

[Translation]

SorNorGor. 23/2563

July 7, 2020

Subject: Proxy granting for the 2020 Annual General Meeting of Shareholders

To: Shareholders of Kiatnakin Bank Public Company Limited

Kiatnakin Bank Public Company Limited ("the Bank") has scheduled the 2020 Annual General Meeting of Shareholders at the Grand Ballroom, Grand Hyatt Erawan Bangkok Hotel, no. 494, Rajdamri Road, Phatumwan District, Bangkok 10330, on Friday, August 7, 2020 at 10.00 hrs. to consider the agenda items as per details shown in the notice of the 2020 Annual General Meeting of Shareholders.

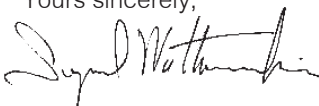
The Bank, therefore, would like to invite all shareholders to attend the meeting as scheduled. In case you are unable to attend the meeting, you may appoint anyone or any of the following independent directors of the Bank as your proxy:

- | | | |
|---------------------------|--|--------------|
| 1. Mrs. Dayana Bunnag | Independent Director and Chairperson of the Audit Committee | Age 68 years |
| Residing at: | No. 8/34, Soi Vibhavadi 17, Vibhavadi Rangsit Road,
Chatuchak Sub-district, Chatuchak District, Bangkok 10900 | |
| 2. Mr. Chet Pattrakornkul | Independent Director, Chairman of the Compliance and
Governance Committee, Member of the Audit Committee and
Member of the Nomination and Remuneration Committee | Age 72 years |
| Residing at: | No. 21, Soi Sathiyutthakarn 1, Tiwanon 48 Road, Thasai Sub-district,
Muang District, Nonthaburi 11000 | |

Both directors are stakeholders in Agenda No.5: To consider and approve the directors' remuneration.

The Bank hereby encloses the proxy form B, which clearly specifies certain items and authority to be delegated to the proxy holder. Please mark the box in front of the name of the person you wish to appoint as your proxy holder to attend the meeting and vote on your behalf, and sign your name in the proxy form. When granting a proxy, you may express your voting intention in each agenda item, by identifying your approval, disapproval or abstention in the proxy form for your proxy holder to vote in accordance with your intention. The proxy form A, a general and simple proxy form, and the proxy form C, applicable to foreign shareholders with appointment of a custodian in Thailand, are posted on the Bank's website (<http://www.kiatnakinphatra.com>) for further use of shareholders as deemed appropriate. If you grant proxy status to any of the foregoing directors of the Bank to attend the meeting and vote on your behalf, please use the enclosed return envelope and return your completed proxy form well in advance of the scheduled meeting date, so that it reaches the Bank prior to the meeting. This is to ensure orderly preparation for the meeting.

Yours sincerely,



(Mr. Supol Wattanavekin)

Chairman of the Board of Directors

Proxy Form B
(Voting is clearly and definitely specified)

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Place.....

Date.....Month.....Year.....

(1) I/We.....Nationality.....

Residing atRoad.....Tambon/ Khwaeng.....

Amphor/ Khet.....Province.....Postal Code.....

(2) Being a shareholder of **KIATNAKIN BANK PUBLIC COMPANY LIMITED**,

holding the shares in the total amount ofshares and having voting rights equivalent to.....votes
as described below :

Ordinary shares.....shares, having voting rights equivalent to.....votes

Preferred shares.....shares, having voting rights equivalent to.....votes

(3) I/We hereby authorize and appoint either one of the following persons:

☐ (1) Mrs. Dayana Bunnag.....Age 68.....years,

residing at 8/34 Soi Vibhavadi 17 Road Vibhavadi Rangsit Tambon/Khwaeng Chatuchak.....

Amphoe/Khet Chatuchak Province Bangkok Postal Code 10900.....;or

☐ (2) Mr. Chet Pattrakornkul.....Age 72.....years,

residing at 21 Soi Sathiyuthakarn 1 Road Tiwanon 48 Tambon/Khwaeng Thasai.....

Amphoe/Khet Muang Province Nonthabui Postal Code 11000.....;or

☐ (3).....Age.....years,

residing atRoad.....Tambon/Khwaeng.....

Amphoe/Khet.....Province.....Postal Code.....;or

☐ (4).....Age.....years,

residing atRoad.....Tambon/Khwaeng.....

Amphoe/Khet.....Province.....Postal Code.....;or

☐ (5).....Age.....years,

residing atRoad.....Tambon/Khwaeng.....

Amphoe/Khet.....Province.....Postal Code.....

any one of the above as my/our proxy holder to attend and vote at the 2020 Annual General Meeting of Shareholders to be held on Friday, August 7, 2020, at 10.00 hrs. at the Grand Ballroom, Grand Hyatt Erawan Bangkok Hotel, no. 494, Rajdamri Road, Phatumwan District, Bangkok 10330 or on the date and at the place as may be postponed or changed.

(4) I/We hereby authorize the Proxy to vote on my/our behalf in this meeting as follows:

☐ **Agenda No. 1 To acknowledge the Board of Directors' report regarding the Bank's operating results for the year 2019**

☐ **Agenda No. 2 To consider and approve the financial statements for the year ended December 31, 2019**

☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.

☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:

☐ Approve ☐ Not approve ☐ Abstain

- ☐ **Agenda No. 3 To consider and approve the allocation of profit and dividend payment omission for the year 2019**
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain
- ☐ **Agenda No. 4 To consider and elect directors in replacement of those who are retired by rotation**
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Vote for all the nominated candidates as a whole.
- ☐ Approve ☐ Not approve ☐ Abstain
- ☐ Vote for each nominated candidate
- (1) Mr. Suvit Mapaisansin
- ☐ Approve ☐ Not approve ☐ Abstain
- (2) Prof. Dr. Anya Khanthavit
- ☐ Approve ☐ Not approve ☐ Abstain
- (3) Mr. Aphinant Klewpatinond
- ☐ Approve ☐ Not approve ☐ Abstain
- (4) Mrs. Patchanee Limapichat
- ☐ Approve ☐ Not approve ☐ Abstain
- ☐ **Agenda No. 5 To consider and approve the directors' remuneration**
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain
- ☐ **Agenda No. 6 To consider and appoint auditors and fix their remuneration for the year 2020**
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain
- ☐ **Agenda No. 7 To consider and approve the change of the Bank's name**
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain
- ☐ **Agenda No. 8 To consider and approve the amendment of the Bank's Memorandum of Association to reflect the change of the Bank's name**
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain
- ☐ **Agenda No. 9 To consider and approve the amendment of the Bank's Articles of Association to reflect the change of the Bank's name**
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain

☐ **Agenda No. 10 Other matters (if any)**

- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain

(5) Voting of proxy holder in any agenda that is not in accordance with this proxy shall be considered as invalid and not my/ our voting as a shareholder.

(6) In case I/ we have not indicated my/ our voting intention in any agenda or my intention is not clear or in case the meeting considers or passes resolutions in any matters apart from those agenda specified above, including the case that there is any amendment or additional facts be given, the proxy holder shall have the right to consider and vote on my/ our behalf as deem appropriate.

Any act (s) undertaken by the proxy at such meeting, unless the proxy holder does not vote as I/ we specified herein, shall be deemed as my/ our own act (s) in every respects.

Signature.....Proxy Grantor
(.....)

Signature.....Proxy Holder
(.....)

Signature.....Proxy Holder
(.....)

Signature.....Proxy Holder
(.....)

Note:

1. A shareholder shall appoint only one proxy holder to attend and vote at the meeting. A shareholder may not split shares and appoint more than one proxy holder in order to split votes.
2. In agenda regarding the appointment of directors, the voting can be either for all the nominated candidates as a whole or voting for each nominated candidate.
3. In case there is any further agenda apart from specified above brought into consideration in the meeting, the proxy holder may use the Annex to the proxy form B as attached.

Annex to Proxy Form B

Granting of a proxy as a shareholder of Kiatnakin Bank Public Company Limited.

At the 2020 Annual General Meeting of Shareholders on Friday, August 7, 2020, at 10.00 hrs. at the Grand Ballroom, Grand Hyatt Erawan Bangkok Hotel, no. 494, Rajdamri Road, Phatumwan District, Bangkok 10330 or at any adjournment thereof to any other date, time and venue.

- ☐ Agenda No..... Subject.....
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain

- ☐ Agenda No..... Subject.....
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain

- ☐ Agenda No..... Subject.....
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain

- ☐ Agenda No..... Subject.....
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain

- ☐ Agenda No..... Subject.....
- ☐ (a) The proxy holder is entitled to consider and vote on my/ our behalf as deem appropriate.
- ☐ (b) The proxy holder shall vote in accordance with my/ our intention as follows:
- ☐ Approve ☐ Not approve ☐ Abstain

- ☐ Agenda No..... Election of Director (Continued)

Director's name.....

☐ Approve ☐ Not approve ☐ Abstain

Director's name.....

☐ Approve ☐ Not approve ☐ Abstain

Director's name.....

☐ Approve ☐ Not approve ☐ Abstain

Director's name.....

☐ Approve ☐ Not approve ☐ Abstain

Director's name.....

☐ Approve ☐ Not approve ☐ Abstain

