



Ref. CIMBT LorBorBor. 037/2023

12 April 2023

Subject: Notification of the Resolutions of the 2023 Annual General Meeting of Shareholders No. 29

To: The President

The Stock Exchange of Thailand

Reference is made to the 2023 Annual General Meeting of Shareholders No. 29 (the "Meeting") of CIMB Tha Bank Public Company Limited (the "Bank") held on Wednesday, 12 April 2023 at 14.00 hrs. through electronic media channel only in accordance with the Emergency Decree on Electronic Meetings, B.E. 2563 and relevant laws and other regulations. We would like to inform the resolutions passed at the said Meeting as follows:

- The Meeting acknowledged the Bank's operating results for the year 2022.
   Remark: This Agenda Item was proposed for acknowledgement; therefore, vote casting was not required.
- 2. The Meeting resolved by majority votes of the shareholders attending the Meeting and casting their votes to approve the statements of financial position and the statements of comprehensive income for the fiscal year ended 31 December 2022, with details of voting results as follows:

Resolution	Number of Votes (1 share = 1 vote)	Percentage of Total Number of Votes of the Shareholders Attending the Meeting and Casting Their Votes
Approved	33,116,286,165	99.9999
Disapproved	33	0.0000
Abstained	314,431	

3. The Meeting resolved by majority votes of the shareholders attending the Meeting and casting their votes to approve the appropriation of profit for the year 2022 to the statutory reserve in the amount of THB 116,300,000.00. The remaining net profit after such appropriation has been carried forward in the amount of THB 2,208,495,747.01 as retained earnings, and to approve the dividend payment for the

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operating results of 2022 at the rate of THB 0.0115 per share, totaling THB 400,456,010, which complies with the Bank's dividend payment policy. The Bank will specify the names of the shareholders who have the right to receive the dividend payment on Tuesday, 25 April 2023 (Record Date), and the dividend payment shall be made on Wednesday, 10 May 2023, with details of voting results as follows:

Resolution	Number of Votes (1 share = 1 vote)	Percentage of Total Number of  Votes of the Shareholders  Attending the Meeting and  Casting Their Votes
Approved	33,116,225,065	99.9988
Disapproved	375,531	0.0011
Abstained	33	0.0000

4. The Meeting acknowledged the resignation of Mr. Hafriz Bin Abdul Rahman, and the reservation of the vacant seat of the director to be duly filled by a qualified person in replacement of Mr. Hafriz Bin Abdul Rahman, after completion of the recruitment process by the Nomination, Remuneration and Corporate Governance Committee.

Remark: This Agenda Item was proposed for acknowledgement; therefore, vote casting was not required.

- 5. The Meeting resolved by majority votes of the shareholders attending the Meeting and casting their votes to approve the re-election of the three members of the Board of Directors, i.e. Mr. Anon Sirisaengtaksin, Dato' Abdul Rahman Ahmad, and Mr. Paul Wong Chee Kin, who are due to retire by rotation, as the Bank's directors for another term, with details of voting results as follows:
  - 5.1 Mr. Anon Sirisaengtaksin

Independent Director / Chairman of Nomination, Remuneration and Corporate Governance Committee / Member of Board Risk and Compliance Committee

Resolution	Number of Votes (1 share = 1 vote)	Percentage of Total Number of  Votes of the Shareholders  Attending the Meeting and  Casting Their Votes
Approved	33,116,550,365	99.9990
Disapproved	314,464	0.0009

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## 5.2 Dato' Abdul Rahman Bin Ahmad

Director

Resolution	Number of Votes (1 share = 1 vote)	Percentage of Total Number of Votes of the Shareholders Attending the Meeting and Casting Their Votes
Approved	33,116,550,365	99.9990
Disapproved	314,464	0.0009
Abstained	100	0.0000

# 5.3 Mr. Paul Wong Chee Kin

#### Director

Resolution	Number of Votes (1 share = 1 vote)	Percentage of Total Number of Votes of the Shareholders Attending the Meeting and Casting Their Votes
Approved	33,116,547,365	99.9990
Disapproved	317,464	0.0009
Abstained	100	0.0000

6. The Meeting resolved by not less than two-thirds of the total number of the votes of the shareholders attending the Meeting to approve the directors' remuneration for the year 2023 by remaining the remuneration rates of the Board of Directors, the Nomination, Remuneration and Corporate Governance Committee, and the Board Risk and Compliance Committee as those approved in 2022, and to approve the addition of the Retainer Fee (Monthly) for the Audit Committee. After receiving approval from the shareholders, the new remuneration rates for the Audit Committee shall take retrospective effect from 1 January 2023, Moreover, the Meeting acknowledged the change of calling of type of director's remuneration to align with CIMB Group, as tabulated below:



## 6.1 Remuneration for Board Members:

THB/person

		2023		(Approved	2022 d by the AGM N	o. 28)
Position	Chairperson's	Retainer Fees	Meeting	Monthly Allowance	Meeting	Attendance
	Premium	(Monthly)	Allowance	(Chairperson's	Allowance	Allowance
	(Monthly)			Allowance)	(Monthly)	
Chairman	140,000	50,000	50,000	140,000	50,000	50,000
Director	Nil	50,000	50,000	Nil	50,000	50,000

## Remarks:

- 1. Directors are responsible for paying their own income tax.
- 1. Attendance allowance will be paid once regardless of meeting frequency per month.

## 6.2 Remuneration for Board Committee Members:

THB/person

		2023		(Appro	2022 oved by the AG	3M No. 28)
Position	Chairperson's Premium (Monthly)	Retainer Fees (Monthly)	Meeting Allowance (Per Time)	Monthly Allowance (Chairperson's Allowance)	Meeting Allowance (Monthly)	Attendance Allowance (Per Time)
1, Audit Committee						
Chairperson	50,000	12,000	50,000	50,000	Nil	50,000
Committee Member	Nil	8,000	50,000	Nil	Nil	50,000

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		2023			2022	
				(Appro	oved by the AC	GM No. 28)
Position	Chairperson's Premium (Monthly)	Retainer Fees (Monthly)	Meeting Allowance (Per Time)	Monthly Allowance (Chairperson's Allowance)	Meeting Allowance (Monthly)	Attendance Allowance (Per Time)
Other Board Commi Compliance Committee)		nation, Remune	ration and Cor	porate Governance	e Committee;	and Board Risk and
Chairman	50,000	Nil	50,000	50,000	Nil	50,000
Committee Member	Nil	Nil	50,000	Nil	Nil	50,000

#### Remarks:

- 1. Director are responsible for paying their own income tax.
- 2. Attendance allowance will be paid on a per meeting basis.

Details of voting results are as follows:

Resolution	Number of Votes (1 share = 1 vote)	Percentage of Total Number of  Votes of the Shareholders  Attending the Meeting
Approved	33,116,547,365	99.9990
Disapproved	314,564	0.0009
Abstained	3,000	0:0000

7. The Meeting resolved by majority votes of the shareholders attending the Meeting and casting their votes to appoint the PricewaterhouseCoopers ABAS Ltd. ("PwC"), represented by Mr. Boonlert Kamolchanokkul (CPA License No. 5339) and/or Ms. Sinsiri Thangsombat (CPA License No. 7352) and/or Mr. Paiboon Tunkoon (CPA License No. 4298), as CIMB Thai Group's auditor for the year 2023, and to determine the audit fees for 2023 of THB 12,321,000 for the Bank, as well as to acknowledge the audit fee of THB

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2,748,000 for the subsidiaries of the Bank, making up the total audit fees of CIMB Thai Group of THB 15,069,000 for the year 2023. Details of voting results are as follows:

Resolution	Number of Votes (1 share = 1 vote)	Percentage of Total Number of Votes of the Shareholders Attending the Meeting and Casting Their Votes
Approved	33,116,550,498	99.9990
Disapproved	314,431	0.0009
Abstained	0	-

8. The Meeting resolved by not less than three-fourths of the total number of votes of the shareholders attending and being entitled to vote at the Meeting to approve the amendments to the Bank's Articles of Association ("AOA"), including Chapter IV: Board of Directors, Articles 21, 24, 25 and 26; Chapter V: General Meeting of Shareholders, Articles 30, 31, 32 and 34; and Chapter VI: Accounting, Financing and Auditing, Articles 43 and 50; and Chapter VII: Additional Provisions, Articles 52, 53 and 54. In addition, the Meeting resolved to approve further process as required by the regulators, i.e. notifying the change to the Stock Exchange of Thailand, and registering the amended AOA with the Department of Business Development, Ministry of Commerce, which includes the process of the delegation of authority by the Board of Directors or the President and Chief Executive Officer to conduct the registration as well as amend or add information as ordered by the registrar, in which case the substance of the AOA of the Bank shall not be affected.

Details of voting results are as follows:

Resolution	Number of Votes (1 share = 1 vote)	Percentage of Total Number of Votes of the Shareholders Attending and Being Entitled to Vote at the Meeting
Approved	33,116,861,896	99,9999
Disapproved	3,033	0.0000
Abstained	0	0.0000



Please	be	informed	according	χly.
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Sincerely yours,

- Patima Jumpasut -

(Patima Jumpasut, Mrs.)

Company Secretary

Company Secretary and Administration

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