



- Translation -

No. SorLorTor 007/2025

April 18, 2025

Re : Resolutions of the Annual General Meeting of Shareholders for the year 2025
To : The President
The Stock Exchange of Thailand

The Annual General Meeting of Shareholders for the year 2025 of TISCO Financial Group Public Company Limited (TISCO) was held on Friday, April 18, 2025, at 14:00 hours in the Conference Room, 12th Floor, TISCO Tower, North Sathorn Road, Silom, Bangrak, Bangkok 10500, Thailand, in a form of hybrid meeting. According to the attendance record, there were 900 shareholders holding 307,659,729 shares, or 38.4259 per cent of the total paid-up shares, present either in person or by proxy constituting a quorum as specified under TISCO's Articles of Association. The Meeting resolved the following matters:

1. **Acknowledged** the Board of Directors' business activities conducted in 2024.
2. **Approved** the Statement of Financial Position and Statement of Comprehensive Income for the year ended December 31, 2024, of the Company and its subsidiary companies, The resolution was passed by the majority of the shareholders who were in attendance and voting at the Meeting, with the following voting results:

For	322,951,076	votes	equivalent to	99.9488	per cent
Against	165,200	votes	equivalent to	0.0511	per cent
Abstain	492,800	votes			
No Voided ballots					

3. **Acknowledged** the interim dividend payment and **approved** the appropriation of profit arising from the year 2024 operations and dividend payment as follows:
 - No legal reserve appropriation because the Company's reserve has reached the amount required by laws;
 - Appropriation of profit arising from the year 2024 operations and unappropriated retained earnings as dividend payment for common shareholders and preferred shareholders at 7.75 baht per share of which the Company already paid interim dividend at rate of 2.00 baht per share on September 27, 2024, amounting to 1,600,842,866 baht, and will propose the remaining dividend at the rate of 5.75 baht per share of approximately 4,603,769,027 baht, making the total dividend of 6,204,611,893 baht, by setting

www.tisco.co.th

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

TISCO Financial Group Public Company Limited
21st 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



the record date on April 28, 2025, to determine the list of shareholders entitled to receive dividend, and the dividend payment shall be made on May 16, 2025;

- Appropriation of unappropriated retained earnings amounting to 900,000,000 baht as regulatory capital fund on consolidated basis, according to the consolidated supervision regulation.

This was approved by the resolution passed by the majority of the shareholders who were in attendance and voting at the Meeting, with the following voting results:

For	323,110,876	votes	equivalent to	100.0000	per cent
Against	0	votes	equivalent to	0.0000	per cent
Abstain	498,600	vote			
No voided ballots					

4. **Approved** electing Ms. Saranya Pludsri, CPA License No. 6768; or Ms. Bongkot Kriangphanamorn, CPA License No. 6777; or Ms. Ployjuta Sucanthamal, CPA License No. 10678, of EY Office Limited as the Company's auditors for the year 2025, with total remuneration of not exceeding 800,000 baht. All nominated auditors have been approved by the Bank of Thailand. Any one of these auditors is authorized to certify the auditor's report. This was approved by the resolution passed by the majority of the shareholders who were in attendance and voting at the Meeting, with the following voting results:

For	322,944,247	votes	equivalent to	99.9485	per cent
Against	166,200	votes	equivalent to	0.0514	per cent
Abstain	499,000	votes			
No voided ballots					

5. **Approved** the number of directors and the election of directors as follows:

- the number of directors at 13, by the majority of the shareholders who were in attendance and voting at the Meeting, with the following voting results:

For	323,119,567	votes	equivalent to	99.9996	per cent
Against	1,000	votes	equivalent to	0.0003	per cent
Abstain	492,600	votes			
No voided ballots					

- the election of the following director candidates as the Company's directors, by the cumulative voting, with the following voting results:

	<u>Name</u>	<u>For (votes)</u>
1.	Mr. Pliu Mangkornkanok	306,079,713
2.	Mr. Dung Ba Le	300,930,295
3.	Assoc. Prof. Dr. Angkarat Priebjivat	268,236,725
4.	Mr. Chi-Hao Sun (Howard Sun)	305,843,743
5.	Mr. Makoto Honda	273,553,043
6.	Ms. PENCHUN Jarikasem	274,875,329
7.	Mr. Kanich Punyashthiti	270,765,087
8.	Ms. Pongpen Ruengvirayudh	269,241,103
9.	Mr. Tevin Vongvanich	273,014,551
10.	Assoc. Prof. Dr. Sillapaporn Srijunpetch	274,875,329
11.	Assoc. Prof. Dr. Vara Varavithya	274,876,229
12.	Mr. Sakchai Peechapat	306,072,273
13.	Mr. Metha Pingsuthiwong	273,565,773

6. **Approved** the rates of remuneration for Directors and sub-committee members for the year 2025, consisting of monetary remuneration and non-monetary remuneration, with details as follows.

■ Monetary Remuneration

(Unit: Baht)

	April 2024 - Present		Proposed to AGM 2025		% Change
	Monthly Fee	Meeting Fee	Monthly Fee	Meeting Fee	
Board of Directors					
Chairman	260,000	75,000	260,000	75,000	-
Lead Independent Director	60,000	75,000	60,000	75,000	-
Member	60,000	55,000	60,000	55,000	-
Executive Board					
Chairperson	None	75,000	None	75,000	-
Member	None	55,000	None	55,000	-
Risk Oversight Committee					
Chairperson	None	75,000	None	75,000	-
Member	None	55,000	None	55,000	-
Audit Committee					
Chairperson	None	75,000	None	75,000	-
Member	None	55,000	None	55,000	-





(Unit: Baht)

	April 2024 - Present		Proposed to AGM 2025		% Change
	Monthly Fee	Meeting Fee	Monthly Fee	Meeting Fee	
Nomination and Compensation Committee					
Chairperson	None	75,000	None	75,000	-
Member	None	55,000	None	55,000	-
Governance and Sustainability Committee					
Chairperson	None	75,000	None	75,000	-
Member	None	55,000	None	55,000	-

■ Non-monetary Remuneration

1. An executive car for the Chairman of the Board;
2. Group life and accident insurance, or health insurance, or travel insurance, or medical benefits, as appropriate;
3. Directors & Officers Liability Insurance (D&O).

The resolution was passed by the votes of not less than two-thirds of the total number of votes of shareholders who attended the meeting, with the following voting results:

For	320,674,005	votes	equivalent to	99.0864	per cent
Against	170,200	votes	equivalent to	0.0525	per cent
Abstain	2,786,287	votes	equivalent to	0.8609	per cent
Voided ballots	0	votes	equivalent to	0.0000	per cent

Your acknowledgement of these matters would be appreciated.

Yours sincerely,

TISCO Financial Group Public Company Limited

- Sakchai Peechapat -

(Mr. Sakchai Peechapat)

Director and Group Chief Executive

Corporate Secretariat Office

Tel. +66 2633 6805 and +66 2633 6874

www.tisco.co.th

บริษัท ทีเอสโอฟินแนนเชียลกรุ๊ป จำกัด (มหาชน)
48/49 อาคารทีเอสโอฟินแนนซ์ เซ็นเตอร์ 21 ถนนสาทรเหนือ แขวงสีลม เขตบางรัก กรุงเทพฯ 10500
โทรศัพท์ 02 633 6888 โทรสาร 02 633 6880 เลขทะเบียนบจ. 0107551000223

TISCO Financial Group Public Company Limited
21st 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