

March 18, 2026

Subject: Invitation to the 2026 Annual General Meeting of Shareholders

To: Shareholders of Kiatnakin Phatra Bank Public Company Limited

- Attachments:
1. 2025 Annual Registration Statement/Annual Report (Form 56-1 One Report) in QR Code format, or the document can be downloaded at <https://kkp.listedcompany.com/misc/one-report/kkp-one-report2025-en.pdf>
 2. Names and Profiles of Directors Who Will Retire by Rotation and Are Nominated for Re-election for Another Term
 3. The Bank's Definition of an Independent Director
 4. Information on Directors' Remuneration
 5. Names and Profiles of Auditors and Audit Fees for the Bank and Its Subsidiaries
 6. Names and Profiles of Independent Directors Proposed by the Bank to Serve as Proxies for Shareholders
 7. Guidelines for Registration, Proxies, and Documents or Evidence Required for Attending the Shareholders' Meeting, Voting, and Vote Counting
 8. Procedures for Attending the Shareholders' Meeting via Electronic Means
 9. The Bank's Articles of Association Relevant to the Shareholders' Meeting
 10. Proxy Form A, Proxy Form B (Recommended), and Proxy Form C (or the documents can be downloaded at <https://ir.kkpf.com/en/downloads/shareholders-meeting/proxy>)

The Board of Directors of Kiatnakin Phatra Bank Public Company Limited ("the Bank") would like to invite all shareholders to attend the 2026 Annual General Meeting of Shareholders, which will be held on Thursday, April 23, 2026, at 10:00 a.m. via electronic means, in accordance with the Emergency Decree on Electronic Meetings B.E. 2563 (2020) and other related laws and regulations, to consider the following agendas:

Agenda No. 1 To acknowledge the Board of Directors' report on the Bank's operating results for the year 2025

Purpose and Rationale: Article 36 (1) of the Bank's Articles of Association stipulates that the Annual General Meeting of Shareholders shall consider the Board of Directors' report on the Bank's business for the previous year.

Opinion of the Board: The shareholders' meeting should acknowledge the Bank's operating results for the year 2025, which will be presented at the meeting. The details are provided in the Bank's 2025 Annual Registration Statement/Annual Report (Form 56-1 One Report) ([Attachment 1](#)).

Agenda No. 2 To consider and approve the financial statements for the year ended December 31, 2025

Purpose and Rationale: Article 36 (2) of the Bank's Articles of Association stipulates that the Annual General Meeting of Shareholders shall consider and approve the financial statements.

Opinion of the Board: The shareholders' meeting should approve the Bank's financial statements for the year ended December 31, 2025, which are presented in the Bank's 2025 Annual Registration Statement/Annual Report (Form 56-1 One Report) ([Attachment 1](#)). These financial statements have been audited by the Bank's auditor, PricewaterhouseCoopers ABAS Ltd., and reviewed by the Audit Committee. The financial statements are summarized as follows:

	<u>Separate Financial Statements</u>	<u>Consolidated Financial Statements</u>
Total assets	Baht 457,026,507,154	Baht 488,095,192,757
Total liabilities	Baht 398,936,649,170	Baht 422,888,952,869
Total revenues	Baht 21,613,834,706	Baht 25,473,456,002
Net profit*	Baht 5,511,242,403	Baht 5,912,913,389
Earnings per share	Baht 6.68	Baht 7.17

**Attributable to the Bank's shareholders*

Agenda No. 3 To consider and approve the allocation of profit and the dividend payment for the year 2025

Purpose and Rationale: Article 36 (3) of the Bank's Articles of Association stipulates that the Annual General Meeting of Shareholders shall consider and allocate profits. Article 45 further provides that the Board of Directors can pay interim dividends periodically, once it appears to the Board of Directors that the Bank has recorded a profit sufficient to support such payment. When interim dividends are paid, the subsequent shareholders' meeting must acknowledge them. Additionally, Article 47 requires the Bank to allocate not less than 5% of the annual net profit, after deducting any accumulated loss (if any), to a reserve fund until the reserve reaches not less than 10% of the registered capital.

In addition to this statutory reserve, the Board of Directors may propose the allocation of other reserves as deemed appropriate for the Bank's business.

The Bank also has a policy to pay dividends from the net profit shown in its financial statements. The dividend payment must be approved by the shareholders' meeting. An interim dividend may also be paid upon approval of the Board of Directors if the Bank's profit is deemed sufficient, and such payment shall be reported at the next shareholders' meeting. When determining the dividend payment, the Bank must consider the following factors: the Bank's performance, long-term return to shareholders, and the Bank's reserve and capital adequacy level to encompass any business plans, risks, and pre- and post-impacts of such a given dividend payment. Also, such dividend payments shall be in line with the governing laws and notifications of the Bank of Thailand ("BOT").

Opinion of the Board:

The Bank has a registered capital of Baht 10,478,762,930 and has already allocated Baht 1,047,876,293 as a legal reserve, in compliance with the requirement stipulated in the Bank's Articles of Association. Accordingly, no further allocation of operating profit for 2025 is required for the legal reserve.

The Bank recorded net profit attributable to the Bank's shareholders of Baht 5,511,242,403 and Baht 5,912,913,389 in the separate and consolidated financial statements for 2025, respectively. The Board of Directors is of the opinion that the shareholders' meeting should consider and approve the payment of a dividend for the year 2025 to shareholders at the rate of Baht 5.70 per share, totaling Baht 4,648,531,101 (calculated based on the number of shares outstanding after deducting the repurchased shares, totaling 811,863,680 shares as of February 24, 2026). This represents 84.35% of the net profit from the separate financial statements or 78.62% of the net profit from the consolidated financial statements for the year 2025.

The Bank paid an interim dividend for the operating results of the first six months of 2025 to shareholders at the rate of Baht 1.50 per share, totaling Baht 1,238,703,645, on September 25, 2025, pursuant to the resolution of the Board of Directors' Meeting No. 8/2568 dated August 28, 2025. Therefore, if the proposed dividend is approved at this shareholders' meeting, shareholders will receive the remaining dividend of Baht 4.20 per share. The Bank set the record date for shareholders entitled to receive the dividend on April 30, 2026, and the dividend payment will be made on May 21, 2026.

In proposing the dividend at the above-mentioned rate, the Bank considered its operating performance, reserve levels, and capital adequacy to support business plans, as well as the risks and the pre- and post-impact of the proposed dividend payment. The Bank also took into account its ability to gradually increase its reserve levels and capital funds, future revenue-generating capability, business expansion, and long-term shareholder returns. This proposal is consistent with the Bank's dividend payment policy.

The dividend will be paid from net profit, which is subject to 20% corporate income tax. Individual shareholders may claim a tax credit at the rate of 20/80 of the dividend received, in accordance with Section 47 bis of the Revenue Code.

The table below presents a comparison of dividend payouts for 2024 and 2025.

Details	2024	2025
1. Net profit from the Bank's consolidated financial statements ⁽¹⁾ (Baht)	5,030,748,570	5,912,913,389
2. No. of shares (Share)		
2.1 Number of shares eligible for an interim dividend	846,708,780	825,802,430
2.2 Number of shares eligible for an annual dividend	827,732,030	811,863,680 ⁽²⁾
3. Total dividend paid per share (Baht)	4.00	5.70
3.1 Interim dividend	1.25	1.50
3.2 Annual dividend	2.75	4.20
4. Total dividend paid (Baht)	3,334,649,058	4,648,531,101
5. Dividend payout ratio (%)	66.29	78.62

⁽¹⁾ *Attributable to the Bank's shareholders*

⁽²⁾ *Number of shares after deducting repurchased shares as of February 24, 2026*

Agenda No. 4

To consider and elect directors to replace those who will retire by rotation

Purpose and Rationale:

Article 36 (4) of the Bank's Articles of Association stipulates that the Annual General Meeting of Shareholders shall elect the directors replacing those retired by rotation, whereas Article 18 of the Bank's Articles of Association states that at every annual ordinary shareholders' meeting, there will be at least one-third of the said rate of the directors to be retired from the positions. If the number of directors cannot be divided into three equal parts, a number of directors closest to one-third will retire from their posts. The directors, who shall retire from the posts in the first and the second years after the Bank's registration, can be chosen by lot. As for the year after that, the directors, who have been in the office for the longest period of time, are to retire from their posts. Retired directors may be re-elected to be in office. These provisions comply with the Public Limited Company Act, B.E. 2535 (1992).

Opinion of the Board:

The Bank currently has twelve directors. At the 2026 Annual General Meeting of Shareholders, four directors will retire by rotation:

1. Mr. Suvit	Mapaisansin	Non-executive Director
2. Professor Dr. Anya	Khanthavit	Non-executive Director
3. Mrs. Patchanee	Limapichat	Non-executive Director
4. Mr. Aphinant	Klewpatinond	Executive Director

The Bank provided shareholders with the right to nominate qualified persons for election as directors at the 2026 Annual General Meeting of Shareholders by announcing this opportunity through the Stock Exchange of Thailand (“SET”). The Bank also published the nomination criteria and procedures on its website for a three-month period from September 1 to November 30, 2025. No shareholder submitted a nomination.

The Board of Directors, excluding directors with an interest in this matter, agreed with the recommendation of the Nomination and Remuneration Committee. The Committee thoroughly evaluated qualifications beneficial to the Bank’s operations, the board composition in accordance to the board skills matrix, and potential candidates listed in the director pool disclosed on the Thai Institute of Directors Association’s website. The Committee is of the opinion that Mr. Suvit Mapaisansin, Professor Dr. Anya Khanthavit, Mrs. Patchanee Limapichat, and Mr. Aphinant Klewpatinond—the four directors retiring by rotation—are fully qualified and do not possess any prohibited characteristics under applicable laws. They have the knowledge, competencies, and experience relevant to the operations of Kiatnakin Phatra Financial Group (“the Group”); have performed their duties with integrity and accountability; and have made significant contributions to the Group throughout their tenure. Therefore, the shareholders’ meeting should re-elect all four retiring directors for another term.

The BOT has already approved the re-election of the directors retiring by rotation who are proposed for another term.

(Profiles of directors who will retire by rotation and are nominated for re-election for another term and the Bank’s definition of an independent director are shown in [Attachment 2](#) and [Attachment 3](#), respectively.)

Agenda No. 5

To consider and approve the directors’ remuneration

Purpose and Rationale:

Article 16 of the Bank’s Articles of Association stipulates that pensions and remuneration shall be awarded to directors depending on the resolution of the shareholders’ meeting.

Opinion of the Board:

The shareholders’ meeting should approve the directors’ remuneration as proposed by the Nomination and Remuneration Committee, which has thoroughly considered several factors, including the Bank’s operating results, a comparison of directors’ remuneration at other

commercial banks of similar size and structure, and overall business trends. The Committee also considered that the remuneration structure and component levels should appropriately reflect the directors' knowledge and expertise, which contribute to the Bank and the Group's sustainable business operations. Accordingly, the Board of Directors proposes that the shareholders' meeting approve the bonus for performance in 2025 for ten directors who are not employees of the Bank or Group companies, in the amount of Baht 17,040,000. The proposed bonus per director represents a 27% increase from the previous year.

The shareholders' meeting should also approve the remuneration for directors who are not employees of the Bank or Group companies for the year 2026 (excluding directors' bonuses), in a total amount not exceeding Baht 27 million. Such remuneration consists of monthly retainers and meeting attendance fees at the same rates as the previous year, which remain appropriate and comparable to those of other commercial banks of similar size.

In the event that additional subcommittees are appointed, the Board of Directors may determine remuneration for their members, provided that the total remuneration does not exceed Baht 27 million, as proposed for approval by the shareholders' meeting. The above remuneration rates shall remain in effect until resolved otherwise by a shareholders' meeting.

Other benefits—such as group life and health insurance, directors' and officers' liability insurance, and a company car—shall continue in accordance with the Bank's regulations, consistent with the prior year.

The directors' bonus for the year 2026 will be proposed to the 2027 Annual General Meeting of Shareholders for consideration and approval, ensuring alignment with the actual performance of the Board of Directors and the Bank's operating results.

Executive directors who receive a monthly salary as employees of the Bank or Group companies shall not receive monthly remuneration, attendance fees, or bonuses in their capacity as directors of the Bank.

(Information on directors' remuneration is shown in [Attachment 4](#).)

Agenda No. 6

To consider and appoint auditors and fix their remuneration for the year 2026

Purpose and Rationale:

Article 36 (5) of the Bank's Articles of Association stipulates that the Annual General Meeting of Shareholders shall annually appoint the account auditor, and Article 39 states that the account auditor will receive the remuneration as stipulated by the shareholders' meeting.

Opinion of the Board:

The shareholders' meeting should approve the appointment of auditors from PricewaterhouseCoopers ABAS Ltd. as the Bank's auditors for the year 2026, as recommended

by the Bank's Audit Committee together with other Audit Committees within the Group. The proposed auditors are Ms. Sinsiri Thangsombat, CPA License No. 7352, Mr. Paiboon Tunkoon, CPA License No. 4298, and Mr. Boonlert Kamolchanokkul, CPA License No. 5339. The shareholders' meeting should also approve the auditors' remuneration for the year 2026 in the amount of Baht 10,233,000, representing an increase of 6.12% from the previous year's remuneration of Baht 9,643,000. Other audit-related fees that may arise will be at the discretion of management, as deemed appropriate.

The proposed auditors are independent, possess internationally recognized auditing expertise, and have extensive experience in auditing commercial banks and capital market businesses. They have also received approval from both the Securities and Exchange Commission ("SEC") and the BOT.

(Attachment 5 contains the names and profiles of auditors, as well as the audit fees for the Bank and its subsidiaries.)

Agenda No. 7

Other matters (if any)

As the Bank had provided an opportunity for shareholders to propose agenda items for the 2026 Annual General Meeting of Shareholders in advance, from September 1 to November 30, 2025, no agenda items were proposed to the Bank during that period.

The Bank has fixed March 10, 2026 as the record date for determining the shareholders entitled to attend the 2026 Annual General Meeting of Shareholders. All shareholders are invited to attend the meeting and cast their votes electronically on the specified date and time. To ensure a smooth and efficient registration process for attending the shareholders' meeting via electronic means, please review the details provided in the guidelines for registration, proxies, and the documents or evidence required for attending the shareholders' meeting, voting, and vote counting (Attachment 7), as well as the procedures for attending the shareholders' meeting via electronic means (Attachment 8).

If any shareholder is unable to attend the meeting, you may appoint another person, who is not an independent director, as your proxy to attend the meeting on your behalf by completing and signing the Proxy Form (Attachment 10). Please also review the procedures for attending the shareholders' meeting via electronic means (Attachment 8).

If a shareholder wishes to appoint one of the Bank's independent directors (Attachment 6) as his or her proxy to attend the meeting and vote, the shareholder may submit the request form for attending the meeting via electronic means, or complete the Proxy Form with fixed and specific authorization details (Proxy Form B — Recommended) (Attachment 10). Please send the completed proxy form together with the required supporting documents to the Bank in advance so that they reach the Bank prior to the meeting date. The documents should be sent by registered mail to:

Corporate Secretariat Department
Kiatnakin Phatra Bank Public Company Limited
No. 209, KKP Tower A, 21st Floor
Sukhumvit 21 (Asoke) Road, Khlong Toey Nua Subdistrict
Wattana District, Bangkok 10110

The Bank would like to inform shareholders that you may access the Notice of the 2026 Annual General Meeting of Shareholders and other supporting documents by scanning the QR Code or via the Bank's website (<https://www.kkpfpg.com>) from March 25, 2026, onwards. If any shareholder has any inquiries or questions regarding the meeting agendas, you may submit them in advance to the Bank via e-mail at corporate_secretary@kkpfpg.com or by sending them to the Bank's mailing address.

QR Code for accessing the Notice of the 2026 Annual General Meeting of Shareholders
and the supporting documents



Yours faithfully,



(Mr. Supol Wattanavekin)

Chairman of the Board of Directors

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QR Code for accessing the Privacy Notice



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