

**MEMORANDUM OF ASSOCIATION**  
**OF**  
**BANK OF AYUDHYA PUBLIC COMPANY LIMITED**  
**Registration No. 0107536001079**

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

CLAUSE 1. The name of the Company is “บริษัท ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน)”  
and its English name is “Bank of Ayudhya Public Company Limited”

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

CLAUSE 3. The Company has 7 objectives, details as per Form Bor Mor Jor. 002 attached.

CLAUSE 4. Registered Capital : 75,741,437,470 Baht (Seventy Five Thousand Seven Hundred Forty One Million Four Hundred Thirty Seven Thousand Four Hundred Seventy Baht)  
Divided into : 7,574,143,747 Shares (Seven Thousand Five Hundred Seventy Four Million One Hundred Forty Three Thousand Seven Hundred Forty Seven Shares)  
Par value/share : 10 Baht (Ten Baht)

Divided into

Ordinary share : 7,574,143,747 Shares (Seven Thousand Five Hundred Seventy Four Million One Hundred Forty Three Thousand Seven Hundred Forty Seven Shares)

Preferred share : - Shares

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

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

(Signed) – Janice Rae Van Ekeren, Virojn Srethapramotaya – Applicant

(Ms. Janice Rae Van Ekeren, Mr. Virojn Srethapramotaya)

**Objectives**  
OF  
BANK OF AYUDHYA PUBLIC COMPANY LIMITED

The Company has seven objectives as follows:

(1) To operate the commercial banking business, including all businesses related or incidental to commercial banking or any businesses in which the Company is permitted to engage in Thailand and abroad under the law on commercial banking as detailed below:

a. To accept the depositing of money through current deposit accounts, fixed deposit accounts, savings deposit accounts and other types of accounts or to accept the depositing of money through an issuance of certificates of deposit or deposit instruments or any instruments of rights, with or without interest.

b. To lend money, grant overdraft or credit facilities in any other manners or to make payment so as to seek benefit in the form of interest, discount, fee or other benefits with or without security, to engage in the credit card business in Thailand or abroad and to accept the pledge or mortgage of property and transfer of rights under law.

c. To purchase, sell, exchange, purchase or sell at discount or dispose by any means of foreign currencies, silver, gold, gold bullion, bonds, treasury bills, loan policies, bills, letters of credit, notes, warrants, certificates of rights, financial instruments, debt instruments, instruments or evidence representing rights or any other instruments, shares, debentures, investment units and all kinds and types of securities which the Company or other persons have issued, drawn up, purchased or acquired by any means.

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

e. To seek benefits from the depositing of money, subscription, purchase or otherwise acquisition of bonds, treasury bills, bills, financial instruments, debt instruments, or instruments or evidence representing rights or any other instruments, shares, debentures, investment units as well as all kinds and types of securities.

f. To borrow money in accordance with the commercial bank practices for the benefit of the Company's operation and international banking facilities business.

(Signed) \_\_\_\_\_ - Jumlong Atikul - \_\_\_\_\_ Applicant  
(Mr. Jumlong Atikul)

**Objectives**  
OF  
BANK OF AYUDHYA PUBLIC COMPANY LIMITED

The Company has seven objectives as follows:

g. To accept the depositing of, take care of or manage any kind of property and interest by any means whatsoever and to provide persons, groups of persons, funds, organizations and government or private entities in Thailand and abroad with management service for all kinds of businesses.

h. To act as consultant, to give advice, to provide information service, to analyze and plan projects or financial and investment suitability, to act as advisor for acquisition, consolidation or merger, listing of companies or securities on the Stock Exchange or any other securities markets and to carry out or provide services related to financial or investment business.

i. To conduct a business as shareholder representative, mutual fund supervisor or investment unit selling agent.

j. To act as securities registrar, agent, broker, commission agent or to perform any other function in trading shares, debentures or other securities or in financial, investment, trading businesses and other activities related thereto and to provide securities custody service, receive or deliver securities, receive or make payment for securities, receive dividend payments and deliver benefits arising from such securities.

k. To engage in all other businesses which a commercial bank can carry out in accordance with the commercial bank practices; or which a commercial bank should carry out, is authorized to carry out or is required to carry out pursuant to the law on commercial banking, the law on public limited companies or any other legislation.

l. To undertake the brokerage business of life and non-life insurance.

(2) To purchase, acquire, exchange, receive, rent, buy on hire purchase terms, hold ownership, possess, build, repair, renovate, modify, use or otherwise manage land, buildings or other property and interest thereof, including their necessary appurtenances for the benefit of the Company or its employee welfare.

(Signed) \_\_\_\_\_ - Jumlong Atikul - \_\_\_\_\_ Applicant  
(Mr. Jumlong Atikul)

**Objectives**  
OF  
BANK OF AYUDHYA PUBLIC COMPANY LIMITED

The Company has seven objectives as follows:

(3) To acquire any property or right, the Company may pay cash or issue its shares with or without dividends, or with preferred or deferred right to have capital repayment, or with any other conditions; or the Company may make cash payment together with issuance of shares.

(4) To sell, exchange, transfer, lease out or otherwise dispose of movable and immovable property of the Company, in whole or in part and to pledge, mortgage or create any encumbrance on such property in order to guarantee debts or for the purpose of the Company's business operation in all respects.

(5) To issue securities in the categories of shares, debentures, investment units, warrants for all types of securities, bills, any other securities or instruments and in whatever form as permitted or prescribed or to be prescribed by the law on public limited companies, the law on securities and exchange or any other legislation for sale to shareholders, the public or any persons at the par value designated for such instruments or securities or at a discount or premium.

(6) To hold shares in limited companies or public limited companies, to participate in any limited partnerships as partner with limited liability or to joint with persons, groups of persons, organizations, funds or government and private entities in Thailand and abroad in engaging in the businesses as specified in this Memorandum of Association.

(7) To set up branch offices or appoint representatives to undertake or operate businesses in Thailand and abroad pursuant to the Company's objectives and to act as agent for other commercial banks in carrying out the commercial banking business.

(Signed) \_\_\_\_\_ - Jumlong Atikul - \_\_\_\_\_ Applicant  
(Mr. Jumlong Atikul)