

Ref. CIMBT. OFP 123/2019

26 June 2019

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

To: The President
The Stock Exchange of Thailand

CIMB Thai Bank Public Company Limited (the "Bank") in its Board of Directors' meeting no. 5/2019, held on 23 May 2019, resolved to appoint Mrs. Oranuch Apisaksirikul to be Independent Director and Chairperson of Audit Committee. The appointment of Mrs. Oranuch Apisaksirikul as mentioned above was submitted for the Bank of Thailand's approval in accordance with the relevant regulations.

The Bank of Thailand has already granted an approval for Mrs. Oranuch Apisaksirikul as the Bank's director, with effect from 26 June 2019 onwards.

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. 5/2019, held on 23 May 2019, passed the resolution as follows:

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

Namely:

- (1) Mrs. Oranuch Apisaksirikul

The above appointment / ~~renewal for the term~~ shall take effect as of 26 June 2019

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. Chairperson of the Audit Committee | Mrs. Oranuch Apisaksirikul | Remaining term in office: 1 Year 10 months |
| 2. Member of the Audit Committee | Mr. Chanmanu Sumawong | Remaining term in office: 1 Year 10 months |
| 3. Member of the Audit Committee | Mr. Rom Hiranpruk | Remaining term in office: 2 Years 9 months |
| 4. Member of the Audit Committee | Mr. Niti Jungnitnirundr | Remaining term in office: 2 Years 9 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. - 4. have adequate expertise and experience to review creditability 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 - *Shahnaz Farouque Bin Jammal Ahmad* - Director
(Encik Shahnaz Farouque Bin Jammal Ahmad)

(Company's Seal)

Signed - *Omar Siddiq Bin Amin Noer Rashid* - Director
(Encik Omar Siddiq Bin Amin Noer Rashid)