

- Translation -

No. LorBor. 67/003

February 29, 2024

Subject: Notification of the Resolutions of the Board of Directors' Meeting No. 1/2024 regarding the 2024 Annual General Meeting of Shareholders (No. 75) via Electronic Method (E-AGM) and the Annual Dividend Payment

To: President
The Stock Exchange of Thailand

The Board of Directors Meeting No. 1/2024 of Allianz Ayudhya Capital Public Company Limited (the "**Company**"), held on February 29, 2024 at 09.30 hrs., passed the resolutions on the material matters as follows:

1. Approved to propose to the 2024 Annual General Meeting of Shareholders (No. 75) (the "**2024 Annual General Meeting of Shareholders**") to consider and approve the financial statements for the year ended December 31, 2023, the statement of comprehensive income, the statement of changes in shareholders' equity, and the statement of cash flow for the year 2023, which were audited by the auditor from PricewaterhouseCoopers ABS Ltd, reviewed by the Audit Committee and approved by the Board of Directors of the Company.
2. Approved to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the dividend payment for the year 2023 from the Company's net profits at the rate of THB 1.67 per share, amounting to THB 650,075,774.77. The total amount of the dividends for the 2023 net profits for the period January 1, 2023 to December 31, 2023 is THB 2.57 per share, amounting to THB 1,000,416,012.67, and the total dividend payout ratio is in line with the Company's dividend policy. Since the Company had paid the interim dividend on September 14, 2023 from net profit for the period January 1, 2023 to June 30, 2023 approved by Board of Directors' resolution on August 15, 2023 of THB 0.90 per share, amounting to THB 350,340,237.90. Therefore, the Company will pay the remaining dividend, subject to the approval by the 2024 Annual General Meeting of Shareholders, at THB 1.67 per share, amounting to THB 650,075,774.77.

The record date for specifying the names of shareholders to receive dividends will be May 9, 2024 ("**Dividend Payment Record Date**"). and the dividend payment date will be by May 29, 2024.

3. Acknowledged the names of five (5) directors to be retiring by rotation as follows:

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| a) Mr. Vichit Kornvityakoon | Independent Director and Chairman of Corporate Governance Committee |
| b) Mr. Lars Heibutzki | Director and Member of Nomination and Remuneration Committee |

- c) Mr. Aaron Mitchell Fryer Director
- d) Ms. Napha Trirattanawongse Director
- e) Mr. Narong Chulajata Independent Director and Member of Audit Committee

And approved to propose to the 2024 Annual General Meeting of Shareholders to consider and approve (i) the re-appointment of a) Mr. Vichit Kornvityakoon, b) Mr. Lars Heibutzki, c) Mr. Aaron Mitchell Fryer and d) Ms. Napha Trirattanawongse for another term and (ii) the appointment of Mrs. Wanna Thamsirisup to replace Mr. Narong Chulajata, who did not wish to serve again as the Company's Director and Member of the Audit Committee due to personal reason, effective since Apr 29, 2024.

4. Approved to propose to the 2024 Annual General Meeting of Shareholders to consider and approve the determination of the remuneration payment of the members of the Board of Directors and the members of the sub-committees for the year 2024 in the amount not exceeding THB 11,000,000 (eleven million Baht), which is the same total amount as approved last year.
5. Approved to propose to the 2024 Annual General Meeting of Shareholders to consider and approve (i) the appointment of PricewaterhouseCoopers ABS Ltd. (PwC) as the Company's auditors; (ii) the determination of the audit's fee in an amount not exceeding THB 2,426,500 (Two million four hundred twenty-six thousand five hundred Baht) excluding out of pocket expenses and non-audit fees; The auditors from PwC to be the Company's auditors for the year 2024 are as follows:
 - Ms. Sakuna Yamsakul, Certified Public Accountant Registration No. 4906;
 - Mr. Paiboon Tunkoon, Certified Public Accountant Registration No. 4298;
 - Mr. Boonlert Kamolchanokkul, Certified Public Accountant Registration No.5339; or
 - Ms. Sinsiri Thangsombat, Certified Public Accountant Registration No.7352.
6. Approved to convene the 2024 Annual General Meeting of Shareholders on Monday, April 29, 2024 at 10.00 hrs. via electronic method (E-AGM) according to laws and regulations relating to electronic meeting (E-AGM) to consider the following agenda:
 - 1) To consider and adopt the Minutes of the Annual General Meeting of Shareholders for the year 2023 (No. 74) held on April 24, 2023;
 - 2) To acknowledge the Board of Directors' Report on 2023 operating results;
 - 3) To consider and approve the audited financial statements for the year ended December 31, 2023 together with the auditor's report;
 - 4) To consider and approve the annual dividend payment and the Record Date for shareholders who are entitled to receive the annual dividend payment and to acknowledge the Company's interim dividend payment;

- 5) To consider and approve the appointment of the directors to replace those retiring by rotation and appoint a new director;
- 6) To consider and approve the directors' remuneration for the year 2024;
- 7) To consider and approve the appointment of the auditors, the determination of auditors' remuneration for the year 2024 and
- 8) Other business (if any).

The Board of Directors also approved to fix (i) the date for determining the names of shareholders who are entitled to attend the 2024 Annual General Meeting of Shareholders (the “**AGM Record Date**”) to be Thursday, March 14, 2024, (ii) the Dividend Payment Record Date to be May 9, 2024 and (iii) the dividend payment date to be by May 29, 2024.

In addition, the Board of Directors approved to authorize the Chairman and/or the President and Chief Executive Officer or a person designated by the Chairman to issue a notice of the 2024 Annual General Meeting of Shareholders, to change of the agenda items, date, time, platform meeting arrangement and other details in relation to convening the 2024 Annual General Meeting of Shareholders, including the change of the AGM Record Date and the Dividend Payment Record Date. In such an event, the Company shall inform the shareholders via the Stock Exchange of Thailand's channel, its notice of the 2024 Annual General Meeting of Shareholders or on the Company's website, as necessary and appropriate under the legal provisions.

Details of the agenda and meeting procedures of the E-AGM will be included in the notice of the 2024 Annual General Meeting of Shareholders that will be published on the Company's website (www.ayud.co.th) from March 29, 2024 onwards.

Please be informed accordingly.

Yours Sincerely,



(Mr. Thomas Charles Wilson)
President and CEO

Corporate Secretary: Tel. 02-305-7461