

Ref. OS 067/2019

April 4, 2019

To: The President
The Stock Exchange of Thailand

Re: Notification of Resolution of the General Meeting of Shareholders No. 107

KASIKORNBANK PCL held the General Meeting of Shareholders No. 107 on Thursday, April 4, 2019 at Samanachan Hall, 3rd Floor, Head Office Building, 1 Soi Rat Burana 27/1, Rat Burana Road, Rat Burana Sub-District, Rat Burana District, Bangkok.

The Meeting has resolved matters as summarized below:

1. The Meeting acknowledged the Board of Directors' report of the year 2018 operations.
2. The Meeting approved the Financial Statements for the year ended December 31, 2018 by the majority of the shareholders who were in attendance and voting at the Meeting, with the following voting results:
 - Approve: 1,269,715,256 votes, equal to 99.9949 percent of all votes of shareholders in attendance and casting votes.
 - Disapprove: 64,700 votes, equal to 00.0050 percent of all votes of shareholders in attendance and casting votes.
 - Abstain: 6,446,961 votes.
 - Invalid ballots: - votes.
3. The Meeting approved the appropriation of profit from 2018 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 payment from 2018 operating results to ordinary shareholders at the rate of Baht 4.00 per share, of which the Bank paid interim dividend at the rate of Baht 0.50 per share from total shares of 2,393,260,193 on September 27, 2018 amounting to Baht 1,196,630,096.50 and will pay the remaining dividend at the rate of Baht 3.50 per share amounting to Baht 8,376,410,675.50 making the total dividend payment of Baht 9,573,040,772.00 to the shareholders, which is 29.40 percent of the 2018 net profit. The record date will be set on April 12, 2019 to determine the list of shareholders entitled to receive dividend. The dividend payment shall be made on April 30, 2019. (The dividend payment will be derived from retained earnings, which are subject to corporate income tax of 30 percent. Therefore, an individual shareholder may apply for tax credit on dividend at the rate of 3/7 of the dividend amount received.) These were approved by the majority of the shareholders who were in attendance and voting at the Meeting, with the following voting results:
 - Approve: 1,272,537,459 votes, equal to 99.9999 percent of all votes of shareholders in attendance and casting votes.
 - Disapprove: 1,000 votes, equal to 0.0000 percent of all votes of shareholders in attendance and casting votes.
 - Abstain: 3,746,741 votes.
 - Invalid ballots: - votes.

The Meeting acknowledged the interim dividend payment at the rate of Baht 0.50 per share on September 27, 2018.

4. The Meeting approved the re-election of six directors who have to retire by rotation as the Bank's directors for another term, i.e. Mr. Banthoon Lamsam, Sqn.Ldr. Naline Paiboon, M.D., Mr. Saravoot Yoovidhya, Dr. Piyasvasti Amranand, Mr. Kalin Sarasin and Mr. Pipit Aneaknithi, by the majority of the shareholders who were in attendance and voting at the Meeting, with the following voting results:

| 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. Banthoon Lamsam | Executive Director | 1,245,768,239 (98.0654) | 24,575,095 (1.9345) | 5,832,781 | - (-) |
| 2. Sqn.Ldr. Naline Paiboon, M.D. | Independent Director | 1,254,142,471 (98.5646) | 18,264,123 (1.4353) | 3,769,521 | - (-) |
| 3. Mr. Saravoot Yoovidhya | Independent Director | 1,259,137,041 (99.2271) | 9,807,093 (0.7728) | 7,231,981 | - (-) |
| 4. Dr. Piyasvasti Amranand | Independent Director | 1,254,980,616 (98.8993) | 13,966,418 (1.1006) | 7,229,081 | - (-) |
| 5. Mr. Kalin Sarasin | Independent Director | 1,252,732,597 (98.7233) | 16,199,217 (1.2766) | 7,244,301 | - (-) |
| 6. Mr. Pipit Aneaknithi | Executive Director | 1,261,253,092 (99.1252) | 11,130,342 (0.8747) | 3,792,681 | - (-) |

5. The Meeting approved the election of Ms. Jainnisa Kuvichkul, as the Bank's director by the majority of the shareholders who were in attendance and voting at the Meeting, with the following voting results:
- Approve: 1,268,301,437 votes, equal to 99.9761 percent of all votes of shareholders in attendance and casting votes.
 - Disapprove: 302,480 votes, equal to 0.0238 percent of all votes of shareholders in attendance and casting votes.
 - Abstain: 7,326,081 votes.
 - Invalid ballots: - votes.
6. The Meeting approved the increase of remuneration rate for directors for the Board of Directors Meeting, the payment of remuneration for Risk Oversight Committee members appointed to replace the Risk Management Committee members, effective October 1, 2018 onwards, and the remuneration for Independent Directors, Audit Committee members, Corporate Governance Committee members, Human Resources and Remuneration Committee members, the Legal Adviser, and Directors' Bonus for 2019, to remain at the same rate as that of 2018, as follows:

| | | (Baht) |
|--|---------------------|------------------------------------|
| | <u>Remuneration</u> | <u>Per person/month</u> |
| | | <u>Changes as compared to 2018</u> |
| 1) Remuneration for directors for the Board of Directors Meeting | | |
| Chairman of the Board | 250,000 | 96,000 |
| Vice Chairperson | 200,000 | 84,500 |
| Director | 150,000 | 50,000 |
| 2) Remuneration for Independent Directors | | |
| Lead Independent Director | 100,000 | 0 |
| Member | 70,000 | 0 |
| 3) Remuneration for Board Committees* | | |
| - Audit Committee | | |
| Chairman | 90,000 | 0 |
| Member | 60,000 | 0 |
| - Corporate Governance Committee | | |
| Chairperson | 50,000 | 0 |
| Member | 36,000 | 0 |
| - Human Resources and Remuneration Committee | | |
| Chairperson | 50,000 | 0 |
| Member | 36,000 | 0 |
| - Risk Oversight Committee | | |
| Chairperson | 50,000 | 50,000 |
| Member | 36,000 | 36,000 |
| 4) Remuneration for the Legal Adviser | 330,000 | 0 |
| 5) Other privileges | none | none |

Remark * Executive Director receives no remuneration as a member of a Board Committee.

The Meeting also approved the bonus for directors at the rate of 0.5 percent of dividend payment from the 2018 operating results, payable at the time of the dividend payment. The Bank has paid bonus to directors at the time of interim dividend payment on September 27, 2018 at the amount of Baht 5,983,150. The bonus for directors to be paid at the time of the remaining dividend payment will therefore be Baht 41,882,053.38. These were approved by not less than two-thirds of the shareholders who were in attendance at the Meeting, with the following voting results:

- Approve: 1,182,302,495 votes, equal to 92.6939 percent of all votes of shareholders in attendance.
- Disapprove: 84,611,471 votes, equal to 6.6336 percent of all votes of shareholders in attendance.
- Abstain: 3,817,961 votes, equal to 0.2993 percent of all votes of shareholders in attendance.
- Invalid ballots: - votes.
- Not entitled to votes: 4,758,240 votes, equal to 0.3730 percent of all votes of shareholders in attendance.

7. The Meeting approved the appointment of Mr. Charoen Phosamritlert or Ms. Wilai Buranakittisophon or Mr. Chanchai Sakulkoedsin of KPMG Phoomchai Audit Limited as the Bank's auditor for the year 2019. Anyone of them shall be empowered to audit, perform and sign on the audit reports, and to fix the remuneration of auditor for the year 2019, totaling Baht 11,646,000. Other audit fees that may additionally incur under regulatory requirements shall be under discretion of the Management Committee, as deemed appropriate. These were approved by the majority of the shareholders who were in attendance and voting at the Meeting, with the following voting results:

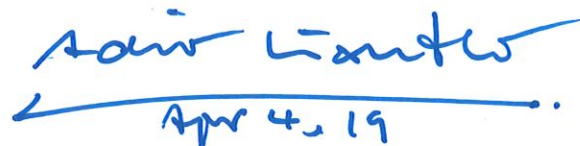
- Approve: 1,240,172,526 votes, equal to 97.5224 percent of all votes of shareholders in attendance and casting votes.
- Disapprove: 31,505,877 votes, equal to 2.4775 percent of all votes of shareholders in attendance and casting votes.
- Abstain: 3,767,901 votes.
- Invalid ballots: - votes.

8. The Meeting approved the amendment of Article 19. bis of the Bank's Articles of Association, "The Board of Directors may appoint no more than five directors or persons that the Board of Directors deems appropriate, as Advisers to the Management Committee who shall give advice as deemed appropriate by the Board of Directors." This was approved by not less than three-fourths of the shareholders who were in attendance at the Meeting, and having the right to vote, with the following voting results:

- Approve: 1,268,657,194 votes, equal to 99.4674 percent of all votes of shareholders in attendance and having the right to vote.
- Disapprove: 64,700 votes, equal to 0.0050 percent of all votes of shareholders in attendance and having the right to vote.
- Abstain: 6,727,901 votes, equal to 0.5274 percent of all votes of shareholders in attendance and having the right to vote.
- Invalid ballots: - votes.

Please be informed accordingly.

Yours sincerely,
KASIKORNBANK PCL



(Dr. Adit Laixuthai)
Corporate Secretary
Senior Executive Vice President