

(TRANSLATION)

No. BorPhor. 016/ 2557

April 11, 2014

Subject: Notification of the Resolutions of the 2014 Annual General Meeting of Shareholders

To: President
The Stock Exchange of Thailand

Enclosure: List of TMB Board of Directors as of April 11, 2014

Reference is made to the 2014 Annual General Meeting of Shareholders held by TMB Bank Public Company Limited ("the Bank") on Friday, April 11, 2014 at 14.00 hrs. We would like to inform the resolutions passed at the said meeting as follows:-

1. Resolved, with a majority vote of the shareholders attending the meeting and casting their votes, to adopt the Minutes of the 2013 Annual General Meeting of Shareholders held on Friday, April 12, 2013, with the following votes

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	29,813,253,075	99.991028
Disapproved	2,675,147	0.008972
Abstained	463,530,557	-
Invalid ballots	8,100	-

2. Resolved to acknowledge the Bank's 2013 operating results.

Remark: This Agenda Item had been proposed for acknowledgement; therefore the vote casting was not required.

3. Resolved, with a majority vote of the shareholders attending the meeting and casting their votes, to approve the statements of financial position and statements of comprehensive income for the year ended December 31, 2013, duly audited and certified by the auditor, with the following votes

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	29,811,371,938	99.983468
Disapproved	4,929,281	0.016532
Abstained	496,133,770	-
Invalid ballots	8,100	-

ธนาคารไทย จำกัด (มหาชน)

TMB BANK PUBLIC COMPANY LIMITED

3000 ถนนพหลโยธิน แขวงจอมพล เขตจตุจักร กรุงเทพฯ 10900 ทะเบียนเลขที่/เลขประจำตัวผู้เสียภาษีอากร 0107537000017 โทร. 0-2299-1111

3000 Phahon Yothin Road, Chom Phon, Chatuchak, Bangkok 10900 Reg No./TAX ID No. 0107537000017 Tel. 0-2299-1111

tmbbank.com

4. Resolved, with a majority vote of the shareholders attending the meeting and casting their votes, to approve the allocation of the 2013 operating profits as a legal reserve in an amount of Bt 290,000,000 and dividend payment at Bt 0.04 per share, with the following votes

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	29,528,960,184	98.853528
Disapproved	342,467,617	1.146472
Abstained	442,150,381	-
Invalid ballots	480,020	-

5. Resolved, with a majority vote of shareholders attending the meeting and casting their votes, to approve the re-election of four directors due to retire by rotation to be the Bank's directors for another term, with the following votes

1) Mr. Rungson Sriworasat

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	29,718,889,452	99.492410
Disapproved	151,619,742	0.507590
Abstained	443,580,808	-
Invalid ballots	8,100	-

2) Gen. Prayut Chan-o-cha

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	26,817,096,275	93.098829
Disapproved	1,987,880,725	6.901171
Abstained	1,509,103,702	-
Invalid ballots	17,400	-

3) Mr. Pongpanu Svetarundra

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	29,657,913,578	99.251113
Disapproved	223,780,166	0.748887
Abstained	432,396,258	-
Invalid ballots	8,100	-

4) Mr. Vaughn Nigel Richtor

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	26,519,248,454	92.038459
Disapproved	2,293,976,692	7.961541
Abstained	1,500,857,940	-
Invalid ballots	15,016	-

The list of the Board of Directors is enclosed herewith.

6. Resolved, by not less than two-thirds of the total number of votes of the shareholders attending the meeting, to approve the directors' remuneration for 2014 in an amount up to Bt 40 million, with the following votes

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	29,862,508,034	98.510349
Disapproved	3,748,788	0.012366
Abstained	447,825,356	1.477285
Invalid ballots	15,924	-

7. Resolved, by not less than two-thirds of the total number of votes of the shareholders attending the meeting, to approve the distribution of directors' bonus for the performance year 2013 at the rate of 0.5 percent of dividend payment and the Board of Directors be granted the authorization to determine the details of the allocation of the bonus, with the following votes

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting
Approved	29,643,033,032	97.788271
Disapproved	210,273,118	0.693662
Abstained	460,179,128	1.518067
Invalid ballots	612,824	-

8. Withdrawn

9. Withdrawn

10. Resolved, with a majority vote of shareholders attending the meeting and casting their votes, to approve the appointment of Miss Ratana Jala, CPA Registration No.3734, or Mrs. Nonglak Pumnoi, CPA Registration No.4172, or Miss Rachada Yongsawadvanich, CPA Registration No.4951 of Ernst & Young Office Ltd. as the Bank's auditor for 2014 with the total fee of Bt 11,456,000 comprising audit fee of Bt 10,050,000; the audit fee for the Bank's overseas branches of Bt 606,000 and the special audit fee as per the Bank of Thailand's requirements of Bt 800,000, with the following votes

Result	No. of votes (1 share = 1 vote)	Percentage of shareholders attending the meeting and casting their votes
Approved	29,275,042,360	99.006778
Disapproved	293,683,049	0.993222
Abstained	745,316,093	-
Invalid ballots	56,600	-

Please be informed and disclose to the public accordingly.

Yours sincerely,

-Signed-

(Mr. Agapol Na Songkhla)
Company Secretary

Corporate Governance Group

Tel. 02 242 3188-9, 02 299 2768-9

List of the Board of Directors

TMB Bank Plc.

As of April 11, 2014

Name	Position
1. Mr. Rungson Sriworasat	Chairman
2. Gen. Prayut Chan-o-cha	Director
3. Mr. Philippe G.J.E.O. Damas	Director
4. Mr. Singha Nikornpun	Director/ Independent Director
5. Mr. Rachane Potjanasuntorn	Director/ Independent Director
6. Ms. Swee-Im Ung	Director
7. Mr. Pongpanu Svetarundra	Director
8. Mr. Vaughn Nigel Richtor	Director
9. Mr. Amorn Asvanunt	Director
10. Mr. Christopher John King	Director/ Independent Director
11. Gen. Kamon Saenissara	Director/ Independent Director
12. Mr. Boontuck Wungcharoen	Director/ Chief Executive Officer