



1 July 2019

EIM 620068

Subject: Sale of shares in SCB Life Assurance Public Company Limited and Long Term Bancassurance Partnership with FWD Group Financial Services Pte. Ltd.

To: The President
The Stock Exchange of Thailand

The Siam Commercial Bank Public Company Limited (“SCB” or the “Bank”) would like to inform you that on 1 July 2019 the Bank entered into a binding Share Sale Agreement with FWD Group Financial Services Pte. Ltd. (“FWD”) to sell its entire stake in SCB Life Assurance Public Company Limited (“SCB Life” or “Insurer”). Upon successful closing of the share sale, the Bank and the Insurer will enter into a long-term distribution agreement (the “Distribution Agreement”) forming a business collaboration in life insurance business and the Bank will offer the life insurance products of FWD and the Insurer to the Bank’s customers in Thailand through the Bank’s distribution channels for a period of 15 years in accordance with the terms of the Distribution Agreement (“Bancassurance Partnership”). The Bancassurance Partnership will combine the strengths of both SCB and FWD to deliver a fresh customer experience, with easy-to-understand products, supported by digital technology.

The above-mentioned sale of shares is expected to be completed in the latter part of 2019, subject to the satisfaction of certain conditions specified in the Share Sale Agreement including to obtain the Bank’s shareholders’ approval. Subject to completion of the share sale, SCB will receive a total consideration of THB 92.7Bn along with additional payments common in bancassurance transactions over the course of the Bancassurance Partnership, and this transaction will be the largest ever life insurance transaction in Southeast Asia in terms of total value.

This transaction does not require disclosure under the *Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Acquisition and Disposition of Assets and the Notification of the Capital Market Supervisory Board Re: Rules on the Entering into Material Transactions Deemed as the Acquisition or Disposition of Assets*.

In addition, this transaction is not classified as a connected transaction pursuant to the *Notification of the Board of Governors of the Stock Exchange of Thailand Re: Disclosure of Information and Other Acts of Listed Companies Concerning the Connected Transaction*. Please note that following successful closing of the share sale, SCB Life will cease to be a subsidiary of SCB.

SCB wishes to emphasize that completion of the sale of shares and the commencement of the Bancassurance Partnership are subject to certain conditions. In the meantime, SCB advises shareholders to exercise caution when dealing in SCB shares, and refrain from taking any action in respect of their shares which may be prejudicial to their interests.

Please be informed accordingly.

Sincerely yours,

The Siam Commercial Bank Public Company Limited

A handwritten signature in black ink, appearing to read 'Arthid Nanthawithaya', written in a cursive style.

(Mr. Arthid Nanthawithaya)

Chief Executive Officer and Chairman of Executive Committee