

- Translation -

No. CORS. (Thor) 307/2013

December 6, 2013

Re: Clarification on the Tender Offer to Purchase Securities of Bank of Ayudhya Public Company Limited

To: The President
The Stock Exchange of Thailand

Enclosure: Clarification letter on the Tender Offer to Purchase Securities of Bank of Ayudhya Public Company Limited

Pursuant to the Tender Offer to Purchase Securities of Bank of Ayudhya Public Company Limited (the "Bank") submitted by the Bank of Tokyo-Mitsubishi UFJ, Limited on November 5, 2013 and its amendment dated November 25, 2013 and December 2, 2013 (the "Tender Offer"), Phatra Securities Public Company Limited as the Tender Offer Agent has received questions from several shareholders regarding subsequent tender offer.

Therefore, the Tender Offer Agent would like to make further clarification as per the letter enclosed and asked the Bank for a kind cooperation in submitting the same to the website of the Stock Exchange of Thailand to be further released to the shareholders.

Kindly be informed accordingly.

Yours sincerely,

- Signature -

(Ms. Phawana Niemloy)
General Counsel

6 December 2013

Subject: Clarification in relation to the tender offer

To: Shareholders of Bank of Ayudhya Public Company Limited

Pursuant to the Tender Offer to Purchase Securities of Bank of Ayudhya Public Company Limited (“Krungsri”) submitted by The Bank of Tokyo-Mitsubishi UFJ, Ltd. (“BTMU”) on 5 November 2013 and its amendments dated 25 November 2013 and dated 2 December 2013 (the “Tender Offer”), Phatra Securities Public Company Limited (the “Tender Offer Agent”) has received questions from several shareholders regarding subsequent tender offer. Therefore the Tender Offer Agent would like to make further clarification that BTMU will not be required to make another tender offer after this Tender Offer.

As described in the Tender Offer document, following the completion of this Tender Offer, BTMU may acquire additional Krungsri shares to reach or exceed 50% or 75% (as the case may be) of the total issued shares of Krungsri as a result of the subscription of new shares of Krungsri to be issued as consideration for the Branch Transfer. In case where subsequent to the Branch Transfer, BTMU’s shareholding reaches or exceeds 50% or 75% (as the case may be) of the total issued shares of Krungsri, BTMU has requested and obtained the relevant waivers from the Securities and Exchange Commission (the “SEC”) to release BTMU from an obligation to undertake a mandatory tender offer. **As such, please be informed that, upon the acquisition of Krungsri shares due to the Branch Transfer, BTMU has obtained the waivers from the SEC to release BTMU from the obligation to launch another tender offer to purchase securities of Krungsri.**

For more information, please refer to the Tender Offer to Purchase Securities of Bank of Ayudhya Public Company Limited (Form 247-4) submitted on 5 November 2013 and its amendment dated 25 November 2013 and dated 2 December 2013, which have been posted on the Stock Exchange of Thailand’s website and the SEC’s website, or please contact Phatra Securities Public Company Limited, at 0-2305-9000 extension 9390, 9391, or 9381.

Please be informed accordingly,

Respectfully yours,

Phatra Securities Public Company Limited



(Trairak Tengtrirat)

Managing Director



(Supachoke Supabundit)

Assistant Managing Director



The Tender Offer Preparer and the Tender Offer Agent