

Ref. CIMBT. OFP 319/2018

14 December 2018

Subject: Appointment of Director / Independent Director / Member of Audit Committee

To: The President
The Stock Exchange of Thailand

The Board of Directors' meeting of CIMB Thai Bank Public Company Limited (the "Bank") no. 10/2018, held on 29 October 2018, resolved to appoint Mr. Rom Hiranpruk to be Director / Independent Director replacing Mr. Pravej Ongartsittigul who has resigned effective 18 May 2018.

The Bank of Thailand has already granted an approval for Mr. Rom Hiranpruk to be the Bank's director / Independent Director, with effect from 13 December 2018 onwards.

In this regard, the Board of Directors' meeting no. 12/2018, held on 14 December 2018, resolved to appoint Mr. Rom Hiranpruk to be Member of Audit Committee replacing Mr. Chakramon Phasukavanich who has resigned. This appointment will be effective on 14 December 2018.

Please be informed accordingly.

Sincerely yours,

- Zethjak Leeyakars -

(Mr. Zethjak Leeyakars)
Company Secretary

Company Secretary Unit
Office of the President
Tel. +66 2638 8274 and +66 2638 8287

Report Form of Names of Members and Scope of Work of the Audit Committee

CIMB Thai Bank Plc.'s Board of Directors' meeting no. 12/2018, held on 14 December 2018, passed the resolution as follows:

- Appointment of / ~~Renewal for the term of:~~
- Chairman of the Audit Committee Member of the Audit Committee

Namely:

- (1) Mr. Rom Hiranpruk

The above appointment / ~~renewal for the term~~ shall take effect as of 14 December 2018

Determination of / Change in the scope of duties and responsibilities of the Audit Committee with the following details:

- There is no change. -

The Audit Committee is consisted of:

- | | | |
|----|------------------------------------------------------------|------------------------------------|
| 1. | Chairman of the Audit Committee Mr. Maris Samaram | Remaining term in office: 6 months |
| 2. | Member of the Audit Committee Mr. Chanmanu Sumawong | Remaining term in office: 6 months |
| 3. | Member of the Audit Committee Mr. Rom Hiranpruk | Remaining term in office: 6 months |
| | Secretary of the Audit committee Ms. Siriporn Sanunpairaue | |
| | Mr. Zethjak Leeyakars | |

Enclosed hereto is a certificate of profile of one member of the Audit Committee. The Audit Committee members in 1. have adequate expertise and experience to review credibility of the financial reports.

The Audit Committee ("AC") of the company has the scope of duties and responsibilities to the Board of Director on the following matters:

1. Assist the Board in discharging its statutory duties and responsibilities relating to accounting, reporting practices and corporate governance. The AC shall review the effectiveness of internal controls, risk management processes and governance practices, taking into account the requirements of relevant

Bank of Thailand ("BOT") guidelines and the listing requirements of the Securities and Exchange Commission ("SEC") and the Stock Exchange of Thailand ("SET").

2. Review the effectiveness of Internal Audit Division.
3. Recommend to the Board and shareholders the appointment of external auditors, including the appropriate remuneration as well as review the effectiveness of external auditors.
4. Review the effectiveness of Compliance function and monitor Compliance Department work to ensure compliance with relevant regulations.
5. Review the findings and compliance issues identified by regulators and to ensure that appropriate and prompt remedial actions are taken by management.
6. Review the correctness and adequacy of financial statements for submission to the Board of the relevant entities within the CIMB Thai Group.
7. Review all related party transactions submitted by management that may arise within the CIMB Thai Group and keep the Board informed of such transactions.
8. Report to the Board any corrective action or improvement required should the AC has concerns over conflict of interest activities, fraud, irregularities, significant internal control weakness, or violation to the relevant regulations. If the Board or management does not take appropriate action within the timeframe determined by the AC, any member of the AC has to report such activity to the SEC or SET.
9. Report all activities of the AC in the Bank's annual report, which must be signed by the AC Chairman. The report must contain minimum information as stipulated in the SET regulations.
10. Clearly document the scope, roles and responsibilities of the advisory service from external expert to AC or appointment of management to perform duty on behalf of AC (if any).
11. Approve, revise and conduct annual reviews of the Bank's internal policies related to compliance, which are not required by regulatory bodies to obtain the Board of Directors' approval.
12. Approve Annual Compliance Report as required by regulators.
13. Approve Internal Audit Division and Compliance Unit Charter.
14. Perform any other duties as specified in Audit Committee Charter.
15. Perform any other assignments delegated to it by the Board.

The company hereby certifies that

1. The qualifications of the aforementioned members meet all the requirements of the SET, and
2. The scope of duties and responsibilities of the Audit Committee as stated above meet all the requirements of the SET.

Signed - *Mr. Chitrapongse Kwangsukstith* - Director
(Mr. Chitrapongse Kwangsukstith)

(Company's Seal)

Signed - *Mr. Kittiphun Anutarasoti* - Director
(Mr. Kittiphun Anutarasoti)