

March 4, 2021.

Re: Subscription details for newly issued ordinary shares with warrants to purchases ordinary shares of the company (K-W1).

To: Shareholders of Kingsmen C.M.T.I. Public Company Limited.

9/19 Moo 7, Lam Luk ka Leab Khlong 6 Road,
Bueng Kham Proi Sub-district,
Lam Luk ka District, Pathum Thani 12150
Tel. +66 [0] 2-052-8008

Tax ID 0107558000296

kingsmen@kingsmen-cmti.com
www.kingsmen-cmti.com

Enclosures:

1. Notice of allocation of newly issued ordinary shares together with warrants to purchase ordinary shares of the company (K-W1).
2. Subscription Form for newly issued ordinary shares together with warrants to purchase ordinary shares of the company (K-W1).
3. Certificate of subscription entitlement, issued by Thailand Securities Depository Company Limited. (TSD)
4. Additional documents for securities subscription only for those who wish to deposit securities into the Issuer Account.
5. Power of Attorney Form.
6. Subscription location.
7. Rights and obligations of the Issuer and the holders of warrants to purchase ordinary shares of Kingsmen C.M.T.I. Public Company Limited. (K-W1)
8. Bill Payment

Reference to the Extraordinary General Meeting of Shareholders No. 1/2021 of Kingsmen C.M.T.I. Public Company Limited (the "Company") held on 17 February 2021, passed a resolution to approve the allocation of newly issued the ordinary shares of the company in the amount of not exceeding 239,999,562 new ordinary shares with par value of Baht 0.50 per share to the existing shareholders of the company in proportion to their respective shareholdings ("Right Offering") and to reserve for the exercise of K-W1 as follow;

1. Allocation of not exceeding 119,999,781 newly issued ordinary shares with a par value of Baht 0.50 per share to the existing shareholders of the company in proportion to their respective shareholdings (Right Offering) in the ratio of 2 existing share to 1 new shares at the offering price of Baht 0.50 per share and any fractions of share shall be discarded.
2. Allocation of not exceeding 119,999,781 newly issued ordinary shares to accommodate the exercise of warrants to purchase the newly issued ordinary shares of Kingsmen C, M.T.I. Public Company Limited (K-W1) to the existing shareholders who subscribed and paid for newly issued ordinary shares in proportion to their respective shareholdings (Rights Offering) without charge (offering price per unit equal to 0 baht) with the allocation ratio of 1 newly issued ordinary share per 1 unit of warrant. The warrants to purchase the newly issued ordinary shares of Kingsmen C.M.T. I. Public Company Limited

No. 1 (K-W1) will be valid for 1 year and 6 months from the issuance and offering date and the exercise price is 1 baht per share.

The shareholders may oversubscribe for the newly issued ordinary shares exceeding of their rights (oversubscription) only if there are newly issued ordinary shares remaining after the first allocation to the existing shareholders in proportion to their respective shareholdings, the remaining shares shall be allocated to the oversubscribing shareholders.

The shareholder meeting has appoint the Board of Director and/or Managing Director and/or any person appointed or delegated to determine criteria, terms and or necessary acts as appropriate in order to complete the issuance and allocation of the newly issued ordinary shares of the Company proportionate to their respective shareholdings (Rights Offering).

The Company hereby to inform your rights to subscribe the newly issued ordinary shares together with warrants with the amount specified in the certificate of subscription rights for newly issued ordinary shares issued by Thailand Securities Depository Company Limited (TSD) (Enclosure 3). details of newly issued ordinary shares with the warrants including the subscription method, payment details are set out in the notice of the allocation of newly issued ordinary shares together with warrants (Enclosure 1) and the terms and conditions on the rights and obligations' of the issuer and the warrant holders to purchase the newly issue ordinary shares of Kingsmen C.M.T.I. Public Company Limited No.1 (K-W1) (Enclosure 7).

Should the shareholders wish to subscribe for the newly issued ordinary share, kindly complete the Subscription Form for newly Issued ordinary shares together with warrants to purchases ordinary Shares of the Company No1 (K-W1) (Enclosed 2) and strictly follow the subscription procedures as described in the notice of the allocation of newly issued ordinary shares. In case, the subscribers wish to deposit the newly issued ordinary shares in the Issuer's Account No.600 under the subscriber's name, please fill in as (Enclosure 4).

Based on the above information the Company would like to inform that the Company will open for Subscription and payment for newly issued ordinary share during 22-26 March 2021 (5 working days) between 09.00 A.M. - 4.00 P.M. (Lunch break 12.00 P.M.-1.00 P.M.) at Kingsmen C.M.T.I. Plc. located at 9/19 Moo 7, Lam Luk Ka Leab Khlong 6 Road, Bueng Kham Proi Sub-district, Lam Luk Ka, District, Pathum Thani. Please see the subscription map (Enclosure 6).

The Company has set a list of shareholders who are entitled to be allocated and offering newly issued ordinary shares plus warrant (Record Date) on February 25, 2021 .

Should the shareholders have any questions, please contact Kingsmen C.M.T.I. Plc, Tel. 02-052-8008 attention to Khun Phattharin Lawtrakulngam ext. 335 or Khun Patcharin Niroj ext. 112. E-mail companysecretary@kingsmen-cmti.com

Please be informed accordingly.

Best regards,



(Mr. Chayawat Pisessith)
Chairman of the Board

Notification of Allocation

and

Documentation on Subscription of Newly Issued Ordinary Shares to the Existing Shareholders of the Company (Right Offering), together with Warrants to Purchase Ordinary Shares of the Company (K-W1)

Of

Kingsmen C.M.T.I. Public Company Limited

The logo for Kingsmen, featuring the word "Kingsmen" in a bold, sans-serif font. The letter "i" in "Kingsmen" has three red dots above it, resembling a crown or a stylized 'i'.

Kingsmen C.M.T.I. Plc.

From March 22-26, 2021.

Part I : Information on the allocation of newly issued ordinary shares together with warrants to purchase ordinary shares of the company (K-W1).

1. Name and Address of the company.

Name : Kingsmen C.M.T.I. Public Company Limited.
 Location : 9/19 Moo 7, Lam Luk Ka Leab Khlong 6 Road, Bueng Kham Proi Sub-district,
 Lam Luk Ka District, Pathum Thani 12150
 Telephone : (662) 052-8008
 Website : www.kingsmen-cmti.com

2. Date, month, year and number of the Board of Directors 'meeting and shareholders' meeting that pass a resolution approving the allocation of the newly issued ordinary shares

Board of Directors' meeting : BOD Meeting No. 6/ 2020
 On December 17, 2020.
 Shareholders meeting : The Extraordinary General Meeting of
 Shareholders No.1/2021.
 On February 17, 2021.

3. Details of the allocation of newly issued ordinary share together with warrants.

The Extraordinary General Meeting of Shareholders No. 1/2021 on February 17, 2021 approved the allocation of newly issued ordinary shares to the existing shareholders in proportion to their respective shareholdings (Right Offering) and approved the allocation of the newly issued ordinary shares to support exercise of warrants to purchase newly issued ordinary shares of Kingsmen C.M.T.I. Public Company Limited (K-W1) which will be allocated to the existing shareholders of the company who subscribe and receive the allocation of the newly issued ordinary shares issued and offered to the existing shareholders in proportion to their respective shareholdings (Right Issue) and over subscription (Excess Rights) with details as summarized below.

The meeting of the Board of Directors has passed a resolution to determine the list of shareholders who are entitled to subscribe for the newly issued ordinary shares and receive the right to allocate warrants (Record Date) on February 25, 2021 and set the date for the subscription and payment of the new ordinary shares during 22-26 March 2021 (5 working days).

3.1 Newly Issued Ordinary Shares.

The Board of Directors Meeting No. 6/2020 on December 17, 2020 and the Extraordinary General Meeting of Shareholders No. 1/2021 on February 17, 2021 resolved to approve the decrease of the registered capital and increase of the company's registered capital and allocation of newly issued ordinary shares. Details as follows;

| | |
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| Decrease Register Capital ¹ | Decrease of the company's registered capital of Baht 211 from the original registered capital of Baht 119,999,992 to a new registered capital of Baht 119,999,781 by |
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| | eliminating the unissued ordinary shares of 422 shares. |
| Registered capital to be paid for the allocation of newly issued ordinary shares. | <p>Not exceeding of Baht 119,999,781, divided into 239,999,562 ordinary shares with a par value of Baht 0.50, details as follows:</p> <p>1) Allocation of not exceeding 119,999,781 newly issued ordinary shares with a par value of Baht 0.50 per share to be offered to the existing shareholders of the company in proportion to their respective shareholdings (Right Offering).</p> <p>2) Allocation of not exceeding 119,999,781 newly issued ordinary shares to support the exercise of warrants to purchase the newly issued ordinary shares of Kingsmen C.M.T. I. Public Company Limited (K-W1), which warrants will be issued and offered to the existing shareholders of the company who subscribe and receive the allocation of the newly issued ordinary shares issued and offered to the existing shareholders in proportion to their respective shareholdings (Right Issue) and oversubscription (Excess Right)</p> |
| Paid-up capital after the Rights Offerings And all the shares offered have been Fully subscribed. | Not exceeding Baht 179,999,671.50 divided into (new ordinary shares for Baht 59,999.890.50 and conversion of warrants to ordinary shares of Baht 199,999,781) |
| Offering price. | Baht 0.50 per share. |
| Allocation ratio. | <p>Allocated to the existing shareholders of the company in proportion of 2 existing ordinary shares per 1 newly issued ordinary share and any fraction of shares shall be disregarded. The existing shareholders who are entitled to subscribe for newly issued ordinary shares in excess of their entitlements only if there remains unsubscribed share from the allocation to all existing shareholders in proportion to their respective shareholdings. The unsubscribed shares shall be allocation to oversubscribing shareholders in proportion to their respective shareholdings and reallocated until there is insufficient share for allocation.</p> |

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| Allocation method. | Offering to existing shareholders in proportion to their respective shareholdings (Right Offering) at the ratio of 2 existing ordinary shares to 1 newly issued ordinary share together with the warrant to purchase the newly-issued ordinary shares of Kingsmen C.M. T.I. Public Company Limited (K-W1) in the ratio of 1 newly-issued ordinary share to 1 unit of warrant to purchase the newly-issued ordinary shares of Kingsmen, C.M.T.I. Public Company Limited (K-W1). |
| Method in case of fraction of a share : | If there is a fraction of the newly issued ordinary shares resulting from the calculation pursuant to the allocation ratio described above (or from the allocation in excess of their rights), the company shall disregard such fraction. |

3.2 Warrants to Purchases Ordinary Shares (K-W1)

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|--------------------|--|
| Type of warrant. | Warrant to purchase the newly issued ordinary shares of Kingsmen C.M.T.I. Public Company Limited No.1 ("K-W1") offering to shareholders who exercise the right to subscribe and pay the newly issued ordinary shares and received the allocation of newly issued ordinary shares offering to existing shareholders in proportion to their respective shareholdings (Right Issue) and oversubscription (Excess Rights). |
| Number of Warrant. | Not exceeding 119,999,781 units. |
| Allocation ratio | The company shall allocate warrant to the existing shareholders who exercised the right to subscribe and pay the newly issued shares at the ratio of 1 newly issued ordinary share to be allocated per 1 unit of warrant (KW-1) and any fraction remaining from allocation will be disregarded. |
| Offering price | Baht 0.00 per unit |
| Exercise ratio. | 1 unit of warrant has the rights to purchase 1 new ordinary share. The exercise ratio is subjected to change in accordance with the |

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| | specified conditions in the adjustment of rights. |
| Exercise price. | Baht 1.00 in case of the adjustment of the exercise price under the conditions or rights adjustment. |
| Warrant Issuance Date. | Date of issuance and offering of warrants to purchase the newly issued ordinary shares of Kingsmen C.M.T. I. Public Company Limited No. 1 (K-W1), after receiving the approval from the shareholders' meeting. |
| Term of warrant. | Valid for 1 year and 6 months from the issuance and offering date to purchase the newly issue ordinary shares of Kingsmen C.M.T.I. Public Company Limited. (K-W1). |
| Exercise period. | <p>K-W1 holders can exercise their rights to purchase the company's ordinary shares on the last business day of every quarter (the last business day of March, June, September or December) from the issuance date throughout the terms of warrant ("Exercise date")</p> <p>The first exercise date shall be on the last business day of March or June or September or December after the warrant issuance date (the First exercise date which will be on June 30, 2021) and the last exercise date shall be on the maturity date of warrant (the Last exercise date).</p> <p>If exercise date falls on a day which is not a business day then that particular exercise date shall be moved up to the business day prior to such exercise date.</p> |
| Period of notification of the intention to exercise the rights. | K-W1 holders shall be inform the right to exercise not less than 15 days prior to the exercise date. From 9am to 3 pm on business day. |
| Secondary market for the warrant. | The Company will list the warrant on the Stock Exchange of Thailand (SET) or MAI. |
| Secondary market for the newly issued ordinary share arising from the exercise of warrants. | Ordinary shares arising from the exercise of warrant will be listed on the Stock Exchange of Thailand (SET) or MAI. |

| | |
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| <p>Events that require the issuance of new shares to accommodate the right adjustment.</p> | <p>Upon adjustment of the exercise price and the exercise ratio under the conditions of the rights adjustment as stated in the terms and conditions of warrant, which is an event as stated in clause 11 (4) (b) in accordance with the Notification of the Capital Market Supervisory Board No. Tor Chor. 34/2551 Re: Application for permission and permission to offer the warrant representing the Rights to purchase new shares and the newly issued shares reserved to accommodate the exercise of warrant.</p> |
| <p>Adjustment of Rights.</p> | <p>The Company will adjust the exercise price and ratio in order to maintain the benefits of the warrant holders upon the occurrences of any of the following events:</p> <ol style="list-style-type: none"> 1) When there is a change in the par value of the company's ordinary shares as a result of share split or consolidation. 2) When the company offers to sell its newly issued shares at the offering price lower than 90% of the market price of the company's share. 3) When the company offers to sell any new securities, i.e. convertible debenture or warrant, at the offering price lower than 90% of the market price of the company's share. 4) When the company makes partial or whole stock dividend payment to its shareholders. 5) In case that there are other events not mentioned in clauses (1) – (4) that may impair the benefits of the warrant holders. |

4. Allocation of the Newly Issued Ordinary Shares.

4.1 In case, a shareholder subscribes for the newly issued ordinary shares pursuant to his/her entitlement or less than his/her entitlement, such shareholder shall be fully allotted of all newly issued ordinary shares for which he/she has subscribed.

4.2 In case, a shareholder subscribes for the newly issued ordinary shares in excess of his/her entitlement, such shareholder shall express an intention to subscribe for the newly issued ordinary shares in excess of his/her entitlement in the Subscription Form at the same time as the subscription for the newly issued ordinary shares pursuant to his/her entitlement.

In case, there are newly issued ordinary shares remaining from allocation pursuant to the rights, the oversubscribing shareholders will receive the allocation of oversubscribed shares, as follow:

(A) In the event that the number of remaining of newly issued ordinary shares is greater than the number of oversubscribed shares. The company will allocate

the newly issued ordinary shares to the existing shareholders who express their intention to oversubscribe for shares in excess of their entitlement and made the subscription payment of all newly issued ordinary shares as per the number of shares for which they have expressed their intention to oversubscribe. (the fractions of shares shall be disregarded)

(B) In the event that the number of remaining of newly issued ordinary shares is less than the number of oversubscribed shares,

(1) Each shareholder who oversubscribes will receive an allocation in the proportion of his/her existing shareholdings (the fractions of shares shall be discarded) pursuant to the following formula;

$$\begin{aligned} &\text{Number of oversubscribed shares to be allocated} = \\ &\text{Number of remaining newly issued ordinary shares after the allocation pursuant to the rights} \\ &\times \text{Respective shareholdings of each oversubscribing shareholder} \end{aligned}$$

For example

Total newly issued shares equals to 2,000 shares less subscribed shares according to respective rights of each shareholder of 1,400 shares, remaining of 600 ordinary shares.

| Shareholders | Respective Shareholdings (%) | Number of Shares allotted pursuant to the right (shares) | Number of shares subscribed (shares) | | Number of newly issued ordinary shares oversubscribed to be allocated |
|---------------|------------------------------|--|--------------------------------------|------------------------|---|
| | | | Pursuant to the right | In excess of the right | |
| Shareholder A | 10% | 200 | 200 | 50 | 10% x 600 = 60* |
| Shareholder B | 35% | 700 | 100 | - | - |
| Shareholder C | 35% | 700 | 700 | 400 | 35% x 600= 210 |
| Shareholder D | 20% | 400 | 400 | 300 | 20%x 600 =120 |
| Total | 100% | 2,000 | 1,400 | 750 | 390 |

Number of newly issued ordinary shares to be allocated.

| Shareholders | Number of newly issued ordinary shares oversubscribed to be allocated. (shares) | | Total share allocated from the 1st oversubscribed allocation |
|---------------|---|------------------------|--|
| | Pursuant to the right | In excess of the right | |
| Shareholder A | 200 | 50* | 250 |
| Shareholder B | 100 | - | 100 |
| Shareholder C | 700 | 210 | 910 |
| Shareholder D | 400 | 120 | 520 |
| Total | 1,400 | 380 | 1,780 |

*Number of newly issued ordinary shares to be allocated shall not exceed the number of shares subscribed by each shareholder.

The number of the newly issued ordinary shares to be allocated will not exceed the number of the newly issued ordinary shares subscribed and subscription payment has been made by each shareholder.

(2) in the event that there are the newly issued ordinary shares remaining after the allocation in (1) they shall be allocated to each subscriber who oversubscribe and has not received completed allocation as per the proportion of his/her existing shareholdings (the fractions of shares shall be discarded). The number of the newly issued ordinary shares to be allocated will not exceed the number of the newly issued ordinary shares subscribed and subscription payment has been made by each shareholder. The allocation of shares to oversubscribe in accordance with the method in (2) shall be carried on until no share remains from the allocation.

5. The record date for the list of shareholders entitled to subscribe for the newly issued shares together with the warrants. (Record Date)

The Board of Directors Meeting No. 6/2020 on December 17, 2020 has resolved to set the date for determining names of shareholders who entitle to subscribe to the newly issued ordinary shares and entitled to allocate warrants (Record Date) February 25, 2021.

6. Subscription date and payment of the newly issued ordinary shares together with the warrants.

6.1 Subscription period.

During March 22-26, 2021, from 9.00 A.M. - 4.00 P.M. (5 Business days of the Stock Exchange of Thailand) ("SET") (Lunch Break 12.00 P.M.- 1.00 P.M.).

6.2 Subscription location and payment.

KINGSMEN C.M.T.I. PUBLIC COMPANY LIMITED.

9/19 Moo 7, Lam Luk Ka Leab Khlong 6 Road, Bueng Kham Proi Sub-district, Lam Luk Ka, District, Pathum Thani 12150
Phone 02-052-8008.

** The Company will not accept the subscription by fax or by post in all cases**

7. Method of Subscription and Payment

The shareholders who wish to subscribe for the newly issued ordinary shares must clearly and correctly complete and sign the Subscription Form for Newly Issued Ordinary Shares by specifying the number of shares to subscribe pursuant to their rights as shown in Certificate of Subscription Entitlement (Enclosure 3) and number of shares to oversubscribe in the same Subscription Form. The subscribers shall make full payment by the Bill Payment system for their subscription according to the number of shares subscribed and oversubscribed (If any) and submit the subscription documents at the place for subscription and payment during the subscription period (as specified in 6).

7.1 Payment Method together with Warrants to Purchase Ordinary Shares.

1) Payment by Cash Transfer (Full Payment)

- For shareholders who wish to pay for the subscription by transferring money via the Bill Payment system (Enclosure No.4) by transferring money into the account as following;
Account : KINGSMEN C.M.T.I. PUBLIC COMPANY LIMITED.
Account Number : 135-3-09842-7
Bank / Branch : Bangkok / Klongton branch.
Account Type : Current
Branch Code : 0135
Service Code : KINGSMEN
Comp Code : 29601
Ref 1 : Registration No.
Ref 2 : ID Card / Juristic Person Registration No. / Passport No.
- Subscribers are required to submit the original transfer evidence together with the Subscription Form for Newly Issued Ordinary Shares.
- One time of deposit / transfer per 1 subscription form for the cases of subscription of newly issued ordinary shares according to the entitlement, less than the entitlement, and in excess of the entitlement.
- Specify shareholders registration number (as indicated in the Certificate of Subscription Entitlement), full name, and contact number on the back of transfer evidence.
- Subscription period by cash transfer via Bill payment system during March 22-26, 2021. (5 Business day of SET) (During Bank hours)

2) Payment by Personal Cheque, Cashier Cheque, or Bank Draft (Full Payment)

- Shareholders who prefer to make payment by their personal cheque, cashier cheque or bank draft, shall be crossed (Account Payee Only) payable to

“KINGSMEN C.M.T.I. PUBLIC COMPANY LIMITED” and must be dated no later than March 24, 2021 and must be able clearing within the next business day.

- Shareholders who prefer to make payment by their personal cheque, cashier cheque or bank draft, during subscription period and must be dated no later than 24 March 2021 through the counter of Bangkok Bank Public Company Limited only by deposit:
Account : KINGSMEN C.M.T.I. PUBLIC COMPANY LIMITED.
Account Number : 135-3-09842-7
Bank / Branch : Bangkok / Klongton branch
Account Type : Current
Branch Code : 0135
Service Code : KINGSMEN
Comp Code : 29601
Ref 1 : Registration No.
Ref 2 : ID Card / Juristic Person Registration No. / Passport No.
- Shareholders must attach evidence of cheque deposit or cashier cheque or draft to the bank account via Bill Payment System with the subscription form for the newly issued ordinary shares.
- One time of deposit / transfer per 1 subscription form for the cases of subscription of newly issued ordinary shares according to the entitlement, less than the entitlement, and in excess of the entitlement.
- Specify shareholders registration number (as indicated in the Certificate of Subscription Entitlement), full name, and contact number on the back of transfer evidence.
- Subscription period by cash transfer via Bill payment system during March 22-26, 2021 (5 Business day of SET) (During Bank hours).

The shareholders who wish to subscribe for the newly issued ordinary shares shall be responsible for any related expenses and bank fees (if any).

Other Information for Subscription.

- The shareholder who has not exercised his/her right to subscribe for newly issued ordinary shares or fail to make subscription payment in full, or personal cheque or cashier cheque or draft cannot be collect on the date written on the cheque, the company will consider such shareholder waives his/her right to subscribe for the newly issued ordinary shares.
- In case, payment for subscription made by personal cheque or cashier cheque or draft, the payment of such subscription will deem to be complete only when the bank has cleared the amount specified and when the company has collected the payment for subscription.
- The Company does not accept subscription payment in cash.
- The Company hereby reserve the right to change the details of subscription and payment for the subscription or other conditions as it deems appropriate.

- Shareholders who have already subscribed for the newly issued ordinary shares and made payment will not be able to withdraw the subscription nor receive any kind of refund.

However, the company reserves the right to deny the subscription right if the company does not receive the Subscription Documents for the subscription of newly issued ordinary shares of the company and/or the subscription payment.

7.2 Required Documents for Subscription together with warrant.

Shareholders and their proxies will be required to submit the documents for subscription of newly issued ordinary shares, together with the payment for subscription pursuant to their rights and oversubscription as specified in clause 6.2

A) Subscription Form for Newly Issued Ordinary Shares (Enclosure No.2)
Subscriber must specify the number of shares which each subscriber wishes to subscribe according to his/her right as indicated in the Certificate of Subscription Entitlement and must clearly specify the number of shares which each subscriber wish to subscribe in excess of his/her right. In case, the subscriber is a juristic person, the Subscription Form must be signed by the authorized person and affixed with a company seal (If any).

Shareholder must only submit 1 Subscription Form per 1 Certificate of Subscription Entitlement for Newly Issued Ordinary Shares.

B) Certificate of Subscription Entitlement (Enclosure No.3).
Issued by Thailand Securities Depository Company Limited ("TSD"), the company's registrar and sent by registered mail to the shareholders together with this notification, which indicates number of shares allocated to the shareholder pursuant to his/her right.

C) Evidence of Payment.
Subscriber are required to submit evidence of full payment for subscription of the newly issued ordinary shares for those pursuant to their rights and oversubscription by attaching all related documents as specified in 7.1

D) Documents for oversubscription.
A Certified true copy of the front page of saving account book or a statement of current account or saving account showing the 10 digits account number, in case, the subscriber wishes to receive the refund for all or any unallocated portion of the share subscription in excess of his/ her entitlement. The refund shall be credited into his/her bank account via money transfer system.

The bank account's name shall be the same as the oversubscribing shareholders and account shall be either saving account or current account of the following banks;

1. Bangkok Bank Public Company Limited.
2. Kasikorn Bank Public Company Limited.
3. Siam Commercial Bank Public Company Limited.

The Company shall refund the subscription payment via money transfer or cross cheque payable only deposit to subscriber's bank account within 7 business days after closing of the subscription period. In case, the subscriber does not have bank account with those banks, the company shall refund the subscription payment by issuing a cross cheque payable to the subscriber's name appeared in the company's share register book on the closure date on February 25, 2021 and delivering such cheque via registered postal mail to the address within 10 business days after closing of the subscription period.

E) Additional documents in case of appointment of proxy.

A power of attorney affixed a stamp duty of Baht 30.00 together with certified true copies of identification cards of the subscriber and the attorney (Enclosure no.5).

F) Document for Identification.

Natural person of Thai nationality

A certified true copy of valid identification card, in the case there is no identification card, a certified true copy of house register containing the 13 digit identification number may be submitted. In case, the subscriber is a minor (aged less than 20 years), a consent letter from his/her guardian (Father and / or Mother), certified true copy of the identification card of his/ her guardian (Father and / or Mother) and a certified true copy the minor's house registration are required. The signature on every identification document must be the same as the signature on the documents required for the subscription of the newly issued ordinary shares.

In case of the change of first / last name, which causes the subscriber's first/last name to be differed from his/her name appeared on the share register book as of February 25, 2021 or in the Certificate of Subscription Entitlement for Newly Issued Ordinary Shares, a certified true copy of official documents issued by a government entity, such as marriage certificate divorce certificate, or certificate of change of first name / last name, must also be attached.

Natural person of foreign nationality

A certified true copy of alien identification card or valid passport is required. The signature on every identification document must be the same as the signature on the documents required for the subscription of the newly issued ordinary shares.

Juristic Person Incorporated in Thailand

A copy of the company's affidavit issued by the Ministry of Commerce no more than 6 months prior to the subscription date, certified a true copy by the authorized person and affixed the seal (if any), together with a certified true copy of identification card, alien certificate or passport (as the case may be) of such authorized person of the juristic person. The signature on every identification document must be the same as the signature on the documents required for the subscription of the newly issued ordinary shares.

Foreign Juristic Person

A copy of the company's affidavit issued by the Ministry of Commerce no more than 1 year prior to the subscription date, certified a true copy by the authorized person and affixed the seal (if any), together with a certified true copy of identification card, alien certificate or passport (as the case may be) of such authorized person of the juristic person. The signature on every identification document must be the same as the signature on the documents required for the subscription of the newly issued ordinary shares.

All certified copies of each the above documents must be notarized by a notary public and authenticated by official of the Thai Embassy or of the Thai Consulate in the country where the documents are prepared or certified. Such notary public certification and authentication shall be made no more than 1 year prior to the subscription date.

7.3 Refund of Subscription Payment (if any).

The Company shall be refund the subscription payment for unallocated portion to the shareholders by the following methods;

7.3.1 In case the oversubscribing shareholders do not receive full allocation due to inadequate newly issued ordinary shares.

The Company shall refund the subscription payment for the portion of the newly issued ordinary shares oversubscribed that have not been allocated due to inadequate newly issued ordinary share, without interest and any compensation, within 7 days after the closing of subscription period by the following methods;

- 1) Transfer or cross cheque payable only deposit the refund to the bank account of the subscriber, who wishes to receive the refund via bank transfer or cross cheque payable only deposit and indicates in the Subscription Form, within 7 business days from the closing of the subscription period. Such bank account shall be either saving account or current account of the following banks;

1. Bangkok Bank Public Company Limited.
2. Kasikorn Bank Public Company Limited.
3. Siam Commercial Bank Public Company Limited.

The bank account's name shall be the same as oversubscribing shareholder as specified in the Subscription Form. The oversubscribing shareholder is required to attach a certified true copy of either the front page of saving passport or a statement of current account or saving account which indicates account name and 10 digit account number.

- 2) In case, the Subscription does not receive either a certified true copy of the front page of saving passport or a statement of current account or saving account which indicates account name and 10 digit account number or the subscriber does not indicate in the Subscription Form that he/she wishes to receive the refund via bank transfer or cross cheque payable only deposit, the company by Subscription will refund the subscription payment by issuing a crossed cheque payable to the subscriber and delivering such cheque via registered postal mail to the address appeared in the share register book on February 25, 2021 within 15 business days from the closing of subscription period.

7.3.2 In case the subscribing shareholders do not receive the allocation due to failure to comply with subscription conditions and/or to make the subscription payment.

The Company will return the cheque to the subscriber who has not been allocated the newly issued ordinary shares due to a breach of any subscription conditions and/or uncollectible payment via cheque. The subscriber must contact the company to return the cheque within 30 days after closing of the subscription period.

7.4 Delivery of the Newly Issued Ordinary Shares

Subscriber can choose one of the following delivery methods to be proceeded by the Company;

7.4.1 In case the subscriber wishes to receive share certificate in the name of subscriber.

TSD as the company's register shall deliver the share certificate according to the number of allotted shares to the shareholder by registered postal mail to the name and address appeared in the share register book on February 25, 2021 within 15 business days from closing of the subscription period. In this case, the subscriber will not be able to sell the allotted shares in the SET/MAI until receipt of share certificate which may be after the newly issued ordinary shares are permitted to trade on the SET/MAI.

7.4.2 In case that the subscriber wishes to deposit the shares in the Issue's Account No.600.

The Company will deposit the allotted shares to the account "Thailand Securities Depository Company Limited for Depositors" whereby the TSD will record the number of shares deposited in the Issuer's Account No.600 and issue an evidence of deposit to the subscriber within 10 business days from the closing of the subscription period. When the subscriber wishes to sell newly issued ordinary shares, the subscriber must withdraw the said shares from the Account No.600, by contacting the securities company, where fees may incur according to the TSD and/ or securities company's terms and conditions. In this case, the subscriber can sell the allotted shares in the SET as soon as the newly issued ordinary shares are permitted to trade on the SET and after the subscriber has withdrawn the said shares from the Account No.600 (Enclosure 4).

7.4.3 In case that the subscriber wishes to deposit the shares in his/her trading account opened with the securities company.

The Company will deposit the allotted shares to the account "Thailand Securities Depository Company Limited for Depositors" whereby the TSD and the securities company will record the number of shares deposited and issue an evidence of deposit to subscriber within 10 business days from the closing of the subscription period. In this case, the subscriber can sell the allotted shares in the SET as soon as the newly issued ordinary shares are permitted to trade on the SET.

For the cases of 7.4.3 the name of the subscriber must be the same as the name of the owner of the securities trading account that the subscriber wishes to deposit the allotted shares. Otherwise, the company reserves the rights to deliver

to subscriber such shares in form of share certificate in the name of subscriber as described in 7.4.1

The shareholder who exercises his/her right to subscribe the newly issued ordinary shares must specify the code of the securities company (as listed on the back of the Subscription Form for Newly Issued Ordinary Shares) which the shareholder has the securities trading account with, and the securities trading account number which the shareholder wishes the allotted shares to be deposited. If the subscriber provides incorrect code of the securities company and/or securities trading account, the Company will not responsible for any loss or delay in retrieving the shares.

In the event, the subscriber does not fully complete those details or fail to specify the method for share delivery in the Subscription Form. The company hereby reserves the rights to deliver such shares in form of share certificate. In this case, the subscriber may not sell the allotted shares in the SET as soon as the newly issued ordinary shares are permitted to trade on the SET/MAI.

7.5 Other Information Regarding the Subscription of the Newly Issued Ordinary Share together with warrant.

- 7.5.1 Shareholder who subscribes for the newly issued ordinary shares will receive a receipt for the subscription signed by the subscription officer as an evidence for the subscription. The subscription shall be deemed to complete only when the company fully collects the subscription payment for the newly issued ordinary shares.
- 7.5.2 Shareholder who subscribes for the newly issued ordinary shares and already made subscription payment cannot cancel or revoke their subscription, unless prior written consent is obtained from the company.
- 7.5.3 If the number of the newly issued ordinary shares indicated by a shareholder in the Subscription Form exceeds the amount of payment received by the company, the Company reserves the right to allocate the shares according to the subscription payment received.
- 7.5.4 If the number of the newly issued ordinary shares specified in the Subscription Form is less than the amount of payment received by the company, the company reserves the right to allocate the shares to each shareholders as it deems appropriate.
- 7.5.5 If the shareholder who subscribes for the newly issued ordinary share together with warrant fail to make the subscription payment or the company cannot collect the subscription payment in whole or partial, or in any cases not deemed to be the company's fault, within the subscription period and specified method of payment, or the subscribing shareholder does not fully or clearly fill the Subscription Form, or the shareholder proceed with subscription method other than those indicated in this document, the company shall deem that the shareholder waives his/her right in subscribing for the newly issued ordinary shares, and the company reserves the right not to allocate any shares to the said shareholder.

Therefore, the shareholder must carefully follow the method of payment and proceed in accordance with the conditions and procedures of subscription described above.

- 7.5.6 The company hereby reserves the right not to allocate the newly issued ordinary shares to any shareholder, if such allocation makes the proportion of foreign shareholding to exceed of 49.0 percent of the total issued shares of the company. The said shareholder may not receive the allocation of the newly issued ordinary shares or may only receive partial allocation thereof.
- 7.5.7 The company reserves the right to alter the terms and conditions and methods of payment for the subscription of the newly issued ordinary shares and/or other details relating to the subscription procedures as it deems appropriate and beneficial to the subscription of the newly issued ordinary shares of the company.

8. Objective of the capital increase and plan to use the proceeds derive from the capital increase.

The Company intends to issue and offer the newly issued ordinary shares and warrants to purchase the newly issued ordinary shares of Kingsmen C.M.T.I. Public Company Limited No. 1 (K-W1) this time, if the buyer subscribes in full. Including the exercise of the right to purchase the newly issued ordinary shares under the warrants, the company will be able to raise funds in the amount of approximately THB. 179,999,671.50, divided into (new ordinary shares THB 59,999,890.50 and conversion of warrants to ordinary shares of THB 119,999,781) by the company. The objective is to use the money received from the capital increase from the existing shareholders as working capital for various incoming projects for the year 2021 at the amount of THB 59,999,890.50 within December 31, 2021.

However, the aforementioned spending plans may be changed depending on the amount received after this capital increase and the benefits that the company will receive from the capital increase / share allotment.

9. Benefits to the company from the capital increase / allocation of the newly-issued shares.

The company will obtain the following benefits from the issuance and offering for sale of the newly-issued ordinary shares together with fully subscribed newly issued of warrants to its existing shareholders in order to increase the liquidity of working capital in business operations.

In this regard, the above plan to use the capital increase of the company is in accordance with the current business plan to allocate the proceeds from this offering of capital increase shares. The actual payment may be less than the number of shares that the company has intends to offer which may cause the company earned less than expected, in such case the company's capital increase plan may differ from the payment plans stated in section 5 above.

10. Benefits to the shareholders from the capital increase/allocation of the newly-issued shares.

The subscribers for the newly-issued ordinary shares will be entitled to a dividend payment from the operating results of the company, starting from the date on such subscribers have been registered as shareholders of the company and their names appear

in the share register book of the company, and the company has announced the dividend payment in accordance with the relevant laws and rules.

The company has the policy to allocate annual profit by making a dividend payment to the shareholders upon the following circumstances;

- (1) The Company's operating results show a profit;
- (2) The Company has no remaining accumulated loss;
- (3) The Company has sufficient cash flow for the dividend payment; and
- (4) The dividend payment will take into account the company's investments in various projects.

11. Other details necessary for the shareholders to make a decision on the allocation of the newly issued shares.

11.1 Control Dilution.

In case, all existing shareholders exercise their subscription rights for the whole number of newly-issued shares in accordance with their existing rights, there will be no effect on the voting rights of the company's shareholders (Control Dilution). In the case that no existing shareholders exercise their rights to purchase any newly-issued shares, the company will decrease its registered capital by cancelling the newly-issued ordinary shares remaining from the offering for sale, which will result in the number of paid-up shares remaining unchanged and there being no effect on the voting rights of company's shareholders (Control Dilution). In the case that no shareholders choose not to use their subscription rights for the newly-issued ordinary shares in accordance with their rights, and other shareholders exercise their subscription rights for the newly- issued ordinary shares in accordance with their rights and/or subscribe for the newly- issued ordinary shares in excess of their rights (oversubscription) until the number of newly-issued ordinary has been fully subscribed, there will be an effect on the voting rights of the company's shareholders (Control Dilution) as follows:

$$= \frac{\text{Number of Newly-issued Ordinary Shares Offered for Sale to the Existing Shareholders}}{100}$$

$$\frac{\text{Number of Newly-issued Ordinary Shares Offered for Sale to the Existing Shareholders} + \text{Number of Paid-up Shares}}$$

$$= \frac{(239,999,562) \times 100}{(239,999,562 + 239,999,562)}$$

$$= 50 \text{ percent}$$

11.2 Price Dilution

A) After the offering of the newly issued ordinary shares in the company's capital increase, if the total number of newly issued ordinary shares is fully subscribed before the exercise of warrants of Kingsmen C.M.T.I. Public Company Limited (K-W1), there will be a price dilution, which will reduce by approximately 7.32 percent. Details of how the price dilution is calculated are as follow;

$$= \frac{\text{Pre-Offering Market Price} - \text{Post-Offering Market Price}}{\text{Pre-Offering Market Price}} \times 100$$

$$\frac{\text{Pre-Offering Market Price} - \text{Post-Offering Market Price}}{\text{Pre-Offering Market Price}} \times 100$$

Whereby:

- The pre-offering market price is calculated based on the weighted average purchase price for a period of 15 business days prior to the date of the Board of Directors Meeting on 17 December 2020. The purchase price calculated between February 17, 2021 and December 16, 2020 is equivalent to THB 0.785.
- The post-offering market price is calculated as follows:

= (Market Price x Number of Paid-up Shares) + Offering Price x Number of Shares for this Offering)

$$\frac{(0.785 \times 239,999,562) + (0.50 \times 239,999,562)}{239,999,562 + 239,999,562}$$

= 0.643 Baht per share

Therefore, the price dilution is equivalent to

$$\frac{(0.785 - 0.643) \times 100}{0.785}$$

= 18.15 percent

B) After the offering of the newly issued ordinary in the company's capital increase, in case of the total number of newly issued ordinary shares is fully subscribed and warrants of Kingsmen C.M.T.I. Public Company Limited No.1 (K-W1) is fully exercised, there won't be a price dilution due to exercise price is not less than 90% of the average price 15 days before shareholders meeting, company will calculate and in form shareholders after calculation.

$$\frac{(\text{Pre-Offering Market Price} - \text{Post-Offering Market Price}) \times 100}{\text{Pre-Offering Market Price}}$$

- The pre-offering market price is calculated based on the weighted average purchase price for a period of 15 business days prior to the date of the Board of Directors Meeting on 17 December 2020. The purchase price calculated between February 17, 2021 and December 16, 2020 is equivalent to THB 0.785 per share.

= (Pre-Offering Market Price x Number of paid up shares) + Offering price of new ordinary share in the Right Offering x Number of new ordinary shares offered in the Rights Offering) + (Exercise price of K-W1 x Number of ordinary shares for the exercise of K-W1)

(Number of paid up shares + Number of new ordinary share in the Right Offering + Number of shares for the exercise of K-W1)

11.3 Earnings per share dilution.

After the issuance and offering for sale of the newly-issued ordinary shares offers sale to the existing shareholders proportionate to their respective shareholdings (Rights Offering), there will be no earnings per share dilution due to deficits presented in the company's

statement of comprehensive income for the year ending December 31, 2019, coupled with the company's remaining accumulated losses.

11.4 Summary of details of the warrants to purchase ordinary shares of Kingsmen C.M.T.I. Public Company Limited No. 1 (K-W1) as mentioned in item 3.2.

Section 2 - Basic info of Kingsmen C.M.T.I. Public Company Limited.

1. Company name and address.

| | | |
|------------------|---|--|
| Company name | : | Kingsmen C.M.T.I. Public Company Limited. ("company") |
| Type of business | : | A leading company in Design & Build, Interiors, Exhibitions, Museums & Thematic Park, Alternative Marketing) ("EMA") |
| Address | : | 9/19 Moo 7, Lam Luk Ka Leab Khlong 6 Road, Bueng Kham Proi Sub-district, Lam Luk Ka District, Pathum Thani 12150, Thailand |
| Registration no. | : | 0107558000296 |
| Website | : | www.kingsmen-cmti.com |
| Contact no. | : | 02-052-8008 |

2. Nature of Business and competition.

2.1 Company background and important developments

| | |
|-----------|---|
| Year 1989 | <ul style="list-style-type: none">The company was established as C.M.T.I. Company Limited by Mr. Chayawat's family with the registered capital of 1 million baht, start with design and exhibitions. |
| Year 1991 | <ul style="list-style-type: none">Appointed as official contractor for Thailand International Motor Expo, one of the largest automotive exhibitions in Thailand and become an official contractor until now. |
| Year 1995 | <ul style="list-style-type: none">Appointed as official contractor for Bangkok International Motor Show, one of largest automotive exhibitions in Thailand for more than 5 years until 1999 and has been appointed as an approved contractor until now. |
| Year 2000 | <ul style="list-style-type: none">Appointed as one of four official contractors for the BOI Fair 2000, the largest exhibition in Thailand. |
| Year 2001 | <ul style="list-style-type: none">Appointed as official contractor for Money Expo, the largest expo in Thailand until now. |
| Year 2002 | <ul style="list-style-type: none">Joint venture with Kingsmen Creatives Ltd. from Singapore, one of the leading company in interior design and global marketing communications.Company name changed to Kingsmen C.M.T.I. Company Limited. |
| Year 2004 | <ul style="list-style-type: none">Appointed as official contractor for International AIDS Conference, organized by the World AIDS Association from Sweden. |
| Year 2011 | <ul style="list-style-type: none">Appointed to continuously interior design for Uniglo, a leading clothing apparel company with over 30 stores across Thailand. |
| Year 2012 | <ul style="list-style-type: none">Appointed as official contractor for Rotary International Convention with over 40,000 delegates, organized by Rotary International and the Thai Rotary Districts Foundation. |

| | |
|-----------|---|
| | <ul style="list-style-type: none"> Appointed to interior design for top brand stores "Uniqlo", "Mango", "Cotton On", "Cath Kidston", "KPN", "Forever XXI" and over 7,000 square meters of common areas in leading shopping centers. |
| Year 2013 | <ul style="list-style-type: none"> Appointed to interior design for top brands "Polo" "Ralph Lauren" "Montblanc" "Piaget" "Victoria Secret" "Dior" "Mark & Spencer" and "Leica" |
| Year 2015 | <ul style="list-style-type: none"> Established Kingsmen Myanmar Company Limited, incorporated under the law of Myanmar on January 9, 2015 with a registered capital of US \$ 300,000 and paid-up capital of US \$ 300,000. The Company holds 100% of the shares in Kingsmen, Myanmar. Registered as a public company on July 1, 2015 with a registered capital of 100 million baht. First Day Trade in MAI on December 18, 2015. |
| Year 2016 | <ul style="list-style-type: none"> Appointed as official contractor for Myanmar Build & Décor 2016, the largest construction, decoration and furniture fair in Myanmar. Appointed as Official Contractor for ITU Telecom World 2016, a world-class ICT fair with more than 4,000 telecommunication leaders and from more than 100 countries. Appointed as Official Contractor for Myanmar FoodBev and Myanmar Retail Expo 2016. The company has expanded its production factory to Lam Lu Ka Klong 6. Began to provide services in interior design of common area of the shopping mall, office and multi-purpose buildings, leading hotels, airports, banks, hospitals, etc. Expanded services to Architecture & Engineering. The company has been awarded a construction and interior design contract for the world's leading fashion retailer, Ralph Lauren, with a total area of 70 square meters in Siem Reap, Cambodia. |
| Year 2017 | <ul style="list-style-type: none"> Received excellence award in booth design at Money Expo Bangkok 2017, CIMB Thai Bank and outstanding award, CH. Karnchang Public Company Limited, ETDA and Citibank Bank. Established Kingsmen C.M.T.I. Cambodia Company Limited, incorporated under the law of Cambodia with a registered capital of US \$ 300,000 and office located at Sen Sok district. The Company holds 100% of the shares in Kingsmen, Myanmar. The company has changed the organizational structure, Mr. Pravit Sribanditmongkol took over as managing director and Mr. Chayawat Pisessith will continue to serve as company advisor and chairman of the board. |
| Year 2018 | <ul style="list-style-type: none"> The company has been awarded to interior design for The Veranda at Icon Siam with total area of 7,500 square meters and also produced interiors for leading brands "FENDI" "BOTTEGA VENETA" "Samsonite" "Uniqlo" and "TRUE Sphere" at ICONSIAM. Expand the scope of services and video production under the business line of alternative marketing. Mr.Wongsakorn Pisessith is appointed Managing Director at Kingsmen Myanmar. |

| | |
|-----------|--|
| Year 2019 | <ul style="list-style-type: none"> • The company has started to bring the ERP program into all working system in order to make work more efficient and expected to be complete in 2020. • Relocation to 9/19 Moo 7, Lam Luk ka Leab Khlong 6 Road, Bueng Kham Proi Sub-district, Lam Luk ka District, Pathum Thani 12150. • Increased the registered capital of Kingsmen C.M.T.I. (Cambodia) Company Limited from 300,000 USD to 500,000 USD. |
|-----------|--|

2.2 Awards and Standards

| | |
|-----------|---|
| Year 2003 | <ul style="list-style-type: none"> • ISO 9001: 2000 certification, a quality management standard for EMA. |
| Year 2006 | <ul style="list-style-type: none"> • Received Outstanding Business Ethics from Thai Chamber of Commerce 2006. |
| Year 2009 | <ul style="list-style-type: none"> • Received Honorable Mention for Kids World design for Cha-Am Marriott Hotel from A.R.E. Las Vegas, USA. • Received Marks & Spencer International's Excellence in Store Design Award. • Received the Good Governance Award Of the Puey Ungphakorn Institute and Institute of SME and the Thai Bankers Association. |
| Year 2010 | <ul style="list-style-type: none"> • Continuously received ISO 9001:2008 certification, quality standard for EMA. |
| Year 2012 | <ul style="list-style-type: none"> • Become a member of White Ocean to promote business management with good corporate governance by Office of Ambassador Virtue Foundation of Thailand. • Become a member of the magic eyes, an environmental conservation project by Thai Environmental and Community Development Association. |
| Year 2013 | <ul style="list-style-type: none"> • ISO 20121 certification, an event sustainability management system for Money Expo. • SEDEX certification, the International Standard for Employment Ethics from England. |
| Year 2014 | <ul style="list-style-type: none"> • Received Honorable Mention award from the Office of National Anti-Corruption Commission (NACC). |
| Year 2015 | <ul style="list-style-type: none"> • Received diploma for Workplace Conditions Assessment (WCA) from Intertek. (the purpose is to improve workplace conditions efficiently and in accordance with widely accepted industry standards and best practices.) |
| Year 2016 | <ul style="list-style-type: none"> • Accredited by Kasikorn Bank to participate in green building projects in accordance with the Leadership in Energy and Environmental Design (LEED) of U.S. Green Building Council. • Received the Corporate Governance Report of Thai Listed Companies 2016, very good or 4 stars from the Thai Institute of Directors (IOD). • Received the Outstanding Corporate Governance Award 2016 (CG Awards 2016) of the Office of the National Anti-Corruption Commission (NACC) together with the Ethics Promotion Committee and Anti- |

| | |
|-----------|---|
| | Corruption Committee of the Thai Chamber of Commerce and the University of the Thai Chamber of Commerce. |
| Year 2017 | <ul style="list-style-type: none"> On June 28, 2017, the company received certificate and was a member of the Thai Private Sector Collective Action Coalition against Corruption from the Thai Private Sector Collective Action Coalition against Corruption (CAC). The company has certified "Green Industry Level 2, Green Operation" from the Ministry of Industry. |
| Year 2018 | <ul style="list-style-type: none"> Received "The 2018 UFI Sustainable Development Award" for "Best Sustainable Exhibiting". Join the project Care the Bear: Change the Climate Change by Eco Event organized by the Stock Exchange of Thailand with 22 partner organizations. Continuously received ISO 9001:2015 certification, quality standard for EMA. Received the Kingsmen Q Awards 2018 from Kingsmen Singapore. A Gold award from Veranda ICONSIAM project and a Merit award for the MINI Roadshow 2018 project in Phuket and Chonburi, BMW Motorrad booth at Motor Show 2018, Hermès Crazy Carrè Bang Rak Central Post Office, and Waldorf Astoria Restaurant & Bars, Bangkok. |
| Year 2019 | <ul style="list-style-type: none"> The company received a 5-star rating or excellent of corporate governance. ISO 20121 certification, an event sustainability management. |

2.3 Description of products and services.

Our company conducts business of "design and build" or "one-stop shop solution" in 4 following areas:

- 1) **Interiors** Our company provides services in interiors, designing and building all the interior works including procuring decorative items and furniture to match the image of product brand targeting at customers in medium to top level with plans to extend their branches and also of internationally-recognized or world-class brand name in retail business, restaurants and offices.
- 2) **Exhibitions** another marketing strategy for manufacturers and suppliers to directly communicate with consumers are provided by our company with scope of services divided into 2 types as the following:
 - Provide full-cycle services to exhibitors as *contractor* comprehensively from start to finish, which include coining concepts, designing, fabricating and erecting exhibition booths together with managing the booths during the period of the event held and demolishing them after the duration ends.
 - Provide full-cycle services to organizers as official contractor, fixing floor plan, designing, developing and installing common works such as standard booths, entrance arch to the event area, stage, signboards and other decorative works or items together with other services such as electrical system and rented furniture. Most customers are in automotive and financial businesses and also international conference organizing business using Thailand as meeting venue.

3) Alternative marketing is divided into 2 types:

3.1 Provide full-cycle services in event management for marketing event, another form of public relations different from exhibitions since it is a marketing communication of a single product owner with the objective to provide a variety of marketing activities such as sales promotion, an introduction of new products or communication and establishment of good relationship with consumers. The activities are usually held in short period of time in various places according to the objectives of the events and customers group. Most of them are in the automotive and financial business.

3.2 Providing services in organizing trade shows and exhibitions (Exhibition Management) by being a full-service organizer of trade shows and exhibitions (Show Manager) for the owners by laying out the concept of the work recruiting exhibitors, booth sales, and recruiting exhibitors including conducting overall management. Important customers include government agencies and various associations.

4) Museums & thematic parks Public relations and knowledge promotion can be established to provide understanding in certain project in the form of learning center and museums. As for thematic parks, they are set to provide either knowledge or merriment in accordance with certain main topics or themes initiated such as amusement park or waterpark. The company also provides services in management and undertakes marketing activities of the museums or learning center after the event to consistently attract visitors. Most of our customers are government agencies.

3. List of top 10 The Board of Directors, Management and Major Shareholders.

3.1 The Board of Directors

As of December 31, 2020, there are 7 members of the Board of Directors as follows:

| The Board of Directors | | Position |
|------------------------|-------------------------------|---|
| 1 | Mr. Chayawat Pisessith | Chairman |
| 2 | Mr. Pravit Sribanditmongkol | Chief Executive Officer / Managing Director / Director |
| 3 | Mrs. Poonsook Pisessith | Deputy Managing Director / Director |
| 4 | Mr. Sanguan Srinakarin | Director |
| 5 | Pol. Gen. Wichean Potephosree | Independent Director / Chairman of Audit Committee |
| 6 | Mr. Theeraporn Verathaworn | Independent Director / Audit Committee |
| 7 | Mr. Teerataht Poshyanonda | Independent Director / Audit Committee |

Miss Phattharin Lawtrakulngam is the secretary of the board of directors

3.2 Management

As of December 31, 2020, the management of the Company has 11 persons as follows:

| Name | | | Position |
|------|-----|-------------------------|--|
| 1 | Mr. | Pravit Sribanditmongkol | Managing Director |
| 2 | Mr. | Chayawat Pisessith | Advisor |
| 3 | Ms. | Poonsook Pisessith | Deputy Managing Director |
| 4 | Ms. | Sunisa Ratnanenya | Deputy Managing Director |
| 5 | Ms. | Kanya Wattanataetrakul | Financial Controller |
| 6 | Mr. | Wongsakorn Pisessith | Senior Director, Corporate Communications and IT |
| 7 | Ms. | Supattra Ongkaew | Senior Director, Project Management |
| 8 | Ms. | Sorada Thamprakorb | Senior Director, Project Management |
| 9 | Mr. | Rugsit Prasitratsint | Senior Director, Project Management |
| 10 | Mr. | Pakpawin Ketsuwan | Senior Director, Project Management |
| 11 | Ms. | Supanee Phonjon | Senior Director, Project Management |

3.3 Major Shareholders As of 4 January 2021.

| Top 10 Major Shareholders | | Share | % |
|---------------------------|-----------------------------|------------|-------|
| 1 | Mr. Chayawat Pisessith | 69,645,598 | 29.02 |
| 2 | KINGSMEN CREATIVES LTD. | 24,000,000 | 10 |
| 3 | Ms. Poonsook Pisessith | 11,280,000 | 4.7 |
| 4 | Mr. Pitak Pisessith | 11,040,000 | 4.6 |
| 5 | Mr. Kumpol Plussind | 8,584,778 | 3.58 |
| 6 | Mr. Pravit Sribanditmongkol | 7,396,036 | 3.08 |
| 7 | Ms. Sunisa Ratnanenya | 6,000,000 | 2.5 |
| 8 | Mr. Sitharn Pisessith | 6,000,000 | 2.5 |
| 9 | Mr. Somchai Padphai | 5,259,710 | 2.19 |
| 10 | Ms. Nonthawan Pisessith | 5,049,090 | 2.1 |

4. History of capital increase and dividend payment in the past 3 years.

4.1 History of Capital Increase: None

4.2 History of Dividend Payment;

| Dividend | | | | |
|---------------------------|----------------|-------|--------------|-------|
| Operation Period | Dividend/Share | Unit | Payment Date | Type |
| 01 Jan 2018 - 31 Dec 2018 | 0.1 | Baht | 23-May-19 | Cash |
| - | 11.00 : 1.00 | Share | - | Stock |
| - | 0.00505 | Baht | - | Cash |

5. Information of affiliates, subsidiaries and associates.

At present, the Company has 2 subsidiaries;

5.1 Kingsmen Myanmar Company Limited ("Kingsmen Myanmar"), a company incorporated under the laws of Myanmar.

5.2 Kingsmen C.M.T.I. (Cambodia) Company Limited ("Kingsmen C.M.T.I. Cambodia"), a company incorporated by law of Cambodia.

**Section 3 - Financial Highlight of Kingsmen C.M.T.I. Plc.
Summary of Financial Statement 2017-2020**

1. Statement of Financial Position.

| Statement of Financial Position (MB.) | 2020 | 2019 | 2018 | 2017 |
|---------------------------------------|------------|------------|------------|------------|
| | (01/01/20 | (01/01/19 | (01/01/18 | (01/01/17 |
| | -31/12/20) | -31/12/19) | -31/12/18) | -31/12/17) |
| Cash | 76.44 | 123.17 | 164.87 | 95.03 |
| A/R Net | 87.55 | 128.93 | 293.54 | 163.6 |
| Inventories | 3.4 | 5.33 | 1.94 | 3.27 |
| Current Assets | 387.84 | 547.58 | 1,009.24 | 541.3 |
| PP&E Net | 105.08 | 120.58 | 89.28 | 108.16 |
| Total Assets | 782.35 | 906.73 | 1,262.03 | 747.45 |
| OD | 187 | 225 | 185 | - |
| A/P Net | 256.89 | 308.82 | 477.05 | 274.08 |
| Current portion of LT | 6.4 | 1.38 | 2.32 | 2.3 |
| Current Liabilities | 474.03 | 589.21 | 773.02 | 320.54 |
| Non-Current Liabilities | 127.74 | 25.48 | 19.76 | 17.45 |
| Total Liabilities | 601.77 | 614.69 | 792.78 | 337.99 |
| Authorized Capital | 120 | 120 | 120 | 110 |
| Paid-Up Capital | 120 | 120 | 120 | 110 |
| Premium (Discount) on Share Capital | 277.49 | 277.49 | 277.49 | 277.49 |
| Other Surplus (Deficit) | - | - | - | - |
| Retained Earnings (Deficit) | -218.59 | -106.62 | 71.3 | 21.54 |
| Treasury Stock | - | - | - | - |
| Shareholders' Equity | 180.58 | 292.04 | 469.25 | 409.46 |
| Minority Interest | - | - | - | - |

2. Statement of Comprehensive Income.

| Statement of Comprehensive Income (MB.) | 2020 | 2019 | 2018 | 2017 |
|---|------------|------------|------------|------------|
| | (01/01/20 | (01/01/19 | (01/01/18 | (01/01/17 |
| | -31/12/20) | -31/12/19) | -31/12/18) | -31/12/17) |
| Sales | 624.99 | 1,008.41 | 2,135.62 | 1,147.99 |
| Other Income | 2.69 | 2 | 1.89 | 2.15 |
| Total Revenues | 627.67 | 1,010.41 | 2,137.51 | 1,150.14 |
| COGs | 605.46 | 1,062.83 | 1,908.04 | 1,053.34 |
| SG&A | 120.46 | 126.26 | 140.84 | 113.58 |
| Total Expenses | 725.92 | 1,189.09 | 2,048.88 | 1,166.93 |
| EBITDA | -75.76 | -160.34 | 106.84 | 1.34 |
| Depre. & Amor. | 22.49 | 18.34 | 18.21 | 18.12 |
| EBIT | -98.25 | -178.68 | 88.63 | -16.78 |
| Net Profit | -106.07 | -152.24 | 62.19 | -15.38 |
| EPS (B.) | -0.44 | -0.63 | 0.26 | -0.07 |

3. Statement of Cash Flow.

| Statement of Cash Flow (MB.) | 2020 | 2019 | 2018 | 2017 |
|------------------------------|------------|------------|------------|------------|
| | (01/01/20) | (01/01/19) | (01/01/18) | (01/01/17) |
| | -31/12/20) | -31/12/19) | -31/12/18) | -31/12/17) |
| Operating Cash Flow | -7.39 | 24.47 | -76.89 | -72.73 |
| Investing Cash Flow | -4.66 | -68.74 | -29.43 | 17.22 |
| Financing Cash Flow | -34.68 | 2.58 | 176.16 | -22.07 |
| Net Cash Flow | -46.74 | -41.69 | 69.84 | -77.57 |

4. Financial Ratios.

| Ratios | 2020 | 2019 | 2018 |
|--------------------------|--------|--------|-------|
| Current Ratio (X) | 0.82 | 0.93 | 1.31 |
| ROE (%) | -44.89 | -40 | 14.15 |
| ROA (%) | -11.63 | -16.48 | 8.82 |
| D/E (X) | 3.33 | 2.1 | 1.69 |
| Total Asset Turnover (X) | 0.74 | 0.93 | 2.13 |
| Gross Profit Margin (%) | 3.12 | -5.4 | 10.66 |
| EBIT Margin (%) | -15.65 | -17.68 | 4.15 |
| Net Profit Margin (%) | -16.9 | -15.07 | 2.91 |

5. Growth Rate

| Growth Rate (%) | 2020 | 2019 | 2018 |
|----------------------|--------|--------|-------|
| Sales Growth | -38.02 | -52.78 | 86.03 |
| COGs Growth | -43.03 | -44.3 | 81.14 |
| Total Revenue Growth | -37.88 | -52.73 | 85.85 |
| Total Expense Growth | -38.95 | -41.96 | 75.58 |
| Net Profit Growth | N/A | N/A | N/A |

6. Cash Cycle

| Cash Cycle | 2020 | 2019 | 2018 |
|-------------------------------|---------|--------|--------|
| A/R Turnover (Times) | 5.77 | 4.77 | 9.34 |
| Avg. Collection Period (Days) | 63.21 | 76.46 | 39.06 |
| Inventory Turnover (Times) | 138.66 | 292.42 | 732.5 |
| Avg. Inventory Period (Days) | 2.63 | 1.25 | 0.5 |
| A/P Turnover (Times) | 2.14 | 2.7 | 5.08 |
| Avg. Payment Period (Days) | 170.52 | 134.94 | 71.84 |
| Cash Cycle (Days) | -104.67 | -57.24 | -32.28 |

7. Capital Movement

| Capital Movement (Last 3 Year) | | | | |
|--------------------------------|---------|-----------------------|---------------|-----|
| Date | CA Type | Changed paid up share | Paid up share | Par |
| 21-May-18 | XD | 19,999,578 | 239,999,562 | 0.5 |

Power of Attorney Form
For Subscription for Newly Issued Ordinary Shares together with Warrant for
Kingsmen C.M.T.I. Public Company Limited

Made at _____

Date _____

I Mr./Mrs./Ms./Company) _____ ("the Grantor")

Shareholder register No. _____

ID Cards No. / Passport No. _____

Juristic Person Registration No. _____

Residing at. _____ Soi _____ Road _____

Subdistrict _____ District _____

Province _____ Country _____ Postal Code _____

Being holder of the ordinary shares of Kingsmen C.M.T.I. Public Company Limited (the Company) at shareholder register book on as of Record Date at February 25, 2021 at total amount of _____ shares and being entitled to subscribe for newly issued ordinary shares of the Company in an amount of _____ shares, as details appear in the Certificate of Rights to Subscribe for Newly Issued Ordinary Shares, issued by the Thailand Securities Depository Company Limited. (TSD)

Hereby appoint (Mr./Mrs./Ms) _____

ID Cards No. / Passport No. _____

Residing No. _____ Soi _____ Road _____

Subdistrict _____ District _____

Province _____ Country _____ Postal code _____

as Attorney by law ("the Attorney) on behalf of myself in subscription for the newly issued ordinary shares of the company at amount _____ shares and have the power to execute and amend the contents in the Subscription Form for Newly Issued Ordinary Shares together with warrant, to submit the documentation for subscription for newly issued ordinary shares of the Company, and undertake any acts relating to the subscription for the newly issued ordinary shares of the Company on my behalf until the affairs are finished . For any act undertaken by the Attorney under the appointment pursuant to this Power of Attorney Form, it shall be deemed as if such acts had been undertaken by me in all respects.

Signed _____ Grantor
(_____)

Signed _____ Grantee
(_____)

Additional documents for securities subscription

Only for those who wish to deposit securities into the Issuer Account.

I/We.....

ID card / Passport / Juristic Person Registration No

In case the securities holder is an individual

1. Place of birth Country

2. Nationality 2

3. Permanent address

Province /State/RegionCountry.....Postal

In case the securities holder is a juristic person

1. Country of Incorporation

2. Status of juristic person under FATCA (FATCA STATUS *)

(* Please answer the questionnaire attached to fill in this field)

- In case of FATCA entity status is Passive NFFE, please specify% holding of US shareholders
.....

- In case the status of a juristic person under FATCA is PFFI or RDCFFI, please specify the number GIIN.....

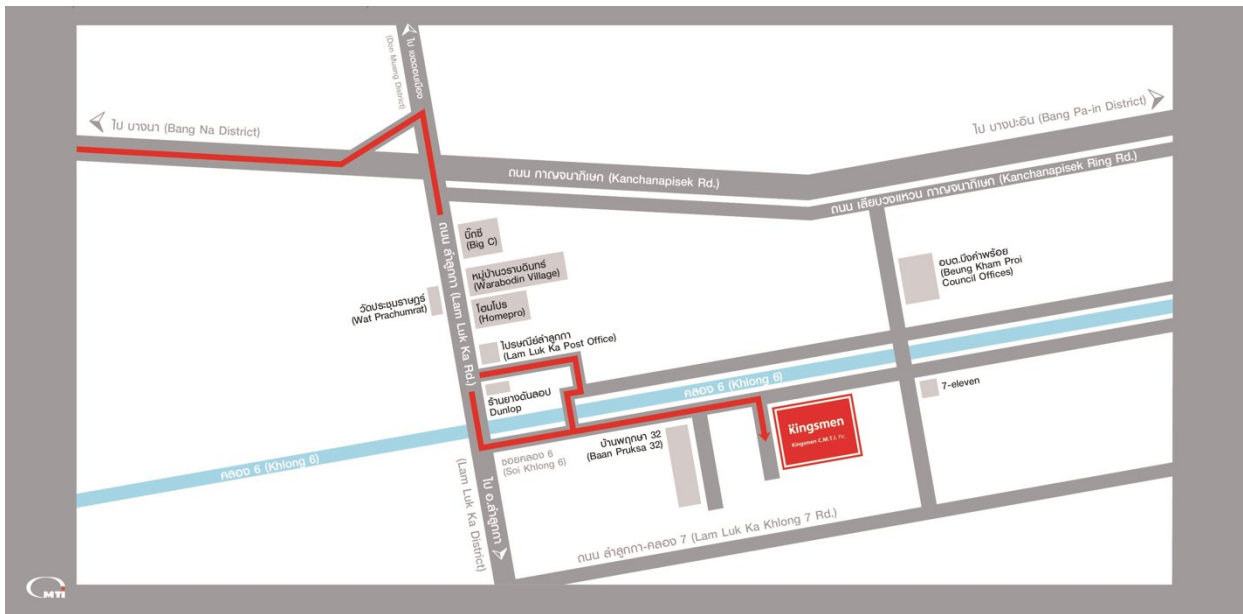
I wish to deposit securities into the issuer account and I hereby certify that the information stated above is true. If the deposit of securities into the Issuer's account causes any damage to the Depository Company in any way I acknowledge and fully indemnify the Depository Company. In addition, I acknowledge if the Depository Company may disclose the information contained in this document to the Revenue Department or other agencies which may be legally power. Including agencies that have an agreement with the depository company to request to retrieve such information.

Signed.....Securities holder

(.....) Contact no.

Subscription location.
At Kingsmen C.M.T.I. Public Company Limited

9/19 Moo 7, Lam Luk Ka Leab Khlong 6 Road, Bueng Kham Proi Sub-district,
Lam Luk Ka, District, Pathum Thani
Tel. 02-052-8008



**Rights and Duties of the Issuer and the Holders of
Warrants to Purchase Ordinary shares of
Kingsmen C.M.T.I. Public Company Limited (K-W1)**

Part 1
Key Terms of Warrants & Details of Warrants

| | |
|---------------------------|--|
| Name | Warrants to purchase ordinary shares of Kingsmen C.M.T.I. Public Company Limited. ("Warrants" or "K-W1") |
| Type of Warrants | Named and transferable warrants. |
| Allocation Method | <p>The Company will allocate and offer warrants to existing shareholders who subscribed newly issued ordinary shares and received the allocation of new ordinary shares offering to existing shareholders in proportion to their shareholdings (Right Issue) and over subscription (Excess Rights) at the ratio of 1 new shares to 1 unit of warrant (1:1).</p> <p>Any fraction of shares remaining from allotment will be disregarded and all of remaining warrants after the allocation will be canceled. In this regard, the Company has set the record date to determine the list of the Company's shareholders who entitle to subscribe the newly issued ordinary shares under Rights Offering together with warrants on February 25, 2021. (Record Date)</p> |
| Number of Warrants Issued | Not exceeding 119,999,781 Units |
| Offering Price | THB 0.00 per unit |
| Exercise Ratio | 1 unit of warrant has the rights to purchase 1 new ordinary share (Par value THB 0.50). The exercise ratio is subject to change in accordance with the conditions on the right adjustment as specified in Clause 6. The fraction of shares from the exercise of warrants shall be disregarded. |
| Exercise price | THB 1.00 per share, unless subsequently adjusted in accordance with the conditions on the right adjustment as specified in Clause 6. |
| Issuance Date of Warrant | Date April 7, 2021. |
| Expiration Date | Date October 6, 2022. |
| Terms of Warrant | 1 year and 6 months from the issuance date (April 7, 2021 to October 6, 2022). |
| Reserved Shares | Number of ordinary shares allocated to accommodate the exercise of |

| | |
|---|--|
| | <p>K-W1 in the amount of 119,999,781 Shares which is equivalent to 33.33 % of total paid-up shares of the company (Number of paid-up shares of the company calculated from paid-up shares before capital increase combined with newly issued ordinary shares offering to existing shareholders in this time)</p> <p>Calculation method for the ratio</p> <p>No. of shares reserved for the exercise of warrants</p> <p>No. of existing paid-up shares</p> $= 119,999,781 / (239,999,562 + 119,999,781) * 100 = 33.33\%$ |
| Exercise Date | <p>The first exercise date shall be on June 30, 2021 and the last exercise date shall be the date that such warrants aged 1 year and 6 months from the issuance date. If the last exercise date falls on a day which is not a business day, then the last exercise date shall be moved up to the business day prior to such exercise date which is on October 6, 2022. Warrant holders can exercise their rights to purchase the company's ordinary shares on the last business day of every quarter (the last business day of March, June, September, and December) throughout terms of warrant ("Exercise date"). If exercise date falls on a day which is not a business day, then the exercise date shall be moved up to the business day prior to such exercise date.</p> |
| Notification period for the exercise of warrant | <p>Warrant Holders who wish to exercise their rights to purchase the Company's ordinary shares shall give notification to the Issuer during 9:00a.m. – 4.00 p.m. within a period of 5 days prior to each exercise date and the last exercise date shall give notification to the Issuer within a period of 15 days prior to exercise date as specified in Clause 5.</p> |
| Irrevocability of Notification of the Intention Exercise the Warrants | <p>The intention to exercise the warrants shall be irrevocable upon the delivery of the Notification of the intention to exercise the warrants ("Exercise Notice")</p> |
| Secondary Market for Warrants | <p>The Company will list the warrants as listed securities on the Market for Alternative Investment (MAI) or the Stock Exchange of Thailand (SET) which the company's shares are traded at that time.</p> |

| | |
|--|---|
| <p>Secondary Market for Shares from the exercise of Warrants.</p> | <p>The Company shall list the new ordinary shares derived from the exercise of Warrants on the Market for Alternative Investment (MAI) or the Stock Exchange of Thailand (SET) of which the Company's shares are traded at that time within the period of 30 days from each exercise date. Such shares then can be traded on the Stock Exchange of Thailand as those existing ordinary shares of the Company.</p> |
| <p>Events that Required the Adjustment of Exercise Price and/or Exercise Ratio.</p> | <p>The Company shall adjust the exercise price and/or the exercise ratio in accordance with the conditions of right adjustments as specified in Clause 6 when there is an event as determined in Terms and Conditions of Warrants which is an event stipulated in Clause 11 (4) of Notification of the Capital Market Supervisory Board No. Tor Chor 34/2551 Re: request for approval and the granting of approval for the offering of the warrants representing the rights to purchase newly issued ordinary shares, and the offering of the newly issued shares to accommodate the issuance of the warrants dated December 15, 2008 (as amended).</p> |
| <p>Objective of the issuance of Warrant and the benefit which the Company will gain from the allotment of such securities.</p> | <p>The Company will use the proceeds from the issuance of newly issued ordinary shares and warrant as working capital.</p> |
| <p>Benefit to the shareholders from the capital increase</p> | <p>The Company's shareholders will receive the benefit as the result of the utilization of the capital received for business to strengthen the operating business effecting to shareholders to received dividend payment in case of shareholders has been exercise of their right</p> |

Part 2
General Terms and Conditions

1. Definitions

Except determined as others, all wording and terms used in these Terms and Conditions shall have the following meanings:

| | |
|----------------|--|
| <p>"Terms"</p> | <p>The Terms and Conditions governing the Rights and Obligations of the Issuer and Warrant holders, effective from the warrant issuance date, including any amendment thereof (if any)</p> |
|----------------|--|

| | |
|--|---|
| "Warrants" | Warrants representing the rights to purchase ordinary shares of Kingsmen C.M.T.I. Public Company Limited No.1 (K-W1) which specify the name of holders and transferable, or warrant substitutes with details specified in Terms and Conditions. |
| "Warrant Substitutes" | Warrant substitute issued by Thailand Securities Depository Company Limited ("TSD") for substitution of the Warrants. |
| "Company or "Issuer" | Kingsmen C.M.T.I. Public Company Limited. |
| "Notification No. TorChor. 34/2551" | Notification of the Capital Market Supervisory Board No. Tor Chor 34/2551 Re :request for approval and the granting of approval for the offering of the warrants representing the rights to purchase newly issued ordinary shares, and the offering of the newly issued shares to accommodate the issuance of the warrants dated December 15, 2008 (as amended) |
| "Business day " | The regular business day of the Stock Exchange of Thailand. |
| "Warrant Holders" | Warrant usufruct as specified in Clause 3.3 |
| "Warrant Register Book" or "Register Book" | Warrant registration book or registry date that records the details regarding warrants and warrant holders which is kept by the warrant registrar. |
| "Rights of the Warrant" | All of the rights of the warrant which include but is not limited to the rights to subscribe for the reserved shares, rights to attend and vote at Warrant Holders' meetings and rights to be compensated in the event there is insufficient shares reserved for exercise |
| "Reserved Shares" | New ordinary shares of Kingsmen C.M.T.I. Public Company Limited in the amount of 199,999,781 shares that are reserved for the exercise of rights under the warrants, including additional ordinary shares to be issued in the event of adjustment of the rights under Warrant Terms. |

| | |
|--|--|
| "Shares" | Newly issued ordinary shares of Kingsmen C.M.T.I. Public Company Limited. |
| "Notification Period for the Exercise of Warrants" | The period that the Warrant holders who wish to exercise their rights to purchase new ordinary shares of the Company shall notify such intention as specified in 5.3 |
| "Issuance Date" | Date April 7, 2021. |
| "Exercise Date" | Defined in accordance with Clause 5.1 of Terms and Conditions |
| "SEC" | The Office of the Securities and Exchange Commission |
| "Registrar" or "the Warrants Registrar" | "Thailand Securities Depository Company Limited. (TSD) 93 Rachadaphisek Road, Dindaeng, Dindaeng, Bangkok 10400 Telephone 0-2009-9000 Fax 0-2009-9991 and/or an authorized registrar to perform the registrar duties of the Warrants " |
| "SET" | The Stock Exchange of Thailand (SET) or the Market for Alternative Investment (MAI). |
| "TSD" | Thailand Securities Depository Company Limited. |
| "SET PORTAL" | The information disclosure system of listed company through the electronic media of the SET. |

2. General Details

Warrants refer to the warrants issued and offered in accordance with Notification No. Tor Chor. 34/2551.

3. Warrant, Warrant Registrar, and Warrant usufruct.

- 3.1 The Warrant Registrar shall have the duty to issue the certificate to all Warrant Holders. For the Warrants kept at TSD shall have TSD name to be the holder of the Warrants in the Register Book on behalf of the Warrant Holders. The Warrant Registrar shall issue the certificate or receipt representing the Warrants in the form specified by the Warrant Registrar to TSD.
- 3.2 The Warrant Registrar shall have the duty under the Registrar Appointment Agreement to prepare and keep register of Warrant Holders until the full exercise of the right to purchase the underlying shares of the Company under the Warrants, or until the maturity of the warrant (as the case may be).
- 3.3 Warrant usufruct
- 3.3.1 Warrant usufruct in General case. The right under the Warrant will be vested in a person or juristic person whose name appears as the owner of the Warrants in the Register Book at that time, or prior the first closing date of the Register Book in the case of the closure of the Register Book for transfer suspension. Except in the case, a

transfer of the Warrants has occurred prior the relevant closure date of Register Book mentioned above and such transfer is effective against the Company in accordance with Clause 4.1.1, the rights under the Warrants shall be fall to the transferee of the Warrants.

- 3.3.2 Warrant usufruct in case that TSD is warrant depository. The right under the Warrant shall be vested in a person or juristic person that the TSD notifies to the Warrant Registrar in writing that such persons are warrant usufruct in the number that the TSD informed the warrant registrar and shall not more than the number registered in the warrant holders register book under the TSD's name at that time or the first book closure date in the case of the closure of the warrant holders register book.
- 3.4 When TSD reports to the Warrant Registrar, the Warrant Registrar shall issue the certificate to the right holders who deposits their Warrants with TSD, and registers the name in the Register Book in the amount as reported by TSD. After the certificate of Warrants has been issued and such registration has been done, the Warrant Registrar shall correct the total number of Warrants registered in the Register Book in the name of TSD by deducting the number of the Warrants separately registered in the name of the Warrant Holders. The total number of the Warrants issued to TSD, if not amended by the Warrant Registrar (for whatever reasons), shall be decreased at the number of Warrants separately issued and registered in the name of the Warrant Holders.

4. Warrant Transferring Procedure

4.1 Transfer of the Warrants which is not kept at TSD shall be as follows:

- 4.1.1 The Warrants transfer procedure between the transferor and the transferee: The warrant transfer will be completed when the warrant transferor, whose name in the Warrant register book, was stated to be the owner of the Warrants at the number to be transferred or the last warrant transferee, by endorsing their signatures at the back of the Warrants showing the continuation of the transfer from all transferors whose names appear thereon (as the case may be), and delivered the Warrants to the transferee with signing endorsement evidencing the transfer.

The result of the transfer of the warrant between the transferee and the Company: The transfer of the warrants shall be valid when the Warrant registrar officially received the request for the registration of the transfer of warrants along with the warrant that the transferee had endorsed signature as the transferee at the back of the warrant.

The result of the transfer of the Warrant between the transferee and the third party: The transfer of the warrants shall be valid against the third party when the Warrant Registrar has registered such transfer in the Warrant register book.

- 4.1.2 The request for the registration of the transfer of warrants shall be made and done at the Head Office of the warrant registrar during the business hours and business days. The request shall be made in accordance with the forms and processes prescribed by the warrant registrar. The person requesting for the registration shall submit to the warrant registrar, the warrant certificate containing all signatures required in Clause 4.1.1 along with other evidence to prove the correctness and the completeness of the transfer and the receipt of the transfer as prescribed by the warrant registrar. The

- warrant registrar shall issues the acceptance form for those requests to the requested person.
- 4.1.3 The warrant registrar shall register the transfer of warrants in the warrant registered book and certified the transfer of warrants, in case of non-reissuing, within 7 business days from the date that the warrant registrar officially received the request for registration and related evidence warrants or, in case of reissuing warrants, within 15 business days from the date that the warrant registrar received a request for registration and related evidence.
- 4.1.4 The warrant registrar shall entitle to refuse the request for the registration of the warrants, if the Warrant Registrar found that the transfer was done illegally or contrary to the limitation of warrant transfer (if any). The warrant registrar shall inform the person requesting for the registration within 7 business days from the date that the warrant registrar received the request for the registration and relevant evidence.
- 4.2 The transfer of the warrants kept at TSD shall be preceded in accordance with the regulations of SET TSD and relevant authorities.

5. Exercise Procedures and Conditions

5.1 Exercise Period

Warrant holders can exercise their rights to purchase the Company's ordinary shares on the last business day of every quarter (the last business day of March, June, September, and December) throughout terms of warrant ("**Exercise Date**"). If such exercise date does not fall on a day which is a business day, then the exercise date shall be moved up to the last business day prior to such exercise date.

The first exercise date is June 30, 2021 and the last exercise date is the date that the warrants expire 1 year and 6 months from the date of issuance of the warrants. Which is on October 6, 2022, however, if the last exercise date is not on the business day The last exercise date shall be postponed to the last business day prior to the original last exercise date.

Hence, the Company shall not call the Warrant Holders to exercise their warrants except on the Exercise Period specified above.

5.2 Exercise of Warrants

To exercising the warrants, the Warrant Holders might exercise their rights either in whole or in part of total units of warrant held by each of them. However, any outstanding warrant that are not exercised before the Last Exercise Date, the Company shall deem that the Warrant Holders do not wish to exercise their rights and such warrants shall be expired without being exercised.

5.3 Notification Period for the Exercise of Warrant

5.3.1 The Notification period for Exercise Warrant on each Exercise Date (Except for the Last Exercise Date)

The Warrant Holders who wish to exercise their rights to purchase the Company's newly issued ordinary shares shall deliver a notification to exercise the warrants following the procedures as specified in Clause 5.4 ("Exercise Procedures") between 9:00 a.m. – 4:00 p.m. during the period of 5 days prior to each Exercise Date (the "Notification Period")

In this regards, the Company shall not close the Warrant Register Book to suspend the

transfer of warrants. Also, the Company shall release information and additional details to the Warrant Holders, the Exercise Date, the Notification Period, Exercise Ratio, Exercise Price, Details of the bank account for subscription and exercise warrants, the Agent receiving exercise intention (if any) and the contact place, through the SET PORTAL or other system required by the SET at least 5 business days prior to each Notification Period

5.3.2 The Notification period for Exercise Warrants on the Last Exercise Date

The Warrant Holders shall deliver a notification to exercise the warrants following the procedures as specified in Clause 5.4 ("Exercise Procedures") between 9:00 a.m. – 4:00 p.m. during the period of 15 days prior to the Last Exercise Date (the "**Last Notification Period**")

In this regards, The Company shall release information and additional details to the Warrant Holders, the exercise date, the Last Notification Period, Exercise Ratio, Exercise Price, Details of the bank account for subscription and exercise warrants, the Agent receiving exercise intention (if any) and the contact place, through the SET PORTAL or other system required by the SET at least 5 business days prior to the first day of the Last Notification Period and send registered mail to the address of Warrant Holders as appeared in the warrant registered book at the last book closing date of warrant. In this regards, the Company shall close the Warrant Holder register book for suspending the transfer of warrants for a period of 21 days prior to the Last exercise date. In such case, the SET shall post the SP sign in order to suspend the trading of warrants for a period of 2 business days prior to the book closure date.

In case that the first day of the book closing date falls on a day which is not a SET's business day, such date shall be moved up to the business day prior to such date. In this regards, the trading of warrants shall be suspended until the Last Exercise Date.

5.4 Exercise Procedures

5.4.1 The Warrant Holders may request the Exercise Notice form at the Company's office and/or Agent receiving exercise intention (if any) or download the form from the Company's website (www.thaifilmind.com). The Warrant Holders shall notify, the Company and/or Agent receiving exercise intention (if any), within the Notification Period for the Exercise of Warrant as specified in Clause 5.3 above.

Company Address:
Kingsmen C.M.T.I. Public Company Limited
9/19 Moo 7, Lam Luk Ka Leab Khlong 6 Road,
Bueng Kham Proi Sub-district, Lam Luk Ka, District,
Pathum Thani 12150
Tel. 02-052-8008

In case the Warrants are under script system (Script), Warrant Holders can promptly lodge Warrant certificates as an evidence to notify their intention to exercise.

In case the Warrants are under scrip less system (Scrip less), Warrant Holders who intend to exercise the warrants shall notify their intention and submit a request form for withdrawal of Warrant certificates or for issuance of the Warrant Substitutes in a form prescribed by the SET as follows:

- In case, the Warrant Holders have their own securities trading accounts in the account named "Thailand Securities Depository Company Limited for depositors", the Warrant Holders who wish to exercise their rights shall notify their intention and fill the request form to withdraw the warrants prescribed by the SET and submit to their securities company acting as their brokers. The securities company shall notify TSD to withdraw the warrants from the account named "Thailand Securities Depository Company Limited for depositors", and then TSD shall issue the Warrant Substitute to be used as an evidence or supplementary document for the exercise of warrant.
- In case, the Warrant Holders do not have a securities trading account and the warrants are kept with TSD in the account named "the Securities Issuer's Account", the Warrant Holders who wish to exercise the warrants shall notify their intentions and fill the request form to withdraw the warrants prescribed by the SET and submit to TSD to withdraw the warrants from "the Securities Issuer's Account" and then TSD shall issue the Warrant Substitute which to be used as an evidence or supplemental document for the exercise of warrant.

All Warrant Holders (including all those who hold warrants in the script system and also in the scripless system) , who wish to exercise their warrants, shall comply with the conditions regarding the Warrant's Exercise notice, take necessary actions and submit the required documents within the relevant Notification Period, detailed as follows:

- (a) An accurately and completed form of the Warrant's Exercise Notice, duly signed by the Warrant Holders and submit to the Company and/or the Agent receiving exercise intention (if any) within the Notification Period.
- (b) The Warrant certificate or the Warrant substitute in form prescribed by the SET, bearing signature of holders representing the relevant number of warrants as specified in the Exercise Notice and a power of attorney letter in case that the warrant holders delegate other person to receive new certificates of the unexercised Warrants (if any) and send to the Company and/or Agent receiving exercise intention (if any).
- (c) Payment of the amount specified in the Warrant's Exercise Notice and send pay in slip to the Company and/or the Agent receiving exercise intention (if any). The Warrant Holders who wish to exercise their rights shall pay in one of the following form:
 - 1) Money transfer to Current Account, Bangkok Bank Public Company Limited, Klontong Branch, payable to "KINGSMEN C.M.T.I. PUBLIC COMPANY LIMITED", Account No. 135-3-09842-7, and enclose the evidence of such transfer as well as specify name-surname and contact telephone number or
 - 2) Payment in form of cheque, cashier's cheque, or draft which can be cashed in Bangkok Metropolitan area within 1 Business day from each Notification date. Cheque, cashier's cheque, or draft shall be dated 3 business days prior each Exercise Date and shall be crossed and made payable only to "KINGSMEN C.M.T.I. PUBLIC COMPANY LIMITED" and specify name-surname and contact telephone number on back of those forms or
 - 3) Other Payment forms determined by the Company and/or Agent receiving

exercise intention (if any) which shall be informed later.

In this regards, the Exercise of Warrants be considered completed and valid only if the Company or the Agent receiving exercise intention (if any) successfully collected the payment. In case that, the Company or the Agent receiving exercise intention (if any) could not collect such payment, for any reason not cause by the Company or the Agent receiving exercise intention (if any), the Company shall deem that such Warrant Holders intend to cancel their respective intention to exercise warrants. In such case, the Company and/or Agent receiving exercise intention (if any) shall return the Warrant Certificates or the Warrant Substitutes together with the cheque, cashier's cheque, or draft which could not be collected to such Warrant Holders within 14 days from each the Exercise Date. However, such cancellation shall not deprive the Warrant Holders the rights to purchase ordinary shares for the next period, except in case of the Last Exercise Period, the Company shall deem that such warrant is expired without being exercised. In such case, the Company and the Agent receiving exercise intention (if any) shall not responsible for the interest and/or any damages or compensations in whatsoever cases.

(d) Warrant Holders are responsible for all taxes and/or duty stamps (if any) pursuant to the provisions in the Revenue Code or relevant regulations, laws applicable to the exercise of the Warrants.

(e) Evidence supporting the exercise

- 1) Thai Individual Person: Certified copy of Identification card or the Government official card or the State enterprise employee card (In case of the name/ surname hanging that cause such name/ surname different from that appearing on the Warrants, additional certified copy of relevant government documents e. g. certificate of name/surname change etc. must be attached). (In case of a minor, letter of consent of parents, certified copy of identification card of the parents and household registration having the name of the minor must be attached.)
- 2) Foreign Individual Person: Certified copy of foreigner certificate (alien identification card) or certified copy of valid passport
- 3) Thai Juristic Person : Copy of corporate affidavit issued by the Ministry of Commerce not more than 6 months prior to each Exercise Date, duly certified by authorized director(s) as stated in that corporate affidavit and certified copies of supporting evidences of such authorized director(s) as in 1) or 2)
- 4) Foreign Juristic Person: Copy of the certificate of incorporation and/or corporate affidavit of such legal entity, duly certified by the authorized director(s) and certified copies of supporting evidences of such authorized director(s) as in 1) or 2). All documents shall be duly certified by a Notary Public in the country in which such document is issued and not more than 1 year prior to each Exercise date.
- 5) Custodian: Copy of corporate affidavit and document evidencing appointment of custodian and certified copies of supporting evidences of the authorized person(s) as in 1) or 2). All documents shall be duly certified by a Notary Public in the country in which such document is issued and not more than 1 year prior to each Exercise date.

In this regards, if the Warrant Holders fail to submit the above mentioned evidence, the Company and/or the Agent receiving exercise intention (if any) shall deem that such

Warrant Holders do not intend to exercise the rights at the relevant Exercise Date. However, the Company and/or the Agent receiving exercise intention (if any) might use its own discretion to allow the exercise of warrant as deemed appropriate.

- 5.4.2 The number of Warrants to be exercised must be in a whole number with the exercise ratio of one unit of Warrant to 1 ordinary share, except for the adjustment of rights as specified in Clause 6.
- 5.4.3 The number of ordinary shares to be issued upon the exercise of warrants shall be calculated by dividing the Warrant Holders' amount of payment as mentioned above by the Exercise price at the relevant exercise period. The Company shall issue the ordinary shares in a whole number not greater than the number of Warrants multiplied by the exercise ratio. If there is a fraction of share derived from the calculation of the adjustment of exercise price and/or exercise ratio, the Company and/or the Agent receiving exercise intention (if any) shall discard such fraction from the calculation and shall return the remaining amount of payment left from such exercise, in form of a cheque crossing "A/C payee only" to the Warrant Holders through registered mail within 14 days from each Exercise date with no interest reimbursement in all cases.

In case of the adjustment of exercise ratio, according to the adjustment of exercise price, and/or the adjustment exercise ratio as specified in the Right Adjustment Condition, any fraction of shares arise from such exercise, the fraction shall be disregarded.

- 5.4.4 The Warrant Holders shall exercise the rights to purchase the ordinary shares at a minimum amount of 100 shares. However, in case where the Warrant Holders have the rights to purchase less than 100 ordinary shares, they shall exercise the rights to purchase all shares at one single time, except in case of the last exercise, the Warrant Holders may exercise the rights to purchase the ordinary shares with no limitation of number of shares.
- 5.4.5 If the Company and/or Agent receiving exercise intention (if any) has not received complete and accurate evidences or documents supporting the exercise as specified in Clause 5.4.1 e), or has not received the full payment specified in the Exercise Notice, or the Company finds that the Exercise Notice is not completely and accurately filled in by the Warrant Holders, or incorrect stamp duty (if any) as required by the related laws and regulations. The Warrant Holders shall rectify the found errors within the particular Notification period, if the Warrant Holders fail to correct them within such period, the Company shall deem that the Warrant Holders intend to cancel their respective intention to exercise warrants and the Company and/or Agent receiving exercise intention (if any) shall return Warrant certificate or warrant substitute and the payment with no interest reimbursement in all cases to the Warrant Holders through registered mail within 14 days from each Exercise date by processes and conditions determined by the Company and/or Agent receiving exercise intention (if any). However, the Warrant Holders can notify their exercise intention on the next Exercise Date, except in case of the Last Exercise Period, the Company shall deem that such warrant is expired without being exercised. In such case, the Company shall not responsible for the interest and/ or any damages or compensations in whatsoever cases.

- 5.4.6 In case that the Warrant Holders do not make the full amount of payment for the exercise of warrants, the Company and/or the Agent receiving exercise intention (if any) is entitled to proceed with any of the following method as seen appropriated.
- a) Request the Warrant Holders to pay the remaining balance of such Exercise within the relevant Notification period. If the Company and/or the Agent receiving exercise intention (if any) does not receive such payment within the period, the Company and/or the Agent receiving exercise intention (if any) shall deemed that the Exercise Notice is invalid without any exercise, or
 - b) Deem that the number of shares subscribed shall equal to the actual amount of payment received in accordance with the exercise price at that time, or
 - c) Deem that the Exercise Notice is invalid without any exercise; or

However, for the Last Exercise period, the Company shall proceed to case b). Any alternatives proceed by the Company and/or the Agent receiving exercise intention (if any) shall be deemed as ultimatum.

In case of a) and c), the Company and/or the Agent receiving exercise intention (if any) shall return Warrant certificate or warrant substitute and the received payment by cheque crossing " A/C payee only" which specify to the Warrant Holder through registered mail within 14 days from the Exercise Date with no interest reimbursement . In case (b), the Company and/or the Agent receiving exercise intention (if any) shall deem that the intention to exercise is partially made, equal to the actual amount of payment received in accordance with the exercise price at that and shall return the remaining Warrants certificate or Warrant substitutes and the remaining amount of payment (if any) to the Warrant holders with no interest reimbursement through registered mail within 14 days following the exercise date. However, those unexercised Warrants still valid until the Last exercise period, except they fall into the Last Exercise period.

- 5.4.7 In the case that the Company and/or Agent receiving exercise intention (if any) fail to return the remaining amount of payment that are unused or unexercised to the Warrant holders within 14 days from the relevant exercise date, the Warrant holders shall be entitled to receive interest reimbursement at the rate of 7.5% per an num calculated from the remaining amount of payment that are unused or unexercised that exceeding 14 days until the date that the Warrant holders receive such payment.

However, in case that the company and/or Agent receiving exercise intention (if any) has duly delivered the Cheque, Drafts, Cashier's Cheque, Bill of exchange from Bank or Bank payment orders, crossing "A/C payee only" to the Warrant Holders by registered mail at the address specified in the Exercise Notice, it shall be deemed that the Warrant Holders already received their payment and shall not have any right to reimburse for any interest and/or other compensations.

- 5.4.8 When the Warrant holders who intend to exercise their rights to purchase ordinary shares have fully complied with all conditions governing the Exercise of Warrant, e.g.

- accurately and completely delivered the Warrants, the Exercise Notice and all supporting evidences as specified in 5.4.1, and made a full payments for ordinary shares subscription, the Warrant holders shall not cancel or revoke such exercise intention, unless obtained the written consent from the Company and/or Agent receiving exercise intention (if any).
- 5.4.9 If after the last exercise date, the Warrant Holders have not yet completely complied with all conditions governing the exercises prescribed by the Company and/ or Agent receiving exercise intention (if any), the Company shall deemed that those unexercised warrants will expired without being exercised. Thus, the Warrant holders will no longer have any right to exercise such warrant.
- 5.4.10 In case that the Warrant holders deliver the amount of Warrants exceed than the amount of Warrants intended to be exercise, if the Warrants are in the Script system, the Company and/or Agent receiving exercise intention (if any) will send new Warrants certificate after deducted the amount of Warrants intended to be exercise to the Warrant holders through registered mail within 14 days after each exercise date. In this regard, the Company will void such previous Warrants accordingly.
- 5.4.11 The Company will register the change in the Company's paid-up capital to the Ministry of Commerce according to the numbers of newly issued ordinary shares for each of the exercise period within 14 days after the Company receives full payment for the exercised number of shares in each period. In this regard, the Company will request the Company's Registrar to register those Warrant Holders exercising their rights as ordinary shareholders in the Company's share register book according to the amount of ordinary shares calculated from such exercise.

The Company will file an application for listing of the newly issued ordinary shares from the Exercise of warrant to be listed in SET within 30 days from each Exercised Date.

- The ordinary shares issued from the Exercise of Warrants shall have the same status and rights as those existing ordinary shares previously issued by the Company which effective from the date when the Warrant Holders or their proxies are recorded as Company's shareholders and the increasing in paid up capital due to the exercise of warrants with the Ministry of Commerce has been registered and completed.
- 5.4.12 In case that the amount of underlying ordinary shares are insufficient for the Exercise of Warrant, the Company will proceed to compensate for the incurred losses to the Warrant Holders who are unable to exercise their rights as specified in Clause 7. However, the Company will not compensate to the Warrant holders who do not exercise their rights, even though there are enough amount of underlying ordinary share, e. g. the Warrant holders who are foreign individuals that cannot exercise because the limitation of the foreign shareholders as prescribed in the Company's Articles of Association.
- 5.4.13 Registrar of the Warrants

Thailand Securities Depository Company Limited ("TSD")
Rachadapisek Road, Dindaeng, Bangkok 10400
Tel : 0-2009-9000

Fax : 0-2009-9991
Website : <http://www.tsd.co.th>
E-mail : TSDCallCenter@set.or.th

The registrar of Warrants is responsible for closing the Warrant register book, which should contain of the records of Warrant Holders' full name, nationality, address, and other details that may be required by TSD. If any inconsistency of information exists, the Company will regard the information appeared in the Warrant register Book as accurate. The Warrant Holders are obligated to notify any change or mistake in the details of Warrant register book and the Registrar shall then proceed to change or correct the information accordingly.

5.4.14 Delivery of Warrant Certificate

The Company shall proceed to issue and deliver the warrant to the allotted persons as details below

- 1) In case that the allotted persons do not have securities trading account with the securities company or with TSD

TSD shall deliver the Warrant Certificates, according to the amount of Warrant allotted, through registered mail at the address indicated in the Company's shares register book within 15 business days from the Warrant issuance date. In this case, the Warrant holders cannot sell the allotted Warrants in the SET until receiving the Warrants certificate, which may be after the Company's Warrants commence trading in the SET.

- 2) In case that the persons receiving warrant allotment have securities trading accounts with the securities companies

TSD shall deposit the Warrants certificate at "The Thailand Securities Depository Company Limited for depositors", and record the amount of Warrant that the securities companies have deposited, while, the securities companies shall record the amount of Warrant that such allotted persons have deposited and shall issue the evidences of deposit to those allotted persons within 7 business days from the Warrant issuance date. In this case, the Warrant holders can sell the allotted Warrants in the SET immediately after the SET has granted the approval for the Warrants to be traded on the SET.

The names of the allotted person must be identical to the owner's name of the securities trading accounts in which the allotted persons wish to deposit the Warrants; otherwise, the Company reserves the right to issue the Warrant certificates to the allotted person as described in Clause 1) instead.

- 3) In case that the allotted persons have securities trading accounts with TSD, member number 600

The Company shall deposit the Warrants at TSD, and TSD will record the amount of allotted Warrants into the securities issuer's account, member number 600 and shall issue the evidences of deposit to those allotted persons within 7 business days from the Warrant Issuance date. When the allotted persons want to sell their Warrants, they have to withdraw the Warrants from such account number 600 as stated by contacting the

securities companies, whereby the service fees may be incurred as required by TSD and/or the securities companies. In this case, the Warrant holders can sell the allotted Warrants in the SET immediately after the SET has granted the approval for the Warrants to be traded on the SET and the Warrant holders have completely preceded the withdrawal processes from the account number 600 as mentioned earlier.

5.4.15 Delivery of ordinary shares arising from the Exercise of Warrants

To exercise the Warrants to purchase the Company's ordinary shares, the Warrant holders can inform the Company to proceed the following alternatives:

- 1) In case that the Warrant Holders wish to obtain the ordinary share certificates, named the Warrant Holders, TSD will proceed to deliver the share certificates, according to the amount of exercised Warrants to the Warrant holders through registered mail to the names and addresses indicated in the Warrant register book within 15 business days from each Exercise Date. In this case, the Warrant holders who have exercised warrants cannot sell their ordinary shares arising from the exercises of the Warrant in SET, until they have received the share certificates, which may be after the shares arising from such exercise are approved to be traded on the SET
- 2) In case that the Warrant holders do not wish to obtain the shares certificates, but intend to use the service of TSD to deposit their ordinary shares arising from the exercise of Warrant in the securities companies' account, where the Warrant Holders have their trading accounts. In this case, TSD will proceed to deposit the ordinary shares arising from the exercises of Warrant to "Thailand Securities Depository Company Limited on behalf of the depositors," and record the amount of shares that the securities companies have deposited, while, the securities companies shall record the amount of shares that the Warrant holders have deposited and shall issue the evidences of deposit to the Warrant holders who have exercised warrants within 7 business days from each Exercise Date. In this case, the Warrant holders who have exercised warrants can sell the shares arising from the exercise of Warrants on the SET immediately after the SET has grant the approval for such shares to be traded on the SET.

In case that the Warrant holders who have exercised warrant, require the Company to proceed according to Clause 2), the names of the Warrant holders must be identical to the owner's name of the securities trading accounts in which the Warrant holders intend to deposit such shares; otherwise, the Company reserves the right to issue share certificates to the Warrant holders who have been allocated the shares, as described in Clause 1) instead.

- 3) In case that the Warrant holders do not wish to obtain the share certificate, but intend to use the service of TSD by depositing the ordinary shares into the securities issuer's account, member number 600. The Company shall deposit the ordinary shares arising from the exercise of the Warrants, at TSD and TSD will record the number of ordinary shares that the Warrant Holders are allotted in the securities issuer's account, member no. 600, and issue an evidence of deposit to the Warrant holders within 7 business days from each Exercise date. When such Warrant holders wish to sell their shares, they have to withdraw the shares from such account number 600 as stated by contacting the securities companies, whereby the service fees may be incurred as required by TSD and/or the securities companies. In this case, the Warrant holders who have exercised warrants can sell their allotted shares in the SET immediately after the SET has granted the

approval for the ordinary shares to be traded on the SET and the Warrant holders have completely preceded the withdrawal processes from the account number 600 as mentioned earlier.

6. Right Adjustment Conditions.

In order to maintain the benefits of the Warrant Holders not to be inferior to the original, the Company shall adjust the exercise price and/or exercise ratio, throughout the terms of warrants when one of the following events occurs:

- 6.1 The Company changes the par value of its ordinary shares as a result of the consolidation or split of its issued ordinary shares. The adjustment of the exercise price and the exercise ratio shall be effective immediately from the date that the Company has registered the change in the par value with the Department of Business Development, Ministry of Commerce.

(1) The exercise price will be adjusted according to the following formula:

$$\text{Price 1} = \frac{\text{Price 0} \times \text{Par 1}}{\text{Par 0}}$$

(2) The exercise ratio will be adjusted according to the following formula:

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times \text{Par 0}}{\text{Par 1}}$$

Where ;

Price 1 = New exercise price after the adjustment

Price 0 = Exercise price before the adjustment

Ratio 1 = New exercise ratio after the adjustment

Ratio 0 = Exercise ratio before the adjustment

Par 1 = Par value of the ordinary shares after the adjustment

Par 0 = Par value of the ordinary shares before the adjustment

- 6.2 The Company offers its ordinary shares by rights issue to the existing shareholders (Right Offering) and/or public offering and/or private placement at "Net price per share of the newly issued ordinary shares" which is lower than 90% of the "Market price per share of the Company's ordinary shares". The adjustment of the exercise price and the exercise ratio shall be effective immediately from the first date that the purchaser of ordinary shares will not obtain rights to subscribe for the newly issued ordinary shares (the first day that the SET posts an XR sign) in case of rights issue to the existing shareholders (Right Offering) and/or the first date of such offering in case of public offering and/or private placement, as the case may be.

Where;

"Net price per share of the newly issued ordinary shares" is calculated from the total proceeds the Company receives from the ordinary share offering deducted by expenses arising from the share issuance (if any) and divided by the total number of newly issued shares.

In addition, in case there is more than 1 offering price at the same offering of shares under the condition that the offering must be jointly subscribed, all offering prices shall be used to calculate the Net price per share of the newly issued ordinary shares. However, if the offering is not under the condition that the offering must be jointly subscribed, only the offering price that is lower than 90% of "Market price per share of the Company's ordinary shares" shall be used for the calculation.

"Market price per share of the Company's ordinary shares" is equal to the Total trading value of the Company's ordinary shares divided by the Total number of the Company's ordinary shares traded on the SET during 15 consecutive Business days prior to the Calculation Date

"Calculation Date" refers to the first date that the purchaser of shares will not obtain rights to subscribe for the newly issued ordinary shares (the first day that the SET posts an XR sign) in case of rights issue to the existing shareholders (Right Offering) and/or the first date of such offering in case of public offering and/or private placement, as the case may be.

If in case a reasonable "Market price per share of the Company's ordinary shares" cannot be obtained, the Company will instead determine a fair price for the calculation purpose.

"Fair Price" means the price that is determined by financial advisor approved by the SEC.

(1) The exercise price will be adjusted according to the following formula:

$$\text{Price 1} = \frac{\text{Price 0} \times [(A \times \text{MP}) + \text{BX}]}{\text{MP} \times (A + B)}$$

(2) The exercise ratio will be adjusted according to the following formula:

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times [\text{MP} \times (A + B)]}{(A \times \text{MP}) + \text{BX}}$$

Where;

Price 1 = New exercise price after the adjustment

Price 0 = Exercise price before the adjustment

Ratio 1 = New exercise ratio after the adjustment

Ratio 0 = Exercise ratio before the adjustment

MP = Market price per share of the Company's ordinary shares

A = Number of fully paid-up ordinary shares as of the date prior to the closing date of share register book for subscription rights for newly issued shares in case of the right issue to the existing shareholders and/or the date prior to the first offering date of newly issued shares in case of public offering and/or private placement, as the case may be

B = Number of newly issued shares offered to rights offering and/or public offering and/or private placement, as the case may be

BX = Proceeds to be received deducted by any expenses from the issuance of

new shares (if any) either from rights offering and/or public offering and/or private placement

6.3 The Company offers any newly issued securities by rights issue to the existing shareholders and/or public offering, and/or private placement and such securities give rights to convert or change into ordinary shares or give the rights to subscribe for the Company's ordinary shares ("Newly issued convertible securities"), such as convertible debentures or warrants to purchase ordinary shares) where "Net price per share of the newly issued ordinary shares reserved for the exercise of the rights" to accommodate such rights is lower than 90% (ninety) of "Market price per share of the Company's ordinary shares"

The adjustment of the exercise price and the exercise ratio shall be effective immediately from the first date that the purchaser of ordinary shares will not obtain rights to subscribe for any newly issued securities that are convertible or changeable into ordinary shares or give the rights to subscribe for the Company's ordinary shares (the first date that the SET posts an XR sign) in case of rights issue to the existing shareholders (Right Offering), and/or the first date offering the newly issued securities that are convertible or changeable into ordinary shares or that give the rights to subscribe for the ordinary shares in case of public offering and/or private placement, as the case may be.

"Net price per share of the newly issued ordinary shares reserved for the exercise of the rights" is calculated from the total proceeds that the Company receives from the securities offering that give right to convert or change into the ordinary shares or give the rights to subscribe for the Company's ordinary shares, deducted by expenses arising from the securities issuance (if any) , plus the proceeds received from the exercise of rights to convert or change into the ordinary shares or rights to subscribe for the Company's ordinary shares, and divided by the total number of the newly issued shares reserved for the exercise of the rights.

In addition, in case there is more than 1 offering price at the same offering of shares under the condition that the offering must be jointly subscribed, all offering prices shall be used to calculate the Net price per share of the newly issued ordinary shares reserved for the exercise of the rights. However, if the offering is not under the condition that the offering must be jointly subscribed, only the offering price that is lower than 90% of "Market price per share of the Company's ordinary shares" shall be used for the calculation

"Market price per share of the Company's ordinary shares" has the same meaning as details in Clause 6.2 above.

" Calculation Date" refers to the first date that the purchaser of shares will not obtain rights to subscribe for the newly issued securities that give rights to convert or change into ordinary shares or give the rights to subscribe for the Company's ordinary shares in case of rights issue to the existing shareholders (Right Offering) and/or the first date of such offering that give rights to convert or change into ordinary shares or give the rights to

subscribe for the Company's ordinary shares in case of public offering and/or private placement, as the case may be.

(1) The exercise price will be adjusted according to the following formula:

$$\text{Price 1} = \frac{\text{Price 0} \times [(A \times \text{MP}) + \text{BX}]}{[\text{MP} \times (A + B)]}$$

(2) The exercise ratio will be adjusted according to the following formula:

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times [\text{MP} \times (A + B)]}{[(A \times \text{MP}) + \text{BX}]}$$

Where;

Price 1 = New exercise price after the adjustment

Price 0 = Former exercise price before the adjustment

Ratio 1 = New exercise ratio after the adjustment

Ratio 0 = Former exercise ratio before the adjustment

MP = Market price per share of the Company's ordinary share

A = Number of fully paid-up ordinary shares as of the date prior to the closing date of share register book for subscription rights for newly issued shares which give rights to convert or change into ordinary shares or to subscribe for the Company's ordinary shares in case of right issue to the existing shareholders and/or the date prior to the first offering date of newly issued shares which give rights to convert or change into ordinary shares or to subscribe for the Company's ordinary shares in case of public offering and/or private placement, as the case may be

B = Number of newly issued underlying shares which give rights to convert or change into ordinary shares or to subscribe for the Company's ordinary shares offered to the right offering and/or public offering and/or private placement

BX = Proceeds to be received deducted by any expenses from the issuance of the securities which give rights to convert or change into ordinary shares or to subscribe for the Company's ordinary shares either from rights offering and/ or public offering and/ or private placement, plus the proceeds to be received from the exercise of rights to convert or change into ordinary share or to or rights to subscribe for the Company's ordinary shares

6.4 The Company pays stock dividend, whether in whole or in part, in the form of the Company's newly issued shares. The adjustment of the exercise price and the exercise ratio shall be effective immediately from the first date that the purchaser of ordinary shares shall not obtain the rights to receive such stock dividend (the first date that the SET posts XD sign).

(1) The exercise price will be adjusted according to the following formula:

$$\text{Price 1} = \frac{\text{Price 0} \times A}{(A + B)}$$

(3) The exercise ratio will be adjusted according to the following formula:

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times (A + B)}{A}$$

Where;

Price 1 = New exercise price after the adjustment

Price 0 = Exercise price before the adjustment

Ratio 1 = New exercise ratio after the adjustment

Ratio 0 = Exercise ratio before the adjustment

A = Number of paid-up shares as of the date prior to the closing date of share register book for rights to stock dividend

B = Number of newly issued ordinary shares as stock dividend

6.5 The Company pays cash dividend at a rate higher than 60% of the Net profit of the Company's consolidated Financial Statement (audited) after deducted by retained loss, legal reserves, minority interest, and income tax on the operating performance in such accounting period throughout the terms of warrants. The adjustment of the exercise price and the exercise ratio shall be effective immediately from the first date that the purchaser of ordinary shares shall not obtain the rights to receive cash dividend (the first date that the SET posts XD sign).

In this regard, such dividend payment rate is based on the Company's dividend policy after corporate income tax and statutory reserve.

The percentage of the dividend payment to shareholders shall be calculated by dividing the actual dividend paid in each accounting period by the Net profit of the Company's consolidated Financial Statement (audited) after deducted by retained loss, legal reserves, minority interest, and income tax on the operating performance in the same accounting period. Such actual dividend paid shall also include the interim dividend paid in each accounting period.

"Market price per share of the Company's ordinary shares" has the same meaning as details in Clause 6.2 above.

"Calculation Date" refers to the first date that the purchaser of shares will not obtain rights to receive cash dividend (the first day that the SET posts an XD sign).

(1) The exercise price will be adjusted according to the following formula:

$$\text{Price 1} = \frac{\text{Price 0} \times [\text{MP} - (\text{D} - \text{R})]}{\text{MP}}$$

(2) The exercise ratio will be adjusted according to the following formula:

$$\text{Ratio 1} = \frac{\text{Ratio 0} \times \text{MP}}{[\text{MP} - (\text{D} - \text{R})]}$$

Where

Price 1 = New exercise price after the adjustment

Price 0 = Exercise price before the adjustment

Ratio 1 = New exercise ratio after the adjustment

Ratio 0 = Exercise ratio before the adjustment

MP = Market price per share of the Company's ordinary shares

- D = Dividends per share paid to the shareholders
R = Dividend per share paid at a rate of 60% of the Company's consolidated Financial Statement (audited) after deducted by retained loss, legal reserve, divided by total number of shares eligible form dividend

- 6.6 In any events other than those stated in Clause 6.1 – Clause 6.5 above that may impair the Warrant Holders' obtainable rights and benefits, the Company shall fairly consider and determine to adjust the exercise price and/or the exercise ratio (and/or adjust the amount of Warrants instead of the exercise ratio), without lessening the Warrant Holders' rights and benefits. The result of such consideration shall be deemed ultimatum. The Company will notify the SEC, SET, and the Warrant Registrar of relevant details immediately or before the effective date of the new exercise price and exercise ratio.
- 6.7 The calculation of the adjustment to the exercise price and the exercise ratio in accordance with Clause 6.1 through 6.6 above shall be independent on one another and shall be based on the order of occurrence of the comparison to the market price of the Company's ordinary shares. In case more than one circumstance simultaneously occurs, the calculation of adjustment shall be made in a respective order of Clauses 6.1, 6.5, 6.4, 6.2, 6.3, and 6.6. In each calculation, the exercise price and the exercise ratio shall remain in a 5 decimal digit number.
- 6.8 The calculation of the adjustment of the Exercise Price and/or the Exercise Ratio pursuant to Clause 6.1 – Clause 6.6 shall not be changed in a way which will cause the Exercise Price to increase and/or the Exercise Ratio to decrease, except for the case of the consolidation of shares. The proceeds from the exercise of rights shall be calculated from the new exercise price after the adjustment (with the 5 digits of decimal) multiplied by numbers of the ordinary shares (the number of the ordinary shares shall be calculated from the new exercise ratio after the adjustment multiplied by the amount of warrants being exercised, any decimal fraction of shares shall be disregarded), in additional, any decimal fraction of the proceeds from such calculation, less than 1 Baht shall be disregarded. With regard to the adjustment of the Exercise Price, if the calculation causes the new exercise price to be lower than the Company's share par value, the Company's share par value shall be used as the new exercise price. For the Exercise Ratio, the new ratio is still calculated based on the method specified in Clause 6.1 – Clause 6.6.
- 6.9 The Company may consider adjusting the exercise price along with the issuance of new warrants instead of adjusting the exercise ratio. In case of issuing additional reserve shares, the Company shall submit the resolution of shareholders' meeting which approve the issuance of additional reserve shares to the SEC prior to the adjustment.
- 6.10 In adjusting the Exercise Price and/or Exercise Ratio as specified in Clause 6.1 – Clause 6.6 and/or the issuance of new warrants instead of adjusting the exercise ratio as specified in Clause 6.9, the Company shall inform the details regarding the adjustment of exercise ratio and price of warrant immediately or before the adjusted ratio and exercise price to be effective, through the SET PORTAL or any other systems required by the SET and to the SEC within 15 (fifteen) days from the effective date of such adjustment. The Company will deliver the amended Terms and Conditions upon request to the Warrant holders within 15 days from the date the Company receives the written request form such Warrant holders and the Company shall make available copies of the amended Terms and Conditions at the Head Office of the Company and/or the Head Office of the Agent receiving exercise intention (if any) , the Warrant Holders can review such copies of the amended Terms

and Conditions on the business days and during the business hours of the respective places.

7. Compensation in case the Company is unable to provide shares for the exercise of Warrants.

The Company will compensate the Warrant Holders or holders of the Warrant Substitute as follows:

7.1 The Company shall only compensate the Warrant Holders or holders of the Warrant Substitute in case the Warrant Holders notified their intention to exercise their rights in each Exercise Date but the Company is unable to provide sufficient reserved shares for the exercise of warrants. The compensation shall be calculated as specified in Clause 7.3. However, in case that the Company is unable to provide shares due to the limitation of shareholding of non-Thai as specified in Clause 12 below, the Company shall not pay any compensation to the Warrant Holders.

7.2 The compensation as mentioned in Clause 7.1 shall be paid by cheque crossing "A/C payee only" and deliver through the registered mail within 14 days from the exercise date. In case the Company is unable to compensate the Warrant Holders within the specified period, the Warrant Holders shall receive the interest at the rate 7.5% per annum calculated for the period after the specified 14 days until the date that the Warrant Holders receive their compensation.

However, in any case, if the Company has duly delivered the Cheque, Draft, Bill of exchange from bank, or Bank payment orders, crossing "A/C payee only" to the Warrant Holders by registered mail at the address specified in the Exercise Notice, it shall be deemed that the Warrant Holders already received such compensation and shall not have any right to reimburse for any interest and/or other compensations.

7.3 The calculation of the loss that the Company shall compensate to the Warrant Holders as specified in Clause 7.1 are expressed as follows:

$$\text{Compensation per 1 unit of Warrant} = B \times [MP - EP]$$

Where

B = Amount of shares that cannot be provided and/ or increased in accordance with the exercise ratio per 1 unit increased

MP = Closing price of the Company's ordinary shares on each Exercise Date

EP = Exercise price or Adjusted exercise price of the Warrants (if any)

7.4 If the Company has compensated the loss as in Clause 7, the compensation shall be deemed as ultimatum.

8. Right and Status of the Reserved Shares.

The ordinary shares issued from the exercise of the Warrants will have the same rights and status as those of the ordinary shares previously issued by the Company, including the rights to receive dividends or other benefits that the Company grants to the shareholders, effective from the date that the Ministry of Commerce approves the

registration of increased paid-up capital and the Company's Shares registrar records names of the Warrant Holders as shareholders in the Company's share register book. In case that, the Company announces the date to determine the shareholders entitled to receive dividend payments or other benefits prior to the date that the Ministry of Commerce approves the registration of increased paid-up capital and the Company's Shares registrar records names of the Warrant Holders as shareholders in the Company's share register book, the Warrant Holders shall not have any right to receive such dividend payments or other benefits.

9. Restriction on the Transfer of shares

The Company has no restriction on share transfer except for the share transfer that will cause the Company's share held by non-Thai shareholders exceed 49% of the total paid-up shares of the Company

10. Status of Warrant Holder during the Notification period for the Exercise of Warrants

During the period from the date that the Warrant Holders accurately and completely declare their intentions to exercise warrants by submitted the Exercise notice, until the date before the Ministry of Commerce approves the registration of increased paid-up capital arising from the exercise of Warrants, the Company will deem that such Warrants have the same rights and status as other Warrants that have not been exercised. These rights and status shall be ended in the date that the Ministry of Commerce has approved the registration of increased paid-up capital arising from the exercise of Warrants.

In case, the Company has adjusted the Exercise price and/or the Exercise Ratio while the Company has not yet submitted the registration of increased paid-up capital arising from the exercise of Warrants with the Ministry of Commerce, the Warrant holders who have already exercised their rights shall be entitled to the retrospective right adjustment. Hence, the Company shall promptly issue additional shares to the Warrant Holders according to the amount they are entitled, given the new adjustment of the Exercise price and/or the Exercise Ratio (as the case may be) becomes effective. Such additional shares may be received later than the previously delivered shares, but not later than 45 days from the adjustment date.

11. Secondary Market for the Warrants

The Company will list the warrants as listed securities on the Market for Alternative Investment or Exchange in which the Company's ordinary shares are traded at that time within 30 days from the date of issuance of the warrant.

12. Restriction on the Transfer and Exercise of Warrants

The Company has no restriction on the transfer of warrants, except in case of the last exercise which the Company shall close the Warrant Holder register book (K-W1) for a period of 21 days prior to the Last Exercise Date, and the SET shall post the SP sign in order to suspend the trading of warrants for a period of 2 business days prior to the book closure date, or in case of book close for determining the right of Warrant Holder (K-W1) eligible for the Warrant Holder's meeting which the Company shall close the Warrant Holder register book for a period of 21 days prior to the meeting date. However, the

Company has the restriction on the exercise of warrants. And also, the company has restriction prescribed in the Company's Articles of Association on the foreign limitation in the Company's shareholding. The details are as follows:

- a) The Company shall not issue new ordinary shares to the non-Thai Warrant holders, who have exercised the warrants and comply with the conditions prescribed on the Exercise notice as specified in Clause 5.4, if such exercise shall cause non-Thai shareholders hold the proportion of Company's shares exceed 49 percent of the total paid-up shares, as specified in the Company's Articles of Association or other proportion that may be amended in the Company's Articles of Association in the future.
- b) If the restriction under Clause a) above causes the non-Thai Warrant holders, who have exercised the warrants and comply with the conditions prescribed on the Exercise notice as specified in Clause 5.4, and under the " First-Come First-Served" basis, unable to exercise their rights as specified in the Warrant's Exercise Notice whether in whole or in part. The Company and/or the Agent receiving exercise intention (if any) shall return the remaining payment that cannot be exercised to the non-Thai Warrant Holders within 14 days from each Exercise Date by processes and conditions determined by the Company and/or the Agent receiving exercise intention (if any). Hence, the Company shall not responsible for the interest and/or any damages or compensations in whatsoever cases.
- c) The non-Thai Warrant Holders shall not entitled to receive any form of compensation from the Company and/or the Agent receiving exercise intention (if any), in the case of the inability to exercise their rights due to the foreign limitation in the Company' s shareholding as specified in Clause a)above.

13. Amendment the Terms and Conditions of Warrants.

13.1 The amendment to Terms and Conditions that clearly enhanced the benefits of the Warrant Holders, or the amendment that required to complies with the relevant law, rules and regulations, the securities Act., the relevant general terms and order as well as the relevant notifications and regulations of the SEC, or the amendment of the right adjustment as specified in Clause 6 or the amendment that not inferior the right of the Warrant Holders, or the amendment that made to correct such obvious errors. Those amendments shall be amended by the Company without obtaining the consent from the Warrant Holders' meeting.

13.2 Any amendments of Terms and Conditions other than Clause 13.1 shall obtain the consent from the Company and the Warrant Holders' meeting as specified in Clause 14.6.

13.3 The amendment of Terms and Conditions, in any case, shall not be contrary to or inconsistent with the requirement specified in Notification No. Tor Chor. 34/2551 and in

accordance with the Securities and Exchange Act, as well as other relevant laws unless it is granted.

13.4 The Company and/or the Warrant Holder have no right to propose the amendment of the extension of Warrant terms, Exercise ratio, and Exercise price except in the case of the rights adjustment under Clause 6.

13.5 The Company shall notify the SET, the SEC and the Warrant Registrar of any amendment to the Terms and Conditions as specified in Clause 13.1 or 13.2 and shall submit the amended Terms and Conditions to the SET, the SEC, and the Warrant Registrar within 15 days from the date of such amendment. Also, the Company shall inform the Warrant Holders of any amendments to the Terms and Conditions as specified in Clause 13.1 or 13.2 via the SET's electronic system immediately or before 9.00 AM of the date that such amendment is effective. Upon the written request, the Company shall deliver the amended Terms and Conditions to the Warrant Holders can review such copies of the amended Terms and Conditions on the business days and during the business hours of the respective places.

14. The Warrant Holders' Meeting

Calling the Warrant Holders' Meeting and/or the Warrant Holders' Meeting shall be as follows:

14.1 The Company is entitled to call the Warrant Holders' Meeting at any time as it deems appropriated. However, in case the following events occurred, the Company must arrange the meeting to have any resolution within 30days from the date that the following events occurred:

(a) When there are significant or material events that may affect the rights of Warrant Holders or affect the ability of the Company to comply with the Warrant Terms and Conditions, or

(b) When the Company or the Warrant Holders holding the warrants altogether at least 25% of total units of the unexercised Warrants at that time propose to amend the Terms and Conditions under Clause 13. In this regards, the Company and/or the Warrant Holders have no right to amend Exercise ratio, Exercise price or the Terms of warrants.

In an event that the Company fails to call the Warrant holders' meeting within specified period, the Warrant Holders holding the warrants altogether at least 25%of total units of the unexercised Warrants at that time, shall have the right to call the meeting of the Warrant Holders by themselves.

In the Warrant Holders' meeting, the Company or the person designated by the Company, and its legal counsel have the right to attend the Warrant Holders' meeting to provide comments or explanation to the meeting.

The Company shall close the Warrant Holder register book to determine the right of the

Warrant Holders to attend such meeting not greater than 21 days prior to the date of the Warrant Holders' Meeting. The Warrant Holders who are eligible to attend the meeting must be named as the Warrant Holders on the date prior to the book closing.

14.2 Invitation Letter For calling the Warrant Holders' Meeting, either the meeting is called by the Warrant Holders or by the Company, the Company shall send the invitation letter (specifying the meeting venue located near the Company's Head Office or the province near or in Bangkok, the meeting date and time, the person who requests the meeting, and the meeting agendas) through registered mail to each individual Warrant Holders within 7 days from the Book closing date and inform the Warrant Registrar through the SET PORTAL at least 7 days before the Warrant Holders' Meeting date.

14.3 Proxy The Warrant Holders may give a proxy to any person to attend the meeting and /or to cast the votes on their behalf. The proxies shall submit the Proxy Form, (specified by the Company and/or the Warrants Registrar and send to all Warrant Holders together with the invitation letter), to the Chairman of the Meeting or the person designated by the Chairman of the Meeting prior to the Warrant Holders' Meeting.

14.4 Quorum

A quorum of the Warrant Holders' meeting shall be constituted by the Warrant holders who have not exercised their rights and their proxies (if any), not less than 25 persons, altogether representing at least 50% of total units of the unexercised warrants, attend in such meeting.

In the case where the Warrant Holders' meeting has delayed for 1 hour and a quorum still not formed, the meeting shall be canceled.

If the meeting of the Warrant Holders is called by the Company, the Company shall recall the Warrant Holders' meeting in not less than 7 days but not later than 14 days from the date of the previous meeting by following the procedures in Clause 14.2, in this latter Warrant Holders' meeting, a quorum is not required.

If the meeting of the Warrant Holders is called as the request of the Warrant Holders, the Company is not required to call for a new meeting.

14.5 Chairman of the Meeting Chairman of the Board or Vice Chairman of the Board or Chairman of the Audit Committee or a Company's director or the person selected by the Warrant Holders, (respectively in case prior person is not attend the meeting), shall act as the Chairman of the Warrant Holders' Meeting.

14.6 Resolutions of the Meeting Any resolution of the Warrant holders' Meeting shall consist of votes of not less than half of the total unexercised warrants held by Warrant holders or the proxies who attend the meeting and have the right to cast the votes in such agenda. The resolution approved by the Warrant holders' Meeting shall be binding all Warrant Holders regardless of their attendance to the meeting.

In casting vote, each Warrant Holder shall have the voting rights equivalent to the number of unexercised Warrants held. 1 (one) unit of unexercised warrant is equals to 1 (one) vote. Chairman of the meeting shall cast an extra vote as the final casting vote only in case of equality of votes.

The Company shall inform the resolutions of the Warrant Holders' Meeting to the SET within a following Business day after the meeting date, and also inform the SEC as well as the Warrant Registrar within 15 days from the meeting date.

14.7 Minutes of Meeting The Company shall record and prepare the minutes of the Warrant holders' Meeting within a period of no later than 14 days from the meeting date, The minutes of the Warrant holders' meeting shall duly signed by the Chairman and shall be kept at the Company office. Upon the written request, the Company shall deliver the minutes to the Warrant Holders within 15 days from the date the Company received such request; however, the Warrant Holders shall be responsible for any incurred expenses determined by the Company.

14.8 Meeting Expenses

The Company will be responsible for all expenses related to each Warrant holders' Meeting.

15. Enforcement of the Warrant Terms and the Governing Laws.

The Warrant Terms shall be enforced from the Warrant issuance date to the Last Exercise Date and shall be governed and interpreted under the laws of Thailand.

In case there are any details in Part 2 of the Terms and Conditions conflicted with the details in Part 1 of the Terms and Conditions, the details in Part 1 shall be-enforced. Also, if there are any clauses in the Terms and Conditions conflicted with any relevant rules, regulations or related notifications applicable to the laws, the provision under such rules, regulations or related notifications shall be applied to the Warrants for the said conflicted clause only.

Warrants Issuer.

Kingsmen C.M.T.I. Public Company Limited.



(Mr. Chayawat Pisessith)
Chairman of the Board



(Mr. Pravit Sribanditmongkol)
Managing Director

ใบจองซื้อหุ้นสามัญเพิ่มทุน บริษัท คิงส์แมน ซี.เอ็ม.ที.ไอ. จำกัด (มหาชน)

Subscription Form for New Ordinary Shares of Kingsmen C.M.T.I. Public Company Limited.

การเสนอขายหุ้นสามัญเพิ่มทุนจำนวน 119,999,781 หุ้น มูลค่าที่ตราไว้หุ้นละ 0.50 บาท ราคาเสนอขายหุ้นละ 0.50 บาท เสนอขายต่อผู้ถือหุ้นเดิมในอัตราส่วน 2 หุ้นสามัญเดิมต่อ 1 หุ้นสามัญเพิ่มทุน

Offering New Ordinary Shares (the "Shares") 97,200,000 shares with a par value of Baht 0.50 per share at the offering price of Baht 0.50 per share to existing shareholders at a ratio of 2 existing shares for 1 new share

ควบคู่กับใบสำคัญแสดงสิทธิที่จะซื้อหุ้นสามัญเพิ่มทุนของบริษัท (K-W1) โดยไม่คิดมูลค่าใบสำคัญแสดงสิทธิ

Together with the warrants to purchase the newly issued ordinary shares of the Company (K-W1) without charge of the warrants.

Table with 6 columns: วันที่จองซื้อ, 22 มีนาคม 2564, 23 มีนาคม 2564, 24 มีนาคม 2564, 25 มีนาคม 2564, 26 มีนาคม 2564. Row 2: Date, 22 March 2021, 23 March 2021, 24 March 2021, 25 March 2021, 26 March 2021

ข้อมูลผู้จองซื้อหุ้นสามัญเพิ่มทุน โปรดกรอกข้อความในช่องด้านล่างนี้ให้ครบถ้วน ชัดเจน ดังบรรจง (Subscriber's details- please fill in the completed information)

Form fields for subscriber details: ชื่อ/นามสกุล (Name/Title), บุคคลธรรมดาสัญชาติไทย (Natural Person of Thai Nationality), นิติบุคคลสัญชาติไทย (Juristic Person of Thai Nationality), เลขประจำตัวประชาชน (ID Card No.), เลขทะเบียนนิติบุคคล (Company Registration No.), เลขที่ใบต่างตัว/หนังสือเดินทาง (Nationality Alien Card/ Passport No.), สัญชาติ (Nationality), อาชีพ (Occupation), วัน/เดือน/ปี เกิด (Date of Birth), โทรศัพท์เคลื่อนที่ (Mobile No.), ประเภทของการหักภาษี (Type of tax payment), ภาษีเงินได้ (Withholding Tax).

Form fields for address and identification: บ้านเลขที่ (Address), จังหวัด (Province), รหัสไปรษณีย์ (Postal Code), สัญชาติ (Nationality), เลขที่บัตรประชาชน (Shareholder's Register no.), หมายเลขโทรศัพท์ผู้จองซื้อ (Subscriber's telephone number), เลขประจำตัวผู้เสียภาษี (Tax ID No.), ประเภทของราคาหุ้น (Type of share), ราคาหุ้น (Share price), จำนวนหุ้น (Number of shares).

Table with 4 columns: รายละเอียดการจอง (Subscription details), จำนวนหุ้นที่จองซื้อ (หุ้น) (No. of Share subscribed (shares)), ราคาเสนอขาย (บาทต่อหุ้น) (Offering price (Baht per share)), รวมเป็นเงินทั้งสิ้น (บาท) (Amount (Baht)). Rows include partial, full, and excess subscriptions.

พร้อมกันนี้ ข้าพเจ้าขอส่งเงินค่าจองซื้อหุ้นสามัญเพิ่มทุนดังกล่าว/ I/We enclose herewith my/our payment by ส่งจ่าย "บริษัท คิงส์แมน ซี.เอ็ม.ที.ไอ. จำกัด (มหาชน)" ธนาคารกรุงทพ จำกัด (มหาชน) สาขาคลองตัน ประเภทบัญชีกระแสรายวัน เลขที่ 135-3-09842-7 Payable to "KINGSMEN C.M.T.I. PUBLIC COMPANY LIMITED", Bangkok Bank Public Company Limited, Klongton branch, Current Account No. 135-3-09842-7

เงินโอน (ผ่านเคาน์เตอร์ธนาคารเท่านั้น) / Transfer (Bank counter only) เช็ค / Cheque แคชเชียร์เช็ค / Cashier Cheque ดราฟท์ / Draft เลขที่เช็ค / Cheque No..... วันที่ / Date..... ธนาคาร / Bank..... สาขา / Branch..... (รับจองซื้อหุ้นด้วยเช็คเงินสด หรือ แคชเชียร์เช็ค หรือ ดราฟท์ ไม่เกินวันที่ 24 มีนาคม 2564 / Accepting share subscription by personal cheque or cashier's cheque or draft, dated no later than March 24, 2021) หากข้าพเจ้าได้รับการจัดสรรหุ้นดังกล่าวแล้ว ข้าพเจ้าตกลงให้ดำเนินการดังต่อไปนี้: (ผู้จองซื้อโปรดเลือกวิธีใดวิธีหนึ่งเท่านั้น) / If the share are allotted to me, I hereby agree and instruct the Company to proceed as follows (Please mark in front of your choice) แบบไร้ใบหุ้น (Scriptless) นำหุ้นเข้าบัญชีซื้อขายหลักทรัพย์ของตนเอง โดยให้ออกหุ้นสำหรับหุ้นที่ได้รับการจัดสรรในนามของ "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อผู้ฝาก" และดำเนินการให้บริษัทหลักทรัพย์..... สมาชิกผู้ฝากเลขที่..... (ในกรณีซื้อและหมายเลขสมาชิกผู้ฝากตามที่มิใช่รายชื่อปรากฏด้านล่างนี้) นำหุ้นเข้าฝากไว้กับบริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อบัญชีซื้อขายหลักทรัพย์ ซึ่งข้าพเจ้ามีอยู่กับบริษัทนั้น บัญชีเลขที่..... (ชื่อผู้จองซื้อต้องตรงกับชื่อบัญชีซื้อขายหลักทรัพย์ มิฉะนั้นจะดำเนินการออกใบหุ้นในชื่อของผู้จองซื้อแทน)

Issue a share for the allotted shares in the name of "Thailand Securities Depository Company Limited for Depositors" and have (name of broker)..... Participant No. (Please specify name and participant number from the list as shown on the back of this form), deposit the said shares with for Thailand Securities Depository Company Limited for my/our securities trading account No. (The subscriber's name must correspond with the trading a/c name, otherwise the share certificate will be issued)

นำหุ้นเข้าฝากบัญชีของบริษัทผู้ออกหลักทรัพย์ โดยให้ออกหุ้นสำหรับหุ้นที่ได้รับการจัดสรรในนามของ "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อผู้ฝาก" และนำหุ้นเข้าฝากไว้กับ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด โดยเข้าบัญชีของบริษัทผู้ออกหลักทรัพย์ สมาชิกผู้ฝากเลขที่ 600 เพื่อข้าพเจ้า (การลงนามเป็นใบหุ้นในภายหลัง ผู้จองซื้อต้องเสียค่าธรรมเนียมตามที่ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด กำหนด)

Issue a share for the allotted shares in the name of "Thailand Securities Depository Company Limited for Depositors" and deposit the said shares with Thailand Securities Depository Company Limited under the issuer account number 600 for my/our name. (For issuing a share certificate later, subscriber will be subject to a fee specified by Thailand Securities Depository Company Limited) แบบรับใบหุ้น (Script) ให้ออกใบหุ้นสำหรับหุ้นที่ได้รับการจัดสรรในนามของข้าพเจ้า และส่งใบหุ้นให้กับข้าพเจ้าตามชื่อและที่อยู่ระบุไว้ในทะเบียนผู้ถือหุ้นทางประจักษ์ของทะเบียน โดยข้าพเจ้าอาจได้รับใบหุ้นภายหลังจากที่ตลาดหลักทรัพย์แห่งประเทศไทยรับหุ้นสามัญเพิ่มทุนดังกล่าวเข้าเป็นหลักทรัพย์จดทะเบียนและขออนุญาตให้ทำการซื้อขายได้ในตลาดหลักทรัพย์แห่งประเทศไทย

Issue a share certificate in my/our name and deliver it to me/us as per the name and address specified in the shareholder register by registered mail. I/we agree that I/we may obtain the share certificate after the Stock Exchange of Thailand has approved the Listing of the said new shares and the trading thereof in the Stock Exchange of Thailand.

ในกรณีที่ข้าพเจ้าไม่ได้รับการจัดสรรหุ้นสามัญเพิ่มทุน หรือจองซื้อหุ้นสามัญเพิ่มทุนเกินสิทธิที่ได้รับจัดสรรแต่ไม่ได้รับจัดสรรหุ้นสามัญเพิ่มทุนในส่วนที่จองซื้อเกินสิทธิ หรือได้รับจัดสรรหุ้นสามัญเพิ่มทุนไม่ครบเต็มตามจำนวนหุ้นที่จองซื้อ ข้าพเจ้าตกลงให้ดำเนินการคืนเงินค่าจองซื้อหุ้นสามัญเพิ่มทุนส่วนที่ไม่ได้รับการจัดสรรหรือได้รับจัดสรรไม่ครบ โดยไม่มีดอกเบี้ย และไม่มีค่าเสียหายใดๆ ภายใน 10 วันทำการนับแต่วันสิ้นสุดระยะเวลาจองซื้อและชำระเงินค่าจองซื้อ โดยจ่ายเป็นเงินโอนหรือเช็คขีดคั่นส่งจ่ายเฉพาะในนามข้าพเจ้า และรับเงินคืนผ่านระบบการโอนเงินผ่านบัญชีธนาคาร และข้าพเจ้าได้แนบสำเนาสมุดบัญชีเงินฝากธนาคารนำฝากพร้อมรับรองสำเนาถูกต้องมาพร้อมกันนี้ (ชื่อบัญชีธนาคารต้องตรงกับชื่อผู้จอง) บัญชีธนาคาร..... สาขา..... เลขที่บัญชี.....

In the event that I have not been allocated the newly issued ordinary shares Or subscribe for the newly issued ordinary shares in excess of the rights that have been allocated but not allocated the newly-issued ordinary shares in the over-subscribed portion Or has not been allocated the new ordinary shares in full according to the number of shares subscribed. I agree to return the payment for the subscription of the newly issued ordinary shares that are not allocated or not allocated in full. Without interest and without any damages within 10 business days from the end of the subscription period and payment of subscription. By money transfer or crossed cheque payable only in my name And receive cash back via bank transfer system and I have attached a copy of the first page of the bank passbook, together with certifying a true copy. (Bank account name must be the same with the subscriber name) Bank account..... Branch..... Account number.....

ข้าพเจ้าขอรับรองและตกลงว่าจะจองซื้อหุ้นสามัญเพิ่มทุนดังกล่าว และจะไม่ยกเลิกการจองซื้อหุ้นสามัญเพิ่มทุนนี้ หากข้าพเจ้าไม่ส่งใบจองซื้อหุ้นสามัญเพิ่มทุนที่ได้รับกรอกรายละเอียดครบถ้วนและเอกสารประกอบการจองซื้อที่ถูกต้องเรียบร้อยพร้อมชำระค่าจองซื้อ หรือหากเช็คบุคคล/ แคชเชียร์เช็ค/ดราฟท์ ที่ส่งจ่ายแล้วนั้นไม่ผ่านการเรียกเก็บเงินแล้วข้าพเจ้าจะเสาะสิทธิในการจองซื้อหุ้นสามัญเพิ่มทุนดังกล่าว

I/We hereby undertake to buy the said shares in the number allotted by the Company and shall not revoke this subscription. If I/We do not return this duly completed subscription form and the supporting documents for share subscription together with Cheque/ Draft/ Pay-in slip or the Cheque/ Draft has not been honored within the subscription period. I may be deemed to have not exercised my/our subscription rights.

ข้าพเจ้าได้อ่านหนังสือชี้ชวนการเสนอขายหุ้นสามัญเพิ่มทุนและขอยืนยันความพึงพอใจและขอเสนอหุ้นดังกล่าว และที่จะได้มีการแก้ไขเพิ่มเติมในภายหลังด้วย I have read the prospectus for offering new ordinary shares and agree to be bound by the said information and any revised in the future as well.

ลงชื่อ / Signed..... ผู้จองซื้อ / Subscriber (.....)

"การลงนามในหุ้นย่อมมีความเสี่ยง และก่อนตัดสินใจจองซื้อหุ้น ควรศึกษาในหนังสือชี้ชวนเหตุผลทางรองตอบ / Please be aware that there is a risk involved in securities investment and make sure that you have thoroughly studied all information before deciding on the share subscription."

หลักฐานการรับจองซื้อหุ้นสามัญเพิ่มทุน (ผู้จองซื้อ โปรดกรอกข้อความในส่วนนี้ด้วยตัวบรรจงให้ครบถ้วน) / Receipt for subscription for Right Issued Shares (This section must be filled by the subscriber)

Table with 6 columns: วันที่จองซื้อ, 22 มีนาคม 2564, 23 มีนาคม 2564, 24 มีนาคม 2564, 25 มีนาคม 2564, 26 มีนาคม 2564. Row 2: Date, 22 March 2021, 23 March 2021, 24 March 2021, 25 March 2021, 26 March 2021

บริษัท คิงส์แมน ซี.เอ็ม.ที.ไอ. จำกัด (มหาชน) ได้รับเงินจาก (ข้อความใบจอง) / Kingsmen C.M.T.I. Public Company Limited received money from (name Subscriber).....

เพื่อจองซื้อหุ้นสามัญเพิ่มทุนของบริษัท คิงส์แมน ซี.เอ็ม.ที.ไอ. จำกัด (มหาชน) ในราคาหุ้นละ 0.50 บาท/ For a subscription of new ordinary shares of Kingsmen C.M.T.I. Public Company Limited. at Baht 0.50 per share

Table with 4 columns: รายละเอียดการจอง (Subscription details), จำนวนหุ้นที่จองซื้อ (หุ้น) (No. of Share subscribed (shares)), รวมเป็นเงินทั้งสิ้น (บาท) (Amount (Baht)). Rows include partial, full, and excess subscriptions.

โดยชำระเป็น / made payable by เงินโอน (ผ่านเคาน์เตอร์ธนาคารเท่านั้น) / Transfer (Bank counter only) เช็ค / Cheque แคชเชียร์เช็ค / Cashier Cheque ดราฟท์ / Draft เลขที่เช็ค / Cheque No..... วันที่ / Date..... ธนาคาร / Bank..... สาขา / Branch.....

แบบไร้ใบหุ้น (Script less) นำหุ้นเข้าบัญชีซื้อขายหลักทรัพย์ของตนเอง โดยออกใบหุ้นในนาม บจ. ศูนย์รับฝาก เพื่อผู้ฝาก / Issue a share certificate in the name of TSD for Depositors นำหุ้นเข้าฝากบัญชีของบริษัทผู้ออกหลักทรัพย์ สมาชิกผู้ฝากเลขที่ 600 ในนาม บจ. ศูนย์รับฝาก เพื่อข้าพเจ้า / Issue a share certificate in the name of TSD and deposit the shares with TSD in the issuer account number 600 for my/ our name แบบรับใบหุ้น (Script) ออกเป็นใบหุ้นในนามผู้จองซื้อ/ Issue the share certificate in the name of Subscriber เลขที่สมาชิกผู้ฝาก / Participant No. เลขที่บัญชีซื้อขายหลักทรัพย์ / Securities trading account number

เจ้าหน้าที่ผู้รับมอบอำนาจ / Authorized Officer

รายชื่อสมาชิกผู้ฝากหลักทรัพย์ กับ ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด

| BROKER | | | |
|--------------|--|--------------|---|
| ผู้ฝากเลขที่ | ชื่อบริษัท | ผู้ฝากเลขที่ | ชื่อบริษัท |
| 002 | TISCO SECURITIES COMPANY LIMITED บริษัทหลักทรัพย์ ทีเอสโก้ จำกัด | 033 | FINANSA SECURITIES LIMITED บริษัทหลักทรัพย์ ฟินันซ่า จำกัด |
| 003 | COUNTRY GROUP SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ คันทรี กรุ๊ป จำกัด (มหาชน) | 034 | PHILLIP SECURITIES (THAILAND) PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ ฟิลลิป (ประเทศไทย) จำกัด (มหาชน) |
| 004 | DBS VICKERS SECURITIES (THAILAND) COMPANY LIMITED บริษัทหลักทรัพย์ ดีบีเอส วิคเคอร์ส (ประเทศไทย) จำกัด | 038 | AEC SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ เออีซี จำกัด (มหาชน) |
| 005 | Land and Houses Securities Public Company Limited บริษัทหลักทรัพย์ แลนด์ แอนด์ เฮ้าส์ จำกัด (มหาชน) | 048 | AIRA Securities Public Company Limited บริษัทหลักทรัพย์ ไอระา จำกัด (มหาชน) |
| 006 | Kiatnakin Phatra Securities Public Company Limited บริษัทหลักทรัพย์ เกียรติพาณิชย์ จำกัด (มหาชน) | 050 | ASL Securities Company Limited บริษัทหลักทรัพย์ เอเอสแอล จำกัด |
| 007 | CGS-CIMB Securities (Thailand) Co., Ltd. บริษัทหลักทรัพย์ ซีจีเอส-ซีไอเอ็มบี (ประเทศไทย) จำกัด | 051 | SBI THAI ONLINE SECURITIES CO.,LTD. เอสบีไอ ไทย ออนไลน์ จำกัด |
| 008 | ASIA PLUS SECURITIES COMPANY LIMITED บริษัทหลักทรัพย์ เอเชีย พลัส จำกัด | 052 | GMO-Z com Securities (Thailand) Limited จีเอ็มโอ-แซด คอม (ประเทศไทย) จำกัด |
| 010 | Merrill Lynch Securities (Thailand) Limited บริษัทหลักทรัพย์ เมอร์ริล ลินช์ (ประเทศไทย) จำกัด | 200 | MAYBANK KIM ENG SECURITIES (THAILAND) PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ เมย์แบงก์ กิมเอ็ง(ประเทศไทย) จำกัด (มหาชน) |
| 011 | KASIKORN SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ กลสิกรไทย จำกัด (มหาชน) | 211 | UBS SECURITIES (THAILAND) LIMITED บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด |
| 013 | KGI SECURITIES (THAILAND) PUBLIC COMPANY LIMITED เคจีไอ (ประเทศไทย) จำกัด (มหาชน) | 213 | ASIA WEALTH SECURITIES COMPANY LIMITED บริษัทหลักทรัพย์ เอเชีย เวลท์ จำกัด |
| 014 | CAPITAL NOMURA SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ โนมูระ พัฒนสิน จำกัด (มหาชน) | 221 | MERCHANT PARTNERS SECURITIES PUBLIC LIMITED บริษัทหลักทรัพย์ เมอร์ชันท์ พาร์ตเนอร์ จำกัด (มหาชน) |
| 015 | KINGSFORD SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ คิงส์ฟอร์ด จำกัด (มหาชน) | 224 | BUALUANG SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ บัวหลวง จำกัด (มหาชน) |
| 016 | THANACHART SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ธนาชาต จำกัด (มหาชน) | 225 | CLSA SECURITIES (THAILAND) LIMITED บริษัทหลักทรัพย์ ซี แอล เอส เอ (ประเทศไทย) จำกัด |
| 019 | YUANTA SECURITIES (THAILAND) COMPANY LIMITED บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด | 229 | JPMORGAN SECURITIES (THAILAND) LIMITED บริษัทหลักทรัพย์ เจพีมอร์แกน (ประเทศไทย) จำกัด |
| 022 | TRINITY SECURITIES COMPANY LIMITED บริษัทหลักทรัพย์ ทริनिตี จำกัด | 230 | GLOBLEX SECURITIES COMPANY LIMITED บริษัทหลักทรัพย์ โกลเบล็ก จำกัด |
| 023 | SCB SECURITIES COMPANY LIMITED บริษัทหลักทรัพย์ ไทยพาณิชย์ จำกัด | 242 | CITICORP SECURITIES (THAILAND) LIMITED บริษัทหลักทรัพย์ซีทีคอร์ป (ประเทศไทย) จำกัด |
| 026 | UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ ยูโอบี เคย์เฮียน (ประเทศไทย) จำกัด (มหาชน) | 244 | MACQUARIE SECURITIES (THAILAND) LIMITED บริษัทหลักทรัพย์ แมคควอรี (ประเทศไทย) จำกัด |
| 027 | RHB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ อาร์เอชบี (ประเทศไทย) จำกัด (มหาชน) | 247 | CREDIT SUISSE SECURITIES (THAILAND) LIMITED บริษัทหลักทรัพย์ เครดิต สวิส (ประเทศไทย) จำกัด |
| 029 | KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) | 248 | Krungthai Zmico Securities Company Limited บริษัทหลักทรัพย์ กรุงไทย ซีมิโก้ จำกัด |
| 030 | I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ ไอวี โกลบอล จำกัด (มหาชน) | 924 | FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ ฟินันเซีย ไชรัส จำกัด (มหาชน) |
| 032 | KTB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED บริษัทหลักทรัพย์ เคทีบี (ประเทศไทย) จำกัด (มหาชน) | | |

| SUB-BROKER | | | |
|--------------|--|--------------|--|
| ผู้ฝากเลขที่ | ชื่อบริษัท | ผู้ฝากเลขที่ | ชื่อบริษัท |
| 251 | HUASENGHENG GOLD FUTURES CO.,LTD. ฮัวเซ่งเฮง โกลด์ ฟิวเจอร์ส จำกัด | 256 | Classic ausiris investment advisory securities Co.,Ltd. บริษัทหลักทรัพย์ที่ปรึกษาการ ลงทุน คลาสสิก ออสสิริส จำกัด |
| 252 | YLG Bullion & Futures Co.,Ltd บริษัท วายแอลจี บุลเลียน แอนด์ ฟิวเจอร์ส จำกัด | 257 | SCB-Julius Baer Securities Co.,Ltd บริษัทหลักทรัพย์ ไทยพาณิชย์ จูเลียส แบร์ จำกัด |

| CUSTODIAN | | | |
|--------------|---|--------------|--|
| ผู้ฝากเลขที่ | ชื่อบริษัท | ผู้ฝากเลขที่ | ชื่อบริษัท |
| 236 | TISCO BANK PUBLIC COMPANY LIMITED ธนาคาร ทีสโก้ จำกัด (มหาชน) | 408 | GOVERNMENT SAVINGS BANK ธนาคารออมสิน |
| 245 | THANACHART BANK PUBLIC COMPANY LIMITED ธนาคารธนชาติ จำกัด (มหาชน) | 410 | BANK OF AYUDHYA PUBLIC COMPANY LIMITED FOR TREASURY ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน)-เพื่อบริหารการเงิน |
| 301 | CITIBANK, N.A. ธนาคารซิตี้แบงก์ เอ็น.เอ. | 411 | BANGKOK BANK PUBLIC COMPANY LIMITED ธนาคารกรุงเทพ จำกัด (มหาชน) |
| 302 | THE SIAM COMMERCIAL BANK PUBLIC COMPANY LIMITED ธนาคารไทยพาณิชย์ จำกัด (มหาชน) | 412 | Srisawad Finance Public Company Limited บริษัท เงินทุน ศรีสวัสดิ์ จำกัด (มหาชน) |
| 303 | BANGKOK BANK PUBLIC COMPANY LIMITED - CUSTODY ธนาคารกรุงเทพ จำกัด (มหาชน) - ผู้รับฝากทรัพย์สิน | 413 | MIZUHO BANK,LIMITED BANGKOK BRANCH ธนาคารมิซูโฮ จำกัด สาขากรุงเทพฯ |
| 304 | THE HONGKONG AND SHANGHAI BANKING CORP.,LIMITED BKK. ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิงคอร์ปอเรชั่น จำกัด | 415 | BANK OF AMERICA, NATIONAL ASSOCIATION ธนาคารแห่งอเมริกา เนชั่นแนล แอสโซซิเอชั่น |
| 305 | THE KRUNG THAI BANK PUBLIC COMPANY LIMITED ธนาคารกรุงไทย จำกัด (มหาชน) เพื่อการชำระราคาหลักทรัพย์ | 416 | DEUTSCHE BANK AG BANGKOK BRANCH ธนาคารดอยช์แบงก์ สาขากรุงเทพฯ |
| 308 | KASIKORN BANK PUBLIC COMPANY LIMITED (CUSTODIAN) บมจ.ธนาคารกสิกรไทย เพื่อรับฝากทรัพย์สิน | 417 | RHB BANK BERHAD ธนาคาร อาร์ เอช บี จำกัด |
| 312 | STANDARD CHARTERED BANK (THAI) PUBLIC COMPANY LIMITED ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน) | 418 | BNP PARIBAS ธนาคารบีเอ็นพี พารีบาส์ |
| 316 | INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED ธนาคารไอซีบีซี (ไทย) จำกัด (มหาชน) | 420 | BANK FOR AGRICULTURE AND AGRICULTURAL CO-OPERATIVES ธนาคารเพื่อการเกษตร และสหกรณ์การเกษตร |
| 318 | DEUTSCHE TRUSTEE COMPANY LIMITED บริษัท ดอยช์ ทรัสตีรี จำกัด | 421 | GOVERNMENT HOUSING BANK ธนาคารอาคารสงเคราะห์ |
| 320 | DEUTSCHE BANK AKTIENGESELLSCHAFT BANGKOK BRANCH-CU ธนาคารดอยช์แบงก์ เอจี สาขากรุงเทพฯ-เพื่อรับฝากทรัพย์สิน | 424 | ISLAMIC BANK OF THAILAND ธนาคารอิสลามแห่งประเทศไทย |
| 324 | UNITED OVERSEAS BANK (THAI) PUBLIC COMPANY LIMITED ธนาคารยูโอบี จำกัด (มหาชน) | 425 | KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER) ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) |
| 328 | BANK OF AYUDHYA PUBLIC COMPANY LIMITED ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) | 426 | Oversea-Chinese Banking Corporation LTD. Bangkok Branch ธนาคารโอเวอร์ซี-ไชนีส แบงกิง คอร์ปอเรชั่น จำกัด สาขากรุงเทพฯ |
| 329 | TMB BANK PUBLIC COMPANY LIMITED ธนาคารทหารไทย จำกัด (มหาชน) | 427 | SUMITOMO MITSUI TRUST BANK (THAI) PCL. ธนาคารซุมิตโอมิโตมิ มิตซูย ทรัสต์ (ไทย) จำกัด (มหาชน) |
| 330 | THE HONGKONG AND SHANGHAI BANKING CORP.,LTD. - BOND ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิงคอร์ปอเรชั่น จำกัด (เพื่อตราสารหนี้) | 428 | ANZ Bank (Thai) Public Company Limited ธนาคารแอนแซด (ไทย) จำกัด (มหาชน) |
| 334 | TSFC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN บริษัทหลักทรัพย์เพื่อธุรกิจหลักทรัพย์ จำกัด (มหาชน) (คัสโตเดียน) | 429 | MEGA INTERNATIONAL COMMERCIAL BANK PUBLIC COMPANY LIMITED ธนาคาร เมกะ สากลพาณิชย์ จำกัด (มหาชน) |
| 336 | Kiatnakin Phatra Bank Public Company Limited ธนาคารเกียรตินาคินภัทร จำกัด (มหาชน) | 430 | ADVANCE FINANCE PUBLIC COMPANY LIMITED บริษัทเงินทุน แอดวานซ์ จำกัด (มหาชน) |
| 337 | TMB BANK PUBLIC COMPANY LIMITED ธนาคารทหารไทย จำกัด (มหาชน) | 512 | SMALL AND MEDIUM ENTERPRISE DEVELOPMENT BANK OF THAILAND ธนาคารพัฒนาวิสาหกิจขนาดกลางและขนาดย่อมแห่งประเทศไทย (เพื่อบัญชีตราสารหนี้) |
| 339 | TISCO BANK PUBLIC COMPANY LIMITED (CUSTODIAN) ธนาคารทีสโก้ จำกัด (มหาชน) (เพื่อรับฝากทรัพย์สิน) | 513 | Kiatnakin Phatra Bank Public Company Limited-Treasury ธนาคารเกียรตินาคินภัทร จำกัด (มหาชน)-บริหารเงิน |
| 340 | JPMORGAN CHASE BANK ธนาคาร เจพีมอร์แกน เชส | 517 | PTT SAVING AND CREDIT COOPERATIVE, LIMITED. สหกรณ์ออมทรัพย์ ปตท. จำกัด |
| 343 | CIMB THAI BANK PUBLIC COMPANY LIMITED ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) | 518 | LAND AND HOUSES BANK PUBLIC COMPANY LIMITED ธนาคาร แลนด์ แอนด์ เฮาส์ จำกัด (มหาชน) |
| 344 | PST FOR CUSTODIAN บริษัทหลักทรัพย์ ฟิลลิป (ประเทศไทย) จก.(มหาชน)เพื่อรับฝากทรัพย์สิน | 520 | ONE ASSET MANAGEMENT LIMITED บริษัท หลักทรัพย์จัดการกองทุน วรณ จำกัด |
| 345 | THANACHART BANK PUBLIC COMPANY LIMITED FOR CUSTODIAN ธนาคารธนชาติ จำกัด (มหาชน) เพื่อรับฝากทรัพย์สิน | 521 | TMB Asset Management Co., Ltd. บริษัทหลักทรัพย์จัดการกองทุน ทหารไทย จำกัด |
| 346 | LAND AND HOUSES BANK PUBLIC COMPANY LIMITED ธนาคารแลนด์ แอนด์ เฮาส์ จำกัด (มหาชน) | 522 | EMPLOYEE IRPC GROUP SAVING AND CREDIT COOPERATIVE LIMITED สหกรณ์ออมทรัพย์พนักงานไออาร์พีซี จำกัด |
| 347 | Kiatnakin Phatra Bank Public Company Limited | 524 | DEPOSIT PROTECTION AGENCY ส |

| | | | |
|-----|--|-----|---|
| | ธนาคารเกียรตินาคินภัทร จำกัด (มหาชน) | | สถาบันคุ้มครองเงินฝาก |
| 348 | TRINITY SECURITIES COMPANY LIMITED FOR CUSTODY บริษัทหลักทรัพย์ ทรินิตี้ จำกัด เพื่อรับฝากทรัพย์สิน | 525 | KRUNG THAI ASSET MANAGEMENT PCL บริษัทหลักทรัพย์จัดการกองทุน กรุงไทย จำกัด (มหาชน) |
| 402 | KASIKORNBANK PUBLIC COMPANY LIMITED (BOND) ธนาคารกรุงไทย จำกัด (มหาชน) เพื่อตราสารหนี้ | 528 | BJC Staff Savings Cooperative Ltd. สหกรณ์ออมทรัพย์พนักงานบริษัท เบอร์ลี ยูคเกอร์ จำกัด |
| 403 | INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED (FOR TREASURY) ธนาคารไอซีบีซี (ไทย) จำกัด (มหาชน) (เพื่อการบริหารเงิน) | 529 | MAYBANK ASSET MANAGEMENT (THAILAND) CO.,LTD. บริษัทหลักทรัพย์จัดการกองทุนรวม เมย์แบงก์ (ประเทศไทย) จำกัด |
| 404 | THE SIAM COMMERCIAL BANK PUBLIC COMPANY LIMITED FOR TREASURY ธนาคารไทยพาณิชย์ จำกัด (มหาชน) เพื่อบริหารการเงิน | 532 | BANGKOK CAPITAL ASSET MANAGEMENT COMPANY LIMITED บริษัทหลักทรัพย์จัดการกองทุน บางกอกแคปปิตอล จำกัด |
| 405 | CIMB THAI BANK PUBLIC COMPANY LIMITED FOR TREASURY OPERATIONS DEPT. ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) เพื่อฝ่ายปฏิบัติการบริหารเงิน | 900 | Taiwan Depository & Clearing Corporation ศูนย์รับฝากหลักทรัพย์ไต้หวัน |
| 407 | SUMITOMO MITSUI BANKING CORPORATION ธนาคาร ซุมิโตมิ มิตซูบิ แบงกิง คอร์ปอเรชั่น | | |

