



- Translation -

BSS. 1-560005

4 April 2013

Re: Notification of Resolutions of the Annual General Meeting of Shareholders of The Siam Commercial Bank Public Company Limited No. 190

To: The President  
The Stock Exchange of Thailand

Dear Sir,

The Annual General Meeting of Shareholders of The Siam Commercial Bank Public Company Limited No. 190, held on Thursday 4 April 2013 at 14:00 hours, has passed the following resolutions:

1. Acknowledged the annual report of the Board of Directors.
2. Approved the audited financial statements for the year ended 31 December 2012.

The resolution was passed by the unanimous votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	2,750,279,935	votes	equivalent to	100.00
Disapproved	0	votes	equivalent to	0.00
and Abstained	4,449,900	votes		

3. Approved the dividend payment from the 2012 operational results to holders of preferred and ordinary shares at the rate of Baht 4.50 per share amounting to a total of Baht 15,296 million. The dividend is paid from retained earnings.

In this regard, as the interim dividend of Baht 1.00 per share amounting to a total of Baht 3,399 million was distributed to holders of preferred and ordinary shares on 21 September 2012, the holders of preferred and ordinary shares will then be paid the remaining dividend of Baht 3.50 per share. Such payment of dividend will be made to only the shareholders entitled to receive dividend according to the Bank's Articles of Association, whose names appearing in the shareholders register book as of the date on which the list of shareholders entitled to dividends are determined, which is 19 April 2013. The list of shareholders shall be collected in accordance with Section 225 of the Securities and Exchange Act, B.E. 2535 (A.D. 1992) by closing the shareholders register book for suspension of share transfer on 22 April 2013. The shareholders may request to receive such dividend within a period of 10 years and the dividend payment shall be made on 3 May 2013.

Due to the Bank's corporate income tax payment at the rate of 30 percent at the time, an individual shareholder may apply for tax credit on dividend at the rate of 3/7 of the amount of dividend received.

The dividend payment at the above-mentioned rate (increased by Baht 1.00 per share from Baht 3.50 per share in 2011) amounting to a total of Baht 15,296 million, equivalent to 38.0 percent of the Bank's consolidated net profit for the year 2012, is consistent with the Bank's dividend payment policy.

Moreover, the Bank does not allocate its net profit from the 2012 operational results as a legal reserve fund because the Bank had fully met the mandatory legal reserve fund prescribed by laws and the Bank's Articles of Association.

The resolution was passed by the majority votes of the shareholders who attended the meeting and cast their votes as follows:

Approved	2,747,017,035	votes	equivalent to	99.88
Disapproved	3,260,900	votes	equivalent to	0.12
and Abstained	4,449,900	votes		

4. Approved the rates of remuneration of members of the Board and the Board's committees for the year 2013 and the directors' bonus based on the year 2012 operational results as follows:

(1) 2013 Remuneration of Directors: At the same rates as those of 2012, i.e. Baht 1.2 million per director per year (Baht 100,000 each per month) and, in case of the Chairman of the Board, Baht 1.8 million per year (Baht 150,000 per month), to be paid quarterly.

(2) 2013 Remuneration of Board Committee Members:

2.1 The Executive Committee: No remuneration payable to any member of the Executive Committee (the same as in 2012).

2.2 The Audit Committee: At the same rates as those of 2012.

2.2.1 Monthly Fee:

- Chairman Baht 75,000 per month
- Member Baht 50,000 per month per member

2.2.2 Attendance Fee: Payable pursuant to the actual number of meeting attendances by the relevant members.

- Chairman Baht 15,000 per attendance
- Member Baht 10,000 per attendance per member

2.3 The Nomination, Compensation and Corporate Governance Committee: At the same rates as those of 2012.

2.3.1 Monthly Fee:

- Chairman Baht 45,000 per month
- Member Baht 30,000 per month per member



2.3.2 Attendance Fee: Payable pursuant to the actual number of meeting attendances by the relevant member.

- Chairman Baht 15,000 per attendance
- Member Baht 10,000 per attendance per member

2.4 The Corporate Social Responsibility Committee: At the same rates as those of 2012.

2.4.1 Monthly Fee:

- Chairman Baht 45,000 per month
- Member Baht 30,000 per month per member

2.4.2 Attendance Fee: Payable pursuant to the actual number of meeting attendances by the relevant member.

- Chairman Baht 15,000 per attendance
- Member Baht 10,000 per attendance per member

(3) Bonus payment for the directors based on 2012 operational results: At the rate of not more than 0.5 percent of dividend, which is the same as 2011 operational results. The Board will determine the appropriate amount of bonus payment which shall not exceed the rate set forth above and such bonus will be allocated among directors at the Board's discretion.

The resolution was passed by the votes of not less than two-thirds of the total number of votes of the shareholders who attended the meeting as follows:

Approved	2,694,579,606	votes	equivalent to	97.82
Disapproved	55,485,891	votes	equivalent to	2.02
Abstained	4,454,400	votes	equivalent to	0.16
The person not entitled to vote	116,127			0.00

5. Approved the re-election of 4 directors who retired by rotation in 2013, namely (1) Mrs. Kannikar Chalitaporn; (2) Mr. Anand Panyarachun (independent director); (3) Prof. Vicharn Panich (independent director); and (4) Mr. Chumpol NaLamlieng (independent director) to continue their office and the election of Mr. Prasan Chuaphanich (independent director) to replace Mr. Sumate Tanthuanit and Pol. Gen. Adul Sangsingkeo to replace Prof. Thosaporn Sirisumphan.

Such 6 directors were elected individually by the majority votes of the shareholders who attended the meeting and cast their votes, as follows:

(1) Mrs. Kannikar Chalitaporn

Approved	2,749,115,456	votes	equivalent to	99.98
Disapproved	545,637	votes	equivalent to	0.02
and Abstained	5,002,324	votes		

(2) Mr. Anand Panyarachun (independent director)				
Approved	2,733,102,919 votes	equivalent to	99.77	
Disapproved	6,225,098 votes	equivalent to	0.23	
and Abstained	15,335,400 votes			
(3) Prof. Vicharn Panich (independent director)				
Approved	2,744,933,319 votes	equivalent to	99.83	
Disapproved	4,733,898 votes	equivalent to	0.17	
and Abstained	4,996,200 votes			
(4) Mr. Chumpol NaLamlieng (independent director)				
Approved	2,714,247,525 votes	equivalent to	98.69	
Disapproved	35,965,992 votes	equivalent to	1.31	
and Abstained	4,449,900 votes			
(5) Mr. Prasan Chuaphanich (independent director)				
Approved	2,749,262,319 votes	equivalent to	99.99	
Disapproved	404,898 votes	equivalent to	0.01	
and Abstained	4,996,200 votes			
(6) Pol. Gen. Adul Sangsingkeo				
Approved	2,745,809,340 votes	equivalent to	99.86	
Disapproved	3,826,914 votes	equivalent to	0.14	
and Abstained	5,027,163 votes			

6. Approved the appointment of the auditors from KPMG Poomchai Audit Company Limited, namely Mr. Supot Singhasaneh with his license no. 2826, or Mr. Charoen Phosamritlert with his license no. 4068, or Miss Pantip Gulsantithamrong with her license no. 4208, as the auditors of the Bank for 2013 with the amount of 2013 audit fee of the Bank at Baht 14.31 million, and acknowledged the preliminary audit fee for 2013 in respect of the Bank's subsidiary companies in the amount of Baht 10.35 million, amounting to a total audit fee of Baht 24.66 million in respect of the Bank and its subsidiary companies for 2013, as well as acknowledged the other service fees for 2013 of Baht 6.04 million.

The resolution was passed by the majority votes of the shareholders who attended the meeting and cast their votes as follows:



Approved	2,744,640,730 votes	equivalent to	99.84
Disapproved	4,321,899 votes	equivalent to	0.16
and Abstained	4,452,900 votes		

7. Approved the amendment to Clause 4 of the Bank's Memorandum of Association to be in line with the conversion of preferred shares into ordinary shares in year 2012, whereby the existing provisions would be deleted entirely and replaced with the followings:

"Clause 4 The registered capital Baht 70,000,000,000 (Seventy Thousand Million Baht)  
Dividing into 7,000,000,000 shares (Seven Thousand Million shares)  
at par value per share of Baht 10 (Ten Baht)  
consisting of:  
ordinary shares of 3,415,491,642 shares (Three Thousand Four Hundred and  
Fifteen Million Four Hundred Ninety-One  
Thousand Six Hundred and Forty-Two  
shares)  
and  
preferred shares of 3,584,508,358 shares (Three Thousand Five Hundred and  
Eighty-Four Million Five Hundred and  
Eight Thousand Three Hundred and  
Fifty-Eight shares)"

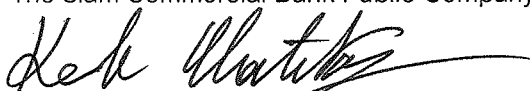
The resolution was passed by the votes of not less than three-fourth of the total number of votes of the shareholders who attended the meeting and were entitled to vote as follows:

Approved	2,747,537,271 votes	equivalent to	99.79
Disapproved	0 votes	equivalent to	0.00
Abstained	5,877,600 votes	equivalent to	0.21

Please be informed accordingly.

Yours sincerely,

The Siam Commercial Bank Public Company Limited



(Mrs. Kannikar Chaltraporn)

President

Board Secretariat and Shareholder Services Office  
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