

(Translation)

No. ST 068/2562

15 November 2019

Re: Interim Dividend Payment and Additional Agenda to be Proposed to the Extraordinary General Meeting of Shareholders No. 2/2019

To: President,  
The Stock Exchange of Thailand

TMB Bank Public Company Limited (**TMB**) would like to notify that the Board of Directors' meeting no. 10/2019, held on November 15, 2019 (the **BoD Meeting**) approved the interim dividend payment from the operating profit from the first half of fiscal year 2019 of TMB according to the audited combined financial statements ended 30 June 2019 at the rate of THB 0.03 (Three Satang) per share to all shareholders whose names appear in the share register book as at the record date for identifying the shareholders eligible for dividend payment on 2 December 2019, at which time there will be both the existing ordinary shares of TMB and the new ordinary shares issued in reserved for the exercise of the transferable subscription rights (**TSRs**). In this connection, the shares of TMB will be remarked with XD sign to determine the list of shareholders entitled to the dividend payment from 29 November 2019.

In this regards, TMB will pay the interim dividend of up to THB 2,226,271,047.15 at the highest (based on an assumption that TMB is able to sell all new ordinary shares issued in reserved for the exercise of the **TSRs**). Such interim dividend payment will be paid on December 13, 2019.

In addition, with reference to the shares acquisition and the acceptance of the entire business transfer from Thanachart Bank Public Company Limited (**TBANK**) (the **Transaction**) which is expected to complete in December 2019, the Transaction will result in TBANK becoming a subsidiary of TMB and, therefore, the auditor informed TMB that it is necessary for the auditor of TMB to additionally audit the financial statements in relation to the Transaction and disclose it in the financial statements of TMB on a consolidation basis.

Hence, the Board of Directors at the BoD Meeting approved the additional 2019 audit fee as a result of the Transaction at Baht 1,980,000 and proposed this matter to the Extraordinary General Meeting of Shareholders Meeting No. 2/2019 to be held on 28 November 2019, the original agenda of which was announced on 10 October 2019. TMB requires a majority vote of the shareholders attending the meeting and entitled to vote to approve the increase of audit fee.

Accordingly, the agenda to be considered in the Extraordinary General Meeting of Shareholders Meeting No. 2/2019 which will be held on 28 November 2019 at 14.00 hrs. at the Auditorium, 7th Floor, Headquarters of TMB Bank Public Company Limited, at 3000 Phaholyothin Road, Chompol, Chatuchak, Bangkok, will be as follows:

- Agenda 1 To consider and approve amending clause 3. of the memorandum of association re: business objectives
- Agenda 2 To consider and approve the acquisition of shares for the propose of the acceptance of a business transfer from Thanachart Bank Public Company Limited

Agenda 3 To consider and approve the election of additional directors

Agenda 4 To consider and approve the additional audit fees for 2019 as a result of the acceptance of a business transfer from Thanachart Bank Public Company Limited

Agenda 5 Other businesses (if any)

Please be informed accordingly.

Best regards

*- Signed -*

(Mr. Naris Aruksakunwong)

Company Secretary

Strategy  
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