

Registered Capital and Paid-up Capital

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Subsequent to the public offering of 129,787,408 shares and the offering of 8,652,494 ordinary shares reserved for allocation to the ESOP Warrants, our Authorized capital will be THB 436,950,551 with a par value of THB 0.50 per share, comprised of 865,248,608 paid-up ordinary shares and 8,652,494 ordinary shares reserved for allocation to the ESOP Warrants.

Prior to this initial public offering, our paid-up registered capital is THB 67,056,190 comprised of 6,705,619 ordinary shares with a par value of THB 10 per share. In addition, our Extraordinary General Meeting of Shareholders No. 2/2013 held on June 7, 2013 (the “EGM”) resolved:

1. To issue an additional 30,067,480 ordinary shares with a par value of THB 10 per share allocated as follows:
 - Ordinary shares in the amount of 30,000,000 shares in support of the stock dividend payment; and
 - Ordinary shares in the amount of 67,480 shares, to be offered on a rights offering basis to existing shareholders pro rata to their original shareholding.

We have issued and allocated the ordinary shares and registered such with the Department of Business Development, Ministry of Commerce on July 17, 2013. After the stock dividend payment and the rights offering, our registered capital shall be THB 367,730,990, comprised of 36,773,099 shares, with a par value of THB 10 per share.

2. To change the par value of our ordinary shares from THB 10 per share to THB 0.50 per share, resulting in the number of our total ordinary shares being increased from 36,773,099 shares to 735,461,980 shares.
3. To issue an additional 129,787,408 ordinary shares with a par value of THB 0.50 per share, for offering to the public through the initial public offering (“IPO”). We registered our EGM’s resolution regarding the increase of capital with Department of Business Development, Ministry of Commerce on July 17, 2013.
4. To issue an additional 8,652,494 ordinary shares with a par value of THB 0.50 per share to support the exercise of the ESOP Warrants issued and offered to the Company’s employees, for which we registered our EGM’s resolution regarding the increase of capital with the Department of Business Development, Ministry of Commerce on July 17, 2013.

Subsequent to the initial public offering of 129,787,408 ordinary shares and an offering of 8,652,494 ordinary shares to support the exercising of the ESOP Warrants, our aggregate paid-up registered share capital will be THB 436,950,551 with a par value of THB 0.50 per share, dividing into 865,248,608 paid-up ordinary shares and 8,652,494 shares to support the exercising of the ESOP Warrants.

Other Securities-ESOP Warrants

In addition to the issue of ordinary shares referred to in Section 8.1.1, the EGM passed a resolution to approve the issuance of 8,652,494 ordinary shares to our employees and the employees of our subsidiaries and/or affiliates in accordance with the follow

Amount	: Not exceeding 8,652,494 units.
Period	: Not exceeding 5 years from the issue and offering date of warrants
Offer Price per unit	: Baht 0 (Zero Baht)
Exercise price	: Equivalent to the IPO price.
Exercise rate	: Each holding of 1 unit of warrants is entitled to convert the warrant into 1 ordinary share, except in the case that the exercise right is amended under a condition of amendment as will be prescribed in the terms and conditions of the warrant.
Allocated ordinary shares for the exercising of right	: Not exceeding 8,652,494 shares (par value of Baht 0.5 per share)
Issue date	: Date set by the board of directors or chief executive officer and approved by the shareholder's meeting.
Offer period	: We will offer to sell the warrants within 1 year of the date determined by our Extraordinary General Meeting no. 2/2013 dated June 7, 2013, which approved us to issue and offer the warrants to our employees and the employees of our subsidiaries and/or affiliates following the listing of our shares on the SET.
Exercise period	: We shall not allocate such warrants to any employee in an amount exceeding 5% of the total amount of securities on offer at that time. On the last day of each month, commencing from the first month falling 4 years and 6 months following the warrant issue date. In addition, the exercise right may be exercised on any of the final 5 business days prior to the expiry of the 5 year warrant period.