

Certified true copy

- Signature -

(Mr. Prachit Witthayabumrung)
Registrar

Form Bor Mor Jor. 001

Registered on 1 May 2014

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MEMORANDUM OF ASSOCIATION
OF
TISCO BANK PUBLIC COMPANY LIMITED

The Memorandum of Association of the Company contains the following particulars:

This is to certify that this company has been registered as a juristic company according to the laws governing public limited companies, bearing Registration No. 0107539000171 on July 1, B.E. 2539 (1996). The particulars as shown in the Register of Juristic Person as of the date of issuance of this Certificate are as follows:

- | | |
|----------|---|
| Clause 1 | The name of the company is " TISCO BANK PUBLIC COMPANY LIMITED. " |
| Clause 2 | The Company wishes to make its shares available to the public |
| Clause 3 | The Company has 34 objectives, details as per Form Bor Mor Jor. 002 attached |
| Clause 4 | Registered Capital: Baht 9,215,676,920.00 /
(Nine billion two hundred fifteen million six hundred seventy six thousand nine hundred and twenty Baht) |
| | Dividend into: Shares 921,567,692 /
(Nine hundred and twenty-one million, five hundred and sixty-seven thousand, six hundred and ninety-two shares) |
| | Par value/share: Baht 10 (Ten Baht) Divided into; |
| | Ordinary share: Shares 921,567,588
(Nine hundred and twenty-one million, five hundred and sixty-seven thousand, five hundred and eighty-eight shares) |
| | Preferred share: Shares 104
(One hundred and four shares) |
| Clause 5 | The Company's head office shall be located in Bangkok. |
| Clause 6 | Names, dates of birth, nationalities, and addresses of the Company's founders, amount of shares subscribed by each founder and signatures are as follows:
6.1 Number of founders____ - _____persons subscribed for shares to be paid in money - shares accounted for - percent of registered capital |

(Sign) -Signature- Applicant

(Mr. Metha Pingsuthiwong)

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(Mr. Prachit Witthayabumrung)
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**Objectives
OF
TISCO FINANCIAL GROUP PUBLIC COMPANY LIMITED**

The Company has 34 objectives as follows:

(1) To operate a commercial banking business and all activities related or incidental thereto, as permitted under the laws governing commercial banking, both domestically and internationally;

(2) To accept deposits of all types, including current, savings, fixed deposits, and other forms of deposits, including deposits evidenced by certificates of deposit or other instruments of entitlement, with or without interest;

(3) To provide loans, overdraft facilities, credit facilities of any kind, financing arrangements, credit card services, and other financial services, with or without collateral, in Thailand and abroad;

(4) To buy, sell, discount, distribute, or otherwise deal in foreign currencies, money, gold, gold bullion, bonds, treasury bills, loan certificates, bills of exchange, letters of credit, warrants, financial instruments, debt instruments, instruments or evidences of rights, shares, debentures, investment units, and all types of securities issued, created, acquired, or procured by the Company or any other person;

(5) To guarantee debts, liabilities, or contractual obligations of persons, with or without security, in Thailand and abroad, including avals, bill acceptances, and the issuance or confirmation of payments under letters of credit or commercial instruments;

(6) To invest funds through deposits, subscriptions, purchases, or otherwise in bonds, treasury bills, financial instruments, debt instruments, evidences of rights, shares, debentures, investment units, and all classes of securities;

(7) To borrow money by means available to commercial banks for the benefit of the Company's business operations;

(8) To engage in non-life insurance brokerage and life insurance brokerage businesses;

(9) To acquire, own, buy, sell, sell with right of redemption, purchase with right of redemption, exchange, rent, lease, sublease, lease under leasing arrangements, hire-purchase, mortgage, pledge, and otherwise deal in movable and immovable property, including acting as broker, agent, or nominee holder of title on behalf of others;

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(10) To invest in partnerships, private companies, public companies, and other securities, both domestically and internationally, regardless of whether their business objectives are similar to those of the Company;

(11) To undertake private fund management, provident fund management, and Government Pension Fund management businesses;

(12) To issue securities, including shares, debentures, bills, investment units, warrants to purchase shares, debentures, or investment units, debt securities, and other types of securities as permitted by applicable laws, for offering to shareholders, the public, or other persons, at par value, premium, or discount;

(13) To provide custodial services for securities, certificates of deposit, debt instruments, receipt and delivery of securities, payment collection, dividend collection, and related benefits;

(14) To act as a securities selling agent and broker for investment units (Limited BDU);

(15) To operate as a bondholders' representative;

(16) To operate as a mutual fund trustee;

(17) To operate a securities registrar business;

(18) To manage, underwrite, distribute and trade debt instruments;

(19) To act as broker, agent, dealer or intermediary in relation to government bonds, state enterprise debt instruments, shares, debentures, securities, and financial, investment, commercial and related businesses;

(20) To act as an advisor for companies seeking listing on the Stock Exchange of Thailand, the securities trading centers, derivatives trading centers, or other exchanges established under securities laws;

(21) To operate a financial advisory business;

(22) To operate a debt collection agency business;

(23) To operate a securitization project management business;

(24) To purchase or acquire receivables and claims;

(25) To engage in securities borrowing and lending transactions;

(26) To engage in foreign exchange businesses, including buying, selling, exchanging, discounting, and distribution of foreign currencies, subject to regulatory approval;

(27) To provide internet banking networks, electronic devices for deposits and withdrawals, telephone banking systems, and office banking services;

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(28) To provide information services, collect, compile, publish and distribute news, statistics, data, research, analyses and evaluations relating to commerce, finance, investment, industry and agriculture, and to prepare research, analytical, and evaluation reports and provide related advisory services;

(29) To participate in public or private auctions in furtherance of the Company's business objectives;

(30) To establish branches, sub-branches, representative offices or appoint agents in Thailand or abroad, including acting as an agent for other commercial banks;

(31) To provide financial assistance to individuals, groups, funds, organizations and governmental or private entities, both domestically and internationally;

(32) To acquire assets or rights by payment in cash, shares, or a combination thereof, subject to conditions determined by the Company;

(33) To act as executor, trustee, custodian, asset manager, or business manager for individuals, groups, organizations, funds, and public or private entities;

(34) To engage in any other activities customarily conducted by commercial banks or permitted or required under commercial banking laws or other applicable laws.