

Ref. 046/2011

April 7, 2011

To : The President  
The Stock Exchange of Thailand

**Re: Notification of Resolution of the General Meeting of Shareholders No. 99**

The Bank held the General Meeting of Shareholders No. 99 at the Samanachan Hall, Head Office of the Bank, 1 Soi Rat Burana 27/1, Rat Burana Road, Rat Burana Sub-district, Rat Burana District, Bangkok on Thursday, April 7, 2011. The Meeting has resolved matters as summarized below:

1. The Meeting approved the Minutes of the General Meeting of Shareholders No. 98, with the following voting results:
  - Approve: 1,200,421,779 votes, equal to 100.0000 percent of all votes of shareholders in attendance and casting votes.
  - Disapprove: 0 votes, equal to 0.0000 percent of all votes of shareholders in attendance and casting votes.
  - Abstain: 3,136,896 votes.
  - Invalid ballots: 0 votes.
2. The Meeting acknowledged the Board of Directors' report of the year 2010 operations.
3. The Meeting approved the Balance Sheet and the Statement of Income for the year ended December 31, 2010, with the following voting results:
  - Approve: 1,196,191,149 votes, equal to 100.0000 percent of all votes of shareholders in attendance and casting votes.
  - Disapprove: 0 votes, equal to 0.0000 percent of all votes of shareholders in attendance and casting votes.
  - Abstain: 7,675,670 votes.
  - Invalid ballots: 0 votes.
4. The Meeting approved the appropriation of profit from 2010 operating results and dividend payment as follows:
  - No legal reserve appropriation because the Bank's legal reserve has reached the amount required by laws.

- Dividend on ordinary shares at the rate of Baht 2.50 per share from total shares of 2,393,260,193, of which it is acknowledged that the Bank has paid interim dividend on September 23, 2010 at the rate of Baht 0.50 per share amounting to Baht 1,196,630,096.50. Therefore, the Bank will pay the remaining dividend at the rate of Baht 2.00 amounting to Baht 4,786,520,386 to shareholders, making the total dividend payment of Baht 5,983,150,482.50 accounting for 32.14 percent of the 2010 net profit. The Bank will set the record date on April 20, 2011 to determine the shareholders entitled to receive dividend, set the shareholder register book closing date and suspending shares transfer on April 21, 2011 to compile the shareholder list, and set the dividend payment date on April 29, 2011. The voting results are as follows:

- Approve: 1,200,127,617 votes, equal to 99.9189 percent of all votes of shareholders in attendance and casting votes.
- Disapprove: 973,940 votes, equal to 0.0810 percent of all votes of shareholders in attendance and casting votes.
- Abstain: 2,812,020 votes.
- Invalid ballots: 0 votes.

- The Meeting approved the re-election of Mr. Banyong Lamsam, Pol. Gen. Pow Sarasin, Professor Dr. Yongyuth Yuthavong, Ms. Elizabeth Sam, Professor Dr. Pairash Thajchayapong, and Ms. Kobkarn Wattanavrangkul who have to retire by rotation as the Bank's directors for another term, with the following results:

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Directors due to retire by rotation	Type of Directorship	Number of votes of shareholders in attendance and casting votes			
		Approve (%)	Disapprove (%)	Abstain	Invalid Ballots
1. Mr. Banyong Lamsam	Director with Authorized Signature	1,192,109,976 (99.2305)	9,243,857 (0.7694)	2,744,484	
2. Pol. Gen. Pow Sarasin	Director with Authorized Signature	1,187,665,173 (98.8602)	13,692,808 (1.1397)	2,743,136	
3. Professor Dr. Yongyuth Yuthavong	Independent Director	1,181,287,590 (98.3192)	20,194,171 (1.6807)	2,752,396	

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4. Ms. Elizabeth Sam	Independent Director	1,174,484,330 (97.7539)	26,985,361 (2.2460)	2,801,486	
5. Professor Dr. Pairash Thajchayapong	Independent Director	1,194,003,690 (99.3742)	7,518,801 (0.6257)	2,779,086	
Directors due to retire by rotation	Type of Directorship	Number of votes of shareholders in attendance and casting votes			
		Approve (%)	Disapprove (%)	Abstain	Invalid Ballots
6. Ms. Kobkarn Wattanavrangkul	Independent Director	1,193,021,710 (99.2908)	8,521,301 (0.7091)	2,777,946	

6. The Meeting approved the remuneration for the Directors, the Advisory Directors to the Management Committee, the Board Committees, the Legal Adviser, and bonus for the directors for the year 2011 as follows:

- Remuneration for directors for the Board of Directors' Meeting totaling Baht 1,669,500 per month;
- Remuneration for the Advisory Directors to the Management Committee totaling Baht 868,000 per month;
- Remuneration for the Audit Committee totaling Baht 231,000 per month;
- Remuneration for the Corporate Governance Committee totaling Baht 99,000 per month;
- Remuneration for the Human Resources and Remuneration Committee totaling Baht 99,000 per month;
- Remuneration for the Risk Management Committee totaling Baht 55,000 per month;
- Remuneration for the Legal Adviser at Baht 330,000 per month;
- The Board of Directors bonus at 0.5 percent of dividend payable at the time of dividend payment.

All the aforesaid remuneration shall be in gross amount, and effective until such time that the Shareholders Meeting will determine otherwise.

The Meeting also approved bonus paid to the Board of Directors at the rate of 0.5 percent of

dividend payment from the 2010 operating results, with the interim dividend payment already made on September 23, 2010 totaled Baht 5,983,065. The bonus for the Board of Directors to be paid at the time of the remaining dividend payment will therefore be Baht 23,932,687.41, with the following voting results:

- Approve: 1,189,551,254 votes, equal to 99.0849 percent of all votes of shareholders in attendance.
- Disapprove: 1,471,831 votes, equal to 0.1225 percent of all votes of shareholders in attendance.
- Abstain: 9,514,059 votes, equal to 0.7924 percent of all votes of shareholders in attendance.
- Invalid ballots: 0 votes, equal to 0.0000 percent of all votes of shareholders in attendance.

7. The Meeting approved the appointment of Mr. Nirand Lilamethwat or Mr. Winid Silamongkol or Ms. Somboon Supasiripinyo or Ms. Wilai Buranakittisopon of KPMG Phoomchai Audit Limited as the Bank's auditors for the year 2011; anyone of them be authorized to audit, prepare and sign the audit report. The audit fees are approved at a total of Baht 12,334,000, and the Management Committee is empowered to approve other audit fees that may additionally incur under the regulatory requirement, with the following voting results:

- Approve: 1,201,526,474 votes, equal to 99.9967 percent of all votes of shareholders ~~in~~<sup>and</sup> in attendance and casting votes.
- Disapprove: 38,800 votes, equal to 0.0032 percent of all votes of shareholders in attendance and casting votes.
- Abstain: 2,889,801 votes.
- Invalid ballots: 0 votes.

Please be informed accordingly.

Yours sincerely,  
KASIKORNBANK PCL

(Ms. Tida Samalapa)  
Corporate Secretary

Office of Corporate Secretary  
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