



บริษัท บัตรกรุงไทย จำกัด (มหาชน)

591 อาคารสมัยชาวนิช 2 ชั้น 14 ถนนสุขุมวิท แขวงคลองตันเหนือ เขตวัฒนา กรุงเทพฯ 10110

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Krungthai Card Public Company Limited

591 United Business Centre II, 14<sup>th</sup> Fl., Sukhumvit Rd., North Klongton, Wattana, Bangkok 10110 Thailand

Tel: 02 123 5100 Fax: 02 123 5190 Reg. No. 0107545000110

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COS004/KTC077/2564

9 February 2021

Re: Notification of Resolutions of the Board of Directors' Meeting No.02/2021 approving the Dividend Payment, and the Convening of the 2021 Annual General Shareholders' Meeting

To: President of the Stock Exchange of Thailand

Whereas, the Board of Directors' Meeting No.02/2021 of Krungthai Card Public Company Limited (the "Company"), which was held on 9 February 2021 at 16.00 hrs. at No. 591 United Business Center II, 23rd Floor, Sukhumvit Road, District Klongton-Nua, County Wattana, Bangkok Metropolis, has passed the important resolutions which can be summarized as follows:

1. Approved the Company's Statement of Financial Position and Statement of Comprehensive Income (the Balance sheet and the Profit and loss statements) as well as acknowledged the auditor's report as of 31 December 2020 of the Company.

The above matters shall be proposed to the 2021 Annual General Shareholders' Meeting for further consideration and approval.

2. (A) Approved the Company to pay dividends for the year 2020 to the shareholders at the rate of Baht 0.88 per one ordinary share, the total dividend payment is Baht 2,268,933,982. The Record Date on which the shareholders shall have the right to receive dividends on 20 April 2021. The dividends will be paid on 7 May 2021. However, the right to receive dividend is not confirmed without the 2021 Annual General Shareholders' Meeting approval.

(B) As the Company has sufficient that is legally reserve as required by law, and, therefore, is not required to make further appropriation of the net profit from the operation of the year 2020 to be the legally reserve funds pursuant to the Public Limited Company Act B.E. 2535 (as amended)

The above matters shall be proposed to the 2021 Annual General Shareholders' Meeting for further consideration and approval.

3. Approval of the election of Directors in place of the Directors whose terms expired by rotation
  - (1) Mr. Nathporn Chatusripitak Independent Director and Audit and Environmental, Social and Governance Committee Independent Director
  - (2) Mrs. Praralee Ratanaprasartporn Independent Director

To be reinstated as company's Director

- (3) Appointed Mr. Pongsit Chaichutpornasuk to be Director in replacement of Mr. Parinya Patanaphakdee due to the fact that Mr. Parinya had declined to be company's Director, and the aforementioned matter shall be presented at The Annual General Meeting of 2021.

The above matter shall be proposed to the 2021 Annual General Shareholders Meeting for further consideration and approval.

4. Approved that the monthly remuneration of the directors shall remain the same rate as approved by the 2020 Annual General Shareholders' Meeting held on 3 July 2020 which remains valid, and approved the special remuneration of the Company's directors ( other than the monthly remuneration) for the 2020 business operation in the amount of Baht 22,690,000. In addition, the special remuneration of the directors ( other than the monthly remuneration) shall be considered and established by the 2021 Annual General Shareholders' Meeting and approved the authorization of the Nomination and Compensation Committee to consider and authorization to Board of Directors to distribute said special remuneration to each director.

The above matters shall be proposed to the 2021 Annual General Shareholders' Meeting for further consideration and approval.

5. Approved the appointment of the Company's auditors and determination of audit fee for the year 2021 by appointing Dr. Suphamit Techamontrikul, Auditor License No.3356 and/or Mr. Chavala Tienpasertkij, Auditor License No.4301 and/ or Mrs. Nisakorn Songmanee, Auditor License No.5035 of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. as the auditor of the Company for the fiscal year 2021, whereby any one of the auditors shall have the authority to conduct the audit and express an opinion in the financial statements of the Company. In the case that the auditors whose names appear above cannot carry out their duty, Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd. is authorized to appoint another auditor of Deloitte Touche Tohmatsu Jaiyos Audit Co., Ltd, to perform the work. The audit fee for the year of 2021 will amount to Baht 4,640,000 in total. Should there be any other work apart from the normal annual audit work, the Board of Directors shall have the authority to approve extra remuneration as actual.

The above matter shall be proposed to the 2021 Annual General Shareholders' Meeting for further consideration and approval.

6. Approved the convening of the 2021 Annual General Shareholders' Meeting on 8 April 2021 at 09.00 hrs. at Grand Hall, the Athenee Hotel, a Luxury Collection Hotel, 61 Wireless Road, District Lumpini, County Pathumwan, Bangkok Metropolis, to consider the following agenda:

1. To acknowledge the company's performance of the year 2020

**Opinion of the Board:** The Board of Directors has considered the matter and is of the opinion that the Shareholders should acknowledge the aforesaid Reports. This matter is for acknowledgement only. Therefore, a resolution is not required.

2. To consider and approve the Statement of Financial Position and Statement of Comprehensive Income (the balance sheet and profit and loss statements) of the Company for the fiscal year ended 31 December 2020 and acknowledge the report of the auditor

**Opinion of the Board:** The Board of Directors has considered the matter and is of the opinion that the Shareholders should approve the Statement of Financial Position and Statement of Comprehensive Income (the balance sheet and profit and loss statements) for the fiscal year ended 31 December 2020, which has been reviewed by the Audit Committee and audited by the Auditor of the Company. In addition, the Shareholders should acknowledge the Report of the Auditor.

3. To consider and approve the dividend payment of the year 2020 and to consider the appropriation of profit as legal reserve

**Opinion of the Board:** The Board of Directors has considered the matter and is of the opinion that, the Shareholders should approve to pay dividends and acknowledge no appropriation of profits as legal reserve.

4. To consider and approve the election of directors in place of the directors whose terms expired by rotation

**Opinion of the Board:** The Board of Directors has considered the matter of this opinion that shareholders should appoint Directors whose terms expired, which are Mr. Nathporn Chatusripitak and Mrs. Praralee Ratanaprasartporn to reinstate as company's Directors and appoint Mr. Pongsit Chaichutpornasuk as Director in replacement of Mr. Parinya Patanaphakdee.

5. To consider and approve the payment of the directors' remuneration

**Opinion of the Board:** The Board of Directors (with the recommendation of the Nomination and Compensation Committee) has considered the matter of remuneration of the directors and is of the opinion that the normal monthly remuneration of the directors for the year 2020 shall be paid at the same rate paid in the previous year which rate was approved by the 2020 Annual General Meeting of Shareholders held on 3 July 2020 and approved the special remuneration of the Company's directors (other than the monthly remuneration) for the 2020 business operation.

6. To consider and approve the appointment of the Company's auditors and determination of audit fee for the year 2021

**Opinion of the Board:** The Board of Directors has considered the matter and is of the opinion that the Shareholders should appoint of the Company's auditors and determination of audit fee for the year 2021.

7. Other business (if any)

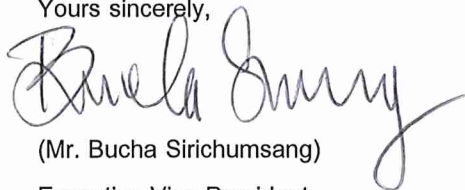
The Record Date on which the shareholders have the right to attend the 2021 Annual General Shareholders' Meeting shall be on 24 February 2021.

For the benefits of the shareholders, the Company will post the Notice of the 2021 Annual General Shareholders' Meeting, and other relevant documents on the Company's website ([www.ktc.co.th](http://www.ktc.co.th)) on 5 March 2021 onwards.

7. Authorize President & Chief Executive Officer to manage the details of the date, time and venue of 2021 Annual General Shareholders' Meeting arrangement in case of reasonable cause.

Please be informed accordingly,

Yours sincerely,

A handwritten signature in dark ink, appearing to read 'Bucha Sirichumsang', written in a cursive style.

(Mr. Bucha Sirichumsang)

Executive Vice President

Authorized Person