

**CIMB BANK BERHAD (“CIMBBANK”)**

**RM10,000,000,000.00 Nominal Value Additional Tier 1 Capital Securities  
Programme (“Capital Securities Programme”)**

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**SELLING RESTRICTIONS**

Each of the following restrictions must be observed by each Securityholder in relation to offers, invitations, sales, transfers, acquisitions or disposals of the Capital Securities as the case may be, and in relation thereto:

(a) Selling Restrictions for the Unrated Capital Securities

(i) The Issuer may at its discretion, in relation to each tranche of the Capital Securities, determine prior to the issuance of the Capital Securities, to issue unrated Capital Securities (“**Unrated Capital Securities**”).

(ii) The Unrated Capital Securities may only be offered, sold, directly or indirectly, to a person to whom an offer for subscription or purchase of, or invitation to subscribe for or purchase of the Capital Securities and to whom the Capital Securities are issued would fall within:

(I) Part I of Schedule 6 (or Section 229(1)(b)) and Part I of Schedule 7 (or Section 230(1)(b)); read together with

(II) Schedule 9 (or Section 257(3))

of the Capital Markets and Services Act, 2007, (“**CMSA**”) as amended from time to time, and such other selling restrictions as may be applicable outside Malaysia.

(iii) The Unrated Capital Securities will remain non-transferable and non-tradable for such period (“**Non-transferable and Non-tradable Period**”) as shall be prescribed pursuant to the Guidelines on Unlisted Capital Market Products under the Lodge and Launch Framework dated 9 March 2015.

(iv) Upon expiry of the Non-transferable and Non-tradable Period, the Unrated Capital Securities may only be offered, sold, transferred or otherwise disposed directly or indirectly, to a person to whom an offer for subscription or purchase of, or invitation to subscribe for or purchase of the Capital Securities and to whom the Capital Securities are issued would fall within:

(I) Part I of Schedule 6 (or Section 229(1)(b)); read together with

(II) Schedule 9 (or Section 257(3))

of the CMSA as amended from time to time, and such other selling restrictions as may be applicable outside Malaysia.

(b) Selling Restrictions for the Capital Securities, other than the Unrated Capital Securities.

(i) The Capital Securities, save for the Unrated Capital Securities, are tradable and transferable subject to the Selling Restrictions (as described below).

(ii) Selling Restrictions at issuance

The Capital Securities may only be offered, sold, transferred or otherwise disposed directly or indirectly, to a person to whom an offer for subscription or purchase of, or invitation to subscribe for or purchase of the Capital Securities and to whom the Capital Securities are issued would fall within:

(I) Part I of Schedule 6 (or Section 229(1)(b)) and Part I of Schedule 7 (or Section 230(1)(b)); read together with

(II) Schedule 9 (or Section 257(3))

of the CMSA as amended from time to time, and such other selling restrictions as may be applicable outside Malaysia.

(iii) Selling Restrictions after issuance

The Capital Securities may only be offered, sold, transferred or otherwise disposed directly or indirectly, to a person to whom an offer for subscription or purchase of, or invitation to subscribe for or purchase of the Capital Securities and to whom the Capital Securities are issued would fall within:

(I) Part I of Schedule 6 (or Section 229(1)(b)); read together with

(II) Schedule 9 (or Section 257(3))

of the CMSA as amended from time to time, and such other selling restrictions as may be applicable outside Malaysia.