

*Translation:*

**Notice of 2023 Annual General Meeting of Shareholders**

TCAP.CSO. 009/2023

9 March 2023

Subject: Calling the 2023 Electronic Annual General Meeting of Shareholders (e-AGM)

Dear Shareholders,

The Board of Directors of Thanachart Capital Public Company Limited (“the Company”) at its Meeting No. 2/2023 held on Monday, 20 February 2023 passed a resolution to hold the 2023 Annual General Meeting of Shareholders on Friday, 7 April 2023 at 14.00 hrs. by conducting the meeting via electronic means (e-AGM) in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 and other applicable laws as well as standards and regulations stipulated by officials. The agenda items of the meeting are as follows:

---

**Item 1 To approve the Minutes of 2022 Annual Meeting of Shareholders**

---

**Objective and Rationale:** The Annual General Meeting of Shareholders for the Year 2022 was held on Friday, 8 April 2022. In this connection, the related minutes of the meeting were prepared and sent to the Stock Exchange of Thailand within the established time frame. As well, the minutes have been made available on the Company’s website since Friday, 22 April 2022.

**Board of Directors’ Opinion:** The Board of Directors deems it appropriate to present the minutes of the 2022 Annual Meeting of Shareholders for approval.

**Voting:** A resolution on this agenda item requires a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

Supporting details are given in Attachment 1.

---

**Item 2 To acknowledge the report of the Board of Directors on the Company’s business operations in 2022**

---

**Objective and Rationale:** The Company’s Article of Association No. 33(1) states that the Annual General Meeting of Shareholders shall acknowledge the report of the Board of Directors on the business operations in the past year. In this connection, the related details are disclosed in the Form 56-1 One Report/Annual Report 2022 stored on QR Code which is sent to shareholders together with this Notice of Annual

**บริษัท ทุนธชาติ จำกัด (มหาชน)**

**Thanachart** Capital Public Company Limited

444 อาคารเอ็มบีเค ทาวเวอร์ ชั้น 16-17 ถนนพญาไท แขวงวังใหม่ เขตปทุมวัน กรุงเทพมหานคร 10330  
444 MBK Tower, 16<sup>th</sup>-17<sup>th</sup> Floor, Phayathai Road, Wangmai, Pathumwan, Bangkok 10330 THAILAND  
Tel: (662) 217-8000 Fax: (662) 217-8312 www.thanachart.co.th ทะเบียนเลขที่ 0107536000510

Meeting of Shareholders. They have also been disclosed on the Company's website since 9 March 2023.

**Board of Directors' Opinion:** The Board of Directors deems it appropriate to present to the meeting of shareholders for acknowledgement of the report on the Company's operating results in the past year, the details of which are given in the Form 56-1 One Report/Annual Report 2022 stored on QR Code shown on Content page.

**Voting:** This agenda item does not require voting as it is a matter for acknowledgement.

---

**Item 3 To approve the statements of financial position and the statements of comprehensive income for the year ended 31 December 2022**

---

**Objective and Rationale:** In accordance with Section 112 of the Public Limited Companies Act B.E. 2535 as well as Nos. 33(2) and 42 of the Company's Articles of Association, the Company is required to prepare the statements of financial position and the statements of income for the year ended on the last date of the Company's fiscal year. As well, the Company is required to present the statements to the Annual Meeting of Shareholders for approval. In this connection, it is required to have the statements audited by an auditor before presenting them to the Annual Meeting.

**Board of Directors' Opinion:** The Board of Directors deems it appropriate to present to the Annual Meeting of Shareholders for approval of the statements of financial position and the statements of comprehensive income for the year ended 31 December 2022. Being prepared in line with the Financial Reporting Standards, the statements show the financial position and the operating results of the Company in 2022. In this connection, the statements have already been reviewed and endorsed by the Audit Committee and the Board of Directors. As well, the statements have already been audited by the certified public accountant. The details of the statements of the financial position and the statements of comprehensive income as well as the notes to the financial statements are disclosed in the Form 56-1 One Report/Annual Report 2022 stored on QR Code shown on Content page.

**Voting:** A resolution on this agenda item requires a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

---

**Item 4 To approve the appropriation of the profit for 2022 performance and the dividend payment**

---

**Objective and Rationale:** Reference is made to No. 33(3) of the Company's Articles of Association which requires that the Annual Meeting of Shareholders shall consider and approve the appropriation of profit as well as Section 116 of the Public Limited Companies Act B.E. 2535 and No. 43 of the Articles and Association which require that the Company shall set aside not less than 5 percent of its annual net

profit less the accumulated losses brought forward (if any) to a legal reserve fund until this fund attains an amount not less than 10 percent of the registered capital. At present, the Company's legal reserve fund already meets 10 percent of its registered capital as specified by law and regulation. As a result, it is not necessary for the Company to set aside any part of the net profit as the legal reserve fund in line with the law and the Articles of Association.

In this connection, Section 115 of the Public Limited Company Act B.E. 2535, dividends shall not be paid other than out of profits. In the case where the company still has an accumulated loss, no dividends shall be paid. Payment of dividends shall be approved by the meeting of shareholders. In this connection, the Company had net profit attributable to the Company for the year 2022 based on consolidated and separate financial statements in the amount of 5,219,839,862.48 baht. As the Company has a certain amount of retained earnings, the Company is able to make the dividend payments.

**Board of Directors' Opinion:** The Board of Directors deems it appropriate to present to the meeting of the shareholders the following proposals:

1. It is proposed that shareholders acknowledge no additional appropriation of the 2022 net profit as the legal reserve fund since the Company has already satisfied the minimum reserve requirement imposed by the law.
2. It is proposed that shareholders approve dividend payments to ordinary and preferred shareholders at the rate of 3.10 baht per share or 3,250,711,872.30 baht in total, accounted for 62.28 percent of the 2022 net profit attributable to the Company, based on the consolidated financial statements and the separate financial statements. As the Board of Directors earlier approved an interim dividend payment of 1.20 baht per share and it was made to shareholders on 28 October 2022, the remaining dividend payments to be made amount to 1.90 baht per share or 1,992,371,792.70 baht in total.

The calculation of the aforementioned dividend payments is based on the sum of ordinary and preferred shares which amounts to 1,145,662,703 shares deducted by 97,045,970 ordinary shares repurchased but not resold (under the share repurchase program). The remaining ordinary and preferred shares eligible for dividend payment equal 1,048,616,733 shares.

In this connection, the Company sets 19 April 2023 as the record date and the dividend payment is scheduled to be made to ordinary and preferred shareholders on 3 May 2023. The source of dividend payment is from retained earnings, on which the company paid corporate income tax as follows:

- 0.157 baht per share will be from retained earnings that the Company paid corporate income tax of 25 percent.
- 1.743 baht per share will be from retained earnings that the Company paid corporate income tax of 20 percent.

Individual shareholders are eligible for dividend tax credits according to the calculation specified in Revenue Code.

In relation to **the Company's dividend payment policy**, the Company takes into account its performance and the shareholders' return on investment in the long term. This round of dividend payments is in line with the Company's dividend payment policy.

**Table comparing annual dividend payments from 2020 to 2022 respectively**

	Performance for the Year		
	2022	2021	2020
Net profit (separate F/S) (mil. baht)	5,220	5,287	6,669
Net profit (consolidated F/S) (mil. baht)	5,220	5,287	6,669
Number of shares receiving dividends (shares)	1,048,616,733	1,048,616,733	1,048,616,733
Earnings per share (separate F/S) (baht)	4.98	5.04	6.26
Earnings per share (Consolidated F/S) (baht)	4.98	5.04	6.26
Dividend payment for the year (baht)	3.10	3.00	3.00
Approved dividend payments for the year (mil. baht)	3,251	3,146	3,146

**Voting:**

Resolutions on this agenda item require a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

**Item 5 To approve the remuneration of the Board of Directors and standing committees for 2023 as well as the performance allowance for the Board of Directors for 2022 performance**

**Objective and Rationale:**

The following are the Company's policy and guidelines related to the remuneration of the Board of Directors and various standing committees:

1. The remuneration of the Board of Directors and standing committees is subject to annual review and shall be presented to the meeting of shareholders annually for approval.
2. According to the Company's policy, the remuneration of each member of the Board of Directors and of standing committees reflects their respective duties and responsibilities and takes into consideration the remuneration of similar positions in the same industry. In addition, executive directors are not entitled to additional compensation for being members of standing committees.
3. The Nomination, Remuneration, and Corporate Governance Committee is responsible for reviewing the remuneration of the Board of Directors and

standing committees, ensuring that the remuneration is appropriate and in line with the Company's remuneration policy. In reviewing the remuneration, the Committee will take into account the suitability based on the remuneration policy as well as the Company's business expansion and profit growth.

**Board of Directors' Opinion:** In agreement with the recommendation made by the Nomination, Remuneration, and Corporate Governance Committee, the Board of Directors deems it appropriate to present to the meeting of shareholders the following:

1. To approve the remuneration of the Board of Directors and the standing committees for the year 2023. As shown below, the proposed remuneration is the same as the remuneration in 2022.

#### Remuneration Schedule for 2023 proposed to annual meeting of shareholders for approval

(Unit: Baht)

Board and various standing committees	Position	2023		2022	
		Monthly remuneration (per person)	Stipends for each meeting (per person)	Monthly remuneration (per person)	Stipends for each meeting (per person)
Board of Directors	Chairman	120,000	60,000	120,000	60,000
	Directors	60,000	30,000	60,000	30,000
Audit Committee	Chairman	60,000	30,000	60,000	30,000
	Directors	40,000	20,000	40,000	20,000
Nomination, Remuneration and Corporate Governance Committee	Chairman	30,000	20,000	30,000	20,000
	Directors	20,000	15,000	20,000	15,000
Risk Oversight Committee	Chairman	30,000	30,000	30,000	30,000
	Directors	20,000	20,000	20,000	20,000

**Notes:** - Executive directors are not entitled to additional compensation for being members of standing committees.

- The Company does not provide the directors with any other remuneration and/or privileges in addition to the remuneration which is proposed for approval.

2. To consider and approve the payment of performance allowance for the Board of Directors from the operating performance, at the rate of 1.00 percent of the dividend payments approved for the shareholders which amounts to 32,507,118.72 baht (the calculation of which is based on the dividend payments of 3,250,711,872.30 baht). To also permit the Board of Directors to consider the allocation of the performance allowance to the directors later.

Comparison of the payments of the performance allowance from the period of 2020-2022

(Unit: Baht)

Particulars	Based on performance for the year		
	2022	2021	2020
Performance allowances paid	32,507,118.72	31,458,501.99	31,458,501.99

**Voting:** Resolutions on this agenda item require a vote of no less than two-thirds of the total votes cast by shareholders present at the meeting.

---

**Item 6 To consider the election of directors replacing those retiring by rotation**

---

**Objective and Rationale:** In accordance with Section 71 of the Public Limited Companies Act, B.E. 2535 as well as Nos. 17 and 18 of the Company's Articles of Association, the Company's directors shall be elected at the meeting of shareholders. At every annual meeting, one-third of the directors shall retire from office. If the number of directors due to retire from office is not a multiple of three, then the number nearest to, but not exceeding one-third, shall be applied. The directors who have served the longest term in office shall retire. In case the number of directors who have been in office for an equal length of time exceeds the number of directors due to retire from office at such time, the directors due to retire shall be determined by ballots. A retiring director based on the foregoing shall be eligible for re-election.

Currently, the Board of Directors consists of nine members. As a result, three directors will retire by rotation at the 2023 Annual Meeting. The three directors who have served the longest term in office and will retire by rotation are as follows:

1. Mr. Suphadej Poonpipat Vice Chairman and Chairman of the Executive Committee (Executive Director),
2. Mrs. Siripen Sitasuwan Chairperson of the Audit Committee and Member of the Nomination, Remuneration, and Corporate Governance Committee (Independent Director), and
3. Mr. Tiraphot Vajrabhaya Chairman of the Nomination, Remuneration, and Corporate Governance Committee and Member of the Audit Committee (Independent Director)

In accordance with No. 33(4) of the Company's Articles of Association, the annual meeting of shareholders shall elect directors replacing those retiring by rotation.

**Board of Directors' Opinion:** The Company provided the shareholders with an opportunity to propose names of potential candidates with appropriate qualifications through its website for election as the Company's directors during the period from 1 October 2022 to 31 December 2022. However, until the end of the specified period, there was no shareholder proposing any candidate.

The Board of Directors (the members of the Board who will retire by rotation did not participate in the consideration and passage of the resolution for themselves) deems it appropriate to propose to shareholders for approval the election of the following directors to replace the ones retiring by rotation. The directors proposed for election are recommended by the Nomination, Remuneration, and Corporate Governance Committee, taking into account, in full compliance with all the nomination procedures, the established nomination policy and guidelines, the appropriateness of the Board's overall structure and composition, their qualifications in line with legal requirements and the related notifications, as well as the knowledge and ability suitable for overseeing the Company's business operations. Importantly, the Committee has also taken into account their performance of duties during their tenure as members of the Board and the standing committees in the past.

1. Mr. Suphadej Poonpipat (Director retiring by rotation),
2. Mrs. Siripen Sitasuwan (Director retiring by rotation),
3. Mr. Tiraphot Vajrabhaya (Director retiring by rotation)

Agreeing with the opinion given by the Nomination, Remuneration, and Corporate Governance Committee, the Board of Directors is of the opinion that Mrs. Siripen Sitasuwan and Mr. Tiraphot Vajrabhaya have qualifications fully in line with the Company's established guidelines as independent directors. As well, they are able to give opinions in an independent manner and in compliance with the related rules.

As regards Mrs. Siripen Sitasuwan, an independent director, she has served as director consecutively for 22 years and 11 months (including the month in which the 2023 Annual General Meeting of Shareholders is held). In case she is re-elected as director for another term, she will have served as director consecutively for 25 years and 11 months by the end of the tenure. Agreeing with the opinion given by the Nomination, Remuneration, and Corporate Governance Committee, the Board of Directors is of the opinion that Mrs. Siripen Sitasuwan is qualified and appropriate to be a director of the Company. She has knowledge, ability, expertise in accounting and finance, and good performance and is always dedicated to the performance of her duties. Importantly, she is not only able to give opinions in an independent manner but also plays an important role in the standing committees, particularly as Chairperson of the Audit

Committee, who ensures that the meetings of the Audit Committee are conducted in an efficient manner. She can independently express her opinions and make suggestions that are beneficial to the business which help supervise the Company and subsidiaries. The Board of Directors deems it appropriate to propose to shareholders for approval her re-election as director for another term.

As regards Mr. Tiraphot Vajrabhaya, an independent director, he has served as director consecutively for 9 years (including the month in which the 2023 Annual General Meeting of Shareholders is held). In case she is re-elected as director for another term, he will have served as director consecutively for 12 years by the end of the tenure. Agreeing with the opinion given by the Nomination, Remuneration, and Corporate Governance Committee, the Board of Directors is of the opinion that Mr. Tiraphot Vajrabhaya is qualified and appropriate to be a director of the Company. He has good knowledge, ability, and experience in financial business and is always dedicated to the performance of his duties. Importantly, he is not only able to give opinions in an independent manner but also plays an important role in the standing committees, particularly as Chairman of the Nomination, Remuneration, and Corporate Governance Committee, who ensures that the meetings of the Nomination, Remuneration, and Corporate Governance Committee are conducted in an efficient manner. He can independently express his opinions and make suggestions that are beneficial to the business which help supervise the Company and subsidiaries. The Board of Directors deems it appropriate to propose to shareholders for approval his re-election as director for another term

In this connection, once the Annual General Meeting of Shareholders passes a resolution approval the re-election of the retiring directors as directors for another term, the Board of Directors will adopt a resolution appointing them to continue serving as members of their respective standing committees until the Board of Directors adopts a different resolution.

**Voting:** Resolutions on this agenda item require a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

Supporting details are given in Attachment 2.

---

#### **Item 7 To consider the appointment of the auditor and determine the audit fees for 2023**

---

**Objective and Rationale:** In accordance with Section 120 of the Public Limited Companies Act, B.E. 2535 as well as No. 33(5) of the Company's Articles of Association, the annual meeting of shareholders shall appoint auditors and determine audit fees of the Company every year.



**Board of Directors' Opinion:** In agreement with the Audit Committee's recommendation, the Board of Directors deems it appropriate to propose to the meeting of shareholders the following:

1. It is proposed that shareholders appoint EY Office Limited as the Company's auditor, whose certified public accountants include the following:

- |                            |   |
|----------------------------|---|
| 1) Ms. Somjai Khunapasut   | Certified Public Accountant (Thailand)<br>No. 4499 and/or |
| 2) Ms. Rattana Jala        | Certified Public Accountant (Thailand)<br>No. 3734 and/or |
| 3) Ms. Narissara Chaisuwan | Certified Public Accountant (Thailand)<br>No. 4812        |

They will be responsible for giving opinions to and signing the Company's financial statements for Fiscal Year 2023. In this connection, the names of the above three certified public accountants are on the list of the auditors approved by the Office of the Securities and Exchange Commission.

2. It is proposed that shareholders approve the audit fee for the Year 2023 of 1,000,000 baht, which equals the audit fees paid for the Year 2022.

**Voting:** Resolutions on this agenda item require a majority of the votes cast by shareholders who are present at the meeting and exercise their voting rights.

Supporting details are given in Attachment 3.

---

## Item 8 To approve the amendments to the Company's Articles of Association

---

**Objective and Rationale:** The Public Limited Company Act (No. 4) B.E. 2565 (2022) (Amendment) was published in the Government Gazette and became effective on 24 May 2022. The changes made to the Act not only aim at supporting the holding of meetings by electronic means but also include the additions which permit the delivery of documents or notices by electronic means. As a result, it is deemed appropriate that amendments be made to the Company's Articles of Association so that they correspond to and/or enable compliance with the above-mentioned Public Limited Act which introduce the amendments and additions.

**Board of Directors' Opinion:** The Board of Directors deems it appropriate to propose to the meeting of shareholders that they approve the amendments to Articles 26, 32, 34, 35, and Article 46. The current wording in the articles will be removed and replaced by the wording proposed and/or the addition will be made in line with the details given below. The Company will also be permitted to file and register the amendments and the additions to the Articles of Association as proposed. In this connection, it is proposed that the Company's authorized directors and/or the persons whom the authorized directors assign are authorized to make

amendments and/or additions and/or changes to the wording of the above-mentioned Articles of Association as deemed necessary and appropriate, in order to comply with the order of the Public Company Limited Registrar to register the Articles of Association with the Department of Business Development, Ministry of Commerce later.

Existing Article	Articles proposed for amendments
<p>Article 26 The Board of Directors are required to meet at least <b>one time in three months</b>.</p> <p>The Chairperson of the Board of Directors is authorized to call the meeting by <b>sending a notice</b> to the directors no less than <b>seven</b> days before the meeting date. Except for the case when there is an urgent need to maintain the rights and interests of the Company, <b>the call of the meeting can be issued by other means</b> or the meeting can be held earlier than the above time.</p> <p>Two or more directors <b>may</b> make a request for the meeting of the Board of Directors. In this case, the Chairperson of the Board of Directors shall set the date of the meeting <b>and send</b> a notice of the meeting within <b>fourteen days from the date of the</b></p>	<p><u>Amendments to Article 26, Paragraphs 1-3</u></p> <p>Article 26 The Board of Directors are required to meet at least <u>once every three months in the province where the Company's headquarters is located or any other place in the Kingdom. In addition, the meeting may be held by electronic means pursuant to the provisions of the law governing the holding of meetings by electronic means. In the case the meeting is held by electronic means, it shall be considered that the Company's headquarters is the venue of the meeting.</u></p> <p>The Chairperson of the Board of Directors is authorized to call the meeting at least <u>three</u> days before the meeting <u>by sending a notice to the directors pursuant to the methods prescribed by the law or the company registrar.</u> Except for the case when there is an urgent need to maintain the rights and interests of the Company, the call of the meeting can be issued <u>by electronic or</u> other means and the meeting can be held earlier than the above time.</p> <p><u>When there is a reasonable justification or a reason to maintain the rights and interests of the Company,</u> two or more directors <u>may jointly make</u> a request <u>to the Chairperson of the Board to Directors</u></p>

Existing Article	Articles proposed for amendments
<p>receipt of the request or call the meeting on the date indicated in the request.</p>	<p><u>to call</u> a meeting of the Board of Directors. In this case, the Chairperson of the Board of Directors shall <u>call the meeting</u> and set the date <u>within the period prescribed by the law</u>.</p>
<p>Article 32 The Board of Directors shall hold the annual general meeting of shareholders within four months of the last day of the fiscal year of the Company. Any meeting of shareholders other than the above meeting shall be called an extraordinary meeting.</p>	<p><u>Addition to the end of Paragraph 1 of Article 32</u>  Article 32 The Board of Directors shall hold the annual general meeting of shareholders within four (4) months of the last day of the fiscal year of the Company. Any meeting of shareholders other than the above meeting shall be called an extraordinary meeting. <u>The meeting of shareholders may be held by electronic means pursuant to the provisions of the law governing the holding of meetings by electronic means.</u></p>
<p>Article 34 In calling a meeting of shareholders, the Board of Directors shall prepare a notice which not only specifies the venue, date, time, agenda of the meeting and the matters to be proposed to the meeting and clearly indicates which matters are for acknowledgment, approval or consideration, but also includes the opinions of the Board of Directors to such matters (if any) as well as appropriate supporting details. The notice shall be sent to shareholders and the registrar together with all the related documentation <b>at least seven days before the meeting</b>. In addition, the the notice shall be advertised <b>in a newspaper for not less than three consecutive days and not less than three days prior to the date of the meeting</b>.</p>	<p><u>Additional amendment to Paragraph 1 of Article 32 together with an addition as Paragraph 2</u>  Article 34 In calling a meeting of shareholders, the Board of Directors shall prepare a notice which not only specifies the venue, date, time, agenda of the meeting and the matters to be proposed to the meeting and clearly indicates which matters are for acknowledgment, approval or consideration, but also includes the opinions of the Board of Directors to such matters (if any) as well as appropriate supporting details. The notice shall be sent to shareholders and the registrar together with all the related documentation. In addition, the the notice shall be advertised pursuant <u>to the methods prescribed by the law and the Company registrar</u>.</p>

Existing Article	Articles proposed for amendments
	<p><u>In this connection, the venue for the meeting shall be in the province where the Company's headquarters is located or any other place specified by the Board of Directors. In case the meeting of shareholders is held by electronic means, it shall be considered that the Company's headquarters is the venue of the meeting.</u></p>
<p>Article 35 A shareholder may appoint another person as a proxy to attend and vote on their behalf in a meeting of shareholders by completing the form prescribed by the law, which the proxy shall submit to the Chairperson of the Board of Directors or the person designated by the Chairperson at the meeting venue before the proxy attends the meeting.</p>	<p><u>Addition to the latter part of Article 35</u></p> <p>Article 35 A shareholder may appoint another person as a proxy to attend and vote on their behalf in a meeting of shareholders by completing the form prescribed by the law, which the proxy shall submit to the Chairperson of the Board of Directors or the person designated by the Chairperson at the meeting venue before the proxy attends the meeting. <u>The appointment of the proxy may be made by electronic means.</u></p>
<p>Article 46 Dividends shall be paid within one month from the date on which the meeting of the shareholders or the meeting of the Board of Directors, as the case maybe, adopts the resolution approving the dividend payment.</p>	<p><u>Additional amendment to Article 46</u></p> <p>Article 46 Dividends shall be paid <u>within the period prescribed by the law.</u></p>

**Voting:**

Resolutions on this agenda item require a vote of no less than three-fourth of the total votes eligible and present at the Meeting.

---

## Item 9 Other business (if any)

---

**Objective and Rationale:** Apart from the various agenda items which the Board of Directors has established for the 2023 Annual Meeting of Shareholders, the Company provides shareholders with an opportunity to propose additional agenda items for the meeting through its website during the period from 1 October 2022 to 31 December 2022. However, it appeared that until the end of the specified period, there was no shareholder proposing any agenda item. On the other hand, in case shareholders want the meeting to consider any matters other than those listed on the agenda set in the notice of the meeting, they are required to comply with the second paragraph of Section 105 of the Public Limited Companies Act B.E. 2535 which states that “After the meeting has finished considering the matters in the first paragraph, **shareholders collectively holding shares amounting to not less than one-third of the total paid-up shares** may request the meeting to consider **matters other than** those indicated in the notice of the meeting”.

**Board of Directors’ Opinion:** The Board of Directors deems it appropriate to include this agenda item so that shareholders can ask questions and/or express opinions on various matters without adoption of any resolution. However, in case shareholders wish to propose any matter which requires a resolution, they must comply with the above-mentioned requirement stipulated in the Public Limited Companies Act B.E. 2535.

The Board of Directors has set the record date on 7 March 2023 for determining the right to attend the Annual General Meeting of Shareholders and vote. You may send questions related to the agenda of this meeting in advance by email to the Company Secretary whose email address is panupan@thanachart.co.th or by post to the Office of the Corporate Secretary, Thanachart Capital Public Company Limited, whose address is 17<sup>th</sup> Floor, 444 MBK Tower, Phayathai Road, Wangmai, Pathumwan, Bangkok 10330 or by fax to 0-2217-8312. In this connection, please give name, address and telephone number that the Company could reach you.

However, if the shareholders wish to attend the Meeting via electronic media (e-AGM), the Company would like to request the shareholders or proxy holders to submit the application form to attend the Meeting through the web browser at <https://app.inventech.co.th/TCAP161652R> or scan the QR Code provided by the Company, together with the identification documents details appeared in the attachment from Friday, March 31, 2023 until the meeting is adjourned. If any shareholder is unable to attend the e-AGM, the shareholders can assign one of the Company’s independent directors to attend the Meeting as his/her proxy. The details and practices for attending the Shareholders’ Meeting via electronic media (e-AGM) and proxy appointment are shown in the required documents for attending the meeting (2). This electronic Shareholders’ Meeting (e-AGM) system is owned by Inventech Systems (Thailand) Company Limited (the service provider), who provides the conference control system and has taken self-assessment of the conference control system. The Electronic Transaction Development Office of the Ministry of Digital Economy and Society (ETDA) has reviewed the compliance assessment form and posted the list of service providers on the ETDA website. Please be informed accordingly.

Yours Sincerely,

Thanachart Capital Public Company Limited

*- Panupan Tuangthong -*

(Mr. Panupan Tuangthong)

Company Secretary

By order of the Board of Directors

**Notes:**

- 1) The Company will make available the Notice of 2023 Annual Meeting of Shareholders as well as supporting documentation on its website whose address is [www.thanachart.co.th](http://www.thanachart.co.th) as from 9 March 2023.
- 2) The Company will start accepting registration for the meeting from 12.00 hours.
- 3) In case shareholders wish to get a hard copy of Form 56-1 One Report/Annual Report 2022, please complete the form under “the investor relations section” of the Company’s website whose address is [www.thanachart.co.th](http://www.thanachart.co.th).

**Office of the Corporate Secretary:**

Mr. Panupan Tuangthong	Tel. 0-2217-8082
Ms. Manapan Plodpai	Tel. 0-2217-8000 Ext. 3012
Ms. Pattera Tanapisutsakul	Tel. 0-2217-8000 Ext. 3004
Ms. Jonggonee Kornlikhitphaisan	Tel. 0-2217-8000 Ext. 3009