



- Translation -

24 April 2023

To President

The Stock Exchange of Thailand

BAM 66 / 2023 Re: Notification of Resolutions of the 2023 Annual General Meeting of Shareholders

Bangkok Commercial Asset Management Public Company Limited (the “**Company**”) held the 2023 Annual General Meeting of Shareholders (the “**Meeting**”) on 24 April 2023, at 2.00 p.m. through electronic means in accordance with the Emergency Decree on Electronic Meeting B.E. 2563 and any other related laws. The Company would like to inform the resolutions of the Meeting as follows:

Agenda 1 To acknowledge the minutes of the 2022 Annual General Meeting of Shareholders held on 22 April 2022

Resolution: The Meeting acknowledged the minutes of the 2022 Annual General Meeting of Shareholders held on 22 April 2022 as proposed.

Agenda 2 To acknowledge the report of the Company’s business operation of the year 2022

Resolution: The Meeting acknowledged the report of the Company’s business operation of the year 2022 as proposed with details as shown in the form 56-1 One Report 2022.

Agenda 3 To consider and approve the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2022

Resolution: It is resolved that the Meeting, by majority vote of the shareholders who attended the Meeting and cast their votes, approved the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2022 as proposed.

The voting is comprised of:

| Shareholders’ results | Number of Votes | % of total votes of the shareholders attended the Meeting and cast their votes |
|-----------------------|----------------------|--------------------------------------------------------------------------------|
| Approval | 2,021,518,366 | 100.0000 |
| Disapproval | 0 | 0.0000 |
| Abstention | 110,000 | - |
| Invalid ballots | 0 | - |
| Total | 2,021,628,366 | - |

Agenda 4 To consider and approve profit allocation for the year ended 31 December 2022 and dividend payment

Resolution: It is resolved that the Meeting, by majority vote of the shareholders who attended the Meeting and cast their votes, approved the profit allocation for the year ended 31 December 2022 and dividend payment at the rate of THB 0.55 per share (before any applicable withholding tax), totaling THB 1,777,623,265.00, or equivalent to 65.24 percent of the net profit as proposed. The Company has set the date to determine the names of shareholders who are entitled to receive dividend on 3 May 2023 and the dividend payment shall be made on 23 May 2023.

The voting is comprised of:

| Shareholders' results | Number of Votes | % of total votes of the shareholders attended the Meeting and cast their votes |
|-----------------------|----------------------|--------------------------------------------------------------------------------|
| Approval | 2,021,616,366 | 100.0000 |
| Disapproval | 0 | 0.0000 |
| Abstention | 13,000 | - |
| Invalid ballots | 0 | - |
| Total | 2,021,629,366 | - |

Agenda 5 To consider and approve the election of the directors who will retire by rotation

Resolution: It is resolved that the Meeting, by majority vote of the shareholders who attended the Meeting and cast their votes, approved the election of all three directors, Mr. Yos Kimsawatde, Mr. Songpol Chevapanyaroj, and Mr. Tibordee Wattanakul, who are due to retire by rotation, to be the directors of the Company for another term of office as proposed.

The voting for each nominated director is as follows:

1) Mr. Yos Kimsawatde

| Shareholders' results | Number of Votes | % of total votes of the shareholders attended the Meeting and cast their votes |
|-----------------------|----------------------|--------------------------------------------------------------------------------|
| Approval | 2,021,644,309 | 99.9931 |
| Disapproval | 138,000 | 0.0068 |
| Abstention | 29,057 | - |
| Invalid ballots | 0 | - |
| Total | 2,021,811,366 | - |

2) Mr. Songpol Chevapanyaroj

| Shareholders' results | Number of Votes | % of total votes of the shareholders attended the Meeting and cast their votes |
|-----------------------|----------------------|--------------------------------------------------------------------------------|
| Approval | 2,015,773,906 | 99.7033 |
| Disapproval | 5,998,403 | 0.2966 |
| Abstention | 39,057 | - |
| Invalid ballots | 0 | - |
| Total | 2,021,811,366 | - |

3) Mr. Tibordee Wattanakul

| Shareholders' results | Number of Votes | % of total votes of the shareholders attended the Meeting and cast their votes |
|-----------------------|----------------------|--------------------------------------------------------------------------------|
| Approval | 2,015,804,706 | 99.7043 |
| Disapproval | 5,977,603 | 0.2956 |
| Abstention | 29,057 | - |
| Invalid ballots | 0 | - |
| Total | 2,021,811,366 | - |

Agenda 6

To consider the determination of the directors' remuneration for the year 2023

Resolution:

It is resolved that the Meeting, with not less than two-thirds of the total votes of shareholders who attended the Meeting, approved the directors' remuneration for the year 2023 as proposed with details as follows:

1. Monetary Remuneration

(1) Meeting Allowance

| Position | Meeting Allowance for the year 2023 |
|---------------------------|---------------------------------------------------------------------------------|
| Board of Directors | |
| Chairperson | THB 72,000 per month ^{/1, /2} |
| Vice Chairperson | THB 49,000 per month ^{/1, /2} |
| Director | THB 33,000 per month ^{/1, /2} |
| Executive Board | |
| Chairperson | THB 32,500 per meeting and not exceeding THB 65,000 per month ^{/1, /3} |
| Member | THB 16,500 per meeting and not exceeding THB 33,000 per month ^{/1, /3} |
| Audit Committee | |
| Chairperson | THB 41,000 per month ^{/1, /4} |
| Member | THB 33,000 per meeting ^{/1, /4} |

(1) Meeting Allowance (continued)

| Position | Meeting Allowance for the year 2023 |
|----------------------------------------------------------|----------------------------------------------|
| Nomination and Remuneration Committee | |
| Chairperson | THB 14,000 per meeting ^{/1, /3, /4} |
| Member | THB 11,000 per meeting ^{/1, /3, /4} |
| Risk Oversight Committee | |
| Chairperson | THB 14,000 per meeting ^{/1, /3, /4} |
| Member | THB 11,000 per meeting ^{/1, /3, /4} |
| Corporate Governance for Sustainability Committee | |
| Chairperson | THB 14,000 per meeting ^{/1, /3, /4} |
| Member | THB 11,000 per meeting ^{/1, /3, /4} |
| Technology Committee | |
| Chairperson | THB 14,000 per meeting ^{/1, /3, /4} |
| Member | THB 11,000 per meeting ^{/1, /3, /4} |
| Other Sub-committees or Ad Hoc Committees | |
| Chairperson | THB 14,000 per meeting ^{/1, /3, /4} |
| Member | THB 11,000 per meeting ^{/1, /3, /4} |

Note:

^{/1} Meeting allowance is paid only to director attending the meeting.

^{/2} The meetings held more than once a month shall be paid only for one meeting.

^{/3} Only for the director who does not hold the executive position and does not receive monthly remuneration.

^{/4} Meeting allowance shall be paid not exceedingly once a month. In the event of a reasonable reason, it may be considered paying more than one meeting per month but must not exceed 16 meetings per year.

- (2) Directors' Bonus for the year 2022 performance pay at the rate of 0.25% of the dividend and not exceeding THB 5,000,000 (the same rate as the directors' bonus for annual performance of the years 2021 and 2020), which the Board of Directors shall be authorized to determine the allocation of such bonus to each director.

The above remuneration becomes effective once approved by the Meeting.

2. Non-monetary Remuneration

- None (same as the previous year)

The voting is comprised of:

| Shareholders' results | Number of Votes | % of total votes of the shareholders attended the Meeting |
|-----------------------|----------------------|--------------------------------------------------------------|
| Approval | 2,006,325,509 | 99.2340 |
| Disapproval | 14,946,157 | 0.7392 |
| Abstention | 539,700 | 0.0266 |
| Invalid ballots | 0 | 0.0000 |
| Total | 2,021,811,366 | 100.0000 |

Agenda 7

To consider the appointment of the auditor for the year 2023 and the determination of the audit fees

Resolution:

It is resolved that the Meeting, by majority vote of the shareholders who attended the Meeting and cast their votes, approved the appointment of the auditor for the year 2023 and the determination of the audit fees as proposed with details as follows:

- (1) Appointing either one of the following auditors of EY Office Limited to be the auditor of the Company for the financial year ended 31 December 2023:
 1. Miss Ratana Jala Certified Public Accountant Registration No. 3734 or,
 2. Miss Somjai Khunapasut Certified Public Accountant Registration No. 4499 or,
 3. Miss Rachada Yongsawadvanich Certified Public Accountant Registration No. 4951
- (2) If the aforementioned auditors are unable to perform their duties, EY Office Limited may procure another auditor to audit and express opinions on the Financial Statements of the Company in place of the aforementioned auditors. Such auditor shall perform its duties according to the Articles of Association of the Company.
- (3) Determining the audit fee for the year 2023 in the amount of THB 7,980,000 (same rate as 2022's)

The voting is comprised of:

| Shareholders' results | Number of Votes | % of total votes of the shareholders attended the Meeting and cast their votes |
|-----------------------|----------------------|-----------------------------------------------------------------------------------|
| Approval | 2,021,607,309 | 99.9932 |
| Disapproval | 137,000 | 0.0067 |
| Abstention | 67,057 | - |
| Invalid ballots | 0 | - |
| Total | 2,021,811,366 | - |

Agenda 8 To consider and approve the issuance and offering of the Company's debentures for the year 2023-2024

Resolution: It is resolved that the Meeting, with not less than three-fourths of the total votes of shareholders who attended the Meeting and had the rights to vote, approved the issuance and offering of the Company's debentures for the year 2023-2024 as proposed with details as follows:

Details of debentures to be issued and offered

| | |
|----------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Objectives | For working capital and/or business operation and/or expansion of the Company's business including debt repayment (refinance) to reduce financial costs or other purposes as deemed appropriate by the Board of Directors. |
| Types of Debentures | All types and all kinds of debentures (excluding convertible debentures) which can be subordinated or unsubordinated, characterized as amortizing or bullet, secured or unsecured, with or without debenture holders' representative, subject to the prevailing market conditions at the time of issuance and offering of the relevant debentures and to other relevant factors. |
| Total Value of Debentures | Not exceeding THB 25,000,000,000 (Twenty-Five Thousand Million Baht) |
| Currency | Thai Baht (THB) |
| Offering | Debentures may be issued and domestically offered to specific investors and/or institutional investors and/or high-net-worth investors totally or partly and/or the public in one or several tranches and/or as project and/or on a revolving basis in accordance with the relevant regulations of the Securities and Exchange Commission, Thailand and/or the Office of the SEC and/or other relevant regulations which are effective at the time of the issuance and offering of debentures. |
| Tenor | As deemed appropriate |
| Early Redemption | The Company may or may not have the right to redeem debentures prior to their respective maturity date subject to their respective terms and conditions at each time of issuance. |
| Other Conditions | Requirements, restrictions, and conditions of the debentures shall be under the authority of the Board of Directors. |

The voting is comprised of:

| Shareholders' results | Number of Votes | % of total votes of the shareholders attended the Meeting and had the rights to vote |
|------------------------------|------------------------|-------------------------------------------------------------------------------------------------|
| Approval | 2,021,691,366 | 99.9940 |
| Disapproval | 0 | 0.0000 |
| Abstention | 120,000 | 0.0059 |
| Invalid ballots | 0 | 0.0000 |
| Total | 2,021,811,366 | 100.0000 |

Please be informed accordingly.

Yours sincerely,
- Signed by -
(Weeravej Sirichatchai)
Company Secretary

Office of Company Secretary
Tel. 02-267-1900 Ext. 1051
comsecoffice@bam.co.th