

To approve the remuneration of directors

Since the directors' remunerations that were adjusted in 2020, commensurate with the Directors' responsibilities, appropriate with the Bank's financial status and comparable with the rates of other financial institutions as well as their assigned responsibilities, the Board of Directors concurs with the proposal of the Nomination, Compensation and Corporate Governance Committee (NCC), therefore, proposes to maintain the same rates of directors' remuneration.

However, since the position of the Chairman of the Board of Directors in the future will be a Non-Executive Director held by a representative of Industrial and Commercial Bank of China Limited (ICBC) which the position will not be a full time position thus will not receive any director remuneration pursuant to ICBC's internal policy. Moreover, the Chief Executive Officer, who is an executive of the Bank and holds another position as the Chairman of the Executive Committee, is not entitled to receive the remuneration as the Chairman of the Executive Committee. Furthermore, all members of the Executive Committee are executives of the Bank. Therefore, the remunerations for all 3 positions are proposed to be removed as follows:

	Remuneration	
	Per month (Baht)	Attendance Fee (Baht)
Board of Directors		
-Chairman	CNY 70,000 (approx. Baht 315,000)	50,000
- Director	40,000	30,000
Audit Committee		
- Chairman	50,000	-
- Director in Committee	30,000	-
Nomination, Compensation and Corporate Governance Committee		
- Chairman	50,000	-
- Director in Committee	30,000	-
The Group Risk Supervision and Internal Control Committee		
- Chairman	50,000	-
- Director in Committee	30,000	-
Executive Committee		
-Chairman of the Executive Committee	CNY 75,000 (approx. Baht 337,500)	-
-Executive Director	150,000	-

Directors who are executives of the Bank or ICBC are not entitled to receive the remuneration of directors.

Reasonable expenses related to accommodations, transportation and entertainment can be reimbursed as per actual expense.

In addition, the total directors' remuneration for 2020 was Baht 17,872,579.82 which is within the approved budget of Baht 24 million.

In addition, due to the proposed removal of the remunerations of the Chairman of the Board of Directors and the Chairman of the Executive Committee, the budget of Baht 24 million, which was approved at the AGM No. 26 (2018), is proposed to be reduced to Baht 10 million.

This budget is to accommodate any change in the roles and responsibilities of any Director, appointment of additional directors or committees as well as performance allowance to the Directors. The Board of Directors shall be authorized to determine the remunerations paid to any Director to commensurate with his/her assigned roles and responsibilities and to maintain such remuneration until further change.