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Ref. CIMBT OFF 049 /2017

27 February 2017

Subject: Notification of the resolutions of the Board of Directors' meeting and setting of schedule for the Annual General Meeting of Shareholders No. 23 ("**AGM**")

To: The President
The Stock Exchange of Thailand

The Board of Directors' meeting of CIMB Thai Bank Public Company Limited ("CIMB Thai" or the "Bank") No. 2/2017, held on 24 February 2017, passed resolutions on the following matters:

1. The Board of Directors deems it appropriate to present the Bank's operating results for the year 2016 at the AGM for acknowledgment.
2. The Board of Directors deems it appropriate to propose for the AGM's approval of the Bank's statements of financial position and statements of comprehensive income for the fiscal year ended 31 December 2016, which have been audited and certified by the auditor of the Bank.
3. The Board of Directors deems it appropriate to propose for the AGM's approval of the allocation of the profit for the year 2016 and seek approval of no dividend payment.
4. The Board of Directors consents to the proposal of the Nomination, Remuneration and Corporate Governance Committee and deems it proper to propose for the AGM's approval of the remuneration for the Board and Board Committee members for 2017, with the meeting allowance payment to be divided into two parts, i.e. monthly meeting allowance and meeting allowance per attendance. However, the total remuneration will remain unchanged with details as below.

4.1. Meeting and entertainment allowances for Board members:

- Monthly meeting allowance:

Position	Allowance (Monthly)		Allowance (Per Attendance)	
Chairman	THB	71,500 per person	THB	58,500 per person
Vice Chairman	THB	48,400 per person	THB	39,600 per person
Director	THB	24,000 per person	THB	20,000 per person

- Monthly entertainment allowance:

Chairman THB 70,000 per person

- 4.2. Remuneration for Board Committee members: The directors who are required to serve on other Board Committees are entitled to receive additional monthly meeting allowances and meeting allowance per attendance as follows:

Position	Allowance (Monthly)	Allowance (Per Attendance)
Chairman of Audit Committee	THB 39,600 per person	THB 32,400 per person
Audit Committee Member	THB 22,000 per person	THB 18,000 per person
Chairman of other Board Committee	THB 28,600 per person	THB 23,400 per person
Member of other Board Committee	THB 22,000 per person	THB 18,000 per person

5. The Board of Directors considers it appropriate as recommended by the Audit Committee to propose for the AGM's approval of the appointment of PriceWaterhouseCoopers ABAS Ltd. by (1) Mr. Boonlert Kamolchanokkul (CPA License No. 5339) and/or (2) Mrs. Unakorn Phruithithada (CPA License No. 3257) and/or (3) Mr. Paiboon Tunkoon (CPA License No. 4298) as CIMB Thai Group auditor for the year 2017, and determination of the auditing fee and other fees for 2017 of THB 9,615,000 for the Bank, as well as for acknowledgment of the auditing fee of THB 1,925,000 for CIMB Thai - Vientiane Branch and the subsidiaries of the Bank, making up the total auditing fees and other fees of CIMB Thai Group of THB 11,540,000 for the year 2017.
6. The Board of Directors (excluding directors with beneficial interests) deems it appropriate to propose for the AGM's approval of the re-election of the three members of the Board of Directors who are due to retire by rotation, i.e. (1) Mrs. Watanan Petersik, (2) Dato' Lee Kok Kwan, and (3) Mr. Kittiphun Anutarasoti, as the Bank's Directors for another term.
7. The Board of Directors resolved to approve the schedule for the AGM No. 23 held on Wednesday, 12 April 2017, at 14.00 hrs., at the Auditorium Room, 9th floor, CIMB Thai Bank Public Company Limited, 44 Langsuan Road, Lumpini, Patumwan, Bangkok 10330 with the following agenda items:

Agenda Item 1 To certify the minutes of Extraordinary General Meeting of Shareholders No. 1/2017 held on 24 February 2017;

Agenda Item 2 To acknowledge the Bank's operating results for the year 2016;

Agenda Item 3 To consider and approve the statements of financial position and the statements of comprehensive income for the fiscal year ended 31 December 2016;

Agenda Item 4 To consider and approve the allocation of profits for 2016 and no dividend payment;

- Agenda Item 5 To consider and approve directors' remuneration for the year 2017;
- Agenda Item 6 To appoint the auditor and determine the audit fee for the year 2017;
- Agenda Item 7 To consider the election of directors to replace those due to retire by rotation;
- Agenda Item 8 Other matters (if any)

Shareholders who may have any questions in relation to the agenda to be proposed at the Annual General Meeting of Shareholders may send such questions to Company Secretary Unit, Office of the President, CIMB Thai Bank Public Company Limited, 44 Langsuan Road, Lumpini, Pathumwan, Bangkok 10330, or via facsimile at +66-2657-3082 or to the following e-mail address: cs@cimbthai.com. Questions may be submitted during the period from 17 March 2017 to 31 March 2017.

8. The Board of Directors resolved to approve the determination of the record date of the name list of shareholders entitled to attend the AGM No. 23, i.e. Monday, 13 March 2017, and the closing date of the share register book on which the name list of shareholders is compiled under Section 225 of the Securities and Exchange Act, i.e. Tuesday, 14 March 2017.

The Bank provided minor shareholders with the right to propose additional meeting agenda items and to nominate directors in advance during 1 October 2016 - 31 December 2016, with details publicized and distributed via its website (www.cimbthai.com) and the SET's news and information system (www.set.or.th). However, there was no agenda item and name proposed.

The Bank will disclose the details of AGM No. 23 and its agendas online at www.cimbthai.com prior to the meeting. For inquiries, please contact Company Secretary Unit, Office of the President at +66-638-8287 and +66-2638-8274 or at e-mail address: cs@cimbthai.com.

Please be informed accordingly.

Sincerely yours,

- *Thaphop Kleesuwan* -

(Mr. Thaphop Kleesuwan)
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