board. In particular, Mr. Kovit Poshyananda and H.S.H. Prince Mongkolchaleam Yugala, who are independent directors, have proved to be highly valuable to management of the Bank, due to their specific knowledge and long experience in finance and corporate governance. Their views and opinion are independent, sound and beneficial and also based on the relevant rules and regulations.

The Bank had provided shareholders with the opportunity to nominate candidates who possess suitable qualifications for bank directorship in accordance with the rules and guidelines prescribed by the Bank which are disclosed on the Bank's website; however, there were no proposals from any shareholder.

The information about each of the six directors retiring by rotation was presented on pages 21 - 31 of the Notice of the Meeting.

The Chairman invited shareholders for questions and comments.

There were no questions and comments from the Meeting.

The Chairman proposed that the Meeting consider the re-election of the directors and requested the Meeting to conduct the voting for the re-election of each director individually.

The Meeting approved the re-election of Mr. Deja Tulananda, Mr. Kovit Poshyananda, Mr. Amorn Chandarasomboon, H.S.H. Prince Mongkolchaleam Yugala, Mr. Suvarn Thansathit, and Mr. Chansak Fuangfu as directors for another term with the following votes:

- Mr. Deja Tulananda

- Approved	965,250,968	votes or	97.70%
	of all the votes casted by the shareholders who attended the Meeting		
- Disapproved	22,737,170	votes or	2.30%
	of all the votes casted by the shareholders who attended the Meeting		
- Abstained	984,234	votes	
- Invalid ballots	17,820	votes	

- Mr. Kovit Poshyananda

- Approved	882,154,845	votes or	89.29%
	of all the votes casted by the shareholders who attended the Meeting		
- Disapproved	105,864,325	votes or	10.71%
	of all the votes casted by the shareholders who attended the Meeting		
- Abstained	907,644	votes	
- Invalid ballots	17,820	votes	

- Mr. Amorn Chandarasomboon

- Approved	940,526,920	votes or	95.20%
	of all the votes casted by the shareholders who attended the Meeting		
- Disapproved	47,440,830	votes or	4.80%
	of all the votes casted by the shareholders who attended the Meeting		
- Abstained	953,364	votes	
- Invalid ballots	17,820	votes	

- H.S.H. Prince Mongkolchaleam Yugala

- Approved	866,107,024	votes or	87.66%
	of all the votes casted by the shareholders who attended the Meeting		
- Disapproved	121,909,466	votes or	12.34%
	of all the votes casted by the shareholders who attended the Meeting		
- Abstained	898,664	votes	
- Invalid ballots	17,820	votes	

- Mr. Suvarn Thansathit

- Approved	976,677,196	votes or	98.86%
	of all the votes casted by the shareholders who attended the Meeting		
- Disapproved	11,265,074	votes or	1.14%
	of all the votes casted by the shareholders who attended the Meeting		
- Abstained	983,594	votes	
- Invalid ballots	17,820	votes	

- Mr. Chansak Fuangfu

- Approved	977,182,335	votes or	98.91%
of all the votes casted by the shareholders who attended the Meeting			
- Disapproved	10,759,274	votes or	1.09%
of all the votes casted by the shareholders who attended the Meeting			
- Abstained	984,364	votes	
- Invalid ballots	17,820	votes	

Agenda No. 7**Acknowledgement of directors' remuneration for the year 2017**

The Chairman requested the Meeting to acknowledge the directors' remuneration in 2017 which was in line with the remuneration framework as proposed by the Nomination and Remuneration Committee, details of which were presented on page 33 of the Notice of the Meeting.

Furthermore, the Meeting was informed of the benefits and remuneration in 2017 of the directors and the executives with management authority and their directorship in other companies as required to be disclosed by the Bank of Thailand, the details of which were presented on page 198 and pages 82 - 91 of the 2017 Annual Report.

The Chairman invited shareholders for questions and comments.

A shareholder remarked that under internationally accepted principles an independent director should not retain directorship for more than three tenures or nine years and asked whether the Bank will abide by such principles.

The Chairman said the Bank will take the matter into consideration.

There were no further questions and comments from the Meeting.

The Chairman proposed that the Meeting acknowledge the directors' remuneration.

The Meeting acknowledged the directors' remuneration.

Agenda No. 8**Appointment of the auditors and the determination of the remuneration**

The Chairman stated that in order to comply with Section 120 of the Public Limited Companies Act B.E. 2535 as amended and Article 50 of the Articles of Association of the Bank, which stipulate that the annual ordinary meeting of shareholders each year shall appoint an auditor and determine the remuneration to be paid by the Bank, and which also stipulate that the former auditor may be re-appointed.

The Audit Committee considered and evaluated the quality of the work of the auditor in 2017 and reviewed the suitability as well as assessed the independence and the qualifications of the said auditor according to the established criteria. The Audit Committee was of the opinion that the auditor of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. was suitable to be re-appointed as the auditor of the Bank.

The Board of Directors therefore recommended that the Meeting approve the appointment of Mr. Suphamit Techamontrikul, certified public accountant registration no. 3356, and/or Mr. Chavala Tienpasertkij, certified public accountant registration no. 4301, and/or Mrs. Nisakorn Songmanee, certified public accountant registration no. 5035, all of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., as auditors of the Bank for 2018, with total remuneration of Baht 15,780,000.00, and that the Bank's management be authorized to consider and approve additional fees as appropriate if the Bank requests the auditors to perform other functions. The details of the appointment and the remuneration of the auditors for 2018 were presented on page 34 of the Notice of the Meeting.

The Chairman invited shareholders for questions and comments.

There were no questions and comments from the Meeting.

The Chairman proposed that the Meeting approve the appointment and the remuneration of the auditors for 2018 and authorize the Bank's management to consider and approve additional fees as appropriate if the Bank were to request the auditors to perform other functions.

The Meeting approved the appointment of Mr. Suphamit Techamontrikul, certified public accountant registration no. 3356, and/or Mr. Chavala Tienpasertkij, certified public accountant registration no. 4301, and/or Mrs. Nisakorn Songmanee, certified public accountant registration no. 5035, all of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., as auditors of the Bank for 2018, with remuneration of Baht 15,780,000.00 and authorized the Bank's management to consider and approve additional fees as appropriate if the Bank were to request the auditors to perform other functions with the following votes:

- Approved	986,676,564	votes or	99.86%
		of all the votes casted by the shareholders who attended the Meeting	
- Disapproved	1,386,706	votes or	0.14%
		of all the votes casted by the shareholders who attended the Meeting	
- Abstained	862,703	votes	
- Invalid ballots	16,420	votes	

Agenda No. 9

Amendment of the Article 31 of the Bank's Articles of Association

The Chairman stated that in order for the Bank's Articles of Association to be consistent with Section 100 of the Public Limited Company Act B.E. 2535 as amended by the Order of the Head of the National Council for Peace and Order No. 21/2560 on Amendments of Laws to Facilitate the Ease of Doing Business, the Board of Directors therefore proposed that the Meeting approve the amendment of the Article 31 of the Bank's Articles of Association as follows:

From

"Article 31. The shareholders holding not less than one-fifth of the total number of shares sold, or shareholders of not less than twenty-five in number whose shares are in total not less than one-tenth of the total number of shares sold, may submit a written request signed by them to ask the Board of Directors to call an extraordinary meeting of shareholders at any time, provided that they shall clearly state their reasons in such request. In such case, the Board of Directors shall arrange for the meeting of shareholders to be held within one month from the date of receipt of such request from the shareholders."

To

"Article 31. Any one or more shareholders holding altogether not less than ten (10) percent of the total number of shares sold may submit a written request signed by them to ask the Board of Directors to call an extraordinary meeting of shareholders at any time, provided that they shall clearly state their reasons in such written request. In such case, the Board of Directors shall arrange for the meeting of shareholders to be held within forty-five (45) days from the date of receipt of such request from the shareholders.

Where the Board of Directors have not arranged for such requested meeting within the period specified in the first paragraph, such shareholders signing the request or any other shareholders altogether holding the number of shares as so prescribed may themselves call a meeting within forty-five (45) days from the expiry date of the period specified in the first paragraph. In this case, such a meeting shall be considered as duly called by the Board of Directors, and the Company shall bear the expenses necessarily incurred from the arrangement for such meeting and shall facilitate the said arrangement as appropriate.

Where it appears that, in any meeting of shareholders called by the shareholders in accordance with the second paragraph, the number of shareholders attending the meeting is not sufficient to form a quorum as prescribed in Article 33, those shareholders under the second paragraph shall jointly reimburse all the expenses incurred from the arrangement for such meeting to the Company."

The Chairman invited shareholders for questions and comments.

There were no questions from the Meeting.

The Chairman proposed that the Meeting approve the amendment of the Article 31 of the Bank's Articles of Association.

The Meeting approved the amendment of the Article 31 of the Bank's Articles of Association with a majority of not less than three-fourths of the total number of votes of shareholders attending the Meeting and having the right to vote as proposed by the Board of Directors as detailed below:

- Approved 987,906,172 votes or 99.89%
of all the votes of the shareholders who attended the Meeting with the right to vote
- Disapproved 5,100 votes or 0.00%
of all the votes of the shareholders who attended the Meeting with the right to vote
- Abstained 1,014,984 votes or 0.10%
of all the votes of the shareholders who attended the Meeting with the right to vote
- Invalid ballots 18,320 votes or 0.00%
of all the votes of the shareholders who attended the Meeting with the right to vote

Agenda No. 10
Other Business

The Chairman invited shareholders to express their opinions and suggestions on various matters.

A shareholder asked whether the Bank has plans to improve its image and suggested it would improve its website to be more modern.

The President explained that the Bank is in the process of improving its image as well as other aspects, particularly in developing relationships with customers to achieve better interaction with customers and meet their needs more efficiently.

There being no further questions, the Chairman thanked the shareholders and declared the Meeting closed.

The Meeting was closed at 17.42 hrs.

Certified as correct

(Mr. Piti Sithi-Amnuai)
Vice Chairman of the Board of Directors
Chairman of the Meeting

(Mr. Apichart Ramyarupa)
Corporate Secretary

---End---

Details of Agenda No. 5

Appropriation of profit and payment of dividend for the year 2018

According to the Bank's Dividend Payment Policy, the Bank will consider making dividend payment to shareholders when the operation of the Bank is profitable, taking into consideration the long-term return to shareholders in conjunction with the adequacy of the capital that is required for the business of the Bank. The remaining profit after the payment of dividend may be allocated to various reserves as appropriate.

The payment of dividend is subject to the approval of the meeting of shareholders. However, the Board of Directors may, from time to time, consider making an interim dividend payment to shareholders when the profit of the Bank is deemed to justify making such payment. Such interim dividend payment shall be reported at the following meeting of shareholders.


The payment of dividend shall be in accordance with the regulations of the relevant authorities and with the Articles of Association of the Bank, Article 43 which stipulates that dividend shall be paid only from profits and Article 45 which stipulates that the Bank shall allocate a portion not less than ten percent of the annual net profit deducted by the accumulated losses brought forward (if any) as legal reserve until such legal reserve is not less than twenty five percent of the registered capital.

In 2018, the net profit from operations of the Bank amounted to Baht 38,391,371,219.10. The Board of Directors appropriated a part of the profit in the first half ending June 2018 and passed a resolution to submit the appropriation of profit for 2018 to the meeting of shareholders for consideration as follows:

	Year 2018		Year 2017	
Net profit for the year	Baht	38,391,371,219.10	Baht	31,580,418,494.94
Appropriation				
Legal reserve	Baht	1,000,000,000.00	Baht	1,000,000,000.00
Other reserve	Baht	5,000,000,000.00	Baht	5,000,000,000.00
Dividend on ordinary shares at Baht 6.50 per share	Baht	12,407,478,811.00	Baht	12,407,478,811.00
Interim dividend at Baht 2.00 per share	Baht	3,817,685,788.00	Baht	3,817,685,788.00
Final dividend at Baht 4.50 per share	Baht	8,589,793,023.00	Baht	8,589,793,023.00
Dividend payout as percentage of net profit		32.32		39.30

Details of Agenda No. 6

Information of the directors retiring by rotation and proposed to be re-elected

Name	Mr. Piti Sithi-Amnuai	
Position	<ul style="list-style-type: none"> - Non-executive Director - Chairman of the Board of Directors 	
Date of appointment to the Board	- 1 February 1985	
Years of directorship	- 34	
Age	- 85	
Nationality	- Thai	
Educational qualifications	<ul style="list-style-type: none"> - Honorary Doctorate of Philosophy Degree in Business Administration, Rangsit University - Diploma in Business Administration, Hutching's Commercial College, Malaysia - Matriculation "A" Level, Cambridge University (Overseas), UK - Advanced Management Program, Harvard Business School, Harvard University, Boston, USA - Management Development Program, Asian Institute of Management, the Philippines 	
IOD Training Program	<ul style="list-style-type: none"> - Director Certification Program (DCP), Class 57/2005 - Financial Institutions Directors Education Program (FIDE), Malaysia 2013 - Strategic Board Master Class (SBM) 4/2018 	
Shareholding	- 154,941 shares or 0.00812%	
Family relationship with other directors and members of management	- None	
Position in other listed companies	- None	
Position in other companies	- None	
Position in competitor companies / other companies in bank related business	- None	
Work experience	<ul style="list-style-type: none"> - 25 October 2018 - Present Chairman, Board of Directors, Bangkok Bank Public Company Limited - 2013 - Present Chairman, Bangkok Bank Berhad, Malaysia - February 1985 - Present Director, Bangkok Bank Public Company Limited - 23 March 2017 - 24 October 2018 Vice Chairman, Board of Directors, Bangkok Bank Public Company Limited - March 2008 - 2009 Co-Chairman, Board of Executive Directors, Bangkok Bank Public Company Limited 	

Reference Document No. 3

- 2006 - February 2008 Chairman, Board of Executive Directors, Bangkok Bank Public Company Limited
- 2003 - 2005 Chairman, Risk Management Committee, Bangkok Bank Public Company Limited
- 1993 - 2000 Chairman, Asian Finance Corporation Limited, Singapore
- 1992 - 2006 Vice Chairman, Board of Executive Directors, Bangkok Bank Public Company Limited
- 1991 - 2001 Chairman, Berli Jucker Public Company Limited
- 1989 - 2000 Chairman, Siam Square Tower Company Limited
- 1987 - 2000 Director, Bangkok Sakura Leasing Company Limited

Meeting attendance in 2018

- | | | | |
|-------------------------------|----|--------|----|
| - Shareholders' Meeting | 1 | out of | 1 |
| - Board of Directors' Meeting | 12 | out of | 12 |

Details of Agenda No. 6

Information of the directors retiring by rotation and proposed to be re-elected

Name	Admiral Prachet Siridej	
Position	<ul style="list-style-type: none"> - Independent Director - Chairman of the Audit Committee 	
Date of appointment to the Board	- 18 March 1999	
Years of directorship	- 20	
Age	- 83	
Nationality	- Thai	
Educational qualifications	<ul style="list-style-type: none"> - Master's Degree in Economics (Business Economics), Thammasat University - Bachelor's Degree in Science, Royal Thai Navy Academy - Diploma, National Defence College, The National Defence Course, Class 31 	
IOD Training Program	<ul style="list-style-type: none"> - Financial Institutions Governance Program (FGP), Class 1/2010 - Monitoring the System of Internal Control and Risk Management (MIR), Class 6/2009 - Monitoring the Internal Audit Function (MIA), Class 5/2009 - Director Certification Program-Refresher (DCP-Refresher), Class 4/2007 - The Role of Chairman Program (RCP), Class 15/2007 - Improving the Quality of Financial Reporting (QFR), Class 1/2006 - Audit Committee Program (ACP), Class 1/2004 - Director Certification Program (DCP), Class 35/2003 - Deloitte Audit Committee Forum - Deloitte 2nd Forum 2016 	
Shareholding	- None	
Family relationship with other directors and members of management	- None	
Position in other listed companies	- None	
Position in other companies	- None	
Position in competitor companies / other companies in bank related business	- None	
Work experience	<ul style="list-style-type: none"> - 2003 - Present - March 1999 - Present - Present - Present - Present - 2006 - February 2008 	<ul style="list-style-type: none"> Chairman, Audit Committee, Bangkok Bank Public Company Limited Independent Director, Bangkok Bank Public Company Limited Chairman, Phra Racha Wang Derm Restoration Foundation Vice Chairman, General Prem Tinsulanonda Statesman Foundation Director, Rak Muang Thai Foundation Member, The National Legislative Assembly




Reference Document No. 3

	- 2002 - 2003	Member, Nomination Committee, Bangkok Bank Public Company Limited		
	- 2002 - 2003	Member, Audit Committee, Bangkok Bank Public Company Limited		
	- 1996 - 1997	Adviser, Thai Military Bank Public Company Limited		
	- 1995 - 2000	Senator, Senate		
	- 1995 - 1996	Director, Thai Oil Public Company Limited		
	- 1994 - 1996	Director, Petroleum Authority of Thailand		
	- 1994 - 1996	Director, PTT Exploration and Production Public Company Limited		
	- 1993 - 1996	Commander-in-Chief, Royal Thai Navy		
	- 1993 - 1996	Chairman, Port Authority of Thailand		
	- 1993 - 1996	Director, Thai Military Bank Public Company Limited		
	- 1993 - 1996	Member, Thai-Malaysian Joint Development Area Committee		
Meeting attendance in 2018	- Shareholders' Meeting		1	out of 1
	- Board of Directors' Meeting		11	out of 12
	- Audit Committee's Meeting		17	out of 17
Qualifications as independent director	Having qualifications under the Definition of Independent Director prescribed by the Bank			

Details of Agenda No. 6

Information of the directors retiring by rotation and proposed to be re-elected

Name	Mr. Phornthep Phornprapha	
Position	- Independent Director - Member of the Nomination and Remuneration Committee	
Date of appointment to the Board	- 12 April 2007	
Years of directorship	- 12	
Age	- 70	
Nationality	- Thai	
Educational qualifications	- Honorary Doctorate Degree in Science, Environmental Science, Chiangmai University - Honorary Doctorate Degree in Agricultural Technology, Landscape Technology, Mae Jo Agricultural Technology University - Honorary Doctorate Degree in Science, Topography, Srinakarinwirote University - Bachelor's Degree in Business Administration, California College of Commerce, USA - Diploma, National Defence College, The Joint State - Private Sector Course, Class 5	
IOD Training Program	- Director Accreditation Program (DAP), Class 66/2007	
Shareholding	- None	
Family relationship with other directors and members of management	- None	
Position in other listed companies	- None	
Position in other companies	30 companies - Chairman, MAHLE Siam Filter Systems Company Limited - Chairman, Valeo Siam Thermal Systems Company Limited - Chairman, Siam Daikin Sales Company Limited - Chairman, NSK Bearings (Thailand) Company Limited - Chairman, Siam NSK Steering Systems Company Limited - Chairman, NSK Bearings Manufacturing (Thailand) Company Limited - Chairman, Siam Hitachi Elevator Company Limited - Chairman, Bangkok Komatsu Company Limited - Chairman, Nittan (Thailand) Company Limited - Chairman, Thong Thaworn Development Company Limited - Chairman, Siam Music Yamaha Company Limited - Chairman, Thaworn Holding Company Limited - Chairman, Hitachi Elevator (Thailand) Company Limited - Chairman, Bangkok Komatsu Sales Company Limited - Chairman, GS Yuasa Siam Industry Company Limited	

- Chairman, Bangkok Komatsu Forklift Company Limited
- Chairman, Siam GS Battery Company Limited
- Chairman / President, Siam GS Sales Company Limited
- Vice Chairman, Siam Motor Parts Company Limited
- President, Siam Motors Company Limited
- President, Siam Motor Logistics Company Limited
- President, Thaworn Estate Company Limited
- Director, Nissan Trading (Thailand) Company Limited
- Director, PM Property (Na Jomtien) Company Limited
- Director, MP Assets (Bangna - Trad) Company Limited
- Director, Siam At Cholburi Company Limited
- Director, MP Assets (Pravet) Company Limited
- Director, PM Property (Pattaya) Company Limited
- Director, Taworn Country Club and Resort Company Limited
- President, Bangkok Motor Works Company Limited

Position in competitor companies / other companies in bank related business

- None

Work experience

- September 2012 - Present Member, Nomination and Remuneration Committee, Bangkok Bank Public Company Limited
- April 2007 - Present Independent Director, Bangkok Bank Public Company Limited

Meeting attendance in 2018


- Shareholders' Meeting 0 out of 1
- Board of Directors' Meeting 11 out of 12
- Nomination and Remuneration Committee's Meeting 10 out of 11

Qualifications as independent director

Having qualifications under the Definition of Independent Director prescribed by the Bank

Details of Agenda No. 6

Information of the directors retiring by rotation and proposed to be re-elected

Name	Mrs. Gasinee Witoonchart	
Position	- Independent Director - Member of the Audit Committee	
Date of appointment to the Board	- 12 April 2007	
Years of directorship	- 12	
Age	- 71	
Nationality	- Thai	
Educational qualifications	- Master's Degree in Business Administration, University of Texas at Austin, USA - Bachelor's Degree in Business Administration, 2 nd Class Honors (Finance and Banking), Thammasat University - Certificate in Education Development, Monash University, Australia (Columbo's Scholarship) - Certificate in Property Valuation, ASEAN Valuer Association - Certificate in Operations Management, National University of Singapore, Singapore - Capital Market Academy Leadership Program, Class 3	
IOD Training Program	- Financial Institutions Governance Program (FGP), Class 3/2011 - Monitoring the Quality of Financial Reporting (MFR), Class 7/2009 - Monitoring the Internal Audit Function (MIA), Class 5/2009 - Audit Committee Program (ACP), Class 23/2008 - Monitoring the System of Internal Control and Risk Management (MIR), Class 3/2008 - Director Certification Program (DCP), Class 90/2007 - Director Accreditation Program (DAP), Class 40/2005 - AEC Business Forum: "AEC 2025"	
Shareholding	- None	
Family relationship with other directors and members of management	- None	
Position in other listed companies	- None	
Position in other companies	- None	
Position in competitor companies / other companies in bank related business	- None	
Work experience	- 27 February 2018 - Present Rector, Thammasat University - June 2007 - Present Member, Audit Committee, Bangkok Bank Public Company Limited	

Reference Document No. 3


- April 2007 - Present Independent Director, Bangkok Bank Public Company Limited
- 2007 - Present Arbitrator, Office of the Securities and Exchange Commission
- 2007 - Present Arbitrator for resolution of disputes between Securities Business Licensees or disputes related to Securities Business Customer
- 2004 - Present Director, Thammasat University Council
- 2014 - 2017 Vice Rector for Planning and Administration (Rangsit Centre), Thammasat University
- 2010 - 2013 Vice Rector for Planning and Finance, Thammasat University
- 2010 - 2011 Adviser, Association to Advance Collegiate Schools of Business (AACSB) for Asia
- 2008 - 2011 Director, Global Foundation of Management Education (GFME), the Association to Advance Collegiate School of Business
- 2006 - 2011 Adviser to the Executive Committees, the Valuers Association of Thailand
- 2005 - 2006 Director, Electricity Generating Authority of Thailand
- 2004 - 2009 Dean, Faculty of Commerce and Accountancy, Thammasat University
- 2002 - 2011 Mediator, Mediator Center, Alternative Dispute Resolution Office, Office of the Judiciary
- 1997 - 2007 Representative of Thailand, ASEAN Valuation Association (AVA)
- 1997 - 2004 Independent Director, Thai Coating Industrial Public Company Limited
- 1994 - 2004 Independent Director, Yuasa Battery (Thailand) Public Company Limited

Meeting attendance in 2018	- Shareholders' Meeting	0	out of	1
	- Board of Directors' Meeting	12	out of	12
	- Audit Committee's Meeting	13	out of	17

Qualifications as independent director Having qualifications under the Definition of Independent Director prescribed by the Bank

Details of Agenda No. 6


Information of the directors retiring by rotation and proposed to be re-elected

Name	Mr. Chokechai Niljianskul	
Position	- Independent Director - Member of the Risk Management Committee *	
Date of appointment to the Board	- 12 April 2017	
Years of directorship	- 2	
Age	- 61	
Nationality	- Thai	
Educational qualifications	- Bachelor's Degree in Laws (LL.B.), Thammasat University - Graduate Diploma Program in Business Law, Thammasat University - Certificate, Administrative Justice for Executives, Administrative Court Office, Class 3 - Certificate in Top Executives in the Energy Education Program, Thailand Energy Academy (TEA), Class 8 - Diploma, National Defence College, The Joint State - Private Sector Course, Class B.E. 2551	
IOD Training Program	- Director Certification Program (DCP), Class 246/2017	
Shareholding	- 2,500 shares or 0.00013%	
Family relationship with other directors and members of management	- None	
Position in other listed companies	- None	
Position in other companies	1 company - Managing Director, Jakkapong Law Office Company Limited	
Position in competitor companies / other companies in bank related business	- None	
Work experience	- 21 February 2019 - Present Member, Risk Management Committee, Bangkok Bank Public Company Limited - 12 April 2017 - Present Independent Director, Bangkok Bank Public Company Limited - 1999 - 2012 Senior Legal Advisor & Litigator, Linklaters (Thailand) Limited - 1981 - 1994 Chief Officer, Jakkapong Law Office	
Meeting attendance in 2018	- Shareholders' Meeting 1 out of 1 - Board of Directors' Meeting 11 out of 12	
Qualifications as independent director	Having qualifications under the Definition of Independent Director prescribed by the Bank	

Remark: * Appointed as a member of the Risk Management Committee on February 21, 2019

Details of Agenda No. 6

Information of the directors retiring by rotation and proposed to be re-elected

Name	Mr. Charamporn Jotikasthira	
Position	- Executive Director - Member of the Board of Executive Directors	
Date of appointment to the Board	- 12 April 2017	
Years of directorship	- 2	
Age	- 62	
Nationality	- Thai	
Educational qualifications	- Master's Degree in Business Administration, Harvard University, USA - Bachelor's Degree in Electrical Engineering and Computer Science, Massachusetts Institute of Technology, USA - Certificate, Executive Leadership Program, Capital Market Academy, Class 11 - Certificate, The Executive Program of Energy Literacy for a Sustainable Future, Thailand Energy Academy (TEA), Class 1/2012 - Diploma, National Defence College, The Joint State - Private Sector Course, Class B.E. 2547	
IOD Training Program	- Director Certification Program (DCP), Class 185/2014 - IT Governance and Cyber Resilience Program (ITG), Class 7/2018	
Shareholding	- None	
Family relationship with other directors and members of management	- None	
Position in other listed companies	2 companies - Independent Director and Member, Audit Committee, Minor International Public Company Limited - Independent Director and Member, Audit Committee, Singha Estate Public Company Limited	
Position in other companies	1 company - Director, The Thai Silk Company Limited (Jim Thompson)	
Position in competitor companies / other companies in bank related business	- None	
Work experience	- 1 January 2018 - Present Member, Board of Executive Directors, Bangkok Bank Public Company Limited - 2018 - Present Governor, The Stock Exchange of Thailand - 12 April 2017 - Present Director, Bangkok Bank Public Company Limited - 2017 - Present Director, Office of the National Strategy Drafting Committee	

Reference Document No. 3

- 2017 - Present Member, Chulabhorn Royal Academy Council
- 2010 - Present Director, Suksapattana Foundation
- 2004 - Present Director, Foundation for Research in Information Technology
- 2014 - 9 February 2017 President, Thai Airways International Public Company Limited
- 2015 - 9 February 2017 Director and Chairman, Corporate Governance Committee, Nok Airlines Public Company Limited
- 2011 - 2014 Chairman, Electronic Transactions Development Agency (Public Organization)
- 2011 - 2014 Member, The Financial Institutions Policy Committee (FIPC), Bank of Thailand
- 2010 - 2014 President and CEO, The Stock Exchange of Thailand
- 2008 - 2010 Chief Information Officer, Siam Commercial Bank Public Company Limited
- 1999 - 2008 Executive Vice President, Siam Commercial Bank Public Company Limited
- 1995 - 1999 President, SCB Securities Company Limited
- 1992 - 1994 President, SCB Asset Management Company Limited

Meeting attendance in 2018

- | | | | |
|---|----|--------|-----|
| - Shareholders' Meeting | 1 | out of | 1 |
| - Board of Directors' Meeting | 11 | out of | 12 |
| - Board of Executive Directors' Meeting | 84 | out of | 100 |

Definition of Independent Director

An independent director of Bank shall have the following qualifications:

1. holds shares in an amount not exceeding 1 percent of the total number of shares with voting rights of the Bank or the parent company, subsidiary, affiliate, major shareholder or controlling person of the Bank, provided that shares held by such independent director shall also include shares held by any related person of the said independent director;

2. is not or has not been a director who participates in the management of the business of, an employee, officer or advisor who receives a salary from, or the controlling person of the Bank or the parent company, subsidiary, affiliate or same-level subsidiary company, a major shareholder or controlling person of the Bank, except in the case where such status has ended for not less than 2 years;

3. is not related to any other directors, senior executive, a major shareholder, controlling person or any person to be nominated to be a director, senior executive or controlling person of the Bank or any subsidiary either as parent, spouse, sibling, child or spouse of a child, whether such relationship is by blood or by legal registration;

4. does not have nor used to have a business relationship with the Bank or the parent company, subsidiary, affiliate, major shareholder or controlling person of the Bank, such that it may interfere with the independent judgment of such independent director and is not nor used to be a significant shareholder or controlling person of any person with a business relationship with the Bank or the parent company, subsidiary, affiliate, major shareholder or controlling person of the Bank, except in the case where such status has ended for not less than 2 years;

The term 'business relationship' in the foregoing paragraph shall include normal business transactions, rental or lease of immovable property, transactions relating to assets or services, providing or receiving financial assistance through loans, guarantees, providing assets as collateral and any other similar actions which result in the Bank or the counterparty becoming indebted to the other party in the amount equal to three percent or more of the net tangible assets of the Bank or Baht 20 million, whichever is lower. The method for the calculation of the value of connected transactions under the Notification of the Capital Market Supervisory Board shall apply to the calculation of such indebtedness, *mutatis mutandis*, provided that all indebtedness incurred during the period of 1 year prior to the date of such business relationship shall also be included.

5. is not or has not been an auditor of the Bank or the parent company, subsidiary, affiliate, major shareholder or controlling person of the Bank, and is not a significant shareholder, controlling person or partner of the audit firm employing the external auditor of the Bank or the parent company, subsidiary, affiliate, major shareholder or controlling person of the Bank, except in the case where such status has ended for not less than 2 years;

6. is not or has not been a provider of any professional services which includes being a legal advisor or financial advisor, and receiving service fees exceeding Baht 2 million per year from the Bank or the parent company, subsidiary, affiliate, major shareholder or controlling person of the Bank, and is not a significant shareholder, controlling person or partner of the firm providing such professional services, except in the case where such status has ended for not less than 2 years

7. is not a director appointed to be a representative of any other director of the Bank or a major shareholder, or a shareholder related to a major shareholder of the Bank;

8. does not carry on business of the same nature and in competition with the business of the Bank or its subsidiary and is not a significant partner in a partnership or a director who participates in the management of the business, or an employee, officer or advisor who receive a salary, or holds shares in the amount exceeding 1 percent of the total number of shares with voting rights of another company engaging in business of the same nature and in significant competition with the business of the Bank or its subsidiary;

9. does not have any other characteristics which would impact the ability to express independent opinions regarding the Bank's business operations.

The definition of Independent Directors of the Bank is the same as that prescribed by the Notification of the Capital Market Supervisory Board Re: Application for and Approval of Offer for Sale of Newly Issued Shares.

Details of Agenda No. 7

Information of nominated person proposed for election as director

Name	Mr. Boonsong Bunyasarand	
Position	- Senior Executive Vice President	
Age	- 69	
Nationality	- Thai	
Educational qualifications	- Bachelor of Science (Mathematics), Chulalongkorn University	
IOD Training Program	- None	
Shareholding	- None	
Family relationship with other directors and members of management	- None	
Position in other listed companies	- None	
Position in other companies	1 company - Chairman, BBL (Cayman) Limited	
Position in competitor companies / other companies in bank related business	- None	
Work experiences	- 2006 - Present	Senior Executive Vice President, Manager, Treasury Division, Bangkok Bank Public Company Limited
	- 2000	Executive Vice President, Manager, Treasury Division, Bangkok Bank Public Company Limited
	- 1998	Executive Vice President, Manager, Foreign Exchange Trading Department, Bangkok Bank Public Company Limited
	- 1995	SVP, Department Manager, Foreign Exchange Trading Department, Bangkok Bank Public Company Limited
	- 1991	VP, Department Deputy Manager, Foreign Exchange Trading Department, Bangkok Bank Public Company Limited
	- 1987	AVP, Section Chief, Funds & Liquidity Management Department, Bangkok Bank Public Company Limited



Details of Agenda No. 8

Directors' remuneration for the year 2018

The Nomination and Remuneration Committee is assigned by the Board of Directors to consider the framework regarding the directors' remuneration. The Board of Directors has established the policy, criteria and methods which are adopted by the Nomination and Remuneration Committee in performing its duties and responsibilities. The remuneration of the directors is approved by the Board of Directors based on the framework proposed by the Nomination and Remuneration Committee. The individual director's remuneration is reported to shareholders each year in the Annual Report.

There are three types of remuneration for directors in 2018, namely a monthly remuneration for a director and a committee member and an annual bonus for a director. Directors who are members of more than one committee are eligible for the committee remuneration only of the committee with the highest remuneration and directors who are executive employees of the Bank are not eligible to receive committee remuneration.

In considering the annual bonus paid to the directors, it appears to the Board of Directors that the Bank has made the bonus payments at the same rate since 2012. Taking into account the business environment, the performance of the Bank, and the duties and responsibilities assigned to the directors, the Board of Directors therefore resolved to approve an increase in an annual bonus payable to the directors for the year 2018.

The structure and the amounts of the remuneration for directors in 2018 and 2017 are as follows:

Monthly Remuneration

Unit: Baht

	Monthly Remuneration	
	Year 2018	Year 2017
<u>Board of Directors</u>		
Chairman of the Board of Directors	450,000	450,000
Vice Chairman of the Board of Directors *	300,000	300,000
Director	250,000	250,000
<u>Committees</u>		
Chairman of the Board of Executive Directors	250,000	250,000
Chairman of the Audit Committee	50,000	50,000
Chairman of the Nomination and Remuneration Committee	50,000	50,000
Chairman of the Risk Management Committee	50,000	50,000
Member of Committee	50,000	50,000

Annual Bonus

Unit: Baht

	Annual Bonus	
	Year 2018	Year 2017
Chairman of the Board of Directors	5,000,000	4,500,000
Vice Chairman of the Board of Directors *	3,500,000	3,000,000
Chairman of the Audit Committee	3,500,000	3,000,000
Director	3,020,000	2,520,000

* Mr. Piti Sithi-Amnuai has been appointed as the Chairman of the Board of Directors since 25 October 2018 and no replacement Vice Chairman of the Board of Directors has been appointed.

In 2018, the total remuneration of directors amounted to Baht 114.98 million, compared to Baht 110.94 million in 2017. Details of the remuneration for each individual director are presented under the heading of the Remuneration of the Board of Directors for 2018 and 2017 in the General Information Section of the Annual Report.

Details of Agenda No. 9

Appointment and remuneration of auditors for the year 2019

To comply with Article 120 of the Public Companies Act B.E. 2535 as amended and Article 50 of the Articles of Association of the Bank, which stipulate that the annual ordinary meeting of shareholders shall appoint an auditor and determine the remuneration to be paid by the Bank each year, the Board of Directors of the Bank resolved at the meeting No. 2/2019 held on February 21, 2019, to request approval from the annual ordinary meeting of shareholders to appoint the auditor for the year 2019 and to approve the remuneration to be paid to the auditor as considered and recommended by the Audit Committee as follows:

1. To appoint the auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the auditor of the Bank as follows:

Name	CPA Registration No.	Number of years of audit for the Bank in the past 7 years
1. Mr. Suphamit Techamontrikul	3356	6
2. Mr. Chavala Tienpasertkij	4301	-
3. Ms. Nisakorn Songmanee	5035	-
4. Ms. Wilasinee Krishnamra	7098	3

Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. is an audit firm affiliated with Deloitte Touche Tohmatsu which is a leading audit firm recognized worldwide for its reputation, experience and expertise.

Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. and the auditors named above are not directors, employees or otherwise employed by the Bank or its subsidiaries and do not have any relationship or any conflicts of interests with the Bank or its subsidiaries, its management or any person related thereto, in such a way as to affect the independence in the performance of their duties as auditors. The above-named auditors have been considered by the Office of Securities and Exchange Commission as being approved auditors.

The Audit Committee has considered the quality of the work of the auditor and reviewed the suitability in the performance of the duties of the auditor. The qualifications and the professional knowledge and experience of the 4 auditors proposed by Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. were also considered and their independence assessed and their qualifications evaluated according to the criteria established by regulatory authorities. The Audit Committee is of the opinion that it is appropriate to appoint the auditors from Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the Bank's auditor for 2019.

Furthermore, Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. is also the auditor of 4 subsidiaries of the Bank, namely BBL (Cayman) Limited, Sinnsuptawee Asset Management Company Limited, BBL Asset Management Company Limited and Bualuang Ventures Limited. For subsidiaries audited by the auditors of other auditing firms, the Board of Directors shall supervise their preparation of the financial statements to be completed on time.

2. To approve the audit fees totaling Baht 19,800,000 and the audit fees for special audit assignments totaling Baht 1,070,000, and to authorize the Bank's management to consider and approve additional fees as appropriate in the event that the Bank requests the auditors to perform other functions. The proposed fees for the year 2019 are increased from the fees paid for the year 2018 by 33.78% due to the review of the preparation for compliance with the Thai Financial Reporting Standards in relation to financial instruments prior to the actual enforcement in the year 2020.

	Unit: Baht	
	Year 2019	Year 2018
Audit fees	19,800,000	14,800,000
Audit fees for special audit assignments	1,070,000	1,060,000
Total	20,870,000	15,860,000

Details of the remuneration of the auditors are presented under the heading of the Remuneration of Auditors in the General Information Section of the Annual Report.

**Guidelines for proxy holder appointment, registration and documents required
in order to attend the shareholders' meeting**

Appointment of proxy holder

Proxy form to use

In the event that a shareholder is not able to attend the shareholders' meeting in person, such shareholder may appoint any other person as proxy holder to attend the meeting.

In this regard, the Ministry of Commerce has determined 3 types of proxy forms that are to be used to appoint a proxy holder, as follows:

1. Form A - is the general form which is not complicated and involves only the indication of the name and details of the proxy holder. Form A will give the proxy holder the right to consider and vote on behalf of the proxy grantor in every case as deemed appropriate.
2. Form B - is a form which provides details on how to vote for each agendum, whereby the proxy grantor may choose to either give the proxy holder the right to consider and vote on behalf of the proxy grantor in every case as deemed appropriate or require the proxy holder to vote on each agendum as determined by the proxy grantor. Form B consists of two documents, namely, the Proxy Form and the Annex to the Proxy Form.
3. Form C - is the form for the use of custodians, trustees or fund managers (hereinafter called "Custodians").

The Bank has provided shareholders with the Proxy Form B which provides the proxy grantor with the right to determine how the proxy holder votes on each agendum. However, if a shareholder wishes to use another form, all three forms may be accessed and downloaded for use through our website at www.bangkokbank.com.

Filling out the Proxy Form

Proxy Form

- No. (1) - (2) - the Proxy Form sent to shareholders together with the notice of the shareholders' meeting has been pre-printed individually with the information of each shareholder regarding the name, nationality, address and the number of shares held, and has also been barcoded to provide greater convenience in the registration process. In the event that a shareholder uses any other Proxy Form, please ensure that all the information is correctly provided in full.
- No. (3) - a shareholder may appoint only one proxy holder to attend and vote at the shareholders' meeting, and may not split the shares and appoint multiple proxy holders to cast votes separately. The appointment of the proxy holder must be for the exact number of shares held by the proxy grantor and cannot be an appointment for less than the total number of shares held (except in the case of Custodians). In the event that several proxy holders are appointed, the Bank shall allow only the proxy holder who holds the original Proxy Form to attend and vote at the shareholders' meeting. The name, age and address of the proxy holder are to be provided correctly in full. In the event that the shareholder wishes to appoint either the Independent Director or the President as proposed by the Bank, the relevant information has already been pre-printed and the shareholder is requested to mark the box in front of the name of only one person who is the desired proxy holder.
- No. (4) - for each agendum, the shareholder shall indicate, by marking the box, whether to give the proxy holder the right to consider and vote on behalf of the proxy grantor as deemed appropriate or to require the proxy holder to vote on each agendum as determined by the proxy grantor. In the latter case, the shareholder is requested to indicate the desired voting for each agendum by marking one of the boxes, whether *Approve* or *Disapprove* or *Abstain*. Please note that the vote for each agendum may not be split (except in the case of Custodians).
- Signature - both the proxy grantor and the proxy holder are to sign the proxy form as indicated.
- Stamp duty - Stamp duty of Baht 20 is to be affixed to the proxy form (as required by the relevant laws).

Annex to the Proxy Form

In the event that there are items tabled for consideration outside of the agenda, the proxy grantor may indicate the details of such items, consisting of the item number, the item heading, and how the vote is to be cast in the Annex to the Proxy Form as attached.

Registration to attend the shareholder's meeting

Shareholders may register to attend the shareholders' meeting on April 12, 2019 beginning at 13.30 hours at the 29th floor of the Head Office at 333 Silom Road, Silom Sub-district, Bangrak District, Bangkok, Thailand as shown on the map sent with this notice of the shareholders' meeting. The barcode system will be used to facilitate the registration process for those attending the shareholders' meeting. Therefore, shareholders and proxy holders are kindly requested to present the barcoded registration form, and/or the proxy form, that are sent to shareholders together with this notice of the shareholders' meeting and which had been pre-printed with a barcode, together with the relevant identification documents for registration on the date of the meeting.

Identification documents required for registration * :

1. For shareholders who are individuals:
 - 1.1. For shareholders who are individuals attending the meeting in person -
 - (1) Registration form as sent to shareholders, duly signed by the shareholder; and
 - (2) Identification documents of the shareholder, namely, Thai National ID card or Civil servant identification card or Passport (for non-Thai citizens)
 - 1.2. For proxy holders representing shareholders who are individuals -
 - (1) Original copy of the Proxy Form and Annex to the Proxy form, duly and correctly filled out and signed by the shareholder as proxy grantor and the proxy holder;
 - (2) Certified copy of the identification documents of the shareholder, namely, Thai National ID card or Civil servant identification card or Passport (for non-Thai citizens);
 - (3) Registration Form as sent to shareholders, duly signed by the proxy holder; and
 - (4) Certified copy of the identification documents of the proxy holder, namely, Thai National ID card or Civil servant identification card or Passport (for non-Thai citizens)
 - 1.3. For individual shareholders wishing to appoint either the Independent Director or the President as their proxy holder, the following documents are to be sent by mail in the enclosed prepaid envelope by April 5, 2019 -
 - (1) Original copy of the Proxy Form and Annex to the Proxy Form, duly and correctly filled out and signed by the shareholder as proxy grantor;
 - (2) Certified copy of the identification documents of the shareholder, namely, Thai National ID card or Civil servant identification card or Passport (for non-Thai citizens); and
 - (3) Registration Form as sent to shareholders which has not been signed.
2. For shareholders who are juristic persons:
 - 2.1. For authorized directors of shareholders attending the meeting in person -
 - (1) Registration form as sent to shareholders, duly signed by the juristic person's authorized director(s) attending the meeting and affixed with the seal (if any);
 - (2) Certified copy of the identification documents of the juristic person's authorized director(s) attending the meeting, namely, Thai National ID card or Civil servant identification card or Passport (for non-Thai citizens); and
 - (3) Certified copy of the company registration certificate of the juristic person who is the shareholder, issued by the Ministry of Commerce not more than 1 year before the date of the meeting (*for juristic persons incorporated in Thailand*); or Certified copy of the company registration certificate issued by the relevant authorities in the country of incorporation or the document from the juristic person showing the juristic person's name, the address of the head office, and the names of the individuals authorized to sign on behalf of the juristic person as well as conditions or limitations pertaining to such authority. In the event that

* The Bank may relax any such requirements as the Bank may deem appropriate.

such documents are in a language other than Thai or English, an English translation certified as correct is to be provided by the juristic person (*for juristic persons incorporated in other countries*).

- 2.2. For shareholders who are juristic persons appointing a proxy to attend the meeting -
 - (1) Original copy of the Proxy Form and Annex to the Proxy Form, duly and correctly filled out and signed by the authorized director on behalf of the juristic person who is the shareholder and affixed with the seal (if any) as proxy grantor and signed by the proxy holder;
 - (2) Certified copy of the identification documents of the authorized director of the juristic person who signed on behalf of the juristic person as proxy grantor, namely, Thai National ID card or Civil servant identification card or Passport (for non-Thai citizens);
 - (3) Certified copy of the company registration certificate of the juristic person who is the shareholder, issued by the Ministry of Commerce not more than 1 year before the date of the meeting (*for juristic persons incorporated in Thailand*); or Certified copy of the company registration certificate issued by the relevant authorities in the country of incorporation or the document from the juristic person showing the juristic person's name, the address of the head office, and the names of the individuals authorized to sign on behalf of the juristic person as well as conditions or limitations pertaining to such authority. In the event that such documents are in a language other than Thai or English, an English translation certified as correct is to be provided by the juristic person (*for juristic persons incorporated in other countries*);
 - (4) Registration Form as sent to shareholders, duly signed by the proxy holder; and
 - (5) Certified copy of the identification documents of the proxy holder, namely, Thai National ID card or Civil servant identification card or Passport (for non-Thai citizens)
- 2.3. For shareholders who are juristic persons wishing to appoint either the Independent Director or the President as their proxy holder, the following documents are to be sent by mail in the enclosed prepaid envelope by April 5, 2019 -
 - (1) Original copy of the Proxy Form and Annex to the Proxy Form, duly and correctly filled out and signed by the authorized director on behalf of the juristic person who is the shareholder and affixed with the seal (if any) as proxy grantor;
 - (2) Certified copy of the identification documents of the authorized director of the juristic person who signed on behalf of the juristic person as proxy grantor, namely, Thai National ID card or Civil servant identification card or Passport (for non-Thai citizens);
 - (3) Certified copy of the company registration certificate of the juristic person who is the shareholder, issued by the Ministry of Commerce not more than 1 year before the date of the meeting (*for juristic persons incorporated in Thailand*); or Certified copy of the company registration certificate issued by the relevant authorities in the country of incorporation or the document from the juristic person showing the juristic person's name, the address of the head office, and the names of the individuals authorized to sign on behalf of the juristic person as well as conditions or limitations pertaining to such authority. In the event that such documents are in a language other than Thai or English, an English translation certified as correct is to be provided by the juristic person (*for juristic persons incorporated in other countries*); and
 - (4) Registration form as sent to shareholders which has not been signed.

3. In case of the deceased shareholders

The executor or administrator attending the meeting in person or appointing a proxy to attend the meeting shall also present a court order appointing an executor or an administrator certified by authorized officer.

4. In the case where the shareholders are incompetent persons or quasi-incompetent persons
The curator or guardian attending the meeting in person or appointing a proxy to attend the meeting shall also present a court order appointing a curator or a guardian certified by authorized officer.

5. In the case where the shareholders are minors
The parent or legal guardian attending the meeting in person or appointing a proxy to attend the meeting shall also present a copy of minor's house registration.

For those shareholders or individuals attending the meeting who have changed the title preceding the name or changed the name or surname, documentary evidence of such change shall be presented for registration purposes.

Articles of Association (only those Articles relating to the shareholders' meeting)

Article 14. During the period of twenty-one days prior to the date of each general meeting of shareholders, the Company may suspend the registration of share transfers by notifying the shareholders at the head office and at every branch office not less than fourteen days before the date the Company commences the suspension of the registration of share transfers.

Article 15. The Board of Directors of the Company shall comprise at least five directors. Not less than half of the total number of directors shall have residence within the Kingdom of Thailand, and not less than three-fourths of the total number of directors shall be persons of Thai nationality.

Article 16. Election of directors shall be conducted in accordance with the following rules and procedures :

(1) Each shareholder shall have one vote for each share held.

(2) At any shareholders meeting to elect directors, each shareholder may exercise his voting right by electing candidates one by one or by electing a whole group comprising a number of candidates which is equal to the number of directors to be elected at the meeting at one time, as the general meeting of shareholders may deem appropriate. In exercising the right to vote in either of the two options as aforesaid, each shareholder shall give all the votes that he is entitled to exercise as specified in (1) above to each candidate, and each shareholder may not divide his votes into portions to various candidates.

(3) The candidates who receive the highest votes in their respective order of the votes shall be elected as directors in the number equal to the number of the directors of the Company or the number of the directors to be elected at such meeting. In the event of a tie of votes which causes the number of candidates to be elected to exceed the number of the directors of the Company or the number of the directors to be elected at such meeting, the chairman shall have a casting vote.

Article 17. At every annual ordinary meeting of shareholders, one-third of the total number of the directors of the Company shall retire. If the number of directors is not a multiple of three, the number of directors nearest to one-third shall retire.

The directors to retire from their offices in the first and second years following the registration of the Company shall be determined by drawing lots. In every subsequent year, the directors who have been in office longest shall retire.

Retired directors may be re-elected.

Article 26. The directors shall have the right to receive remuneration from the Company in the form of rewards, meeting allowances, gratuity, bonus or benefits in any other manner under these Articles of Association or in accordance with the resolution of the general meeting of shareholders. For that purpose, the general meeting of shareholders may determine the remuneration by fixing a certain amount of money or by prescribing rules and may fix it from time to time or with continuous effect until amended. Furthermore, the directors shall receive per diem allowances and welfare benefits according to the Company's rules and regulations.

Article 30. The Board of Directors shall arrange for an annual ordinary meeting of shareholders within four months from the last day of the fiscal year of the Company. Meetings other than that mentioned above shall be called extraordinary meetings. The Board of Directors may call an extraordinary meeting of shareholders whenever the Board deems appropriate.

Article 32. In calling a general meeting of shareholders, the Board of Directors shall send notices of the meeting specifying the place, date, time, and agenda of the meeting, as well as the subject matters to be submitted to the meeting with reasonable details, and clearly stating which one will be for information, for approval or for consideration, as the case may be, together with the opinions of the Board of Directors in such matters, and shall send notices to the shareholders and the Registrar for their information not less than seven days before the date of meeting. Furthermore, publication of notices calling a meeting shall also be made in a newspaper for a period of three consecutive days, which shall end not less than three days before the date of meeting.

Article 33. At a general meeting of shareholders, there shall be shareholders and proxies (if any) present at the meeting in a number of not less than twenty-five persons or not less than one-half of the total number of shareholders, whichever is the lesser number, and in either case such shareholders shall

hold shares totaling not less than one-third of the total number of shares sold, in order to constitute a quorum, unless otherwise stipulated by the Acts. *

In the event that after one hour from the time fixed for any general meeting of shareholders, the number of shareholders present is still inadequate to form a quorum, and if such general meeting of shareholders was requested by the shareholders, such meeting shall be cancelled. If such meeting of shareholders was not called by the shareholders' request, the meeting shall be called again, and, in this case, notices calling the meeting shall be sent to shareholders not less than seven days before the meeting. In the second meeting, a quorum is not required.

Article 34. Unless otherwise stipulated by these Articles of Association or by the Acts, the decision or the resolution of the general meeting of shareholders shall be passed by the majority vote of the shareholders who attend the meeting and have the right to vote.

For the purpose of voting, each share shall be counted one vote. If any shareholder has interests in any matter on which the meeting shall pass resolution, he shall have no right to vote on such matter, except to vote on the election of directors.

Where any shareholder holds more than five percent of the total number of shares sold without having been granted an exception or permission under the Acts, he shall only be entitled to vote at the general meetings of shareholders on account of the portion of shares that is not in excess of five percent of the total number of shares sold.

In case of a tie of votes, the chairman of the meeting shall have a casting vote.

Article 35. The annual ordinary general meeting of shareholders shall consider the following matters :

- (1) Acknowledgement of the report of the Board of Directors concerning the Company's operating performance during the preceding year, together with opinions on the future business operation.
- (2) Consideration and approval of the balance sheet, and the profit and loss statement.
- (3) Consideration and approval of the profit allocation.
- (4) Election of directors in place of those directors retiring by rotation.
- (5) Appointment of an auditor and fixing of his remuneration.
- (6) Other matters.

Article 36. The chairman of the Board shall be the chairman of the general meeting of shareholders. If the chairman is absent or is unable to discharge his duties, and if a vice-chairman is present, he shall act as chairman. If there is no vice-chairman or if there is one but he is not able to discharge his duties, the shareholders shall elect one among themselves to be chairman of that general meeting.

Article 37. The chairman of the general meeting of shareholders has the duty to conduct the meeting in compliance with these Articles of Association and in the order of the agenda stated in the notices calling a meeting, unless the general meeting passed a resolution changing the order of priority in the agenda with a vote of not less than two-thirds of the number of the shareholders attending the meeting.

Article 38. Shareholders may authorize other persons as proxies to attend and vote at any meeting of shareholders on their behalf, provided that the instrument appointing proxies shall be submitted to the chairman of the Board of Directors or to the person designated by the chairman of the Board of Directors at the place of and prior to the meeting. The instrument for appointing proxies shall be made in the form specified by the Registrar.

Article 41. The Board of Directors shall arrange for the preparation of the balance sheet and the profit and loss statement as of the last day of the accounting period of the Company, and submit them to the annual ordinary meeting of shareholders for approval.

The Board of Directors shall arrange for the auditor to examine the balance sheet and the profit and loss statement prepared in accordance with the foregoing paragraph, so that the audit thereof shall be completed before submission to the meeting of shareholders.

Article 43. Dividends shall be paid out of profit only. The profits remaining after the payment of dividends may be allocated as reserves of various kinds, as the Board of Directors may deem proper.

* "Acts" refers to the act on public limited companies, the act on commercial banking, the act on securities exchange and any other acts of legislations related to the operation of the Bank.

The Board of Directors may from time to time pay to the shareholders such interim dividend as appeared to the Directors to be justified by the profits of the Company. After the distribution of the dividends, the shareholders shall be informed of such distribution at the next general meeting.

The payment of dividends shall be made within the period prescribed by the Acts. A written notice shall be sent to the shareholders and a publication of the notice of such payment of dividends shall also be made in a newspaper.

Article 44. Where any shareholder holds more than five percent of the total number of shares sold without having been granted an exception or permission under the Acts, the Company shall not pay dividend or any other form of money as bonus to such shareholder on account of the portion of shares in excess of five percent of the total number of shares sold.

Article 45. The Company shall allocate to a reserve fund a portion of the annual net profit, which amount must not be less than ten percent of the annual net profit deducted by the accumulated losses brought forward (if any) until the reserve fund reaches an amount of not less than twenty five percent of the registered capital.

Article 47. The auditor shall not be a director, staff member, employee or officer holding any position in the Company.

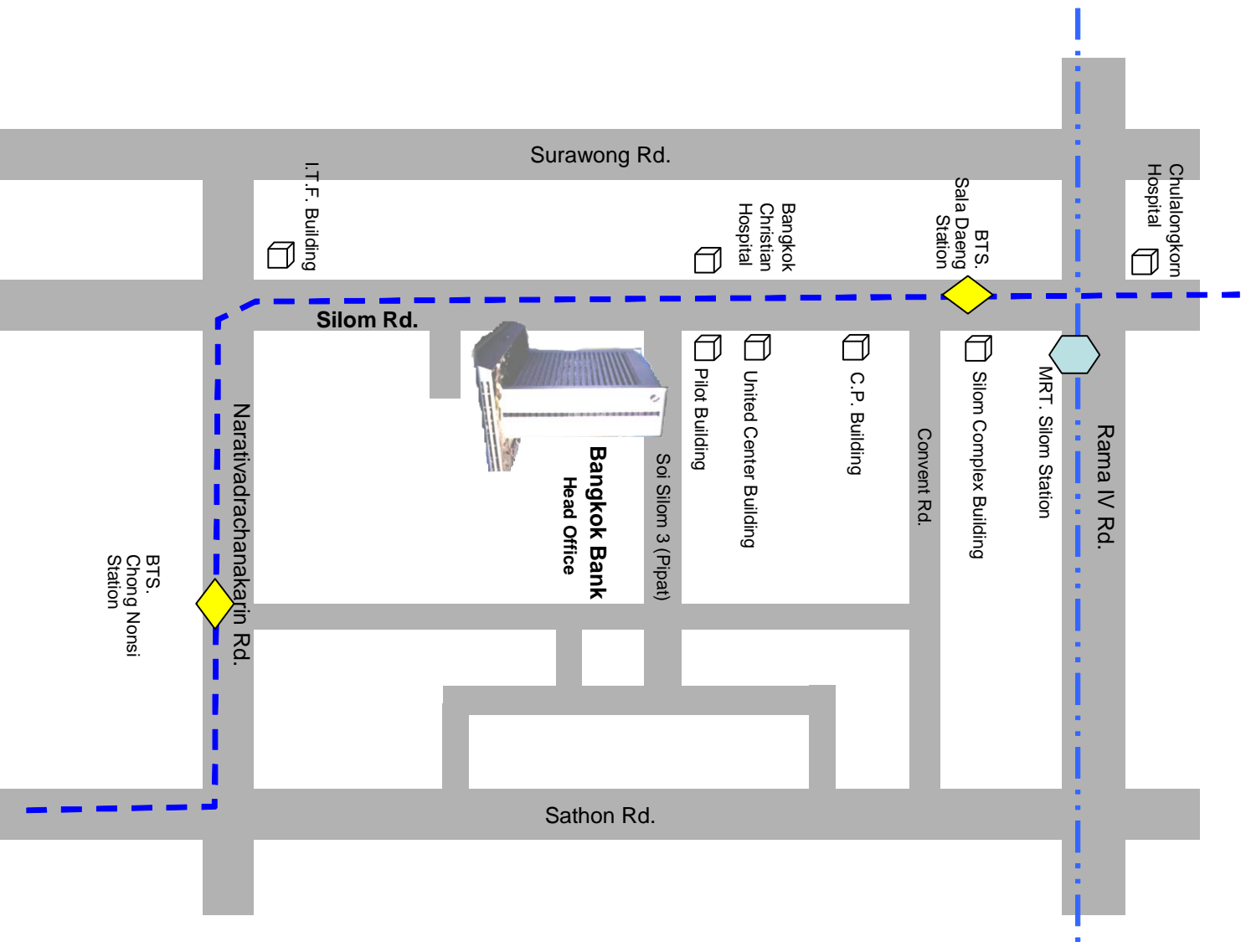
Article 49. The auditor has the duty to attend every general meeting of shareholders at which the balance sheet, the profit and loss statement and the problems relating to the accounts of the Company are to be considered in order to give explanations to the shareholders about the auditing of accounts. The Company shall also send to the auditor the reports and documents of the Company that are to be sent to the shareholders for such general meeting of shareholders.

Article 50. The annual ordinary meeting of shareholders shall appoint an auditor and fix the auditing fee to be paid by the Company every year. A former auditor may be re-appointed.

Head Office

Bangkok Bank Public Company Limited

333 Silom Road, Silom Sub-district, Bangrak District, Bangkok





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