

Memorandum of Association
of
Bangkok Bank Public Company Limited

This Memorandum of Association of the Company has the following particulars:

Clause 1. The name of the Company is “Dhanakarn Krungdeb Chamkat (Mahachon)”; and in English, “**Bangkok Bank Public Company Limited**”.

Clause 2. The Company intends to offer its shares for sale to the public.

Clause 3. The objectives of the Company consist of 8 subclauses as follows:

(1) To carry on commercial banking business as well as all businesses related or incidental to banking, or to carry on any businesses in which the Company is permitted to engage under the act on commercial banking, whether in Thailand or abroad, namely:

a. To accept deposits of money in the categories of current deposit, savings deposit, fixed deposit and other types of deposit, and to accept deposits of money by issuing any certificate of deposit or other instruments representing the rights to receive money, with or without interest.

b. To lend money, to provide overdraft facilities or to grant credit facilities in any other manner, or to make payment in order to gain benefits and to engage in credit card business in Thailand and abroad as well as to accept pledged or mortgaged property as security and to accept transfers of legal rights.

c. To purchase and/or sell, purchase and/or sell at discount, or underwrite by any means the sale of foreign currencies, silver, gold, gold bars, bonds, treasury bills, loan policies, bills, letters of credit, warrants, financial instruments, debt instruments, instruments or evidence representing rights or any other instruments, shares, debentures, unit trusts and all other types of securities.

d. To guarantee indebtedness, liability or performance under agreements of other persons, and to give aval, to accept bills as well as to issue or confirm payment obligations under letters of credit or other commercial documents.

e. To make monetary investments in order to gain benefits by depositing, booking, buying or otherwise in order to acquire bonds, treasury bills, bills, financial instruments, debt instruments, or any instruments or evidence representing rights or any other instruments, shares, debentures, unit trusts as well as all other types of securities.

f. To borrow money in accordance with commercial banking practices for the purpose of the Company's business.

g. To act as consultant and give advice; to provide information service; to analyze and plan projects as well as projects feasibilities on financial and investment aspects; to act as advisor for business acquisition, consolidation or merger, and for obtaining listing approvals for companies and securities in the Stock Exchange of Thailand or in other securities exchange places; including to carry on or provide any services related to financial or investment businesses.

h. To act as debenture holder representative or mutual fund supervisor or agent for the sale of unit trusts.

i. To act as securities registrar, agent, broker, commission agent or otherwise perform any function in the purchase and/or sale of shares, debentures or other securities, or in the financial, investment or trading businesses and in any other transaction related to the aforesaid businesses as well as to act as securities custodian, receiver or deliverer of securities, receiver or payer of the purchase price for securities, receiver of dividends and deliverer of benefits derived from such securities.

j. To act as broker in the business of insurance against loss and insurance on life.

k. To carry on any other businesses which a commercial bank may carry on in accordance with commercial banking practices, or which should be carried on, or which the Company is empowered or is required to carry on pursuant to the act on commercial banking or any other legislations.

(2) To hold shares in limited companies or public limited companies, or to participate in limited partnerships as partner with limited liability, or to jointly engage in any other business as specified in this Memorandum with persons, group of persons, organizations, funds, or other government or private entities.

(3) To purchase, acquire, receive, rent, buy on hire purchase terms, hold ownership, possess, rebuild, repair, improve, alter, use or otherwise manage, land, buildings or other properties as well as the legal fruits and necessary components or accessories thereof for the benefits of the Company or for the welfare of the employees of the Company.

(4) To make cash payment or issue shares with or without dividend, with preferred or deferred rights in capital repayment, or with any other conditions, or to pay partly in cash and partly by issuing shares, in order to acquire any property or right.

(5) To sell, exchange, transfer, let or otherwise dispose of movable and immovable properties of the Company in whole or in part as well as to pledge, mortgage, or create any encumbrance on, properties in order to guarantee indebtedness or for the purpose of the Company's business.

(6) To sell shares, debentures, warrants, debt instruments or any other securities which are issued by the Company for sale to the public in accordance with the act on securities and securities exchange or any other legislations.

(7) To act as administrator of estates; and/or to accept deposit or to be custodian of, or manage all kinds of properties and interest by any means whatsoever; or to provide services for management of all kinds of businesses to persons, group of persons, organizations, funds, or other government or private entities.

(8) To set up a branch or to appoint representatives or agents for acting or carrying on businesses within the scope of the Company's objectives in Thailand and abroad, and to act as agent of any other commercial banks for the purpose of carrying on commercial banking business.

Clause 4. The registered capital of the Company is Forty Billion (40,000,000,000) Baht, divided into Four Billion (4,000,000,000) shares at a par value of Ten (10) Baht each, comprising Three Billion Nine Hundred and Ninety-Eight Million Three Hundred and Forty- Five Thousand (3,998,345,000) ordinary shares, and One Million Six Hundred and Fifty-Five Thousand (1,655,000) preference shares.

Clause 5. The Company's head office shall be located in Bangkok.

Note: This Memorandum of Association is an amendment of the Memorandum of Association of Bangkok Bank Limited, Registration Number 870, registered on November 20, 1944, at which time there were seven promoters.