

ACL Bank Public Company Limited

Minutes of the Annual General Meeting of the Shareholders No. 15 (2008)

held at Heliconia Room (EL Floor), Emporium Suites,

622 Sukhumvit Road, Khlongton Sub-District, Khlongtoei District, Bangkok 10110

on April 24, 2008 at 14:00 hours

Mr. Chanchai Leetavorn - Chairman of the Board of Directors presided over the Meeting.

Directors present at the Meeting were as follows:

1. Mr. Chanchai Leetavorn Chairman
2. Dr. Charnchai Musignisarkorn Vice Chairman
Chairman of Board of Executive Directors
3. Mr. Thongchai Ananthothai President
Executive Director
4. Dr. Kosol Petchsuwan Independent Director
Chairman of Audit Committee
5. Dr. Prasit Damrongchai Independent Director
Chairman of Corporate Governance Committee
6. Ms. Supa Piyajitti Director
7. Mr. Kritsda Udyanin Director
Member of Corporate Governance Committee
8. Mr. Plengsakdi Prakaspesat Independent Director
Member of Audit Committee
Member of Corporate Governance Committee
9. Ms. Ajarie Visessiri Director
Executive Director
10. Mr. Vim Tayaputch Director
Executive Director
11. Ms. Ladda Siriwattanakosol Independent Director
Member of Audit Committee

Ms. Orapin Sreesangkom – Corporate Secretary informed the Meeting that there were 64 shareholders of the Bank attending the Meeting in person and by proxy, representing 929,021,464 shares of the total 1,590,452,945 shares or 58.41% of the total issued shares of the Bank. A quorum thereby was formed as required by the Articles of Association.

The Chairman declared the Meeting opened and introduced the Board of Directors as the above-mentioned name list. In addition, the Chairman introduced the executives and the auditors who attended the Meeting as follows:

1. Mr. Apichart Kasemkulsiri Senior Executive Vice President
2. Mr. Som Pisarnsopon Executive Vice President, Finance & Strategy Division
3. Ms. Orapin Sreesangkom Executive Vice President, Corporate Secretariat,
Compliance and Legal Division/ Corporate Secretary
4. Ms. Rungnapa Lertsuwankul Auditor of Ernst & Young Office Limited
5. Ms. Siripan Tuntipanichapan Auditor of Ernst & Young Office Limited

The Chairman delegated Ms. Orapin Sreesangkom – Corporate Secretary to be the Secretary to the Meeting and to explain to the Meeting the voting procedures and vote-counting method.

The Corporate Secretary informed the Meeting of the details and application of the 3 proxy forms prescribed by the Ministry of Commerce, the duty stamps provided by the Bank to facilitate the shareholders who appointed the proxies, and explained the voting procedures and vote-counting method as follows:

- One share had one vote.
- A shareholder could vote on only one aspect with all voting rights for “approve”, “disapprove” or “abstain”. Splitting votes was not allowed, except for the case of the foreign shareholders appointing the custodians in Thailand to keep and safeguard their shares.
- A shareholder, holding more than 5% of all issued shares in the Bank could cast the votes not exceeding 5%, except a waiver or exemption had been granted by laws.
- The matters would be resolved by majority votes, except for the matters the laws or the Bank’s Articles of Association required otherwise.
- In case of disapproval or abstention, the shareholders could cast their votes by indicating their names and number of shares, checking (✓) for “disapprove” or “abstain” in voting tickets, and show their hands to submit the voting tickets to the Bank’s officers for counting. To vote for “approve”, the shareholders needed not vote in the voting tickets (except for Agendum 5 and Agendum 6 regarding the election of directors). The “approve” votes would be counted by deducting the “disapprove” votes, “abstain” votes and default tickets from the total number of votes of the shareholders who attended the Meeting.

In compliance with the principles of good corporate governance, the Bank would collect all voting tickets “approve”, “disapprove” or “abstain” from all shareholders who attended the Meeting on the Agendum 5 - To approve the election of the directors to replace those who are scheduled to retire by rotation and Agendum 6 - To approve the appointment of a new director.

The Chairman added that the Bank allowed shareholders to propose the agenda of the Meeting and to nominate qualified candidates for election as directors to the Board of Directors for consideration under the criteria as disclosed on the Bank’s website during October 1 – December 31, 2007, but there was no agendum or nomination proposed to the Bank. Therefore, the Meeting was proposed to consider the following matters according to the agenda specified in the notice of the Meeting without any additional agenda.

Agendum 1 To adopt the Minutes of the Annual General Meeting of the Shareholders No.14 (2007)

The Chairman proposed that the Meeting give its consideration to adopt the Minutes of the AGM No.14 (2007) held on April 27, 2007. The Minutes had correctly been recorded and submitted to the Stock Exchange of Thailand and the Ministry of Commerce within the timeframe prescribed by the laws. It was also disclosed on the Bank's website. The copies of such Minutes were already sent to the shareholders together with the notice of the Meeting.

The Chairman invited questions from the shareholders. No shareholder raised any question or proposed any amendment to the said Minutes.

The Meeting considered the matter and cast the votes.

The Corporate Secretary announced the voting results as follows:

Approved	727,864,799 shares equivalent to 100 %
Disapproved	- shares equivalent to -
Abstained	19,358,351 shares
Total	747,223,150 shares

The Meeting adopted the Minutes of the AGM No. 14 (2007) with the affirmative unanimous vote of the total number of shares of the shareholders who attended the Meeting and cast the votes.

Agendum 2 To acknowledge the report on the result of business operations of the Bank during 2007

The Chairman reported to the Meeting that the report on the result of business operations of the Bank during 2007, as required by Article 50 of the Bank's Articles of Association, was in the 2007 Annual Report of the Bank sent to the shareholders together with the notice of the Meeting. The Chairman delegated Mr. Thongchai Ananthothai – President to give a summary to the Meeting on the result of business operations of the Bank during 2007.

The President reported to the Meeting that the Bank and its subsidiaries had a net profit in 2007 of 343 million Baht, a year-on-year decrease by 416 million Baht or 55 percent. The decrease was mainly from the amortization expenses of Goodwill in the amount of 323 million Baht due to the acquisition of Bualuang Finance Company Limited (currently renamed as BLF Company Limited), which was in accordance with a new Thai Accounting Standard No.43 on Business Combinations announced at the end of 2007. Besides, the Bank and its subsidiaries had set up bad debt and doubtful accounts responded to the uncertainty in the economy. The Bank and its subsidiaries had net interest and dividend income of 1,490 million Baht, increased by 421 million Baht or 39 percent, non-interest income of 774 million Baht, increased by 215 million Baht or 39 percent, non-interest expense of 1,235 million Baht, increased by 142 million Baht or 13 percent. After consolidation all income and expenses, the Bank and its subsidiaries had profit before income tax and minority interest of 344 million Baht, and corporate income tax of 4 million Baht, resulting in profit before minority interest of 340 million Baht.

The financial position of the Bank and its subsidiaries at the end of 2007 was that the total assets amounted to 61,135 million Baht, an increase from the end of 2006 by 20,083 million Baht or 49 percent mainly due to loan growth. As of December 31, 2007, loans of the Bank and its subsidiaries amounted to 35,875 million Baht, an increase from the end of 2006 by 6,342 million Baht or 21 percent. At the end of 2007, the Bank's ratio of non-performing loans (NPLs) to total loans before deduction of allowance for doubtful accounts was 5.05 percent, a decrease from 16.05 percent at the end of 2006. Such ratio after deduction of allowance for doubtful accounts was 4.30 percent, a decrease from 6.36 percent at the end of 2006.

Liabilities of the Bank and its subsidiaries at the end of 2007 amounted to 48,861 million Baht, an increase from the end of 2006 by 19,752 million Baht or 68 percent mainly due to the increase in deposits and bills of exchange via branches and head office by 14,712 million Baht or 55 percent in order to support the expansion of the loan portfolio.

Shareholders' equity of the Bank and its subsidiaries at the end of 2007 amounted to 12,274 million Baht, an increase from the end of 2006 by 330 million Baht or 3 percent mainly resulting from the profit of the Bank and its subsidiaries of 343 million Baht in 2007. Book value as at December 31, 2007 equaled to 7.72 Baht per share, an increase from 7.51 Baht per share at the end of 2006. As at December 31, 2007, the Bank had a capital fund of 12,262 million Baht comprising Tier-1 capital of 12,068 million Baht and Tier-2 capital of 194 million Baht. The capital fund included 230 million Baht half-year net profit of the Bank and its subsidiaries. The capital adequacy ratio of the Bank stood at 31.92 percent, higher than the requirement of the Bank of Thailand (BOT) which required total capital fund to risk assets not lower than 8.5 percent. With the solid capital fund structure, the Bank was capable of expanding business continuously and firmly and sustaining its competitive advantage in the foreseeable future.

A shareholder raised a question on the update of Bangkok Bank Public Company Limited (BBL)'s divestment of its shares in the Bank to Industrial and Commercial Bank of China Limited (ICBC). The President explained that this matter would be subject to the new law. Since the authority opined that the transaction could not be executed under the current law. The new law would be effective in August 2008. The Bank had to wait and find out the clarity in the authority's policy and the benefits to the Bank.

A shareholder raised a question when the Bank would pay dividend. The President explained that the Bank had enough capital fund to pay out dividend. As restricted by the law, the Bank however could not make any dividend payment since the Bank still had accumulated loss.

There was no additional question from the shareholders.

The Meeting acknowledged the results of business operations of the Bank during 2007.

Agendum 3 To approve the audited balance sheet and profit and loss statement for the year ended December 31, 2007

The Chairman reported to the Meeting that in compliance with Section 112 of the Public Limited Companies Act B.E. 2535 and Article 50(2) of the Bank's Articles of Association, the Bank prepared the audited balance sheet and profit and loss statement for the year ended December 31, 2007 and the same had already been considered by the Audit Committee and the Board of Directors, and duly audited and certified by the auditor. The details were appeared in the 2007 Annual Report already sent to the shareholders together with the notice of the Meeting.

The Chairman invited questions from the shareholders. No shareholder raised any question.

The Chairman proposed to the Meeting to approve the audited balance sheet and profit and loss statement for the year ended December 31, 2007.

The Meeting considered the matter and cast the votes.

The Corporate Secretary announced the voting results as follows:

Approved	727,887,960 shares equivalent to 100 %
Disapproved	- shares equivalent to -
Abstained	19,358,351 shares
Total	747,246,311 shares

The Meeting approved the audited balance sheet and profit and loss statement for the year ended December 31, 2007 with the affirmative unanimous vote of the total number of shares of the shareholders who attended the Meeting and cast the votes.

Agendum 4 To approve the omission of the profit allotment and dividend payment for the year 2007

The Chairman proposed to the Meeting to approve the omission of the profit allotment and dividend payment for the year 2007. In the year 2007, the Bank had a net profit of 343 million Baht, but the Bank still had accumulated loss. Thus, the Bank needed not allot the profit as the Bank's reserve according to Section 116 of the Public Limited Companies Act B.E. 2535. Furthermore, Section 115 of such Act stipulated that dividends shall not be paid other than out of profits. If the company still has accumulated loss, no dividend shall be paid. Therefore, the same as last year the Bank had not determined the dividend policy.

A Shareholder raised a question whether the Bank had to pay income tax or not, since the Bank still had accumulated loss. Mr. Thongchai Ananthothai responded that losses could be deducted from profits of the following years up to 5 years. The Bank did not pay income tax for 10 years after 1997 financial crisis. This year 2008 would be the first year the Bank had to pay corporate income tax, since the existing accumulated loss had exceeded 5 years.

There was no additional question from the shareholders. The Meeting considered the matter and cast the votes.

The Corporate Secretary announced the voting results as follows:

Approved	727,887,960 shares equivalent to 100 %
Disapproved	- shares equivalent to -
Abstained	19,358,351 shares
Total	747,246,311 shares

The Meeting approved the omission of the profit allotment and dividend payment for the year 2007 with the affirmative unanimous vote of the total number of shares of the shareholders who attended the Meeting and cast the votes.

Agendum 5 To approve the election of the directors to replace those who were scheduled to retire by rotation

The Chairman delegated Dr. Prasit Damrongchai – Chairman of Corporate Governance Committee to present to the Meeting the details of the election of the directors to replace those who were scheduled to retire by rotation.

The Chairman of Corporate Governance Committee reported to the Meeting that Article 23 of the Bank's Articles of Association stipulated that at each AGM, one-third of the directors must retire by rotation, and that the directors who had been in the position longest must retire first. The retiring directors were eligible for re-election.

At this AGM (2008) there are 4 directors scheduled to retire:

- | | | | |
|----|---------------|------------------|----------------------|
| 1. | Dr. Kosol | Petchsuwan | Independent Director |
| 2. | Ms. Ladda | Siriwattanakosol | Independent Director |
| 3. | Mr. Kritsda | Udyanin | Director |
| 4. | Dr. Charnchai | Musignisarkorn | Director |

The Bank allowed shareholders to nominate qualified candidates for election as the Bank's directors under the criteria for nomination of directors as disclosed on the Bank's website from October 1 – December 31, 2007, but there was no nomination submitted to the Bank. Therefore, the Corporate Governance Committee considered the appropriate qualifications of the retiring directors in compliance with the Bank's criteria for nomination of directors, including the performance evaluation of each director, and recommended the Board of Directors to propose to the Meeting to re-elect the above-mentioned directors as the Bank's directors for another term.

The Board of Directors, excluding the interested directors, concurred with the Corporate Governance Committee's recommendation to propose to the Meeting to re-elect all 4 directors as directors for another term. The said directors' profiles were appeared in the supplementary documents for Agendum 5 in the notice of the Meeting.

The Chairman of Corporate Governance Committee invited questions from the shareholders. No shareholder raised any question.

The Meeting considered the matter and cast the votes to elect the directors to replace those who were scheduled to retire by rotation on an individual basis.

The Corporate Secretary announced the voting results as follows:

- | | | | |
|----|-------------|-------------------|----------------------------|
| 1) | Dr. Kosol | Petchsuwan, | Independent Director |
| | Approved | 727,928,165 | shares equivalent to 100 % |
| | Disapproved | - | shares equivalent to - |
| | Abstained | 19,368,351 | shares |
| | Total | 747,296,516 | shares |
| 2) | Ms. Ladda | Siriwattanakosol, | Independent Director |
| | Approved | 727,928,165 | shares equivalent to 100 % |
| | Disapproved | - | shares equivalent to - |
| | Abstained | 19,368,351 | shares |
| | Total | 747,296,516 | shares |

- 3) Mr. Kritsda Udyanin, Director
Approved 727,883,165 shares equivalent to 100 %
Disapproved - shares equivalent to -
Abstained 19,413,351 shares
Total 747,296,516 shares
- 4) Dr. Charnchai Musignisarkorn, Director
Approved 727,911,165 shares equivalent to 100 %
Disapproved - shares equivalent to -
Abstained 19,385,351 shares
Total 747,296,516 shares

The Meeting approved the re-election of the 4 retiring directors, namely Dr. Kosol Petchsuwan, Ms. Ladda Siriwattanakosol, Mr. Kritsda Udyanin and Dr. Charnchai Musignisarkorn as the Bank's directors for another term with the affirmative unanimous vote of the total number of shares of the shareholders who attended the Meeting and cast the votes.

Agendum 6 To approve the appointment of a new director

The Chairman delegated Dr. Prasit Damrongchai – Chairman of Corporate Governance Committee to present to the Meeting the details of the appointment of a new director.

The Chairman of Corporate Governance Committee reported to the Meeting that the Corporate Governance Committee had nominated the qualified candidate, Mr. Phadhadej Dhamcharee, for appointment as independent director to replace a director who resigned from the Bank. Mr. Phadhadej had great knowledge of economics and experienced in fiscal and finance, which would benefit the Bank. He was fully qualified under the Bank's criteria for nomination of directors and the Public Limited Companies Act B.E. 2535, without prohibited characteristics under the criteria of the Bank of Thailand, the Office of the Securities and Exchange Commission and the Stock Exchange of Thailand. His personal profile was appeared in the supplementary document for Agendum 6 in the notice of the Meeting.

The Board of Directors concurred with the Corporate Governance Committee's recommendation to propose to the Meeting to approve the appointment of Mr. Phadhadej Dhamcharee as another independent director. Thus, the Board of Directors would comprise 12 directors.

The Chairman invited questions from the shareholders. No shareholder raised any question.

The Meeting considered the matter and cast the votes.

The Corporate Secretary announced the voting results as follows:

Approved 727,891,165 shares equivalent to 99.9973 %
Disapproved 20,000 shares equivalent to 0.0027 %
Abstained 19,385,351 shares
Total 747,296,516 shares

The Meeting approved the appointment of Mr. Phadhadej Dhamcharee as independent director with the affirmative majority vote of the total number of shares of the shareholders who attended the Meeting and cast the votes.

Agendum 7 To approve the remuneration of directors

The Chairman informed the Meeting that the interested directors being the shareholders had no right to vote on this agendum. The Chairman delegated Dr. Prasit Damrongchai – Chairman of Corporate Governance Committee to present to the Meeting on the details of the remuneration of directors.

The Chairman of Corporate Governance Committee proposed to the Meeting to consider the remuneration of directors for the year 2008/2009 as follows:

1. Directors' fee : 30,000 Baht per month
In any month that there is no Board of Directors' Meeting, the directors are not entitled to receive the directors' fee.
2. Remuneration per position per month
 - 2.1 Chairman of Board of Directors 90,000 Baht
 - 2.2 Chairman of Sub-Committee 50,000 Baht
 - 2.3 Director in Sub-Committee 30,000 Baht
 - 2.4 Chairman of Board of Executive Directors 250,000 Baht
 - 2.5 Executive Director 150,000 BahtChairman and members of Board of Executive Directors or Sub-Committees who are the Bank's permanent staff or employees receiving monthly salary are not entitled to receive the remuneration per position in the Board of Executive Directors or Sub-Committees.

The Corporate Governance Committee considered the proposed remuneration by comparing the remuneration structures and rates of the Bank with those of other financial institutions and recommended the remuneration appropriate to duties and responsibilities of directors for the year 2008/2009 be the same rates as last year. The Board of Directors concurred with the Corporate Governance Committee's recommendation to propose to the Meeting to approve the said remuneration of directors.

Duties and responsibilities of the Board of Directors and Sub-Committees were appeared in the 2007 Annual Report, Management Structure, page 115-118.

A shareholder raised the questions about the remuneration of directors as follows:

1. Whether the Chairman and the Chairman of Board of Executive Directors was the same person; and why was the remuneration per position of the Chairman less than the Chairman of Board of Executive Directors?
2. The Audit Committee was important. Why was its remuneration equal to the other Sub-Committee?
3. Did the Risk Management Committee and other Sub-Committees receive any fees?

The Chairman, the Chairman of Board of Executive Directors, the Chairman of Corporate Governance Committee, and the President responded as follows:

1. The Chairman and the Chairman of Board of Executive Directors were different persons. The reason why the remuneration per position of the Chairman was less than the Chairman of Board of Executive Directors was that the Chairman did not have any management duty. The remuneration was determined upon the assigned duties and responsibilities of each director.

2. Each Sub-Committee had different duties and responsibilities. The Board of Executive Directors received higher remuneration than other Sub-Committees because it was responsible for the management of the Bank's business and had weekly meetings. For the other 2 Sub-Committees, the Audit Committee and the Corporate Governance Committee, were equally important. The Corporate Governance Committee had the combined duties and responsibilities of 3 Sub-Committees, i.e. the Nomination Committee, the Compensation Committee, and the Corporate Governance Committee. Therefore, it should receive the same remuneration as the Audit Committee.

3. The Risk Management Committee and the other Sub-Committees other than the Board of Executive Directors, the Audit Committee, and the Corporate Governance Committee did not receive any remuneration or fees.

There was no additional question from the shareholders. The Meeting considered the matter and cast the votes.

The Corporate Secretary announced the voting results as follows:

Approved	725,935,791 shares equivalent to 97.14 %
Disapproved	- shares equivalent to -
Abstained	21,360,725 shares equivalent to 2.86 %
Total	747,296,516 shares

The Meeting approved the remuneration of directors as proposed with the affirmative vote of more than two-thirds of the total number of shares of the shareholders who attended the Meeting and had the right to vote.

Agendum 8 To approve the appointment of the auditors and their remuneration for the year 2008

The Chairman delegated Dr. Kosol Petchsuwan – Chairman of Audit Committee to present to the Meeting the details of the appointment of the auditors and the determination of the audit fees.

The Chairman of Audit Committee stated to the Meeting that according to Section 120 of the Public Limited Companies Act B.E. 2535 and Article 50(5) of the Bank's Articles of Association, the Board of Directors, as per the recommendation of the Audit Committee, proposed to the Meeting to approve the appointment of the auditors and their remuneration for the year 2008 as follows:

1. The auditors of Ernst & Young Office Limited (E&Y)
 - Ms. Rungnapa Lertsuwankul, CPA Registration No. 3516
 - Mr. Sophon Permsirivallop, CPA Registration No. 3182
 - Ms. Sumalee Reewarabandith, CPA Registration No. 3970
 - Ms. Vissuta Jariyathanakorn, CPA Registration No. 3853

2. Ms. Rungnapa Lertsuwankul was the Bank's auditor for the years 2001-2005 (totaling 5 years). Mr. Sophon Permsirivallop was the Bank's auditor for the years 2006-2007 (totaling 2 years). Nevertheless, all proposed auditors are of E&Y, the Bank's audit firm since the year 2001 (totaling 7 years).

3. Ms. Rungnapa Lertsuwankul is the auditor of the Bank's subsidiaries, Asia Credit Securities Company Limited and Leasing Sinn Asia Company Limited, since 2001 (totaling 7 years) and 2005 (totaling 3 years) respectively.

4. Remuneration of auditors

Proposed Audit Fees	Baht
Audit financial statements for the year ended December 31, 2008	1,100,000
Audit financial statements for the period of 6 months ended June 30, 2008	1,000,000
Review quarterly financial statements (2 quarters)	1,000,000
Special report according to the Bank of Thailand's guidelines	200,000
Total	3,300,000

Comparison of Audit Fees in the Past Years (exclude Non-Audit Services)

	2005		2006		2007		2008	
	Baht	%*	Baht	%*	Baht	%*	Baht	%*
ACL Bank Public Company Limited	2,300,000	22.3	2,500,000	8.7	2,900,000	16.0	3,300,000	13.79

* % increase from last year

Remark: For Non-Audit Services, in the preceding year, the Bank and subsidiaries had not received any non-audit services rendered by the engaged audit firm except expense reimbursement relating to the audit services rendered such as overtime, traveling expenses, etc.

The Audit Committee recommended the Board of Directors to propose to the Meeting to approve the appointment of Ms. Rungnapa Lertsuwankul, Mr. Sophon Permsirivallop, Ms. Sumalee Reewarabandith and Ms. Vissuta Jariyathanakorn of E&Y as the Bank's auditors for the year 2008 with the audit fee of 3,300,000 Baht, since they were qualified under the regulations of the Bank of Thailand and the Office of the Securities and Exchange Commission, and they had qualified and experienced audit team.

The proposed auditors had no relationship with or interests in the Bank/ subsidiaries/ executives/ major shareholders or related parties thereof.

Furthermore, the Audit Committee proposed to the shareholders to acknowledge the 2008 audit fees of the Bank's subsidiaries totaling 1,300,000 Baht.

The Chairman invited questions from the shareholders. No shareholder raised any question.

The Meeting considered the matter and cast the votes.

The Corporate Secretary announced the voting results as follows:

Approved 727,967,165 shares equivalent to 100 %

Disapproved - shares equivalent to -

Abstained 19,358,351 shares

Total 747,325,516 shares

The Meeting approved the appointment of the auditors and their remuneration for the year 2008, and acknowledged the 2008 audit fees of the Bank's subsidiaries as proposed with the affirmative unanimous vote of the total number of shares of the shareholders who attended the Meeting and cast the votes.

**Agendum 9 To approve the amendment to Clause 4 of the Bank's Memorandum of Association
Subject: Registered Capital**

The Chairman proposed to the Meeting to approve the amendment to Clause 4 of the Bank's Memorandum of Association Subject: Registered Capital and delegated Ms. Orapin Sreesangkom – Corporate Secretary to present to the Meeting the details of such amendment.

The Corporate Secretary reported to the Meeting that last year the Bank's preferred shareholders exercised their rights to convert their preferred shares into totaling 26,585,571 ordinary shares, and such conversion had been registered with the Department of Business Development, the Ministry of Commerce. Therefore, the Meeting was proposed to approve the amendment to Clause 4 of the Bank's Memorandum of Association Subject: Registered Capital to be in line with the conversion of preferred shares into ordinary shares as follows:

	Registered Capital	Existing		Proposed	
Clause 4	Registered Capital	15,904,529,450	Baht	15,904,529,450	Baht
	Divided into	1,590,452,945	shares	1,590,452,945	shares
	At par value of	10	Baht	10	Baht
	Consisting of				
	Ordinary shares	1,060,592,961	shares	1,087,178,532	shares
	Preferred shares	529,859,984	shares	503,274,413	shares

The Meeting was also proposed to authorize the directors or a person delegated by the directors to register the amendment to the Bank's Memorandum of Association with the Department of Business Development, the Ministry of Commerce.

A shareholder raised a question on preferred shareholders and term of preferred shares. The Corporate Secretary responded that the remaining preferred shares were preferred shares B, which the Ministry of Finance was the major shareholder. The rights of preferred shares would expire around the end of 2009.

There was no additional question from the shareholders. The Meeting considered the matter and cast the votes.

The Corporate Secretary announced the voting results as follows:

Approved 727,967,165 shares equivalent to 97.41 %
Disapproved - shares equivalent to -
Abstained 19,358,351 shares equivalent to 2.59 %
Total 747,325,516 shares

The Meeting approved the amendment to Clause 4 of the Bank's Memorandum of Association Subject: Registered Capital to be in line with the conversion of preferred shares into ordinary shares as proposed, and authorized the directors or a person delegated by the directors to register the amendment to the Bank's Memorandum of Association with the Department of Business Development, the Ministry of Commerce, with the affirmative vote of more than three quarters of the total number of shares of the shareholders who attended the Meeting and had the right to vote.

Agendum 10 To consider other matters (if any)

No shareholder proposed any other matters for consideration.

The Chairman informed the Meeting that all agenda had been considered by the Meeting and no shareholder raised any more questions or proposed other additional matters, the Chairman thanked all shareholders and proxies for attending the Meeting and brought the Meeting to a close.

The Meeting was adjourned at 16:00 hours.

.....
(Chanchai Leetavorn)

Chairman

.....
(Orapin Sreesangkom)

Corporate Secretary