

-Translation only-

No.CC. 048/2026

30 April 2026

Re: Notification of the Board of Directors' Resolutions of TMBThanachart Bank Public Company Limited on the Amendment and Termination of the Third Share Repurchase Project for Financial Management Purpose (Treasury Stock) and the Commencement of the Fourth Share Repurchase Project for Financial Management Purpose

To: The President
The Stock Exchange of Thailand

- Enclosure
1. Report on the Amendment of Share Repurchase Project for the Purpose of Financial Management (Form TS-3)
 2. Reporting Form for the Disclosure of Share Repurchase for the Purpose of Financial Management (Form TS-1.2)
 3. The Distribution of Ordinary Shares Report Form

The Board of Directors Meeting of TMBThanachart Bank Public Company Limited (the "Bank") (Special Meeting) No. 1/2026 held on 30 April 2026, resolved to approve (1) the amendment and termination of the third share repurchase project for financial management purpose, as approved by the Board of Directors' Meeting No. 2/2026 on 17 February 2026, and (2) the fourth share repurchase project for financial management purpose, with details as follows:

1. Amendment and Termination of the Third Share Repurchase Project

The Bank has been implementing the third share repurchase project for financial management purpose, as approved by the Board of Directors' Meeting No. 2/2026 on 17 February 2026, with a total budget not exceeding THB 9,614 million, through automated order matching via the trading system of the Stock Exchange of Thailand (Automatic Order Matching or AOM) during the period from 20 February 2026 to 19 August 2026 (the "Third Share Repurchase Project").

In this regard, the Bank has gradually repurchased its shares under the Third Share Repurchase Project and has disclosed the results of each trading day through the electronic media system of the Stock Exchange of Thailand (the "SET"). As of 30 April 2026, the Bank has repurchased an aggregate of 164 million shares, representing 0.2 percent of the Bank's total issued and paid-up shares, with an aggregate value of THB 368 million.

However, the ongoing conflict in the Middle East has continued to exert pressure on the Thai stock market and has impacted the share repurchase conducted through automated order matching via the trading system of the SET, as prices and trading volumes have been highly volatile due to various concerns and uncertainties.

Having considered the relevant impacts and factors with due regard to the best interests of shareholders, the Board of Directors has resolved to amend the share repurchase project by changing the method from the automatic order matching via the trading system of the SET (AOM) to a General Offer to shareholders. The Bank is of the view that the General Offer method, under which a fixed repurchase price will be set, will help reduce uncertainty arising from market conditions and enhance the efficiency of the share repurchase project, as the repurchase period is only 10 business days. Furthermore, the currently applicable regulations have abolished the 6-month cooling-off period prior to the commencement of a new share repurchase project, thereby improving flexibility and continuity in the share repurchase project. This serves as a key supporting factor that will enable the Bank to advance toward its share repurchase target under the total budget of THB 35,000 million.

For the foregoing reasons, the Board of Directors therefore resolved to approve the termination of the Third Share Repurchase Project by amending the budget, the number of shares to be repurchased, and the end date of the Third Share Repurchase Project, with details as follows:

Maximum budget for the share repurchase: from not exceeding THB 9,614 million to not exceeding THB 369 million.

Number of shares to be repurchased: from not exceeding 4,831 million shares to not exceeding 165 million shares (representing 0.2 percent of the total number of issued shares of the Bank).

End date of the share repurchase project: from 19 August 2026 to 5 May 2026¹.

As the Bank has already repurchased shares under the Third Share Repurchase Project in the total amount of 164,176,400 shares, which equals the amended number of shares to be repurchased, the Bank will therefore not repurchase any additional shares under the Third Share Repurchase Project, and the Third Share Repurchase Project shall be terminated on the end date of the said share repurchase project.

Details of the amendment to the Third Share Repurchase Project appear in Enclosure 1.

2. Fourth Share Repurchase Project for Financial Management Purpose

Approve the fourth share repurchase project for financial management purpose under the total budget not exceeding THB 9,245 million, by way of a general offer to shareholders (General Offer), with the preliminary repurchase price ranging between THB 2.20 and THB 2.28 per share. The number of shares to be repurchased will range between 4,055 and 4,202 million shares, or representing 4.2 to 4.3 percent of the total number of issued shares

¹ In termination of the share repurchase project, the Bank is required under the applicable regulations to disclose such information no less than 3 days in advance of the effective date of the termination of the share repurchase project. Accordingly, the Bank must determine such date as the end date of the Third Share Repurchase Project, notwithstanding that the Bank has already repurchased the full number of shares to be repurchased.

of the Bank. The share repurchase period is from 25 May 2026 to 9 June 2026 (10 business days) (the "Fourth Share Repurchase Project")

In this regard, the total accumulated number of shares repurchased by the Bank under the previous share repurchase projects and the Fourth Share Repurchase Project will amount to between 10,003 and 10,150 million shares, representing 10.3 to 10.4 percent of the total number of issued shares of the Bank, and the total accumulated budget for the share repurchase projects will amount to THB 21,000 million, which is in accordance with the budget approved by the 2026 Annual General Meeting of Shareholders in the total amount not exceeding THB 35,000 million.

In this regard, the Bank will consider the trading conditions of the Bank's shares on the SET during the period prior to the commencement date of the share repurchase, for the purpose of determining the final repurchase price, taking into account primarily the best interests of the shareholders. The Bank will notify the shareholders of the final repurchase price within 5 May 2026 through the electronic media of the SET. In this regard, the Board of Directors has resolved to delegate authority to the Chief Executive Officer and the Chief Financial Officer to determine the final repurchase price in accordance with the criteria specified above.

In this regard, the said share repurchase project is subject to obtaining the required approvals, including approvals from the regulatory authorities, in accordance with the relevant laws and regulations. Details are provided in Enclosures 2 and 3.

The share repurchase project is part of the Bank's capital management plan, with the objective of enhancing shareholder value through the optimization of balance sheet structure and size. The rationale for this project is the Bank's robust capital level. Upon completion of the share repurchase, shareholders are expected to benefit from increases in Return on Equity (ROE) and Earnings per Share (EPS) resulting from the reduction in outstanding shares on the SET.

In addition, the Bank has considered that the aforementioned share repurchase will not adversely affect the Bank's liquidity position or operational risk. Meanwhile, the Capital Adequacy Ratio after the fourth share repurchase project in 2026 is expected to remain above 19.00 percent, in line with the peer Domestic Systemically Important Banks (D-SIBs) and well above the Bank of Thailand's minimum requirement of 12.00 percent. This level is sufficient to support the Bank's loan growth under its business plan.

Please be informed accordingly.

Yours sincerely,

(Mr. Piti Tantakasem)
Chief Executive Officer

Report on the Amendment of Share Repurchase Project for the Purpose of Financial Management

TMBThanachart Bank Public Company Limited

Date 30 April 2026

We, TMBThanachart Bank Public Company Limited (the "Bank"), hereby report the resolution of the Board of Directors Meeting (Special Session) No. 1/2026 held on 30 April 2026, regarding the amendment of the share repurchase project with details as follows:

1. Comparative Summary of Amendments to the Share Repurchase Project

Item	Original Information	Revised Information
	Resolution of the Board of Directors No. 2/2526 dated 17 February 2026	
1. Maximum budget for share repurchase (THB)	Not exceeding THB 9,614 million	Not exceeding THB 369 million
2. Number of repurchased shares (shares)	Not exceeding 4,831 million shares	Not exceeding 165 million shares, equivalent to 0.2 percent of the total number of issued shares of the Bank
3. Share repurchase period	20 February 2026 - 19 August 2026	20 February 2026 - 5 May 2026
4. Method of share repurchase	Automated order matching via the trading system of the Stock Exchange of Thailand (Automatic Order Matching or AOM)	
5. Pricing Criteria for share repurchase	The price of repurchased shares shall not exceed the average closing price of the shares over the past 5 trading days prior to the date of each transaction, plus 15% of the average closing price.	
6. Others (if any)	-	-

2. Reasons and Necessity

As the ongoing conflict in the Middle East has continued to exert pressure on the Thai stock market and has impacted the share repurchase conducted through automated order matching via the trading system of the Stock Exchange of Thailand, as prices and trading volumes have been highly volatile due to various concerns and uncertainties.

Having considered the relevant impacts and factors with due regard to the best interests of shareholders, the Board of Directors has resolved to amend the share repurchase project by amending the share repurchase project so as to conclude the Third Share Repurchase Project earlier than originally

scheduled, in order to commence a new share repurchase project by way of a General Offer to shareholders.

The Bank hereby certifies that all information disclosed in this report form is complete and accurate in all respects.

Remark :

¹ Applicable to both share repurchases cases executed via Automatic Order Matching (AOM) through the Exchange's trading system, and through a General Offer (GO) to all shareholders.

² The company shall disclose the amendment to or cancellation of the share repurchase project at least 3 days in advance before such amendment or cancellation comes into effect.

Signed

(Mr. Piti Tantakasem)

Chief Executive Officer

(Authorized Director(s) with the
Company Seal Affixed)

Reporting Form for the Disclosure of Share Repurchase
For the Purpose of Financial Management
(Pursuant to Section 66/1(2) of the Public Limited Companies Act)
TMBThanachart Bank Public Company Limited
30 April 2026

We, TMBThanachart Bank Public Company Limited (the "**Bank**"), would like to report the resolution of the Board of Directors Meeting (Special Session) No. 1/2026, held on 30 April 2026, in relation to the approval of the share repurchase project for financial management purpose (Treasury Stock), with the details as follows:

1. Share repurchase project

1.1 The maximum amount to be used for the share repurchase is THB 9,245 million

1.2 Details of the Number of Shares to be Repurchased

(1) The number of shares to be repurchased under this project will not exceed 4,055 to 4,202 million shares, with a par value of THB 0.95 per share, equivalent to 4.2 to 4.3 percent of the Bank's total paid-up shares

(2) Total number of shares already repurchased by the Bank from the previous share repurchase projects amounting to 5,947 million shares, par value per share THB 0.95, equivalent to 6.1 percent of the Bank's total paid-up shares (as of 30 April 2026).

Therefore, when including the number of shares to be repurchased under this project, the Bank will hold a total of 10,003 to 10,150 million repurchased shares, representing 10.3 to 10.4 percent of the Bank's total paid-up shares.

Remark: The total number of shares repurchased and held by the Bank at any time must not exceed 20 percent of the Bank's total paid-up shares. If the number of shares already repurchased exceeds 20 percent of the total Bank's paid-up shares, the Bank must dispose of the excess portion within three (3) months. If the Bank cannot dispose of the excess shares within the prescribed period, it must reduce its paid-up capital by cancelling the repurchased shares that remain undisposed for the portion exceeding the 20 percent of the Bank's total paid-up shares.

1.3 The method and schedule of the share repurchase

Repurchase through automated order matching via the trading system of the Exchange of Thailand
The share repurchase period shall be fromto..... (The Bank must complete the repurchase within six (6) months.)

General offer to shareholders, with a preliminary repurchase price range of THB 2.20 to 2.28 per share. The Bank will notify the shareholders of the final repurchase price on 5 May 2026 through electronic media of the Stock Exchange of Thailand. (the same price shall be used for the same type of shares whereby the price shall be specified separately for each type of shares)

The share repurchase period shall be from 25 May 2026 to 9 June 2026 (the time period for the repurchase shall be at least 10 days but not exceed 20 days)

Remark The Bank shall disclose the share repurchase project at least 3 days in advance before the date of the share repurchase.

1.4 Regarding the pricing criteria for the repurchased shares, the weighted average share price during the 30-day period preceding the Bank's disclosure date shall be considered in determining the share price.

- The weighted average share price over the past 30 trading days, from 13 March 2026 to 29 April 2026, is THB 2.28 per share.
- The preliminary repurchase price will be in the range of THB 2.20 to 2.28 per share. The Bank will determine the final repurchase price and notify shareholders by 5 May 2026 through the electronic disclosure system of the Stock Exchange of Thailand. In determining the final repurchase price, due consideration will be given to the appropriateness of the Bank's share trading prices on the Stock Exchange of Thailand during the period prior to the commencement of the share repurchase.

In this regard, the Board of Directors has resolved to delegate authority to the Chief Executive Officer and the Chief Financial Officer to determine the final repurchase price in accordance with the criteria specified above.

Date	Highest Price (THB/Share)	Lowest Price (THB/Share)	Closing Price (THB/Share)	Volume ('000 Shares)
29 April 2026	2.30	2.24	2.30	382,640
28 April 2026	2.24	2.20	2.22	308,479
27 April 2026	2.22	2.18	2.18	208,991
24 April 2026	2.24	2.22	2.24	207,681
23 April 2026	2.26	2.20	2.22	261,782
22 April 2026	2.32	2.24	2.24	288,655
21 April 2026	2.30	2.26	2.28	303,113
20 April 2026	2.28	2.22	2.26	248,080
17 April 2026	2.32	2.22	2.22	504,224
16 April 2026	2.40	2.30	2.32	402,013
10 April 2026	2.38	2.34	2.38	246,180
9 April 2026	2.38	2.34	2.36	264,487
8 April 2026	2.36	2.32	2.34	229,139
7 April 2026	2.34	2.30	2.32	181,498
3 April 2026	2.36	2.30	2.32	388,629
2 April 2026	2.32	2.28	2.32	175,513
1 April 2026	2.34	2.28	2.30	304,873
31 March 2026	2.30	2.26	2.30	313,345
30 March 2026	2.28	2.24	2.26	119,582
27 March 2026	2.34	2.26	2.28	349,416
26 March 2026	2.32	2.24	2.30	584,992
25 March 2026	2.28	2.22	2.26	372,469
24 March 2026	2.22	2.18	2.20	254,870
23 March 2026	2.22	2.18	2.18	267,375
20 March 2026	2.26	2.22	2.24	280,892
19 March 2026	2.26	2.22	2.24	281,686
18 March 2026	2.28	2.24	2.26	500,657
17 March 2026	2.26	2.22	2.22	238,271
16 March 2026	2.28	2.22	2.22	201,483
13 March 2026	2.28	2.20	2.26	375,394
Weighted Average Share Price for the last 30 trading days				2.28

2. The Bank's Information

2.1 Information on the Bank's Retained Earnings and Excess Liquidity

Information from the latest separate audited/reviewed financial statement:

- The Bank's unappropriated retained earnings as of 31 March 2026, based on the financial statements reviewed by the auditor, amounted to THB 85,725 million.
- Explanation of the Bank's ability to repay its debts which will fall due within 6 months from the date of share repurchase, including the source of fund to be used to repay the debts

As of 31 March 2026, the Bank had liquid assets, comprising cash, net interbank and money market items, and investments in marketable debt and equity securities, totaling THB 447,940 million.

Moreover, the Bank had total liabilities amounting to THB 1,439,423 million. (Deposit liabilities amounted to THB 1,256,379 million, and the Bank's total liabilities excluding deposit liabilities amounted to THB 183,044 million), which primarily consisted of the following 2 main types of liabilities:

- (1) Interbank and money market liabilities totaling THB 97,313 million, with estimated liabilities maturing within 6 months from the commencement date of the share repurchase amounting to THB 83,564 million
- (2) Debt securities issued and borrowings totaling THB 15,047 million, with estimated liabilities maturing within 6 months from the commencement date of the share repurchase amounting to THB 12 million

Therefore, the Bank's excess liquidity is sufficient for the share repurchase of THB 9,245 million under this project.

2.2 Free float as of the latest list of shareholders being 4 March 2026, the number of minority shareholders (free float) accounted for 35.68 percent of the Bank's paid-up capital.

3. Objectives of the Share Repurchase

- To increase Return on Equity (ROE) and Earnings per Share (EPS), which will enable the future share price to reflect the true value of the Bank
- To optimize the utilization and management of the Bank's excess liquidity

4. Potential Impacts After the Share Repurchase

4.1 Impact on shareholders

- The share repurchase will result in a reduction in the total number of shares held by the Bank's shareholders. As a result, this will increase Return on Equity (ROE) and Earnings per Share (EPS) respectively.

4.2 Impact on the Bank

- The share repurchase will result in a reduction in the Bank's liquid assets and equity. However, the Bank will be able to manage its excess liquidity more efficiently if the share repurchase is completed in full within the approved amount. Upon the completion of the share repurchase project, the Bank's liquid assets and equity will decrease by an amount equivalent to the approved repurchase amount. Nevertheless, the Bank will continue to maintain sufficient capital to conduct its normal business operations on an ongoing basis.

5. Distribution and deduction of repurchased shares

- Distribution Method through automated order matching via the trading system of the Exchange of Thailand
 to the Bank's shareholders according to their shareholding proportion
 to the Bank's directors or employees
 Public offering

The Bank's Board of Directors will consider and determine the method for the distribution of the repurchased shares and will provide further notification in due course.

Remark :

- Repurchased shares may be distributed only after three (3) months from the completion of the repurchase and must be fully distributed within the period specified in the program, but not exceeding three (3) years from the completion date of the share repurchase.
- If the Bank is unable to distribute all repurchased shares within the original share distribution period, the Bank may extend the share distribution period by up to two (2) additional years, subject to approval of the shareholders' meeting before the original share distribution period expires, provided that the weighted average share price during the past three (3) months before the Board resolution is lower than the average repurchased price.

6. Previous Share Repurchase (if Any)

The completion date of the latest share repurchases program was 5 May 2026

Remark : A new repurchase program may commence only after the previous program has been fully completed, has expired, or has been cancelled.

The Bank hereby certifies that the information on this Form is correct and complete in all respects.

Sign.....

(Authorized Directors
with the Bank seal affixed)

(Mr. Piti Tantakasem)
Chief Executive Officer

The Distribution of Ordinary Shares Report Form
TMBTHANACHART BANK PUBLIC COMPANY LIMITED

As of 4 March 2026

Company Paid-up Capital (Ordinary Shares only) THB 92,692,773,360.05 Divided into Ordinary Shares
97,571,340,379 shares, at Par Value of THB 0.95

	No. of Shareholders	No. of Shares	% of paid-up capital (Ordinary shares only)
1. Strategic Shareholder			
1.1 Directors, managers, and executive management including related persons and associated persons ¹	17	123,445,307	0.13
1.2 Shareholders who have holding of 5% or above including related persons ²	5	56,854,560,497	58.27
1.3 Others controlling persons	-	-	-
2. Share Repurchase	1	5,783,412,207	5.93
3. Minor shareholders (Non-Strategic Shareholders)	139,177	34,809,468,501	35.68
4. Shareholders who hold less than 1 board lot	13,864	453,867	0.00
Total	153,064	97,571,340,379	100.00

Remark

- The number of shares holding by directors, managers or the first four persons in the management level must include the shares held by related persons and persons related by blood, marriage or registration under laws of the said persons, including the shares that those people held via others such as custodians, private funds.
- The shareholders > 5% of the paid-up capital, which meet the following criteria, are not the strategic shareholders: (1) The shareholders which are securities companies, life-insurance companies, insurance companies, mutual funds, provident funds, social security funds, pension funds, investment projects approved under law and (2) The said shareholders do not have representative taking part as directors and management of the listed company. (If having representative taking part as directors and management of the listed company, the said shareholders are strategic shareholders and must report the holding shares as the shareholders >5%)

The Bank hereby certifies that the information reported in this Distribution of Ordinary Shares Report is correct and prepared in accordance with the regulation of the Stock Exchange of Thailand Re: Listing of Ordinary Shares or Preferred Shares as Listed

Signature

- Signed -

.....
(Mr. Piti Tantakasem)

Position Chief Executive Officer

Authorized to sign on behalf of the Bank

Attachment : List of Strategic Shareholders Name

List of Strategic Shareholders Name

	No. of Shareholder	No. of Shares	% of paid-up capital (Ordinary shares only)
1) Directors, managers, and executive management including related persons and associated persons			
1. Mrs. Chananyarak Phetcharat		1,150,000	0
2. Mr. Saranya Phuphatana		8,641,716	0.01
3. Ms. Somkid Preechasammakul		12,420,730	0.01
4. Mr. Thakorn Piyapan		14,906,752	0.02
5. Mr. Vikran Paovarojkit (2)		14,688,587	0.02
- Mr. Vikran Paovarojkit		5,309,581	0.01
- Mr. Vikran Paovarojkit (Same Person)		9,379,006	0.01
6. Mrs. Rattana Arkachaisri (3)		17,491,626	0.02
- Mrs. Rattana Arkachaisri		9,181,150	0.01
- Mrs. Rattana Arkachaisri (Same Person)		8,285,476	0.01
- Mr. Wachirawit Arkachaisri (Children)		25,000	0
7. Mr. Sutthikan Rungsrithong (4)		9,852,107	0.01
- Mr. Sutthikan Rungsrithong		8,609,801	0.01
- Mr. Tanat Rungsrithong (Children)		600,000	0
- Mr. Tee Rungsrithong (Children)		600,000	0
- Dr. Saman Rungsrithong (Father or Mother)		42,306	0
8. Ms. Kanchanaluck Bumrungrtin		6,004,676	0.01
9. Mr. Phantong Loykulnanta (1)		910,526	0
- Mr. Ruangsak Loykulnanta (Father or Mother)		910,526	0
10. Mr. Piti Tantakasem (2)		37,378,587	0.04
- Mr. Piti Tantakasem		22,292,383	0.02
- Mr. Piti Tantakasem (Same Person)		15,086,204	0.02
Total	17	123,445,307	0.13
2) Shareholders who have a holding of 5% or above including related persons			
1. MINISTRY OF FINANCE		11,364,282,005	11.65
2. ING BANK N.V.		21,164,759,420	21.69
3. THANACHART CAPITAL PUBLIC COMPANY LIMITED (3)		24,325,519,072	24.93
- THANACHART CAPITAL PUBLIC COMPANY LIMITED		23,782,833,003	24.37
- THANACHART SPV 1 (>30% held by company)		542,686,029	0.56
- THANACHART CAPITAL PUBLIC COMPANY LIMITED (Same Person)		40	0
Total	5	56,854,560,497	58.27
3) Others controlling persons			
Total	0		
Grand Total	22	56,978,005,804	58.40