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10 August 2023

## ANNOUNCEMENT TO SGX-ST

**Invitation by TMBThanachart Bank Public Company Limited (formerly known as TMB Bank Public Company Limited), acting through its Cayman Islands branch (the "Issuer") to holders of the outstanding 4.90% Perpetual Additional Tier 1 Capital Securities (ISIN: XS2084378798) (the "Notes") to tender such Notes for purchase by the Issuer for cash (the "Offer")**

Description of Notes	ISIN	Aggregate Principal Amount Outstanding	Maximum Acceptance Amount	Purchase Price per US\$1,000 in Principal Amount
4.90 per cent. Perpetual Additional Tier 1 Capital Securities	XS2084378798	US\$245,667,000	US\$60,000,000	US\$970

The Issuer hereby announces an invitation to holders of the Notes to tender their Notes for purchase by the Issuer for cash up to the Maximum Acceptance Amount as set out in the table above, on the terms and subject to the conditions set out in the tender offer memorandum dated 10 August 2023 (the "**Tender Offer Memorandum**").

Subject to the minimum denomination in respect of the Notes, the price payable per US\$1,000 in principal amount of the Notes accepted for purchase (the "**Purchase Price**") will be US\$970. Full terms and conditions of the Offer are set out in the Tender Offer Memorandum.

The Offer will commence on 10 August 2023 and will expire at 4.00 p.m., London time, on 18 August 2023, unless extended, re-opened or earlier terminated as provided in the Tender Offer Memorandum. The Accrued Interest (as defined in the Tender Offer Memorandum) for the Notes accepted by the Issuer for purchase pursuant to the Offer and the aggregate principal

amount of Notes so accepted for purchase (together with the applicable pro-ration factor, if any) are expected to be announced as soon as practicably possible on 21 August 2023. Payment of the Purchase Consideration and Accrued Interest Payments (each as defined in the Tender Offer Memorandum) for all Notes validly tendered in the Offer and accepted for purchase by the Issuer is expected to be on or about 22 August 2023.

The Issuer reserves the right, in its sole and absolute discretion, to extend, re-open, withdraw or terminate the Offer and to amend or waive any of the terms and conditions of the Offer (including, but not limited to, purchasing more than the Maximum Acceptance Amount) at any time following the announcement of the Offer, as described in the Tender Offer Memorandum. Details of any such extension, re-opening, withdrawal, termination, amendment or waiver will be notified to the Noteholders as soon as possible after such decision.

The Hongkong and Shanghai Banking Corporation Limited is acting as the Dealer Manager. Kroll Issuer Services Limited is acting as the Tender and Information Agent.

**TMBThanachart Bank Public Company Limited (formerly known as TMB Bank Public Company Limited)**

*Somkid Preechasammakul*

*Chief Financial Officer*

The information in this announcement is only a summary. You may request a copy of the Tender Offer Memorandum by contacting the Dealer Manager or the Tender and Information Agent at the addresses and telephone numbers set forth below, or you may download the Tender Offer Memorandum at the Offer Website at <https://deals.is.kroll.com/ttb>.

Any questions or requests for assistance in connection with the Offer may be directed to The Hongkong and Shanghai Banking Corporation Limited, via telephone on +852 3941 0223 / +44 20 7992 6237 or email at [liability.management@hsbcib.com](mailto:liability.management@hsbcib.com). Any questions or requests for assistance in connection with the delivery of Tender Instructions or requests for copies of the Tender Offer Memorandum or related documents, which may be obtained free of charge, may be directed to Kroll Issuer Services Limited via the telephone number or e-mail address provided below.

**Kroll Issuer Services Limited**

*In London*

The Shard  
32 London Bridge Street  
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*In Hong Kong*

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Attention: Mu-yen Lo / Illia Vyshenskyi

Email: [ttb@is.kroll.com](mailto:ttb@is.kroll.com)

This announcement is not an offer or a solicitation of offers. The Offer is made solely by means of the Tender Offer Memorandum. The Offer does not constitute, and may not be used in connection with, an offer or solicitation by anyone in any jurisdiction where an offer or solicitation is not authorized or in which the person making such offer or solicitation is not qualified to do so or to any person to whom it is unlawful to make such offer or solicitation. None of the Dealer Manager, the Tender and Information Agent or any of their respective directors, officers, employees or affiliates make any representation or recommendation whatsoever regarding the Offer or any recommendation as to whether Noteholders should tender Notes in the Offer or otherwise participate in the Offer.

NEITHER THIS ANNOUNCEMENT NOR THE TENDER OFFER MEMORANDUM CONSTITUTES AN OFFER TO BUY OR THE SOLICITATION OF AN OFFER TO SELL NOTES (AND TENDERS OF NOTES FOR PURCHASE PURSUANT TO THE OFFER WILL NOT BE ACCEPTED FROM NOTEHOLDERS) IN ANY CIRCUMSTANCES IN WHICH SUCH OFFER OR SOLICITATION IS UNLAWFUL. IN THOSE JURISDICTIONS WHERE THE SECURITIES, BLUE SKY OR OTHER LAWS REQUIRE THE OFFER TO BE MADE BY A LICENSED BROKER OR DEALER AND THE DEALER MANAGER OR ANY OF ITS AFFILIATES IS SUCH A LICENSED BROKER OR DEALER IN ANY SUCH JURISDICTION, THE OFFER SHALL BE DEEMED TO BE MADE BY THE DEALER MANAGER OR SUCH AFFILIATE, AS THE CASE MAY BE, ON BEHALF OF THE ISSUER IN SUCH JURISDICTION.