



SorLorTor 003/2023

February 21, 2023

Subject : Dividend Payment and the Schedule of the Annual General Meeting of Shareholders  
for the year 2023

To : The President  
The Stock Exchange of Thailand

TISCO Financial Group Public Company Limited ("Company") would like to inform that the Board of Directors Meeting No.1/2023, convened on February 21, 2023, has resolved on the following significant matters, which can be summarized as follows:

1. To propose the Annual General Meeting of Shareholders approving the dividend payment for common shareholders and preferred shareholders at the rate of Baht 7.75 per share, amounting approximately to Baht 6,205 Million by setting the record date on April 24, 2023 to determine the list of shareholders entitled to receive dividend, and the dividend payment shall be made on May 10, 2023.
2. Determined the convening of the Annual General Meeting of Shareholders for the year 2023 on Monday, April 17, 2023 at 14.00 hours at the Conference Room, 12<sup>th</sup> Floor, TISCO Tower, North Sathorn Road, Silom, Bangrak, Bangkok in the form of Hybrid Meeting, by setting the record date on March 7, 2023 to determine the list of shareholders who have the right to attend the Annual General Meeting of Shareholders and consider the following agenda items:

- (1) To ratify the Board of Directors' business activities conducted in 2022

Board of Directors' opinion: The Board recommends the shareholders to ratify the Board of Directors' business activities conducted in 2022.

- (2) To approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2022 of the Company and its subsidiary companies.

Board of Directors' opinion: The Board recommends the shareholders to approve the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2022, of the Company and its subsidiary companies.

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บริษัท ทีเอสซีไฟแนนเชียลกรุ๊ป จำกัด (มหาชน)  
48/49 อาคารทีเอสซีทาวเวอร์ ชั้น 21 ถนนสาทรเหนือ แขวงสีลม เขตบางรัก กรุงเทพฯ 10500  
โทรศัพท์ 02 633 6888 โทรสาร 02 633 6880 เลขทะเบียนบง. 0107551000223

TISCO Financial Group Public Company Limited  
21<sup>st</sup> Fl., TISCO Tower, 48/49 North Sathorn Road, Silom, Bangrak, Bangkok 10500, Thailand  
T. +66 (0) 2633 6888 F. +66 (0) 2633 6880 Registration No. 0107551000223



- (3) To approve the appropriation of profit arising from the year 2022 operations and dividend payment

Board of Directors' opinion: The Board recommends the shareholders to approve the appropriation of profit arising from the year 2022 operations and dividend payment as follows:

- No legal reserve appropriation because the Company's legal reserve has reached the amount required by laws.
- The appropriation of profit arising from the year 2022 operations and unappropriated retained earnings as dividend payment for common shareholders and preferred shareholders at Baht 7.75 per share, by setting the record date on April 24, 2023 to determine the list of shareholders entitled to receive dividend, and the dividend payment shall be made on May 10, 2023. In addition, the dividends paid from net profit are subject to a 20 percent corporate income tax, which an individual shareholder may apply for tax credit on dividend at the rate of 2/8 of the dividend amount received.
- Appropriation of unappropriated retained earnings from the consolidated financial statements amounting Baht 1,019,395,739 as regulatory capital fund.

- (4) To approve the appointment of the auditors and their remuneration for the year 2023

Board of Directors' opinion: The Board concurs with the proposal of the Audit Committee and recommends the shareholders to approve the appointment of the following auditors of EY Office Limited, with total remuneration of not exceeding Baht 770,000, as the Company's auditor for the year 2023, subject to the approval from the Bank of Thailand. Any one of these auditors is authorized to certify the auditor's report.

- Ms. Saranya Pludsri CPA License No. 6768 or
- Ms. Ratana Jala CPA License No. 3734 or
- Ms. Wanwilai Phetsang CPA License No. 5315

- (5) To approve the number of directors and the election of directors

Board of Directors' opinion: The Board concurs with the proposal of the Nomination and Compensation Committee and recommends the shareholders to approve the number of directors at 13 (thirteen) and the election of the proposed director candidates.

The names of proposed director candidates are under consideration by the Bank of Thailand and shall be informed later after receiving approval from the Bank of Thailand.