

14 June 2021

No: B52-202106/002

Subject: Notification of Rights to Subscribe for Newly Issued Ordinary Shares of B-52 Capital Public Company Limited

To: Shareholders of B-52 Capital Public Company Limited

Attachments: 1. Notice of the Allocation of Newly Issued Ordinary Shares and Information Memorandum  
2. Subscription Form for Newly Issued Ordinary Shares  
3. Bill Payment for subscription of shares  
4. Additional documents supporting the subscription (FATCA : used only for the subscriber who will bring shares into the account 600 and/or only for the application for a share certificate)  
5. Map to Venue for Subscription and Payment of Newly Issued Ordinary Shares

According to the Board of Directors' meeting of B-52 Capital Public Company Limited (the "Company") No. 6/2021, held on May 25, 2021, has resolved to approve the issuance and allocation of new ordinary shares of the Company, the amount of not exceeding 349,550,000 shares with a par value of 0.50 baht per share to be offered to the existing shareholders (Right Offering) in proportion to their existing shareholding under a general mandate at the ratio of 6.5 existing ordinary shares to 1 newly issued ordinary share (In the case of calculating with a decimal fraction, the decimal fraction must be rounded off) at the offering price of 0.50 baht (fifty satang) per share, which is the price equal to the par value of the shares by setting a record date for the right to subscribe for additional ordinary shares. New capital on June 8, 2021

By giving rights to all existing shareholders able to subscribe for new ordinary shares in excess of the right and if there are new ordinary shares as mentioned above, how much is left from the allocation due to the existing shareholders waive their rights or not using the right to subscribe in full proportion to their own The Company will take the remaining shares from the said subscription. To allocate to all existing shareholders who have expressed their intention to subscribe for shares in excess of their rights to all it will be calculated according to the shareholding ratio, one cycle at a time until the end of the period. including other conditions as shown in the notice of the allocation of newly issued ordinary shares and the information submitted with this book (Attachment 1)

The company determines the subscription date and payment for the newly issued ordinary shares from Monday, July 5, 2021 to Friday, July 9, 2021 (5 normal business days) from 9:00 a.m. - 3:30 p.m.

The company is therefore informed to inform you of your right to subscribe for newly issued ordinary shares of the company. with the amount specified in the certificate of rights to subscribe for newly issued ordinary shares (Attachment 3) If you have any questions about the allocation, procedures and methods of

subscription for newly issued ordinary shares You can contact us at Investor Relations Telephone number 02-656-0189 ext. 111

Please be informed accordingly.

Sincerely yours,

A handwritten signature in black ink, appearing to be 'N. Waravanitcha', with a long, sweeping horizontal stroke extending to the right.

(Ms. Naravadee Waravanitcha)

Chief Executive Officer

Enclosure 1

Notice of Allocation of Newly Issued Ordinary Shares and Information Memorandum

of

B-52 Capital Public Company Limited

## Part 1

### Information Regarding the Allocation of Newly Issued Ordinary Shares

**1. Name and Address of Listed Company**

Name: B-52 Capital Public Company Limited

Address: 973 President Tower Building, Unit 7B, 7C, 7D, 7I, 7th Floor, Ploenchit Road, Lumpini,  
Pathumwan Bangkok 10330 Tel: 0-2656-0189

**2. Date and Number of the Board of Directors' Meeting and Shareholders Meeting approving the Allocation of Newly Issued Shares**

- The 2021 Annual General Meeting of Shareholders of the Company on May 18, 2021 resolved to approve the increase of the Company's registered capital under a general mandate in the amount of 340,804,995 baht from the original registered capital of the amount of 1,262,393,735 baht, a new registered capital of 1,603,198,730 baht by issuing new ordinary shares in the amount of not more than 681,609,990 shares with a par value of 0.50 baht per share, categorized as follows: (1) Allotment of newly issued ordinary shares not exceeding 454,406,660 shares (equivalent to 20% of the Company's paid-up capital) at a par value of 0.50 baht per share to be offered to the existing shareholders (Right Offering) in proportion to their existing shareholding under a general power of attorney form (General Mandate) and (2) to allocate not more than 227,203,330 newly issued ordinary shares (equivalent to 10% of the Company's paid-up capital) at a par value of 0.50 baht per share for offering to individuals in a private placement under a general mandate form, as well as assigning the Board of Directors the power to consider allocating and offering for sale at one time or in parts to offer for sale from time to time, including the power to take any actions necessary and related to the offering of newly issued ordinary shares in all respects

- The Board of Directors' meeting No. 6/2021, held on May 25, 2021, resolved to approve the issuance and allocation of new ordinary shares of the Company (the 1st time) in the amount of not exceeding 349,550,000 shares (equivalent to 15.38% of the Company's paid-up capital) at a par value of 0.50 baht per share to be offered to the existing shareholders (Right Offering) in proportion to their existing shareholding. under a general mandate at the ratio of 6.5 existing ordinary shares to 1 newly issued ordinary share (In the case of calculating with a decimal fraction, the decimal fraction shall be rounded off) at the offering price of 0.50 baht (fifty satang) per share, which is the price equal to the par value of the shares by setting a record date for the right to subscribe for additional ordinary shares. New capital on June 8, 2021 and to set the subscription date and payment date for the purchase of new ordinary shares On Monday 5 July 2021 to Friday 9 July 2021 (including 5 normal business days) from 9:00 a.m. to 3:30 p.m.

By giving rights to all existing shareholders able to subscribe for new ordinary shares in excess of the right and if there are ordinary shares how much is the amount of the new capital increase as mentioned above left from the allocation due to the existing shareholders waiving their rights or using Subscription rights are not fully proportional to their own The Company will take the remaining shares from the said subscription. to allocate to all existing shareholders who have expressed their intention to subscribe for shares in excess of their rights It will be calculated according to the shareholding proportion for each round until the end

### 3. Detail of the Allocation of Newly Issued Ordinary Shares

Types of Shares	:	Ordinary shares
Existing Paid-up Capital	:	THB 1,136,016,653.50 comprising of 2,272,033,307 ordinary shares at par value of THB 0.50.
Paid-up Capital to be Increased	:	THB 174,775,000.00 comprising of 349,550,000 ordinary shares at par value of THB 0.50. In the event the Company able to sell out all newly issued ordinary shares offered to the existing shareholders of the Company in proportion to their shareholdings (Rights Offering: RO), the paid-up capital of the Company will increase to THB 1,310,791,653.50 and the number of total share outstanding of the Company will be increased to 2,621,533,307 at the par value of THB 0.50 per share.
Number of Offered Shares	:	349,550,000 shares
Offering Price	:	THB 0.50  (In the case that the Company able to sell out all newly issued ordinary shares to the existing shareholders in proportion to their shareholding at this time, the Company will receive a total money at THB 174,775,000.00 (however related expenses are not deducted)
Subscription Ratio	:	6.5 existing ordinary shares to 1 newly issued ordinary shares  Existing shareholders are entitled to subscribe for newly issued ordinary shares in proportion to their shareholding with the subscription ratio as specified above, <u>in which shareholders can exercise their rights to subscribe for newly issued ordinary shares in excess of their rights</u>

Allocation Method	:	<p>The Company will allocate not more than 349,550,000 Company's newly issued ordinary shares with a par value of Baht 0.50 per share to existing shareholders of the Company in proportion to their shareholding (Right Offering), by specifying the date for determining the list of shareholders who are entitled to subscribe and be allocated of newly issued ordinary shares (Record Date) on June 8, 2021 at the allocation ratio of 6.5 existing ordinary shares to 1 newly issued ordinary shares, whereby any fraction of shares shall be disregarded, at the offering price of Baht 0.50 per share, representing a total value not exceeding THB 174,775,000.</p> <p>The existing shareholders are entitled to the right of oversubscription in excess of their entitlements but only if newly issued ordinary shares remain after the first allocation to all existing shareholders in proportion to their shareholdings.</p> <p>The Company will allocate the remaining newly issued ordinary shares to the existing shareholders who have expressed their intention to subscribe for the newly issued ordinary shares in excess of their rights (exceeding proportion of their shareholding) in proportion to their shareholding until there are no more newly issued ordinary shares remaining to be allocated to the shareholders anymore or cannot be allocated due to the fraction of shares or until no other shareholders wish to subscribe to the said shares anymore. Shareholders must reserve and pay for the price of the excess shares together with the subscription and pay for the price of the shares subscribed under their entitlements in proportion to their shareholdings. Please consider Other Conditions of Subscription specified in Clause 4 below.</p>
Method for Fractions	:	<p>In the case that there is a fraction of shares, such fraction will initially be disregarded. The fractions of shares shall subsequently be added to the shares remaining after the subscription as a result of certain shareholders waiving their rights to subscribe for shares or failing to pay the subscription price or for any other reasons whatsoever (collectively, the "<b>Remaining Shares</b>"). The Remaining Shares shall be allocated to the shareholders who have expressed their intention to subscribe for shares in excess of their entitlements in proportion to their shareholdings.</p>

#### 4. Other Conditions of Subscription

4.1 In the case that a shareholder subscribes to the newly issued ordinary shares pursuant to his/her right or less than his/her right to receive the allocation thereof, such shareholder, who expresses an intention to subscribe to the newly issued ordinary shares pursuant to his/her right or less than his/her right to receive the allocation thereof, will receive the allocation of all newly issued ordinary shares that he/she has subscribed to.

4.2 In the case that the shareholder wishes to subscribe to the newly issued ordinary shares in excess of his/her entitlement, such shareholder shall express an intention to subscribe to the newly issued ordinary shares as specified in the share subscription form, at the same time as the subscription to the newly issued ordinary shares pursuant to his/her entitlement. In the case that there are newly issued ordinary shares outstanding from the subscription pursuant to the right, the shareholders who subscribe to the newly issued ordinary shares in a number more than the right will receive the allocation of the newly issued ordinary shares at the same price as the shares allocated pursuant to the right according to the following criteria:

- In the case that the number of remaining newly issued ordinary shares exceeds the demand of all the shareholders who oversubscribe, those shareholders will receive the allocation pursuant to the shareholders needs who oversubscribe.
- In the case that the number of remaining newly issued ordinary shares is less than the demand of all shareholders who oversubscribe, those shareholders will receive the allocation pursuant to the following formula:

Number of the newly issued ordinary shares to be allocated more than the right to receive = Number of the newly issued ordinary shares remaining after the allocation pursuant to the right to receive x Number of the newly issued ordinary shares subscribed pursuant to the right to receive / Number of the total newly issued ordinary shares subscribed pursuant to the right of the all shareholders who oversubscribe.

In any event, the number of newly issued ordinary shares allocated to each shareholder shall not exceed the number of shares subscribed to and paid for by such shareholder.

##### Example

The remaining newly issued ordinary shares are 555 shares

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Shareholder	Number of the subscribed newly issued ordinary shares (shares)
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	Pursuant to Right	More than Right
Shareholder A	120	240
Shareholder B	80	80
Shareholder C	200	300
<b>Total</b>	<b>400</b>	<b>620</b>

Number of the newly issued ordinary shares to be allocated in excess of the right to receive the allocation (from the ratio calculation)

$$\text{Shareholder A} = 555 \times 120 / 400 = 166.50$$

$$\text{Shareholder B} = 555 \times 80 / 400 = 111$$

$$\text{Shareholder C} = 555 \times 200 / 400 = 277.50$$

$$\text{Total} = 555$$

Number of the newly issued ordinary shares allocated (after disregarded fraction remainders)

Shareholder	Number of the newly issued ordinary shares allocated (shares)	
	Pursuant to Right	More than Right
Shareholder A	120	166
Shareholder B	80	80
Shareholder C	200	277
<b>Total</b>	<b>400</b>	<b>523</b>

- 4.3 The shareholder who subscribes the newly issued ordinary shares and pays the subscription price is not permitted to cancel his/her subscription unless a written consent from the Company is obtained.
- 4.4 In the case that the payment of the subscription price is made by cheque, the payment of such subscription price will be completely deemed once the bank has cleared the amount specified in the cheque, and in any circumstance, the subscription for the newly issued ordinary shares will be completely deemed once the Company has collected the payment of the subscription price.



4.5 If any shareholder who subscribes to the newly issued ordinary shares fails to pay the subscription price, or the Company is unable to collect the payment of the subscription price, either wholly or partly, within the specified period of the subscription and the payment of the share price, regardless of the cause which is not the fault of the Company, or if any shareholder who subscribes to the newly issued ordinary shares incompletely or unclearly fills in the details in the share subscription form, or subscribes to the newly issued ordinary shares by any method other than those as specified in this notification of the allocation of the newly issued ordinary shares of the Company, the Company will consider that such shareholder waives his/her right to subscribe to the newly issued ordinary shares. In this regard, the Company hereby reserves the right to not allocate the newly issued ordinary shares to such shareholder. Therefore, in making payment of the subscription fee, each shareholder is advised to examine the subscription method and correctly proceed with the subscription according to the specified conditions and methods.

The criteria for refunding the subscription payment for the unallocated shares to the shareholders are as specified under Clause 6.6.

4.6 In allocation of the newly issued ordinary shares in this offering, the Company hereby reserves the right not to allocate the newly issued ordinary shares to any shareholder if such allocation will cause the shareholding portion of ordinary shares of foreign shareholders to be in excess of forty nine percent (49%) of the shares outstanding of the Company. In this regard, such shareholder may not receive the allocation of the newly issued ordinary shares or may only receive a partial allocation. The criteria for refunding the subscription payment for the unallocated shares to the shareholders are as specified under Clause 6.6.

4.7 In the case that there is a problem, obstacle or limitation in the operation of the share subscription, the Company, by taking into account the utmost benefit of the subscription of the newly issued ordinary shares of the Company, hereby reserves the right to change the details in relation to the methods for the payment of the share price, subscription conditions or any information relating to the subscription method of the newly issued ordinary shares as it is deemed appropriate.

**5. Date to Record the Name of Shareholders who has the Right to Subscribe for Newly Issued Ordinary Shares from Capital Increase**

The Company has determined the date to record the name of the shareholders who are entitled to subscribe and to be allocated for newly issued ordinary shares from the capital increase (Record Date) to be on June 8, 2021.

## 6. Subscription Date and Payment Method for Newly Issued Ordinary Shares

### 6.1 Subscription Period for Newly Issued Ordinary Shares

Between July 5 to July 9 , 2021 (5 business days) at 09:00 A.M. – 15:30 P.M.

### 6.2 Place for Subscription and Payment for Newly Issued Ordinary Shares

The Company has appointed Globlex Securities Company Limited to be responsible for the subscription of the newly issued ordinary shares which can be contacted at

**Globlex Securities Company Limited**

No. 87/2 CRC Tower, All Seasons Place, 12<sup>th</sup> Floor,

Wireless Road, Lumpini, Pathumwan, Bangkok 10330

Tel No. 02-672-5999 Ext. 2521 , 2525

Shareholders can contact to subscribe the newly issued ordinary shares at the office of the share subscription agent

**Globlex Securities Company Limited**

namely below:

Agent name	Email	Tel. No.
Khun Nongnuch Boriboontana	<a href="mailto:nongnuch@globlex.co.th">nongnuch@globlex.co.th</a>	02-672-5999 Ext. 2521
Khun Chinachot Youngrot	<a href="mailto:chinachot@globlex.co.th">chinachot@globlex.co.th</a>	02-672-5999 Ext. 2525

For shareholders who hold existing ordinary shares via scripless system, please contact the broker that the shareholders have the trading account with, and B-52 Capital Public Company Limited's shares deposited with. Please arrange with the broker to collect all necessary documents and submit to the Company.

In this regard, the Company by the subscription agent will not accept the subscription by mail, fax or through the Company's branches or branch of the subscription agent.

### 6.3 Method of Subscription and Payment for Newly Issued Ordinary Shares

The shareholders who intend to subscribe to the newly issued ordinary shares must clearly and correctly complete and sign the Share Subscription Form. The subscribers or their proxies shall submit the subscription documents and make full payment for their subscription according to the number of shares to be subscribed to, at the subscription agent of the

Company. The payment for subscription shall be made with any one of the methods described below as follows:

6.3.1 Payment made by cheque, cashier's cheque or bank draft shall be collectible within the next business day by the same clearing house. The cheque, cashier's cheque or bank draft shall be crossed "A/C Payee Only" and made payable to "Globlex Securities Company Limited for Subscription" from 5 to 7 July 2021, can be collected within 1 business day of the next business day. 1 bank check or draft per 1 subscription form for newly issued ordinary shares (must bring cheque, bank check or draft via bill payment, Siam Commercial Bank Public Company Limited) enter the company code (Com Code) to 1553000301

6.3.2 In the case of payment by bank transfer

- By paying at the counter of Siam Commercial Bank Public Company Limited only, into the account of "Globlex Securities Company Limited for Subscription" by paying via the Bill Payment system, Siam Commercial Bank Public Company Limited, Com Code 1553000301 (Use the Bill form Payment according to Attachment 5) Between 5th and 9th July 2021, no later than 3.30 PM.

- Pay via the Internet channel of Siam Commercial Bank Public Company Limited only. Enter the account "Globlex Securities Company Limited for Subscription", select the bill payment channel, specify Com Code 1553000301, enter the reference 1 (Ref 1), which is ID card number / passport number / company registration number must complete 13 digits and insert 2 references (Ref 2), which is a 10-digit contact phone number.

#### Other Important Information

- Shareholders shall be responsible for related expenses and bank's fees (if any).
- The Company does not accept any subscription order by mail.
- The Company does not accept any subscription payment in cash.
- The Company reserves the right to provide any other method of subscription as it deems appropriate.

#### **6.4 Required Documents for Subscription for Newly Issued Ordinary Shares**

- a) Share Subscription Form which is clearly and accurately completed and signed by the Subscriber;

- b) Proofs of payment, including **original pay-in slip** (in the case of money transfer) or cheque or cashier's cheque or bank draft, specifying first name, last name and contact number of the subscriber on the back of such proof of payment;
- c) Certificate of Subscription Entitlement issued and delivered, together with this notice, via registered mail to the shareholders by Thailand Securities Depository Company Limited, the share registrar of the Company;
- d) A certified photocopy of the front page of a savings or current account book provided that the name which appears in such bank account book shall be the same as that of the subscriber.
- e) Documents for Identification (the details appear in Clause 6.5); and
- f) A power of attorney affixed with THB 30 stamp duty (in the case of appointment of proxy) together with certified photocopies of identification cards of the subscriber and his/her proxy).

## 6.5 Required Documents for Identification

### Thai Individual

A certified copy of identification card that is not expired or, in case there is no identification card, a certified copy of house registration containing the 13-digit identification number or a certified copy of any other official document containing the 13-digit identification number shall be submitted. In the case of change of first name/last name, which causes a non-similarity to the name of shareholders as displayed in the share register book as of Record Date on June 8, 2021 or in the Certificate of Subscription Entitlement, a certified copy of other relevant official documents shall be submitted for authentication, such as marriage certificate, divorce certificate or certificate of change of first name/last name, together with a certified photocopy thereof.

### Foreign Individual

A certified copy of alien certification or passport that is not expired.

### Juristic Person Incorporated in Thailand:

A certified copy of affidavit issued by the Ministry of Commerce not more than 6 months prior to the subscription date, certified by authorized person(s), and affixed with company seal (if any), together with a certified copy of identification card, alien certification, or passport that is not expired (as the case may be) of the authorized person(s).

### Juristic Person Incorporated outside Thailand

Copies of certificate of incorporation, memorandum of association and affidavit, issued not more than 6 months prior to the subscription date, which are certified by the authorized person(s) of such juristic person and affixed with company seal (if any), together with a certified copy of the alien certificate or passport that is not expired (as the case may be) of such authorized person(s) of the juristic person, shall be submitted.

All certified copies of each of the above documents must be notarized by a notary public and then authenticated by an official of the Thai Embassy or of the Thai Consulate in the country where the documents are prepared. Such notary public certification and authentication shall not be made more than 6 months prior to the subscription date (in the case that a shareholder authorizes a proxy to execute the share subscription form and accompanying documents on his/her behalf, a power of attorney affixed with THB 30 stamp duty together with a certified photocopy of identification card of the proxy that is not expired shall be also submitted for authentication).

#### **6.6 Refund of Subscription Payment for Newly Issued Ordinary Shares (if any)**

The Company shall refund the subscription payment without interest or any damages to subscribers who have been allocated fewer shares than the number of shares for which they subscribed. Such refund shall be paid in the form of a cheque payable only to such subscribers within 21 days from the expiration date of the subscription period by registered post to the address as indicated in the share registrar as of the Record Date on June 8, 2021.

Should it not be possible to refund such subscription payment to subscribers within such period, the Company shall pay interest to the subscribers at the rate of 7.50 percent per annum calculated on the payment of the subscribers which has not yet been refunded, commencing from the day following the 10 days period until the date the subscribers received the refund of the subscription payment. However, in cases where cheque for the refund of the subscription payment have been correctly delivered by registered post to the address as indicated in the share registrar as of the Record Date on June 8, 2021, it shall be deemed that the subscribers have duly received the refund of their subscription payment, in which case, the subscribers shall no longer be entitled to claim any interest and/or damages from the Company.

In the case that the shareholders who have subscribed for the newly issued ordinary shares and have paid the subscription by cheque do not receive the allocation of the newly issued ordinary shares or receive allocated shares due to a breach of any subscription conditions and/or uncollectible cheque, the Company shall return the cheque to such shareholders. The

shareholders must request the cheque back from the Subscription Agent within 14 days starting from the last date of the subscription period.

## **6.7 Delivery of Subscribed Shares**

Subscribers can choose for the Company to proceed in one of the following circumstances:

- 6.7.1 In the case that the subscriber would like to receive the share certificate in the name of that subscriber, the Thailand Securities Depository Company Limited (“TSD”) which is the Company registrar will deliver the share certificate with the allocated share amount to the subscriber via registered mail to the address that appears in the register book within 15 business days starting from the last date of the subscription period. In such a case, the subscriber cannot sell the allocated shares in the Stock Exchange of Thailand (“SET”) until the subscriber receives the share certificate which might be after the first trading day of the allocated shares.
- 6.7.2 In the case that the subscriber would like to deposit the allocated shares with TSD under the Company’s account, the Company will deposit the allocated shares with the “Thailand Securities Depository Company Limited for Depositors”. The TSD will record those shares under to the B-52 Capital Public Company Limited’s account, member account number 600, and will issue a confirmation of share deposit to the subscriber within 7 business days from the last date of the subscription period. When the share-allocated subscribers would like to sell, they must withdraw those shares from the member’s account number 600 by requesting the securities companies (fee applied, if any for the process specified by TSF and/or securities companies). The share-allocated subscribers could sell those shares in SET in the first trading day of the allocated shares and having already withdrawn those shares from the member account number 600.
- 6.7.3 In the case that the subscriber would like to deposit the allocated shares in their trading account open with the securities companies, the Company shall deposit the allocated shares under the name of “Thailand Securities Depository Company Limited for Depositor”. The TSD and securities company will record the shares deposited and will issue a confirmation of share deposit to the subscriber within 7 business days from the last date of the subscription period. The share-allocated subscribers could sell those shares in the first trading day of the allocated shares.

In the case that the subscribers choose this Clause 6.7.3, the name of the subscriber in the Share Subscription Form must be the same with the name of the assigned trading account for the share deposit in the securities company. The Company

otherwise reserves the right to deliver those shares issued under the name of “Thailand Securities Depository Company Limited for Depositors” and deposit those shares with TSD under the B-52 Capital Public Company Limited’s account, member account number 600. The share-allocated subscribers could sell those shares in SET in the first trading day of the allocated shares and having withdrawn those shares from the member account number 600.

Shareholders subscribing to shares must correctly specify the securities company number (as listed on the back of the Share Subscription Form) with which the shareholder has the securities trading account and the securities trading account number, to which the shareholder wants the allocated shares to be transferred. In the case of incorrect securities company number or securities trading account number, which may cause an inability to transfer the subscribed shares to the securities trading account, the Company will not be responsible for any loss or delay in receiving the shares.

In the case that the shareholder incompletely provides required details, the Company reserves the right to issue shares in the name of “Thailand Securities Depository Company Limited for Depositors” and deposit those shares with TSD under the B-52 Capital Public Company Limited’s account, member account number 600. The share-allocated subscribers could sell those shares in SET in the first trading day of the allocated shares and having already withdrawn those shares from the member account number 600.

In the case that the subscriber does not choose any options above in the Share Subscription Form, the Company reserves the right to transfer those shares into the account of the issuing company member’s account number 600, to the subscriber of the newly issued ordinary shares.

#### **6.8 Other Important Information for the Subscription of the Newly Issued Ordinary Shares**

- Each shareholder subscribing to shares will receive a receipt issued by the Subscription Agent as evidence for the subscription.
- Any shareholder who does not exercise his/her rights to subscribe to the shares or fails to make payment for the subscribed shares within the specified date and time, or whose cheque or cashier’s cheques or bank draft cannot be cleared for payment within the specified date of payment shall be deemed by the Company to have his/her rights waived in this subscription to newly issued ordinary shares.

- For cheques or cashier's cheques or bank draft, please specify the date only as notified above.
- If the number of shares specified in the Share Subscription Form is more than the amount of payment received by the Company, the Company reserves the right to allocate the shares according to the subscription payment.
- If the number of shares specified in the Share Subscription Form is less than the amount of payment received by the Company, the Company reserves the right to allocate the shares to each shareholder as it deems appropriate.

#### **7. Objectives for Capital Increase**

The company plans to use the capital increase. received from the offering of capital increase shares in proportion to the existing shareholders (Right Offering). The amount of approximately 174,775,000 baht to use as working capital for the business of the company and its affiliates. through network retailers both in the business of selling consumer products and health products Business of providing financial services to merchants and Advertising and public relations business, etc., which will enable the group's operations to be efficient and to grow in the long term.

Working capital for the above operations, such as salaries, directors' remuneration, consulting fees, professional fees the rental fee of the establishment Cost of purchasing or hiring a product network expansion costs customer acquisition costs Design and production of public relations advertising work media space rental other operating expenses, etc.

The company expects to use the said working capital in 2021 and continue until the end of 2022.plans

#### **8. Benefits which the Company will receive from the Capital Increase and Share Allocation**

8.1 The company has sufficient working capital. to increase operational potential and continue to expand the existing business and able to expand into new business This will result in the company's performance tends to improve in the future.

8.2 Increase financial liquidity for the company and resulting in a strong financial structure and financial position and more stable which will bring benefits to the company.

#### **9. Benefits which the Shareholders will receive from the Capital Increase and Share Allocation**

9.1 When the Company has profits from operations and without accumulated losses, the shareholders will benefit from the dividend. In that event, the resolution of the Board of Directors that approved to pay dividends must be presented for the approval from the shareholders' meeting. Except for the interim dividend payment which the Board of Directors has the authority to approve the interim dividend payment and will report to the shareholders' meeting in the next shareholders' meeting



9.2 After who have been allocated with the newly issued ordinary shares and have been duly registered as the Company's shareholders. The person who have been allocated with the newly issued ordinary shares will have the right to receive the dividend when the Company has approved and declared dividend in the same manner as the existing shareholders of the Company.

**10. Dividend Policy and the Right to Receive Dividend of the Newly Issued Shares**

10.1 Dividend Policy the Company has a policy to pay dividends of not less than 40% of the net profit according to the Company's separate financial statements after corporate income tax, legal reserve and all other reserves. However, the Company may determine that the dividend payment rate is less than the rate specified above, depending on the need for working capital business expansion and other factors related to the management of the company

10.2 The right to receive dividends of the persons who have been allocated the newly issued ordinary shares this time will have equal rights with all ordinary shareholders of the Company. If such shareholders are listed in the share register as of the date of book closing to determine the rights of shareholders to receive dividends.

**11. Other Reasons that may be necessary for using in making investment decisions in the Company's shares**

-None-

## Part 2

### Company Information of B-52 Capital Public Company Limited

#### 1. Name and Address of Listed Company

Name of company	:	B-52 Capital Public Company Limited
Type of business	:	Commercial service business Distribute products through the company's platform. to the customers of the store convenience store and superstore and extending the service of advertising media about products and services to such customers
Address	:	973 President Tower Building, Unit 7B, 7C, 7D, 7I, 7th Floor, Ploenchit Road, Lumpini, Pathumwan Bangkok 10330  Tel: 0-2656-0189
Company registration number	:	0107537001587
Telephone	:	(662) 656-0189
Fax	:	(662) 656-0189 Extension 123
Website	:	<a href="http://www.b52.co.th">www.b52.co.th</a>
Paid-up Capital	:	THB 1,136,016,653.50 divided into ordinary shares 2,272,033,307 shares with a par value of 0.50 baht per share  In the event that the Company is able to offer the newly issued ordinary shares to the existing shareholders of the Company in proportion to the number of shares held by each shareholder (Right Offering: RO) in all this time Paid-up capital of the company will increase in number 1,310,791,653.50 baht and the total paid-up shares of the Company will increase by 2,621,533,307 shares with a par value of 0.50 baht per share

## **2. Nature of Business and Competition**

At present, the Company operates its business in 3 main segments as follows:

- 1) Electronic Commerce (e-Commerce) segment, which includes online trading of goods and services Providing services as a payment agent (e-Payment) through WeChat and Alipay.
- 2) The business segment of the distribution of consumer products and
- 3) Advertising and public relations media service business segment

### **1) Electronic Commerce Business (E-Business)**

e-Payment (WeChat Pay/ Alipay), a mobile payment system based on WeChat's application, which is the most popular messaging application in China, is comparable to Line, Messenger, Whatsapp which has been good response from Chinese tourists shopping in Thailand. Because Chinese tourists have restrictions on importing currency into Thailand, the WeChat Pay system is a convenient, fast and secure payment channel. Just have a QR Code or a barcode to pay for products and services immediately. Chinese tourists are familiar with the traditional WeChat Pay payment system, just use their smart phone to shop anywhere. like being in China WeChat Pay payment service is another option aimed at facilitating shopping for Chinese customers. which is one of the main customers

In the first quarter of 2018, the company expanded its business cooperation by partnering with Alipay, the most popular mobile payment system in China. To be an electronic payment agent (e-Payment) to be an agent for merchants accepting payments through the Alipay system to accept payments for goods to increase the choice of payment for goods and services to users, which by Most of them are Chinese tourists, like WeChat Pay.

In 2019, the company has worked with business partners to increase the service model of e-payment, starting with the installation of a new generation of EDC machines that can provide both card and non-credit card payment services. card in connection with WeChat pay and Alipay e-wallet. It also supports True Money and Rabbit Line pay e-wallet to provide offline payment services to merchants.

In 2020 to the present, due to the COVID-19 situation, Chinese customers who are the main target audience of WeChat Pay and Alipay payments cannot travel to Thailand. As a result, the operation in this section has to temporarily slow down the operation of this business.

### **2) Product distribution business**

The company sees a business opportunity to enter the business of wholesale consumer goods - for stores. According to a 2017 study, Thailand has approximately 400,000 retail stores (source: [www.smartsme.co.th](http://www.smartsme.co.th)) and has a combined sales of consumer products of 145,000 million baht per

year. and located scattered in communities, districts, sub-districts, small villages across the country, causing these shops to encounter obstacles in having to drive to buy products from major wholesale shops in the province or a wholesaler with in-store delivery service can access the store without interruption and discontinuity from new business in the future to expand and extend the old business

With the aforementioned problems and obstacles, the company initiated the idea of inventing a new business model by developing an electronic platform to match between wholesalers. The Company then purchases the products from the nearest wholesaler and sells them to the stores within the radius that provide efficient service.

Starting the business of distribution of the company's products. In June 2019, the company began to try to do a real wholesale business (Pilot test) (in a limited area, starting to trade in two provinces in the Northeastern region. In fact, within 4 months, the company has more than 1,200 merchants applying to become a member, with sales for the year 2019 totaling 25.3 million baht. It was found that the average sales per store was 4,000 – 5,200. per month, coupled with the development of the electronic platform, the Company expects to be able to conduct merchandise distribution transactions through its network of retail outlets that accept participation in the "Tanjai Distribution" through the company's planned business model.

In 2020, in order to adjust according to the situation With the Covid-19 virus situation causing the new normal and stimulating the economy across the country via mobile phones. The distribution business department has planned to upgrade the stores in the provinces to be stronger. The products are distributed through the platform Line Tanjaidee, which adds to the list of products to the stores through the Tanjaidee Catalog, which includes products. Electrical appliances, kitchen utensils, home appliances, mobile phones and others, which can be ordered through the LINE platform immediately or through the customer service center. And the product will be delivered to the store within 7 days.

### **3) Advertising media service business**

From the elements that the company has a group of distributors as a department to collect stores to create a network of stores together with the company, which is an intermediary to connect the network of stores with the owners of various types of products. The network the company has developed has become a product of increasing value. because it is the same channel that the product owner may not have prioritized Because each store is different. But when they are brought together to form a network that is connected to each other across the country, it creates opportunities and business value that the company develops through media and public relations services at the stores, where product owners can reach consumers directly and cover the whole country. in the form of a billboard advertisement at the store In-store media at Point of sale Advertising media on transport vehicles Along with this format,

the company has a media planning service. along with formulating strategies based on market data from Local consumer insight to suit the needs of product owners who can choose from a variety of media formats, and areas that will cover the whole country or only the region That means both efficiency and cost-effectiveness of using budget to communicate marketing on this network. And this is a new alternative that is born on the same assets that the company Be an innovator and a pioneer To create new business opportunities for a network of merchants and product owners and products that are getting more and more acceptance and interest. To become a business partner and use advertising media services.

#### Factors affecting e-commerce business

##### ☐ Positive factors affecting the electronic commerce market

technological advancement

variety of mobile phones and lower smart phone prices

quantity of new products enter the online market more Increase choices for consumers

Consumer behavior has changed to Digital Lifestyle

Government support to make Thailand a cashless society

##### ☐ Negative factors affecting the electronic commerce market

Big competitors enter the online market more. Especially when commercial banks come into this business.

high price competition by reducing service rates in order to gain a customer base while the cost of services remained constant or did not decrease in proportion to the decrease in revenue.

Shorter Product Life Cycles Affect Rapid Product Demand

Modern technology makes new competitors Easier to enter the market

#### **Trend of doing e-commerce business**

The growth of e-commerce businesses in Thailand has seen a very high growth. Due to the competition of large e-commerce operators from abroad such as Alibaba, JD.com and both large operators. and small domestic companies that have increased considerably In addition, department stores and large supermarkets are increasingly focusing on selling products through online channels. The new generation of consumers will prefer to buy products. and more online services due to the convenience, speed and security of electronic transactions as a result, online transactions in the country have grown more.

In addition, the payment system has changed to focus on digital e-Wallet Payments instead of cash payments. by various banks Started a payment system using QR Code to push Thailand into a cashless society according to the government's policy. This will make society aware of reducing the use of cash by using e-Wallets instead. As a result, the payment system can be spread out to rural communities. far away from the bank and will increase spending to expand more in the future This will have a positive effect on online trading. To create more and more payment channels while reducing the cost of payment transactions.

Although the e-payment collection service business is becoming increasingly popular as the digital life-style changes, the technology used to provide Operators' services are also changing rapidly. coupled with higher business competition especially when commercial banks began to play a role as service providers. As a result, operators have to reduce the service fee rate to be able to compete in the service rate. However, the company still has operating costs in this business. or did not decrease in proportion to the revenue received from the reduced service fee. In addition, the company still has the cost of improving service technology in order to adjust the service model to meet the needs of electronic transactions of customers. As a result, the payment services business contributes to lower revenue and operating margin trends in the current year.

#### **Factors affecting the distribution business**

##### ☐ Positive factors affecting business

Retail stores, grocery stores with a large number of them are scattered throughout the district. district in Thailand at present, no operators have started doing business with these retailers through the use of electronic platforms. Make business opportunities to do business with these stores.

##### ☐ Negative factors affecting business

Retail Member Collection Grocery stores in each province may not meet their goals.

Competitors offer service to take orders with salespeople and deliver in-store delivery at a lower cost.

#### **The trend of doing business in the distribution of products**

The company sees a business opportunity to enter the wholesale business of consumer goods for these stores. because the retailers and there are many grocery stores scattered all over Thailand. using e-commerce technology tools Combined with personal service that is superior to competitors along with special privileges such as reward points for customers buying products through the company's network. In addition, the company also sees an opportunity to expand its business through electronic platform created from the collection of retail stores, grocery stores, such as bill payment services, top-up services, from providing services under the name "Tanjai Money Service". Divide the income benefit between the company which is the main service provider and the merchant at the agreed rate.

## **Risk Factors for the Company's Business Operations**

### **Electronic commerce business**

#### Technology risk

Doing an e-commerce business must have a good and reliable IT system. Must invest in building a stable system able to facilitate customers at all times and must not have problems with system crashes or payment error or buy products. The current technology is changing quite fast. Therefore, companies must keep up with new technologies. regularly and the company has continuously invested in the development of IT systems to meet the changing usage patterns and lifestyles of consumers with high volumes of transactions.

#### Market Risk

Because this business must have products. and interesting services to meet the modern society fast changing consumer demand and the services of customers in the modern era require differentiation from conventional products. In addition to price competition Still have to compete in the service that must be fast. and differentiating products and services. Therefore, selling goods and services online is a risk in marketing that can meet the needs of consumers in the digital society.

#### Economic risk

As the Thai economy began to recover but it is still an industry-specific recovery. While the country's household debt ratio remains high. coupled with the prices of agricultural products that have not increased thus affecting the purchasing power of consumers. However, the tourism sector has improved. number of foreign tourists especially from China come to travel in the country more as a result, domestic spending has increased. This will benefit the company for the expected increase in WeChat Pay/ Alipay transactions.

#### Illegal service provider risks

As a WeChat Pay/ Alipay payment agent, a Bank of Thailand electronic payment acceptance license is required. and must submit an application to operate this business from the Bank of Thailand but some entrepreneurs are not allowed to do this business. which affects the company's revenue and the tax burden that the government should collect has increased. The company has informed the relevant agencies to investigate. and continue to take legal action

### **Product distribution business**

#### Competitive risk

At present, the company has not found any competitor to trade. Household products sold through Book catalog and e-catalog. Your closest competitors may be: Catalogs that sell cosmetics or catalogs that sell electronics. Even the business competitors are strong and have been trading for a long time. But the catalog that sells cosmetics Focus on selling products to cosmetics and make-up products and catalogs of electrical appliances. It will be a high-priced product. because the product installment is included in the selling price

However, these competitors entered the market first. and have a lot of sales giving an advantage in the cost of the product and shipping costs the company's goal is to provide membership stores. "Tanjai Distribution" downloads an application to place an order on your mobile phone. This allows the store owner to be able to press the menu to order products on their mobile phones. This allows store owners to manage their stock efficiently. Reduce the problem of missing items from the shelf in the store and not lose the opportunity to generate sales and profits. If the company is successful in building such a platform. It can be said that the company is the first operator to distribute products through electronic platforms.

#### Investment adequacy risk

The Company has prepared sufficient investment capital for its operations in the distribution business. by raising capital through the capital increase of ordinary shares during the year 2019 to support the business expansion. which is expected to expand the business to cover all provinces in Thailand within the year 2020

#### **Advertising media service business**

##### Risk factor

With a new concept of networking with stores to expand the media business which requires a store area for business operations with good cooperation It is therefore important to understand the store owner as both a risk factor and a factor to strengthen the business. But with the concept of adding value on the original assets of the shop, adding business value without additional investment. Most store owners will be part of the network. Local media competitors in each region are another risk factor for business operations. who are considered to be the original But running a different business concept, which is just renting space in a spot where people pass. while the company's business with the integration of a network at the point of direct access to consumers at the store Therefore, it is an idea that strengthens and prevents another risk point. A network of relationships of people and partners located on distributors. It is a cost that is well hedged to the extent that the business idea that provides advertising media services on this network can grow steadily and sustainably.



### 3. List of Directors, Executives and Top 10 Major Shareholders

#### 3.1 List of directors and executives

No	Name	Position
1	Mr. Suthep Pongpitak	Independent Director and Chairman of the Audit Committee
2	Mr. Nimit Wongjariyakul	Director and Chairman of Executive Committee
3	Miss Naravadee Waravanitcha	Director and Chief Executive Officer
4	Mr. Chavapas Ongmahutmongkol	Director
5	Mr. Chumnun Kunnaratana	Independent Director and Audit Committee
6	Mrs. Araya Sunlakawit	Independent Director and Audit Committee
7	Mr. Narong Chokpiboonkarn	Director and Deputy of Chief Executive Officer
8	Mrs. Apinya Budsaratrakool	Director
9	Miss Oytip Choltichanun	Director

#### 3.2 List of top 10 major shareholders (information as of 8 June 2021)

No	Name	Shares	% of paid-up capital
1	Mr. Jirawud Kuvananant	886,350,288	39.011
2	TJD Co., Ltd.	275,000,000	12.104
3	Thai Digital Venture Co., Ltd.	250,000,000	11.003
4	Mr. Tawee Khositjiranun	100,000,000	4.401
5	Mr. Thanin Indhararuksakul	51,120,200	2.250
6	Ms. Nannaphat Adjamanwara	45,908,600	2.021
7	Thai NVDR Co., Ltd.	37,988,484	1.672
8	Mr. Takit Na Pattalung	23,540,220	1.036
9	Mr. Suvit Kovitcharoensuk	22,990,000	1.012
10	Mr. Boonyarit Taechapoonphol	19,000,000	0.836

#### 4. Capital Increase and Dividend Payment History during the Past 5 Years

##### 4.1 Capital Increase History

###### Year 2016

Significant resolutions at the Extraordinary General Meeting of shareholders no. 1/2016 on June 15, 2016 are as follows.

- (1) Approved to acquire entire business transfer of Orchid View Co., Ltd. by changing settlement from paying THB650 million of which THB166 million would be paid in cash and the other would be paid by issuing new 645.30 million ordinary shares with par value of THB0.10 per share with offering price of THB0.75 per share to swap all 50,000 shares of Orchid View Co., Ltd. with par value of THB100 per share. This conversion ratio would be 1 ordinary share of Orchid View to new 12,906 ordinary shares of the Company to become paying THB705 in cash, instead. This entire business transfer will transfer all Orchid View's assets and liabilities and the Company will acquire its 25-story apartment located on Sukhumvit 39 Rd., to develop as condominium for sales further.
- (2) Approved the decrease of the Company's capital by THB64.53 million from THB 1,246,317,837.50 to THB 1,181,787,837.50 by canceling 645.30 million unissued ordinary shares with par value of THB0.10 per share.

###### Year 2017

Significant resolutions at the Extraordinary General Meeting of shareholders no. 1/2017 on July 12, 2017 are as follows.

- (1) Approved to change the Company's Par Value from THB0.10 per share to THB0.50 per share by accumulating the existing 5 shares to new 1 share that made number of shares reduced from 11,817,878,375 shares to 2,363,575,675 shares or 9,454,302,700 shares decreased.
- (2) Approved to change the Company's name and securities name from Asset Bright Public Co., Ltd. or ABC to Digital Tech Planet Public Co., Ltd. or DIGI and changed name of warrants to be in consistency of name changed from ABC-W1 and ABC-W2 to DIGI-W1 and DIGI-W2.

###### Year 2018

No change in the Company's shareholders structure in 2018.

###### Year 2019

At the 2019 Annual General Meeting of Shareholders held on April 24, 2019, the shareholders passed important resolutions as follows:

(1) Approval to change the name of the company and the abbreviation of the company's securities listed on the SET from the former company name Digital Tech Planet Public Company Limited or DIGI was named B-52 Capital Public Company Limited or B52 and changed the name of the warrants to purchase the Company's ordinary shares. To reflect the company name change from DIGI-W1 and DIGI-W2 to B52-W1 and B52-W2.

At the Extraordinary General Meeting of Shareholders No. 1/2019 held on September 23, 2019, the shareholders passed important resolutions as follows:

(1) Approval to reduce the registered capital of the company in the amount of 215,987,976.50 baht from the original registered capital 1,181,787,837.50 baht as registered capital 965,799,861.00 baht by eliminating 431,975,953 unissued ordinary shares with a par value of 0.50 baht per share, which is the shares allocated to support the exercise of the warrants to purchase the Company's ordinary shares, Class 1 ( B52-W1) because B52-W1 has expired.

(2) Approval to increase the registered capital of the company in the amount of 313,100,000.00 baht from the original registered capital amount 965,799,861.00 baht as registered capital 1,278,899,861.00 baht by issuing 626,200,000 new ordinary shares with a par value of 0.50 baht

(3) Approve the allocation and offering of new ordinary shares to the existing shareholders in proportion to their shareholding (Right Offering) not exceeding 351,200,000 shares, with a par value of 0.50 baht, in the ratio of 9 existing ordinary shares to 2 newly issued ordinary shares. at the offering price of 0.20 baht per share

(4) Approve the allocation and offering of new ordinary shares to specific investors (Private Placement) as follows: TJD Company Limited, not more than 275,000,000 shares, with a par value of 0.50 baht per share, at an offering price of 0.20 baht per share.

#### Year 2020

There is no change in the share capital of the Company.

#### Year 2021

At the Extraordinary General Meeting of Shareholders No. 1/21, held on January 12, 2021, the shareholders passed important resolutions as follows:

(1) Approval to reduce the registered capital of the company in the amount of 267,883,207.50 baht from the original registered capital 1,278,899,861.00 baht as registered capital 1,011,016,653.50 baht by eliminating 535,766,415 unissued ordinary shares with a par value of 0.50 baht per share, which is the shares allocated to support the exercise of warrants to purchase the Company's ordinary shares, Class 2 (B52-W2) because B52-W2 has expired.

2) Approval to increase the registered capital of the company 251,377,081.50 baht from the original registered capital of 1,011,016,653.50 baht as registered capital 1,262,393,735.00 baht by issuing 502,754,163 new ordinary shares with a par value of 0.50 baht

(3) Approve the allocation and offering of new ordinary shares to specific investors (Private Placement) as follows: Thai Digital Venture Company Limited ("TDG") in the amount not exceeding 250,000,000 shares with a par value of 0.50 baht per share at an offering price of 0.20 baht per share as compensation for the acquisition of the Company's ordinary shares. One Digital Network Company Limited ("ONE") in which TDG holds shares in ONE totaling 50,000,000 baht to pay for newly issued ordinary shares of the Company instead of cash. At the exchange rate, the share is equal to 1 share of ONE for 2,083 new shares of the Company.

(4) Approve the allocation of new ordinary shares in the amount of not more than 252,754,163 shares with a par value of 0.50 baht per share. To support the issuance of warrants to purchase shares of the Company, Generation 3 (B52-W3) to the existing shareholders of the Company in proportion to the number of shares held by each shareholder (Right Offering).

(5) Approve the issuance and offering of warrants to purchase shares of the Company, Class 3 (B52-W3) in an amount not exceeding 252,754,163 units to the existing shareholders of the Company in proportion to the number of shares held by each shareholder (Right Offering) free of charge in the ratio of 8 existing shares to 1 unit of Warrants, Class 3 (B52-W3). The warrants are valid for not more than 1 year from the date of issuance of the warrants. The exercise ratio is 1 unit of warrant per 1 ordinary share and the exercise price is 0.25 baht per share.

At the 2021 Annual General Meeting of Shareholders held on May 18, 2021, the shareholders passed important resolutions as follows:

(1) Approval to increase the registered capital of the company General Mandate form 340,804,995 baht from the original registered capital amount 1,262,393,735 baht as registered capital 1,603,198,730 baht by issuing 681,609,990 new ordinary shares with a par value of 0.50 baht

(2) Approval of the allocation of new ordinary shares of the Company in the amount of not more than 681,609,990 shares at par value 0.50 baht to support the capital increase through a general mandate, divided into the following allocations: (1) Allotment of newly issued ordinary shares of not more than 454,406,660 shares to be offered to the existing shareholders (Right Offering) in proportion to their existing shareholding. and (2) the allocation of not more than 227,203,330 newly issued ordinary shares to be offered to a specific person (Private Placement).

In this regard, the allocation of the new ordinary shares The Board of Directors shall have the power to consider allocating and offering one-time or part-time offering, including the authority to take any action necessary and in connection with the offering of newly-issued ordinary shares. in all respects

Note: Due to the Stock Exchange of Thailand considered that The Company's main income is from commercial service business. Distribute products through the company's platform. SET Therefore, the Company's securities category has been relocated. From the consumer products industry (Consumer Products), the fashion business (Fashion) to the Services industry (Commerce), effective from June 11, 2021 onwards.

#### 4.2 Dividend Payment History during the Past 5 Years

No dividend payment during the past 5 years because the Company has accumulated losses.

#### 5. Information of Affiliated Companies, Subsidiaries, and Associates

Subsidiary	Type of business and nature of business	paid-up capital (million baht)	% shareholding	investment value (million baht)
1. Tanjai Distribution Co., Ltd.	Retail sale of other goods in general stores	1	99.97	0.9997
2. Tanjai D Money Service Co., Ltd.	provide financial services by being a broker	1.25	75	0.9375
3. ONE Digital Network Co., Ltd.	Providing media advertising services using various computer systems. Production services for all types of advertising media in various media.	12	100	50
4.Solution Fly Co., Ltd.	Providing advertising media services public relations and comprehensive media services	1	75	0.75
5.Tanjai D Money Transfers Co., Ltd.	Operate business as an intermediary for payment of goods, services or any other fees including the provision of payment services for various services	1	50	0.50
6.M Novation Plus Co., Ltd.	Running an innovative business To help drive research and innovation to commercial use effectively.	0.20	50	0.90
7.M Quality Products Co., Ltd.	Manufacture and/or distribute goods or products related to medicine, health, beauty and other products.	0.20	50	0.90

### Part 3

## Financial Statement Summary of B-52 Capital Public Company Limited

(Unit : Million Baht)

Statement of Financial Position	March 31,2021	December 31,2020	December 31,2019	December 31,2018
<b>Assets</b>				
Cash and cash equivalents	70.99	87.32	42.04	12.56
Short-term investments	3.82	3.82	68.12	111.26
Trade and other receivables	25.94	16.85	12.07	15.75
Inventories	0.02	0.00	0.42	0.25
Advance A32	0.00	0.00	30.16	30.16
Other current assets	0.23	0.42	2.06	2.58
<b>Total current assets</b>	<b>101.01</b>	<b>108.41</b>	<b>154.87</b>	<b>172.55</b>
Deposit at financial institutions pledged as collateral	13.90	14.34	28.99	31.00
Available-for-sales securities			0.00	0.00
Building improvement and equipment, net	9.95	8.73	10.42	4.99
Right of use assets	27.39	17.19		
Intangible assets, net	6.01	3.65	1.34	1.95
Goodwill	42.10			
Deferred tax assets	0.73			
Other non-current assets	5.18	4.32	2.45	2.50
<b>Total non-current assets</b>	<b>105.25</b>	<b>48.23</b>	<b>43.21</b>	<b>40.45</b>
<b>Total assets</b>	<b>206.26</b>	<b>156.64</b>	<b>198.08</b>	<b>213.00</b>
Short-term borrowings from financial institutions			0.00	0.00
Trade and other payables	11.65	5.11	3.16	20.07
Current portion of liabilities under finance lease agreements	6.10	4.06	0.00	0.73
Income tax payable	0.42		0.00	12.91
Other current liabilities	0.41	0.38	0.55	2.64
<b>Total current liabilities</b>	<b>18.58</b>	<b>9.56</b>	<b>3.71</b>	<b>36.35</b>
Liabilities under finance lease agreements, net	22.21	13.67	0.00	0.00
Deferred tax liabilities	0.01	0.00	0.00	0.16
Employee benefit obligations	6.07	2.35	1.18	1.86
Other non-current liabilities	0.85	0.68	0.37	4.86

<b>Total non-current liabilities</b>	29.14	16.70	1.55	6.88
<b>Total liabilities</b>	47.72	26.26	5.27	43.24
Authorised share capital	1,136.02	1,011.02	1,011.02	790.20
Premium (discount) on share capital	(170.99)	(95.99)	(95.99)	36.50
Surplus from share-based payments	72.16	72.16	72.16	61.16
Other comprehensive income (expenses)			0.00	0.00
Legal reserve	8.30	8.30	8.30	8.30
Unappropriated retained earnings	(887.53)	(865.03)	(802.67)	(726.40)
<b>Total equity attributable to owners of the company</b>	157.95	130.45	192.81	169.76
Non-controlling interests	0.59	(0.07)	0.00	0.00
<b>Total equity</b>	158.54	130.38	192.81	169.76
<b>Total liabilities and equity</b>	206.26	156.64	198.08	213.00

(Unit : Million Baht)

Statement of Comprehensive Income	March 31,2021	December 31,2020	December 31,2019	December 31,2018
Revenue from sales and services	8.37	30.78	31.21	833.09
Cost of sales and services	(5.20)	(23.63)	(30.76)	(888.62)
<b>Gross income (loss)</b>	<b>3.17</b>	<b>7.15</b>	<b>0.45</b>	<b>(55.53)</b>
Other income	0.29	1.62	4.03	11.75
Selling expenses	(2.44)	(5.37)	(3.12)	(83.04)
Administrative expenses	(23.85)	(65.35)	(78.44)	(127.85)
Finance costs	(0.29)	(0.94)	(0.03)	(42.80)
<b>Loss before income tax</b>	<b>(23.12)</b>	<b>(62.88)</b>	<b>(77.10)</b>	<b>(297.47)</b>
Income tax income (expense)	0.03	0.00	0.16	(21.89)
<b>Net loss for the year</b>	<b>(23.09)</b>	<b>(62.88)</b>	<b>(76.95)</b>	<b>(319.36)</b>
<b>Other comprehensive income (expense) for the year, net of tax</b>	<b>0.00</b>	<b>0.14</b>	<b>0.67</b>	<b>2.08</b>
<b>Total comprehensive expense for the year</b>	<b>(23.09)</b>	<b>(62.74)</b>	<b>(76.27)</b>	<b>(317.28)</b>

#### Loss per share

Basic loss per share	(0.014)	(0.038)	(0.046)	(0.202)
Weighted average number of ordinary shares outstanding (shares)	1,673,224,835	1,673,224,835	1,673,224,835	1,580,400,000



(Unit : Million Baht)

Statement of Cash Flows	March 31,2021	December 31,2020	December 31,2019	December 31,2018
Net cash generated from (used in) operating activities	(14.30)	(9.25)	(93.18)	614.16
Net cash (used in) generated from investing activities	(0.98)	58.99	35.09	(140.08)
Net cash (used in) generated from financing activities	(1.35)	(4.45)	87.57	(474.68)

Enclosure 2

**Subscription Form for Newly Issued Ordinary Shares**

(as detailed in the enclosed document)





เลขที่ใบจองซื้อ / Subscription Form No.....

ใบจองซื้อ 1 ใบต่อ 1 เลขทะเบียนผู้ถือหุ้นเท่านั้น /One Subscription Form per one Shareholder Register No. Only

ใบจองซื้อหุ้นสามัญเพิ่มทุน ของ บริษัท บี-52 แคปปิตอล จำกัด (มหาชน)

Subscription Form for New Issued Ordinary Shares of B52 Capital Public Company Limited

การเสนอขายหุ้นสามัญเพิ่มทุนต่อผู้ถือหุ้นเดิมของ บริษัท บี-52 แคปปิตอล จำกัด (มหาชน) จำนวน 349,550,000 หุ้น

มูลค่าที่ตราไว้หุ้นละ 0.50 บาท ในราคาเสนอขายหุ้นละ 0.50 บาท เสนอขายต่อผู้ถือหุ้นเดิมในอัตราส่วน 6.5 หุ้นสามัญเดิมต่อ 1 หุ้นสามัญเพิ่มทุน

Offering for sale to existing shareholders of B52 Capital Public Company Limited of 349,550,000 new ordinary shares (the "Shares")

with a par value of Baht 0.50 each, at the offering price of Baht 0.50 per share, at a ratio of 6.5 existing ordinary shares to 1 new ordinary share

วันที่จองซื้อ ☐ 5 กรกฎาคม 2564 / 5 July 2021 ☐ 6 กรกฎาคม 2564 / 6 July 2021 ☐ 7 กรกฎาคม 2564 / 7 July 2021 ☐ 8 กรกฎาคม 2564 / 8 July 2021 ☐ 9 กรกฎาคม 2564 / 9 July 2021

ข้อมูลผู้จองซื้อหุ้น โปรดกรอกข้อความในช่องด้านล่างนี้ให้ครบถ้วน ชัดเจน ตัวบรรจง / Subscriber's Information. Please fill all the blanks in clear and legible manner.

เรียน คณะกรรมการ บริษัท บี-52 แคปปิตอล จำกัด (มหาชน) ("บริษัท") / To Board of Directors of B52 Capital Public Company Limited (the "Company")

ข้าพเจ้า / I/We ☐ นาย/Mr. ☐ นาง / Mrs. ☐ นางสาว / Miss ☐ นิติบุคคล / Company .....

เลขทะเบียนผู้ถือหุ้นเดิมที่ / Registration No. .... โทรศัพท์ที่ติดต่อได้ / Tel. ....

บัตรประจำตัวประชาชน/ใบต่างตัวหนังสือเดินทาง/เลขทะเบียนนิติบุคคล เลขที่ / ID Card/Work Permit/Passport/Juristic ID No. ....

ที่อยู่ / Address .....

ข้าพเจ้ามีหุ้นเดิมของ บริษัท บี-52 แคปปิตอล จำกัด (มหาชน) ในวันที่กำหนดรายชื่อผู้ถือหุ้นที่มีสิทธิจองซื้อหุ้นสามัญใหม่ในการเพิ่มทุนครั้งนี้ (Record Date) ณ วันที่ 8 มิถุนายน 2564 จำนวน / According to the Record Date on 8 June 2021 to compile the list of shareholders entitled to subscribe for new ordinary shares, I/we own ..... หุ้น / ordinary share(s), และมีสิทธิในการจองซื้อหุ้นสามัญเพิ่มทุนของบริษัทจำนวน / and have rights to subscribe for

..... หุ้น / new ordinary share(s)

ข้าพเจ้ามีความประสงค์ที่จะจองซื้อหุ้นสามัญเพิ่มทุนของบริษัท บี-52 แคปปิตอล จำกัด (มหาชน) ดังนี้ /

I/We wish to subscribe for the newly ordinary share(s) in the Company as follows:

☐ จองซื้อตามสิทธิทั้งจำนวน / Subscription for full of the entitlement  
☐ จองซื้อน้อยกว่าสิทธิ / Subscription for less than the entitlement

โปรดเลือกข้อใดข้อหนึ่ง / Choose o only one

☐ จองซื้อเกินกว่าสิทธิ (ระบุเฉพาะจำนวนที่จองเกินสิทธิ) / Subscription for more than the entitlement (Specify the excess proportion only)

รวมจองซื้อทั้งสิ้น / Total Subscription

พร้อมกันนี้ ข้าพเจ้าขอส่งเงินค่าจองซื้อหุ้นสามัญดังกล่าวโดยชำระเป็น / I/We enclose my/our payment by:

☐ เงินโอนเข้าบัญชี "บริษัทหลักทรัพย์ โกลบอล แคปิตอล จำกัด (มหาชน) เลขที่บัญชี 155-3-00030-1 ประเภทบัญชีกระแสรายวัน ธนาคารไทยพาณิชย์ จำกัด (มหาชน) สาขาออลซีซั่นส พลัส /

Pay-in: Payable to "Globlex Securities Company Limited for Subscription" Account number 155-3-00030-1, Current Account, Siam Commercial Bank Public Company Limited, All Seasons Place Branch

เมื่อข้าพเจ้าได้รับการจัดสรรหุ้นสามัญเพิ่มทุนดังกล่าว ในการส่งมอบหุ้นข้าพเจ้าตกลงกับบริษัทดำเนินการดังต่อไปนี้ (โปรดเลือกข้อใดข้อหนึ่ง) / If I/We am/are allotted the said Shares, I/we agree to have either of the following processed by the Company (Choose only one):

☐ ให้ฝากใบหุ้นสามัญตามจำนวนที่ได้รับการจัดสรรนั้นไว้ในชื่อ "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อผู้ฝาก" และดำเนินการให้ บริษัท ..... สมาชิกผู้ฝากเลขที่ .....

นำหุ้นข้าพเจ้าไว้กับ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อเข้าบัญชีซื้อขายหลักทรัพย์ เลขที่ ..... ชื่อ ..... ซึ่งข้าพเจ้ามีอยู่กับบริษัทนั้น /

Issue a share certificate in the Name of "Thailand Securities Depository Co., Ltd. For Depositor" for the allotted Shares and assign for Participant name ..... TSD number no. ....

To deposit the said Shares with the Thailand Securities Depository Co., Ltd. ("TSD") for my/our securities a/c no. .... a/c name ..... maintained at said TSD member company.

☐ ให้ฝากใบหุ้นสามัญตามจำนวนที่ได้รับการจัดสรรนั้นไว้ในชื่อ "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด" และนำหุ้นข้าพเจ้าไว้กับ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด โดยนำเข้าบัญชีของบริษัท ที่ ออกหลักทรัพย์ สมาชิกเลขที่ 600 เพื่อข้าพเจ้า (การชดเชยเป็นใบหลักทรัพย์ในภายหลังผู้จองซื้อหุ้นจะต้องเสียค่าธรรมเนียมตามอัตราที่ บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด กำหนด) / Issue a share certificate in the Name of "Thailand Securities Depository Co., Ltd." For the allotted Shares and deposit the said Shares with TSD under issuer account for my name account number 600. (Subscriber shall pay the fees as specified by TSD for later issuance of share certificate.)

☐ ให้ออกใบหุ้นสามัญตามจำนวนที่ได้รับจัดสรรนั้นไว้ในชื่อของข้าพเจ้าและจัดส่งใบหุ้นให้ข้าพเจ้าตามชื่อที่อยู่ระบุไว้ในทะเบียนผู้ถือหุ้นทางไปรษณีย์ลงทะเบียน โดยข้าพเจ้ายินยอมมอบหมายให้บริษัทดำเนินการใดๆ เพื่อทำให้การจัดทำใบหุ้นและส่งมอบใบหุ้นให้แก่ข้าพเจ้าภายใน 15 วันทำการ นับจากวันปิดการจองซื้อหุ้น / Issue a share certificate in my/our name for the allotted Shares and deliver the share certificate to me/us by registered mail according to the address stated in the shareholder register. I/We agree to have the Company do the necessary to have the share certificate issued and delivered to me/us within 15 business days from the closing date of the subscription period.

ในการที่จองซื้อเกินกว่าสิทธิและข้าพเจ้าไม่ได้รับการจัดสรรหุ้นสามัญที่จองซื้อเกินกว่าสิทธิ หรือ ได้รับการจัดสรรไม่ครบถ้วนตามจำนวนที่จองซื้อเกินกว่าสิทธิ ไม่ว่าด้วยกรณีใดๆ ข้าพเจ้าตกลงยินยอมคืน โดยให้บริษัทดำเนินการคืนเงินค่าจองซื้อหรือเงินส่วนต่างค่าจองซื้อ โดยผู้จองซื้อโปรดระบุข้อมูลดังต่อไปนี้ โอนเงินเข้าบัญชีธนาคารประเภท ออมทรัพย์ / กระแสรววน (ผู้จองซื้อเกินสิทธิจะต้องแนบสำเนาสมุดบัญชีเงินฝากธนาคารของ ร.ไทยพาณิชย์, ร.กรุงเทพ, ร.กสิกรไทย, หรือ ร.กรุงไทย พร้อมกับเอกสารทั้งหมดให้ครบถ้วน) / If I/We have not been allotted the Shares or have been allotted lower than subscription amount, I/we agree to have the payment or excess payment returned to me/us by making a wire transfer to my/our bank account as the information below (The Oversubscription Subscribers must attach a copy of bank account passbook of SCB, BBL, KBANK or KTB with all documents.)

☐ ร.ไทยพาณิชย์ / SCB ☐ ร.กรุงเทพ / BBL ☐ ร.กสิกรไทย / KBANK ☐ ร.กรุงไทย / KTB, สาขา / Branch ..... เลขที่บัญชี / Account No. ....

ข้าพเจ้าขอรับรองและตกลงว่าจะจองซื้อหุ้นสามัญเพิ่มทุนดังกล่าวและจะไม่ยกเลิกการจองซื้อหุ้นสามัญเพิ่มทุนนี้ แต่หากข้าพเจ้าไม่ส่งใบจองซื้อหุ้นสามัญเพิ่มทุนที่ได้กรอกรายละเอียดครบถ้วนเรียบร้อยแล้ว ข้าพเจ้าขอคืนเงินโอนเข้าบัญชี มาถึงบริษัทภายในระยะเวลาการจองซื้อ หรือว่าข้าพเจ้าแสดงเจตนาไม่ประสงค์จะให้สิทธิการจอง และข้าพเจ้ายินยอมรับเงินคืน ข้าพเจ้าได้อ่านหนังสือแจ้งการจัดสรรหุ้นเพิ่มทุนบริษัท บี-52 แคปปิตอล จำกัด (มหาชน) และยินยอมผูกพันตนหนังสือแจ้งการจัดสรรฯ ดังกล่าว และที่จะได้มีการแก้ไขเพิ่มเติมในภายหลังด้วย /

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 with payment has not been honored within the subscription period. I/We may be deemed to have not exercised my/our subscription rights and receive the payment back. I/We agree to bind on conditions and any notifications specified in the notification of subscription rights for newly issued ordinary shares of B52 Capital Public Company Limited, including the amendment.

การลงทุนในหุ้นย่อมมีความเสี่ยง ก่อนการตัดสินใจจองซื้อหลักทรัพย์ ควรศึกษาข้อมูลอย่างรอบคอบ

ลงชื่อ ..... ผู้จองซื้อ / Subscriber

Please be aware of the risk involved in share investment. Please read the relevant information carefully before subscription.

(.....)

การประเมินความเสี่ยงที่ยอมรับได้ (Suitability Test) เพื่อจองซื้อหุ้น / Suitability Test for share subscription

1. ข้าพเจ้าได้ดำเนินการทำแบบประเมิน Suitability Test มาแล้ว และรับทราบระดับความเสี่ยงที่ยอมรับได้ของข้าพเจ้าแล้ว / I/we already conducted the Suitability Test, and I/we acknowledge my/our risk tolerance level.

2. ข้าพเจ้ารับทราบระดับความเสี่ยงของหุ้นสามัญที่ข้าพเจ้าจะจองซื้อครั้งนี้ / I/We acknowledge risk level of share I/we will subscribe for.

ทั้งนี้ หากผลการประเมิน Suitability Test ของข้าพเจ้าออกมาว่า ข้าพเจ้าไม่เหมาะสมกับการจองซื้อหุ้นในครั้งนี้ ข้าพเจ้ายินยอมและประสงค์ที่จะจองซื้อหุ้นสามัญในครั้งนี้ และให้ส่งลายมือชื่อที่เขียนขึ้นในฐานะผู้จองซื้อด้านล่าง โดยข้าพเจ้ารับทราบว่าการลงทุน

ในหุ้นสามัญครั้งนี้ไม่เหมาะสมกับระดับความเสี่ยงที่ข้าพเจ้ายอมรับได้ตามผลประเมิน Suitability Test / If the result of Suitability Test indicates that this share investment does not match my/our risk tolerance level, I/we still wish to subscribe for this share.

I will put my signature below to confirm my intention for this share subscription. I/We acknowledge that this share investment does not match my risk tolerance level in accordance with the result of suitability test.

ลงชื่อ ..... ผู้จองซื้อ / Subscriber

(.....)

หลักฐานการรับฝากการจองซื้อหุ้นสามัญเพิ่มทุนของบริษัท บี-52 แคปปิตอล จำกัด (มหาชน) (บริษัทฯ) (ผู้จองซื้อ โปรดกรอกข้อความในส่วนนี้ด้วย)

Evidence of receipt of Subscription Form for New Ordinary Shares of B52 Capital Public Company Limited (the "Company") (Subscriber shall also fill in this section.)

วันที่จองซื้อ / Subscription Date .....

เลขที่ใบจองซื้อ / Subscription Form No. ....

ผู้จัดทำหน้าได้รับเงินจาก / Underwriter received payment from .....

เพื่อจองซื้อหุ้นสามัญเพิ่มทุนของบริษัทฯ จำนวน / for subscription of

..... หุ้น / new ordinary shares in the Company, ในราคาหุ้นละ 0.50 บาท / at Baht 0.50 per share, รวมเป็นเงิน / totaling of

..... บาท / Baht โดยชำระเป็น / made payable

by ☐ เงินโอน / Money Transfer

ลงวันที่ / Date ..... ธนาคาร / Bank .....

สาขาที่โอน / Branch .....

โดยหากผู้จองซื้อได้รับการจัดสรรหุ้นให้ดำเนินการดังต่อไปนี้ / If the subscriber receives the allocation of the aforesaid shares, the subscriber requests as follow :

☐ ออกใบหุ้นในนาม "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด เพื่อผู้ฝาก" เลขที่สมาชิกผู้ฝาก ..... บัญชีซื้อขายหลักทรัพย์เลขที่ ..... /

Issue a share certificate in the Name of "Thailand Securities Depository Co., Ltd. For Depositor" Participant number .....

Securities trading account number .....

☐ ออกใบหุ้นในนาม "บริษัท ศูนย์รับฝากหลักทรัพย์ (ประเทศไทย) จำกัด" โดยนำเข้าบัญชีของผู้ถือหลักทรัพย์ สมาชิกเลขที่ 600 เพื่อผู้จองซื้อ / Issue a share certificate in the Name of "Thailand Securities Depository Co., Ltd." and deposit those shares under issuer account for my name, account number 600

☐ ออกใบหุ้นในนามผู้จองซื้อ ภายใน 15 วันทำการนับแต่ปิดการจองซื้อหุ้น / Issue a share certificate in the name of subscriber within 15 business days from the subscription closing date

ข้าพเจ้าเป็นผู้รับมอบอำนาจ / Authorized Officer .....

หมายเหตุ: หากผู้จองซื้อประสงค์จะเปลี่ยนแปลงที่อยู่ให้ไว้ โปรดแจ้งการแก้ไขต่อนายทะเบียนโดยตรง และจัดส่งไปที่สำนักงานปฏิบัติการหลักทรัพย์ บริษัท ศูนย์รับฝากหลักทรัพย์

(ประเทศไทย) จำกัด เลขที่ 93 ถนนรัชดาภิเษก แขวงดินแดง เขตดินแดง กรุงเทพฯ 10400 โทร. 0 2009-9000

Remark: If subscriber wishes to amend his/her address given previously, please directly notify the change to the registrar at: Securities Operation Service, Thailand

Securities Depository Co., Ltd. No. 93 Ratchadaphisek Road, Dindaeng, Bangkok 10400, Thailand

BROKER			
ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
002	บริษัทหลักทรัพย์ทิสโก้ จำกัด TISCO SECURITIES COMPANY LIMITED	030	บริษัทหลักทรัพย์ ไอ วี โกลบอล จำกัด (มหาชน) I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED
003	บริษัทหลักทรัพย์ คันทรี กรุ๊ป จำกัด (มหาชน) COUNTRY GROUP SECURITIES PUBLIC COMPANY LIMITED	032	บริษัทหลักทรัพย์ เคทีบี (ประเทศไทย) จำกัด KTB SECURITIES (THAILAND) COMPANY LIMITED
004	บริษัทหลักทรัพย์ ดีบีเอส วิกเคอร์ส (ประเทศไทย) จำกัด DBS VICKERS SECURITIES (THAILAND) COMPANY LIMITED	034	บริษัทหลักทรัพย์ฟิลลิป (ประเทศไทย) จำกัด (มหาชน) PHILLIP SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
005	บริษัทหลักทรัพย์ แลนด์ แอนด์ เฮาส์ จำกัด (มหาชน) LAND AND HOUSES SECURITIES PUBLIC COMPANY LIMITED	038	บริษัทหลักทรัพย์ เออีซี จำกัด (มหาชน) AEC SECURITIES PUBLIC COMPANY LIMITED
006	บริษัทหลักทรัพย์ ฟัทรา จำกัด (มหาชน) PHATRA SECURITIES PUBLIC COMPANY LIMITED	048	บริษัทหลักทรัพย์ อีรา จำกัด (มหาชน) AURA SECURITIES PUBLIC COMPANY LIMITED
007	บริษัทหลักทรัพย์ ซีจีเอส-ซีไอเอ็มบี (ประเทศไทย) จำกัด CGS-CIMB SECURITIES (THAILAND) COMPANY LIMITED	050	บริษัทหลักทรัพย์ เอสเอสแอล จำกัด ASL SECURITIES COMPANY LIMITED
008	บริษัทหลักทรัพย์ เอเชีย พลัส จำกัด (มหาชน) ASIA PLUS SECURITIES PUBLIC COMPANY LIMITED	051	บริษัทหลักทรัพย์ เอสบีไอ ไทย ออนไลน์ จำกัด SBI THAI ONLINE SECURITIES CO.,LTD.
010	บริษัทหลักทรัพย์ เมอร์ริล ลินช์ (ประเทศไทย) จำกัด MERRILL LYNCH SECURITIES (THAILAND) LIMITED	052	บริษัทหลักทรัพย์ จีเอ็มไอ-เซต คอม(ประเทศไทย) จำกัด GMO-Z com SECURITIES (THAILAND) LIMITED
011	บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน) KASIKORN SECURITIES PUBLIC COMPANY LIMITED	200	บริษัทหลักทรัพย์ เมย์แบงก์ ีเอ็มซี (ประเทศไทย) จำกัด (มหาชน) MAYBANK KIM ENG SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
013	บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน) KGI SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	211	บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด UBS SECURITIES (THAILAND) LIMITED
014	บริษัทหลักทรัพย์ โนมูระ พัฒนสิน จำกัด (มหาชน) CAPITAL NOMURA SECURITIES PUBLIC COMPANY LIMITED	213	บริษัทหลักทรัพย์ เอเชีย เวลท์ จำกัด ASIA WEALTH SECURITIES PUBLIC COMPANY LIMITED
015	บริษัทหลักทรัพย์ คิงส์ฟอร์ด จำกัด (มหาชน) KINGSFORD SECURITIES PUBLIC COMPANY LIMITED	221	บริษัทหลักทรัพย์ เมอริตัน พาร์ทเนอร์ จำกัด (มหาชน) MERCHANT PARTNERS SECURITIES LIMITED
016	บริษัทหลักทรัพย์ธนชาติ จำกัด (มหาชน) THANACHART SECURITIES PUBLIC COMPANY LIMITED	224	บริษัทหลักทรัพย์บัวหลวง จำกัด (มหาชน) BUALUANG SECURITIES PUBLIC COMPANY LIMITED
019	บริษัทหลักทรัพย์หยวนต้า (ประเทศไทย) จำกัด YUANTA SECURITIES (THAILAND) COMPANY LIMITED	225	บริษัทหลักทรัพย์ซี แอล เอส เอ (ประเทศไทย) จำกัด CLSA SECURITIES (THAILAND) LIMITED
022	บริษัทหลักทรัพย์ ทรินิตี้ จำกัด TRINITY SECURITIES COMPANY LIMITED	229	บริษัทหลักทรัพย์ เจพีมอร์แกน (ประเทศไทย) จำกัด JPMORGAN SECURITIES (THAILAND) LIMITED
023	บริษัทหลักทรัพย์ไทยพาณิชย์ จำกัด SCB SECURITIES COMPANY LIMITED	230	บริษัทหลักทรัพย์ โกลเบล็ก จำกัด GLOBLEX SECURITIES COMPANY LIMITED
026	บริษัทหลักทรัพย์ยูไอบี เคย์เฮียน (ประเทศไทย) จำกัด (มหาชน) UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	244	บริษัทหลักทรัพย์ แมคควารี (ประเทศไทย) จำกัด MACQUARIE SECURITIES (THAILAND) LIMITED
027	บริษัทหลักทรัพย์ อาร์เอสบี โอเอสเค (ประเทศไทย) จำกัด (มหาชน) RHB OSK SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	247	บริษัทหลักทรัพย์ เครดิต สวิส (ประเทศไทย) จำกัด CREDIT SUISSE SECURITIES (THAILAND) LIMITED
029	บริษัทหลักทรัพย์กรุงศรี จำกัด (มหาชน) KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED	248	บริษัทหลักทรัพย์ เคที ซีมิโก้ จำกัด KT ZMICO SECURITIES COMPANY LIMITED
		924	บริษัทหลักทรัพย์ ฟินันเซีย ไซรัส จำกัด (มหาชน) FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED
SUB-BROKER			
236	ธนาคาร ทิสโก้ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED	243	บริษัทหลักทรัพย์ เพ็ญภิรมย์หลักทรัพย์ จำกัด (มหาชน) TSFC SECURITIES PUBLIC COMPANY LIMITED
242	บริษัทหลักทรัพย์ ซิตี้คอร์ป (ประเทศไทย) จำกัด CITICORP SECURITIES (THAILAND) LIMITED	245	ธนาคารธนชาติ จำกัด (มหาชน) THANACHART BANK PUBLIC COMPANY LIMITED
257	บริษัทหลักทรัพย์ ไทยพาณิชย์ จูเลียส แบร์ จำกัด SCB-Julius Baer Securities Co.,Ltd.		
CUSTODIAN			
301	ธนาคารซีทีบีแบงก์ เอ็น.เอ.(CUSTODY SERVICES) CITIBANK, N.A. - CUSTODY SERVICES	328	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED
302	ธนาคารไทยพาณิชย์ จำกัด (มหาชน) THE SIAM COMMERCIAL BANK PUBLIC COMPANY LIMITED	329	ธนาคารทหารไทยธนชาติ จำกัด (มหาชน) TMBThanachart Bank Public Company Limited (CUSTODIAN)
303	ธนาคารกรุงเทพ จำกัด (มหาชน) - ผู้รับฝากทรัพย์สิน BANGKOK BANK PUBLIC COMPANY LIMITED-CUSTODY	334	บริษัทหลักทรัพย์ เพ็ญภิรมย์หลักทรัพย์ จำกัด (มหาชน) TFSC SECURITIES PUBLIC COMPANY LIMITED
304	ธนาคารฮ่องกงและเซี่ยงไฮ้ แบงก์ิง คอรัปอเรชั่น จำกัด THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.	336	ธนาคารเกียตตินาคิน จำกัด (มหาชน) KIATNAKIN BANK PUBLIC COMPANY LIMITED
305	ธนาคารกรุงไทย จำกัด (มหาชน) THE KRUNG THAI BANK PUBLIC COMPANY LIMITED	337	ธนาคารทหารไทยธนชาติ จำกัด (มหาชน) TMBThanachart Bank Public Company Limited
308	ธนาคารกสิกรไทย จำกัด (มหาชน) – ผู้รับฝากทรัพย์สิน KASIKORNBANK PUBLIC COMPANY LIMITED - CUSTODIAN	339	ธนาคาร ทิสโก้ จำกัด (มหาชน) (ผู้รับฝากทรัพย์สิน) TISCO BANK PUBLIC COMPANY LIMITED (CUSTODIAN)
518	ธนาคารแลนด์ แอนด์ เฮาส์ จำกัด (มหาชน) LAND AND HOUSES BANK PUBLIC COMPANY LIMITED	340	ธนาคาร เจพีมอร์แกน เชส (เพื่อการค้าสารหนี้) JPMORGAN CHASE BANK (BOND TRADING)
312	ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน) STANDARD CHARTERED BANK (THAI) PUBLIC COMPANY LIMITED	343	ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMITED
316	ธนาคารสินเอเซีย จำกัด (มหาชน) (คีโตนเดียน) ACL BANK PUBLIC COMPANY LIMITED (CUSTODIAN)	345	ธนาคารธนชาติ จำกัด (มหาชน) (ผู้รับฝากทรัพย์สิน) THANACHART BANK PUBLIC COMPANY LIMITED (CUSTODIAN)
330	ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิงคอร์ปอเรชั่น จำกัด (เพื่อตราสารหนี้) THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.BOND	425	ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER)

**หมายเหตุ/Notes:**

- ผู้จองซื้อกรุณาแนบใบรับรองสิทธิการจองซื้อหุ้นสามัญเพิ่มทุน มาพร้อมกับใบจองซื้อหุ้นสามัญเพิ่มทุนฉบับนี้ด้วย / The subscriber please attach the subscription certificate of the right to subscribe for new ordinary shares with this subscription form for new ordinary shares.
- ผู้จองซื้อโอนเงินเข้าบัญชีเดียวกัน ทั้งกรณีจองซื้อ ตามสิทธิ หรือต่ำกว่าสิทธิ หรือเกินกว่าสิทธิ ที่ได้รับการจัดสรร/ The subscriber shall pay only one wire transfer for subscription according to rights or lower than rights or excess of the entitlement.
- ถ้าจำนวนหุ้นที่ระบุไว้ในใบจองซื้อนี้ไม่ตรงตามจำนวนเงินที่บริษัทได้รับชำระ บริษัทจะถือตามจำนวนเงินที่ได้รับชำระเป็นหลัก ทั้งนี้ จำนวนเงินดังกล่าวจะต้องไม่เกินกว่ามูลค่าหุ้นที่ผู้จองซื้อได้รับจัดสรรทั้งหมด / If the share subscription amount stated in this subscription form for new ordinary shares does not match the payment received, the Company shall regard the payment received as the intended subscription amount. In this regard, the said payment shall not exceed the value of the subscription amount that the subscriber is entitled to be allocated.
- ผู้จองซื้อจะต้องแนบใบนำฝากชำระเงินค่าสิทธิและค่าบริการ (Bill Payment Pay-In Slip) หรือนำฝากเงิน ซึ่งแสดงการชำระเงินเพื่อการจองซื้อหุ้นสามัญเพิ่มทุนโดยครบถ้วน / The subscriber must attach the Bill Payment Pay-In Slip or pay-in slip showing full payment for subscription of new ordinary shares.

**Deposit into an issuer account only**

I/We.....

National I.D. card/ passport/ company registration no.....

**For Individual Person**

1. Place of Birth (Country) .....

2. Second Nationality .....

3. Permanent Address .....

Province/State/Region.....Country.....Postal.....

**For Juristic Person**

1. Incorporated in (Country) .....

2. FATCA Status\* .....

(Please answer the attached questionnaire and fill in its result in this field)

- In case of Passive NPFEE, please specify the % of U.S. shareholders/owners.....
- In case of PFFI, of RDCFFI, please specify GIIN Number.....

I/We request to deposit these securities with the Thailand Securities Depository (TSD) in the account of the issuing company. I/We hereby certify that the aforementioned statements are complete and true. Should TSD incur any direct or indirect damage, obligation or expense due to complying with my request as given above, I/we shall be fully responsible and shall unconditionally compensate TSD in full. In addition, I/We acknowledge that TSD may appear in this document disclosure to the organization having agreement with TSD and/or Government agencies that have the legal power to request such information.

Signature.....Securities holder

(.....) Phone no.....



**Entity Status Certification and Information Disclosure Consent Form under FATCA**

**Certification of the Claimed FATCA Status**

I hereby certify that I have the status as follows;

**Part 1: Place of Incorporation**

	<b>Certification of the Claimed FATCA Status</b>	<b>FATCA Status for Non-U.S. Entities</b>
<input type="checkbox"/>	1.1 I am an entity that is incorporated in: _____ (Fill in a country)	U.S. Person / Non-U.S. Entities
<input type="checkbox"/>	1.2 I am a branch of an entity. Please specify the place of incorporation of the head office: _____ (Fill in a country) In case the entity is incorporated in the U.S., I have attached W-9 certifying the status herewith. (If you are a non-U.S. entity or a branch of non-U.S. entity, please proceed to <u>Part 2</u> . Apart from that, your certificate of the claimed FATCA status is complete.)	

**Part 2: FATCA Status for Non-U.S. Entities**

	<b>Certification of the Claimed FATCA Status</b>	<b>FATCA Status for Non-U.S. Entities</b>
<input type="checkbox"/>	2.1 I am a financial institution of the type of Participating Foreign Financial Institution or Registered Deemed-Compliant FFI with GIIN : _____	PFFI, RDCFFI
<input type="checkbox"/>	2.2 I am a financial institution of the type of Non-Participating Foreign Financial Institution.	NPFFI
<input type="checkbox"/>	2.3 I am a financial institution of the type of Certified Deemed-Compliant FFI and have attached W-8BEN-E certifying the status herewith.	CDCFFI
<input type="checkbox"/>	2.4 I am a publicly traded (listed) company or affiliate of a listed company; My evidence of listing or affiliation of a listing company is in a copy of the latest financial statement attached herewith.	Excepted NFFE
<input type="checkbox"/>	2.5 I am a government (agents), international organization, or central bank of issue; I certify that I am the beneficial owner of any payment in connection with the securities that is going to be sold or transferred, and is not engaged in commercial financial activities of a type engaged in by an insurance company, custodial institution, or commercial banks.	Exempt Beneficial Owner
<input type="checkbox"/>	2.6 I am a non-profit organization; I certify that I am exempt from income tax under Thai revenue code.	Non-Profit Organization
<input type="checkbox"/>	2.7 I am a non-financial institution whose main income <b>is not from investing</b> . I certify that I am not incorporated in the U.S. and not a financial institution and <b>not exceeding half of my income</b> as stated in my latest financial statement are derived from the following four groups <b>and</b> <b>not exceeding half of my assets</b> as stated in my latest financial statement can generate incomes in the following four groups as follows; <u>Group 1</u> : Dividend and Interest	Active NFFE



	<p><u>Group 2:</u> Rental and Royalties</p> <p><u>Group 3:</u> Income from certain transactions</p> <ul style="list-style-type: none"> <li>• Sales of any asset generating income in Group 1 and Group 2</li> <li>• Income from commodity derivative contracts</li> <li>• Foreign exchange income</li> <li>• Income from SWAP contract (Notional Principal Contract)</li> </ul> <p><u>Group 4:</u> Income from insurance and annuity contracts</p> <ul style="list-style-type: none"> <li>• Income from reserving activities (insurance company only)</li> <li>• Income from annuity contracts</li> <li>• Income from insurance contracts</li> </ul>													
[ ]	<p>2.8 I am a non-financial institution whose main income <b><u>is from investing.</u></b></p> <p>I certify that I am not incorporated in the U.S. and not a financial institution and <b><u>exceeding half of my income</u></b> as stated in my latest financial statement are derived from the abovementioned four groups of income <u>or</u> <b><u>exceeding half of my assets</u></b> as stated in my latest financial statement can generate incomes in the abovementioned four groups of income.</p> <p>I also hereby declared my U.S. ownership as follows;</p> <p>[ ] I <b><u>do not</u></b> have any owner/shareholder who is a U.S. person <u>or</u></p> <p>[ ] I have owner(s)/shareholder(s) who is (are) U.S. persons and have hereby disclosed the name, address, and U.S. Tax Identification Number (TIN) of each holder as follows;</p> <table border="1"> <thead> <tr> <th>Name</th><th>Address</th><th>TIN</th></tr> </thead> <tbody> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> <tr><td> </td><td> </td><td> </td></tr> </tbody> </table>	Name	Address	TIN										Passive NFFE
Name	Address	TIN												
[ ]	<p>2.9 I am not eligible for any status provided above</p> <p>I have herewith attached W-8BEN-E with the status of _____</p>	Others												



ใบนำฝากชำระเงินค่าสินค้าและบริการ (Bill Payment Pay-In Slip)

สำหรับลูกค้า / For Customer

โปรดเรียกเก็บค่าธรรมเนียมจากผู้ชำระเงิน\*



บริษัทหลักทรัพย์โกลเบล็ก จำกัด  
87/2 ชั้น 8,12 อาคารซีอาร์ซี ออลซีซั่นเพลส  
ถนนวิทย์ แขวงลุมพินี เขตปทุมวัน กรุงเทพฯ  
เลขประจำตัวผู้เสียภาษี : 0105545078214



เพื่อเข้าบัญชีบริษัทหลักทรัพย์โกลเบล็ก จำกัด เพื่อการจองซื้อ  
บมจ. ธนาคารไทยพาณิชย์ / Siam Commercial Bank  
เลขที่บัญชี 155-3-00030-1 (Bill Payment) (10/25)\* (ธุรกิจ)

สาขา/ Branch.....วันที่/ Date.....

ชื่อ/ Name.....

หมายเลขโทรศัพท์ / Telephone No.(Ref.1)

□ □ □ □ □ □ □ □ □ □

เลขบัตรประชาชนหรือเลขหนังสือเดินทาง / ID or Passport Number(Ref.2)

□ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □

<input type="checkbox"/> เช็ค/ CHEQUE	<input type="checkbox"/> เงินสด/ CASH	จำนวนเงิน/ Amount ==>	
ชื่อธนาคาร-สาขา/ Bank-Branch		หมายเลขเช็ค/ Cheque No.	จำนวนเงิน (บาท) / Amount (Baht)
จำนวนเงินเป็นตัวอักษร/ Amount in Words			

ชื่อผู้นำฝาก/ Deposit by.....

โทรศัพท์/ Telephone.....

สำหรับเจ้าหน้าที่ธนาคาร/ For Bank's Use

ผู้รับเงิน/ ผู้รับมอบอำนาจ.....

โปรดนำใบนำฝากนี้ไปชำระเงินได้ที่ บมจ.ธนาคารไทยพาณิชย์ ทุกสาขาทั่วประเทศ หรือผ่านช่องทางอิเล็กทรอนิกส์ของธนาคาร



ใบนำฝากชำระเงินค่าสินค้าและบริการ (Bill Payment Pay-In Slip)

สำหรับธนาคาร/ For Bank

โปรดเรียกเก็บค่าธรรมเนียมจากผู้ชำระเงิน\*



บริษัทหลักทรัพย์โกลเบล็ก จำกัด  
87/2 ชั้น 8,12 อาคารซีอาร์ซี ออลซีซั่นเพลส  
ถนนวิทย์ แขวงลุมพินี เขตปทุมวัน กรุงเทพฯ  
เลขประจำตัวผู้เสียภาษี : 0105545078214



เพื่อเข้าบัญชีบริษัทหลักทรัพย์โกลเบล็ก จำกัด เพื่อการจองซื้อ  
บมจ. ธนาคารไทยพาณิชย์ / Siam Commercial Bank  
เลขที่บัญชี 155-3-00030-1 (Bill Payment) (10/25)\* (ธุรกิจ)

สาขา/ Branch.....วันที่/ Date.....

ชื่อ/ Name.....

หมายเลขโทรศัพท์ / Telephone No.(Ref.1)

□ □ □ □ □ □ □ □ □ □

เลขบัตรประชาชนหรือเลขหนังสือเดินทาง / ID or Passport Number(Ref.2)

□ □ □ □ □ □ □ □ □ □ □ □ □ □ □ □

<input type="checkbox"/> เช็ค/ CHEQUE	<input type="checkbox"/> เงินสด/ CASH	จำนวนเงิน/ Amount ==>	
ชื่อธนาคาร-สาขา/ Bank-Branch		หมายเลขเช็ค/ Cheque No.	จำนวนเงิน (บาท) / Amount (Baht)
จำนวนเงินเป็นตัวอักษร/ Amount in Words			

ชื่อผู้นำฝาก/ Deposit by.....

โทรศัพท์/ Telephone.....

สำหรับเจ้าหน้าที่ธนาคาร/ For Bank's Use

ผู้รับเงิน/ ผู้รับมอบอำนาจ.....

โปรดนำใบนำฝากนี้ไปชำระเงินได้ที่ บมจ.ธนาคารไทยพาณิชย์ ทุกสาขาทั่วประเทศ หรือผ่านช่องทางอิเล็กทรอนิกส์ของธนาคาร

บริษัทหลักทรัพย์ โกลเบล็ก จำกัด

ฝ่ายปฏิบัติการหลักทรัพย์

87/2 อาคารซีอาร์ซี ออลซีซั่นเพลส ชั้น 12 ถนนวิทย์ แขวงลุมพินี

เขตปทุมวัน กรุงเทพมหานคร 10330

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