

Invitation to Attend the 2025 Annual General Meeting of Shareholders

Friday, 18 April 2025, at 14.00 hrs.

Through Electronic Meeting (E-Meeting) only

Pursuant to the Emergency Decree on Electronic Meetings, B.E. 2563 (2020)

The Shareholders or Proxies must submit a request to attend the meeting by Electronic Means (e-Request) at <https://app.inventech.co.th/BAM154672R/#/homepage> or scan the QR Code from 4 April 2025 at 8.30 hrs. onwards.

Inquiries about E-Meeting System/Technical Support, please contact system service provider at Tel: 02-460-9223 from 4-18 April 2025, Monday to Friday at 8.30 - 17.30 hrs. (except public holidays)

Submit Request Form



To access the Privacy Notice in accordance with the Personal Data Protection Law, please visit www.bam.co.th or scan the QR code.

In case shareholders grant proxy to another person for attending this meeting on their behalf, please notify that person of the Company's Privacy Notice.

Privacy Notice



21 March 2025

Subject: Invitation to attend the 2025 Annual General Meeting of Shareholders through electronics method

To: Shareholders of Bangkok Commercial Asset Management Public Company Limited

Enclosures:

Documents accompanying Agenda

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Document accompanying Agenda Item nos. 1 and 2	- Form 56-1 One Report for the year 2024 together with the Financial Statements of the Company for the financial year ended 31 December 2024 in the form of QR Code appearing on the Notification of Meeting
Enclosure no.1/ Document accompanying Agenda Item no. 4	- Profiles of the nominated retiring directors for re-election as the Company's directors for another term of office - Profile of the nominated person for election as the Company's director
Enclosure no.2/ Document accompanying Agenda Item no. 6	- Profiles of the nominated auditors of the Company
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Documents Accompanying the Meeting

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- Notification of Meeting with QR Code	Separate document sent by mail
- Privacy notice for Shareholders' Meeting in the form of QR Code	
Enclosure no. 3	- Guidelines for attending of Electronic Meeting by Inventech Connect - Documents or evidence required to be presented for meeting attendance register
Enclosure no. 4	- Proxy Forms A, B, and C
Enclosure no. 5	- Profiles of independent directors to serve as proxy holders for shareholders
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The Board of Directors of Bangkok Commercial Asset Management Public Company Limited (the “Company”) would like to invite you to attend the 2025 Annual General Meeting of Shareholders (the “Meeting”) on Friday, 18 April 2025, at 14.00 hrs. (Bangkok time) through electronic media according to the Emergency Decree on Electronic Meeting B.E. 2563 (2020) (by electronics method only), to consider the following agenda items:

Agenda 1 To acknowledge the report of the Company’s business operation for the year 2024

Fact and Rationale: The Company has prepared its business operation report, including the sustainability report relating to Environmental, Social, and Governance (ESG), which are disclosed in the Form 56-1 One Report for the year 2024 in the form of QR Code, as shown in the Notification of Meeting.

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to propose to the Meeting to acknowledge the Company’s business operations for the year 2024 disclosed in the Form 56-1 One Report.

Voting: This matter is for acknowledgment. Therefore, voting is not required.

Agenda 2 To Consider and approve the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2024

Fact and Rationale: To comply with Sections 112 and 113 of the Public Company Limited Act, B.E. 2535 (1992) (as amended), and Article 44 of the Company’s Articles of Association, the Company has prepared the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2024, which were audited by the EY Office Company Limited, reviewed by the Company’s Audit Committee, and approved by the Board of Directors Meeting No. 3/2025 on 24 February 2025 that they are corrected. Therefore, the Board of Directors deemed it appropriate to propose the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2024 to the Meeting for approval as detailed in the Form 56-1 One Report for the year 2024 in the form of QR Code as shown in the Notification of Meeting.

Opinion of the Audit Committee: The Audit Committee reviewed the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2024, which were audited and signed by a certified public accountant under the EY Office Company Limited. It was deemed appropriate to present to the Board of Directors to propose to the Meeting to consider the Financial Statements for the year ended 31 December 2024.

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to propose to the Meeting to consider and approve the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2024.

A key summary of the same in comparison with the previous year is as follows:

Financial Statements

Items	THB (million)		
	Financial statements in which the equity method is applied	Separate financial statements	
	Year 2024	Year 2024	Year 2023
Total assets	140,634.71	140,606.17	137,314.50
Total liabilities	96,409.93	96,409.93	93,685.30
Shareholder's equity	44,224.78	44,196.24	43,629.20
Total revenue	12,811.08	12,782.54	12,004.59
Profit for the year	1,601.64	1,573.11	1,534.50
Earnings per share - attributable to Equity holders of the Company	0.50	0.49	0.47

Voting: To approve this matter, a resolution must be passed by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 3 To consider and approve profit allocation for the year ended 31 December 2024 and dividend payment

Fact and Rationale: The Company has the policy to pay dividends at the rate of not less than 40 percent of net profit after tax based on standalone financial statements and after legal reserves. Payment of dividends is subject to the Company's investment plans, conditions, and restrictions provided under its loan agreements or other relevant contracts (if any), financial conditions, and operating results, including other factors that may affect the Company. The Board of Directors of the Company may, from time to time, review and revise the dividend payment policy to be in line with the growth strategy of the Company or its subsidiaries (if any), requirements for capital and working capital, and any other factors as it may consider appropriate. The dividend paid shall not exceed the retained earnings as appearing on the Company's separate financial statements and shall be paid in accordance with relevant law.

According to the Company's financial statements, the net profit for the year 2024 was THB 1,573.11 million. Additionally, the net profit was completely allocated as a legal reserve, while no interim dividend was paid during 2024.

Opinion of the Board of Directors: The Board of Directors deems it appropriate to propose to the Meeting to approve the annual dividend payment of the Company for 2024 at the rate of THB 0.35 per share (subject to any applicable withholding tax), for 3,232,042,300 shares, totaling THB 1,131,214,805.00, or equivalent to 70.63 percent of the net profit of the financial statements of the Company payable from the Company's net profit, which had already been paid a corporate income tax rate at 20%. This complies with the Company's dividend payment policy. An individual shareholder may apply for a tax credit from the annual dividend payment in accordance with Section 47 bis of the Revenue Code.

Dividend Payment Comparison

	Year 2024 (Proposed)	Year 2023	Year 2022
Net Profit (THB: million)	1,573.11	1,534.50	2,724.76
Number of shares (million)	3,232.04	3,232.04	3,232.04
Dividend Payment Per Share (THB)	0.35	0.38	0.55
Total Paid Dividend (THB: million)	1,131.21	1,228.18	1,777.62

The Company has set the record date to determine the names of shareholders who are entitled to receive the dividend on Monday, 28 April 2025, and the annual dividend will be paid on Friday, 16 May 2025.

However, the right to receive the dividend payment remains uncertain until the shareholders approve it at this 2025 Annual General Meeting of Shareholders.

Voting: To approve this matter, a resolution must be passed by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 4 To consider the election of the directors to replace those who retire by rotation

Fact and Rationale: In accordance with Section 70 of the Public Limited Company Act B.E. 2535 (1992) (as amended) and Article 17 of the Company's Articles of Association, the director shall be appointed by shareholders' meeting in accordance with the specified criteria and procedure. Moreover, Section 71 of the Public Limited Company Act B.E. 2535 (1992) (as amended) and Article 18 of the Company's Articles of Association stipulated that one-third of the Company's directors shall be retired by rotation at the event of each Annual General Meeting of Shareholders. If the number of directors cannot be equally divided into three parts, the number of directors closest to one-third shall retire. Still, the retired directors would be eligible for re-election.

At this 2025 Annual General Meeting of Shareholders, there are four directors who are due to retire by rotation, the names of which are as follows:

- | | |
|----------------------------------|--|
| 1. Mr. Bunyong Visatemongkolchai | Vice Chairman / Non-Executive Director |
| 2. Mr. Pisit Serewiwattana | Director / Non-Executive Director |
| 3. Mr. Thakorn Piyapan | Director / Independent Director |
| 4. Mr. Bandit Anantamongkol | Director / Non-Executive Director |

The Company announced on its website from 16 October 2024 to 30 November 2024 to invite the shareholders to nominate qualified persons to be elected as directors according to the Company's criteria. The Company also invited the shareholders by an announcement through the electronics channel of the Stock Exchange of Thailand on 11 October 2024. However, it appeared that on the expiration of the time specified no shareholders nominated any candidates for election as the Company's directors.

The Nomination and Remuneration Committee follows a process for selecting individuals for nomination as directors of the Company by evaluating their qualifications, expertise, independence of opinion, experience, performance, and tenure. During the selection process, shareholders have the right to nominate

qualified individuals, and each director can nominate suitable candidates. The process also considers individuals from the Director's Pool of the State Enterprise Policy Office (SEPO) and the Thai Institute of Directors Association (IOD Chartered Director) professional directors list. Additionally, appointing the Company's top executives as directors ensures the Board of Directors includes members who participate in management and understand the business, benefiting effective oversight of management performance.

Opinion of the Nomination and Remuneration Committee: The Nomination and Remuneration Committee considered the candidates proposed for election as directors of the company in line with the specified selection process. The Committee believes that the individuals whose terms are ending this time possess the required qualifications and do not have any prohibited characteristics as specified by the law. They are deemed suitable for the Company's operations and capable of expressing independent opinions during Board of Directors' meetings, which is advantageous for the Company. Furthermore, they have demonstrated responsibility, caution, and honesty in their duties, consistently leveraging their knowledge, skills, and experience to provide valuable opinions and advice to the Board of Directors and management.

The Nomination and Remuneration Committee conducted the selection process for a suitable candidate for the position of Chief Executive Officer due to the expiration of Mr. Bandit Anantamongkol's term. They have recommended Dr. Rak Vorrakitpokatorn for the role, which the Board of Directors has approved, effective on 16 April 2025. Furthermore, the Nomination and Remuneration Committee proposed Dr. Rak Vorrakitpokatorn as a director to replace Mr. Bandit Anantamongkol, pending approval at the Annual General Meeting of Shareholders.

Dr. Rak Vorrakitpokatorn possesses all requisite qualifications and does not possess any legally prohibited characteristics. He possesses extensive knowledge and expertise in finance, investment, organizational development, management, strategic planning, and organizational transformation. His experience includes senior executive roles within major financial institutions. He held the positions of Deputy Managing Director of Business Development and Marketing at Thanarak Asset Development Co., Ltd., Deputy Managing Director and Head of Retail Business at the Islamic Bank of Thailand (IAM), Deputy Managing Director at the Export-Import Bank of Thailand (EXIM BANK), Director and General Manager at the Small Industry Credit Guarantee Corporation (TCG), and Managing Director at EXIM BANK. These roles culminated in his appointment as the Company's Chief Executive Officer.

The remaining three directors, whose terms are due to expire, possess essential knowledge, understanding, and experience relevant to the Company's business. Mr. Bunyong Visatemongkolchai brings expertise in non-performing asset management, significantly enhancing the Board of Directors' competencies in legal matters to the Company's operations. His leadership has led to his appointment as Vice Chairman of the Board. Mr. Pisit Serewiwattana, Chairman of the Executive Committee, has extensive knowledge and experience in human resources, digital technology, and risk management. Additionally, Mr. Thakorn Piyapan, an independent director, has considerable expertise in the financial, banking, and insurance sectors, which are highly beneficial to the Company's business. His service duration, not exceeding nine years, aligns with the accepted standard for maintaining adequate independence.

The Nomination and Remuneration Committee carefully considered the proportion of independent directors, consecutive terms of service, gender diversity, and the overall Board Skill Matrix to ensure management continuity and maximize benefits for the Company. Consequently, it is deemed appropriate to propose the re-election of three directors whose terms are due to expire, namely 1) Mr. Bunyong Visatemongkolchai, 2) Mr. Pisit Serewiwattana, and 3) Mr. Thakorn Piyapan, for another term, and to nominate Dr. Rak Vorrakitpokatorn as a replacement for Mr. Bandit Anantamongkol.

Opinion of the Board of Directors: The Board of Directors, excluding those with related interests due to retire by rotation, reviewed the qualifications and best interests of the Company as per the opinion of the Nomination and Remuneration Committee. It was determined that the three directors due to retire by rotation, namely 1) Mr. Bunyong Visatemongkolchai, 2) Mr. Pisit Serewiwattana, and 3) Mr. Thakorn Piyapan, along with the nominated individual, Dr. Rak Vorrakitpokatorn, have all the required qualifications and do not possess any prohibited characteristics prescribed by law. These individuals are noted for their extensive qualifications, knowledge, capabilities, comprehensive vision, and experience across various fields, aligning with the Company's operational strategies. Furthermore, the Board of Directors verified the independence of Mr. Thakorn Piyapan, confirming he meets the legal requirements for independent directors.

With all the above mentioned, the Board of Directors deemed it appropriate to propose to the Meeting to re-elect (1) Mr. Bunyong Visatemongkolchai, (2) Mr. Pisit Serewiwattana, and (3) Mr. Thakorn Piyapan, directors whose terms are due to retire, to be the Company's as directors for another term of office and to elect (4) Dr. Rak Vorrakitpokatorn to be the Company's director. Profiles of the retiring directors to be re-elected as the Company's directors for another term of office and of the nominated person to be elected as the Company's director are set out in Enclosure 1.

Voting: To approve this matter, a resolution must be passed in accordance with the criteria and procedures described in Article 17 of the Company's Articles of Association as follows:

- (1) Each shareholder shall have one vote for each share held.
- (2) Each shareholder shall cast votes to elect one or several directors up to the number of directors to be elected at such meeting.
- (3) In case of electing several directors, each shareholder shall cast votes in the number held by him to elect each of the directors and shall not divide his votes and allocate them to any particular candidates.
- (4) The candidates shall be ranked in order descending from the highest number of votes received to the lowest and shall be appointed as directors in that order until the required number of directors to be elected is met. Where the votes cast for candidates in descending order are tied, the chairman of the meeting shall have a casting vote so that the required number of directors to be elected is met.

However, to comply with the principles of good corporate governance and best practices of listed companies, voting in this agenda will be done individually. Each nominated director must receive more than half of the votes of the shareholders who attend the meeting and vote.

Agenda 5 To consider the determination of the directors' remuneration for the year 2025

Fact and Rationale: The Company has a policy to consider the remuneration structure of directors every year, considering factors such as current economic conditions, the company's business and performance, market and industry trends, the duties and responsibilities of the Board, and relevant rules and regulations, and then propose it for approval at the Annual General Meeting of Shareholders.

Opinion of the Nomination and Remuneration Committee: The Nomination and Remuneration Committee considered and viewed that the directors' remuneration approved by the Shareholders' Meeting in 2024 is still appropriate, benchmarking and peer comparison, and studying information from Directors Compensation Survey of Thai Institute of Directors (IOD), as well as considering the roles and responsibilities of the Board and its sub-committees, and the current economic conditions in the Company's business sector which have not changed significantly compared to 2024. Therefore, the Nomination and Remuneration Committee deemed it appropriate to propose to the Board of Directors to further propose to the Meeting to approve the directors' remuneration for the year 2025 at the same rate as 2024's, with the following details:

1. Monetary Remuneration

(1) Meeting Allowance

Comparison between 2025 (proposed year) and 2024 meeting allowance

Position	Meeting Allowance	
	Year 2025 (Proposed Year)	Year 2024
Board of Directors		
Chairman	Baht 72,000 per month ^{1,2}	Baht 72,000 per month ^{1,2}
Vice Chairman	Baht 49,000 per month ^{1,2}	Baht 49,000 per month ^{1,2}
Director	Baht 33,000 per month ^{1,2}	Baht 33,000 per month ^{1,2}
Executive Committee		
Chairman	Baht 32,500 per meeting and not exceeding Baht 65,000 per month ^{1,3}	Baht 32,500 per meeting and not exceeding Baht 65,000 per month ^{1,3}
Member	Baht 16,500 per meeting and not exceeding Baht 33,000 per month ^{1,3}	Baht 16,500 per meeting and not exceeding Baht 33,000 per month ^{1,3}
Audit Committee		
Chairman	Baht 41,000 per meeting ^{1,4}	Baht 41,000 per meeting ^{1,4}
Member	Baht 33,000 per meeting ^{1,4}	Baht 33,000 per meeting ^{1,4}
Risk Oversight Committee		
Chairman	Baht 14,000 per meeting ^{1,3,4}	Baht 14,000 per meeting ^{1,3,4}
Member	Baht 11,000 per meeting ^{1,3,4}	Baht 11,000 per meeting ^{1,3,4}
Corporate Governance for Sustainability Committee		
Chairman	Baht 14,000 per meeting ^{1,3,4}	Baht 14,000 per meeting ^{1,3,4}
Member	Baht 11,000 per meeting ^{1,3,4}	Baht 11,000 per meeting ^{1,3,4}
Nomination and Remuneration Committee		
Chairman	Baht 14,000 per meeting ^{1,3,4}	Baht 14,000 per meeting ^{1,3,4}
Member	Baht 11,000 per meeting ^{1,3,4}	Baht 11,000 per meeting ^{1,3,4}

Position	Meeting Allowance	
	Year 2025 (Proposed Year)	Year 2024
Technology Committee ⁵		
Chairman		Baht 14,000 per meeting ^{1,3,4}
Member		Baht 11,000 per meeting ^{1,3,4}
Other Sub-committees or Ad Hoc Committees		
Chairman	Baht 14,000 per meeting ^{1,3,4}	Baht 14,000 per meeting ^{1,3,4}
Member	Baht 11,000 per meeting ^{1,3,4}	Baht 11,000 per meeting ^{1,3,4}

Remarks: ¹ Meeting allowance is paid only to directors 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 payment shall not exceed once a month. In the event of a reasonable reason, it may be considered paying for more than 1 meeting per month but must not exceed 16 meetings per year.
⁵ The Board of Directors, at its meeting on 5 April 2024, resolved to dissolve the Technology Committee effective on 1 July 2024.

(2) Directors' bonus for the 2024 operating results shall be paid at the rate of 0.25 percent of the dividend and not exceeding Baht 5,000,000, the same rate as the directors' bonus for the 2023 operating results, which the Board of Directors shall be authorized to determine the allocation of such bonus to each director.

2. Other Non-Monetary Remuneration

None (same as the year 2024)

Opinion of the Board of Directors: The Board of Directors, with the recommendation of the Nomination and Remuneration Committee, considered the matter by taking into consideration the duties and responsibilities of the Board of Directors and its subcommittees as well as the current business operating result of the Company, the appropriateness when benchmarking with the Company's business sector, along with relevant economics and industry conditions. Therefore, the Board of Directors deemed it appropriate to propose to the Meeting to approve the directors' remuneration for the year 2025 as proposed above.

Voting: To approve this matter, a resolution must be passed by the vote of not less than two-thirds of the total votes of shareholders attending the meeting.

Agenda 6 To consider the appointment of the auditor for the year 2025 and the determination of the audit fees

Fact and Rationale: To comply with Section 120 of the Public Limited Company Act B.E. 2535 (1992) (as amended) and Article 47 of the Company's Articles of Association, which stipulates that the Annual General Meeting of Shareholders shall elect the auditor and fix the audit fee. The retiring auditor may be re-elected. The auditor shall not be the Company's director, staff member or employee, or a person with any position in the Company. The appointment of the auditor shall be on a rotation basis pursuant to the criteria prescribed by the securities and exchange law and/or other relevant laws.

Opinion of the Board of Directors: The Board of Directors, as proposed by the Audit Committee, deliberately considered the auditor from experience, standard, and working efficiency, including expertise in auditing, the independence of auditors, and auditors' fee, as well as the work of the auditors of EY Office Limited (the "EY Office") in 2024 to be satisfactory. The proposed auditors are knowledgeable and have a sophisticated understanding of the Company's business, as well as experience and expertise in auditing. Therefore, the Board of Directors deemed it appropriate to propose to the Meeting to consider and approve as follows:

1) Appoint either one of the following auditors of the EY Office to be the Company's auditor for the financial year ended 31 December 2025 (If approved, it will be the sixth consecutive year).

- | | |
|--|---|
| 1. Miss Somjai Khunapasut ¹ | Certified Public Accountant Registration No. 4499 or, |
| 2. Miss Rachada Yongsawadvanich ² | Certified Public Accountant Registration No. 4951 or, |
| 3. Miss Saranya Pludsri ³ | Certified Public Accountant Registration No. 6768 |

Remarks: ¹ Miss Somjai Khunapasut has been appointed as the auditor to express an opinion on the company's financial statements for 5 years, from 2020 to 2024.

² Miss Rachada Yongsawadvanich has been appointed as the company's auditor for 5 years, from 2020 to 2024.

³ Miss Saranya Pludsri has been appointed as the company's auditor for 1 year, starting from 2024.

If the Meeting approves this agenda item, it will be the sixth consecutive year for the auditor from EY Office to be the Company's auditor. Each auditor's profile is shown in Enclosure 2.

The aforementioned auditors are not directors, staff, or employees of the Company, nor do they hold any position in the Company. In addition, the proposed auditors and the EY Office do not have any relationship with or interest in the Company, including its management, major shareholders, or any of its related persons, which may affect the independent performance of the EY Office and auditors.

2) If the aforementioned auditors are unable to perform their duties, the EY Office may procure another auditor to audit and express opinions on the Financial Statements of the Company in place of the aforementioned auditors. Such auditors shall perform their duties according to the Company's Articles of Association.

3) Determine the audit fees for the year 2025 in the amount of Baht 8,200,000, increase Baht 220,000 or 2.75% compared to 2024, due to an expansion of transactions related to the establishment of joint ventures in 2025. The company does not pay any non-audit fees or other services unrelated to the audit to the auditor.

The above-mentioned proposed audit fee is duly for the Company self, and there is no audit fee to be paid to subsidiaries as the Company has no subsidiary.

The Board of Directors shall ensure the Company can prepare financial statements on time.

Voting: To approve this matter, a resolution must be passed by a majority vote of the shareholders who attend the meeting and cast their votes.

Agenda 7 To consider the issuance and offering of the Company's debentures for the year 2026-2027 in the amount of not exceeding THB 25,000 million

Fact and Rationale: Issuance and offering of debentures to be utilized as the Company's working capital and/or for the business needs and/or business expansion, including debt repayment (refinance) to reduce financial costs, or for other purposes as the Board of Directors deems appropriate.

Details of the proposed debentures to be issued and offered in 2026-2027

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 payment, 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 million
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.

Opinion of the Board of Directors: The Board of Directors deemed it appropriate to propose to the Meeting to consider and approve the issuance and offering of the Company's debentures for the year 2026-2027 in the amount of not exceeding Baht 25,000 million as above-mentioned details. The Company may, from time to time, gradually issue and offer such debentures as it deems fit. In addition, the Meeting shall be proposed to authorize the Board of Directors, or any person appointed by the Board of Directors to consider fixing the offering price, interest rate, tenor, conditions, and other details related to the issuance and offering of such debenture as deems fit.

Voting: To approve this matter, a resolution must be passed by the vote of not less than three-fourths of the total votes of shareholders who attend the meeting and have the right to vote.

Agenda 8 Other matters (if any)

The Company will not propose any additional matters beyond those notified to shareholders in advance within the legally prescribed timeframe, except in cases of urgent necessity that may impact business operations. This is to preserve the rights of shareholders, ensuring they have adequate time to consider the information in advance, in line with the principles of good corporate governance.

The Company acknowledges the significance of the Annual General Meeting of Shareholders as a platform for shareholders to engage, inquire, and exchange views with the Board of Directors and Management. Accordingly, upon the conclusion of the Annual General Meeting of Shareholders 2025, in accordance with the predetermined agenda, shareholders will be afforded the opportunity to ask questions regarding other business operations matters not covered in the agenda items considered and voted on. The Company reserves the right to respond to questions or establish a timeframe for inquiries as deemed appropriate, considering various impacts and the meeting duration within the legal framework and principles of good corporate governance.

The record date on which the Company relied to determine the names of shareholders who have the right to attend the 2025 Annual General Meeting of Shareholders was on Friday, 14 March 2025, in accordance with Section 89/26 of the Securities and Exchange Act B.E. 2535 (1992).

The Company invited shareholders to propose the matter to be included as an agenda for the 2025 Annual General Meeting of Shareholders or to nominate qualified candidates to be considered for election as the Company's directors in accordance with the good corporate governance principles on protection of shareholders' rights. Shareholders shall propose agendas or nominate candidates pursuant to the Company's criteria from 16 October 2024 to 30 November 2024. In addition, the Company published such an invitation through the Stock Exchange of Thailand's electronic channel on 11 October 2024. However, it appeared that no shareholder proposed any agenda for the Meeting or nominated any candidate to be considered for election as the Company's director.

The registration and voting counting for the 2025 Annual General Meeting of Shareholders shall be conducted by electronic system. The Company shall also invite a representative from a law firm to examine that the voting process and the Meeting is transparent, and in accordance with the law and the Company's Articles of Association, including the good corporate governance principles, to comply with the shareholders' meeting requirements of the Stock Exchange of Thailand.

Shareholders who wish to attend the meeting via the electronic system, please refer to the procedures for using the Inventech Connect Electronic Conferencing System in *Enclosure 3*. In case of any problems in use, shareholders can contact System Service Provider number 02-460-9223 (service from 4 - 18 April 2025, Monday - Friday from 8:30 - 17:30 hrs. (except public holidays)).

Shareholders may appoint either Mr. Vasant Thienhom or Mr. Yos Kimsawatde as their proxy. The appointed independent director shall vote on each agenda as stated by the shareholder in the Proxy Form in *Enclosure 4*. Profiles of the independent directors are set out in *Enclosure 5*.

In the case that shareholders would like to appoint any person to act as their proxy, or proxy the provided independent directors to act on their behalf, shareholders must prepare the Proxy Form together with the required documents and send them to Bangkok Commercial Asset Management Public Company Limited, Office of Company Secretary, 12th Floor, No.99 Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500, or send them via electronic channel (Inventech Connect system according to the procedures in the *Enclosure 3*) by 17.00 hrs. on Thursday, 17 April 2025.

Shareholders may download the Invitation to the 2025 Annual General Meeting of Shareholders, including the relevant meeting documents and Proxy Forms, at the Company's website, www.bam.co.th under the heading "Investor Relations", sub-heading "Shareholder Info", select "Shareholders' Meeting". Shareholders are encouraged to submit questions or opinions in relation to any agenda item prior to the Meeting date by emailing the Investor Relations and Shareholder Service Division at ir@bam.co.th.

Please be informed accordingly.

Yours faithfully,

-Signed by-

Mr. Weeravej Sirichatchai

Company Secretary

Office of Company Secretary

Tel. 02-267-1900 Ext. 1051

Corporate Communications and Investor Relations Division

Tel. 02-267-1900 Ext. 2830

Profiles of the nominated retiring directors for re-election
as the Company's directors for another term of office



Name-Surname	Mr. Bunyong Visatamongkolchai
Age	67 years old
Nationality	Thai
Current position in the Company	Vice Chairman (Non-Executive Director)
Director tenure (Year/Month)	12 years and 9 months until the 2025 Annual General Meeting of Shareholders, 18 April 2025 - Appointed as a director on 6 July 2012 - Re-elected 4 terms of office on 26 April 2013, 29 April 2016, 5 April 2019, and 22 April 2022
Proposed type of directorship	Director (Non-Executive Director)
Number of the Company's shares held by	
❖ Number of shares directly held by director	None
❖ Number of shares held by spouse and/or minor child	None
Education	- Master of Laws, Temple University, School of Law, USA - Mini MBA, Chulalongkorn University - Bachelor of Laws, Thammasat University
Skills, Knowledge, Expertise	- Finance, Law, Business Administration (Human Resources)
Training	- Managing ESG Risks for Sustainable Growth: 8 Game-Changing Considerations for Boards (In-house Briefing 2024 : BAM) Thai Institute of Directors - Role of the Chairman Program (RCP), Class 52/2022, Thai Institute of Directors - Advanced Audit Committee Program (AACP), Class 30/2018, Thai Institute of Directors - Director Accreditation Program (DAP), Class 119/2015, Thai Institute of Directors - Deputy District Chief Training Course, Class 48, Institute of Administration Development - Capital Market Academy Program, Class 5, Capital Market Academy (CMA)

Work experiences

❖ Position in Bangkok Commercial Asset Management Public Company Limited

Jan 2025 - Present	Acting Chief Executive Officer	Bangkok Commercial Asset
Jul 2021 - Present	Vice Chairman	Management Public Company Limited
Jul 2012 - Present	Director	
Jul 2012 - Nov 2024	Chairman of the Executive Committee	
Feb 2018 - May 2018	Member of the Risk Management Committee	
	Acting President	

❖ Position at listed companies on the Stock Exchange of Thailand (current position 2 companies)

Jul 2024 - Present	Independent Director Chairman	Siamraj Public Company Limited
Jan 2021 - Present	Independent Director Chairman of Board of Directors Audit Committee Member	World Flex Public Company Limited
Apr 2014 - Dec 2016	Director	JCK International Public Company Limited (formerly Thai Factory Development Public Company Limited)

❖ Position at non-listed companies on the Stock Exchange of Thailand (current position 3 companies)

Aug 2024 - Present	Audit Committee Member	Able Asset Group Company Limited
Nov 2023 - Present	Independent Director	
Nov 2023 - Jul 2024	Chairman of Audit Committee	
2017 - 2019	Director	
Feb 2023 - Present	Independent Director Audit Committee Member Member of Nomination and Remuneration Committee	Bic Corporation Company Limited
Apr 2022 - Present	Director	Tree Money Holding Company Limited
Jul 2022 - Aug 2024	Chairman of Nomination and Remuneration Committee Audit Committee Member	
Jan 2024 - Dec 2024	Independent Director Chairman Chairman of Nominating Committee Remuneration Committee Member	ProsperCap Corporation Limited
Aug 2018 - Nov 2023	Director Managing Director	TFD Real Estate Management Company Limited
2016 - Jan 2018	Director Managing Director	
Mar 2019 - Apr 2021	Chairman	Thai Credit Guarantee Corporation
Oct 2018 - Apr 2021	Director	

❖ Position at non-listed companies on the Stock Exchange of Thailand (current position 3 companies) (Cont.)

2017 - Jan 2021	Independent Director Audit Committee Member	Latex Systems Public Company Limited
2015 - 2017	Director Chairman of Risk Management Committee Member of Executive Committee Member of Corporate Governance and Social and Environmental Responsibility Committee Member of Nomination and Remuneration Committee	Government Housing Bank
2014 - 2016	Director	Total Industrial Services Company Limited
2011 - 2016	Independent Director Audit Committee Member	RHB OSK Securities (Thailand) Public Company Limited
2010 - 2011	Director	Thai Asset Management Corporation
Meeting attendance in 2024	Board of Directors	17/17 (100%)
	Executive Committee	35/38 (92.10%)
	Annual General Meeting of Shareholders	1/1 (100%)

Holding a position as a director/executive in other entities that may cause conflicts of interest or compete with the Company's businesses

- None


Family relationships between directors and executives

- None

Interests in any transaction with the Company/ Parent Company/ Subsidiaries/ Associates or any other entities that may have a conflict of interests during the past 2 years

- Not a director who participates in management, an employee, or an advisor who receives a regular salary.
- Not being a professional service provider (e.g. auditor, legal advisor).
- No business relationship (such as buying/selling raw materials/products/services /lending or borrowing money).

Profiles of the nominated retiring directors for re-election
as the Company's directors for another term of office

Name-Surname	Mr. Pisit Serewiwattana	
Age	63 Years old	
Nationality	Thai	
Current position in the Company	- Director (Non-Executive Director) - Chairman of the Executive Committee	
Director tenure (Year/Month)	4 years and 1 month until the 2025 Annual General Meeting of Shareholders, 18 April 2025 - Appointed as a director on on 5 March 2021 - Re-elected term of office on 22 April 2022	
Proposed type of directorship	Director (Non-Executive Director)	
Number of the Company's shares held by		
❖ Number of shares directly held by director	None	
❖ Number of shares held by spouse and/or minor child	None	
Education	- Master's Degree in Management and Human Relation, Abilene Christian University, Texas, USA - Bachelor of Economics, Thammasat University	
Skills, Knowledge, Expertise	- Finance, Business Administration (Human Resources)	
Training	- Managing ESG Risks for Sustainable Growth: 8 Game-Changing Considerations for Boards (In-house Briefing 2024 : BAM) Thai Institute of Directors - Role of the Chairman Program (RCP), Class 58/2024, Thai Institute of Directors - The Board's Role in Mergers and Acquisitions (BMA) Course, Class 7/2024, Thai Institute of Directors - IT Governance and Cyber Resilience Program (ITG), Class 8/2018, Thai Institute of Directors - Director Certification Program (DCP) Class 200/2015, Thai Institute of Directors - Corporate Governance for Capital Market Intermediaries (CGI), Class 1/2014, Thai Institute of Directors	

Training (cont.)

- Director Accreditation Program (DAP), Class 46/2005, Thai Institute of Directors
- Leadership for Digital Agricultural Promotion Course, Class 1/2019, Digital Economy Promotion Agency
- Top Executive Program in Commerce and Trade (TEPCoT), Class 11/2018, Commerce Academy, University of the Chamber of Commerce
- Advanced Master of Management Program (AMM), Class 2/2018, National Institute of Development Administration
- Executive Program in Energy Literacy for a Sustainable Future (TEA), Class 7/2016, Thailand Energy Academy
- Certificate of Good Governance for Medical Executives, Class 4/2015, King Prajadhipok's Institute
- Certificate of Corporate Governance for Director and Senior Executive of State Enterprises and Public Organization (PDI), Class 11/2013, King Prajadhipok's Institute
- Capital Market Academy Programs (CMA), Class 17/2013, Capital Market Academy

Work experiences

❖ Position in Bangkok Commercial Asset Management Public Company Limited

Dec 2024 - Present	Chairman of the Executive Committee	Bangkok Commercial Asset
Mar 2021 - Present	Director	Management Public Company Limited
Feb 2024 - Dec 2024	Chairman of the Risk Oversight Committee	
May 2022 - Dec 2024	Member of the Executive Committee	
Jun 2021 - Feb 2024	Member of the Risk Oversight Committee	
May 2021 - May 2022	Member of the Corporate Governance for Sustainability Committee	

❖ Position at listed companies on the Stock Exchange of Thailand (current position 4 companies)

Oct 2023 - Present	Chairman Independent Director	Scan Inter Public Company Limited
Aug 2022 - Present	Chairman of Risk Management Committee Member of Nomination and Remuneration Committee Member of Good Corporate Governance and Sustainable Development Committee Audit Committee Member Independent Director	Ananda Development Public Company Limited

❖ Position at listed companies on the Stock Exchange of Thailand (current position 4 companies) (cont.)

Oct 2021 - Present	Independent Director Chairman of Risk Management Committee	JD Food Public Company Limited (formerly JD Food Products Company Limited)
Oct 2021 - Present	Independent Director Chairman of Nomination and Remuneration Committee Audit Committee Member	VGI Public Company Limited

❖ Position at non-listed companies on the Stock Exchange of Thailand (current position 6 companies)

Nov 2022 - Present	Expert Member of University Council	Thammasat University
Aug 2022 - Present	Director	Summit Capital Leasing Company Limited
Mar 2018 - Present	Director	Thai-Japanese Association
Jan 2015 - Present	Director	S Medical Company Limited
Mar 2012 - Present	Independent Director	Synphaet Bangna Company Limited
Jul 2004 - Present	Independent Director	Synphaet Seriruk Company Limited.
Jun 2016 - Jan 2021	Director President Member of Executive Committee Member of Risk Oversight Committee Member of Corporate Governance and Social Responsibility Committee Member of IT Strategy and Policy Committee	Export-Import Bank of Thailand
2015 - 2016	Senior Executive Vice President, Investment and Financial Management Group	Government Savings Bank
2010 - 2014	Senior Executive Vice President, Market Group	
2004 - 2005	Managing Director	CIMB Securities (Thailand) Company Limited

Meeting attendance in 2024	Board of Directors	16/17	(94.11%)
	Executive Committee	38/41	(92.68%)
	Risk Oversight Committee	10/10	(100%)
	Annual General Meeting of Shareholders	1/1	(100%)

Holding a position as a director/executive in other entities that may cause conflicts of interest or compete with the Company's businesses

- None


Family relationships between directors and executives

- None

Interests in any transaction with the Company/ Parent Company/ Subsidiaries/ Associates or any other entities that may have a conflict of interests during the past 2 years

- Not a director who participates in management, an employee, or an advisor who receives a regular salary.
- Not being a professional service provider (e.g. auditor, legal advisor).
- No business relationship (such as buying/selling raw materials/products/services /lending or borrowing money).

Profiles of the nominated retiring directors for re-election
as the Company's directors for another term of office

Name-Surname	Mr. Thakorn Piyapan	
Age	53 Years old	
Nationality	Thai	
Current position in the Company	Director (Independent Director) Chairman of the Risk Oversight Committee	
Director tenure (Year/Month)	2 years and 11 months until the 2025 Annual General Meeting of Shareholders, 18 April 2025 - Appointed as a director on 22 April 2022	
Proposed type of directorship	Director (Independent Director)	
Number of the Company's shares held by		
❖ Number of shares directly held by director	None	
❖ Number of shares held by spouse and/or minor child	None	
Education	- Master of Finance, University of Colorado at Denver, USA - Bachelor of Economics, Thammasat University	
Skills, Knowledge, Expertise	- Finance, Information Technology and Digital, Business Administration (Human Resources), Innovation	
Training	- Managing ESG Risks for Sustainable Growth: 8 Game-Changing Considerations for Boards (In-house Briefing 2024 : BAM) Thai Institute of Directors - National Defence Course (NDC), Class 67, National Defence College, National Defence Studies Institute (2024) - ESG in the Boardroom: A Practical Guide for Board (ESG 3/2024) Course, Thai Institute of Directors - Director Certification Program (DCP), Class 198/2014, Thai Institute of Directors - Black Belt Six Sigma, GE Capital (Thailand) Co., Ltd. - Executive Education (Class 17), Capital Market Academy Program, Capital Market Academy - Bangkok Metropolis Executive Course, BMA Training and Development Institute	

Work experiences

❖ Position in Bangkok Commercial Asset Management Public Company Limited

Dec 2024 - Present	Chairman of the Risk Oversight Committee	Bangkok Commercial Asset Management Public Company Limited
Apr 2022 - Present	Independent Director	
Feb 2024 - Dec 2024	Member of the Risk Oversight Committee	
Feb 2024 - Sep 2024	Member of the Nomination and Remuneration Committee	
May 2022 - Feb 2024	Member of the Technology Committee	

❖ Position at listed companies on the Stock Exchange of Thailand (current position 2 companies)

Jul 2023 - Present	President	TMBThanachart Bank Public Company Limited
Jul 2023 - Jan 2024	Acting Chief Retail Banking Office	
May 2022 - Jun 2023	President	
Apr 2022 - Apr 2022	Senior Expert	

Apr 2022 - Present	Independent Director Audit Committee Member Member of Investment Committee	Index Living Mall Public Company Limited
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2020 - 2021	Chief Executive Officer	Thai Group Holdings Public Company Limited
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2017 - 2020	Head of Digital Banking and Innovation Division	Bank of Ayudhya Public Company Limited
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2016 - 2016	Head of E-Business Division Acting Head of Personal Loan Division	
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2012 - 2015	First Executive Vice President, Office of the President Chief Executive Officer	
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2010 - 2012	First Executive Vice President, Primary Banking	
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2007 - 2010	Executive Vice President, Secured Loan	
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❖ Position at non-listed companies on the Stock Exchange of Thailand (current position 1 company)

2023 - Present	Chairman	Rise Accel Company Limited
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2022 - Feb 2024	Chairman	TMBThanachart Broker Company Limited
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2020 - 2021	Director Chief Executive Officer	Southeast Life Insurance Public Company Limited
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❖ Position at non-listed companies on the Stock Exchange of Thailand (current position 1 company) (cont.)

2020 - 2021	Director Chief Executive Officer	Southeast Insurance Public Company Limited
2020 - 2021	Director Chief Executive Officer	Southeast Capital Company Limited
2020 - 2021	Director	Southeast Money Company Limited
2020 - 2021	Director	Southeast Money Retail Company Limited
2019 - 2020	Chairman of Board of Directors (Authorized Director)	Krungsri Nimble Company Limited (formerly Krungsri Factoring Company Limited)
2018 - 2020	Authorized Director	National Digital ID Company Limited
2017 - 2020	Chairman of Board of Directors of Krungsri Consumer	Krungsri Consumer
2016 - 2020	Chief Executive Officer of Krungsri Consumer	
2017 - 2020	Chairman of Board of Directors (Authorized Director)	General Card Services Company Limited
2015 - 2015	Authorized Director	
2016 - 2020	Chairman of Board of Directors (Authorized Director)	Krungsri Ayudhya Card Company Limited
2012 - 2015	Director	
2016 - 2020	Chairman of Board of Directors (Authorized Director)	Ayudhya Capital Services Company Limited
2012 - 2016	Managing Director	
2009 - 2015	Authorized Director	
2015 - 2020	Authorized Director	Tesco Lotus Money Services (Thailand) Company Limited (formerly Tesco Card Services Company Limited)
2004 - 2007	Senior Vice President Sales and Marketing Central Card and Central Personal Loan	GE Money Thailand Company Limited
2001 - 2004	Vice President Usage and Loyalty Krungsri GE Card	
1999 - 2001	Senior Manager Global Leadership Development Program	

Meeting attendance in 2024	Board of Directors	16/17	(94.12%)
	Risk Oversight Committee	6/9	(66.67%)
	Nomination and Remuneration Committee	7/8	(87.50%)
	Technology Committee	1/1	(100%)
	Annual General Meeting of Shareholders	1/1	(100%)

Holding a position as a director/executive in other entities that may cause conflicts of interest or compete with the Company's businesses

- None

Family relationships between directors and executives

- None

Interests in any transaction with the Company/ Parent Company/ Subsidiaries/ Associates or any other entities that may have a conflict of interests during the past 2 years

- Not a director who participates in management, an employee, or an advisor who receives a regular salary.
- Not being a professional service provider (e.g. auditor, legal advisor).
- No business relationship (such as buying/selling raw materials/products/services /lending or borrowing money).

Profile of the nominated person for election as the Company's director

Name-Surname	Dr.Rak Vorrakitpokatorn
Age	50 Years old
Nationality	Thai
Current position in the Company	Chief Executive Officer Effective from 16 April 2025
Proposed type of directorship	Director (Executive Director)
Number of the Company's shares held by	
❖ Number of shares directly held by director	None
❖ Number of shares held by spouse and/or minor child	None



Education	<ul style="list-style-type: none"> - Doctor of Business Administration (DBA) in Economics, University of Strathclyde, UK - Master of Business Administration (MBA) in Business Administration and Operations Research, University of Birmingham, UK - Bachelor of Engineering in Industrial Engineering, Chulalongkorn University
Skills, Knowledge, Expertise	<ul style="list-style-type: none"> - Financial Services, Investment Opportunities, Development Initiatives, Management Practices, Strategic Planning, Organizational Transformation Processes
Training	<ul style="list-style-type: none"> - Advanced Actuarial Science Program, Class 12/2024, Office of Insurance Commission - Super Series Program, Class 4/2023, Thailand Research and Development Institute of Public Organizations Foundation - Senior Executive Program in Trade and Commerce, Class 14/2022, Institute of Trade Science, University of the Thai Chamber of Commerce - Senior Executive Program, Capital Market Academy, Class 29/2019, The Stock Exchange of Thailand - Director Certification Program, Class 279/2019, Thai Institute of Directors Association - Business Transformation and Innovation Networking Program, Class 2/2018, The Federation of Thai Industries - CLMVT Bankers' Leadership Program, Class 1/2017, Bank of Thailand - Greater Mekong Subregion International Program, Class 3/2017, The Stock Exchange of Thailand - Senior Budget Executive Program, Class 3/2016, Bureau of the Budget - Advanced Certificate in Public Administration and Law, Class 10/2011, King Prajadhipok's Institute - SMEs Banking, REDmoney Group, Malaysia

Work experience

❖ Position in Bangkok Commercial Asset Management Public Company Limited

Effective from 16 Apr 2025 Chief Executive Officer Bangkok Commercial Asset
Management Public Company Limited

❖ Position at listed companies on the Stock Exchange of Thailand (None)

❖ Position at non-listed companies on the Stock Exchange of Thailand (None)

1 Apr 2021 - 31 Mar 2025 Managing Director Export-Import Bank of Thailand

Executive Director

Nomination and Remuneration

Committee Member

Good Governance and

Sustainable Development

Committee Member

Risk Oversight Committee Member

Information Technology Strategy

and Policy Committee Member

Strategy and Innovation

Committee Member

2018 - 2020

Directors and General Managers

Small Industry Credit Guarantee
Corporation

2016 - 2018

Deputy Managing Director

Export-Import Bank of Thailand

2011 - 2016

Deputy Managing Director,
Retail Business Division

Islamic Bank of Thailand

2010 - 2011

Deputy Managing Director,
Business Development and
Marketing

Thanarak Asset Development
Company Limited

2006 - 2010

Regional Lead Advisor for
South Asia, Government Policy
and Public Affairs

Chevron Asia House Company Limited

Responsibilities in the latest position

The Managing Director is responsible for overseeing Specialized Financial Institutions (SFIs) under the Ministry of Finance, in alignment with its objectives. This involves engaging in activities that promote and support exports, imports, as well as both domestic and international investments for national development. Additionally, the Managing Director serves as a key mechanism for the government to support domestic trade, investment, and Thai investment abroad.

Knowledge, skills, and experience advantageous to the business operations of the asset management company.

Finance, Investment, Development, Management, Strategy, and Organizational Transformation.

Holding a position as a director/executive in other entities that may cause conflicts of interest or compete with the Company's businesses

- None

Family relationships between directors and executives

- None

Interests in any transaction with the Company/ Parent Company/ Subsidiaries/ Associates or any other entities that may have a conflict of interests during the past 2 years

- Not being a professional service provider (e.g. auditor, legal advisor).
- No business relationship (such as buying/selling raw materials/products/services /lending or borrowing money).

Profiles of the nominated auditors of the Company

1. Miss Somjai Khunapasut: Certified Public Accountant No. 4499: EY Office Company Limited

Education	- Master's degree in accounting, Thammasat University - Bachelor's degree in accounting, Chulalongkorn University
Qualification	- Certified Public Accountant Federation of Accounting Professions under royal patronage - Authorized Auditor of the Office of the Securities and Exchange Commission - Member of the Federation of Accounting Professions Under the Royal Patronage
Current position	- Partner, EY Office Company Limited
Work experience	- 2005 - Present Partner, EY Office Company Limited - 1992 - Present EY Office Company Limited
Professional experience	- Expert in risk management related to financial reporting standards and financial instruments group.
Period of being an auditor for BAM	- Responsible for auditing the Company's accounts and expressing opinions on the Company's financial statements from 2020 - 2024, a total of 5 years
Relationship or interest with the Company / Executives / Major shareholder or Related person	- None

2. Miss Rachada Yongsawadvanich: Certified Public Accountant No. 4951: EY Office Company Limited

Education	- Master's degree, Master of Science in Finance Thammasat University - Master's degree, Master of Business Administration Assumption University - Bachelor's degree in Business Administration, Assumption University
Qualification	- Certified Public Accountant Federation of Accounting Professions under royal patronage - Authorized Auditor of the Office of the Securities and Exchange Commission - Member of the Federation of Accounting Professions under royal patronage
Current position	- Partner, EY Office Company Limited
Work experience	- 2006 - Present Partner, EY Office Company Limited - 1991 - Present EY Office Company Limited
Professional experience	- Experience in auditing accounts, and expertise in providing business transaction services
Period of being an auditor for BAM	- Appointed as the Company's auditor from 2020 - 2024, a total of 5 years.
Relationship or interest with the Company / Executives / Major shareholders or Related person	- None

3. Miss Saranya Pludsri: Certified Public Accountant No. 6768: EY Office Company Limited

Education	- Master of Business Administration, Thammasat University - Bachelor of Accounting, Thammasat University
Qualification	- Certified Public Accountant Federation of Accounting Professions under royal patronage - Authorized Auditor of the Office of the Securities and Exchange Commission - Member of the Federation of Accounting Professions under royal patronage
Current position	- Partner, EY Office Company Limited
Work experience	- 2017 to Present Partner, EY Office Company Limited - 1996 to Present EY Office Company Limited
Professional experience	- Has experience auditing the accounts of various types of businesses, both companies listed on the Stock Exchange of Thailand and other limited companies, especially in these specific areas, i.e., banking, finance, leasing, and asset management
Period of being an auditor for BAM	- Appointed as the Company's auditor in 2024, a total of 1 year.
Relationship or interest with the Company / Executives / Major shareholders or Related person	- None

Guidelines for attending of Electronic Meeting by Inventech Connect

Shareholders and proxies wishing to attend the meeting can proceed according to the procedure for submitting the request form to attend the meeting via electronic media as follows :

Step for requesting Username & Password from via e-Request system

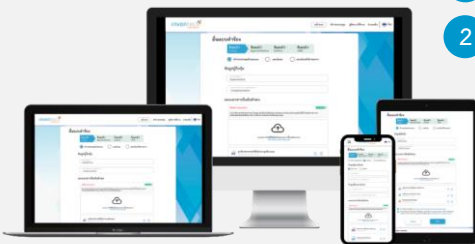
1. The Shareholders must submit a request to attend the meeting by Electronic Means via Web Browser at

<https://inv.inventech.co.th/BAM630599R/#/homepage> or scan QR Code



and follow the steps as

shown in the picture



1 Click link URL or scan QR Code in the letter notice Annual General Meeting

2 Choose type request for request form to 4 step

Step 1 Fill in the information shown on the registration page

Step 2 Fill in the information for verify

Step 3 Verify via OTP

Step 4 Successful transaction, The system will display information again to verify the exactitude of the information

**** Merge user accounts, please using the same email and phone number ****

3 Please wait for an email information detail of meeting and Password

2. For Shareholders who would like to attend the Meeting either through the Electronic Means by yourself or someone who is not the provided independent directors, please note that the electronic registration will be available from **4 April 2025 at 8:30 hrs.** and shall be closed on **18 April 2025** Until the end of the meeting.


3. The electronic conference system will be available on **18 April 2025 at 12:00 hrs.** (2 hours before the opening of the meeting). Shareholders or proxy holders shall use the provided Username and Password and follow the instruction manual to access the system.

Appointment of Proxy to the Company's Independent Directors


For Shareholders who authorize one of the Company's Independent Directors to attend and vote on his or her behalf, The Shareholders can submit a request to attend the meeting by Electronic Means of the specified procedures or send the proxy form together with the required documents to the Company by mail to the following address. The proxy form and required documents shall be delivered to the Company on 17 April 2025 at 17.00 hrs.

Bangkok Commercial Asset Management Public Company Limited, Head Office,
Office of Company Secretary, 12th Floor,
No.99, Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500

If you have any problems on the procedures, please contact Inventech Call Center

 02-460-9223

 @inventechconnect

 The system available during 4 - 18 April 2025 at 8.30 - 17.30 hrs.

(Specifically excludes holidays and public holidays)

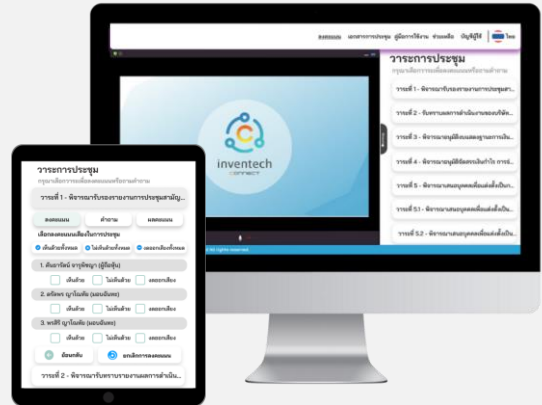


Report a problem

@inventechconnect

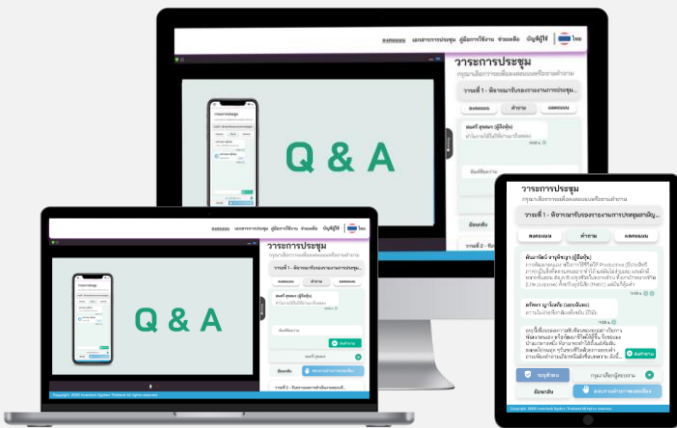
Steps for registration for attending the meeting (e-Register) and voting process (e-Voting)

- 1 Get email and password that you received from your email or request OTP
- 2 Click on "Register" button, the system has already registered and counted as a quorum.
- 3 Click on "Join Attendance", Then click on "Accept" button
- 4 Select which agenda that you want to vote
- 5 Click on "Vote" button
- 6 Click the voting button as you choose
- 7 The system will display status your latest vote



To cancel the last vote, please press the button "Cancel latest vote" (This means that your most recent vote will be equal to not voting, or your vote will be determined by the agenda result). Shareholders can conduct a review of the votes on an agenda basis. When the voting results for that agenda are closed.

Step to ask questions via Inventech Connect



- Select which agenda
- Click on "Question" button
- 1 Ask a question
 - Type the question then click "Send"
- 2 Ask the question via video
 - Click on "Conference"
 - Click on "OK" for confirm your queue
 - Please wait for the queue for you then your can open the microphone and camera

How to use Inventech Connect

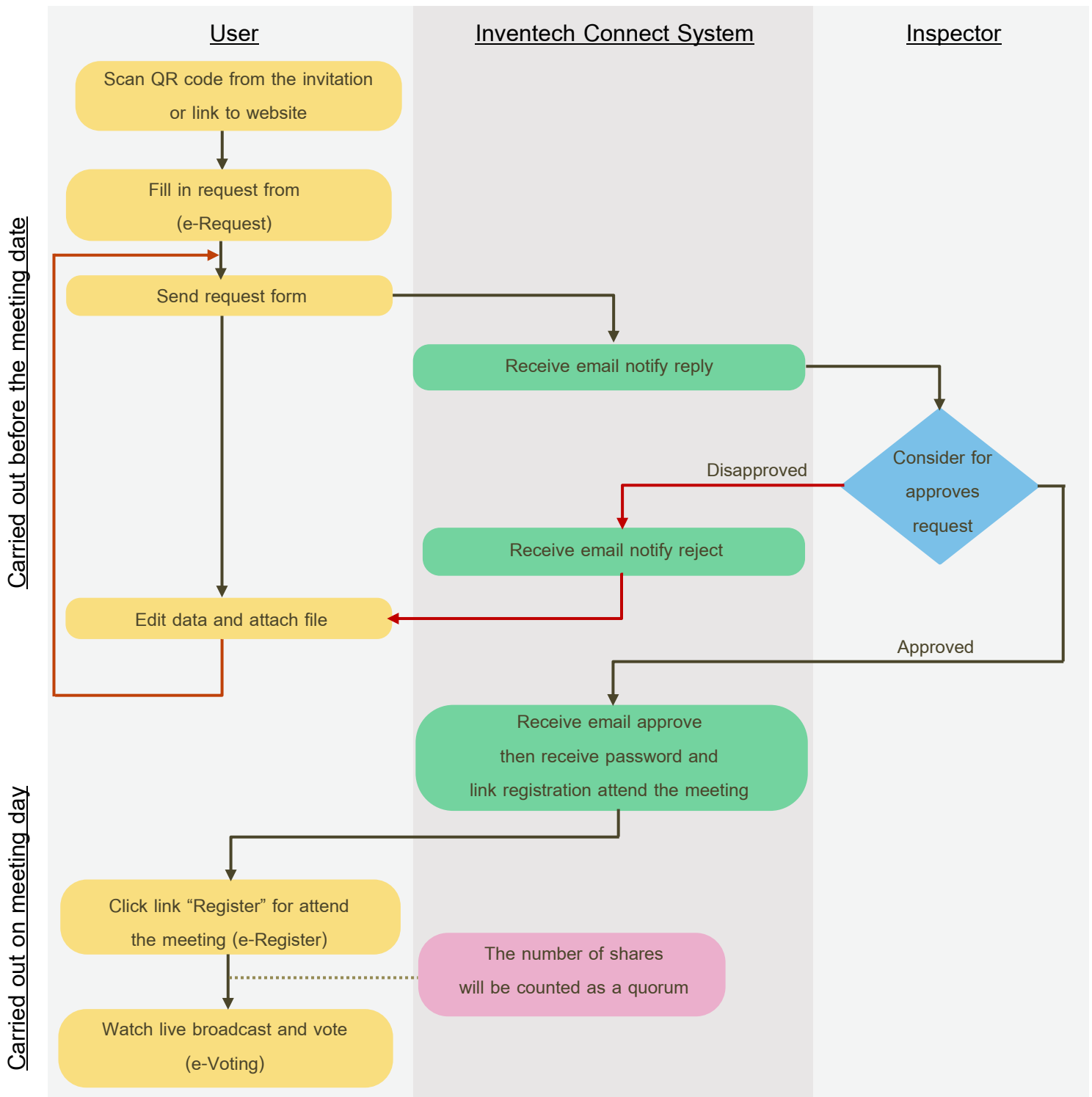


User Manual and Video of using Inventech Connect

* Note Operation of the electronic conferencing system and Inventech Connect systems. Check internet of shareholder or proxy include equipment and/or program that can use for best performance. Please use equipment and/or program as the follows to use systems.

1. Internet speed requirements
 - High-Definition Video: Must be have internet speed at 2.5 Mbps (Speed internet that recommend).
 - High Quality Video: Must be have internet speed at 1.0 Mbps.
 - Standard Quality Video: Must be have internet speed at 0.5 Mbps.
2. Equipment requirements.
 - Smartphone/Tablet that use IOS or android OS.
 - PC/Laptop that use Windows or Mac OS.
3. Requirement Browser Chrome (Recommend) / Safari / Microsoft Edge **** The system does not supported internet explorer.**

Guidelines for attending of Electronic Meeting



Condition of use

In case Merge account/change account

In case filing request multiple by using the same email and phone number, the systems will merge account or in case user has more than 1 account, you can click on "Change account" and the previous account will still count the base in the meeting.

In case Exit the meeting

Attendees can click on "Register to leave the quorum", the systems will be number of your shares out from the meeting base.

Documents or evidence required to be presented for meeting attendance register

Shareholders or proxies wishing to attend the meeting via electronic media (E-Meeting) must submit the meeting attendance request form (e-Request) by following “Procedures for the use of the electronic conferencing system, Inventech Connect.” If the submitted documents are incomplete, incorrect, or in compliance with the requirements stated herein, the Company reserves the right to reject the registration.

Documents required to Attend the Meeting via Electronic Media (E-Meeting)

It is important that the submitted documents be substantially clear, especially in those areas regarding the identity of shareholders, proxies, and proxy holders. Moreover, all critical parts must also not fade or stain.

(1) Natural Person

- **Shareholders attending the e-meeting in person**
 - A. Shareholder with Thai nationality:
 - Copy of valid official documents issued by government authorities, e.g., the identification card, government officer identification card, driving license, or state enterprises officer identification card. In case of a change of name or surname, supporting documents are required.
 - B. Shareholder with other nationality:
 - A copy of the shareholder's passport with a certified true copy. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify shareholders is required.
- **Appointing a proxy holder to attend the meeting on your behalf**
 - A. Shareholder with Thai nationality:
 - A copy of valid official documents issued by government authorities, e.g., an identification card, a government officer identification card, a driving license, or a state enterprise officer identification card. Supporting documents are required in case of a change of name or surname. (This requirement shall be applied to both shareholders or proxy holders).
 - Proxy form A or form B (Enclosure no.4) is completely filled out and signed by the shareholder and the proxy holder, and Baht 20 of stamp duty is affixed.
 - B. Shareholder with other nationality:
 - A copy of the shareholder's passport with a certified true copy. If the passport copy is displayed in languages other than Thai or English, a certified English translation version enough to identify shareholders is required.
 - A proxy form that was completely filled out and signed by the shareholder and the proxy holder, and Baht 20 of stamp duty was affixed.

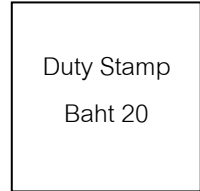
(2) Juristic Person

- **Shareholder representative (authorized director) attending the meeting**
 - A. Juristic person registered in Thailand:
 - A within-one-year-prior-issued Company's affidavit with a certified true copy by authorized persons. In case of a change of name or surname, supporting documents are required.
 - A copy of a valid official document issued by government authorities, e.g., the identification card, government officer identification card, driving license, state enterprises officer identification card, or passport (in case of the director holding foreign nationality) of the authorized director. Supporting documents are required in case of a change of name or surname.
 - B. Juristic person registered outside of Thailand:
 - The company's affidavit and certificate of incorporation (within one year) show the name and authorized person of the juristic person, including the condition and limitation to sign on behalf of the juristic person and its head office.
 - Copy of valid official document issued by government authorities, e.g., the identification card, government officer identification card, driving license, state enterprises officer identification card, or passport (in case of the authorized person who signed on behalf of the juristic person holding foreign nationality) of the authorized director. In addition, supporting documents are required in case of a change of name or surname, and if such document is displayed in languages other than Thai or English, a certified English translation version is required to identify shareholders.
- **Appointing a proxy holder to attend the meeting on behalf of the juristic person**
 - A. Juristic person registered in Thailand:
 - The company's affidavit issued within one year by the Department of Business Development, Ministry of Commerce, with a certified true copy by an authorized person. Supporting documents are required in case of a change of name or surname.
 - Copy of valid official document issued by government authorities, e.g., the identification card, government officer identification card, driving license, state enterprises officer identification card, or passport (in case of the authorized person who signed on behalf of the juristic person holding foreign nationality) of the authorized director who granted the proxy and signed in the Proxy Form. A certified true copy by an authorized person is required. Further, supporting documents are also needed in case of a change of name or surname.
 - Copy of valid official documents issued by government authorities, e.g., the identification card, government officer identification card, driving license, state enterprises officer identification card, or passport (in case of proxy holder holding foreign nationality) of proxy holder. A certified true copy by an authorized person is required. Further, supporting documents are also required in case of a change of name or surname.
 - The proxy form is completely filled out and signed by an authorized person of the juristic person as the proxy grantor and the proxy holder and affixed Baht 20 of stamp duty.

- B. Juristic person registered outside of Thailand:
- The company's affidavit and certificate of incorporation (within one year) must show the name and authorized person of the juristic person, including the condition and limitation to sign on behalf of the juristic person and its head office. A certified true copy by an authorized person is required. Further, supporting documents are also required in case of a change of name or surname.
 - A copy of a valid official document issued by government authorities with a certified true copy, e.g., the identification card, government officer identification card, driving license, state enterprises officer identification card, or passport (in case of the authorized person who signed on behalf of the juristic person holding foreign nationality) of the authorized director. A certified English translation version is required to identify shareholders if such a document is displayed in languages other than Thai or English.
 - Copy of valid official document issued by government authorities with certified true copy, e.g., the identification card, government officer identification card, driving license, state enterprises officer identification card, or passport (in case of proxy holder holding foreign nationality) of proxy holder.
 - The Proxy Form is completely filled and signed by an authorized person of the juristic person as the proxy grantor and the proxy holder and affixed Baht 20 of stamp duty.
- **Custodian**
- Custodian's company affidavit with a certified true copy by an authorized person.
 - Letter certifying or a copy of custodian license to operate Custodian business with a certified true copy by an authorized person.
 - Copy of valid official document issued by government authorities, e.g., the identification card, government officer identification card, driving license, state enterprises officer identification card, or passport (in case of the authorized person who signed on behalf of the juristic person holding foreign nationality) of the authorized person who acts on behalf of the Custodian.
 - Power of Attorney by shareholder authorizing the Custodian to sign the proxy form on their behalf.
 - A copy of a valid official document issued by government authorities, e.g., the proxy holder's identification card, government officer identification card, driving license, state enterprises officer identification card, or passport (in case of the proxy holder holding foreign nationality). Supporting documents are also required in case of a change of name or surname.
 - The proxy form C is completely filled out and signed by an authorized person of the juristic person as the proxy grantor and the proxy holder and affixed Baht 20 of stamp duty.

Note

- (1) The holder of an identification card or passport must certify that the copy is true and correct.
- (2) The authorized director of the juristic person registered in Thailand must certify a copy of the company's affidavit as true and correct.
- (3) The company's affidavit and certificate of incorporation, which is issued outside of Thailand by the juristic person registered outside of Thailand, and a copy of said document shall be certified true and correct by the Custodian's authorized person or a notary public or Thai embassy or Thai consular in the country which the document is prepared (not exceed one year until meeting day). Suppose such a document is in a foreign language that is not English. In that case, it must be translated into Thai or English and certified as a true and correct translation by the authorized person of the juristic person.
- (4) If there is any argument regarding proxy legitimacy, the chairman of the Board of Directors or any authorized person entrusted by the chairman of the Board of Directors shall make the decision.
- (5) The right to attend the meeting shall be reserved for the shareholder/proxy holder who has the correct and complete document only. In addition, the Company will facilitate affixing the stamp duty on the meeting day.



Proxy Form A
(General Proxy Form (simple form))

Written at.....

Date..... Month.....year.....

(1) I/We.....Nationality.....
residing at..... Road.....Sub-district.....
District.....Province.....Postal code.....

(2) Being a shareholder of **Bangkok Commercial Asset Management Public Company Limited (“the Company”)**
holding a total amount of.....shares, and have the right to vote equal to.....votes
as follows;

Ordinary share.....shares, and have the right to vote equal to.....votes

Preferred share.....shares, and have the right to vote equal to.....votes

(3) Do hereby appoint either of the following person:

- 1. Mr. Vasant Thienhom, Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, 69 years old, residing at No.99, Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500 or;
- 2. Mr. Yos Kimsawatde, Independent Director, Chairman of the Corporate Governance for Sustainability Committee, Member of the Audit Committee and Member of the Nomination and Remuneration Committee, 70 years old, residing at No.99, Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500 or;
- 3. Age years
residing at Road Sub-district
District Province Postal code

Anyone of them as my/our proxy to attend and vote on my/our behalf at the **2025 Annual General Meeting of Shareholders (the “Meeting”)** to be held on Friday, 18 April 2025 at 14.00 hrs. through electronic media according to the Emergency Decree on Electronic Meeting B.E. 2563 (2020), or such other date, time and place as the Meeting may be adjourned.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/ us in all respects except for vote of the Proxy which is not in accordance with this Proxy.

Signature _____ Grantor

(_____)

Signature _____ Proxy

(_____)

Signature _____ Proxy

(_____)

Signature _____ Proxy

(_____)

Note:

The Shareholder appointing the Proxy must authorize only one proxy to attend and vote at the meeting and shall not allocate the number of shares to several proxies to vote separately.

Proxy Form B
(Form with fixed and specific details authorizing proxy)

Duty Stamp
Baht 20

Shareholder Registration no. Written at.....

Date..... Month.....Year.....

(1) I/We Nationality
residing at Road Sub-district
District Province Postal code

(2) Being the shareholder of **Bangkok Commercial Asset Management Public Company Limited**, (“the Company”)
Holding a total amount of.....shares, and have the right to vote equal to.....votes as follows;
Ordinary share.....shares, and have the right to vote equal to.....votes
Preferred share.....shares, and have the right to vote equal to.....votes

(3) Do hereby appoint either one of the following persons:

- 1. Mr. Vasant Thienhom, Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, 69 years old, residing at No.99, Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500 or;
- 2. Mr. Yos Kimsawatde, Independent Director, Chairman of the Corporate Governance for Sustainability Committee, Member of the Audit Committee and Member of the Nomination and Remuneration Committee, 70 years old, residing at No.99, Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500 or;
- 3. Age years
residing at Road Sub-district
District Province Postal code

Anyone of them as my/our proxy to attend and vote on my/our behalf at the **2025 Annual General Meeting of Shareholders (the “Meeting”)** to be held on **Friday, 18 April 2025 at 14.00 hrs.** through electronic media according to the Emergency Decree on Electronic Meeting B.E. 2563 (2020), or such other date, time and place as the Meeting may be adjourned.

(4) I/We therefore authorize the proxy to vote on my/our behalf in the Meeting as follows:

Agenda 1 To acknowledge the report of the Company’s business operations of the year 2024

This matter is for acknowledgement. Therefore, voting is not required.

Agenda 2 To Consider and approve the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2024

- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
 - Approve
 - Disapprove
 - Abstain

Agenda 3 To consider and approve profit allocation for the year ended 31 December 2024 and dividend payment

- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain

Agenda 4 To consider the election of the directors to replace those who retire by rotation

- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Elect individual nominated candidates
- (1) Mr. Bunyong Visatemongkolchai
- Approve Disapprove Abstain
- (2) Mr. Pisit Serewiwattana
- Approve Disapprove Abstain
- (3) Mr. Thakorn Piyapan
- Approve Disapprove Abstain
- (4) Dr. Rak Vorrakitpokatorn
- Approve Disapprove Abstain

Agenda 5 To consider the determination of the directors' remuneration for the year 2025

- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain

Agenda 6 To consider the appointment of the auditor for the year 2025 and the determination of the audit fees

- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deem appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain

Agenda 7 To consider the issuance and offering of the Company's debentures for the year 2026-2027 in the amount of not exceeding THB 25,000 million

- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain

Agenda 8 Other matters (if any)

- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain

(5) Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not signify my voting as a shareholder.

(6) In case I/we have not specified, or not clearly specified, my/our voting instruction in any agenda, or in case the Meeting considers or passes any resolutions other than those specified above, including any amendment or addition of any fact, the proxy shall have the rights to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/us in all respects except for vote of the Proxy which is not in accordance with this Proxy.

Signature.....Grantor
(.....)

Signature.....Proxy
(.....)

Signature.....Proxy
(.....)

Signature.....Proxy
(.....)

Note:

1. A shareholder shall appoint only one proxy to attend and vote at the Meeting and may not divide his/her shares into portions to more than one proxy in order to divide his/her votes.
2. In case there are other agenda other than those specified above, the grantor of the proxy shall use the Supplement to Proxy Form B attached herewith to specify the additional agenda.

Supplement to Proxy Form B

The appointment of proxy by a shareholder of Bangkok Commercial Asset Management Public Company Limited for the 2025 Annual General Meeting of Shareholders (the "Meeting") to be held on Friday, 18 April 2025 at 14.00 hrs. through electronic media according to the Emergency Decree on Electronic Meeting B.E. 2563 (2020), or such other date, time and place as the Meeting may be adjourned.

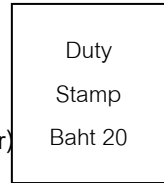
- Agenda Subject
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain

- Agenda Subject
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain

- Agenda Subject
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain

- Agenda Subject
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain

- Agenda Subject
- (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
- (b) The proxy shall have the right to vote according to my/our instruction as follows:
- Approve Disapprove Abstain



Proxy Form C

(For foreign investors appointed custodian in Thailand to be a share depository and keeper)

Written at.....

Date..... Month.....Year.....

(1) I/We Nationality
residing at Road Sub-district
District Province Postal code
As the custodian of.....

Who is a shareholder of **Bangkok Commercial Asset Management Public Company Limited, (the "Company")**
Holding the total amount of.....shares and having the right to vote equal to..... Grant proxy in
partial number of shares held by me/us votes as follows:

Ordinary share.....shares and having the right to vote equal to..... votes
Preference share.....shares and having the right to vote equal to..... votes

(2) Do hereby appoint either one of the following persons:

- 1. Mr. Vasant Thienhom, Independent Director, Chairman of the Audit Committee, Chairman of the Nomination and Remuneration Committee, 69 years old, residing at No.99, Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500 or;
- 2. Mr. Yos Kimsawatde, Independent Director, Chairman of the Corporate Governance for Sustainability Committee, Member of the Audit Committee and Member of the Nomination and Remuneration Committee, 70 years old, residing at No.99, Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500 or;
- 3. Age years
residing at Road Sub-district
District Province Postal code

Anyone of them as my/our proxy to attend and vote on my/our behalf at the **2025 Annual General Meeting of Shareholders (the "Meeting") to be held on Friday, 18 April 2025 at 14.00 hrs.** through electronic media according to the Emergency Decree on Electronic Meeting B.E. 2563 (2020), or such other date, time and place as the Meeting may be adjourned.

(3) I/We therefore authorize the proxy to vote on my/our behalf in the Meeting as follows:

- Grant proxy equal to all of the number of shares held by me/us and has the right to vote in accordance with Clause
 - Grant proxy in partial number of shares held by me/us
 - Ordinary share..... and have the right to vote equal to.....votes
 - Preferred share..... and have the right to vote equal tovotes
- Total entitled vote.....votes

(4) I/We therefore authorize the proxy to vote on my/our behalf in the Meeting as follows:

- Agenda 1 To acknowledge the report of the Company's business operations for the year 2024**
This matter is for acknowledgement. Therefore, voting is not required.
- Agenda 2 To Consider and approve the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2024**
 - (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
 - (b) The proxy shall have the right to vote according to my/our instruction as follows:
 - Approvevotes Disapprovevotes Abstainvotes
- Agenda 3 To consider and approve profit allocation for the year ended 31 December 2024 and dividend payment**
 - (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
 - (b) The proxy shall have the right to vote according to my/our instruction as follows:
 - Approvevotes Disapprovevotes Abstainvotes
- Agenda 4 To consider the election of the directors to replace those who retire by rotation**
 - (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
 - (b) The proxy shall have the right to vote according to my/our instruction as follows:
Elect individual nominated candidates
 - (1) **Mr. Bunyong Visatemongkolchai**
 - Approvevotes Disapprovevotes Abstainvotes
 - (2) **Mr. Pisit Serewiwattana**
 - Approvevotes Disapprovevotes Abstainvotes
 - (3) **Mr. Thakorn Piyapan**
 - Approvevotes Disapprovevotes Abstainvotes
 - (4) **Dr. Rak Vorrakitpokatorn**
 - Approvevotes Disapprovevotes Abstainvotes
- Agenda 5 To consider the determination of the directors' remuneration for the year 2025**
 - (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
 - (b) The proxy shall have the right to vote according to my/our instruction as follows:
 - Approvevotes Disapprovevotes Abstainvotes
- Agenda 6 To consider the appointment of the auditor for the year 2025 and the determination of the audit fees**
 - (a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.
 - (b) The proxy shall have the right to vote according to my/our instruction as follows:
 - Approvevotes Disapprovevotes Abstainvotes

Agenda 7 To consider the issuance and offering of the Company's debentures for the year 2026-2027 in the amount of not exceeding THB 25,000 million

(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy shall have the right to vote according to my/our instruction as follows:

Approvevotes Disapprovevotes Abstainvotes

Agenda 8 Other matters (if any)

(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy shall have the right to vote according to my/our instruction as follows:

Approvevotes Disapprovevotes Abstainvotes

(5) Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not signify my voting as a shareholder.

(6) In case I/we have not specified, or not clearly specified, my/our voting instruction in any agenda, or in case the Meeting considers or passes any resolutions other than those specified above, including any amendment or addition of any fact, the proxy shall have the rights to consider and vote on my/our behalf as he/she may deem appropriate in all respects.

For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/us in all respects except for vote of the Proxy which is not in accordance with this Proxy.

Signature.....Grantor
(.....)

Signature.....Proxy
(.....)

Signature.....Proxy
(.....)

Signature.....Proxy
(.....)

Note:

1. Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not signify my voting as a shareholder.
2. In case I/we have not specified, or not clearly specified, my/our voting instruction in any agenda, or in case the Meeting considers or passes any resolutions other than those specified above, including any amendment or addition of any fact, the proxy shall have the rights to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
 - (1) For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/ us in all respects except for vote of the Proxy which is not in accordance with this Proxy.
 - (2) Voting of proxy in any agenda that is not as specified in this proxy shall be considered as invalid and not signify my voting as a shareholder.
3. In case I/we have not specified, or not clearly specified, my/our voting instruction in any agenda, or in case the Meeting considers or passes any resolutions other than those specified above, including any amendment or addition of any fact, the proxy shall have the rights to consider and vote on my/our behalf as he/she may deem appropriate in all respects.
4. For any act performed by the Proxy at the Meeting, it shall be deemed as such acts had been done by me/ us in all respects except for vote of the Proxy which is not in accordance with this Proxy.

Supplement to Proxy Form C

The appointment of proxy by a shareholder of Bangkok Commercial Asset Management Public Company Limited for the 2025 Annual General Meeting of Shareholders (the "Meeting") to be held on Friday, 18 April 2025 at 14.00 hrs. through electronic media according to the Emergency Decree on Electronic Meeting B.E. 2563 (2020), or such other date, time and place as the Meeting may be adjourned.

Agenda Subject

(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy shall have the right to vote according to my/our instruction as follows:

Approvevotes Disapprovevotes Abstainvotes

Agenda Subject

(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy shall have the right to vote according to my/our instruction as follows:

Approvevotes Disapprovevotes Abstainvotes

Agenda Subject

(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy shall have the right to vote according to my/our instruction as follows:

Approvevotes Disapprovevotes Abstainvotes

Agenda Subject

(a) The proxy shall have the right to consider and vote on my/our behalf as he/she deems appropriate in all respects.

(b) The proxy shall have the right to vote according to my/our instruction as follows:

Approvevotes Disapprovevotes Abstainvotes

Profiles of independent directors to serve as a proxy holder for shareholders

Name-Surname	Mr. Vasant Thienhom	
Age	69 years old	
Nationality	Thai	
Current Position at the Company	Independent Director Chairman of the Audit Committee Chairman of the Nomination and Remuneration Committee	
Contact Address	No.99, Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500	
Director Tenure (Year/Month)	7 Years 4 Months until the 2025 Annual General Meeting of Shareholders, 18 April 2025 - Appointed as a director on 1 December 2017 - Re-elected 2 terms of office on 27 April 2021 and 22 April 2024	
Number of the Company's shares held by		
❖ Number of shares directly held by director	None	
❖ Number of shares held by spouse and/or minor child	None	
Education	- Master of Laws (International Banking Laws), Boston University, USA - Bachelor of Laws (Honours), Chulalongkorn University - Barrister-at-Law, Institute of Legal Education Thai Bar Association	
Skill, Knowledge, Expertise	- Finance, Legal, and Governance Risk and Compliance: GRC	
Training	- Managing ESG Risks for Sustainable Growth: 8 Game-Changing Considerations for Boards (In-house Briefing 2024 : BAM) Thai Institute of Directors - Audit Committee Program (ACP) class 39/2012, Thai Institute of Directors - Director Certification Program (DCP) class 3/2000, Thai Institute of Directors	
Work experiences		
❖ Position at Bangkok Commercial Asset Management Public Company Limited		
Dec 2017 - Present	Independent Director Chairman of the Audit Committee Chairman of the Nomination and Remuneration Committee	Bangkok Commercial Asset Management Public Company Limited

❖ Position at listed companies on the Stock Exchange of Thailand (current position 1 company)

Dec 2021 - Present	Independent Director Chairman of Audit Committee	Millennium Group Corporation (Asia) Public Company Limited
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❖ Position at non-listed companies on the Stock Exchange of Thailand (current position 2 companies)

Sep 2024 - Present	Independent Director Chairman of the Audit Committee	Able Asset Group Company Limited
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Sep 2024 - Present	Member of Sub-Committee on Law (Advisor) in Securities and Exchange Commission (SEC) Board	The Securities and Exchange Commission
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2016 - 2023 Consultants and specialists

2011 - 2015 Deputy Secretary-General

Apr 2000 - Jul 2012 Honorary Director (Finance) of
the Office of the Securities and
Exchange Commission

May 2020 - Sep 2020 Chairman of the Audit Committee Thai Credit Guarantee Corporation

Jun 2019 - Sep 2020 Member of the Nomination and
Remuneration Committee

May 2019 - May 2020 Chairman of the Corporate
Governance and Social
Responsibility Committee

Apr 2019 - May 2020 Member of the Audit Committee

Nov 2017 - Sep 2020 Director

Meeting Attendance in 2024

Board of Directors	16/16 (100%)
Audit Committee	16/16 (100%)
Nomination and Remuneration Committee	16/16 (100%)
Annual General Meeting of Shareholders	1/1 (100%)

Holding a position as a director/executive in other entities that may cause conflicts of interest or compete with the Company's businesses

- None

Family relationship between directors and executives

- None

Conflict of Interest at this Meeting

- Have no any special interest that may differ from other directors in any agenda item proposed to this 2025 Annual General Meeting of Shareholders

Interests in any transaction with Company/Parent Company/Subsidiaries/Associates or any other entities that may have a conflict of interests during the past 2 years

- Not a director who participates in management, an employee, or an advisor who receives a regular salary.
- Not being a professional service provider (e.g. auditor, legal advisor).
- No business relationship (such as buying/selling raw materials/products/services /lending or borrowing money).

Profiles of independent directors to serve as proxy holders for shareholders

Name-Surname	Mr. Yos Kimsawatde	
Age	70 years	
Nationality	Thai	
Current position in the Company	Independent Director Chairman of the Corporate Governance for Sustainability Committee Member of the Audit Committee Member Member of the Nomination and Remuneration Committee	
Contact address	No. 99, Surasak Road, Silom Sub-district, Bangrak District, Bangkok 10500	
Director tenure (Year/Month)	7 years 5 months until the date of the 2025 Annual General Meeting of Shareholders, 18 April 2025 - Appointed as a director on 14 November 2017 - Re-elected 2 terms of office on 19 June 2020 and 24 April 2023	
Number of the Company's shares held by		
❖ Number of shares directly held by director	None	
❖ Number of shares held by spouse and/or minor child	None	
Education	- Master of Management of Information Systems, University of Louisville, Kentucky, USA - Bachelor of Science in Statistics, Faculty of Commerce and Accountancy, Chulalongkorn University	
Skills, Knowledge, Expertise	- Information and digital technology, Business Management and Innovation	
Training	- Managing ESG Risks for Sustainable Growth: 8 Game-Changing Considerations for Boards (In-house Briefing 2024 : BAM) Thai Institute of Directors Association - Director Accreditation Program (DAP) course, class 148/2018, Thai Institute of Directors Association	
Work experiences		
❖ Position in Bangkok Commercial Asset Management Public Company Limited		
Apr 2024 - Present	Chairman of the Corporate Governance for Sustainability Committee Member of the Nomination and Remuneration Committee	Bangkok Commercial Asset Management Public Company Limited

❖ Position in Bangkok Commercial Asset Management Public Company Limited (cont.)

Nov 2017 - Present	Independent Director	Bangkok Commercial Asset Management Public Company Limited
	Member of Audit Committee	
Jun 2021 - Jul 2024	Chairman of the Technology Committee	
May 2022 - Apr 2024	Member of the Corporate Governance for Sustainability Committee	
May 2019 - Jun. 2021	Member of the Risk Oversight Committee	

❖ Position at listed companies on the Stock Exchange of Thailand (current position 1 company)

Oct 2018 - Present	Independent Director	I&I Group Public Company Limited
	Chairman of the Nomination and Remuneration Committee	
	Member of the Audit Committee	

❖ Position at non-listed companies on the Stock Exchange of Thailand (current position 1 company)

2015 - Present	Chairman of Payment Systems Office	The Thai Bankers' Association
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Meeting attendance in 2024	Board of Directors	16/17	(94.12%)
	Audit Committee	16/16	(100%)
	Corporate Governance Committee for Sustainability	10/10	(100%)
	Nomination and Remuneration Committee	9/10	(90%)
	Annual General Meeting of Shareholders	1/1	(100%)

Holding a position as a director/executive in other entities that may cause conflicts of interest or compete with the Company's businesses

- None

Family relationships between directors and executives

- None

Conflict of Interest at this Meeting

- Have no any special interest that may differ from other directors in any agenda item proposed to this 2025 Annual General Meeting of Shareholders

Interests in any transaction with the Company/ Parent Company/ Subsidiaries/ Associates or any other entities that may have a conflict of interests during the past 2 years

- Not a director who participates in management, an employee, or an advisor who receives a regular salary.
- Not being a professional service provider (e.g. auditor, legal advisor).
- No business relationship (such as buying/selling raw materials/products/services /lending or borrowing money).

Definition of the “Independent Director” of the Company

Bangkok Commercial Asset Management Public Company Limited requires independent directors to conduct self-audit concerning their independence, whether following the Company's definition. The Company's independent directors must possess all below qualifications as specified by the Company as follows;

(1) Holding no more than 1% of total voting shares of the Company, parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company, including the shareholding of persons related to the independent directors.

(2) Not currently be or never been the company's executive director, worker, employee, salaried consultant, or controlling parties of the company, parent company, subsidiary, affiliate, subsidiary in same level, major shareholder(s), or controlling parties of the company, unless It has been at least two years after the person has held the position, such prohibited characteristic does not include cases where an independent director had been a government official or an advisor of the government sector which is a major shareholder or controlling parties.

(3) Not by blood or legally registered as parents, spouse, sibling, and child, including the spouse of a child, executives, major shareholders, controlling parties of the company, or persons who will be nominated as directors, executives, or controlling parties of the company or subsidiary.

(4) Not currently having or never having any business relations with the company, parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company in the way that such relationships may impede the person from having independent views. Also, the person should not currently be or never be a significant shareholder or controlling person for persons having business relations with the company, parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company unless it has been at least two years after the person has held the position.

The business relationship under the first paragraph of (4) includes regular commercial transactions for conducting business, renting or leasing real estate, transactions relating to assets or services, or giving or receiving financial assistance by accepting or lending, guaranteeing, giving assets as collateral for liabilities, including other similar behaviors, causing the Company or contractual party to have debt burden to pay another party, from 3% of the net tangible assets of the Company, or from 20 Million Baht or more., whichever is lower. The calculation of debt burden shall be in accordance with the calculation method for the value of related-party transactions under the Notification of the Capital Market Supervisory Board on rules of related-party transactions, mutatis mutandis, but in considering the said debt burden, the debt incurred during one year prior to the date of having a business relationship with the same person must be included.

(5) Not currently being or never been the auditor of the company, parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company and not currently be or never be a significant shareholder, controlling person, or partners of current auditor's auditing firm which the auditor of the company, parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company is under unless It has been at least two years after the person has held the position.

(6) Not currently be providing or never provided professional services, legal consulting, nor financial consulting services to the company, parent company, subsidiary, affiliate, major shareholder(s), or controlling parties of the company, with a fee more than 2 Million Baht per year and the person should not currently be or never be a significant shareholder, controlling person, or partners of current service providers unless it has been at least two years after the person has held the position.

(7) Not currently a director appointed to represent the company's directors, major shareholders, or the shareholder related to the major shareholder.

(8) Not currently be operating under similar business nature and significant competition to the company or subsidiary; or not a significant partner of the partnership, or executive director, salaried worker, employee, or consultant; or holding more than 1% of voting shares of any other companies operating under similar business nature and significant competition to the company and subsidiary.

(9) Not under any conditions that may impede the person from having independent views toward the Company's operations. Moreover, the Company has a policy to limit the number of years in the position of an independent director to not more than nine years.

Articles of Association of the Company concerning shareholders' meeting

In relation to the proxy to attend the shareholders' meeting and the right to vote at the meeting

Article 31 The board of directors shall arrange for an annual ordinary general meeting of shareholders within four (4) months from the last day of the fiscal year of the Company, the venue of which may be in the areas where the Company's head office is located or in any nearby province or any other place as deemed appropriate by the chairman. Any meeting that may be held other than that mentioned above shall be called an extraordinary general meeting.

Article 32 The board of directors may call an extraordinary general meeting whenever deemed appropriate, or a shareholder or several shareholders holding shares aggregately at least one-tenth (1/10) of the total number of shares sold may submit a written request signed by them to ask the board of directors to call an extraordinary general meeting of shareholders at any time, but they shall clearly state their reasons in such written request. In such case, the board of directors shall arrange for the meeting to be held within forty-five (45) days from the date of the receipt of such request.

In case the board of directors does not hold the meeting within the period specified in the first paragraph, the shareholders who jointly sign the request or other shareholders holding shares aggregately in the number as prescribed may jointly call the meeting within forty-five (45) days from the end of the prescribed period in the first paragraph. In such case, the meeting shall be regarded as the shareholders' meeting called by the board of directors, and the necessary expenses arising from holding and facilitating the meeting shall be borne by the Company as appropriate.

In case the number of shareholders attending the shareholders' meeting called by the shareholders as per the second paragraph fails to constitute a quorum specified in Section 103, the shareholders referred to in the second paragraph shall jointly be responsible for reimbursing the Company for the expenses incurred from holding of such meeting.

Article 33 At the shareholders' meeting, the shareholders entitled to attend the meeting and having the voting right shall be the shareholders whose names appear in the share register as of the date specified by the board of directors. The number of shares by which each shareholder is entitled to vote shall be as appearing in the share register on the same date. The right of each of such shareholders shall not be affected even though the information in the share register as of the meeting date has changed.

The date specified by the board of directors as per the first paragraph shall fall on the date not more than two (2) months prior to the shareholders' meeting date.

Article 34 In calling either an ordinary or an extraordinary general meeting of shareholders, the board of directors shall prepare and send a notice calling the meeting specifying the place, date, time, agenda of the meeting, and the subject matters to be submitted to the meeting together with reasonable details, and also stating clearly any one of which will be for information, for approval or for consideration, including the opinions

of the board of directors on such matters, to the shareholders and the Registrar for their attention at least seven (7) days before the date of the meeting or at least the period otherwise in case of matters to be submitted to the meeting as specifically specified by law. Furthermore, publication of the notice calling the meeting shall be made in a newspaper for three (3) consecutive days at least three (3) days before the date of the meeting.

The notice calling the meeting shall be sent to the shareholders by registered postal mail.

Article 35 Any shareholder may appoint any other person as his/her proxy to attend and vote on his/her behalf at the shareholders' meeting. The proxy form shall have the date specified and the signature of the shareholder who appoints the proxy affixed as well as be in the form prescribed by the Registrar, with at least the following details:

- (a) Number of shares held by the shareholder appointing the proxy;
- (b) Name of the proxy;
- (c) Serial number of the meeting where the proxy is assigned to attend and cast votes.

The proxy form shall be submitted to the chairman or the designated person at the meeting venue before the proxy attends the meeting.

Article 36 In case of appointment of a proxy, the person who is a shareholder and also a proxy of any other shareholder shall have the right to vote based on the number of shares under the proxy appointment besides voting in person as the shareholder.

Article 37 At every ordinary general meeting of shareholders, in order to constitute a quorum, there shall be at least twenty-five (25) shareholders and proxies (if any) or at least half (1/2) of the total number of shareholders present at the meeting, and representing altogether not less than one-third (1/3) of the total number of shares sold of the Company.

In the event that after the lapse of one (1) hour from the time fixed for any ordinary general meeting of shareholders, the number of shareholders present is still not enough to form a quorum as specified above and if such meeting of shareholders has been called at the shareholders' request, such meeting shall be cancelled. If the meeting of shareholders has not been called at the shareholders' request, the meeting shall be called again. A notice calling the meeting shall be sent to the shareholders at least seven (7) days before the meeting date. At this later meeting, a quorum is not required.

Article 38 At the shareholders' meeting, the chairman of the board of directors shall be the chairman of the meeting. If the chairman is absent or is unable to perform his duties, and if there is a vice chairman, he shall perform as chairman. If there is no vice chairman or if there is one but he is absent or unable to perform his duties, the shareholders shall elect one among them to be chairman of that meeting.

Article 39 The chairman of the shareholders' meeting shall have the duty to control the meeting according to the Articles of Association of the Company regarding the meeting of shareholders. The meeting shall proceed according to the agenda items respectively as specified in the invitation notice unless the meeting resolves to change the priority order of the agenda items by the affirmative votes of the shareholders holding not less than two-thirds of the shareholders attending the meeting.

In case the meeting cannot complete consideration of the agenda items in the order mentioned in the first paragraph or cannot complete consideration of the matters proposed by the shareholders at the meeting, as the case may be, and it is required to postpone the consideration, the meeting shall set the place, date and time of the next meeting. The board of directors shall send a notice calling the meeting specifying the place, date, time and agenda of the meeting to the shareholders at least seven (7) days before the date of the meeting. Furthermore, publication of the notice calling the meeting shall be made in a newspaper for three (3) consecutive days at least three (3) days before the date of the meeting.

Article 40 Unless otherwise specified in these Articles of Association, voting at the meeting whether by the show of hand or on a poll, one (1) share shall be entitled to one (1) vote. In case of any shareholder having beneficial interests in any matter, such shareholder shall not be entitled to vote on that matter, unless in case of voting on election of directors. A resolution of the meeting shall be passed by the following affirmative votes:

- (1) In a normal case, the resolution shall be subject to the majority votes of the shareholders who attend the meeting and have the right to vote. In the event of a tie of votes, the chairman of the meeting shall have a casting vote;
- (2) The resolution of the shareholders' meeting concerning the following matters shall be passed by the votes of at least three-fourths (3/4) of the total votes of the shareholders attending the meeting and having the right to vote:
 - (a) Sale or transfer of the whole or a substantial part of the Company's business to another person;
 - (b) Acquisition or acceptance of the transfer of business from other private or public company to the Company;
 - (c) Conclusion, amendment or termination of contracts relating to the lease of the whole or a substantial part of the business of the Company; assignment of any other person to undertake the business of the Company; or consolidation of business with other party with the objective of profit and loss sharing;
 - (d) Amendment of the Memorandum of Association or the Articles of Association of the Company;
 - (e) Increase or decrease of the registered capital of the Company or issuance of debenture or public offering;
 - (f) Consolidation / Amalgamation of the Company with another company or dissolution of the Company.

Article 41 The matters to be undertaken by the ordinary general meeting are as follows:

- (1) Acknowledgment of the board of directors' report on the Company's operating results for the past year;
- (2) Consideration and approval of the Company's statement of financial position and statement of income for the past fiscal year;
- (3) Consideration and approval of profit appropriation, dividend payment and appropriate to legal reserve;
- (4) Election of directors to replace those retiring by rotation and determination of director remuneration;
- (5) Appointment of the auditor and fixing of the audit fee;
- (6) Other businesses.

Articles of Association of the Company concerning.

Agenda 1 : To acknowledge the report of the Company's business operation of the year 2024

Agenda 2 : To consider and approve the Statements of Financial Position and the Statements of Comprehensive Income for the year ended 31 December 2024

Article 44 The Company shall have its accounts prepared and kept together with the audit of which conducted pursuant to the relevant laws. The statement of financial position and statement of profit and loss shall be made available at least once every twelve (12) months, which represent the Company's fiscal year, and submitted to the annual ordinary general meeting of shareholders for approval of the statement of financial position and statement of profit and loss. In such case, the board of directors shall arrange to have the statement of financial position and statement of profit and loss audited by an auditor prior to submission to the annual ordinary general meeting of shareholders for consideration and approval.

Article 45 The board of directors shall ensure the statement of financial position and statement of profit and loss cover the following matters in an accurate and complete manner:

- (1) Amounts of revenues and expenses, all transactions that result in receipt or payment of funds, and profit and loss of the Company;
- (2) The Company's assets and liabilities;
- (3) Shareholders' equity and reserve funds.

Article 46 The board of directors shall send the following documents to the shareholders together with the invitation notice to the annual ordinary general meeting of shareholders:

- (1) Certified copies of the duly audited statement of financial position and statement of profit and loss together with report of the auditor;
- (2) Annual report of the board of directors.

Articles of Association of the Company concerning.

Agenda 3 : To consider and approve profit allocation for the year ended 31 December 2024 and dividend payment

Article 48 No dividend shall be paid otherwise than out of profits including retained earnings. If the Company has incurred accumulated losses, no dividend may be paid.

Dividend payment shall be made based on the number of shares each in an equal amount, unless in case where there are preference shares, dividend payment on each preference share shall be in a different amount from that of an ordinary share. Appropriation for dividend payment shall be as prescribed and subject to the approval of the shareholders' meeting.

The board of directors may pay interim dividend to the shareholders from time to time as it deems that the Company has enough profit to do so, and the payment of such dividend shall be reported to the shareholders at the upcoming shareholders' meeting.

In case where the number of shares sold still falls short of the total number of registered shares or the Company has registered capital increase, the Company may pay dividend either in whole or in part by issuing new ordinary shares to the shareholders subject to the approval of the shareholders' meeting.

The payment of dividend shall be made within one (1) month from the date of the resolution of the shareholders' meeting or the resolution of the board of directors, as the case may be. A written notice of such payment of dividend shall be sent to the shareholders and shall also be published in a newspaper for at least three (3) consecutive days. If such dividend payment is made within the period prescribed by law, no claim for interest from the Company shall be made.

Article 49 The Company shall allocate part of the annual net profit as a reserve fund in the amount of at least five (5) percent of the annual net profit less accumulated loss brought forward (if any) until the reserve fund reaches at least ten (10) percent of the registered capital. Besides, the board of directors may propose to the shareholders' meeting that allocation to other reserves be made as deemed appropriate for business undertaking of the Company.

Articles of Association of the Company concerning.

Agenda 4 : To consider the election of the directors to replace those who retire by rotation

Article 17 Unless otherwise specified in Article 21, the shareholders' meeting shall elect the directors in accordance with the following criteria and procedure:

- (1) Each shareholder shall have one (1) vote for each share held.
- (2) Each shareholder shall cast votes to elect one or several directors up to the number of directors to be elected at such meeting.
- (3) In case of electing several directors, each shareholder shall cast votes in the number held by him to elect each of the directors and shall not divide his votes and allocate them to any particular candidates.

- (4) The candidates shall be ranked in order descending from the highest number of votes received to the lowest, and shall be appointed as directors in that order until the required number of directors to be elected is met. Where the votes cast for candidates in descending order are tied, the chairman of the meeting shall have a casting vote so that the required number of directors to be elected is met.

Article 18 At every annual ordinary general meeting of shareholders, one-third (1/3) of the total number of the directors shall retire by rotation. If the number of directors cannot be equally divided into three (3), the number of directors closest to one-third (1/3) shall retire.

Directors to vacate office in the first year and the second year after the Company registration shall be decided by drawing lots. For the years thereafter, the directors having been in office the longest shall retire. The vacating directors may be re-elected.

Article 21 In case any vacancy occurs in the board of directors for reasons other than retirement by rotation, the board of directors shall elect a person who has the required qualifications and has no prohibited characteristics under the public limited companies law or the securities and exchange law as a replacement at its upcoming meeting, unless the remaining duration of the vacating director's term of office is less than two (2) months. The replacing director shall hold office only for the remaining term of office of the director whom he has replaced.

The resolution of the board of directors under the first paragraph shall be supported by the votes of at least three-fourths (3/4) of the number of the remaining directors.

In case any vacancies occur in the board of directors to the extent that the number of remaining directors is less than the number required to constitute a quorum, the remaining directors shall hold a shareholders' meeting to elect directors as replacement within one (1) month from the date when the number of remaining directors is less than the number required to constitute a quorum. The replacing directors shall hold office only for the remaining term of office of the directors whom they have replaced.

Articles of Association of the Company concerning.

Agenda 5 : To consider the determination of the directors' remuneration for the year 2025

Article 30 The Company is prohibited from giving monies or any other assets other than remuneration to the directors. The directors are entitled to receipt of remuneration including meeting allowance, other allowance and welfare from the Company in the form of gratuity, bonus or remuneration of similar nature according to the Company's rules and regulations or as resolved by the shareholders' meeting with the votes of at least two-thirds (2/3) of the total votes of the shareholders attending the meeting. The shareholders' meeting may set the definite amount of remuneration or set out the guidelines thereof, either from time to time or on a permanent basis until there is any change otherwise afterward. The remuneration shall also cover the allowance and welfare in accordance with the Company's regulations.

The provisions in the first paragraph shall not affect the rights of the Company's officers or employees appointed as directors to receipt of remuneration and benefits in the capacity of officers and employees of the Company.

Articles of Association of the Company concerning,

Agenda 6 : To consider the appointment of the auditor for the year 2025 and the determination of the audit fee

Article 47 The annual ordinary general meeting of shareholders shall elect the auditor and fix the audit fee. The retiring auditor may be re-elected. The auditor shall not be the Company's director, staff member or employee or a person with any position in the Company. The appointment of the auditor shall be on a rotation basis pursuant to the criteria prescribed by the securities and exchange law and/or other relevant laws.

Articles of Association of the Company concerning,

Agenda 7 : To consider the issuance and offering of the Company's debentures for the year 2026-2027 in the amount of not exceeding Baht 25,000 million

Article 4 The Company may issue and offer ordinary shares, preferred shares, debentures, convertible debentures, warrants, or any other securities to the public or any persons as permitted by the securities and exchange law. The convertible debentures or any other convertible securities may be converted into ordinary shares or preferred shares, or the preferred shares may be converted into ordinary shares subject to the provisions of the securities and exchange law and the public limited company law.

Shareholders can view the complete version of the Company's Articles of Association on the Company's website at www.bam.co.th or click <https://investor.bam.co.th/storage/document/cg/bam-articles-of-association-en.pdf>

or scan QR Code



Articles of Association

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