

Part 2 Management and Corporate Governance

7. Securities and Shareholders information

7.1 Securities Information

The registered and issued and paid-up share capital of the Bank as of 31 December 2020 are as follows:

Registered Capital	THB 17,411,130,874.00 (Seventeen billion four hundred eleven million one hundred thirty thousand eight hundred and seventy-four baht), which comprises: : 34,822,261,748 (Thirty-four billion eight hundred twenty-two million two hundred sixty-one thousand seven hundred and forty-eight) ordinary shares, with a par value of THB 0.50 (fifty satang) : No preference shares
Issued and Paid-up Share Capital	THB 17,411,130,874.00 (Seventeen billion four hundred eleven million one hundred thirty thousand eight hundred and seventy-four baht), comprising 34,822,261,748 (thirty-four billion eight hundred twenty-two million two hundred sixty-one thousand seven hundred and forty-eight) ordinary shares, with a par value of THB 0.50 (fifty satang) and no preference shares

7.2 Shareholder

(1) Major Shareholder of the Bank

a. Top ten shareholders of the Bank as of 8 May 2020:

No.	Shareholder Name	Number of shares	In percentage (%)
1	CIMB BANK BERHARD	33,021,971,285	94.83
2	BANK JULIUS BAER & CO. LTD, SINGAPORE	760,756,147	2.18
3	Thai NVDR Co., Ltd.	142,487,915	0.41
4	Mr. Pisit Prukpaiboon	44,326,382	0.13
5	SCB SET BANKING SECTOR INDEX	29,331,208	0.08
6	Mr. Anan Rungwittayakom	15,206,500	0.04
7	Mr. Pracha Chaisuwan	14,365,733	0.04
8	Mr. Prawit Phansaichue	13,997,591	0.04
9	Mr. Somchart Namsricharoensuk	13,684,881	0.04
10	Mrs. Jaroonluk Panichsheewa	11,761,750	0.03
	Other shareholders	754,372,356	2.17
Total 7,815 shareholders holding		34,822,261,748	100.00
Thai shareholders 7,749		1,006,576,354	2.89
Foreign shareholders 66		33,815,685,394	97.11
Total 7,815 shareholders		34,822,261,748	100.00

b. Major shareholders with significant influence over planning and directing the Bank's operations

Major shareholder with significant influence over planning and directing the Bank's operations is CIMB Bank Berhad. It holds 33,021,971,285 of the total issued and paid-up shares of the Bank, which is equivalent to 94.83%.

(2) Operating Business as a Holding Company

- None -

(3) Major shareholder agreements regarding share issuance or the Company management

- None -

7.3 Issuance of Other Debt Securities

Issuance of debt securities of the Bank (As of 31 December 2020)

Classified by type	Interest Rate	Maturity	Collateral	Restrictions and Requirements	Value of Debt Securities In Issue as at 31 Dec 2020	Credit Ratings (Moody's / Fitch Ratings)	Bond holder Representative
1. Tier 2 subordinated debt ^{1/}	5.35% per annum	11 July 2026	None	For early redemption for each tranche of the subordinated debt where call option is applicable, the issuer may redeem and cancel the subordinated debt in whole but not in the principal amount under the subordinated debt on the call date, subject to prior approval of the Bank of Thailand and submission to the Bank of Thailand the redemption and substitution plans at least 30 days prior to the call date (including all deferred interest and accrued interest payable but excluding accrued interest receivable). The optional redemption by the issuer of the subordinated debt of one tranche does not trigger the redemption of the subordinated debt of other tranches. This is provided that 1) the redemption and substitution plans include the issuance, either immediately or before the redemption, of other financial instruments of equivalent or superior quality in substitution	MYR 570 million	Issue rating AA3 by RAM Rating Services Berhad	None

Classified by type	Interest Rate	Maturity	Collateral	Restrictions and Requirements	Value of Debt Securities In Issue as at 31 Dec 2020	Credit Ratings (Moody's / Fitch Ratings)	Bond holder Representative
				for the subordinated debt to be redeemed, and 2) the issuance of substitute instruments will not affect the issuer's ability to perform its business operation.			
2. Tier 2 subordinated debt ^{1/}	5.20% per annum	29 March 2028	None	For early redemption for each tranche of the subordinated debt where call option is applicable, the issuer may redeem and cancel the subordinated debt in whole but not in the principal amount under the subordinated debt on the call date, subject to prior approval of the Bank of Thailand and submission to the Bank of Thailand the redemption and substitution plans at least 30 days prior to the call date (including all deferred interest and accrued interest payable but excluding accrued interest receivable). The optional redemption by the issuer of the subordinated debt of one tranche does not trigger the redemption of the subordinated debt of other tranches. This is provided that 1) the redemption and substitution plans include the issuance, either immediately or before the redemption, of other financial instruments of equivalent or superior quality in substitution for the subordinated debt to be redeemed, and 2) the issuance of substitute instruments will not affect the issuer's ability to perform its business operation.	MYR 390 million	Issue rating AA3 by RAM Rating Services Berhad	None
3. Tier 2	4.15% per	6 July	None	For early redemption	MYR 550	Issue	None

Classified by type	Interest Rate	Maturity	Collateral	Restrictions and Requirements	Value of Debt Securities In Issue as at 31 Dec 2020	Credit Ratings (Moody's / Fitch Ratings)	Bond holder Representative
subordinated debt ^{1/}	annum	2029		for each tranche of the subordinated debt where call option is applicable, the issuer may redeem and cancel the subordinated debt in whole but not in the principal amount under the subordinated debt on the call date, subject to prior approval of the Bank of Thailand and submission to the Bank of Thailand the redemption and substitution plans at least 30 days prior to the call date (including all deferred interest and accrued interest payable but excluding accrued interest receivable). The optional redemption by the issuer of the subordinated debt of one tranche does not trigger the redemption of the subordinated debt of other tranches. This is provided that 1) the redemption and substitution plans include the issuance, either immediately or before the redemption, of other financial instruments of equivalent or superior quality in substitution for the subordinated debt to be redeemed, and 2) the issuance of substitute instruments will not affect the issuer's ability to perform its business operation.	million	rating AA3 by RAM Rating Services Berhad	

Remark: 1/ Referring to a subordinated debt instrument with cash flow hedge in the amount of MYR 570 million, MYR 390 million and MYR 550 million.

7.4 Dividend Policy of CIMB Thai

The Bank's dividend policy sets out the principles for determination of dividend payment to our shareholders. The Bank may consider distributing dividends to the shareholders if our operations are profitable, provided that our business and legal reserve requirements are maintained. The remaining profit from paying dividend can be allocated as reserve funds/retained earnings. The Bank may pay interim dividend to the shareholders from time to time as deemed fit and as adequately allowed by profitability.

The dividend payment shall be made within the time prescribed by law and the written notice of such dividend payment shall be sent to the shareholders and also published in a newspaper.

With respect to the Bank's subsidiaries, the decision to declare a dividend payment is at the discretion of the respective subsidiaries' boards of directors and is dependent upon the subsidiaries' net profits.