



## Standard Chartered Bank (Thai) PCL.

## Notice of the Annual General Meeting of Shareholders No. 26

On Tuesday 22 April 2025 at 2.00 p.m.

4 April 2025

Re: Notice of the Annual General Meeting of Shareholders No. 26

To: Shareholders

**Enclosures:** 1. A copy of the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2567

2. Profile of the retiring director proposed for re-appointment

3. E-Meeting response form and guidelines for e-meeting attendance

4. Proxy form

Whereas the Board of Directors of Standard Chartered Bank (Thai) Pcl ("the Bank") deemed it appropriate to hold the Annual General Meeting of Shareholders No. 26 on Tuesday 22 April 2025 at 2.00 p.m. <u>via electronic means</u> in order to consider the matters described in the agenda as follows:

Agenda 1 To adopt the Minutes of the Extraordinary General Meeting of

Shareholders No. 1/2567 held on Thursday 12 December 2024

**Background:** The Extraordinary General Meeting of Shareholders No. 1/2567 was

held on Thursday 12 December 2024. A copy of the Minutes is delivered to the Shareholders together with this Notice (Enclosure

No.1).

**Opinion of the Board:** The Shareholders' Meeting should adopt such Minutes.

Agenda 2 To acknowledge the report of the Board of Directors as to the

operation of the Bank for the year 2024

**Background:** The report of Board of Directors as to the operation of the Bank for

the year 2024 appeared in the Annual Report which is available at the Bank's website for download into electronic format

(https://www.sc.com/th-en/annual-report/).

Opinion of the Board: The Shareholders' Meeting should acknowledge the report of the

Board of Directors as to the operation of the Bank for the year 2024 which is available at the Bank's website for download into electronic

format (https://www.sc.com/th-en/annual-report/).

Agenda 3 To approve the Financial Statements for the year ended 31

December 2024

**Background:** The Financial Statements for the year ended 31 December 2024 as

audited and certified by the statutory auditor EY Limited are available at the Bank's website for download into electronic format

(https://www.sc.com/th-en/financial-statements/).

**Opinion of the Board:** The Shareholders' Meeting should approve the Financial Statements

for the year ended 31 December 2024 which are available at the Bank's website for download into electronic format

(https://www.sc.com/th-en/financial-statements/).

Agenda 4 To approve the appropriation of the year 2024 net profits and no

dividend payout

Background: Refer to Bank of Thailand SorNorSor. 20/2561 re. Guidelines on

Accounting of Financial Institutions which states that the financial institutions should not pay dividend from the transactions result in

unrealized gains or no real cash flow.

The first half of year 2024 net profits available for interim dividends distribution is Baht 306,316,490. The Bank has allocated interim dividends to the shareholders at the rate of Baht 0.20 per share equivalent to a total Baht 296,740,910 and already reported to the shareholders at the Extraordinary General Meeting of Shareholders on 12 December 2024.

For the second half of year 2024 net profits, after taking into account of unrealized gains on mark to market there will not be profit available for dividend payout. The unremitted net profits and other comprehensive income adjustment will be appropriated to CET1 capital.

Appropriation	THB
2024 Net profit	819,272,004
Interim dividend payment	(296,740,910)
Unremitted Profits	522,531,094
Actuarial gain on defined benefit plan net tax	16,793,254
Allocation of unremitted net profit and other comprehensive income adjustment as CET1 capital	539,324,348

### Opinion of the Board:

The Shareholders' Meeting should approve no dividend payout of the second half of the year 2024 net profits and appropriate unremitted net profits for the year 2024 and other comprehensive income adjustment to CET1 capital as proposed.

#### Agenda 5

# To approve the appointment of the external auditors and the determination of their remuneration for the year 2025

### Background:

In order to comply with the law and the Articles of Association of the Bank, there shall be a consideration to appoint the auditor and their remuneration for the year. The total fee proposed for the year 2025 is retained at similar level as for the year 2024 at Baht 7,080,000 (excluding out of pockets expenses).

### **Opinion of the Board:**

The Shareholders' Meeting should approve the appointment of Ms. Somjai Khunapasut or Ms. Rachada Yongsawadvanich or Ms. Wanwilai Phetsang or Ms. Ployjuta Sucanthamal, the auditors of EY Limited, as the Bank's external auditors for the year 2025 and their remuneration of Baht 7,080,000 (excluding out of pocket expenses).

# Agenda 6 Background:

### To approve the appointment of the Bank's directors

In order to comply with the regulatory requirement and the Articles of Association of the Bank, there shall be a consideration to appoint the Bank's directors to replace the retired directors by rotation. The directors due retire by rotation in the Annual General Meeting of Shareholders for 2025 are two independent non-executive directors namely Mr. Pravej Ongartsittigul and Prof. Dr. Warapatr Todhanakasem. Personal details of the two directors are delivered to the Shareholders together with this Notice (Enclosure No. 2).

### Opinion of the Board:

The two directors due to retire by rotation namely Mr. Pravej Ongartsittigul and Prof. Dr. Warapatr Todhanakasem possess appropriate qualifications, experience, and abilities. The participation of these directors on the Board had been beneficial to the Bank's business. The Shareholders' Meeting should approve the reappointment of all two directors retiring by rotation for another term.

### Agenda 7

### Other matters (if any)

Kindly attend the Meeting on the aforesaid date and time. The Bank requires the shareholders or proxies who intend to attend the meeting via electronic mean to respond with provided details on the attached e-meeting response form and submit to the Bank by and before 16.00 hours on Wednesday 16 April 2025 (in case of submission via postal mail, the dated seal of Thailand Post shall be applied). Further details about the guidelines for meeting registration, proxy appointment, vote casting and counting are herein provided (Enclosure No. 3).

Should any of the Shareholders wish to appoint an independent director of the Bank to attend and vote on the shareholder's behalf, please complete, and duly execute the proxy form (Enclosure No. 4) and submit the said proxy including the questions in respect of the agenda (if any) by and before the date & time.

By the order of the Board of Directors Standard Chartered Bank (Thai) Public Company Limited

Chalida Chakreyarat Company Secretary

Company Secretariat's Office Tel. 02 106 1370-2

# STANDARD CHARTERED BANK (THAI) PCL MINUTES OF THE EXTRAORDINARY GENERAL MEETING OF SHAREHOLDERS NO. 1/2567 HELD ON 12 DECEMBER 2024 VIA ELECTRONIC MEDIA

### **Directors in attendance:**

1. Mrs. Heidi Toribio Chairperson

2. Mr. Pravej Ongartsittigul Independent Non-Executive Director,

the Chair of the Audit Committee, and

Member of the Nomination and Remuneration

Committee

3. Prof.Dr. Warapatr Todhanakasem Independent Non-Executive Director,

the Chair of the Nomination and Remuneration Committee, and Member of the Audit Committee

4. Mrs. Ruchukorn Siriyodhin Independent Non-Executive Director, Member of

the Audit Committee, and Member of the Nomination and Remuneration Committee

Ms. Anchalee Bunsongsikul Executive Director
 Ms. Toh Toak Cheng Executive Director
 Mr. Chintan Doshi Executive Director

#### **Executives in attendance:**

1. Mrs. Chalida Chakreyarat Company Secretary

2. Mr. Kraitos Plianbangchang Head, Legal

3. Mr. Rapeeporn Klawtanonk Head, Human Resources

4. Ms. Varanandha Chakamanon Head, Corporate Affairs and Brand & Marketing

5. Mr. Cheong Thye Hong Head, Audit

6. Ms. Saranun Puasirirutskul Senior Vice President, Conduct, Financial

Crime & Compliance Advisory and

Governance, CFCC

### **External Auditor in attendance:**

1. Ms. Ployjuta Sucanthamal Representative from EY Office Limited

### Legal Advisor in attendance:

Mr. Theppachol Kosol
 Mr. Apichart Kasemsri Na Ayudhya
 Ms. Jau-Rong Chou
 Representative from Baker & McKenzie Ltd.
 Representative from Baker & McKenzie Ltd.

This meeting was a meeting via electronic media. According to the law, the head office of the Bank shall be considered as the meeting venue (i.e., No. 140, 11<sup>th</sup>, 12<sup>th</sup>, 14<sup>th</sup> Floor, Wireless Road, Lumpini, Patumwan, Bangkok 10330).

The Meeting commenced at 2.00p.m.

Mrs. Heidi Toribio, Chairperson of the Board of Directors, acted as Chair of the Meeting (the "**Chair**").

The Chair declared the Meeting open and stated that there was a total of 28 shareholders attending the Meeting in person and by proxy, representing 1,483,545,970 shares thereby constituting a quorum in accordance with the 'Articles of Association of Standard Chartered Bank (Thai) Public Company Limited (the "Bank").

# Agenda 1 To adopt the Minutes of the Annual General Meeting of Shareholders No. 25 held on Wednesday 24 April 2024

The Chair requested the Shareholders to consider adopting the Minutes of the Annual General Meeting of Shareholders No. 25, a copy of which was delivered to the shareholders together with Notice of the Meeting.

AFTER DUE CONSIDERATION, IT WAS UNANIMOUSLY RESOLVED THAT the Minutes of the Meeting be adopted.

The voting results were as follows: -

		Number of votes (1 Share / 1 Vote)	Percentage of total eligible votes (%)
1.	Approve	1,483,545,970	100
2.	Disapprove	-	-
3.	Abstain	-	-
	Total	1,483,545,970	100

# Agenda 2 To approve the capital optimization by reducing the registered capital and paid-up capital of the Bank through the reduction of the value of each share (par value)

The Chair reported to the Shareholders' Meeting that the Bank had the paid-up share capital including share premium which when calculated as a capital adequacy ratio was significantly higher than the minimum ratio set by the Bank of Thailand. Additionally, the Bank's capital adequacy ratio was considered significantly high compared to the size of the Bank's operations and the capital requirements under both normal and stressed conditions. This resulted in the efficient use of the fund to maximize benefits and led to a moderate level of returns for shareholders.

The Bank, therefore, proposed the capital optimization to an appropriate level by reducing the registered capital and paid-up capital of the Bank at the amount of approximately USD 100,000,000 through the reduction of the value of each share (par value). With the FX rate of approximately Baht 35 per USD 1, the original par value of Baht 10 would reduce to the par value of Baht 7.64 and resulted in the reduction of the registered capital from Baht 14,842,627,020 to Baht 11,339,767,043.28 and the reduction of the paid-up capital from Baht 14,837,045,480 to Baht 11,335,502,746.72. The number of shares would remain unchanged at 1,484,262,702.

This action would help optimize return ratio for the shareholders. The reduction in the capital adequacy ratio after the capital optimization would continue to be one of the highest in the banking industry and would be more than sufficient to continue supporting bank operations as per the corporate plan.

After obtaining the approval from this shareholders' meeting, the Bank was required to obtain the approval for the capital reduction from the Bank of Thailand. After that, the Bank would proceed with the registration of the capital reduction with the Ministry of Commerce.

The Chair invited the Shareholders to ask questions and make comments. There was no question and comment from the Meeting.

AFTER DUE CONSIDERATION, IT WAS UNANINOUSLY RESOLVED THAT the capital optimization by reducing the registered capital and paid-up capital of the Bank through the reduction of the value of each share (par value) be approved as proposed.

The registration of the capital reduction would proceed after the shareholders' meeting approved the capital reduction and the Bank of Thailand granted approval for the capital reduction.

The voting results were as follows: -

		Number of votes (1 Share / 1 Vote)	Percentage of total eligible votes (%)
1.	Approve	1,483,545,970	100
2.	Disapprove	1	-
3.	Abstain	1	-
	Total	1,483,545,970	100

# Agenda 3 To approve the Amendment to Clause 4 of the Bank's Memorandum of Association

The Chair reported to the Shareholders' Meeting that further to agenda 2, the Bank proposed the amendment to clause 4 of the Bank's Memorandum of Association, to align with the reduction of registered capital through the reduction of the value of each share (par value) from Baht 10 per share to Baht 7.64 per share, as per the below details.



Clause 4.	The registered capital of	Baht 14,842,627,020	(Fourteen billion, eight hundred forty-two million, six hundred twenty-seven thousand, and twenty Baht)
	Divided into	1,484,262,702 shares	(One billion, four hundred eighty-four million, two hundred sixty-two thousand, seven hundred and two shares)
	Par value of each share of	Baht 10	(Ten Baht)
		divided into	
	Ordinary shares of	1,484,262,702 shares	(One billion, four hundred eighty-four million, two hundred sixty-two thousand, seven
	Preference shares of	nil	hundred and two shares)
New Provi	sion		
Clause 4.	The registered capital of	Baht 11,339,767,043.28	(Eleven billion, three hundred thirty-nine million, seven hundred sixty-seven thousand, forty-three Baht and twenty-eight Satang)
	Divided into	1,484,262,702 shares	(One billion, four hundred eighty-four million, two hundred sixty-two thousand, seven hundred and two shares)
	Par value of each share of	Baht 7.64	(Seven Baht sixty-four Satang)
		divided into	
	Ordinary shares of	1,484,262,702 shares	(One billion, four hundred eighty four million, two hundred sixty-two thousand, seven hundred and two shares)
	Preference shares of	nil	nundica and two snaics;

The Chair invited the Shareholders to ask questions and make comments. There was no question and comment from the Meeting.

AFTER DUE CONSIDERATION, IT WAS UNANINOUSLY RESOLVED THAT the amendment to Clause 4 of the Bank's Memorandum of Association be approved as proposed.



The voting results were as follows: -

		Number of votes (1 Share / 1 Vote)	Percentage of total eligible votes (%)	
1.	Approve	1,483,545,970	100	
2.	Disapprove	-	-	
3.	Abstain	-	-	
	Total	1,483,545,970	100	

### Agenda 4 Other Matters

The Chair reported to the Shareholders' Meeting that in August this year, the Board of Directors approved an interim dividend payment from the net profit after tax for the period 6 months ended 30 June 2024 to the shareholders at the rate of Baht 0.20 per share for a total of 1,483,704,548 ordinary shares. The shareholders were notified in writing and the notice were also published in a newspaper.

The Chair invited the Shareholders to ask any question and to make any comment. There was no question and comment from the Meeting.

There was no business proposed to the Meeting, the Chair therefore thanked every shareholder for devoting his/her time for the Meeting and adjourned the Meeting.

The Meeting was adjourned at 2.40p.m.

(Signed) Chair of the Meeting

(Mrs. Heidi Toribio Chairperson

(Signed)\_\_\_\_\_(Mrs. Chalida Chakreyarat)

Company Secretary

### Profiles of the Retiring Directors proposed for Re-appointment

Name : Mr. Pravej Ongartsittigul

Director type (at Bank) : Independent Non-Executive Director

Other positions (at Bank) : Chairman of the Audit Committee

Member of the Nomination and Remuneration Committee

**Age** : 68

Nationality : Thai

**Education** : • Master Degree in Business Administrative (Finance)

Master Degree in Business Administrative

(Decision Support System)

form New Hampshire College, Manchester, New Hampshire

• Bachelor Degree in Science Accounting

from Chulalongkorn University

• US Chartered Bank Auditor (1987)

from Bank Administration Institute, Chicago, Illinois

Chartered Bank EDP Auditor (1990)

from Bank Administration Institute, Chicago, Illinois

- Director Leadership Certification Program (Class 0/2021)
- Director Certification Program (Class 86/2007)

from The Thai Institution of Directors

Certification from Capital Academy (Class 1/2007)

SCBT Shareholdings : Nil

Year of Directorship : 6 years 8 months

Meeting attendance in 2024 : 7 out of total 7 Board Meetings

Present positions in other companies

Chairman and Independent Director, Thanulux Pcl.

• Chairman and Independent Director, Hydrogen REIT

Management Co., Ltd.

Chairman and Independent Director, Samsung Life

Insurance (Thailand) Pcl.

Chairman and Independent Director, AIRA Securities Pcl.

Independent Director, Advance Medical Center Limited

Member of Investment Advisory Board, Thai Red Cross

Society

Other experiences from the

past five years

: • Independent Director, Muang Thai Insurance Pcl.

Director and Chairman of the Board, NoKScoot Airlines

Co. Ltd.

Acting Chief Executive Officer, Director and Chairman of

Executive Committee, NoK Air Pcl.

### Profiles of the Retiring Directors proposed for Re-appointment

Name : Prof.Dr. Warapatr Todhanakasem

**Director type (at Bank)** : Independent Non-Executive Director

Other positions (at Bank) : Chairman of the Nomination and Remuneration Committee

Member of the Audit Committee

**Age** : 75

Nationality : Thai

**Education** : • Honorary Doctorate in Business Administrative

from National Institute of Development Administration

Doctor of Philosophy Degree in Business Economics and

Master Degree in Economics

from University of Illinois, Urbana-Champaign, Illinois

 Master Degree in Management from Kellogg School of Management, Northwestern University, Evanston, Illinois

Bachelor Degrees in Law and Economics (1st class honour)

from Thammasat University

• Director Certificate Program

from The Thai Institution of Directors

SCBT Shareholdings : Nil

Year of Directorship 5 years 2 months

Meeting attendance in 2024 : 7 out of total 7 Board Meetings

Present positions in other companies

Independent Director, Blue Solutions Pcl.

Chairman and Independent Director, Moshi Moshi Retail

Corporation Pcl.

Chairman, Ethics Committee, The Revenue Department

President, Institution Research and Development for Public

**Enterprises of Thailand** 

Independent Director, Amata VN Pcl.

Chairman, Pantavanij Co., Ltd

Independent Director, Khon Kaen Sugar Industry Pcl.

• Chairman and Independent Director, Prinsiri Pcl.

Arbitrator, The Securities and Exchange Commission

Director, Tarn Namjai Foundation

Other experiences from the past five years

Chairman, Evaluation Committee on Loan Disbursement

under Decree, Ministry of Finance

• Non-Executive Director/Member, Corporate Governance

Committee and Member, Finance Committee,

True Corporation Pcl.



### standard chartered

### ใบตอบรับเข้าร่วมประชุมผ่านสื่ออิเล็กทรอนิกส์ ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน)

Acceptance to Attend the Online Meeting of Standard Chartered Bank (Thai) Public Company Limited

				วันที่	เดือน	
				Date	Month	Year
(1)	ข้าพเจ้า			มายเลขบัตรประชาชน/v	เน้งสือเดินทาง	
	I/We, Ident			lentification Card/Pass	sport number	
	สัญชาติ	บ้านเลขที่	ถนน		ตำบล/แขวง	
	Nationality	Residing at No.	Road		Sub district	
	อำเภอ/เขต	จังห	วัด	ประเทศ		รหัสไปรษณีย์
	District	Prov	vince	Country		Postal Code
(2)	เป็นผู้ถือหุ้นขอ	ง ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย)	เจ้ากัด (มหาชน)			
	Being a share	eholder of Standard Chartered Banl	k (Thai) Public Com	pany		
		โดยถือหุ้นรวมทั้งสิ้น			หุ้น	
		Holding the total amount of			shares	
(3)	2	มอบฉันทะให้ (นาย/นาง/นางสาว) Proxy to ส่งวิธีการเข้าร่วมประชุม				ได้เข้าร่วมประชุมดังกล่าวข้างต้น to attend such meeting.
	Please send th	ne meeting Link to the email below				
		อีเมล์ (โปรดระบุ)				
		E-Mail(please specify) โทรศัพท์มือถือ (โปรดระบุ)				
		เทรศพทมชถช (เบรตระบุ) Mobile Number (please specify				
(4)	จัดส่งเคกสารเพื	พื่อยืนยันตัวตน ตามเอกสารแนบ (สิ่งที่เ	,	2)) และทรางเวิลีการเข้า	ร่วมประสม <b>ภาย</b>	ในเวลา 16 00 น 16 เมษายน 25เ
( ' /		t the required documents as per att				10000001 10.00 W. 10 000 10W 20
(5)		้ นยันตัวตน ท่านจะได้รับลิงค์การเข้าร่วม				ทั่น
	Upon comple	ted verification, the meeting Link wi	ill be sent to your sp	ecified email as afore	mentioned ab	ove.
(6)	ในวันประชุมผู้ถึ	ลือหุ้นจะต้องเตรียม เลขทะเบียนผู้ถือหุ้	้น และเลขบัตรประชา	ชนไว้ สำหรับการเข้าร่วม	าประชุม	
	On meeting of	day, please prepare your Sharehold	der Number and you	ır Identification Card N	lumber for log	-in.
			ดงชื่อ/Signed			ยู้ก็องมา/Sharaholdar

(.....)

# Instruction for attending the Annual General Meeting of Shareholders via electronic mean (E-meeting)

Shareholders or proxies who wish to attend the meeting must submit the e-meeting response form with all completed documents proving their identity as specified to the Bank by or before 16:00 hrs of 16 April 2025. The Bank shall then verify according to the right to attend the meeting wholly and correctly under closed book of the shareholders' register. After that, the electronic conferencing service provider will send a Link to attend the meeting and the user manual to the Email you have notified the Bank. The Link will be sent one day in advance of the meeting date.

### Response to attend the meeting via electronic media

Shareholders wishing to attend the meeting via electronic media must notify their intention to attend the meeting in two ways: via Email (Email is recommended) or postal mail (in case of submission via postal mail, the dated seal of Thailand Post shall be applied) with the following documents:

- 1. 'Acceptance to Attend the Online Meeting of Standard Chartered Bank (Thai) Public Company Limited Form': Please fill in the details and sign this form (as Enclosure No.3 (1)), specifying your Email and your mobile phone number clearly for e-meeting registration.
- 2. Attach the proof of shareholder's identity for the right to attend the e-meeting as follows:

### Natural person of Thai nationality

- (a) Identification card of the Shareholder such as personal I.D. card, driver licence or identification card of Government officer or identification card of State Enterprise officer
- (b) In case of proxy, copy of identification card (certified true copy) of the Shareholder and identification card or passport (in case of non-Thai nationality) of the proxy together with proxy form (Enclosure No.4), accurately completed and signed by the Shareholder and the proxy.

#### Natural Person of Non-Thai nationality

- (a) Copy of passport of the shareholder; or
- (b) In case of proxy, copy of passport (certified true copy) of the Shareholder and identification card or passport (in case of a foreigner) of the proxy together with proxy form (Enclosure No.4), accurately completed and signed by the Shareholder and the proxy.

### • Juristic person registered in Thailand

- (a) Corporate Affidavit, issued within 30 days by Department of Business Development, Ministry of Commerce or a copy of such affidavit certified by authorised director (s) of the company;
- (b) Copy of identification card or passport (certified true copy) of the authorised Director(s) who is/are eligible to sign the proxy form according to corporate affidavit, including identification card or passport (in case of a foreigner) of the proxy; and
- (c) Proxy form (Enclosure No.4), accurately completed and signed by the Shareholder and the proxy.

#### <u>Juristic person registered in other country</u>

- (a) Corporate Affidavit which contains names of the persons authorised to sign on behalf of that juristic person.
- (b) Copy of identification card or passport (certified true copy) of the authorised Director(s) who is/are eligible to sign the proxy form according to corporate affidavit, including identification card or passport (in case of a foreigner) of the proxy; and
- (c) Proxy form (Enclosure No.4), accurately completed and signed by the Shareholder and the proxy.

A copy of the documents must be certified true copy. In case of any documents or evidence produced or executed outside Thailand, such documents or evidence should be notarised by a Notary Public.

#### • Shareholder wishes to appoint an independent director as a proxy

Any shareholders who cannot attend the e-meeting in person and wish to appoint an independent director as a proxy, please send the Acceptance to Attend the Online Meeting Form, enclosed merely documents for proof of shareholder's identity (without attachment of proxy's), and the accurately completed & signed proxy form (Enclosure No.4) specifying one of the independent directors as proxy.

Shareholder or Proxy must submit all required documents by or before 16:00 hrs of 16 April 2025 via email to: <a href="mailto:Anongsita.Saesee@sc.com">Anongsita.Saesee@sc.com</a> or postal mailing to: Company Secretary-for AGM No. 26, Standard Chartered Bank (Thai) PCL, Level 14, 140 Wireless Road, Lumpini, Patumwan, Bangkok 10330, Thailand.

<u>Note</u>: The Bank believes that an inspection of documents or evidence showing an identity of the Shareholder or a representative of the Shareholder entitled to attend the meeting which should be observed by the Shareholders, would be under transparency, fairness and benefits to Shareholders. However, some of the Shareholders may not be familiar with these requirements. Therefore, the Bank reserves the right to waive any of these requirements for some of the Shareholders on a case-by-case basis, at the Bank's sole discretion.

### Electronic Meeting Attendance (E-Meeting):

- 1. Once the shareholders or proxies wish to attend the e-meeting and have been completely verified, you will receive an Email from the e-meeting service provider, a link for attending the meeting, and a system user manual at least one day before the meeting date. Please study the manual on how to use the e-meeting system in details. If you haven't received such Email by 20 April 2025, please contact the Bank immediately, call 02 106 1370-2.
- 2. Meeting attendance and voting via electronic media can be used with computers/notebooks/tablets and mobile phones via Web Browser: Chrome with 4G internet speed or home-based internet. For difficulties regarding e-meeting system, please contact the system provider: Call 02 079 1811 (automatic 4 split lines)

Note: In case of meeting via tablet and mobile phone, Zoom Cloud Meeting program must be installed before attending the meeting, which can be downloaded as follows:

IOS system	Android system
https://apps.apple.com/th/app/zoom-cloud-	https://play.google.com/store/apps/details?id=us.z
meetings/id546505307	oom.videomeetings

- 3. The system will open 30 minutes before the start of meeting. However, the live broadcast will only start at the time of the meeting.
- 4. To log in, attendees must provide information about shareholder registration number and the shareholder's national ID card number or Juristic Person Registration ID number.
- 5. Voting through the E-Voting system, you will be able to vote for each agenda only by selecting one of the 'Approve', 'Disapprove', or 'Abstain'. In case of no vote / omitted voting in any agenda, the system will automatically deem as agreed (applying vote-counting method by pouring votes towards approval).
- 6. If attendees have any problems or problems in using the e-meeting system, you can contact OJ International Co., Ltd. Call 02 079 1811 (automatic 4 split lines) or call the phone number specified in the Email enclosed with the system user manual sent to you.

\*\*\* This meeting will be an electronic meeting only and will not be held in a conventional meeting venue; therefore, shareholders are requested not to come to the Bank. \*\*\*

Submission of suggestion or questions related to business, industry, company performance, or related to any agenda which will be considered at the e-meeting:

To submit suggestions or questions <u>during the meeting</u>, the attendee must specify his/her first and last name and state whether his/her is a shareholder attending the meeting himself/herself or a proxy. Before every suggestion or question is submitted, the Bank has opened channels for sending advice and questions during the meeting as follows:

- Chat channel for text messages.
- An audio chat channel where attendees press the raising hand button and turn on the microphone on their device after the operator sends you an invitation to chat. Please turn off the microphone after the conversation is finished every time (For more details, please refer to the user manual sent to the attendees' emails).

In this regard, if shareholders have questions about the meeting, they can contact the following staff:

- Regarding the submission of documents for proof of identity to attend the E-Meeting, please contact the Company Secretary, Call 02 106 1370-2
- Regarding the process of attending the meeting and voting via E-Meeting, in the case of correct and complete identity verification, please contact OJ International Co., Ltd. at the phone number specified in the Email enclosed with the system user manual sent to you or Call 02 079 1811 (automatic 4 split lines).

### หนังสือมอบฉันทะ

Proxy

อากร สแตมป์ 'STAMP 20 บาท

			เขียนที่ <sub></sub> Written a	at	
			วันที่ Date	เดือนพ.ศ Month Year	.===.
(1) ข้างแล้	ท้า	สักเชาติ	ดย่าไวาแดงที่	กาเก	
(1) TIME	N I		บิยูบ เผเตบท reside at	ыыы Road	
	อำเภอ/เขต				
Tambol/Khwaeng	Amphur/Khet		Province	Postal Code	
10	ถือหุ้นของ <b>ธนาคารสแตนดาร์ดชาร์</b> e a shareholder of Standard Char				
โดยถือหุ้นจำนวนทั้งสิ่	, นรวม	หุ้นและออกเ	สียงลงคะแนนได้เท่ากัง	้บ เสียง	ดังนี้
holding altogether		· ·	d can cast votes equ		s, as follows:
ห้นสาม	ัญ	ห้น ออกเสียง	าลงคะแนนได้เท่ากับ		เสียง
•	<i>จ</i> สิทธิ์	Ordinary Sh หุ้น ออกเสียง	nares, which can cas กลงคะแนนได้เท่ากับ	st votes equaling	votes,
		Preferred S	hares, which can cas	st votes equaling	votes.
(3) ขอมอ	บฉันทะให้ 🗌 1			ปี อยู่บ้านเลขที่	.===
	by appoint			Years, Resides at	
ถนน	ต่ำบล/แขวง		จังหวัด	รหัสไปรษณีย์	หรือ
Road	Tambol/Khwaeng	Amphur/Khet	Province	Postal Code	or
	□ 2.		อายุ	ปี อยู่บ้านเลขที่	
	•	•		Years, Resides at	d
ถนน				รหัสไปรษณีย์	
Road	Tambol/Khwaeng □ 3	Amphur/Khet	Province ดาย	Postal Code ปี อยู่บ้านเลขที่	or
	□ 0		·	Years, Resides at	
ถนน	ตำบล/แขวง	อำเภอ/เขต	จังหวัด	รหัสไปรษณีย์	หรือ
Road	Tambol/Khwaeng	Amphur/Khet	Province	Postal Code	or
หรือ / (	Nomination and Remur อยู่บ้านเลขที่ 249 หมู่ 11		hairman of the Audit ) years มสพน์ เขตทวีวัฒนา ก:	Committee, and Member of th รุงเทพมหานคร 10170	
หรือ / (	อายุ 75 ปี Prof. Dr. Warapatr Todh Committee and Membei อยู่บ้านเลขที่ 59/29 ซอยโย		irector, Chairman of ge 76 years นูธรรม เขตบางกะปี กรุ	•	
หรือ / เ	Mrs. Ruchukorn Siriyodh Nomination and Remund อยู่บ้านเลขที่ 60 ซอยอารีย	nin, Independent Director, eration Committee, age 67 ์สัมพันธ์ 1 ถ.พหลโยธิน แขวง	Member of the Audit years หลามเสนใน เขตพญาไ	หาและกำหนดค่าตอบแทน อายุ 6 Committee, and Member of th ท กรุงเทพฯ 10400 Phaya Thai, Bangkok 10400	

คนหนึ่งคนใดเพียงคนเดียวเป็นผู้แทนของข้าพเจ้าเพื่อเข้าประชุมและออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมใหญ่สามัญผู้ถือหุ้น ครั้งที่ 26 ในวันที่ 22 เมษายน 2568 เวลา 14.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือจะพึงเลื่อนไปในวัน และเวลาอื่นด้วย

only one of the above persons as my/our proxy to attend and vote on my/our behalf at the Annual General Meeting of Shareholders No. 26 on 22 April 2025 at 2.00 p.m. via electronic means or at any adjournment thereof.

(4)	ข้าพเจ้า	ข้าพเจ้าขอมอบฉันทะให้ผู้รับมอบฉันทะออกเสียงลงคะแนนแทนข้าพเจ้าในการประชุมครั้งนี้ ดังนี้						
	I/We he	reby	authorize the proxy to vote on my	our behalf at this meeting as follow	/s:			
		🗆 วาระที่ 1   รับรองรายงานการประชุมวิสามัญผู้ถื่อหุ้นครั้งที่ 1/2567 ประชุมเมื่อวันพฤหัสบดีที่ 22 ธันวาคม 2567						
	Ager	Agenda 1 To adopt the Minutes of the Extraordinary General Meeting of Shareholders No. 1/2567 held on Thursday 12 December 2024						
	П	(ก)		ะลงมติแทนข้าพเจ้าได้ทุกประการตาม	ที่เห็นสมควร			
			2	,	If, as he/she may deem appropriate.			
				นตามความประสงค์ของข้าพเจ้า ดังนี้	.,			
			The proxy shall vote as per my/c					
		, ,	ี □ เห็นด้วย	ุ ไม่เห็นด้วย	🗆 งดออกเสียง			
			Approve	Disapprove	Abstain			
	🗆 วาระ	ที่ 2 :	รับทราบรายงานของคณะกรรมการธเ	เาคารเกี่ยวกับการดำเนินงานของธนาค	ารในปี 2567			
	Agei	nda 2	2 To acknowledge the report of th	e Board of Directors as to the opera	ation of the Bank for the year 2024			
				เะลงมติแทนข้าพเจ้าได้ทุกประการตาม				
					If, as he/she may deem appropriate.			
				นตามความประสงค์ของข้าพเจ้า ดังนี้	n, as no one may deem appropriate.			
			The proxy shall vote as per my/c					
		(D)	่ เห็นด้วย	ุนา เกเอกเอก นิธ าอกอพธ. □ ไม่เห็นด้วย	ุ บดออกเสียง			
			Approve	Disapprove	Abstain			
					, ibotairi			
			งิจารณาอนุมัติงบการเงินสำหรับปีสิ้น	•				
				ents for the year ended 31 Decemb				
				ะลงมติแทนข้าพเจ้าได้ทุกประการตาม				
					f, as he/she may deem appropriate.			
		(11)	ให้ผู้รับมอบฉันทะออกเสียงลงคะแน	นตามความประสงค์ของข้าพเจ้า ดังนี้				
		(B)	The proxy shall vote as per my/o					
			🗆 เห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง			
			Approve	Disapprove	Abstain			
	🗆 การช	a 1 a	พิดวรณาดงเร่ติการดัดสรรกำใจสหรืดเ	มเหลือประจำปี 2567 และการงดจ่ายเงิ	919191616			
			·	the year 2024 net profits and no div				
				ine year 2024 ก่อเ pronts and no div เะลงมติแทนข้าพเจ้าได้ทุกประการตาม				
			2	,	f, as he/she may deem appropriate.			
				นตามความประสงค์ของข้าพเจ้า ดังนี้	r, do no one may does appropriate.			
			The proxy shall vote as per my/o					
		(D)	me proxy snan vote as per my/o □ เห็นด้วย	ur mention as ionows. □ ไม่เห็นด้วย	🗆 งดออกเสียง			
			Approve	Disapprove	Abstain			
			• •	• •				
	🗆 วาระเ	ที่ 5 ขึ	งิจารณาอนุมัติการแต่งตั้งผู้สอบบัญชี	ภายนอก และกำหนดค่าตอบแทนสำห	รับปี 2568			
	Ager				ination of their remuneration for the year 2025			
		(ก)	ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาแล	ะลงมติแทนข้าพเจ้าได้ทุกประการตาม	ที่เห็นสมควร			
					f, as he/she may deem appropriate.			
		(11)	ให้ผู้รับมอบฉันทะออกเสียงลงคะแน	นตามความประสงค์ของข้าพเจ้า ดังนี้				
		(B)	The proxy shall vote as per my/or	ur intention as follows:				
			🗆 เห็นด้วย	🗆 ไม่เห็นด้วย	🗆 งดออกเสียง			
			Approve	Disapprove	Abstain			
	🗆 วาระเ์	ที่ 6 ที่	พิจารณาอนุมัติการแต่งตั้งกรรมการข <sub>ึ</sub>	งธนาคาร				
			To approve the appointment of t					
	7.93.				ที่เห็นสมควร			
	_		2	·	f, as he/she may deem appropriate.			
				นตามความประสงค์ของข้าพเจ้า ดังนี้	, spp.op.aco.			
			The proxy shall vote as per my/o					
		(3)	<ul><li>แต่งตั้งกรรมการทั้งชุด</li></ul>					
			Approve the appointment of a	Il directors				
			ี่ □ เห็นด้วย / Approve	□ ไม่เห็นด้วย / Disapprove	□ งดออกเสียง / Abstain			

	⊔ การแต่งตั้งกรรมการเบนรายเ Approve the appointment	3	
	6.1 นายประเวช องอาจสิทธิเ	กุล กรรมการอิสระ iul, Independent Non-Executive Director	□ งดออกเสียง / Abstain
	6.2 ศ.ดร.วรภัทร โตธนะเกษ	• •	
	เรื่องอื่นๆ (ถ้ามี) Other matters (if any)		
(A)	The proxy shall have the right	าและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็ห t to consider and vote on my/our behalf, as ะแนนตามความประสงค์ของข้าพเจ้า ดังนี้ ny/our intention as follows: □ ไม่เห็นด้วย Disapprove	
ไม่ใช่เป็นการลงคะแนนเสียง	ของข้าพเจ้าในฐานะผู้ถือหุ้น	ที่ไม่เป็นไปตามที่ระบุไว้ในหนังสือมอบฉันทะนี้ not in line with my/our intention stated in th	์ ให้ถือว่าการลงคะแนนเสียงนั้นไม่ถูกต้องและ iis letter shall be invalid and not considered a
มติแทนข้าพเจ้าได้ทุกประกา In case I/we o	รตามที่เห็นสมควร did not state my/our voting inteni herein including when there are	tion for any agenda or state an unclear inte	รัดเจนหรือในกรณีที่ที่ประชุมมีการพิจารณาหรือล ระการใด ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและล ntion, or in case there are any special agenda Proxy shall have the right to consider and vot
กิจการใดที่ผู้รับมห	อบฉันทะได้กระทำไปในการประชุม	มเว้นแต่กรณีที่ผู้รับมอบฉันทะไม่ออกเสียงตามที	ขี่ข้าพเจ้าระบุในหนังสือมอบฉันทะให้เสมือนว่า
้ ข้าพเจ้าได้กระทำเองทุกประก		·	
Any business of myself/ourselves.	carried out by the proxy in the	said meeting as per my/our intention sha	all be deemed as having been carried out b
			ผู้มอบฉันทะ/Grantor )
		•	ผู้รับมอบฉันทะ/Proxy )
หมายเหตุ Remarks	2 × 922× ×	a a a b b   a	И.г. г о у
The shareholder ap of shares to severa 2. วาระเลือกตั้งกรรมกา	ppointing the proxy must author al proxies for splitting votes.	าะเพียงรายเดียวเป็นผู้เข้าประชุมและออกเสียงถ้ rize only one proxy to attend and vote at th หรือเลือกตั้งกรรมการเป็นรายบุคคล e board or certain directors.	
3. ในกรณีที่มีวาระที่จะ	พิจารณาในการประชุมมากกว่าวา	ระที่ระบุไว้ข้างต้น ผู้มอบฉันทะสามารถระบุเพิ่ม	มเติมได้ในใบประจำต่อแบบหนังสือมอบฉันทะ

In case there are additional agendas other than those specified above, the Grantor can specify his/her intention for those agendas in

the attached along of the proxy form.

### ใบประจำต่อแบบหนังสือมอบฉันทะแบบ ข. ALLONGE OF PROXY

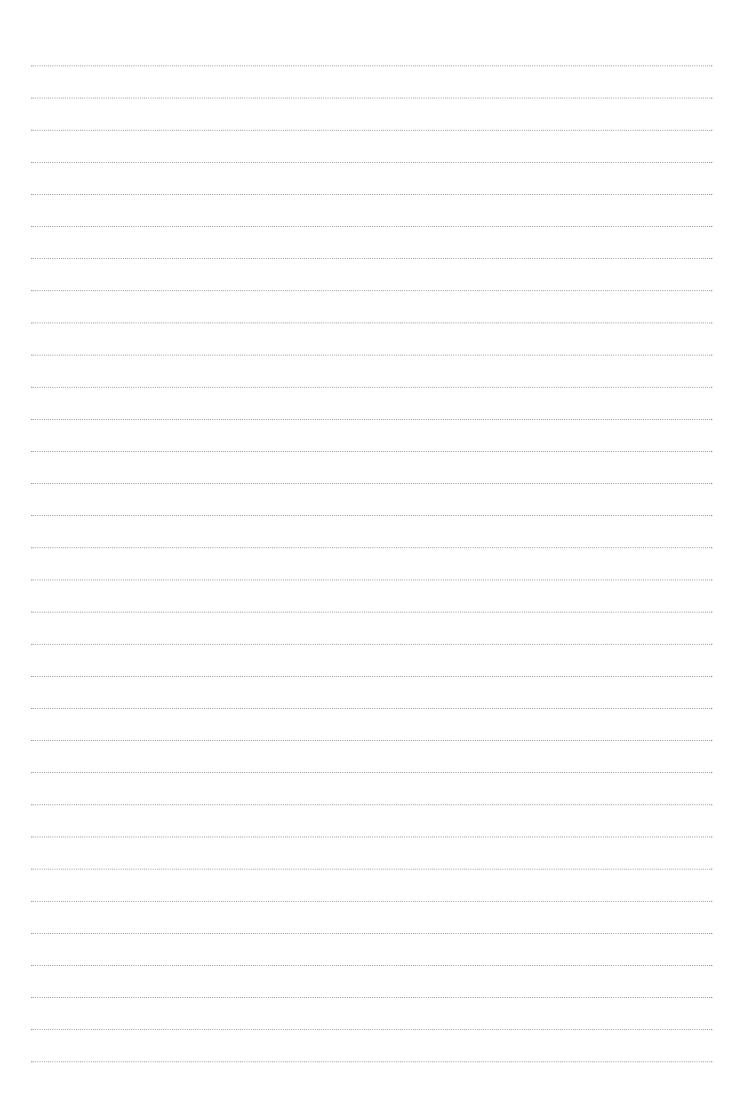
การมอบฉันทะในฐานะเป็นผู้ถือหุ้นของ **ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน)** 

The appointment of proxy by the shareholder of Standard Chartered Bank (Thai) Public Company Limited ในการประชุมใหญ่สามัญผู้ถือหุ้น ครั้งที่ 26 ในวันที่ 22 เมษายน 2568 เวลา 14.00 น. โดยเป็นการประชุมผ่านสื่ออิเล็กทรอนิกส์ หรือจะพึงเลื่อนไป ในวัน และเวลาอื่นด้วย

In the Annual General Meeting of Shareholders No. 26 on 22 April 2025 at 2.00 p.m. via electronic means or at any adjournment thereof.

วาระที่		เรื่อง						
Agenda	No.	Re:						
	(ก) ให้ผู้รับมอบฉันทะมีสิทธิพิจารณาและลงมติแทนข้าพเจ้าได้ทุกประการตามที่เห็นสมควร							
	(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate							
	(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้							
	(B) The proxy shall vote as per my/our intention as follows:							
	🗆 เห็นด้วย	ุ ไม่เห็น	ด้วย	🗆 งดออกเสียง				
	Approve	Disa	pprove	Abstain				
วาระที		เรื่อง						
Agenda		Re:		! _				
	2	สิทธิพิจารณาและลงมติแทเ	,					
		(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.						
	(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้							
		ote as per my/our intention						
	🗆 เห็นด้วย	🗆 ไม่เห็น	ด้วย	🗆 งดออกเสียง				
d	Approve	Disa <sub>l</sub>	oprove	Abstain				
วาระที		เรื่อง						
Agenda		Re:	a. a. h.a	7 .				
	2	สิทธิพิจารณาและลงมติแทเ	,					
_	(A) The proxy shall have the right to consider and vote on my/our behalf, as he/she may deem appropriate.							
	(ข) ให้ผู้รับมอบฉันทะออกเสียงลงคะแนนตามความประสงค์ของข้าพเจ้า ดังนี้							
	(B) The proxy shall vote as per my/our intention as follows:							
	□ เห็นด้วย	🗆 ไม่เห็น		🗆 งดออกเสียง				
al	Approve	Disa <sub>l</sub>	prove	Abstain				
วาระท		เรอง -						
Agenda		Re:	. ይ ይ ዛ ይ	- - - -				
	2	สิทธิพิจารณาและลงมติแทน						
				, as he/she may deem appropriate.				
		อกเสียงลงคะแนนตามความ						
	(B) The proxy shall vo □ เห็นด้วย	ote as per my/our intentior ่ ไม่เห็น		🗆 งดออกเสียง				
വരാജ്	Approve	DISA เรื่อง อนุมัติการแต่งตั้งกรรมเ	oprove	Abstain				
Agenda		ม อน อนุลงกา กระกงคงการสถ Re: To approve the appoir		etors (continued)				
	1		itiliciti di tile balik 3 bilet	otors (continued)				
	lame Director							
	ame בmedidi □ เห็นด้วย	ไม่เห็น	 ด้าย	🗆 งดออกเสียง				
	Approve		oprove	Abstain				
ลี่			,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,	, 1300				
	lame Director							
• •	□ เห็นด้วย	ไม่เห็น	ด้วย	🗆 งดออกเสียง				
	Approve		oprove	Abstain				
ขึ้								
	lame Director							
	□ เห็นด้วย	ุ ไม่เห็น	ด้วย	🗆 งดออกเสียง				
	Approve	Disar	prove	Abstain				





### Standard Chartered Bank (Thai) PCL.

No. 140, 11<sup>th</sup>, 12<sup>th</sup>, 14<sup>th</sup> Floor, Wireless Road, Lumpini, Patumwan, Bangkok 10330

