



YOMA BANK

No. 28/ FY2020-2021

MINUTES OF THE ANNUAL GENERAL MEETING OF YOMA BANK LIMITED (COMPANY REGISTRATION NO. 193771947)

HELD ON [THURSDAY, 7TH APRIL 2022] [AT 09:30 A.M. - 11:00 A.M.]

VIA TELE-CONFERENCE

SHAREHOLDER PRESENT IN PERSON: U TUN TUN (Representative of First Myanmar Investment Public Company Limited)
[REDACTED] (Representative of Greenwood Capital Private Limited)

SHAREHOLDER VOTED BY PROXY: [REDACTED] (Proxy of International Finance Corporation)
[REDACTED] (Proxy of Individual Shareholder [REDACTED])

DIRECTORS PRESENT: U THEIM WAI @ MR. SERGE PUN (Executive Chairman)
U KYI AYE (Executive Director)
U TUN MYAT (Independent Non-Executive Director)
DR. HOLGER DIRK MICHAELIS (Non-Executive Director)
MR. CHINTAMAN MAHADEO DIXIT, ALIAS DILIP (Independent Non-Executive Director)
MR. JOHN ALAN STALEY (Independent Non-Executive Director)
MS. IRIS FANG (Non-Executive Director)

APOLOGY WITH ABSENCE: [REDACTED] (Representative of Norfund)

IN ATTENDANCE: [REDACTED] (Representative of Greenwood Capital Private Limited)
DAW OMMAR SEIN (Senior Advisor & Chief Compliance Officer)
MR. ANTHONY TAN (Chief Risk Officer)
U KYAW KHAING WIN (Chief Financial Officer)
U BA MAUNG SEIN (Chief Operation Officer)
U KYAW SOE LIN (Chief Consumer Banking Officer)
DAW KHIN MU MU MYINT (Chief Business Banking Officer)
U BA THEIN NAING (Chief Technology Officer)
DAW ZIN MIE MIE (Corporate Secretary)
REPRESENTATIVES OF MYANMAR VIGOUR & ASSOCIATES LIMITED, External Auditor *For Agenda Item No. 2-3 Only*

ANNUAL GENERAL MEETING AGENDA

No	Item
1.	➤ Chairman's Comments
2.	➤ Annual Report, Directors' and Financial Reports of FY 2021

3.	➤ External Auditor’s Report of FY 2021 – Myanmar Vigour & Associates Limited
4.	➤ Shareholders’ Resolution and Notifications <ul style="list-style-type: none"> ○ Appointment of Directors ○ Notification of Directors’ Resignation ○ Notification of Committees and its Members
5.	➤ General Discussions and Closing Address

AGENDA ITEM	COMMENTS
1)	<p>Chairman’s Opening Comments</p> <p>Chairman initiated the Annual General Meeting of Yoma Bank Limited (the “Bank”) at 09:30 a.m. on 7th April 2022 via video conference call. He welcomed the Members to the meeting and declared that a quorum was presented.</p>
2)	<p>Annual Report, Directors’ and Financial Reports of FY 2021 – by Mr. Anthony Tan (Chief Risk Officer, CRO)</p> <p>CRO presented the Financial Year 2021 Annual Report of the Bank, which covered: a) the Bank’s mission and core values, b) one year in review with financial highlights, c) how the Bank served its customers including the launch of Flexi deposits, credit relief program, mobile and internet banking for business customers, and online branch appointment, d) the way the Bank created shared values for its people such as COVID-19 strategic preparedness, the development of learning hub, and its Employee Value Proposition, and e) the Bank’s CSR activities and COVID-related supports. All Members acknowledged the good performance and achievement of the Bank throughout the year.</p>
3)	<p>External Auditor’s Report of FY 2021 – by Myanmar Vigour & Associates Limited</p> <p>Chairman welcomed the representatives of the External Auditor, Myanmar Vigour & Associates Limited on behalf of the Members. The External Auditor representatives reported the overall process of the audited financial statements of the Bank for the year ended FY2021. Chairman went through the audited financial statements of the Bank, including the profit and loss statements and balance sheet comprised within those statements and the directors’ report for the financial year ended 30th September 2021 in the presence of Myanmar Vigour & Associates Limited representatives.</p> <p>The Chairman invited the Members present to ask queries arising out of audited annual financial statements of the Bank and accompanying reports. No questions or clarifications were raised, and all the reports were approved unanimously by the Shareholders.</p>

4)

Shareholders' Resolution and Notifications

Appointment of Directors

The Corporate Secretary presented the following list of directors to be appointed to the Board of Yoma Bank:

- U Theim Wai @ Mr. Serge Pun (Executive Chairman)
- U Kyi Aye (Executive Director)
- U Tun Myat (Independent Non-Executive Director)
- Dr. Holger Dirk Michaelis (Non-Executive Director)
- Mr. Chintaman Mahadeo Dixit, alias Dilip (Independent Non-Executive Director)
- Mr. John Alan Staley (Independent Non-Executive Director)
- Ms. Iris Fang (Non-Executive Director)

The Shareholders unanimously approved the appointment of Board of Directors of Yoma Bank Limited.

Notification of Directors' Resignation

The Corporate Secretary informed the resignation of 1) Non-Executive Director, Mr. Chi Tung Melvyn Pun with immediate effect from 28th October 2021, 2) Executive Director, Mr. Dean Alexander Cleland with immediate effect from 31st December 2021, and 3) Non-Executive Director, Ms. Fay Piyachatr Chetnakarnkul with immediate effect from 4th March 2022. All Members acknowledged the resignations.

Appointment of U Kyi Aye as a Member of the Audit Committee

The Corporate Secretary presented the appointment of U Kyi Aye as a member of the Audit Committee of the Bank and requested the Shareholders' consent and approval to waive the requirement under the Shareholders Agreement. The majority of the Shareholders approved the appointment as presented.

Notification of Committees and its members

The Chairman and Members of Yoma Bank Limited acknowledged the notifications of board sub-committees and committees established by the Board of Directors, and Management as well as its members, indicated below:

Board Sub Committees

AUDIT COMMITTEE

No	Name	Title
1	U Tun Myat	Chairman
2	U Kyi Aye	Member
3	Mr. Chintaman Mahadeo Dixit	Member
4	Ms. Iris Fang	Member

RISK OVERSIGHT COMMITTEE

No	Name	Title
1	U Kyi Aye	Chairman
2	U Tun Myat	Member
3	Mr. John Alan Staley	Member

PEOPLE, REMUNERATION & NOMINATION COMMITTEE

No	Name	Title
1	(TBD)*	
2	U Tun Myat	Member
3	Dr. Holger Dirk Michaelis	Member

**Yoma Bank's directors will be appointing the committee chairperson since Ms. Fay Piyachatr Chetnakarnkul resigned her position on 4th March 2022.*

TECHNOLOGY ADVISORY COMMITTEE

No	Name	Title
1	Mr. John Alan Staley	Chairman
2	Ms. Rita Nguyen	Member
3	Mr. Ramon L. Jocson	Member

Committees established by Management

LEADERSHIP COMMITTEE

No	Name	Title
1	Daw Ommar Sein	Senior Advisor
2	Daw Aye Aye Soe	Advisor
3	Mr. Anthony David Tan	Member
4	U Ba Maung Sein	Member
5	U Kyaw Khaing Win	Member
6	U Kyaw Soe Lin	Member
7	Daw Khin Mu Mu Myint	Member
8	Daw Nang Khin Khin Gyi	Member
9	U Naing Aye Lynn	Member
10	U Ba Thein Naing	Member
11	Daw Zin Mie Mie	Member
12	Daw Aye Thagyan	Member
13	Daw Jessica Myint Thinn	Member

ASSET & LIABILITIES COMMITTEE

No	Name	Title
Voting Members		
1	U Kyaw Khaing Win	Chair
2	Mr. Anthony David Tan	Member
3	U Kyaw Soe Lin	Member
4	Daw Khin Mu Mu Myint	Member
5	U Naing Aye Lynn	Member
Permanent Members		
1	U Ba Maung Sein	Member
2	Daw Kyi Pyar	Member
3	U Zarni Tun	Member
4	Mr. Gerald Loh	Member
5	Product Managers	Member

CREDIT COMMITTEE - EXECUTIVE (ECC)

No	Name	Title
1	Mr. Anthony David Tan	Chair
2	Daw Aye Aye Soe	Member
3	Daw Khin Mu Mu Myint	Member
4	Mr. Mathew Kootaplackil	Member
5	Daw Ei Thinzar	Member

NON-PERFORMING LOANS COMMITTEE

No	Name	Title
Voting Members		
1	Mr. Anthony Tan	Chair
2	U Kyaw Khaing Win	Member
3	Daw Khin Mu Mu Myint	Member
4	U Kyaw Soe Lin	Member
5	Mr. Bijesh Menon	Member
Permanent Members		
1	U Thet Win Naing	Member
2	Mr. Duncan William Burry	Member

PRODUCT & PRICING COMMITTEE

No	Name	Title
1	U Kyaw Soe Lin	Chair
2	Daw Khin Mu Mu Myint	Co-chair
3	Daw Ommar Sein	Member
4	U Kyaw Khaing Win	Member
5	U Ba Maung Sein	Member
6	U Naing Aye Lynn	Member
7	Mr. Anthony David Tan	Member
8	U Ba Thein Naing	Member
9	Daw Jessica Myint Thinn	Member

DELIVERY COMMITTEE

No	Name	Title
1	U Naing Aye Lynn	Chair
2	U Kyaw Khaing Win	Member
3	U Ba Thein Naing	Member
4	U Ba Maung Sein	Member
5	Mr. Anthony David Tan	Member
6	U Kyaw Soe Lin	Member
7	Daw Khin Mu Mu Myint	Member

FBE STEERING COMMITTEE/ FINASTRA JOINT STEERING COMMITTEE

No	Name	Title
1	U Kyaw Soe Lin	Chair
2	U Ba Maung Sein	Member
3	U Naing Aye Lynn	Member
4	Daw Khin Mu Mu Myint	Member
5	U Ba Thein Naing	Member

BANCASSURANCE JOINT STEERING COMMITTEE

No	Name	Title
1	U Kyaw Soe Lin	Chair
2	U Kyaw Khaing Win	Member
3	U Naing Aye Lynn	Member

MASTERCARD JOINT STEERING COMMITTEE

No	Name	Title
1	U Kyaw Soe Lin	Chair
2	U Naing Aye Lynn	Member
3	U Kyaw Aung Myint	Member

CRISIS MANAGEMENT TEAM

No	Name	Title
1	U Ba Maung Sein	Chair
2	Mr. Anthony David Tan	Member/ Alternate Chair
3	Daw Khin Mu Mu Myint	Member
4	U Kyaw Soe Lin	Member
5	Daw Nang Khin Khin Gyi	Member
6	Daw Jessica Myint Thinn	Member
7	U Aung Kyaing Myint	Member

Note: The chair and members of Crisis Management Team will change depends on the nature of the crisis event.

5)

General Discussions and Closing Address

Chairman discussed and informed the Members regarding the Financial Year change (1st April – 31st March).

Chairman appreciated the Shareholders for their involvement and support in the Bank and congratulated Yoma Bank's Leadership Team for their outstanding performance in particular to navigating the Bank through COVID situations and challenges in external environment. Going forward, the Bank will continue supporting the employee and provide the best service to customers by adhering to its mission and core values.

The Chairman thanked the Shareholders for their continuous support in Yoma Bank Limited.

Signed as a correct record.

Date: 7th April 2022**SIGNED BY:**

CHAIRMAN

CORPORATE SECRETARY