



Ref: SSD./REG. 0299/2022

February 24, 2022

Re: Resolutions of the Board of Directors

To: The President
The Stock Exchange of Thailand

Bangkok Bank Public Company Limited (the "Bank") would like to inform you that the meeting of the Board of Directors (the "Board") of the Bank No. 2/2022 held on February 24, 2022 adopted the following resolutions:

1. Approved that the dividend payment for the operating results of the year 2021, which dividend was derived from retained earnings, be paid at the rate of Baht 3.50 per ordinary share, totaling Baht 6,680,950,129.00, a part of which had been paid as interim dividend at the rate of Baht 1.00 per ordinary share on September 23, 2021; that the remaining amount be paid on May 12, 2022 at the rate of Baht 2.50 per ordinary share; and that the record date for determining the shareholders who have the right to receive the dividend payment be April 22, 2022.

2. Resolved to convene the 29th Annual Ordinary Meeting of Shareholders on April 12, 2022, starting at 15.00 hrs. at Bangkok Bank Building, 333 Silom Road, Silom Sub-district, Bang Rak District, Bangkok, with the following agenda:

(1) To acknowledge the report on the results of operations for the year 2021

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 2021, which provides details on the results of the Bank's operations and significant changes, be acknowledged.

(2) To approve the financial statements for the period ended December 31, 2021

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 period ended December 31, 2021, presenting the financial status and operating results of the Bank during the year 2021, which were audited by the auditors of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. and were considered by the Audit Committee, be approved.

(3) To approve the appropriation of profit and the payment of dividend for the year 2021

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 shareholders' meeting 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 2021 amounted to Baht 22,650,463,588.83 and the accumulated profit to be appropriated in this year's annual ordinary meeting of shareholders amounted to Baht 196,905,774,343.55.

Board's recommendation: That the shareholders' meeting approve the appropriation of profit and the payment of dividend for the operating results of the year 2021 as follows:

1) to allocate as a legal reserve in the total amount of Baht 1,000,000,000, being the allocation for the period of January-June 2021 amounting to Baht 500,000,000 (which had already been made as per the financial statements for the period ended December 31, 2021) and for the period of July - December 2021 amounting to Baht 500,000,000.

2) to allocate as other reserves in the amount of Baht 5,000,000,000 which had already been made for the period of January-June 2021.

3) to pay dividend for the operating results of the year 2021, which dividend was derived from retained earnings, at the rate of Baht 3.50 per ordinary share, totaling Baht 6,680,950,129.00 or about 29.49 percent of the annual net profit, a part of which had been paid as interim dividend at the rate of Baht 1.00 per ordinary share on September 23, 2021, and the remaining amount be paid on May 12, 2022 at the rate of Baht 2.50 per ordinary share and the record date for determining the shareholders who have the right to receive the dividend payment be April 22, 2022.

(4) 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, 7 directors are due to retire by rotation in the annual ordinary meeting of shareholders for 2022, namely, Mr. Piti Sithi-Amnuai, Mrs. Gasinee Witoonchart, Mr. Phornthep Phornprapha, Mr. Arun Chirachavala, Mr. Amorn Chandarasomboon, Mr. Singh Tangtatswas and Mr. Boonsong Bunyasanand. Mrs. Gasinee Witoonchart, however, expressed her intention not to be nominated for re-election as the directors.

Board's recommendation: The Board (not including those with interest) has considered the proposal of the Nomination and Remuneration Committee and recommended that all 6 directors retiring by rotation, namely, Mr. Piti Sithi-Amnuai, Mr. Phornthep Phornprapha, Mr. Arun Chirachavala, Mr. Amorn Chandarasomboon, Mr. Singh Tangtatswas and Mr. Boonsong Bunyasanand. be re-elected to the Board as proposed by the Nomination and Remuneration Committee.

(5) To elect new directors

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 Board of Directors has considered the proposal of the Nomination and Remuneration Committee and recommended that the

shareholders' meeting appoint Mr. Chong Toh, a Senior Executive Vice President, and, Mr. Kobsak Pootrakool, a Senior Executive Vice President, to be executive directors and appoint Clinical Prof. Dr. Sarana Boonbaichaiyapruk to be independent directors of the Bank as proposed by the Nomination and Remuneration Committee.

(6) To acknowledge the directors' remuneration for the year 2021

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.

(7) 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 that the former auditor may be re-appointed.

Board's Recommendation: That the shareholders' meeting appoint Ms. Nisakorn Songmanee, certified public accountant registration no. 5035, and/or Mr. Chavala Tienpasertkij, certified public accountant registration no. 4301, and/or Mr. Kasiti Ketsuriyong, certified public accountant registration no. 8833, all of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd., as auditors of the Bank for the year 2022 with the remuneration in the amount of Baht 21,420,000 as considered and approved by the Audit Committee.

(8) Other Business

3. Resolved that the record date for determining the shareholders who have the right to attend and vote at the 29th Annual Ordinary Meeting of Shareholders shall be March 10, 2022.

In addition, the meeting of the Board resolved to authorize the Chairman of the Board to consider changing the date, time, venue and format of the meeting, and any procedures relating to the convening of the Annual Ordinary Meeting of Shareholders for the year 2022 as well as changing the record date for determining the shareholders who have the right to receive the dividend payment, as may be necessary and appropriate, taking into account the Covid-19 pandemic.

The Bank will provide the shareholders with the measures and guidelines for the attendance of the meeting during the Covid-19 pandemic in accordance with government regulations together with the invitation to the 29th Annual Ordinary Meeting of Shareholders.

Please be advised accordingly.

Yours faithfully,
Bangkok Bank Public Company Limited

(Chartsiri Sophonpanich)
President