

(Translation)

Ref.CIMBT.OFP 258/2015

12 October 2015

Subject: Dissemination of subscription document for the newly issued ordinary shares under general mandate through the Bank's website

To: The President  
The Stock Exchange of Thailand

Pursuant to the Annual General Meeting of Shareholders No. 21 of CIMB Thai Bank Public Company Limited (the "**Bank**"), held on 10 April 2015, the shareholders of the Bank had resolved to approve an increase in the Bank's registered capital under general mandate by THB 3,162,731,703.50 (three billion one hundred and sixty-two million seven hundred and thirty-one thousand seven hundred and three baht and fifty satang), from THB 10,542,439,012.50 (ten billion five hundred and forty-two million four hundred and thirty-nine thousand and twelve baht and fifty satang) to THB 13,705,170,716.00 (thirteen billion seven hundred and five million one hundred and seventy thousand seven hundred and sixteen baht), via the issuance of 6,325,463,407 (six billion three hundred and twenty-five million four hundred and sixty-three thousand four hundred and seven) new ordinary shares with a par value of THB 0.50 (fifty satang) per share.

As authorized by the shareholders' meeting, the Board of Directors' Meeting No. 8/2015 held on 27 August 2015 approved the allocation of 3,689,853,654 (three billion six hundred and eighty-nine million eight hundred and fifty-three thousand six hundred and fifty-four) new ordinary shares with a par value of THB 0.50 per share to the existing shareholders, in proportion to each shareholding at the ratio of 7 Rights Shares for every 40 existing CIMB Thai shares held, at a price of THB 1 per Rights Shares. The period of the subscription and payment of such newly issued ordinary shares is from 26 October 2015 to 30 October 2015 (5 working days in total).

In order to expand the channels in disclosure of the Bank's information to the shareholders, the subscription document for the capital increase shares will be posted on the Bank's website [www.cimbthai.com](http://www.cimbthai.com) from Monday, 12 October 2015 to Friday, 30 October 2015. The Notification of the entitlement to subscribe for newly issued ordinary shares of CIMB Thai will be sent on Friday, 16 October 2015 to the Bank's existing shareholders whose names are registered as shareholders in the shareholders' register book as of Monday, 14 September 2015.

Please be informed accordingly.

Sincerely yours,

-Signed-

(Mr. Thaphop Kleesuwan)  
Executive Vice President  
Office of the President

Company Secretary  
Office of the President  
Tel.0 2638 8274,0 2638 8287

**ASEAN FOR YOU**



**NOTICE OF ALLOTMENT  
OF NEW ORDINARY SHARES  
CIMB Thai Bank Public Company Limited**

Subscription Period

Monday 26 October 2015 - Friday 30 October 2015

6 October 2015

Subject: Notification of right to subscribe for newly issued ordinary shares under general mandate of CIMB Thai Bank Public Company Limited

To: Shareholders of CIMB Thai Bank Public Company Limited

Enclosures: 1. Details of allocation and practices in share subscription  
2. Subscription form  
3. Certificate of subscription right, issued by Thailand Securities Depository Co., Ltd.  
4. Additional documents in case that the subscriber intends to deposit allotted shares to the issuer account  
5. Entity status certification and information disclosure consent form under FATCA

The Annual General Meeting of Shareholders ("AGM") No. 21 of CIMB Thai Bank Public Company Limited ("CIMB Thai" or "the Bank"), held on 10 April 2015, resolved to approve the increase in the Bank's registered capital under general mandate by THB 3,162,731,703.50 (three billion one hundred and sixty-two million seven hundred and thirty-one thousand seven hundred and three baht and fifty satang), from THB 10,542,439,012.50 (ten billion five hundred and forty-two million four hundred and thirty-nine thousand and twelve baht and fifty satang) to THB 13,705,170,716.00 (thirteen billion seven hundred and five million one hundred and seventy thousand seven hundred and sixteen baht), via the issuance of 6,325,463,407 (six billion three hundred and twenty-five million four hundred and sixty-three thousand four hundred and seven) new ordinary shares with a par value of THB 0.50 (fifty satang) per share. The AGM also resolved to approve the allocation of 6,325,463,407 (six billion three hundred and twenty-five million four hundred and sixty-three thousand four hundred and seven) new ordinary shares with a par value of THB 0.50 per share under general mandate ("General Mandate Rights Shares") to the existing shareholders in proportion to their shareholding and determination of the terms of allotment of the General Mandate Rights Shares as follows:

(1) An allocation of 6,325,463,407 (six billion three hundred and twenty-five million four hundred and sixty-three thousand four hundred and seven) General Mandate Rights Shares with a par value of THB 0.50 (fifty satang) per share to the existing shareholders in proportion to their shareholding which will not exceed 30% of the paid-up capital as of the date the Board of Directors has passed the resolution thereon. As of 25 February 2015, the Bank's paid-up registered capital was THB 10,542,439,012.50 (ten billion five hundred and forty-two million four hundred and thirty-nine thousand and twelve baht and fifty satang).

(2) Authorization of the Board of Directors or the President and Chief Executive Officer or any person designated by the Board of Directors to consider and determine the objective for the issuance and allotment of the General Mandate Rights Shares, either in one whole amount or in several times; to fix the offering price, date and time of the offering of the shares, and other terms and conditions relating to the General Mandate Rights Offering, including the closing date of the share register book and the record date for the subscription rights, and other details and conditions relating to the issuance and offering of the new ordinary shares this time; and to execute any relevant documents, and do all acts, deeds and things necessary for and expedient in relation to the General Mandate Rights Offering and the increase in the Bank's registered capital; as well as to give information and file any documents and evidence to the Stock Exchange of Thailand, the Bank of Thailand, the Ministry of Commerce and any other regulatory authorities.

(3) Such allocation of new ordinary shares under general mandate shall be completed by the date of the AGM in 2016 or by the date required by law for the next AGM, whichever is earlier, and shall take place after an approval has been given by relevant regulatory authorities, including the Bank of Thailand and the Ministry of Finance, and the registration of the capital increase and amendment to Memorandum of Association has been made with Department of Business Development, Ministry of Commerce.

As authorized by the above AGM No. 21, the Board of Directors' Meeting No. 8/2015 held on 27 August 2015 approved terms and conditions relating to General Mandate Rights Offering with details as follows:

<b>Type of capital increase</b>	Allocation of the Bank's 3,689,853,654 new ordinary shares with a par value of THB 0.50 per share to the existing shareholders in proportion to their shareholding (" <b>General Mandate Rights Shares</b> ")
<b>Allocation ratio</b>	7 Rights Shares for every 40 existing CIMB Thai shares held
<b>Offering price</b>	THB 1 per Rights Share
<b>Number of shares for allocation</b>	3,689,853,654 Rights Shares
<b>Terms and conditions</b>	<ol style="list-style-type: none"> <li>1. In the event that there are remaining Rights Shares after the Rights Offering, such remaining Rights Shares shall be allocated to all the shareholders who have indicated their intention to subscribe in excess of their rights in proportion to their shareholding.</li> <li>2. Any fraction of the allocated shares that arises as a result of the above allocation shall be discarded;</li> <li>3. Any director of the Bank and/or Mr. Subhak Siwaraksa shall be authorized to execute any relevant documents, and do all acts, deeds and things necessary for and expedient in relation to the General Mandate Rights Offering and the increase in the Bank's registered capital, as well as to give information and file any documents and evidence to the regulatory authorities and other related government agencies.</li> </ol>
<b>Total amount of capital increase (in case of full subscription for the Rights Shares)</b>	THB 3,689,853,654.00
<b>Record date to determine the names of shareholders with subscription right</b>	11 September 2015
<b>Closing date of share register book to suspend share transfer and collect the names of shareholders</b>	14 September 2015
<b>Subscription period</b>	26-30 October 2015 (Please see details of the allocation of newly issued ordinary shares under general mandate as provided in Enclosure 1.)

We would like to inform you of your right to subscribe for General Mandate Rights Shares, the subscription and payment period, and other details as follows:

**Details of subscription and payment:**

**1. Period and location of subscription**

The subscription period for the Rights Shares will be **from Monday, 26 October 2015 to Friday, 30 October 2015 during 8.30 a.m. - 3.30 p.m.** at any branch of CIMB Thai Bank Public Company Limited, Tel. 0-2638-8000 and 0-2626-7000, Fax. 0-2633-9026.

## **2. Offering price and exercise of subscription right**

Shareholders may indicate their exercise of right to subscribe for General Mandate Rights Shares in the subscription form as follows:

- 2.1 Fully subscribe for the entitled Rights Shares (7 new shares for every 40 existing shares held, at the price of THB 1.00 (one baht) per share); or
- 2.2 Subscribe for the Rights Shares in excess of their entitlement (in proportion to their shareholding, should there be any remaining Rights Shares) (subject to the conditions regarding *details of allocation of and practices in subscription*); or
- 2.3 Subscribe for the Rights Shares less than their entitlement.

## **3. Rationale for the capital increase and utilization of proceeds**

This Rights Offering will support the Bank's operation as follows:

- 3.1 To strengthen the Bank's capital position with an increase in Tier 1 capital to support its future business expansion; and
- 3.2 To stabilize the Bank's funding base and support the Bank's short-term and long-term growth as part of becoming a universal bank with full potential and competitiveness in Thailand.

## **4. Expected benefits from the capital increase / allocation of newly issued ordinary shares**

The Bank will have increased capital, thus strengthening its capital position to support its business expansion as targeted, and will in turn enhance competitiveness and profitability which will add value to the shareholders of the Bank.

Should you have any queries, please contact the Company Secretary Unit, Office of the President, CIMB Thai Bank Public Company Limited, Tel. 0-2638-8274 and 0-2638-8287 or Investment Banking Team 3, Tel. 0-2685-6685 and 0-2685-6684 from 8.30 a.m. to 5.00 p.m.

Shareholders may download/print the notification of the allocation of the newly issued ordinary shares under general mandate and the subscription form from the Bank's website at [www.cimbthai.com](http://www.cimbthai.com), "Investors Relations" column, from Monday, 12 October 2015 to Friday, 30 October 2015.

Sincerely yours,



Subhak Siwaraksa  
President and Chief Executive Officer  
CIMB Thai Bank Public Company Limited

## Part I

### Details of allocation of and practices in subscription for newly issued ordinary shares of CIMB Thai Bank Public Company Limited

#### 1. Name and location

Securities issuer:	CIMB Thai Bank Public Company Limited
Registration no.:	0107537002338 (previously BorMorJor. 480)
Head office address:	Langsuan Building, 44 Langsuan Road, Lumpini Subdistrict, Patumwan District, Bangkok 10330
Home page:	www.cimbthai.com
Telephone:	(66)-2638-8000, (66)-2626-7000
Facsimile:	(66)-2633-9026
CIMB Thai Care Center:	(66)-2626-7777, press 0

#### 2. Details of the capital increase and share allotment

Type of capital increase	: Issuance of new ordinary shares with a par value of THB 0.50 (fifty satang) per share
Issued and paid-up registered capital	: As at 27 August 2015, the Bank's issued and paid-up registered capital was THB 10,542,439,012.50 (ten billion five hundred forty-two million four hundred thirty-nine thousand twelve baht and fifty satang), comprising 21,084,878,025 (twenty-one billion eighty-four million eight hundred seventy-eight thousand and twenty-five) ordinary shares, with a par value of THB 0.50 (fifty satang) and no preference share.
Subscription and payment period	: From Monday, 26 October 2015 to Friday, 30 October 2015
Payment for issued and paid-up registered capital under the Rights Offering (in case of full subscription for the Rights Shares)	: In case of full subscription for the Rights Shares, payment for the issued and paid-up registered capital under the Rights Offering will be THB 1,844,926,827.00 (one billion eight hundred forty-four million nine hundred twenty-six thousand eight hundred and twenty-seven baht), comprising 3,689,853,654 (three billion six hundred eighty-nine million eight hundred fifty-three thousand six hundred and fifty-four) ordinary shares, with a par value of THB 0.50 (fifty satang).
Issued and paid-up registered capital after the Rights Offering (in case of full subscription for the Rights Shares)	: In case of full subscription for the Rights Shares, the issued and paid-up registered capital after the Rights Offering will be THB 12,387,365,839.50 (twelve billion three hundred eighty-seven million three hundred sixty-five thousand eight hundred thirty-nine baht and fifty satang), consisting of 24,774,731,679 (twenty-four billion seven hundred seventy-four million seven hundred thirty-one thousand six hundred and seventy-nine) ordinary shares, with a par value of THB 0.50 (fifty satang) and no preference share.
Allocation method	: The Bank will allocate the Rights Shares to the existing shareholders whose names appear in the share register book of the Bank as at Monday, 14 September 2015 in proportion to their shareholding. The subscribing shareholders will be allocated the Rights Shares according to their entitlement.

In the event that there are remaining Rights Shares after the allotment or in any other cases, such remaining Rights Shares shall be allocated to the shareholders who have indicated their intention to subscribe in excess of their rights as stated in the item "Subscription in excess of right" on the subscription

form in proportion to their shareholding, until all the Rights Shares are fully allocated.

Any fraction of the allocated shares that arises as a result thereof shall be discarded.

In allocation of the Rights Shares, the Bank reserves the right not to allocate the Rights Shares to any shareholder, if such allocation will or may cause the Bank to breach the relevant laws, rules, regulations and/or orders of the Bank of Thailand, the Securities and Exchange Commission, the Stock Exchange of Thailand or other related authorities, or cause such shareholder to hold shares in excess of the percentage prescribed by such relevant laws, rules, regulations and/or orders.

Number of shares for allocation	: 3,689,853,654 (three billion six hundred eighty-nine million eight hundred fifty-three thousand six hundred and fifty-four) shares
Allocation ratio	: 7 new shares for every 40 existing shares held. In calculating the right of each shareholder, any fraction of the allocated shares that arises as a result of the allocation shall be discarded. For example, if a shareholder is holding 190 shares, to whom 33.25 Rights Shares will be allocated (190x7/40), the Bank will discard the fraction (.25), and as a result, the shareholder is entitled to subscribe for 33 Rights Shares.
Offering price	: THB 1.00 (one baht) per Rights Share
Exercise of subscription right	: Shareholders may exercise their right to subscribe for the Rights Shares in any of the three cases below: (Please see details in <i>Details of the capital increase and share allotment</i> .) (1) Fully subscribe for the entitled Rights Shares. (2) Subscribe for the Rights Shares in excess of their entitlement (subject to conditions in <i>Allocation method</i> ). (3) Subscribe for the Rights Shares less than their entitlement.

### 3. Closing date of share register book to suspend share transfer and determine subscription right

Shareholders entitled to subscribe for the Rights Shares shall have their names appearing in the Bank's share register book as at Monday, 14 September 2015.

### 4. Prospectus and subscription form

The Bank will arrange for Thailand Securities Depository Co., Ltd. ("TSD") to send share subscription documents to the shareholders with rights issue by registered postal mail after the closing date of the share register book, comprising notification of the right to subscribe for newly issued ordinary shares, details of allocation of and practices in subscription for newly issued ordinary shares, subscription form, certificate of subscription right, and additional documents for subscribers who wish to deposit the securities in the Issuer Account, as well as FATCA status documents in case of juristic persons.

The shareholders may download the documents from the Bank's website at [www.cimbthai.com](http://www.cimbthai.com), "Investors Relations" column.

### 5. Period and location of subscription

The subscription period for the Rights Shares will be from Monday, 26 October 2015 to Friday, 30 October 2015 during 8.30 a.m. - 3.30 p.m. **at any branch of CIMB Thai Bank Public Company Limited.**

To make payment in the form of a personal cheque, cashier's cheque or bank draft, please ensure that the subscription documents are submitted and the payment is made **no later than 12.00 p.m. of Thursday, 29 October 2015.**

## **6. Subscription method, documents and payment, refund of payment, and delivery of securities**

### **6.1 Subscription method**

The subscriber shall fill in the subscription form accurately and completely, and affix the signature therein. **In case of subscription with more than one registration number, the subscription shall be made separately, i.e. one subscription form and set of required documents for each registration number.**

### **6.2 Subscription documents in case of Thai individuals**

- (1) A certified copy of valid national identification card, **or**
- (2) A certified copy of valid government/state enterprise official identification card and that of house registration,
- (3) In case of a change in name/surname, thus being inconsistent with the name/surname in the share register book as at Monday, 14 September 2015, or in the certificate of subscription right, certified copies of additional documents issued by government agencies, such as marriage certificate, divorce certificate or certificate of name/surname change, shall also be submitted.

**In case that the subscriber would like to deposit the allotted shares to the Issuer Account number 600, the subscriber shall fill in and sign in the additional documents (For subscription in excess of the entitlement, a certified copy of the first page of the subscriber's bank account is required if the subscriber would like to have the returned payment transferred to the account. In case of no such bank account copy submitted, the Bank reserves the right to return the payment to the subscriber by an account-payee crossed cheque or cashier's cheque only).**

### **Subscription documents in case of non-Thai individuals**

- (1) A certified copy of alien registration document and that of house registration, **or**
- (2) A certified copy of valid passport and that of document evidencing domicile in home country, **or**
- (3) A certified copy of work permit issued by the Ministry of Labor covering a work tenor of 3 months or more or a certification letter from the employer at the moment.

**In case that the subscriber would like to deposit the allotted shares to the Issuer Account number 600, the subscriber shall fill in and sign in the additional documents (For subscription in excess of the entitlement, a certified copy of the first page of the subscriber's bank account is required if the subscriber would like to have the returned payment transferred to the account. In case of no such bank account copy submitted, the Bank reserves the right to return the payment to the subscriber by an account-payee crossed cheque or cashier's cheque only).**

### **Subscription documents in case of juristic person incorporated in Thailand**

- (1) A copy of the certificate of incorporation issued by the Ministry of Commerce not exceeding 6 months from the issuing date to the subscription date and certified by the authorized person of the juristic person,
- (2) Power of attorney in case that the authorized person of the juristic person is not the same person as the authorized director indicated in the certificate of incorporation,
- (3) A certified copy of valid national identification card or that of alien registration document or that of valid passport of the authorized person of the juristic person,
- (4) Company seal of the juristic person affixed (if any).

**In case that the subscriber would like to deposit the allotted shares to the Issuer Account number 600, the subscriber shall fill in and sign in the additional documents, as well as FATCA status documents only in case of juristic persons (For subscription in excess of the entitlement, a certified copy of the first page of the subscriber's bank account is required if the subscriber would like to have the returned payment transferred to the account. In case of no such bank account copy submitted, the Bank reserves the right to return the payment to the subscriber by an account-payee crossed cheque or cashier's cheque only).**



**Subscription documents in case of juristic person incorporated outside Thailand**

- (1) A copy of certificate of incorporation or affidavit of the juristic person and name-list of authorized persons together with specimen signatures, issued not exceeding 6 months from the issuing date to the subscription date, and certified by the authorized person of the juristic person,
- (2) Power of attorney in case that the authorized person of the juristic person is not the same person as the authorized director indicated in the certificate of incorporation,
- (3) A certified copy of valid national identification card or that of alien registration document or that of valid passport of the authorized person of the juristic person,
- (4) Company seal of the juristic person affixed (if any).

Each of the above certified copies of documents must be notarized by a Notary Public or any other relevant authorized agency in the respective country where the documents have been prepared or certified, and authenticated by authorized officials of the Thai Embassy or the Thai Consulate in the respective country where the documents have been so prepared or certified, not exceeding 6 months from the notarizing date to the subscription date.

**In case that the subscriber would like to deposit the allotted shares to the Issuer Account number 600, the subscriber shall fill in and sign in the additional documents, as well as FATCA status documents only in case of juristic persons** (For subscription in excess of the entitlement, a certified copy of the first page of the subscriber's bank account is required if the subscriber would like to have the returned payment transferred to the account. In case of no such bank account copy submitted, the Bank reserves the right to return the payment to the subscriber by an account-payee crossed cheque or cashier's cheque only).

**Subscription documents in case of juristic person authorizing a custodian to subscribe for the shares**

- (1) A copy of the certificate of incorporation issued by the Ministry of Commerce not exceeding 6 months from the issuing date to the subscription date and certified by the authorized person of the juristic person, **or**
- (2) A copy of certificate of incorporation or affidavit of the juristic person and name-list of authorized persons together with specimen signatures, issued not exceeding 6 months from the issuing date to the subscription date, and certified by the authorized person of the juristic person,
- (3) Power of attorney in case that the authorized person of the juristic person is not the same person as the authorized director indicated in the certificate of incorporation,
- (4) A copy of power of attorney from the subscriber authorizing the custodian to subscribe for the shares on behalf of the subscriber,
- (5) A certified copy of valid national identification card or that of alien registration document or that of valid passport of the authorized person of the juristic person,
- (6) Company seal of the juristic person affixed (if any).

If the subscriber is **a juristic person incorporated outside Thailand**, each of the above certified copies of documents must be notarized by a Notary Public or any other relevant authorized agency in the respective country where the documents have been prepared or certified, and authenticated by authorized officials of the Thai Embassy or the Thai Consulate in the respective country where the documents have been so prepared or certified, not exceeding 6 months from the notarizing date to the subscription date.

**In case that the subscriber would like to deposit the allotted shares to the Issuer Account number 600, the subscriber shall fill in and sign in the additional documents, as well as FATCA status documents only in case of juristic persons** (For subscription in excess of the entitlement, a certified copy of the first page of the subscriber's bank account is required if the subscriber would like to have the returned payment transferred to the account. In case of no such bank account copy submitted, the Bank reserves the right to return the payment to the subscriber by an account-payee crossed cheque or cashier's cheque only).

**6.3 Subscription payment**

- (a) The subscriber shall choose only one of the following subscription payment methods with the payment to be made in one full amount as subscribed.
  - Payment via money transfer to the share subscription account named

**“Account for Subscription for Newly Issued Ordinary Shares of CIMB Thai Bank Public Company Limited,” CIMB Thai Bank Public Company Limited, Head Office Branch, Langsuan Road, current account no. 80-0020254-3.**

Please indicate shareholder registration number (as shown in the certificate of subscription right, or contact Call Center of TSD, Tel. 0-2229-2888 or Office of the President of the Bank, Tel. 0-2638-8274 and 0-2638-8287, or Investment Banking Team 3 of the Bank, Tel. 0-2685-6685 and 0-2685-6684), and the subscriber's full name, contact number and the number of shares to be subscribed on the back of the pay-in slip.

- Payment via a crossed cheque, cashier's cheque or bank draft, which is collectable through the same Clearing House within the next business day, payable only to **“Account for Subscription for Newly Issued Ordinary Shares of CIMB Thai Bank Public Company Limited.”** The cheque, cashier's cheque or bank draft shall be dated only during Monday, 26 October 2015 - Thursday, 29 October 2015. Please also indicate shareholder registration number (as shown in the certificate of subscription right, or contact Call Center of TSD, Tel. 0-2229-2888 or Office of the President of the Bank, Tel. 0-2638-8274 and 0-2638-8287 or Investment Banking Team 3 of the Bank, Tel. 0-2685-6685 and 0-2685-6684), and the subscriber's full name, contact number and the number of shares to be subscribed on the back of the cheque, cashier's cheque or bank draft.
- (b) **The Bank reserves the right to receive the subscription payment via the counter of CIMB Thai Bank Public Company Limited only. Payment via money transfer from any other bank shall be made only through BAHTNET with the transferee fee at destination for which to be borne by the Bank. Upon completion of the money transfer through BAHTNET, please send the subscription form together with other relevant documents to Office of the President of the Bank, Email address: sudaphan.s@cimbthai.com, or Tel. 0-2638-8274, Fax 0-2657-3082.**
- (c) The Bank reserves the right to receive no subscription payment through ATM.
- (d) **In case that the subscriber does not comply with the conditions set by the Bank, the Bank reserves the right to make no share allocation to the subscriber.** In such case, to have the subscription payment returned, please contact Office of the President of the Bank, Tel. 0-2638-8274 and 0-2638-8287, or Investment Banking Team 3 of the Bank, Tel. 0-2685-6685 and 0-2685-6684, with subscription payment evidence presented.
- (e) Payment shall be made on the basis of one subscription form for one shareholder registration number, **except in case of Thai NVDR Company Limited.**

#### **6.4 Refund of subscription payment**

In case that (1) the subscriber is not allocated the Rights Shares as subscribed, or (2) the subscriber is allocated less than the amount subscribed, or (3) the offering of the newly issued shares is cancelled, the Bank will proceed with the return of the subscription payment to the subscriber subscribing through the Bank, without interest thereon and/or any damages to be paid to the subscriber not allocated the Rights Shares as subscribed. The payment will be returned by way of either transfer to the bank account under the name of the subscriber or an account-payee crossed cheque to the subscriber whose name is indicated in the subscription form. **If the subscriber has not submitted a copy of the first page of the bank account opened with a commercial bank in Thailand to accommodate the refund, the Bank will return the payment only by an account-payee crossed cheque to the subscriber and send it to the address indicated in the subscription form within 14 days from the closing date of the subscription period.** (In case that the Bank cannot return the subscription payment to the subscriber within the said period, the subscriber will be entitled to receive interest at a rate of 7.50% per annum, calculated on the unallocated amount of shares as from the date after the said 14-day period until (but excluding) the date on which the subscriber receives the subscription payment by the method mentioned above.)

In whatsoever case, if the Bank has duly sent the returned subscription payment by the registered postal mail to the address indicated in the subscription form, it shall be deemed that the subscriber has rightfully received the returned subscription payment, and has no right to demand any interest and/or damages from the Bank. In case that the subscriber is not allocated the Rights Shares due to the fact that the subscription payment cheque is not honored, or the subscriber has not complied with the subscription conditions, the subscriber shall contact for the receipt of the cheque from the Bank within 14 days from the end of the subscription period. In this respect, the Bank will not be responsible for any damage or loss in sending the cheque, which is not by the fault of the Bank,

such as unclear or incomplete information on the name or address of the subscriber in the subscription form.

#### 6.5 **Securities delivery methods**

The subscriber may select any one of the following methods:

- In case that the subscriber does not wish to receive the share certificate, but wishes to employ TSD's scripless system thereby the subscriber would like to deposit the allotted shares to the subscriber's account opened with a securities company:
  - In this case, the Bank will deposit the allotted shares with "Thailand Securities Depository Company Limited for Depositors" and TSD will record the share balance deposited by such securities company and issue confirmation of share deposit to the subscriber within 7 business days from the last date of the subscription period. Meanwhile, the securities company will record the share balance deposited by the subscriber.
  - In this case, the subscriber may sell the allotted shares on the Stock Exchange of Thailand ("SET") as soon as the SET allows the Bank's new ordinary shares to be traded on the SET.
  - In this case, **the name of the subscriber must be the same as the name of the trading account owner; otherwise, the Bank reserves the right to instead deposit the shares to the Issuer Account member number 600.**
- In case that the subscriber does not wish to receive the share certificate, but wishes to employ TSD's scripless system thereby the subscriber would like to deposit the allotted shares to the Issuer Account member number 600:
  - In this case, the Bank will deposit the allotted shares with TSD, and TSD will record them to the Issuer Account member number 600 and issue confirmation of share deposit to the subscriber within 7 business days from the last date of the subscription period.
  - In this case, the subscriber may sell the allotted shares on the SET. If the subscriber would like to withdraw the shares from the Issuer Account member number 600, the subscriber may contact TSD to request such withdrawal which incurs handling fee at the rate determined by TSD.
  - Withdrawal of the allotted shares deposited in the Issuer Account member number 600 will take time, so the subscriber may not be able to withdraw the shares as soon as the shares are traded on the first trading day.
- In case that the subscriber wishes to receive the share certificate (script) in the name of that subscriber:
  - In this case, TSD will deliver the share certificate in the number of the allotted shares to the subscriber by registered postal mail at the address appeared in the register book within 15 business days from the last date of the subscription period.
  - In such case, the subscriber cannot sell the allotted shares on the SET until the subscriber has received the share certificate which might be after the first trading day.
- In case that the subscriber does not specify any method in the subscription form, the Bank reserves the right to issue and deposit the shares to the Issuer Account member number 600.

**7. The Bank reserves the right to accept no share subscription by postal mail.**

- 8.** In case that there are any problems, obstacles or restrictions in the operation, the Bank reserves the right to change the details of subscription payment method, subscription conditions or any information relating to the subscription method of the newly issued ordinary shares as appropriate.
- 9.** **In case of the subscriber's subscription for the Rights Shares in excess of the entitlement, and there are shareholders indicating intention to subscribe more than the remaining number of the shares, the subscription process shall be completed upon the receipt of original pay-in slip (in case of money transfer to the subscription account) or the completed collection of the cheque, cashier's cheque or bank draft, and the Bank's allocation of the excess Rights Shares according to the allocation method.**
- 10.** **After the shareholder has subscribed for the Rights Shares, and the Bank officer has issued the share subscription receipt, the shareholder may not revoke the subscription, save and except for the conditions as stipulated in this notification.**

11. **In case that the Bank receives accurate and complete documents after 30 October 2015, 3.30 p.m. (last date of subscription period), the Bank reserves the right to allocate no subscribed shares to such subscriber.**

12. **Waiver of subscription right**

The shareholder who does not exercise the subscription right or does not make payment within the specified period, or the cheque, cashier's cheque or bank draft is not honored as scheduled, which is not by the fault of the Bank, or the shareholder incompletely fills in details in the share subscription form or subscribes by other means not indicated in this notification, it shall be deemed that such shareholder does not wish to exercise the subscription right and the Bank reserves the right to allocate no shares to such shareholder.

13. **Dividend receipt method**

If the subscriber has applied for e-Dividend service with TSD or a securities company with which the subscriber has a trading account, when it is due for dividend payment, TSD will transfer the dividend payment to the account notified for e-Dividend. In case that no application has been made, TSD will issue a cheque in the shareholder's name instead.

**Part II****Corporate information of CIMB Thai Bank Public Company Limited****1. Type and nature of business****1.1 Business overview**

CIMB Thai is licensed by the Ministry of Finance and related authorities to engage in commercial banking as its primary business. The Bank focuses on value-added products and services, particularly fee-based products and services such as cash management, financial advisory and treasury services, etc.

The main business areas of the Bank can be summarized as follows:

1. Commercial banking: The Bank provides a full suite of commercial banking products and services, such as deposits, loans, discounting, aval/acceptance of bills of exchange, letters of guarantee, foreign exchange trading, letters of credit, tele-banking and ATM services;
2. Insurance: The Bank is granted life and non-life insurance brokerage licenses from Office of Insurance Commission, Ministry of Commerce;
3. Securities businesses and other related businesses as licensed by the Office of the Securities and Exchange of Commission ("SEC") and/or Ministry of Finance, including:
  - 3.1 Financial advisory;
  - 3.2 Registrar and paying agent services;
  - 3.3 Debt securities dealing and underwriting;
  - 3.4 Bondholders' representative;
  - 3.5 Brokerage, dealing and underwriting of investment unit trusts;
  - 3.6 Custodian services;
  - 3.7 Derivatives dealing;
  - 3.8 Business consultancy; and
  - 3.9 Asset management

In all cases, the Bank holds a stake in businesses that contribute, either directly or indirectly, towards promoting its growth.

The Bank's policy remains focused on building synergies between its strategic business units and its subsidiary and associated companies. With this in mind, it intends to retain only those companies with growth potential and being able to generate good investment returns.

The Bank's strength lies in its well-established and extensive network of domestic branches. As at 30 June 2015, it operated 24 business centers which provide full-fledged services and loan facilities; 145 branches, eight of which are equipped with foreign exchange service; and 25 foreign exchange booths. In addition, clients enjoy easy and convenient access to 428 ATM terminals across the country.

**1.2 Business expansion in 2015**

In 2015, CIMB Thai has continued to expand its customer base in ASEAN countries while maintaining good relationship with existing customers. The Bank will focus on blending loan and product mix. In addition, it has been developing new products and services to increase competitive edge suitable to customers' needs and ensure customers are closely taken care of and provided proper advice. CIMB Thai will provide innovative products and services with compelling cross border solutions through synergies with CIMB Group as part of our mission to become Thailand's leading ASEAN bank.

### 1.3 Market and competition

Thai economy in the first half of 2015 recovered at a slower pace than previously expected as a result of various factors such as the global economic slowdown, consumer and business confidence still remaining low and lower agricultural outputs and prices. To support the economic recovery, the Monetary Policy Committee (MPC) cut the policy rate by 0.25% each time in March and April 2015. Moreover, to support low-income earners and business sectors especially SMEs, the government released various measures to cushion the impact of economic uncertainties in the short-run. In the long run, the government aims to boost capital spending in infrastructure projects. For commercial banks, as a result of the slow economic growth, commercial banks' lending growth was low in the first half of 2015. Loans to large corporates have decelerated markedly due to the increase in loan repayment and debt issuance to replace bank loans. Consumer loan growth was stable. For the funding side, the deposit growth of commercial banks was low in line with the low credit growth.

For 2016, the Thai economy is expected to grow by 3.3% which is below the 10-year average growth rate of 3.5%. The expansion will be driven by the recovery in certain major economies such as the U.S. and certain economies in Europe. Moreover, the tourism sector, the increase in public spending and low interest rate will further support economic growth. In addition, investment in new BOI's strategies and Special Economic Zones would boost business confidence and support economic sustainability. For commercial banks, business will gradually expand in line with the economic growth which helps boost credit needs.

- **Deposits**

Competition in the deposit market in 2016 is likely to intensify due to many factors such as credit expansion, funding requirements for government investment projects and the reduction of deposits guarantee of financial institutions. Commercial banks are expected to launch new deposit products which offer more competitive returns amidst the low interest rate environment. Mutual funds are also a viable alternative for commercial banks to maintain their customer base.

- **Credits**

In 2016, commercial banks' loan growth is expected to gradually increase in line with economic expansion. Various types of personal loans, such as home loans, credit card and consumer loans are expected to increase at a faster pace than business loans in the short-term. However, an adjustment of the domestic manufacturing sector thru improvements made to machineries will induce investments in business sectors which will subsequently boost credit expansion in the medium to the long term.

### 1.4 Procurement of products and services

#### **Sources of funds**

As at 30 June 2015, CIMB Thai recorded deposits of THB 188.6 billion (including interbank and money market), and borrowings of THB 53.9 billion (including interbank and money market). About 80.1% of its total funds were used for loan provision (including accrued interest), while the remaining were interbank and money market items and investments. The Bank has monitored its liquidity gap in each period in line with its policy of application of funds for maximum efficiency and effectiveness.

Comparing the Bank's loans and deposits, total loans with maturity of not more than one year accounted for THB 72.9 billion and loans with maturity of more than one year THB 126.6 billion, while deposits with maturity of not more than one year accounted for THB 185.0 billion and deposits with maturity of over one year THB 3.6 billion.

### 1.5 Capital adequacy capabilities

- **Capital adequacy ratio**

CIMB Thai's capital adequacy ratio (CAR), common equity tier 1 capital (CET1) and tier 1 capital ratio are calculated under Basel III criteria to increase capital base for better loss absorption. As at the end of June 2015, the Bank's CAR, CET1 capital and tier 1 capital were 13.8%, 9.1% and 9.1%, respectively, which were well above the Bank of Thailand's minimum requirements of 8.5%, 4.5% and 6.0%, respectively.



Note: THB billion

Capital Funds	30 June 2015	31 December 2014	31 December 2013
Tier 1 capital	20.9	21.0	19.6
CET1 capital	20.9	21.0	19.6
Tier 2 capital	10.7	10.7	8.3
<b>Total capital funds</b>	<b>31.6</b>	<b>31.7</b>	<b>27.9</b>
Tier 1 capital to risk-weight assets (%)	9.1	9.9	9.9
CET1 capital to risk-weight assets (%)	9.1	9.9	9.9
Tier 2 capital to risk-weight assets (%)	4.7	5.1	4.2
<b>Capital adequacy ratio (%)</b>	<b>13.8</b>	<b>15.0</b>	<b>14.1</b>
<b>Total risk-weight assets</b>	<b>229.3</b>	<b>211.5</b>	<b>198.0</b>

#### • Liquidity risk management policy

Liquidity risk is defined as the risk of the Bank's inability to meet its present and future funding needs on a timely basis, as a consequence of being unable to convert assets into cash or being unable to obtain adequate funding on time. The Board of Directors and the senior management of the Bank take a vital role in managing the Bank's liquidity. The Board has delegated its authority to the Assets and Liabilities Management Committee (ALCO) to monitor business units, and Treasury Group to handle and manage the Bank's liquidity. ALCO proactively and dynamically manages the Bank's balance sheet through monthly meetings and special meetings, if necessary. The Bank also has Risk Management Group to propose liquidity risk management policy, and Treasury Group to regularly review liquidity risk for the Board's approval. To ensure proper and prudent liquidity management, the policy also applies to the Bank's subsidiaries.

The Bank will continue to emphasize and improve retail customer acquisition to match its asset growth. Its liquidity management strategy is to drive the accumulation of current accounts and saving accounts (CASA), as well as retail fixed deposits as low-cost and stable sources of funding, while using the more price sensitive corporate deposits (including bills of exchange, short-term debentures, and structured debentures) as a means to balance out the funding and liquidity of the Bank. The Bank has designated teams to be responsible for setting proper marketing strategy for each segment and strengthen the Bank's relationship with the clients to sustain long-term deposit growth. In addition, it has in place an early warning system and a contingency funding plan, to alert and enable the management to take effective and efficient measures during a liquidity crunch and in prevailing adverse market conditions.

#### • Collateral policy

The Bank's primary basis in its lending policy is assessment of the borrower's ability to repay loan obligations, taking into account cash flows from normal business operations and other sources of repayment. Nevertheless, collateral security is also an important component as it will be the secondary source of repayment and help cover loss in the event of default. The various types of assets accepted by the Bank as collateral security include deposits, government bond, debt and equity instruments, land, construction and machinery, etc. The collateral value and the loan to collateral value ratio will vary based upon the risk level of each credit provision, the borrower's credit rating and liquidity of collateralized assets. The Bank has established a collateral valuation policy to ensure effective risk management as well as to comply with the Bank of Thailand's guidelines. When the collateral is taken, it is important to follow the Bank's policy comprising, among others, valuation policy and valuation frequency.

#### • Debt monitoring guidelines and follow-up procedures

The Bank has set up guidelines for closely managing and monitoring watch-list and problem loan accounts in order to resolve its problem loans rapidly and efficiently and standardize the problem loan monitoring process. The guidelines prescribe a monitoring process for watch-list accounts, special mentioned and substandard or worse accounts, and will be revised regularly to ensure effectiveness. In addition to mandatory debt classification in accordance with the

Bank of Thailand's guidelines, the Bank has established additional qualitative criteria for early classification of debt with signs of deterioration prior to default. For watch-list and special mentioned accounts, a pre-NPL monitoring report is prepared for close follow-up of the pre-NPL group of accounts. A pre-NPL accounts are classified into two groups, i.e. Special Alert List (SAL) for accounts in special mentioned class likely to migrate to NPL and Non Special Alert List (Non SAL) for other special mentioned accounts. Regarding NPLs (substandard, doubtful and doubtful for loss classifications), an NPL management report is prepared on a monthly basis. Both pre-NPL monitoring report and NPL management report are submitted to Risk Management Committee for acknowledgment and direction. In addition, the Bank has set up Problem Loan Management Working Group to review problem loans (Pre-NPL and NPL) with exposure of THB 10 million or more. The debt monitoring guidelines and follow-up procedures stated above will enable the Bank to tackle problem loans and help the clients through debt restructuring if necessary in a timely manner.

- **Debt restructuring policy**

The Bank has set a policy to undertake debt restructuring for borrowers who give good cooperation with the Bank and have potential to comply with the conditions to be agreed upon. The objective of the policy is to ensure that the Bank and the borrowers mutually benefit from the debt restructuring, that is, the Bank has maximum opportunity to recover debt or minimum impairment loss, while the borrowers are able to continue their business with incurrance of some loss on their part. The Bank will undertake debt restructuring in accordance with the Bank of Thailand's regulations and in a manner that will not be an avoidance of the requirements regarding debt reclassification, additional provisioning and suspension of income recognition of accrued interest.

Debt restructuring is undertaken on both general and troubled debts, taking into consideration the criteria, process and method provided for debt restructuring process, comprising debtor analysis, approval, preparation of agreements, follow-up and assessment. Such process must be compliant with the applicable rules and regulations of the authorities and the Bank. The responsibility for coordinating debt restructuring activities lies primarily with an internal work unit of the Bank. However, a certified and experienced third party specialized in this area may be assigned to provide financial advisory services or undertake debt restructuring on behalf of the Bank. However, debt restructuring conditions are subject to approval of the Board or the Credit Committee or other persons as authorized by the Bank.

- **Policy on asset classification and loan loss provision**

The Bank has complied with the Bank of Thailand's regulations which require asset classification and loan loss provision at the rates designated for each asset category as prescribed by Bank of Thailand Notification No. SorNorSor. 31/2551 regarding criteria for debt classification and provisioning of financial institutions, dated 3 August 2008 or as may be amended by the Bank of Thailand from time to time. However, the Bank's internal guidelines are more stringent than the regulatory requirements, with combination of the qualitative and quantitative criteria prescribed by the Bank of Thailand, and prudent adoption of a final classification which is based on the weaker result of the two sets of criteria to reflect real risk level of the debtor.

In addition to the specific provision for individual debtor/account, the Bank may determine to adopt general provision criteria as appropriate in order to safeguard against any unprecedented impacts from economic cycle or volatility, etc.

## **1.6 Business assets**

### **(1) Land, building and equipment**

As at 30 June 2015, the Group had land valued at THB 1,221 million, buildings THB 3,798 million, equipment THB 3,153 million, and assets under construction THB 27 million. Net of accumulated depreciation and provisions for impairment of THB 5,227 million, the net book value of the land, buildings and equipment was THB 2,972 million. Land, buildings and condominiums under the Bank and subsidiaries' ownership accommodate the Bank's headquarters, business centers, branches, and subsidiary offices.



## (2) Commitments under long-term leases

As at 30 June 2015 and 31 December 2014, the Group had entered into a number of agreements to lease land, buildings and vehicles for periods of longer than six months, under which future rental fees can be summarized as follows:

Lease periods	Consolidated		The Bank	
	30 June 2015 THB million	31 December 2014 THB million	30 June 2015 THB million	31 December 2014 THB million
1 - 3 years	315	363	263	299
4 - 5 years	8	6	8	6
6 - 10 years	13	15	13	15
11 - 30 years	2	2	2	2
Total	338	386	286	322

## (3) Other commitments

As at 30 June 2015, the Bank had other commitments as it entered into various agreements relating to computer system and software development. The Bank was obligated to pay a further THB 122 million, MYR 1,733 thousand and AUD 99 thousand under such agreements (31 December 2014: THB 81.8 million and MYR 469 thousand).

## (4) Investments in subsidiaries

As at 30 June 2015, the Bank had invested in three subsidiary companies valued (via the cost method) at THB 1,708 million, with an impairment allowance of THB 383 million.

## 2. Record of capital increases and shareholding structure

### 2.1 Record of capital increase in the past three years

Details of capital increase	
22 June 2012	The AGM No. 18 of the Bank, held on 12 April 2012, resolved to approve an increase in the Bank's registered capital by THB 2,447,390,213.00 (two billion four hundred and forty-seven million three hundred and eighty thousand two hundred and thirteen baht), from THB 8,157,967,378.00 (eight billion one hundred and fifty-seven million nine hundred and sixty-seven thousand three hundred and seventy-eight baht) to THB 10,605,357,591.00 (ten billion six hundred and five million three hundred and fifty-seven thousand five hundred and ninety-one baht), via the issuance and offering of 4,894,780,426 (four billion eight hundred and ninety-four million seven hundred and eighty thousand four hundred and twenty-six) newly issued ordinary shares with a par value of THB 0.50 (fifty satang) per share to the existing shareholders of the Bank in proportion to their shareholding ("Rights Shares") at the ratio of 3 new shares for every 10 existing shares held, at a price of THB 1.00 (one baht) per share ("Rights Offering"). Any Rights Shares remaining after the Rights Offering shall be allocated to any shareholders who have indicated an intention to subscribe in excess of their rights in proportion to their shareholding until all Rights Shares are fully subscribed. The shareholders also resolved to authorize the Board of Directors or the President and Chief Executive Officer or any director of the Bank to (1) consider and approve other terms and conditions relating to the Rights Offering, including specifying the record date for share subscription and the date of book closed for Rights Offering; and (2) execute any relevant documents, and do all acts, deeds and things necessary for and expedient in relation to the Rights Offering and the increase in the registered capital of the Bank, as well as give information and file any documents and evidence to the Stock Exchange of Thailand, the Bank of Thailand, the Ministry of Commerce and any other regulatory authorities.

Details of capital increase	
23 - 27 July 2012	The Bank offered the Rights Shares in proportion to the existing shareholders' shareholding at the ratio of 3 new shares for every 10 existing shares held, at the price of THB 1.00 (one baht) per share. The Bank also registered the new issued and paid-up capital later on 7 August 2012.
2013	- None -
2014	- None -

## 2.2 Shareholding structure as at 27 August 2015

### Capital

The registered capital and the issued and paid-up capital of the Bank as at 27 August 2015 were as follows:

- Registered capital : THB 13,705,170,716.00 (thirteen billion seven hundred and five million one hundred and seventy thousand seven hundred and sixteen baht), comprising:
- (1) Ordinary shares: 27,410,341,432 (twenty-seven billion four hundred and ten million three hundred and forty-one thousand four hundred and thirty-two) shares, with a par value of THB 0.50 (fifty satang)
  - (2) Preference shares: -none-
- Issued and paid-up capital : THB 10,542,439,012.50 (ten billion five hundred and forty-two million four hundred and thirty-nine thousand and twelve baht and fifty satang), comprising 21,084,878,025 (twenty-one billion and eighty-four million eight hundred and seventy-eight thousand and twenty-five) ordinary shares, with a par value of THB 0.50 (fifty satang)

## 2.3 Issuance of other securities

### Issuance of debt securities of the Bank (as at 30 June 2015)

Type of securities	Interest rate	Maturity date	Collateral	Restrictions and requirements	Debentures in issue and value as at 30 June 2015 (THB)	Credit ratings (Moody's / Fitch Ratings)	Deben-ture holders' representative
1. Subordinated debenture <sup>71</sup>	None	22 December 2003	None	None	544,502,520	None	None
2. Subordinated and unsecured debentures, with debenture holder's representative (Issue date: 14 July 2011)	5.35% per annum throughout the term of the debentures	14 July 2021	None	The debentures are redeemable subject to the following conditions: 1) Prior to the 5-year anniversary from the issue date, if the issuer is informed by the Bank of Thailand that 1.1) The debentures are or are unable to be qualified as Tier 2 capital of the issuer any longer, or 1.2) The debenture can be counted as Tier 2 capital of the issuer, but they shall be below 50% of the Tier 1 capital of the issuer, or 1.3) The proceeds from the issuance of this debenture	3,000,000,000	Issuer rating of A+(tha) by Fitch Rating (Thailand) Limited	Bank of Ayudhya Public Company Limited

Type of securities	Interest rate	Maturity date	Collateral	Restrictions and requirements	Debentures in issue and value as at 30 June 2015 (THB)	Credit ratings (Moody's / Fitch Ratings)	Deben-ture holders' representative
				<p>counted as Tier 2 capital shall be amortized upon calculated as Tier 2 capital.</p> <p>2) At the 5-year anniversary from the issue date or any interest payment date after the 5-year anniversary from the issue date, or</p> <p>3) The issuer can prove that interest payable under the debentures cannot be deducted as expense of the issuer for taxation benefit of the issuer, or</p> <p>4) Any other conditions as the Bank of Thailand may prescribe later.</p>			
3. Subordinated and unsecured debentures, with debenture holder's representative (Issue date: 9 November 2012)	4.80% per annum throughout the term of the debentures	9 November 2022	None	<p>The debentures are redeemable if written approval from the Bank of Thailand has been obtained and subject to the following conditions:</p> <p>1) At the 5-year anniversary from the issue date or any interest payment date after the 5-year anniversary from the issue date, or</p> <p>2) The issuer can prove that interest payable under the debentures cannot be deducted as expense of the issuer for taxation benefit of the issuer, or</p> <p>3) Any other conditions as the Bank of Thailand may prescribe later.</p> <p>To seek approval from the Bank of Thailand as stated above, the issuer shall make prior proposal of redemption and substitution plans to the Bank of Thailand.</p>	3,000,000,000	Issuer rating of A+(tha) by Fitch Rating (Thailand) Limited	Bank of Ayudhya Public Company Limited
4. Tier 2 subordinated debt <sup>/2</sup>	5.60% per annum throughout the term of the debentures	5 July 2024	None	<p>For early redemption for each tranche of the subordinated debt where call option is applicable, the issuer may, at its sole discretion and subject to prior approval of the Bank of Thailand and</p>	3,582,760,000 (MYR 400,000,000)	Issuer rating of AA3 by RAM Rating Services Berhad	None

Type of securities	Interest rate	Maturity date	Collateral	Restrictions and requirements	Debentures in issue and value as at 30 June 2015 (THB)	Credit ratings (Moody's / Fitch Ratings)	Deben-ture holders' representative
				submission to the Bank of Thailand redemption and substitution plans at least 30 days prior to the call date, redeem and cancel the subordinated debt in whole but not in part on the call date at its principal amount (together with all deferred and accrued but unpaid interest (if any), under the subordinated debt). The optional redemption by the issuer of the subordinated debt of one tranche does not trigger the redemption of the subordinated debt in other tranches. This is provided that, if required by the Bank of Thailand, 1) the redemption and substitution plans will include the issuance, either immediately or before the redemption, of financial instruments of equivalent or superior quality in substitution for the subordinated debt to be redeemed, and 2) the issuance of these substitute instruments will not affect the issuer's ability to perform its business operation.			

**Note** <sup>/1</sup> Refers to a subordinated debt instrument transferred from a financial institution under regulatory intervention, i.e. Union Asia Finance Plc., in the amount of THB 544.50 million.

<sup>/2</sup> Refers to a subordinated debt instrument hedged of cash flow risk in the amount of MYR 400 million.

### 3. Directors and top 10 shareholders of the Bank as of the closing date of the share register book

#### 3.1 Board of Directors

The Board of Directors of the Bank as at 27 August 2015 are as follows:

	Name	Title
1.	Dato' Robert Cheim Dau Meng	Chairman / Member and Alternate Chairman of Nomination, Remuneration and Corporate Governance Committee
2.	Mr. Sukont Kanjana-Huttakit	Vice Chairman / Independent Director / Chairman of Audit Committee
3.	Dato' Shaarani Bin Ibrahim	Independent Director / Member of Audit Committee / Member of Nomination, Remuneration and Corporate Governance Committee
4.	Mrs. Watanan Petersik	Independent Director / Chairperson of Nomination, Remuneration and Corporate Governance Committee
5.	Mr. Kenny Kim	Director
6.	Ms. Sopawadee Lertmanaschai	Independent Director / Member of Audit Committee
7.	Mr. Chitrapongse Kwangsukstith	Director
8.	Ms. Serena Tan Mei Shwen	Director
9.	Mr. Subhak Siwaraksa	President and Chief Executive Officer

#### 3.2 Shareholders

The top 10 shareholders of the Bank as at 14 September 2015 which was the closing date of the share register book are as follows:

No.	Name of shareholders	Number of shares held	% of total
1	CIMB Bank Berhad	19,757,944,173	93.71%
2	Bank Julius Baer & Co., Ltd., Singapore	647,452,040	3.07%
3	Thai NVDR Co., Ltd.	135,886,729	0.64%
4	Mr. Pisit Prukpaiboon	30,646,797	0.15%
5	Mr. Prawit Phansaichue	11,449,000	0.05%
6	SCB SET BANKING SECTOR INDEX	9,418,830	0.04%
7	SCB SET INDEX FUND	9,416,184	0.04%
8	Mr. Nattapong Phanrattanamongkol	8,813,700	0.04%
9	Mrs. Jaroonluk Panichsheewa	8,190,000	0.04%
10	Mr. Preecha Sujinankul	8,000,000	0.04%
	Other shareholders	457,660,572	2.17%
<b>Total 6,662 shareholders</b>		<b>21,084,878,025</b>	<b>100.00</b>

#### 4. Information on subsidiary companies

Company name	Nature of business	Type of securities	Percentage of holding		The Bank	
					Cost method	
			30 June 2015	31 December 2014	30 June 2015	31 December 2014
			%	%	THB million	THB million
Subsidiaries - included in consolidated financial statements						
CT Coll Co., Ltd.	Debt collection	Ordinary share	100	100	38	38
Center Auto Lease Co., Ltd.	Leasing/hire purchase	Ordinary share	100	100	1,203	1,203
WorldLease Co., Ltd.	Hire-purchase and distribution of motorcycles	Ordinary share	100	100	467	467
Total					1,708	1,708
Less Allowance for impairment					(383)	(383)
Investments in subsidiarv. net					1,325	1,325

Note: Krung Thai Thanakit Finance Public Company Limited registered the completeness of liquidation with Department of Business Development, Ministry of Commerce on 19 August 2015.

#### Nature of business for the Bank's subsidiaries

##### • Center Auto Lease Co., Ltd.

The company engages in the auto loans business, providing services of hire purchase for private cars and all types of commercial cars, which can be either old or new cars. Also, the services include loans for purchasing new or old cars and non-life and life insurance advising. These various and fully-integrated services enable customers to comfortably own cars through the sale & leaseback service for various purposes, i.e. investment, consumption, education, etc.

##### • CT Coll Co., Ltd.

The company provides services of debt collection and debt restructuring by professional employees who have years of experience.

##### • WorldLease Co., Ltd.

The company has operated the business of hire purchase of motorcycles in Bangkok and its vicinities and upcountry in Thailand.

#### 5. Dividend payment record in the past three years

##### • Dividend payment policy of the Bank

The Bank may, from time to time, consider paying dividend to its shareholders under its policy of distributing dividends if the Bank has sufficient funds to support the operations and the growth of its business as well as legal reserve requirements.

- Year 2012: The Bank paid dividend to its shareholders at a rate of THB 0.005 per share
- Year 2013: The Bank paid dividend to its shareholders at a rate of THB 0.01 per share
- Year 2014: The Bank paid dividend to its shareholders at a rate of THB 0.0075 per share

##### • Dividend payment policy of the Bank's subsidiary companies

The dividend policy of the Bank's subsidiary companies is at the discretion of the respective subsidiary companies' boards of directors and is subject to the subsidiary companies' net earnings.

**Part III**  
**Financial information of CIMB Thai Bank Public Company Limited**

Summary of statements of financial position of CIMB Thai Bank Public Company Limited as at 30 June 2015 and 31 December 2014 and 2013, and operating result and key financial ratios of CIMB Thai Bank Public Company Limited for the periods ended 30 June 2015 and 2014 and for the years ended 31 December 2014 and 2013.

(Unit: THB)

Statements of Financial Position	The Bank		
	30 June 2015	31 December 2014	1 January 2014
<b>Assets</b>			
Cash	2,628,073,938	3,987,736,777	3,324,656,939
Interbank and money market items, net	14,545,866,144	6,453,199,978	33,509,102,456
Derivative assets	17,056,361,267	10,803,916,302	9,100,647,662
Investments, net	57,995,686,684	55,253,273,115	53,324,961,980
Investments in subsidiaries, net	1,324,920,707	1,324,920,707	1,335,443,948
Loans and accrued interest receivables			
Loans	193,999,743,309	188,334,023,282	168,952,844,988
Accrued interest receivables	506,688,174	459,212,620	462,586,736
Total loans and accrued			
interest receivables	194,506,431,483	188,793,235,902	169,415,431,724
<u>Less</u> Deferred revenue	(124,406,234)	(163,150,115)	(255,170,649)
<u>Less</u> Allowance for doubtful debts	(6,929,272,331)	(5,447,517,156)	(4,913,545,914)
<u>Less</u> Revaluation allowance			
for debt restructuring	(64,479,901)	(68,351,237)	(33,422,083)
Loans and accrued			
interest receivables, net	187,388,273,017	183,114,217,394	164,213,293,078
Customers' liability			
under acceptance	77,200,782	68,889,332	57,650,960
Properties for sale, net	984,627,508	1,582,424,466	1,597,877,173
Premises and equipment, net	2,910,695,955	3,002,336,396	3,264,147,293
Intangible assets, net	342,882,668	355,963,642	337,319,600
Deferred tax assets	823,127,277	752,636,225	926,435,691
Account receivable from Thai Asset			
Management Corporation	-	3,572,457,936	3,572,457,936
Other assets, net	4,276,251,129	3,196,065,790	3,806,401,726
<b>Total assets</b>	<b>290,353,967,076</b>	<b>273,468,038,060</b>	<b>278,370,396,442</b>

		(Unit: THB)		
Statements of Financial Position (Cont'd)		The Bank		
		30 June	31 December	1 January
		2015	2014	2014
Liabilities and shareholders' equity				
Liabilities				
Deposits	176,500,949,211	184,105,739,854	152,272,534,436	
Interbank and money market items, net	20,920,739,305	18,230,366,777	44,241,461,855	
Liability payable on demand	709,575,275	344,291,120	504,867,176	
Financial liabilities designated at fair value				
through profit or loss	12,427,523,584	7,693,132,792	5,856,747,052	
Derivative liabilities	16,883,452,127	10,396,602,437	9,651,786,057	
Debt issued and borrowings	33,284,633,118	24,512,208,453	37,706,592,055	
Bank's liability under acceptance	77,200,782	68,889,332	57,650,960	
Provisions	1,433,634,245	1,420,434,528	1,415,445,317	
Other liabilities	5,973,962,289	4,556,103,564	5,281,074,920	
Total liabilities	268,211,669,936	251,327,768,857	256,988,159,828	
Shareholders' equity				
Share capital				
Registered				
27,410,341,432 ordinary shares of Baht 0.50 each	13,705,170,716			
21,084,878,025 ordinary shares of Baht 0.50 each		10,542,439,013		
26,105,495,608 ordinary shares of Baht 0.50 each			13,052,747,804	
Issued and paid-up share capital				
21,084,878,025 ordinary shares of Baht 0.50 each	10,542,439,013	10,542,439,013	10,542,439,013	
Premium on share capital	3,867,738,430	3,867,738,430	3,867,738,430	
Other reserves	828,764,673	899,934,224	892,156,202	
Retained earnings				
Appropriated - statutory reserve	357,400,000	341,300,000	272,000,000	
Unappropriated	6,545,955,024	6,488,857,536	5,807,902,969	
Total shareholders' equity	22,142,297,140	22,140,269,203	21,382,236,614	
Total liabilities and shareholders' equity	290,353,967,076	273,468,038,060	278,370,396,442	



## Details of allocation of and practices in subscription for newly issued ordinary shares

(Unit: THB)

## Statements of Comprehensive Income

	The Bank					
	For the three-month period		For the six-month period ended		For the year ended 31 December	
	ended 30 June		30 June			
	2015	2014	2015	2014	2014	2013
Interest income	3,236,817,110	2,997,976,779	6,507,256,872	5,976,885,241	12,460,684,461	11,028,059,321
Interest expenses	(1,577,489,098)	(1,446,944,930)	(3,309,136,805)	(2,938,771,818)	(6,028,333,772)	(5,794,877,075)
<b>Net interest income</b>	<b>1,659,328,012</b>	<b>1,551,031,849</b>	<b>3,198,120,067</b>	<b>3,038,113,423</b>	<b>6,432,350,689</b>	<b>5,233,182,246</b>
Fees and service income	344,371,495	273,058,550	724,634,082	557,021,671	1,236,361,987	1,159,974,191
Fees and service expenses	(86,609,191)	(86,558,582)	(157,654,975)	(152,915,151)	(296,494,840)	(220,024,731)
<b>Net fee and service income</b>	<b>257,762,304</b>	<b>186,499,968</b>	<b>566,979,107</b>	<b>404,106,520</b>	<b>939,867,147</b>	<b>939,949,460</b>
Gains on trading and foreign exchange transactions	188,689,803	222,513,410	784,991,009	459,612,250	1,804,875,080	714,313,846
Gains (losses) on financial liabilities designated at fair value through profit or loss	299,741,687	(112,157,189)	142,759,159	(67,440,381)	(1,093,726,426)	(100,799,433)
Gains on investments, net	170,577,989	73,409,263	310,131,164	273,861,805	329,535,536	316,916,689
Gain sharing from the management of the non-performing loans by TAMC	-	-	-	-	-	1,100,714,818
Other operating income	120,700,236	44,030,748	162,228,196	70,074,373	186,960,038	297,211,835
<b>Total operating income</b>	<b>2,696,800,031</b>	<b>1,965,328,049</b>	<b>5,165,208,702</b>	<b>4,178,327,990</b>	<b>8,599,862,064</b>	<b>8,501,489,461</b>
<b>Other operating expenses</b>						
Employee expenses	796,216,981	805,554,871	1,666,645,541	1,564,209,245	3,248,965,426	2,656,753,727
Directors' remuneration	2,808,000	2,392,000	5,128,000	4,252,000	8,804,000	8,400,000
Premises and equipment expenses	329,681,016	308,849,651	635,078,312	622,971,917	1,268,595,392	1,202,692,791
Taxes and duties	124,812,469	92,745,270	233,103,717	187,642,052	393,443,378	269,917,968
Others	198,487,629	201,046,872	382,263,889	376,951,315	789,876,300	812,035,636
<b>Total other operating expenses</b>	<b>1,452,006,095</b>	<b>1,410,588,664</b>	<b>2,922,219,459</b>	<b>2,756,026,529</b>	<b>5,709,684,496</b>	<b>4,949,800,122</b>
Bad and doubtful debts and impairment losses	1,077,400,000	279,000,000	2,035,700,000	635,000,000	1,702,567,406	2,367,200,000
<b>Profit before income tax expenses</b>	<b>167,393,936</b>	<b>275,739,385</b>	<b>207,289,243</b>	<b>787,301,461</b>	<b>1,187,610,162</b>	<b>1,184,489,339</b>
Income tax expenses	(29,992,030)	(57,312,229)	(36,436,132)	(168,379,563)	(245,916,503)	97,923,390
<b>Net profit for the periods</b>	<b>137,401,906</b>	<b>218,427,156</b>	<b>170,853,111</b>	<b>618,921,898</b>	<b>941,693,659</b>	<b>1,282,412,729</b>

## Details of allocation of and practices in subscription for newly issued ordinary shares

Statements of Comprehensive Income (Cont'd)	(Unit: THB)					
	The Bank					
	For the three-month period		For the six-month period ended		For the year ended 31 December	
	ended 30 June		30 June			
	2015	2014	2015	2014	2014	2013
Other comprehensive expenses						
Items that will not be reclassified subsequently to profit or loss						
Changes in revaluation surplus	(62,058,870)	(5,986,535)	(75,601,203)	(12,092,216)	(24,262,109)	(35,525,049)
Remeasurements of post-employment benefit obligations	-	(16,573,400)	-	(33,146,799)	(66,293,589)	(26,042,194)
Income tax relating to items that will not be reclassified subsequently to profit or loss	12,411,774	4,511,987	15,120,241	9,047,803	18,111,140	12,313,449
<b>Total items that will not be reclassified subsequently to profit or loss</b>	<b>(49,647,096)</b>	<b>(18,047,948)</b>	<b>(60,480,962)</b>	<b>(36,191,212)</b>	<b>(72,444,558)</b>	<b>(49,253,794)</b>
Items that will be reclassified subsequently to profit or loss						
Losses on remeasuring available-for-sale investments	(22,543,031)	(26,802,800)	(10,292,189)	(14,449,424)	240,733,492	(167,876,846)
Gains arising from translating the financial statement of a foreign operation	14,552,977	-	4,736,455	-	7,337,610	-
Losses on cash flow hedges	(27,253,887)	-	(8,989,116)	-	(149,627,279)	-
Income tax relating to items that will be reclassified subsequently to profit or loss	9,959,384	5,360,560	3,856,261	2,889,885	(18,221,243)	33,575,369
<b>Total items that will be reclassified subsequently to profit or loss</b>	<b>(25,284,557)</b>	<b>(21,442,240)</b>	<b>(10,688,589)</b>	<b>(11,559,539)</b>	<b>80,222,580</b>	<b>(134,301,477)</b>
<b>Total other comprehensive expenses</b>	<b>(74,931,653)</b>	<b>(39,490,188)</b>	<b>(71,169,551)</b>	<b>(47,750,751)</b>	<b>7,778,022</b>	<b>(183,555,271)</b>
<b>Total comprehensive income for the periods</b>	<b>62,470,253</b>	<b>178,936,968</b>	<b>99,683,560</b>	<b>571,171,147</b>	<b>949,471,681</b>	<b>1,098,857,458</b>
<b>Net profit attributable to:</b>						
Equityholders of the Bank	137,401,906	218,427,156	170,853,111	618,921,898	941,693,659	1,282,412,729
Non-controlling interests	-	-	-	-	-	-
	137,401,906	218,427,156	170,853,111	618,921,898	941,693,659	1,282,412,729
<b>Total comprehensive income attributable to:</b>						
Equityholders of the Bank	62,470,253	178,936,968	99,683,560	571,171,147	949,471,681	1,098,857,458
Non-controlling interests	-	-	-	-	-	-
	62,470,253	178,936,968	99,683,560	571,171,147	949,471,681	1,098,857,458
<b>Earnings per share for profit attributable to the equity holders of the Bank</b>						
Basic earnings per share (Baht per share)	0.01	0.01	0.01	0.03	0.04	0.06
Weighted average number of ordinary shares (shares)	21,084,878,025	21,084,878,025	21,084,878,025	21,084,878,025	21,084,878,025	21,084,878,025

The Bank's financial ratios	30 June 2015	30 June 2014	31 December 2014	31 December 2013
<b>Profitability ratios</b>				
Gross profit margin (%)	52.1	52.3	53.8	50.7
Net profit margin (%)	3.3	14.8	11.0	15.1
Return on equity (%)	1.5	5.8	4.3	6.1
Yield <sup>(1)</sup> (%)	6.5	6.8	6.9	7.0
Cost of funds <sup>(2)</sup> (%)	2.9	2.8	2.8	3.1
Spread <sup>(3)</sup> (%)	3.7	3.9	4.1	3.9
Return on investment (%)	3.9	4.0	3.5	4.1
<b>Efficiency ratios</b>				
Cost to income ratio (%)	56.6	66.0	66.4	58.2
Net interest margin (%)	2.5	2.7	2.8	2.6
Return on assets (%)	0.1	0.5	0.4	0.6
Assets turnover ratio (time)	0.04	0.03	0.03	0.04
<b>Financial policy ratios</b>				
Debt to equity ratio (time)	12.1	10.6	11.3	12.0
Loan to borrowing ratio <sup>(4)</sup> (%)	92.1	94.1	90.1	88.6
Loan to deposit ratio (modified LD ratio) <sup>(5)</sup> (%)	89.5	92.1	89.2	89.2
Deposits to debts ratio (%)	65.8	68.4	73.3	59.3
Capital adequacy ratio (%)	13.8	13.5	15.0	14.1
<b>Asset quality ratios</b>				
Allowance for doubtful debts to loans and accrued interest receivables (%)	3.6	2.9	2.9	2.9
Bad debt and doubtful accounts to loans and accrued interest receivables (%)	0.7	0.5	0.7	0.4
NPL ratio <sup>(6)</sup> (%)	3.7	2.8	3.0	2.3
Accrued interest receivables to loans and accrued interest receivables (%)	0.3	0.2	0.2	0.3

\*The financial statements for the years 2014 and 2013 have adopted TAS 19 (revised in 2014) employee benefits.

Notes:

- (1) Yield = Interest incomes / (Average loans + Average interest bearing interbank and money market items)
- (2) Cost of funds = Interest expenses / (Average deposits + Average borrowings + Average liabilities payable on demand + Average interest bearing interbank and money market (liabilities))
- (3) Spread = Yield - Cost of funds
- (4) Loan to borrowing ratio = Loans / (Deposits + Liability payable on demand + Borrowings)
- (5) Loan to deposit ratio (modified LD ratio) = (Gross loans + Loans guaranteed by other banks + Loans to FI) / (Deposits + BE + Debentures + Selected structured deposit products)
- (6) NPL ratio is calculated under the BOT criteria.

Summary of statements of financial position of CIMB Thai Bank Public Company Limited and subsidiaries as at 30 June 2015 and 31 December 2014 and 2013, and operating result and key financial ratios of CIMB Thai Bank Public Company Limited and subsidiaries for the periods ended 30 June 2015 and 2014 and for the years ended 31 December 2014 and 2013.

(Unit: THB)

Statements of Financial Position	Consolidated		
	30 June 2015	31 December 2014	1 January 2014
<b>Assets</b>			
Cash	2,630,862,549	3,989,621,938	3,328,748,596
Interbank and money market items, net	14,595,037,916	6,522,689,913	33,555,652,005
Derivative assets	17,056,361,267	10,803,916,302	9,100,647,662
Investments, net	57,995,686,684	55,253,273,115	53,324,961,980
Investments in subsidiaries, net	-	-	10,523,242
Loans and accrued interest receivables			
Loans	200,789,032,271	194,610,261,270	175,844,355,534
Accrued interest receivables	503,989,699	455,304,547	453,532,902
Total loans and accrued interest receivables	201,293,021,970	195,065,565,817	176,297,888,436
<u>Less</u> Deferred revenue	(4,765,655,780)	(4,642,328,361)	(4,757,282,848)
<u>Less</u> Allowance for doubtful debts	(7,432,850,946)	(5,979,008,801)	(5,263,612,956)
<u>Less</u> Revaluation allowance for debt restructuring	(64,479,901)	(68,351,237)	(33,422,083)
Loans and accrued interest receivables, net	189,030,035,343	184,375,877,418	166,243,570,549
Customers' liability under acceptance	77,200,782	68,889,332	57,650,960
Properties for sale, net	1,089,486,680	1,826,291,636	1,706,018,723
Premises and equipment, net	2,972,132,943	3,071,759,407	3,349,094,004
Intangible assets, net	348,166,295	361,802,153	343,053,368
Deferred tax assets	1,005,683,276	957,064,866	1,058,985,442
Account receivable from Thai Asset Management Corporation	-	3,572,457,936	3,572,457,936
Other assets, net	4,445,509,424	3,365,142,396	4,020,544,901
<b>Total assets</b>	<b>291,246,163,159</b>	<b>274,168,786,412</b>	<b>279,671,909,368</b>

Statements of Financial Position (Cont'd)	(Unit: THB)		
	Consolidated		
	30 June 2015	31 December 2014	1 January 2014
<b>Liabilities and shareholders' equity</b>			
<b>Liabilities</b>			
Deposits	176,317,601,229	183,894,650,541	152,132,672,386
Interbank and money market items, net	20,969,939,305	18,304,766,777	44,866,261,855
Liability payable on demand	709,575,275	344,291,120	504,867,176
Financial liabilities designated at fair value through profit or loss	12,427,523,584	7,693,132,792	5,856,747,052
Derivative liabilities	16,883,452,127	10,396,602,437	9,651,786,057
Debt issued and borrowings	33,284,633,118	24,512,208,453	37,706,592,055
Bank's liability under acceptance	77,200,782	68,889,332	57,650,960
Provisions	1,487,373,466	1,471,525,306	1,452,563,027
Other liabilities	6,318,968,939	4,892,161,996	5,653,090,246
<b>Total liabilities</b>	<b>268,476,267,825</b>	<b>251,578,228,754</b>	<b>257,882,230,814</b>
<b>Shareholders' equity</b>			
<b>Share capital</b>			
Registered			
27,410,341,432 ordinary shares of Baht 0.50 each	13,705,170,716		
21,084,878,025 ordinary shares of Baht 0.50 each		10,542,439,013	
26,105,495,608 ordinary shares of Baht 0.50 each			13,052,747,804
Issued and paid-up share capital			
21,084,878,025 ordinary shares of Baht 0.50 each	10,542,439,013	10,542,439,013	10,542,439,013
Premium on share capital	3,867,738,430	3,867,738,430	3,867,738,430
Other reserves	816,450,049	887,619,600	884,659,881
Accretion of equity interests in subsidiary	(42,753,751)	(42,753,751)	(42,753,751)
Retained earnings			
Appropriated - statutory reserve	357,400,000	341,300,000	272,000,000
Unappropriated	7,228,621,593	6,994,214,366	6,265,594,981
<b>Total shareholders' equity</b>	<b>22,769,895,334</b>	<b>22,590,557,658</b>	<b>21,789,678,554</b>
<b>Total liabilities and shareholders' equity</b>	<b>291,246,163,159</b>	<b>274,168,786,412</b>	<b>279,671,909,368</b>

(Unit: THB)

## Statements of Comprehensive Income

	Consolidated					
	For the three-month period		For the six-month period ended		For the year ended 31 December	
	ended 30 June		30 June			
	2015	2014	2015	2014	2014	2013
Interest income	3,621,170,264	3,363,509,473	7,267,987,943	6,717,567,503	13,927,429,582	12,376,299,267
Interest expenses	(1,578,028,440)	(1,448,139,721)	(3,310,568,060)	(2,947,068,514)	(6,038,723,192)	(5,851,629,502)
<b>Net interest income</b>	<b>2,043,141,824</b>	<b>1,915,369,752</b>	<b>3,957,419,883</b>	<b>3,770,498,989</b>	<b>7,888,706,390</b>	<b>6,524,669,765</b>
Fees and service income	426,363,172	338,260,127	890,911,156	700,315,443	1,547,716,018	1,397,769,012
Fees and service expenses	(74,142,584)	(62,830,270)	(128,838,955)	(105,740,234)	(208,850,553)	(139,518,172)
<b>Net fee and service income</b>	<b>352,220,588</b>	<b>275,429,857</b>	<b>762,072,201</b>	<b>594,575,209</b>	<b>1,338,865,465</b>	<b>1,258,250,840</b>
Gains on trading and foreign exchange transactions	188,689,803	222,513,410	784,991,009	459,612,250	1,804,875,080	714,313,846
Gains (losses) on financial liabilities designated at fair value through profit or loss	299,741,687	(112,157,189)	142,759,159	(67,440,381)	(1,093,726,426)	(100,799,433)
Gains on investments, net	170,577,989	73,409,263	310,131,164	273,861,805	329,535,536	421,231,316
Gain sharing from the management of the non-performing loans by TAMC	-	-	-	-	-	1,100,714,818
Other operating income	60,436,746	60,498,518	120,998,856	102,134,041	237,961,382	327,606,151
<b>Total operating income</b>	<b>3,114,808,637</b>	<b>2,435,063,611</b>	<b>6,078,372,272</b>	<b>5,133,241,913</b>	<b>10,506,217,427</b>	<b>10,245,987,303</b>
<b>Other operating expenses</b>						
Employee expenses	926,994,510	926,373,218	1,912,476,544	1,805,417,828	3,741,535,210	3,104,603,347
Directors' remuneration	2,892,000	2,506,000	5,296,000	4,540,000	9,260,000	9,096,000
Premises and equipment expenses	360,737,139	343,027,029	697,456,230	686,258,138	1,399,493,378	1,336,198,325
Taxes and duties	128,710,546	95,692,304	241,142,942	195,830,035	408,517,126	286,465,170
Others	281,861,454	394,271,334	626,653,914	747,386,858	1,581,197,029	1,358,077,429
<b>Total other operating expenses</b>	<b>1,701,195,649</b>	<b>1,761,869,885</b>	<b>3,483,025,630</b>	<b>3,439,432,859</b>	<b>7,140,002,743</b>	<b>6,094,440,271</b>
Bad and doubtful debts and impairment losses	1,144,214,187	438,567,953	2,165,999,129	908,133,873	2,129,643,339	2,743,502,820
<b>Profit before income tax expenses</b>	<b>269,398,801</b>	<b>234,625,773</b>	<b>429,347,513</b>	<b>785,675,181</b>	<b>1,236,571,345</b>	<b>1,408,044,212</b>
Income tax expenses	(51,836,909)	(50,164,556)	(81,184,663)	(160,347,893)	(247,212,868)	82,664,881
<b>Net profit for the periods</b>	<b>217,561,892</b>	<b>184,461,217</b>	<b>348,162,850</b>	<b>625,327,288</b>	<b>989,358,477</b>	<b>1,490,709,093</b>

## Details of allocation of and practices in subscription for newly issued ordinary shares

Statements of Comprehensive Income (Cont'd)	(Unit: THB)					
	Consolidated					
	For the three-month period		For the six-month period ended		For the year ended 31 December	
	ended 30 June		30 June			
	2015	2014	2015	2014	2014	2013
Other comprehensive expenses						
Items that will not be reclassified subsequently to profit or loss						
Changes in revaluation surplus	(62,058,870)	(5,986,535)	(75,601,203)	(12,092,216)	(24,262,109)	(35,525,049)
Remeasurements of post-employment benefit obligations	-	(18,179,118)	-	(36,158,223)	(72,316,467)	(25,293,170)
Income tax relating to items that will not be reclassified subsequently to profit or loss	12,411,774	4,813,131	15,120,241	9,650,088	19,315,715	12,163,644
<b>Total items that will not be reclassified subsequently to profit or loss</b>	<b>(49,647,096)</b>	<b>(19,352,522)</b>	<b>(60,480,962)</b>	<b>(38,600,351)</b>	<b>(77,262,861)</b>	<b>(48,654,575)</b>
Items that will be reclassified subsequently to profit or loss						
Losses on remeasuring available-for-sale investments	(22,543,031)	(26,802,800)	(10,292,189)	(14,449,424)	240,733,492	(167,876,846)
Gains arising from translating the financial statement of a foreign operation	14,552,977	-	4,736,455	-	7,337,610	-
Losses on cash flow hedges	(27,253,887)	-	(8,989,116)	-	(149,627,279)	-
Income tax relating to items that will be reclassified subsequently to profit or loss	9,959,384	5,360,560	3,856,261	2,889,885	(18,221,243)	33,575,369
<b>Total items that will be reclassified subsequently to profit or loss</b>	<b>(25,284,557)</b>	<b>(21,442,240)</b>	<b>(10,688,589)</b>	<b>(11,559,539)</b>	<b>80,222,580</b>	<b>(134,301,477)</b>
<b>Total other comprehensive expenses</b>	<b>(74,931,653)</b>	<b>(40,794,762)</b>	<b>(71,169,551)</b>	<b>(50,159,890)</b>	<b>2,959,719</b>	<b>(182,956,052)</b>
<b>Total comprehensive income for the periods</b>	<b>142,630,239</b>	<b>143,666,455</b>	<b>276,993,299</b>	<b>575,167,398</b>	<b>992,318,196</b>	<b>1,307,753,041</b>
<b>Net profit attributable to:</b>						
Equity holders of the Bank	217,561,892	184,461,217	348,162,850	625,327,288	989,358,477	1,490,709,093
Non-controlling interests	-	-	-	-	-	-
	217,561,892	184,461,217	348,162,850	625,327,288	989,358,477	1,490,709,093
<b>Total comprehensive income attributable to:</b>						
Equity holders of the Bank	142,630,239	143,666,455	276,993,299	575,167,398	992,318,196	1,307,753,041
Non-controlling interests	-	-	-	-	-	-
	142,630,239	143,666,455	276,993,299	575,167,398	992,318,196	1,307,753,041
<b>Earnings per share for profit attributable to the equity holders of the Bank</b>						
Basic earnings per share (Baht per share)	0.01	0.01	0.02	0.03	0.05	0.07
Weighted average number of ordinary shares (shares)	21,084,878,025	21,084,878,025	21,084,878,025	21,084,878,025	21,084,878,025	21,084,878,025

The Bank and its subsidiaries' financial ratios	30 June 2015	30 June 2014	31 December 2014	31 December 2013
Net interest margin (%)	3.1	3.3	3.4	3.2
Return on equity (%)	3.1	5.7	4.4	7.0
Return on assets (%)	0.2	0.5	0.4	0.7
Cost to income ratio (%)	57.3	67.0	68.0	59.5
Loan to deposit ratio (modified LD ratio) (%)	90.5	93.1	90.1	90.3
NPL ratio (%)	3.9	3.1	3.3	2.5
Capital adequacy ratio (%)	14.0	13.8	15.2	14.2
Tier 1 capital funds to risk-weight assets (%)	9.3	10.4	10.1	10.0

## Analysis of financial standing and operating performance

### 1. Consolidated operating results

For the six-month period ended 30 June 2015, CIMB Thai group's consolidated operating income rose by THB 945.1 million or 18.4% to THB 6,078.4 million, compared to 6M2014, mainly due to 5.0% growth in net interest income, 28.2% expansion in net fee and service income and 76.9% growth in other income. Pre-provision operating profit increased 53.2% year-on-year (YoY) to THB 2,595.3 million spurred by lower growth in operating expenses of 1.3% YoY. However, net profit decreased by THB 277.2 million or 44.3% YoY to THB 348.2 million, mainly attributed to a 138.5% YoY increase in provisions amid a weaker economic environment.

Net interest margin (NIM) over earning assets stood at 3.05% in 6M2015, a drop of 0.3% from 6M2014, resulting from higher low yielding assets and anemic loans growth due to the slower economic environment.

As at 30 June 2015, total gross loans (inclusive of loans guaranteed by other banks and loans to financial institutions) accounted for THB 196.6 billion, marking an increase of 3.0% from 31 December 2014. Deposits (inclusive of bill of exchange, debentures and selected structured deposit products) stood at THB 217.1 billion, a growth of 2.6% from THB 211.7 billion at the end of December 2014. As a result, the modified loan to deposit ratio slightly increased to 90.5% compared to 90.1% as at 31 December 2014.

#### (a) Summary of CIMB Thai group's income

In comparison between 6M2015 and 6M2014, net fee and service income increased by THB 167.5 million or 28.2%, mainly due to higher fees from mutual fund fees, corporate finance fees and insurance premium. Net interest income increased by THB 186.9 million or 5.0%, resulting from loan expansion but partly offset by a gain from early redemption of hybrid instruments in 6M2014 (excluding early redemption of hybrid instruments, net interest income increased by THB 276.9 million or 7.5%). Total other operating income increased by THB 590.7 million or 76.9%, largely derived from dividend income, gains on trading and foreign exchange transactions and gains on investments which are under Treasury businesses.

#### (b) Cost of funds and operating expenses

CIMB Thai group's interest expenses for the six-month period ended 30 June 2015 amounted to THB 3,310.6 million, going up by THB 363.5 million, or 12.3%, largely from the increase in the volume of deposits by 11.4% YoY.

Operating expenses grew marginally by THB 43.6 million or 1.3% from higher employee expenses and taxes and duties, partially offset by a decrease in other expenses arising from gains on sale of properties. As a result of better cost management and increased income, the cost to income ratio decreased to 57.3% in 6M2015 compared to 67.0% in 6M2014.

#### (c) Net profit

For the six-month period ended 30 June 2015, CIMB Thai group's consolidated operating income rose by THB 945.1 million or 18.4% YoY to THB 6,078.4 million from 6M2014, underpinned by 5.0% growth in net interest income, 28.2% expansion in net fee and service income and 76.9% growth in other income. Pre-provision operating profit increased 53.2% YoY to THB 2,595.3 million, spurred by lower growth in operating expenses of 1.3% YoY. However, net profit decreased by THB 277.2 million or



44.3% YoY to THB 348.2 million, mainly attributed to a 138.5% YoY increase in provisions amid a weaker economic environment.

#### (d) Return on equity

For the six-month period ended 30 June 2015, CIMB Thai group's return on equity was 3.1% compared with 5.7% in 6M2014, and the Bank's return on equity 1.5%, dropping by 4.3% from 5.8% in 6M2014.

## 2. Consolidated financial standing

### Assets

As at 30 June 2015, CIMB Thai group's total assets amounted to THB 291.2 billion, going up by THB 17.1 billion or 6.2% from 31 December 2014 with details as follows:

Interbank and money market items (assets) were THB 14.6 billion, increasing by THB 8.1 billion or 123.8%, mainly from the Bank's liquidity management.

Net investments stood at THB 58.0 billion, an increase of THB 2.7 billion or 5.0%, mainly due to an increase in available-for-sale securities.

Net loans and accrued interest receivables were THB 189.0 billion, up by 2.5% as a result of economic slowdown.

Account receivable from Thai Asset Management Corporation decreased by THB 3.6 billion or 100% as the Comptroller General's Department agreed to pay the outstanding balance of THB 3.6 billion in February 2015.

### Asset quality

#### (a) Loans and loan concentration

As at 30 June 2015, CIMB Thai group's total loans net of deferred revenue were THB 196.0 billion, an increase of THB 6.0 billion or 3.2% compared with THB 190.0 billion as at 31 December 2014. Loans mainly comprised loans extended to the manufacturing and commerce sector, housing loans and public utilities and service sector, making up 66.4% of total loans. The manufacturing and commerce were the largest borrowers, taking THB 53.6 billion or 27.4% of total loans. This was in line with the Bank's strategy to maintain good relationships with corporate customers. Meanwhile, housing loans amounted to THB 51.7 billion or 26.4% of total loans, and public utilities and services loans THB 24.7 billion or 12.6% of total loans. Loan expansion was slight amid economic slowdown. Sectors with growth of loans, i.e. agricultural and mining, real estate and construction, public utilities and services, housing loans and hire purchase and financial leases, were 94.9%, 0.2%, 5.8%, 6.4% and 4.7% respectively from year-end 2014.

Loans classified by type of business	30 June 2015		31 December 2014		Change	
	THB million	%	THB million	%	THB million	%
Agriculture and mining	6,558	3.3	3,365	1.8	3,193	94.9
Manufacturing and commerce	53,641	27.4	54,804	28.8	(1,163)	(2.1)
Real estate and construction	17,134	8.7	17,103	9.0	31	0.2
Public utilities and services	24,699	12.6	23,345	12.3	1,354	5.8
Personal cash	10,466	5.3	10,517	5.5	(51)	(0.5)
Housing loans	51,698	26.4	48,603	25.6	3,095	6.4
Hire purchase receivable and financial lease receivable	19,976	10.2	19,075	10.0	901	4.7
Others	11,851	6.0	13,156	6.9	(1,305)	(9.9)
<b>Total loans net of deferred revenue</b>	<b>196,023</b>	<b>100.0</b>	<b>189,968</b>	<b>100.0</b>	<b>6,055</b>	<b>3.2</b>

To avoid concentration risk in any particular industry, the Bank has a policy to diversify the proportion of loans granted to various business sectors for clients from all categories of large, medium and small enterprises and retail sectors.

(b) Classification of assets

As at 30 June 2015, CIMB Thai group's net loans and accrued interest receivables (excluding loans to financial institutions) amounted to THB 196.5 billion, an increase of 3.2% compared with those as at 31 December 2014. Classification of loans is in compliance with Bank of Thailand's notification. Pass loans stood at THB 176.6 billion, special-mention loans amounted to THB 12.0 billion, and non-performing loans classified as sub-standard, doubtful and doubtful of loss were reported at THB 1.5 billion, THB 2.4 billion, and THB 4.0 billion respectively.

CIMB Thai group's loan loss coverage ratio decreased to 94.3% as at 30 June 2015 from 95.2% at the end of December 2014. As at 30 June 2015, its total provisions stood at THB 7.4 billion, an excess of THB 2.5 billion over Bank of Thailand's reserve requirements.

(c) Non-performing loans (NPL)

The gross non-performing loans (NPL) accounted for THB 8.0 billion, with an equivalent gross NPL ratio of 3.9%, from 3.3% as at 31 December 2014. The increase in NPL was due to slower repayment ability mainly from the few corporate accounts. CIMB Thai continues to exercise high credit risk underwriting standards and risk management policies. The Bank also focuses on improving productivity, monitoring collection and managing all accounts closely and effectively.

(d) Income recognition

Interest income is recognised on an accrual basis. The Bank discontinues recognition of overdue accrued interest income more than three months since the due date or there is uncertainty of collectability, and then a collection basis is applied. The Bank also reverses interest income on such loans in order to comply with the Bank of Thailand's notification. The Bank continues its income recognition on an accrual basis when the entire amount of the principal and overdue interest has been paid.

The Bank recognises interest income on restructured loans on the same accrual basis as used for loans discussed above, with the exception of loans that are subject to monitoring for compliance with restructuring conditions, on which the Bank recognises interest income on a cash basis until the borrower has been able to comply with the restructuring conditions for a period of not less than three consecutive months or three consecutive installments, whichever is longer.

## Liabilities

As at 30 June 2015, CIMB Thai group's total liabilities amounted to THB 268.5 billion, going up by THB 16.9 billion or 6.1% from 31 December 2014 with details as follows:

Deposits were THB 176.3 billion, down by THB 7.6 billion or 4.1%, mainly from the reduction of fixed deposits.

Interbank and money market items (liabilities) were THB 21.0 billion, up by THB 2.7 billion or 14.6%, as a result of the Bank's liquidity management.

Financial liabilities designated at fair value through profit or loss increased by THB 4.7 billion or 61.5% to THB 12.4 billion, mainly from the issuance of structured debentures and structured bills of exchange.

Debt issued and borrowings amounted to THB 33.3 billion, going up by THB 8.8 billion or 35.8%, due to the issuance of short-term debentures and bills of exchange during the period.

## Equity

As at 30 June 2015, CIMB Thai group's equity stood at THB 22,769.9 million, representing an increase of THB 179.3 million or 0.8% from 31 December 2014.

## Off balance sheets: Commitments

As at 30 June 2015, the Bank and its subsidiaries had combined commitments of THB 2,060.1 billion, up by THB 508.1 billion or 32.7% from THB 1,552.0 billion at the end of December 2014. The increase in commitments came mainly from derivatives as indicated in the table below:

(Million Baht)

Off balance sheets: commitments	30 June 2015	31 December 2014	variance %
Avals to bills and guarantees of loans	64	101	(36.6)
Liability under unmatured import bills	600	605	(0.8)
Letters of credit	1,567	1,679	(6.7)
Other commitments:	2,057,918	1,549,577	32.8
Derivatives	2,017,999	1,517,454	33.0
Undrawn bank overdrafts	14,765	16,961	(12.9)
Investments	16,778	6,766	148.0
Others	8,376	8,396	(0.2)
<b>Total</b>	<b>2,060,149</b>	<b>1,551,962</b>	<b>32.7</b>

### Liquidity

Cash and cash equivalent items, as indicated in the cash flow statement of CIMB Thai group as at 30 June 2015, amounted to THB 2.6 billion, a net decrease of THB 240.8 million from 30 June 2014.

### Relationship between sources and applications of funds

Two major sources of funds for the Bank were deposits and borrowings, while the applications of funds covered the extension of loans. As at 30 June 2015, the Bank had deposits, borrowings and loans classified by maturity as follows:

(Unit: THB billion)

Maturities	Loans*	%	Deposits*	%	Borrowings*	%
Payable on demand	17.6	8.8	65.7	34.8	5.2	9.7
Up to one year	55.3	27.7	119.3	63.3	26.7	49.6
Over one year	126.6	63.5	3.6	1.9	22.0	40.7
<b>Total</b>	<b>199.5</b>	<b>100.0</b>	<b>188.6</b>	<b>100.0</b>	<b>53.9</b>	<b>100.0</b>

\*Including interbank and money market items.

The Bank derived its funds from customer deposits which can be categorized as follows:

(Unit: THB billion)

Categories of Deposit	30 June 2015*		31 December 2014*		31 December 2013*	
	Amount	%	Amount	%	Amount	%
Current deposits	3.2	1.7	2.8	1.5	2.4	1.5
Savings deposits	62.5	33.2	58.9	30.3	49.2	31.6
Fixed deposits	122.9	65.1	132.5	68.2	104.1	66.9
<b>Total</b>	<b>188.6</b>	<b>100.0</b>	<b>194.2</b>	<b>100.0</b>	<b>155.7</b>	<b>100.0</b>

\*Including interbank and money market items.

## Credit Rating

The Bank's credit rating by Fitch Ratings, Moody's Investors Service and RAM Ratings are shown below:

### Fitch Ratings

24 March 2015

#### National

National Long-Term Rating	AA- (tha)
National Short-Term Rating	F1+ (tha)

10 June 2015

### Moody's Investors Service

Outlook	Stable
Bank deposits	Baa2/P-2
Baseline credit assessment	ba2
Adjusted baseline credit assessment	baa2
Issuer rating	Baa2
ST issuer rating	P-2

August 2015

### RAM Ratings

Financial Institution Ratings	AA2/Stable/P1
Tier-2 Subordinated Debt	AA3/Stable

## Financial ratios

### Capital funds and capital adequacy ratio

As at 30 June 2015, the Bank's assets were THB 22.1 billion higher than its liabilities. The difference represented positive shareholders' equity. The Bank's total capital funds amounted to THB 31.6 billion with capital adequacy ratio (BIS ratio) of 13.8%, exceeding the regulatory requirement. At CIMB Thai group-level, the consolidated capital funds amounted to THB 31.8 billion with BIS ratio of 14.0%.

### Liquid assets ratio

The Bank of Thailand requires all commercial banks to maintain a minimum liquid assets ratio of 6% of total deposits and offshore borrowings with less than one year maturity.

As at 30 June 2015, the Bank's total liquid assets were THB 57.1 billion, while the modified loan to deposit ratio stood at 89.5%. Its liquid assets to total assets ratio was 19.7% and liquid assets to total deposits ratio was 32.3%. All these ratios were within the minimum regulatory requirements.

### Dividend payment

On 10 April 2015, the AGM of the Bank approved to pay dividend from the operating results of 2014 at the rate of THB 0.0075 per share, totaling THB 158 million, which was paid on 8 May 2015.

### Capital increase

On 10 April 2015, the AGM of the Bank approved an increase in the Bank's registered capital by THB 3,162,731,703.50, from THB 10,542,439,012.50 to THB 13,705,170,716 with a par value of THB 0.50 per share. On 22 April 2015, the Bank registered the capital increase with the Ministry of Commerce.

Subscription No. 

## Subscription Form for the Newly Issued Ordinary Shares of CIMB Thai Bank Public Company Limited

One subscription form per one shareholder registration no. only

Offering of 3,689,853,654 new ordinary shares ("Rights Shares") with a par value of THB 0.50 per share to existing shareholders of CIMB Thai Bank Public Company Limited (the "Company") at the offering price of THB 1.00 per share at the ratio of 7 Rights Shares for every 40 existing shares held

Date of Subscription ☐ 26 October 2015 ☐ 27 October 2015 ☐ 28 October 2015 ☐ 29 October 2015 ☐ 30 October 2015

## Details of Rights Shares Subscriber - Please provide information clearly and completely.

I/We (please specify type of subscriber) Shareholder Registration Number 

☐ Natural Person of Thai Nationality ID Card No.   
☐ Juristic Person of Thai Nationality Company Registration No. ....

☐ Natural Person of Non-Thai Nationality  
Alien Registration Card/Passport No. ....  
☐ Juristic Person of Non-Thai Nationality  
Juristic Person Registration No. ....  
Shareholder Registration No. ....

Name ☐ Mr. ☐ Mrs. ☐ Miss ☐ Juristic Person .....

Address no. .... Moo .... Lane/Soi .... Road .....

Sub-District .... District .... Province .... Postal Code .....

Telephone (Home/ Office) .... Mobile Telephone .... Nationality .... Occupation .....

Date of Birth (Registration Date) .... Tax ID. No. .... Type of Tax Payment ☐ Non-withholding tax ☐ Withholding taxFor individual, please specify ultimate beneficiary ☐ Subscriber ☐ Other person (please specify) .... ☐ For juristic person (please specify) .....

According to the share register book as at Monday, 14 September 2015, I/we own ..... share(s), and hereby subscribe for the Rights Shares of CIMB Thai Bank Public Company Limited as follows:

Details of Subscription	No. of Shares Subscribed	Amount (Baht)
<input type="radio"/> Fully subscribe for entitled Rights Shares		
<input type="radio"/> Subscribe in excess of entitled amount (Please only specify portion of Rights Shares in excess to entitlement)		
<input type="radio"/> Subscribe less than entitled amount		
Total		

I/We have enclosed the payment made by

☐ Money Transfer (at CIMB Thai Bank Plc. counter only) ☐ Cashier's Cheque ☐ Bank Draft ☐ Personal Cheque ☐ BAHTNET  
Cheque / Draft No. .... Date .... Bank .... Branch .....

The Bank reserves the right to accept subscription payment made at CIMB Thai Bank Plc. counter only. To make the payment by money transfer from other bank, only BAHTNET is acceptable, and the Bank will be liable for the receiving bank's fee for the subscriber.

## Payable to "Account For Subscription for Newly Issued Ordinary Shares of CIMB Thai Bank Public Company Limited"

If the shares are allotted to me/us, I/we hereby agree and instruct the Company to proceed as follows: (Please mark only one method.)

- ☐ Transfer to my/our own securities trading account: To issue a share certificate for the allotted shares in the name of "Thailand Securities Depository Company Limited for Depositors" and have (name of broker) ..... Participant No. .... (please specify name of broker and participant number from the list as shown on the back of this form), deposit such shares with the Thailand Securities Depository Company Limited for Securities Trading Account Name ..... Account No. .... which I/we have an account with. (Name of the subscribing shareholder shall be the same as the name of the owner of the securities trading account. Otherwise, the Rights Shares will be deposited into the account of the securities issuer, participant no. 600.)
- ☐ Transfer to the issuer's securities trading account: To issue a share certificate for the allotted shares in the name of "Thailand Securities Depository Company Limited" and deposit such shares with the Thailand Securities Depository Company Limited under the participant number 600 for my/our name. (Should the subscriber require the issuance of a share certificate at a later date, the subscriber must pay fee at the rate as defined by Thailand Securities Depository Company Limited). For the subscriber who intends to deposit allotted shares to the issuer account, please complete additional documents to support the subscription and Entity Status Certification and Information Disclosure Consent Form under FATCA (For Entities).
- ☐ Issue in the form of a share certificate: To issue a share certificate in my/our name and deliver to me/us by registered mail at the address provided in the subscription form within 15 days from the closing date of subscription period. I/we agree that I/we may obtain the share certificate after the Stock Exchange of Thailand has approved the listing of the said newly issued ordinary shares and the trading thereof in the Stock Exchange of Thailand.
- ☐ For shareholder with pledge scripless: Participant No. .... Pledge Brokerage Account .....

I/we hereby undertake and agree to subscribe for such number of Rights Shares as allotted by the Company and shall not revoke this subscription. If I/we do not return this duly completed subscription form together with payment within the subscription period or the cheque, cashier's cheque or bank draft is not collectable, I/we shall be deemed to have not exercised my/our subscription rights. I/we have read the notification of allocation of the newly issued ordinary shares and the documents to notify the entitlement for subscription for the newly issued ordinary shares of CIMB Thai Bank Public Company Limited, and agree to be bound to such notification and documents and any amendment thereof in the future.

**Refund of subscription payment (if any):** If I/we have been allotted lesser Rights Shares than total subscription amount as specified in the subscription form, or have not been allotted the shares due to any reason as explained in the notification of allocation of the newly issued ordinary shares, I/we agree to have the payment or excess payment returned to me/us by: (Please select only one method.)

☐ Deposit to an account under my/our name at Bank ..... Branch ..... Account No. ....  
Type ☐ Current account ☐ Savings account (Enclosed is a certified copy of the first page of the account book. The name of account owner must be the same as the subscriber. If the subscriber specifies the account whose owner is not the subscriber or does not provide complete details, the subscription payment will be returned to the subscriber by cheque / cashier's cheque (account payee only).)

☐ Pay by cheque or cashier's cheque account payable only to my/our name to be delivered by registered mail at the address provided in the subscription form. (Refund by cheque / cashier's cheque may incur fees which shall be borne by the subscriber.)

Please be aware that there is risk involved in securities investment and make sure that you have thoroughly studied the notification of allocation of newly issued ordinary shares before deciding on the share subscription.

Signed ..... Subscriber  
(.....)

## Subscription Receipt for the Rights Shares of CIMB Thai Bank Public Company Limited (For Subscribers: Please fill in this part completely and clearly.)

Date of Subscription ☐ 26 October 2015 ☐ 27 October 2015 ☐ 28 October 2015 ☐ 29 October 2015 ☐ 30 October 2015 Subscription No. 

CIMB Thai Bank Public Company Limited has received money from (name of subscriber) ..... for the subscription of Rights Shares of CIMB Thai Bank Public Company Limited of ..... shares at THB 1.00 per share, totaling THB .....

made payable by ☐ Money Transfer (at CIMB Thai Bank Plc. Counter only) ☐ Cashier's Cheque ☐ Bank Draft ☐ Personal Cheque ☐ BAHTNET  
Cheque / Draft No. .... Date .... Bank .... Branch .....

☐ To issue a share certificate in the name of "Thailand Securities Depository Company Limited for the Depositors" Participant No. ....  
Securities Trading Account No. ....

☐ To issue a share certificate in the name of "Thailand Securities Depository Company Limited" and deposit such shares under the issuer account (participant no. 600) for my/our name.

☐ To issue a share certificate in the name of the subscriber.

☐ For shareholder with pledge scripless: Participant No. .... Pledged Brokerage Account .....

Authorized Officer: .....

Remark: Should subscribers wish to change their address, please directly send the notice of such change to the Securities Operation Department, Thailand Securities Depository Company Limited  
62 The Stock Exchange of Thailand Building, Ratchadapisek Road, Klongtoey, Bangkok 10110, Tel. 0-2229-2800

# BROKER

Participant No.	Company Name	Participant No.	Company Name
002	TISCO SECURITIES CO., LTD.	030	I V GLOBAL SECURITIES PCL.
003	COUNTRY GROUP SECURITIES PCL.	032	KTB SECURITIES (THAILAND) CO., LTD.
004	DBS VICKERS SECURITIES (THAILAND) CO.,LTD.	033	FINANSA SECURITIES LTD.
005	LAND AND HOUSES SECURITIES PCL.	034	PHILLIP SECURITIES (THAILAND) PCL.
006	PHATRA SECURITIES PCL.	038	AEC SECURITIES PCL.
007	CIMB SECURITIES (THAILAND) CO., LTD.	048	AIRA SECURITIES PCL.
008	ASIA PLUS SECURITIES PCL.	050	ALS SECURITIES CO., LTD.
010	MERRILL LYNCH SECURITIES (THAILAND) LTD.	200	MAYBANK KIM ENG SECURITIES (THAILAND) PCL.
011	KASIKORN SECURITIES PCL.	211	UBS SECURITIES (THAILAND) LTD.
013	KGI SECURITIES (THAILAND) PCL.	213	ASIA WEALTH SECURITIES CO., LTD.
014	CAPITAL NOMURA SECURITIES PCL.	221	MERCHANT PARTNERS SECURITIES PCL.
015	APPLE WEALTH SECURITIES PCL.	224	BUALUANG SECURITIES PCL.
016	THANACHART SECURITIES PCL.	225	CLSA SECURITIES (THAILAND) LTD.
019	KKTRADE SECURITIES CO., LTD.	229	JPMORGAN SECURITIES (THAILAND) LTD.
022	TRINITY SECURITIES CO.,LTD.	230	GLOBLEX SECURITIES CO., LTD.
023	SCB SECURITIES CO.,LTD.	244	MACQUARIE SECURITIES (THAILAND) LTD.
026	UOB KAY HIAN SECURITIES (THAILAND) PCL.	247	CREDIT SUISSE SECURITIES (THAILAND) LTD.
027	RHB OSK SECURITIES (THAILAND) PCL.	248	KT ZMICO SECURITIES CO., LTD.
029	KRUNGSRI SECURITIES PCL.	924	FINANSIA SYRUS SECURITIES PCL.

# SUB-BROKER

242	CITICORP SECURITIES (THAILAND) LTD.	243	TSFC SECURITIES PCL.
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# CUSTODIAN

236	TISCO BANK PCL.	344	PHILLIP SECURITIES (THAILAND) PCL. FOR CUSTODIAN SERVICE
245	THANACHART BANK PCL.	345	THANACHART BANK PCL. FOR CUSTODIAN SERVICE
301	CITIBANK, N.A.	402	KASIKORNBANK PCL. FOR BOND
302	SIAM COMMERCIAL BANK PCL.	404	SIAM COMMERCIAL BANK FOR TREASURY
303	BANGKOK BANK PCL. - CUSTODIAN	405	CIMB THAI BANK PCL. FOR TREASURY OPERATION
304	HONGKONG AND SHANGHAI BANKING CORP., LTD.	407	SUMITOMO MITSUI BANKING CORPORATION
305	KRUNG THAI BANK PCL. FOR SECURITIES PAYMENT	408	GOVERNMENT SAVINGS BANK
308	KASIKORNBANK PCL. FOR CUSTODIAN SERVICE	410	BANK OF AYUDHYA PCL. FOR TREASURY
312	STANDARD CHARTERED BANK (THAI) PCL.	411	BANGKOK BANK PCL.
316	INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PCL.	412	BANGKOK FIRST INVESTMENT & TRUST PCL.
318	DEUTSCHE TRUSTEE CO., LTD.	413	MIZUHO BANK, LTD., BANGKOK BRANCH
320	DEUTSCHE BANK AG, BANGKOK BRANCH - FOR CUSTODIAN SERVICE	414	BANK OF TOKYO-MITSUBISHI UFJ, LTD., BANGKOK BRANCH
324	UNITED OVERSEAS BANK (THAI) PCL.	415	BANK OF AMERICA NATIONAL ASSOCIATION
326	THE ROYAL BANK OF SCOTLAND PCL., BANGKOK BRANCH	416	DEUTSCHE BANK, BANGKOK BRANCH
328	BANK OF AYUDHYA PCL.	417	RHB BANK LTD.
329	TMB BANK PCL.	418	BANK BNP PARIBAS
330	HONGKONG AND SHANGHAI BANKING CORP., LTD. (FOR BOND)	420	BANK FOR AGRICULTURE AND AGRICULTURAL COOPERATIVES
334	TFSC SECURITIES PCL. (CUSTODIAN)	424	ISLAMIC BANK OF THAILAND
336	KIATNAKIN BANK PCL.	425	KRUNGTHAI BANK PCL. (FOR CUSTOMER)
337	TMB BANK PCL.	426	THE OVERSEA-CHINESE BANKING CORP LTD., BANGKOK BRANCH
339	TISCO BANK PCL. (FOR CUSTODIAN SERVICE)	513	KIATNAKIN BANK PCL. - TREASURY
340	JPMORGAN CHASE BANK	518	LAND AND HOUSES PCL.
343	CIMB THAI BANK PCL.		

**Deposit into an issuer account only**

I/We.....

National I.D. card/ passport/ company registration no.....

**For Individual Person**

1. Place of Birth (Country) .....

2. Second Nationality .....

3. Permanent Address .....

Province/State/Region.....Country.....Postal.....

**For Juristic Person**

1. Incorporated in (Country) .....

2. FATCA Status\* .....

(Please answer the attached questionnaire and fill in its result in this field)

- In case of Passive NPFFE, please specify the % of U.S. shareholders/owners.....
- In case of PFFI, of RDCFFI, please specify GIIN Number.....

I/We request to deposit these securities with the Thailand Securities Depository (TSD) in the account of the issuing company. I/We hereby certify that the aforementioned statements are complete and true. Should TSD incur any direct or indirect damage, obligation or expense due to complying with my request as given above, I/we shall be fully responsible and shall unconditionally compensate TSD in full. In addition, I/We acknowledge that TSD may appear in this document disclosure to the organization having agreement with TSD and/or Government agencies that have the legal power to request such information.

Signature.....Securities holder

(.....) Phone no.....





## Entity Status Certification and Information Disclosure Consent Form under FATCA

### Certification of the Claimed FATCA Status

I hereby certify that I have the status as follows;

#### Part 1: Place of Incorporation

	Certification of the Claimed FATCA Status	FATCA Status for Non-U.S. Entities
<input type="checkbox"/>	1.1 I am an entity that is incorporated in: _____ (Fill in a country)	U.S. Person / Non-U.S. Entities
<input type="checkbox"/>	1.2 I am a branch of an entity. Please specify the place of incorporation of the head office: _____ (Fill in a country) In case the entity is incorporated in the U.S., I have attached W-9 certifying the status herewith. (If you are a non-U.S. entity or a branch of non-U.S. entity, please proceed to <u>Part 2</u> . Apart from that, your certificate of the claimed FATCA status is complete.)	

#### Part 2: FATCA Status for Non-U.S. Entities

	Certification of the Claimed FATCA Status	FATCA Status for Non-U.S. Entities
<input type="checkbox"/>	2.1 I am a financial institution of the type of Participating Foreign Financial Institution or Registered Deemed-Compliant FFI with GIIN : _____	PFFI, RDCFFI
<input type="checkbox"/>	2.2 I am a financial institution of the type of Non-Participating Foreign Financial Institution.	NPFFI
<input type="checkbox"/>	2.3 I am a financial institution of the type of Certified Deemed-Compliant FFI and have attached W-8BEN-E certifying the status herewith.	CDCFFI
<input type="checkbox"/>	2.4 I am a publicly traded (listed) company or affiliate of a listed company; My evidence of listing or affiliation of a listing company is in a copy of the latest financial statement attached herewith.	Excepted NFFE
<input type="checkbox"/>	2.5 I am a government (agents), international organization, or central bank of issue; I certify that I am the beneficial owner of any payment in connection with the securities that is going to be sold or transferred, and is not engaged in commercial financial activities of a type engaged in by an insurance company, custodial institution, or commercial banks.	Exempt Beneficial Owner
<input type="checkbox"/>	2.6 I am a non-profit organization; I certify that I am exempt from income tax under Thai revenue code.	Non-Profit Organization
<input type="checkbox"/>	2.7 I am a non-financial institution whose main income <b>is not from investing</b> . I certify that I am not incorporated in the U.S. and not a financial institution and <b>not exceeding half of my income</b> as stated in my latest financial statement are derived from the following four groups <b>and</b> <b>not exceeding half of my assets</b> as stated in my latest financial statement can generate incomes in the following four groups as follows; <u>Group 1</u> : Dividend and Interest	Active NFFE



	<p><u>Group 2: Rental and Royalties</u></p> <p><u>Group 3: Income from certain transactions</u></p> <ul style="list-style-type: none"> <li>• Sales of any asset generating income in Group 1 and Group 2</li> <li>• Income from commodity derivative contracts</li> <li>• Foreign exchange income</li> <li>• Income from SWAP contract (Notional Principal Contract)</li> </ul> <p><u>Group 4: Income from insurance and annuity contracts</u></p> <ul style="list-style-type: none"> <li>• Income from reserving activities (insurance company only)</li> <li>• Income from annuity contracts</li> <li>• Income from insurance contracts</li> </ul>													
[ ]	<p>2.8 I am a non-financial institution whose main income <b>is from investing</b>.  I certify that I am not incorporated in the U.S. and not a financial institution and <b>exceeding half of my income</b> as stated in my latest financial statement are derived from the abovementioned four groups of income <u>or</u> <b>exceeding half of my assets</b> as stated in my latest financial statement can generate incomes in the abovementioned four groups of income.  I also hereby declared my U.S. ownership as follows;  [ ] I <b>do not</b> have any owner/shareholder who is a U.S. person <u>or</u>  [ ] I have owner(s)/shareholder(s) who is (are) U.S. persons and have hereby disclosed the name, address, and U.S. Tax Identification Number (TIN) of each holder as follows;</p> <table border="1"> <thead> <tr> <th>Name</th><th>Address</th><th>TIN</th></tr> </thead> <tbody> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> </tbody> </table>	Name	Address	TIN										Passive NFFE
Name	Address	TIN												
[ ]	<p>2.9 I am not eligible for any status provided above  I have herewith attached W-8BEN-E with the status of _____</p>	Others												

