

(Translation)

Ref. CIMBT OFF 094/2019

2 May 2019

Subject: Registration of amendments to the Articles of Association

To: The President  
The Stock Exchange of Thailand

Reference is made to the Annual General Meeting of Shareholders No. 25 of CIMB Thai Bank Public Company Limited (the "Bank") held on 18 April 2019 which resolved to approve an amendment to the Articles of Association of the Bank, Chapter IV: Board of Directors, Article 25; and Chapter V: General Meeting of Shareholders, Article 31 as follows:

**CHAPTER IV**  
**BOARD OF DIRECTORS**

**Article 25.** The chairman of the board of directors shall be the person who calls the meeting of the board of directors. The chairman or person assigned by the chairman shall send a notice summoning the meeting to the directors not less than seven days prior to the date of the meeting. However, in the case that there arises the necessity and urgency to safeguard the rights and interest of the Company, a meeting may be convened by other means and the date of the meeting may be scheduled sooner. However, if such a meeting is held through electronic media, the Company is able to send a notice summoning the meeting through electronic mail.

Two directors or more may request for holding of the board of directors' meeting. The chairman shall determine the date of the meeting to be held within fourteen days upon receipt of the request.

The chairman of the board of directors or person assigned by the chairman may determine that the meeting is held through electronic media. In holding a board meeting through electronic media, all directors present at the meeting shall reside in the kingdom at the time of the meeting, and at least one-third of the directors constituting the quorum shall be present at the same meeting. Such meeting shall be held using the meeting control system which has the secure information process. Audio or audio and visual (as the case may be) of the directors present at the meeting shall be recorded throughout the meeting, including the computer traffic data from such record. The meeting control system shall have basic elements in accordance with the Notification of the Ministry of Informaiton and Communicaiton Technology Re: Standards for Security and Safety of Meeting through Electronic Media B.E.2557 dated November 24, 2014 and its amendments hereafter.

**CHAPTER V**  
**GENERAL MEETING OF SHAREHOLDERS**

**Article 31.** One or more shareholders holding an aggregate number of shares not less than ten (10) percent of the total shares sold of the Company may make a written request to the board of directors to call an extraordinary meeting of shareholders at any time, provided that they shall clearly indicate the subject matter and state their reasons in such written request. In such case, the board of directors shall arrange for the meeting of shareholders to be held within forty-five (45) days from the date of receipt of such request from the shareholders.

In case where the board of directors does not arrange for the meeting to be held within the period specified in the first paragraph, the shareholders signing the request or any other shareholders holding an aggregate number of shares as prescribed may call the meeting by themselves within forty-five (45) days from the end of the period specified in the first paragraph. In such case, the meeting shall be considered as duly called by the board of directors, and the Company shall bear the necessary expenses incurred from the arrangement for such meeting and shall facilitate the said arrangement as appropriate.

Where it appears that, at any meeting of shareholders called by the shareholders in accordance with the second paragraph, the number of shareholders attending the meeting is not sufficient to constitute a quorum as prescribed in Article 33, those shareholders under the second



paragraph shall jointly reimburse the Company for all the expenses incurred from the arrangement for such meeting.

The Bank is pleased to inform that the Bank has registered the amendments to the Articles of Association of the Bank, Article 3 of , Chapter IV: Board of Directors, Article 25; and Chapter V: General Meeting of Shareholders, Article 31, with the Department of Business Development, Ministry of Commerce on 30 April 2019, as per the resolution of the Annual General Meeting of Shareholders No.25.

Please be informed accordingly.

Sincerely yours,

- Zethjak Leeyakars -

(Mr. Zethjak Leeyakars)  
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