

March 10, 2021

Re: Notification of Resolution of the Board of Director's Meeting regarding the schedule of the 2021 Annual General Meeting of shareholders, No Dividend Payment, Capital Reduction, Capital Increase, the Issuance and Offering of the Warrants to Purchase Ordinary Shares of the Company, and the Issuance and Offering of Debentures, **Add Company's objective (amendment)**

To: President
Stock Exchange of Thailand

- Attachment
1. Summary of Key Features of Warrants to Purchase Newly Issued Ordinary Shares No.5 (SIMAT-W5)
 2. Capital Increase Form (F53-4)
 3. Information memorandum for allocation of newly ordinary shares issued

Simat Technologies Public Company Limited (the "**Company**") would like to notify the resolution of the Board of Directors Meeting No. 3/2021, held on March 10, 2021, which considered and approved important issues as follows;

1. Approved and agreed to propose the Shareholders' Meeting to consider and approve the allocation of net profit for the year 2020 as legal reserve at the rate not less than 5% of net profit for the year 2020 amounting Baht 1,501,000; and to consider omission of annual dividend payment for the year 2020 to maintain the Company's financial liquidity.
2. Approved and agreed to propose the Shareholders' Meeting to consider and approve the appointment of new directors to replace the directors who retire by rotation.

This year, there are 3 directors who retire by rotation namely:

- 1) Mr. Tawatchai Aranyik
- 2) Ms. Ranchana Rajatanawin
- 3) Mr. Thammanoon Korkiatwanich.

In this regard, the Board of Directors approved and agreed to propose the Shareholders' Meeting the appointment of 3 new directors to replace those directors who retire by rotation as follows:

1. Mr. Yanapol Rakkasikorn to replace Mr. Tawatchai Aranyik;
2. Mr. Krispong Wongmahattana to replace Ms. Ranchana Rajatanawin;
3. Mr. Yutthaweera Ashwangkul to replace Mr. Thammanoon Korkiatwanich;

Therefore, the Board of Directors will consist of:

1. Mr. Thongkam Manasilapapan, Vice Chairman of the Board of Directors (Deputy Chairman of the Board of Directors)
2. Mr. Boonlert Iawpornchai, Director
3. Mr. Teeranut Thangsatapornpong, Director
4. Mr. Phanom Rattanarat, Director
5. Mr. Thanayous Kositsakul, Director

6. Mr. Thanawat Eusiriphan, Director
7. Mr. Krispong Wongmahattana, Independent Director
8. Mr. Yuthweera Ashwangku, Independent Director
9. Mr. Yanapol Rakkasikorn, Independent Director

3. Approved the change of Executive Committee

Resolved to approve the change of Executive Committee as follows:

1. Mr. Thongkam Manasilapapan, Chairman of Executive Committee
2. Mr. Boonlert Iawpornchai, Chief Executive Officer
3. Mr. Thanawat Eusiriphan, Chief Operating Officer
4. Mr. Thammanoon Korkiatwanich, Chief Financial Officer
5. Ms. Tassanaporn Yodmongkol, Deputy Chief Financial Officer

In this regard, such change will take effect from March 11, 2021 onwards.

4. Approved the remuneration of directors for the year 2021 as follows:

Propose the Shareholders' Meeting to consider remuneration of directors for the year 2021 as follows:

Position	Remuneration of Directors Year 2021	Remuneration of Directors Year 2020
Chairman of the Board of Directors	THB10,000 / Meeting	THB10,000 / Meeting
Director / Independent Director / Audit Committee	THB7,000 / Meeting	THB7,000 / Meeting

Bonus of directors is not exceeding THB 100,000 per person per year.

Notwithstanding, any director who is already paid in type of salary or other compensation as an executive management or employee of the Company and/or its subsidiary(s) or associated company(s), will not receive the above-mentioned compensation.

5. Agreed to propose the Shareholders' Meeting to approve the appointment of Mr. Athipong Athipongsakul, CPA No. 3500; or Mr. Sathien Wongsanun, CPA No. 349;5 or Mr. Vichai Ruchitanon, CPA No. 4054; or Ms. Kulthida Pasurakul, CPA No. 5946; or Ms. Patcharee Siriwongsilp, CPA No. 9037, who is the auditor of ANS AUDIT CO., LTD. or other auditors of the same office, who is certified according to the notification about certification of auditor, to sign the name on the audited and reviewed report by determining the audit fee for the year 2021 not exceeding 4.05 MB and other actual expenses(s).
6. Approved to propose the 2021 Annual General Meeting of Shareholders to consider approving the issuance and offering the newly issued ordinary shares in the amount of not exceeding 75,373,827 shares to the existing shareholders proportionate to their respective shareholding (Rights Offering) at the ratio of 7 existing shares per 1 new share. The offering price is at THB 3 per share. Any fractions resulting from the allocation of right offering shall be rounded down.

In determining the offering price of the newly issued ordinary shares to the existing shareholders proportionate to their respective shareholding (Rights Offering) above, the Company has determined the market price of the Company's shares by fixing a discount of approximately 40.45 percent of the weighted average price of the Company's shares in the Stock Exchange of Thailand (the "SET") for previous 7 consecutive business days before the date of the Board of Directors

resolved to propose an agenda for the increase of registered capital to the shareholders' meeting for consideration on March 10, 2021 (that is, between March 1, 2021 –March 9, 2021) which is equal to THB 5.04 (Data from SETSMART of SET)

The date for determining the shareholders who are entitled to be allocated and offered the newly issued shares (Record Date) is May 11, 2021 and authorized the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer to have the power to change the date for determining the shareholders who are entitled to be allocated and offered the newly issued shares as appropriate taking into account the benefits to and impact upon the Company. Nevertheless, the determination of the allocation and offering of the newly issued shares is uncertain until the approval of shareholders' meeting has been granted.

The Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer shall determine and inform the share subscription and the payment date later through the news dissemination system of the SET.

7. Approved to propose the 2021 Annual General Meeting of Shareholders to consider approving the issuance of the warrants to purchase ordinary shares of the Company No. 5 (the “**SIMAT-W5 Warrants**”) to the existing shareholders proportionate to their respective shareholding (Rights Offering) after the Company has registered the increase of its paid up capital for the issuance and offering of the newly issued ordinary shares to the existing shareholders proposed to the shareholders' meeting for approval in Clause 6 above to maintain the shareholding proportion of the existing shareholders in the amount of not exceeding 150,747,654 units free from charge, at the allocation ratio of 4 ordinary shares to 1 unit of the SIMAT-W5 Warrants. The SIMAT-W5 Warrants shall have the term of 3 years from the issuance date of the SIMAT-W5 Warrants with the exercise ratio of the SIMAT-W5 Warrants is the SIMAT-W5 Warrants 1 unit has the right to purchase ordinary shares of the Company 1 share and the exercise price is THB 2 per share (except for the rights adjustment pursuant to Terms and Conditions, and Rights of the Issuers and Holders of the SIMAT-W5 Warrants) (Should there be any fraction of the SIMAT-W5 Warrants remaining from the calculation at the allocation ratio, such fraction shall be discarded.)

The conditions and details of the SIMAT-W5 Warrants are set out in **Attachment 1** (Summary of Key Features of Warrants to Purchase Newly Issued Ordinary Shares No.5 (SIMAT-W5))

In this regard, in order to provide the terms and conditions of the SIMAT-W5 Warrants to be appropriate according to the capital market and money market conditions and for the benefits of the Company and shareholders. The Board of Directors meeting, therefore, proposes to the shareholders' meeting to consider authorizing of the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer to have the power to take all necessary actions in connection with the issuance and allocation of the SIMAT-W5 Warrants in compliance with the law, including but not limited to the power to the following actions:

- (1) set out and amend any rules, terms, conditions and other details relating to the issuance and allocation of the SIMAT-W5 Warrants, including the date to determine the list of shareholders entitled to be allocated with the SIMAT-W5 Warrants;

- (2) negotiate, agree, enter into, amend, add, sign agreements, applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents necessary for and in connection with the issuance and allocation of the SIMAT-W5 Warrants, as well as contact, filing, amendment, addition and signing of the applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents with the Securities and Exchange Commission Office (the “**SEC Office**”), the SET, governmental agencies or relevant authorities in relation to the issuance and allocation of the SIMAT-W5 Warrants and the listing of the SIMAT-W5 Warrants and the newly issued ordinary shares from the exercise of the Warrants as listed on the Market for Alternative Investment; and
 - (3) take any other arrangements as necessary and appropriate in connection with the issuance and allocation of the SIMAT-W5 Warrants in order to ensure the successful completion of the foregoing arrangements and the issuance and allocation of the SIMAT-W5 Warrants on this occasion.
8. Approved to propose the 2021 Annual General Meeting of Shareholders to consider approving the reduction of the Company’s registered capital of THB 186,602,023 from the original registered capital of THB 816,618,970 to 630,016,947 with a par value of THB 1.00 per share by canceling unsold shares remaining in the amount of 186,602,023 shares from the allocation to reserve (1) the warrants to purchase ordinary shares of the Company No. 2 (the “**SIMAT-W2 Warrants**”) (2) the right adjustment under the SIMAT-W2 Warrants (3) the 1.00 percent Convertible Debentures of Simat Technologies Public Company Limited Due 2021 and (4) the issuance and offering the newly issued ordinary shares to the existing shareholders proportionate to their respective shareholding (Rights Offering) and approve the amendment to Clause 4. of the Memorandum of Association to be in line with the reduction of registered capital.

In this regard, the Board of Directors, therefore, propose the 2021 Annual General Meeting of Shareholders to authorize the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer, to have the power to amend the Memorandum of Association at the DBD-MOC and has the power to take all necessary actions in accordance with the registrar's order to complete the registration process.

9. Approved to propose the 2021 Annual General Meeting of shareholders to consider approving the increase of registered capital by not exceeding THB 241,432,688 from the existing registered capital of THB 630,016,947 to THB 871,449,635 by issuing of not exceeding 241,432,688 newly-issued ordinary shares, at the par value of THB 1.00 per share and approve the amendment to Clause 4. of the Memorandum of Association to be in line with the increase of registered capital to accommodate the following propose:
- (1) The allocation of newly issued ordinary shares the existing shareholders proportionate to their respective shareholding (Rights Offering) at the ratio of 7 existing shares per 1 new share in the amount of 75,373,827 shares;
 - (2) The exercise of the SIMAT-W5 Warrants to the existing shareholders proportionate to their respective shareholding (Rights Offering) in amount of 150,747,654 shares;
 - (3) The right adjustment under the warrants to purchase ordinary shares of the Company No. 3 (the “**SIMAT-W3 Warrants**”) in the amount of 5,840,568 shares; and

- (4) The right adjustment under the warrants to purchase ordinary shares of the Company No. 4 (the “**SIMAT-W4 Warrants**”) in the amount of 9,470,639 shares.

Remark: in the case that the 2021 Annual General Meeting of shareholders has approved the issuance and offering of the newly issued ordinary shares in the amount of not exceeding 75,373,827 shares to the existing shareholders proportionate to their respective shareholding (Rights Offering) at the ratio of 7 existing shares per 1 new share at the offering price of THB 3 per share, the Company will adjust the right under (1) SIMAT-W3 Warrants, (2) SIMAT-W4 Warrants, and (3) the warrants to the Company’s directors or employees No. 2 (the “**SIMAT-ESOP-2**”), however, the Board of Directors of the Company has considered and opined that the Company will not increase the registered capital of the Company to accommodate for the right adjustment under the SIMAT-ESOP-2 since the reserved shares for the SIMAT-ESOP-2 is sufficient to reserve for the exercise right of the remaining SIMAT-ESOP-2 after the right adjustment of the SIMAT-ESOP-2.

In this regard, the Board of Directors’ meeting, therefore, propose the 2021 Annual General Meeting of shareholders to authorize the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer, to have the power to amend the Memorandum of Association at the DBD-MOC and has the power to take all necessary actions in accordance with the registrar's order to complete the registration process.

The detail of the newly issued shares allocation is set out in **Attachment 2** (Capital Increase Form (F53-4) and **Attachment 3** (Information memorandum for allocation of newly ordinary shares issued).

10. Approved to propose the 2021 Annual General Meeting of shareholders to consider approving the allocation of newly ordinary shares issued, details are as follows;
 - 10.1 Allocation of the newly ordinary shares of not exceeding 75,373,827 shares at the par value of THB 1.00 per share for sale to the existing shareholders proportionate to their respective shareholding (Rights Offering) as the detail in Clause 6 above.

The shareholders may subscribe for newly issued ordinary shares in excess of their rights as specified above (oversubscription), in which existing shareholders who subscribe for more than their rights will receive allotment of shares in excess of their rights. Only when there are shares remaining from the allocation to the existing shareholders of the Company that has all rights reserved.

In the allocation of newly issued ordinary shares to the existing shareholders of the Company. In the event that, there are shares remaining from the allocation to the existing shareholders of the Company according to the proportion of shareholding in the first round. The Company will allocate the remaining newly issued ordinary shares to the existing shareholders wishing to subscribe for more than their rights in proportion to their existing shareholding at the same price as the shares allotted according to their rights. This includes existing shareholders, who wish to subscribe for more than their rights in proportion to their shareholding as connected persons of the Company. The details are as follows;

- (a) In case, there are shares remaining from the allocation to the existing shareholders of the company (Rights Offering) in the first round, more than or equal to the shares

that the existing shareholders subscribe for in excess of the right according to the proportion of shareholding. The company will allocate the remaining shares to those who subscribe for more than the rights and pay all subscription fees for all shares according to the number of intention to subscribe for more than rights;

(b) In the case that, there are shares remaining from the allocation to the existing shareholders of the Company (Rights Offering) in the first round is less than the shares that the existing shareholders subscribe for more than the right according to the proportion of shareholding. The Company will allocate the remaining shares to those who subscribe for more than the rights according to the steps. The following episode;

(1) Allocated according to the proportion of existing shareholders of each subscriber to more than each individual right by multiplying the existing shareholding proportion of the subscriber exceeding each right by the number of remaining shares. It will be the number of shares that each subscriber exceeds the rights to be allocated in the event that there are fractions of shares, rounding those shares shall be discarded. However, the number of shares to be allocated shall not exceed the number of shares subscribed and paid for by each shareholder;

(2) In the event that there are still shares remaining after the allocation under Clause (b)(1), the allocation shall be made to each subscriber that exceeds the rights and has not been fully allocated in proportion to the original shareholding of those who subscribe for more than each right by multiplying the existing shareholding of each subscriber that exceeds each of the rights by the number of remaining shares to be the number of shares that the subscriber exceeds each of the rights to be allocated. In the event that, there are fractions of shares, rounding off those shares the number of shares to be allocated will not exceed the number of shares that each shareholder has already subscribed and paid for the subscription price. In this regard, the allocation of shares to the subscriber exceeds the rights under the procedures in this Clause. Until there are no shares left from the allocation.

In this regard, the allocation of shares to the existing shareholders of the Company subscription beyond rights in any case, it must not make any shareholders (Including persons under Section 258 of the Securities and Exchange Act 1992 (including amendments) of the aforementioned shareholders) holding the Company's shares in the following manner;

(a) In the manner that, increases to or across the trigger point for a tender offer as specified in the Notification of the Capital Market Supervisory Board No. TorJor. 12/2554 regarding Rules, Conditions and Procedures for the Acquisition Securities for business takeovers (Including any amendments) ("**Notification No. Tor Jor. 12/2554**") (except that such shareholder has been exempted from making a tender offer for all securities of the business as specified in the announcement Tor Jor. 12/2554); or

(b) In the manner which violates the foreign share restrictions specified in the Company's Article of Association.

In addition, if there are still shares remaining from the allocation to the existing shareholders of the Company. According to the proportion of shareholding (Rights Offering) and the allocation to shareholders who subscribe for more than rights (Oversubscription) to proceed with the reduction of the Company's registered capital by cutting the remaining ordinary shares from the offering for sale.

In the allocation of the newly issued ordinary shares of the Company to the existing shareholders of the Company in proportion to their shareholding (Rights Offering), the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer have the power to take the following actions as relevant or as reasonably necessary to provide the issuance and allocation of the newly issued ordinary shares of the Company to the existing shareholders of the Company in proportion to their shareholding (Rights Offering) accomplished by the authority including but not limited to;

- (a) To consider the details of the allocation of the newly issued ordinary shares for sale to the existing shareholders of the company in proportion to their shareholding in order to be in accordance with the laws and regulations relating to the issuance and offer to sell securities under Thai law. However, the company may reserve the right to not offer new shares to existing shareholders of any company, if doing so will make the company violating foreign laws or regulations;
- (b) To determine or change method for allocation of newly ordinary shares issued, for example, all at one time, or a part, the period of offering price, purpose of offering, offering ratio, bid price and payment method or details regarding the allotment and offering, such as changing the date for determining the rights, list of shareholders, who are entitled to receive the newly issued shares;
- (c) To sign the request form, requesting waiver of the notice as well as any documents related to the allocation of newly issued ordinary shares. It includes contacting and submitting documents to staff or representatives of any relevant departments. As well as the introduction of new ordinary shares of the company listed on the Market for Alternative Investment and take any actions necessary and relevant to the allotment of new shares for sale to the existing shareholders of the company in proportion to shareholding under the terms of the relevant law;
- (d) To register of changes in paid-up capital with the DBD-MOC and has the power to take all necessary actions in accordance with the registrar's order to complete the registration process.

10.2 Allocation of the newly ordinary shares of not exceeding 150,747,654 shares at the par value of THB 1.00 per share to accommodate the exercise of the SIMAT-W5 Warrants to be issued and offered to the existing shareholders proportionate to their shareholding at the allocation ratio of 4 ordinary shares to 1 unit of the SIMAT-W5 Warrants free from charge after the Company has registered the increase of its paid up

capital for the issuance and offering of the newly issued ordinary shares to the existing shareholders proposed to the shareholders' meeting for approval in Clause 10.1 above. Nevertheless, the determination of the allocation and offering of the SIMAT-W5 Warrants is uncertain until the approval of shareholders' meeting has received.

- 10.3 Allocation of the newly ordinary shares of not exceeding 5,840,568 shares at the par value of THB 1.00 per share to accommodate the right adjustment under the SIMAT-W3 Warrants.
- 10.4 Allocation of the newly ordinary shares of not exceeding 9,470,639 shares at the par value of THB 1.00 per share to accommodate the right adjustment under the SIMAT-W4 Warrants.

In this regard, the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer is authorized to determine, amend and revise conditions and details in connection with the allocation of the newly-issued shares, as well as to execute the relevant documents and to take any action as deemed necessary and appropriate in connection with the allocation of newly-issued shares, including, but not limited to, providing information and filing documents with the SEC Office, the SET, Thailand Securities Depository Co., Ltd., the DBD-MOC or other competent authorities, including listing newly-issued shares as listed securities on the Market for Alternative Investment.

The detail of the newly issued shares allocation is set out in **Attachment 2** (Capital Increase Form (F53-4) and **Attachment 3** (Information memorandum for allocation of newly ordinary shares issued).

11. Approved to propose the 2021 Annual General Meeting of shareholders to consider approving the issuance and offering of debentures in the amount of not exceeding THB 300 Million as the following detail:

Objectives of utilization of funds:	In order to repayment for loan and/or short-term debt instrument and/or long-term debt instrument, all amount or some part of the Company as well as in order to use in operating business or working capital and supporting business of the Company.
Type:	All types of the debentures: Name or Un-name the Holder, Secured or Unsecured, Treasury or Non-treasury, Subordinated or Unsubordinated; depend on properness of market condition at each present time while issuing and offering the Debentures for sales and other relevant factors.
Total value:	Within limit not exceeding THB 300 Million or other currency at equivalent amount, so that the Company can issue and offer for sales additional the Debentures and/or issue and offer for sales Debenture as replacement of primary the Debentures already released within the aforesaid limit by means that the Debentures issued for sales already at each

	moment of time must obtain amount not exceeding the aforesaid limit.
Currency	THB currency and/or foreign currency at equivalent amount.
Offering:	In-shore and/or Off-shore Offering, One-time or Multiple Time Offering and/or Project and/or Revolving Offering to Public and/or Private Placement and/or Institutional Investors and/or Major Investors at the same or different time according to Notification of SEC and/or SEC's Office and/or other relevant regulations enforcing at the time while issuing and offering the Debentures for sales.
Interest rate:	Depend on market condition while issuing and offering the debentures for sales or according to agreement and condition of the Debentures issued at that time.
Maturity:	No longer than 3 years as from the date of each debenture issuance so as to be under regulations of The Capital Market Supervisory Board and/or SEC Office
Release before Maturity	The Shareholders and/or the Company may be or may be not entitled to release the Debentures before maturity so as to depend on condition of the Debentures issued each time.
Secondary Market	The Company may register the Debentures with The Thai Bond Market Association or any other secondary market as deemed appropriate.
Authority to Determine Other Details	<p>The Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer shall be authorized to:</p> <ol style="list-style-type: none"> 1) determine the details relevant to the debentures, limitations, and other conditions of the debentures, such as, type or kind of the debentures for each issuance, par value, offering price for sale per unit, interest rate, appointment of the debenture holder's representative, issuance and offering for sale methods, allocation methods, details on the offering for sale, call redemption, and listing of debentures on any secondary market (if any), as well as determine or change the conditions and details relating to the issuance and offering for sale of debentures of each type/kind/time, and to be authorized to undertake any act necessary for and relevant to the completion of issuance and offering of the debentures in accordance with the law;

- 2) appoint the financial advisor and/or the underwriter and/or credit rating institution of the securities issuer and/or the securities and/or any other person where the appointment is regulated as required by the relevant rules or in any other cases which the Company deems appropriate; and
 - 3) deal with, negotiate, enter into, execute, and/or amend the Undertaking Agreements or the Placement Agreement and/or other related agreements and/or documentation, as well as provide information and submit applications and evidence to the SEC Office and/or other agencies or persons related to the issuance and offering of such debentures, and to undertake any act relevant to or necessary for such transaction as it deemed appropriate.
12. Approved to propose the 2021 Annual General Meeting of Shareholders to consider approving the amendment of authorized director to sign on behalf of the Company.
From “Mr. Thongkam Manasilapapan, Mr. Thammanoon Korkiatwanich and Mr. Teeranut Thangsatapornpong, any two of three aforementioned are jointly sign with Company’s seal affixed.”
To “ Mr. Thongkam Manasilapapan, Mr. Boonlerd Iewpornchai and Mr. Teeranut Thangsatapornpong, any two of three aforementioned are jointly sign with Company’s seal affixed.”
13. Approved to propose the 2021 Annual General Meeting of Shareholders to consider approving the amendment of the Articles of Association of the Company as the following detail:
- 13.1 Amendment the Articles of Association of the Company Section 4 Article 37

From “the number or the name of the authorized directors to sign on behalf of the Company shall be indicated by the shareholders’ meeting”

To “The Board of Director is authorized to indicate and amend the number or the name of the authorized directors to sign on behalf of the Company”
 - 13.2 Amendment the Articles of Association of the Company Section 4 Article 32

From “In convening the Board of Directors’ meeting, chairman or the person assigned by chairman shall send notice of the meeting to the directors not less than seven (7) days prior to the date of the meeting. However, in case of necessity and urgency for the propose of maintaining the rights and interests of the Company, the convention for a meeting maybe made by other methods and the date of the meeting maybe fixed with less than seven (7) days prior notices.”

To “In convening the Board of Directors’ meeting, chairman or the person assigned by chairman shall send notice of the meeting to the directors not less than seven (7) days prior to the date of the meeting. However, in case of necessity and urgency for the propose of maintaining the rights and interests of the Company, the convention

for a meeting maybe made by other methods and the date of the meeting maybe fixed with less than seven (7) days prior notices.

The Board of Directors' meeting maybe conduct via electronic device, provided that the conduct of such meetings meets the requirements and procedures as required by the related laws and comply with the standards for electronic conferencing security prescribed in the related law."

13.3 Amendment the Articles of Association of the Company Section 5 Article 39

From "In convening a shareholders' Meeting, the Board of Directors shall prepare a notice stating the place, date, time, agenda of the Meeting and matters to be proposed to the Meeting together with reasonable details by indicating clearly whether it is the matter proposed for acknowledgment, for approval or for consideration, including the opinions of the Board of Directors for such matters; by delivery the above notice to the shareholders at least seven (7) days prior to the date of the Meeting; and publish the above notice in a newspaper for three (3) consecutive days and at least three (3) days prior to the date of the Meeting. Anyhow, the place used for the Meeting shall be determined by the Board of Directors."

To "In convening a shareholders' Meeting, the Board of Directors shall prepare a notice stating the place, date, time, agenda of the Meeting and matters to be proposed to the Meeting together with reasonable details by indicating clearly whether it is the matter proposed for acknowledgment, for approval or for consideration, including the opinions of the Board of Directors for such matters; by delivery the above notice to the shareholders at least seven (7) days prior to the date of the Meeting; and publish the above notice in a newspaper for three (3) consecutive days and at least three (3) days prior to the date of the Meeting. Anyhow, the place used for the Meeting shall be determined by the Board of Directors.

The Board of Directors shall determine to conduct the shareholders' meeting via electronic device, provided that the conduct of such meetings meets the requirements and procedures as required by the related laws and comply with the standards for electronic conferencing security prescribed in the related law."

In this regard, the Board of Directors also deemed it appropriate to propose the 2021 Annual General Meeting of Shareholders to authorize the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer, to have the power to register the amendment of the Company's Article of Association with the Department of Business Development, Ministry of Commerce (the "DBD-MOC") and to take any actions in accordance with the public limited company registrar's orders until the completion of registration process.

14. Agreed to propose the Shareholders' Meeting to consider and approve the review of requirements to prohibit the actions obtaining characteristics as business dominated by foreigner(s) because the Company has complied with the said requirements to prohibit the actions obtaining characteristics as business dominated by foreigner(s) as well as has no any action deemed to be within scope of business dominated by foreigner(s).

15. Agreed to propose the Shareholders' Meeting to consider and approve the amendment of the Company's memorandum of association No.3 by adding the objective No. 28 as below,

“(28) To engage in service business of Consulting, Advising, Coaching, Training and Seminar of Business Administration, Commerce, Industry, Manufacturing, Marketing, Demonstration and Distribution of Computer, Computer System, Telecommunication Device, Telecommunication Network System, Satellite-Based Communication, All New Technology Device and Educational Institution for Training Relating to The Company's business objective (upon receipt of permission from the relevant regulator)”

16. Approved the convening of the Annual General Meeting of Shareholders for the year 2021 “AGM 2021” on Thursday 29th April 2021 at 10.00 a.m., IRIS Room, VIVA GARDEN Hotel, 1988 Sukhumvit Road, Bangchak, Phra Khanong, Bangkok. By doing this, the Board of Directors determined the record date of the Shareholders obtaining entitlement to attend the Meeting and exercise their vote on March 29, 2021; and determined the agendas of AGM 2021 as follows:

Agenda 1 To Certify the Minutes of the 2020 Annual General Meeting of Shareholders

Agenda 2 To Acknowledge the Board's Report on the Company's Operating Performance for the Year 2020

Agenda 3 To Approve the Balance Sheet and Profit and Loss Statements for the Year Ended December 31, 2020 and the Auditor's Report

Agenda 4 To Approve the Allocation of Profit and Omission of Dividend Payment for the Year 2020

Agenda 5 To Consider and Approve the Appointment of New Directors to Replace the Directors Who retire by Rotation

Agenda 6 To Determine the Remuneration of Directors

Agenda 7 To Consider and Determine the Audit Fee for the Year 2021

Agenda 8 To Approve the issuance and offering of newly issued ordinary shares of the Company not exceeding 75,373,827 shares to existing shareholders in proportion to the number of shares held by each shareholder (Rights Offering) in the allocation ratio of 7 existing ordinary shares per 1 newly issued ordinary share with an offering price of Baht 3 per share.

Agenda 9 To consider and approve the issuance of warrants to purchase newly issued ordinary shares of the Company No. 5 (SIMAT- W5) of no more than 150,747,654 units to be allocated to existing shareholders of the Company after the Company has registered the increase of paid-up capital for issuance and offering of shares to existing shareholders proportionately.

Agenda 10 To consider and approve the decrease of the Company's registered capital of Baht 186,602,023 from the original registered capital of Baht 816,618,970 to the registered capital of Baht 630,016,947 as well as to approve the amendment to the Company's Memorandum of Association No. 4 to be consistent with the Company's decrease of registered capital.

Agenda 11 To consider and approve the increase of the Company's registered capital of Baht 241,432,688 from the original registered capital of Baht 630,016,947 to the registered capital of Baht 871,449,635 as well as to approve the amendment of Memorandum of Association of the Company No. 4 to be consistent with the Company's increase of registered capital.

Agenda 12 To consider and approve the allocation of newly issued ordinary shares not exceeding 241,432,688 shares

Agenda 13 To approve the issuance and offering of debentures not exceeding 300 MB

Agenda 14 To approve the amendment of authorized director to sign on behalf of the Company

Agenda 15 To approve the amendment of the Articles of Association of the Company

Agenda 16 To review the requirements to prohibit the actions obtaining characteristics as business dominated by foreigner(s)

Agenda 17 To approve the amendment of the Company's memorandum of association by adding the Company's objective

Agenda 18 Consider other matters (if any)

Please be informed accordingly.

Yours sincerely,

Mr. Thammanoon Korkiatwanich

Director / Company Secretary

Summary of Key Features of Warrants to Purchase Newly Issued Ordinary Shares

Simat Technologies Public Company Limited No.5

Issuer	Simat Technologies Public Company Limited (the “ Company ”)
Name	Warrants to Purchase Newly Issued Ordinary Shares of Simat Technologies Public Company Limited No. 5 (the “ SIMAT-W5 Warrants ”).
Type	In named certificate and transferable
Number of Warrants Issued	Not exceeding 150,747,654 Units
Number of Shares Reserved to Accommodate Exercise of Right	Not exceeding 150,747,654 shares (Par value at THB 1.00) which represents 28.57 percent of the total issued shares of the Company
Offering Methods / Allocation rate	<p>The Company will allocate the SIMAT-W5 Warrants to the shareholders of the Company after the Company has registered the increase of its paid up capital for the issuance and offering of the newly issued ordinary shares to the existing shareholders proportionate to their respective shareholding at the allocation ratio of 4 ordinary shares to 1 unit of the SIMAT-W5 Warrants.</p> <p>In this regard, in case there are fractions of the SIMAT-W5 Warrants remaining from the calculation at the allocation ratio, such fraction shall be discarded. The Company will cancel the remaining SIMAT-W5 Warrants. This will make the remaining SIMAT-W5 Warrants in the amount allocated to the shareholders.</p>
Offering Price Per Unit	THB 0 per unit
Exercise ratio	<p>1 unit of the SIMAT-W5 Warrants for 1 ordinary share unless the exercise ratio is otherwise adjusted pursuant to the conditions concerning the right adjustment.</p> <p>In the case that there are fractions of shares or warrants from the calculation (if any), such rounding shall be discarded.</p>
Exercise price	THB 2 per share unless there is an adjustment of the exercise price according to the conditions for the adjustment of rights
Issue Date of Warrant	The Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person assigned by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer will determine the date of issue of the SIMAT-W5 Warrants.
Term of Warrants	3 years from the issuance date of the SIMAT-W5 Warrants
Exercise period	The holders of the SIMAT-W5 Warrants shall be entitled to exercise their rights under the SIMAT-W5 Warrants for one time (which is deemed the last exercise date) on the date of the third anniversary of the issuance of the SIMAT-W5 Warrants. In the event that the exercise date does not fall on a business day of the Company, the exercise date shall be postponed to be the preceding business day prior to such exercise date

Period for Serving Notice of Intention of Exercise of Right	The holders of the SIMAT-W5 Warrants who wish to exercise their rights to purchase the newly issued ordinary shares of the Company shall notify their intention to exercise the SIMAT-W5 Warrants within a period of 15 days prior to the last exercise date since the exercise date has one day and is deemed the last exercise date. In the event that the exercise date does not fall on a business day of the Company, the exercise date shall be postponed to be the preceding business day prior to such intended exercise date.
Inability to cancel the notification of intention to exercise rights	When the SIMAT-W5 Warrants holders have notified their intention to exercise the right to purchase ordinary shares under the SIMAT-W5 Warrants, it will not be able to cancel the notification of intention to exercise the said right.
Secondary Market of Warrants	The Company will file the application for listing the SIMAT-W5 Warrants on the Market for Alternative Investment as the listed securities.
Secondary Market for Ordinary Shares Issued from Exercise of Warrants	The Company will list the ordinary shares arising from the exercise of the SIMAT-W5 Warrants to be listed on the Market for Alternative Investment.
Events Requiring to Issue New Shares to Accommodate Right Adjustment	<p>The Company will adjust the exercise price and the exercise ratio pursuant to the conditions concerning the right adjustment upon the occurrence of any of the events stipulated in the terms and conditions of SIMAT-W5 Warrants which fall under the events prescribed in Clause 11(4)(b) of the Notification of the Capital Market Supervisory Board No. Tor Jor. 34/2008 Request for permission and permission to offer warrants to buy new shares and newly issued shares to support warrants or other similar events such as:</p> <ul style="list-style-type: none"> (a) There is a change in the par value of the Company's shares as a result of stock consolidation or stock split (b) The Company offers new shares at a low price. (c) The Company offers to sell convertible debentures at a low price or offers warrants at a low price (d) The Company pays dividends, in whole or in part, by newly issued shares to shareholders (e) The Company pays dividends in cash which exceeds the rates specified in the rights terms (f) There is any other case in the same manner as (a) to (e), which causes any benefits to be received by the warrant holders upon the exercise of the warrants Inferior
Registrar of Warrants	Thailand Securities Depository Co., Ltd. or any person duly appointed to act as the registrar of the SIMAT-W5 Warrants.
Other conditions	<p>To appoint the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer to have power to take all necessary actions in connection with the issuance and allocation of the SIMAT-W5 Warrants in compliance with the law, including but not limited to the power to the following actions:</p> <ul style="list-style-type: none"> (1) set out and amend any rules, terms, conditions and other details relating to the issuance and allocation of the SIMAT-W5 Warrants, including the date to determine the list of shareholders entitled to be allocated with the SIMAT-W5 Warrants; (2) negotiate, agree, enter into, amend, add, sign agreements,

	<p>applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents necessary for and in connection with the issuance and allocation of the SIMAT-W5 Warrants, as well as contact, filing, amendment, addition and signing of the applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents with the Securities and Exchange Commission Office (the “SEC Office”), the SET, governmental agencies or relevant authorities in relation to the issuance and allocation of the SIMAT-W5 Warrants and the listing of the SIMAT-W5 Warrants and the newly issued ordinary shares from the exercise of the Warrants as listed on the Market for Alternative Investment; and</p> <p>(3) take any other arrangements as necessary and appropriate in connection with the issuance and allocation of the SIMAT-W5 Warrants in order to ensure the successful completion of the foregoing arrangements and the issuance and allocation of the SIMAT-W5 Warrants on this occasion.</p>
<p>Purpose of warrant and the benefits that the company Will receive from the allocation of newly issued shares at this time</p>	<p>The Company will use the proceeding, which it received from the exercise of rights as a Company’s working capital or supporting future business expansion.</p>
<p>Benefits which the shareholders will receive from the capital increase</p>	<p>The shareholders of the Company will receive benefits as a result of the use of funds, which it received from the exercise of rights to purchase new ordinary shares of the Company. The Company will use of funds for business expansion or working capital. The Company will able to increase the revenue and profitability. Consequently, the shareholders of the Company will receive benefits as a result of the increased revenue and profits in terms of dividends and stock prices of the Company.</p>

(F53-4)

Capital increase report form
Simat Technologies Public Company Limited
March 12, 2021

Simat Technologies Public Company Limited (the “**Company**”) would like to report the resolution of the Board of Directors Meeting No. 3/2021, which was convened on March 10, 2021 regarding the capital reduction, capital increase and allocation of newly issued ordinary shares. The details are as follows;

1. Capital Reduction and Capital Increase

- 1.1 The Board of Directors' meeting had resolved to propose to the 2021 Annual General Meeting of shareholders to consider and approve the reduction of the Company's registered capital of THB 186,602,023 from the original registered capital of THB 816,618,970 to THB 630,016,947 with a par value of THB 1.00 by canceling unsold shares in the amount of 186,602,023 shares remaining from the allocation of newly issued ordinary shares to reserve for (1) exercise of the warrants to purchase ordinary shares of the Company No. 2 (the “**SIMAT-W2 Warrants**”) (2) the right adjustment under the SIMAT-W2 Warrants (3) the exercise of the 1.00 percent Convertible Debentures of Simat Technologies Public Company Limited Due 2021, and (4) the issuance and offering the newly issued ordinary shares to the existing shareholders proportionate to their respective shareholding (Rights Offering).
- 1.2 The Board of Directors' meeting has a resolution to propose to the 2021 Annual General Meeting of shareholders to consider and approve the increase of the Company's registered capital of THB 241,432,688 from the original registered capital of THB 630,016,947 to the new registered capital of THB 871,449,635 by issuing newly ordinary shares 241,432,688 shares with a par value of THB 1.00 per share. Details as follows;

Capital increase	category shares	No. of shares	Par value (THB per share)	Total (THB)
<input checked="" type="checkbox"/> Specifying the purpose of utilizing funds	Common share	241,432,688 shares	1.00	241,432,688
	Preferred shares	-	-	-
<input type="checkbox"/> General power of attorney (General Mandate)	Common share	-	-	-
	Preferred shares	-	-	-

2. Allocation of new shares

2.1 Specifying the purpose of utilizing funds

Allocated to	No. of shares	Ratio (Old: New)	Sale price (THB/Share)	Subscription date and payment for shares	Note
The existing shareholders of the Company proportionate to their respective shareholding (Rights Offering)	75,373,827 shares	7:1	3	Shall specified by the Executive Committee, Chief Executive Officer and/or any other person who appointed from the Executive Committee and/or the Chief Executive Officer	Please consider Remark 1 - 5
To reserve for the exercise right of the warrants to purchase ordinary shares of the Company No.5 (the “SIMAT-W5 Warrants”) allocated to the existing shareholders of the Company proportionate to their respective shareholding (Right Offering) after the Company has registered the increase of its paid up capital for the issuance and offering of the newly issued ordinary shares to the existing shareholders proportionate to their respective shareholding.	150,747,654 shares	4:1	0.00 the exercise price of THB 2	third anniversary from the date of issuance and offering of the SIMAT-W5 Warrants	Please consider Remark 6
The right adjustment under the warrants to purchase ordinary shares of the Company No.3 (the “SIMAT-W3	5,840,568 shares	-	-	-	Please consider Remark 6

Allocated to	No. of shares	Ratio (Old: New)	Sale price (THB/Share)	Subscription date and payment for shares	Note
Warrants)					
To reserve for the rights adjustment of the warrants to purchase ordinary shares of the Company No. 4 (the "SIMAT-W4 Warrants ")	9,470,639 shares	-	-	-	Please consider Remark 6

Remark:

1. The Board of Directors meeting No. 3/2021, held on March 10, 2021 has approved to propose the 2021 Annual General Meeting of shareholders to consider approving the capital increase and allocation of the newly issued ordinary shares in the amount of not exceeding 75,373,827 shares, with a par value of 1.00 baht to offering to the existing shareholders proportionate to their respective shareholding (Rights Offering) at the ratio of 7 existing shares per 1 new share with the offering price is at THB 3 per share. Any fractions resulting from the allocation of right offering shall be rounded down.
2. The Board of Directors Meeting No. 3/2021, held on March 10, 2021 has approved the date for determining the shareholders who are entitled to be allocated and offered the newly issued shares (Record Date) on May 11, 2021. Nevertheless, the determination of the allocation and offering of the newly issued shares is uncertain until the approval of shareholders' meeting has granted.
3. The shareholders may subscribe for newly issued ordinary shares in excess of their rights as specified above (oversubscription), in which existing shareholders who subscribe for more than their rights will receive allotment of shares in excess of their rights only when there are shares remaining from the allocation to the existing shareholders of the Company that has all rights reserved.

In the allocation of newly issued ordinary shares to the existing shareholders of the Company. In the event that, there are shares remaining from the allocation to the existing shareholders of the Company according to the proportion of shareholding in the first round. The Company will allocate the remaining newly issued ordinary shares to the existing shareholders wishing to subscribe for more than their rights in proportion to their existing shareholding at the same price as the shares allotted according to their rights. This includes existing shareholders, who wish to subscribe for more than their rights in proportion to their shareholding as connected persons of the Company. The details are as follows;

- (a) In case, there are shares remaining from the allocation to the existing shareholders of the company (Rights Offering) in the first round, more than or equal to the shares that the existing shareholders subscribe for in excess of the right according to the proportion of shareholding. The Company will allocate the remaining shares to those who subscribe for more than the rights and pay all

subscription fees for all shares according to the number of intention to subscribe for more than rights;

(b) In the case that, there are shares remaining from the allocation to the existing shareholders of the company (Rights Offering) in the first round is less than the shares that the existing shareholders subscribe for more than the right according to the proportion of shareholding. The Company will allocate the remaining shares to those who subscribe for more than the rights according to the steps. The following episode

(1) Allocated according to the proportion of existing shareholders of each subscriber to more than each individual right by multiplying the existing shareholding proportion of the subscriber exceeding each right by the number of remaining shares. It will be the number of shares that each subscriber exceeds the rights to be allocated in the event that there are fractions of shares, rounding those shares shall be discarded. However, the number of shares to be allocated shall not exceed the number of shares subscribed and paid for by each shareholder;

(2) In the event that there are still shares remaining after the allocation under Clause (b) (1) , the allocation shall be made to each subscriber that exceeds the rights and has not been fully allocated in proportion to the original shareholding of those who subscribe for more than each right by multiplying the existing shareholding of each subscriber that exceeds each of the rights by the number of remaining shares to be the number of shares that the subscriber exceeds each of the rights to be allocated. In the event that, there are fractions of shares, rounding off those shares the number of shares to be allocated will not exceed the number of shares that each shareholder has already subscribed and paid for the subscription price. In this regard, the allocation of shares to the subscriber exceeds the rights under the procedures in this Clause until there are no shares left from the allocation.

4. The allocation of shares to the existing shareholders of the Company subscription beyond rights in any case, it must not make any shareholders (Including persons under Section 258 of the Securities and Exchange Act 1992 (including amendments) of the aforementioned shareholders) holding the Company's shares in the following manner;

(a) In the manner that, increases to or across the trigger point for a tender offer as specified in the Notification of the Capital Market Supervisory Board No. Tor.Jor. 12/2554 regarding Rules, Conditions and Procedures for the Acquisition Securities for business takeovers (Including any amendments) ("**Notification No. Tor Jor. 12/2554**") (except that such shareholder has been exempted from making a tender offer for all securities of the business as specified in the announcement Tor Jor. 12/2554); or

(b) In the manner which violates the foreign share restrictions specified in the Company's Article of Association.

In addition, if there are still shares remaining from the allocation to the existing shareholders of the Company according to the proportion of shareholding (Rights Offering) and the allocation to shareholders who subscribe for more than rights (Oversubscription) to proceed with the reduction of the Company's registered capital by cutting the remaining ordinary shares from the offering for sale.

5. In the allocation of the newly issued ordinary shares of the Company to the existing shareholders of the company in proportion to their shareholding (Rights Offering), the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer have the power to take the following actions as relevant or as reasonably necessary to provide the issuance and allocation of the newly issued ordinary shares of the company to the existing shareholders of the company in proportion to their shareholding (Rights Offering) accomplished by the authority including but not limited to:
- (a) To consider the details of the allocation of the newly issued ordinary shares for sale to the existing shareholders of the company in proportion to their shareholding in order to be in accordance with the laws and regulations relating to the issuance and offer to sell securities under Thai law. However, the company may reserve the right to not offer new shares to existing shareholders of any company, if doing so will make the company violating foreign laws or regulations;
 - (b) To determine or change method for allocation of newly ordinary shares issued, for example, all at one time, or a part, the period of offering price, purpose of offering, offering ratio, bid price and payment method or details regarding the allotment and offering, such as changing the date for determining the rights, list of shareholders, who are entitled to receive the newly issued shares;
 - (c) To sign the request form, requesting waiver of the notice as well as any documents related to the allocation of newly issued ordinary shares. It includes contacting and submitting documents to staff or representatives of any relevant departments. As well as the introduction of new ordinary shares of the company listed on the Market for Alternative Investment and take any actions necessary and relevant to the allotment of new shares for sale to the existing shareholders of the company in proportion to shareholding under the terms of the relevant law;
 - (d) To register of changes in paid-up capital with the Department of Business Development Ministry of Commerce and has the power to take all necessary actions in accordance with the registrar's order to complete the registration process.
6. The Board of Directors meeting No. 3/2021, held on March 10, 2021 has approved to propose the 2021 Annual General Meeting of shareholders to consider approving the authorization of the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer to determine, amend and revise conditions and details in connection with the allocation of the newly-issued shares, as well as to execute the relevant documents and to take any action as deemed necessary and appropriate in connection with the allocation of newly-issued shares, including, but not limited to, providing information and filing documents with the SEC Office, the SET, Thailand Securities Depository Co., Ltd., the DBD-MOC or other competent authorities, including listing newly-issued shares as listed securities on the Market for Alternative Investment.

2.2 Company operations in the event that there are fractions of share

- (1) In the event that there are fractions of shares from the allocation of the newly issued ordinary shares to the shareholder proportionate to their shareholding, all shares shall be rounded off.

- (2) In calculating the right of each shareholder to be allocated the SIMAT-W5 Warrants, if there are fractions of the ordinary shares from the calculation according to the SIMAT-W5 Warrant allocation ratio of each shareholder, all remaining shares shall be rounded off.

3. Schedule of the shareholders' meeting to approve the capital increase and allocation of the newly issued shares

Schedule of the 2021 Annual General Meeting of Shareholders on April, 29 2021 10:00 hr. At IRIS Room, VIVA GARDEN Hotel, No.1988 Sukhumvit Road, Bangjak, Phrakhanong, Bangkok by

- Set the closing date of the share registration book for the right to attend the shareholders' meeting from..... until the shareholders' meeting is completed.
- Specifying names of shareholders who are eligible to attend the shareholders' meeting on March 29, 2021

4. Applying for a capital increase / allocation of newly issued shares to the relevant government agencies and conditions for permission

- 4.1 The Company will submit an application for registration of reduction of capital, increase of capital, amendment of the memorandum of association and changing the paid-up capital to the Department of Business Development Ministry of Commerce;
- 4.2 The Company will submit an application to the Market for Alternative Investment to approve the listing of capital increase shares on the Market for Alternative Investment in accordance with the relevant regulations and rules;
- 4.3 The Company will submit an application to the Market for Alternative Investment for approval to receive the SIMAT-W5 Warrants and the ordinary shares arising from the exercise of the SIMAT-W5 Warrant listed on the Market for Alternative Investment in accordance with the relevant regulations and rules.

5. Objectives of the capital increase and use of additional funds

In the case that all the new ordinary shares that the Company issued and offered to the existing shareholders proportionate to their respective shareholding (Rights Offering) are fully subscribed, the Company will be able to raise funds in the amount of approximately THB 226.12 Million. The Company plans to use the proceeds received from this capital increase for repay the products debt and outstanding loan in the amount of THB 156.12 Million within September 30, 2021 and the remaining capital shall utilize as a working capital for the governmental project of the Company in amount of THB 70 Million.

In addition, regarding the issue of newly ordinary shares to reserve for the exercise of SIMAT-W5 Warrants, in the case that the warrants holders are fully exercised their rights to purchase the newly issued ordinary shares under the SIMAT-W5 Warrants, the Company will be able to raise funds in the amount of approximately THB 301.50 Million. The Company plans to use the proceeds received from the exercise of rights to use as a working capital or supporting future business expansion.

6. Benefits for the company will receive from the capital increase / allotment of new shares

- 6.1 The Company will have funds for the purchase of assets to expand the Company's business.

- 6.2 The Company will have more liquidity from the working capital received from the capital increase.

The above capital increase plan is in accordance with the current business plan for the allocation of proceeds from this capital increase offering. However, the number of shares subscribed and the exercise of rights to purchase new ordinary shares according to the SIMAT-W5 Warrants and the actual payment may be less than the number of shares the Company has wishing to sell. In that case, the Company's capital increase plan may differ from the money plan specified in item 5 above.

Please consider more details in the information regarding the allocation of newly issued ordinary shares. Attachment 3

7. Benefits which the shareholders will receive from the capital increase / share allotment

7.1 Dividend payment policy

The Company has a policy to pay dividends to shareholders at the rate of 50 of the net profit. The payment of dividends must not affect the operations, financial status, liquidity, business expansion, any other future necessities and other factors relevant to the management of the Company.

Subscribers of this capital increase will be entitled to receive dividends from the Company's operations starting from the subscriber of the newly issued shares has been registered as a shareholder of the company with a name appearing as a shareholder in the shareholder register of the company. The company announces a dividend payment in accordance with the law and Relevant rules and regulations.

7.2 Others

-None-

8. Other details necessary for shareholders to support their decision to approve the capital increase / allotment of new shares.

Please consider more details in the Information memorandum for allocation of newly ordinary shares issued.

9. The schedule of actions in the event that the Board of Directors Resolution to increase the capital / increase shares.

Procedures	Date
1. The Board of Directors Meeting no. 3/2021 has passed a resolution regarding capital increase, allotment of new shares, and issuing warrants SIMAT-W5	March 10, 2021
2. The date to determine the list of shareholders entitled to attend the 2021 Annual General Meeting of Shareholders	March 29, 2021
3. The date of the 2021 Annual General Meeting of Shareholders	April 29, 2021
4. Register the resolution to reduce the registered capital, Increase registered capital and amend the memorandum of	With in 14 days from the shareholders meeting date

Procedures	Date
association of the company with Ministry of Commerce.	has approved
5. The date for determining the list of shareholders entitled to receive the allocation of new ordinary shares.(Rights Offering)	May 11, 2021
6. Subscription period for new ordinary shares.	Specified by the Executive Committee and/or the Chief Executive Officer and/or person authorized by the Executive Committee and/or the Chief Executive Officer
7. Registering additional paid-up capital with the Ministry of Commerce.	Within 14 days after the end of the exercise period to exercise the right to subscribe for newly issued shares
8. The date to determine the list of shareholders who are entitled to receive the Warrants SIMAT-W5 Warrants	After the listing of the newly-issued ordinary shares to existing shareholders (Rights Offering) to be listed on the Market for Alternative Investment, will be informed later

The Company certifies that the information in this report is accurate and complete in all respects.

Mr. Thammanoon Korkiatwanich

Director/Company's Secretary

Information Memorandum regarding the allotment of new shares

Simat Technologies Public Company Limited

The resolution of the Board of Directors' meeting of the Simat Technologies Public Company Limited (the "**Company**") No. 3/2021, which was held on March 10, 2021 resolved to increase the registered capital of the Company from the original registered capital of THB 630,016,947 to the new registered capital in the amount of THB 871,499,635 by issuing new ordinary shares in the amount of 241,432,688 shares, with a par value of THB 1.00, totaling THB 241,432,688 to reserve for (1) the allocation of newly ordinary shares to existing shareholders proportionate to their respective shareholding (Rights Offering) (2) the exercise of the warrants to purchase ordinary shares of the Company No. 5 (the "**SIMAT-W5 Warrants**") to allocate to the existing shareholders of the Company proportionate to their respective shareholding (3) the adjustment of the warrants to purchase ordinary shares of the Company No. 3 (the "**SIMAT-W3 Warrants**") and (4) the adjustment of the warrants to purchase ordinary shares of the company No.4 (the "**SIMAT-W4 Warrants**"). The Company will propose to the 2021 Annual General Meeting of Shareholders on April 29, 2021 for further approval.

In this regard, the issuance and offering of the newly issued ordinary shares is significant, therefore the company has prepared significant information for the shareholders' decision in accordance with the announcement of the Capital Market Supervisory Board No. Tor Jor. 73/2558 regarding the items in the notice of the shareholders' meeting of listed companies for approval and offering securities (Including additional amendments) with the following details:

1. Details of the newly issued shares

The Company will allocate the newly issued ordinary shares of the Company to the existing shareholders of the Company proportionate to their respective shareholding (Rights Offering) and the allocation of newly issued ordinary shares to reserve for the exercise of rights under the SIMAT-W5 Warrants, the allocation of newly issued ordinary shares to reserve for the adjustment of rights under SIMAT-W3 Warrants, and the allocation of newly issued ordinary shares to reserve for the adjustment of rights under the SIMAT-W4 Warrants with the following details;

- 1.1. Allocation of newly issued ordinary shares of not exceeding 75,373,827 shares at par value of THB 1.00 per share for sale to the existing shareholders of the Company proportionate to their respective shareholding (Rights Offering) at the ratio of 7 existing shares per 1 newly issued ordinary shares with an offering price of THB 3 per share, the a fraction of shares to be disregarded.

In determining the offering price of the newly issued ordinary shares to the existing shareholders proportionate to their respective shareholding (Rights Offering) above, the Company has determined the market price of the Company's shares by fixing a discount of approximately 40.45 percent of the weighted average price of the Company's shares In the Stock Exchange of Thailand (the "**SET**") for previous 7 consecutive business days before the date of the Board of Directors resolved to propose an agenda for the increase of registered capital to the shareholders' meeting for consideration on March 10, 2021 (that is, between March 1, 2021 –March 9, 2021) which is equal to THB 5.04 (Data from SETSMART of SET). The shareholders may subscribe for newly issued ordinary shares in excess of their rights as specified above (oversubscription), in which existing shareholders who subscribe for more than their rights will receive allotment of shares in excess of their rights.

In the allocation of newly issued ordinary shares to the existing shareholders of the Company. In the event that, there are shares remaining from the allocation to the existing shareholders of the Company according to the proportion of shareholding in the first round. The Company will allocate the remaining newly issued ordinary shares to the existing shareholders wishing to subscribe for more than their rights in proportion to their existing shareholding at the same price as the shares allotted according to their rights. This includes existing shareholders, who wish to subscribe for more than their rights in proportion to their shareholding as connected persons of the Company. The details are as follows;

- (A) In case there are shares remaining from the allocation to the existing shareholders of the company, which is according to the rights offering (Rights Offering) in the first round, more than or equal to the shares that the existing shareholders subscribe for in excess of the right according to the proportion of shareholding, the Company will allocate the remaining shares to those who subscribe for more than the rights and pay all subscription fees for all said shares according to the number of intention to subscribe for more than rights;
- (B) In the case that there are shares remaining from the allocation to the existing shareholders of the Company (Rights Offering) in the first round is less than the shares that the existing shareholders subscribe for more than the right according to the proportion of shareholding. The company will allocate the remaining shares to those who subscribe for more than the rights according to the steps. The following episode;
 - (1) Allocated according to the proportion of existing shareholders of each subscriber to more than each individual right by multiplying the existing shareholding proportion of the subscriber exceeding each right by the number of remaining shares, it will be the number of shares that each subscriber exceeds the rights to be allocated. In the event that there are fractions of shares, rounding those shares shall be discarded. However, the number of shares to be allocated shall not exceed the number of shares subscribed and paid for by each shareholder.
 - (2) In the event that the shares still remaining after the allocation under Clause (B)(1), the allocation shall be made to each subscriber that exceeds the rights and has not been fully allocated in proportion to the original shareholding of those who subscribe for more than each right by multiplying the existing shareholding of each subscriber that exceeds each of the rights by the number of remaining shares to be the number of shares that the subscriber exceeds each of the rights to be allocated. In the event that there are fractions of shares, rounding off those shares the number of shares to be allocated will not exceed the number of shares that each shareholder has already subscribed and paid for the subscription price. In this regard, the allocation of shares to the subscriber exceeds the rights under the procedures in this Article. Its doing until no shares left from allocation.

In this regard, the allocation of shares to the existing shareholders of the Company subscription beyond rights in any case, it must not make any shareholders (including persons under Section 258 of the Securities and Exchange Act 1992 (including

amendments) of the aforementioned shareholders) holding the Company's shares in the following manner;

- (A) In the manner that increases to or across the trigger point for a tender offer as specified in the Notification of the Capital Market Supervisory Board No. Tor Jor. 12/2554 regarding Rules, Conditions and Procedures for the Acquisition Securities for business takeovers (Including any amendments) ("**Notification No. Tor Jor. 12/2554**") (except that such shareholder has been exempted from making a tender offer for all securities of the business as specified in the announcement Tor Jor. 12/2554); or
- (B) In the manner which violates the foreign share restrictions specified in the company's regulations.

In addition, if there are still shares remaining from the allocation to the existing shareholders of the Company, its according to the proportion of shareholding (Rights Offering) and the allocation to shareholders, who subscribe for more than rights (Oversubscription) to proceed with the reduction of the company's registered capital by cutting the remaining ordinary shares from the offering for sale.

In the allocation of the newly issued ordinary shares of the Company to the existing shareholders of the Company in proportion to their shareholding (Rights Offering), the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer have the power to take the following actions as relevant or as reasonably necessary to provide the issuance and allocation of the newly issued ordinary shares of the Company to the existing shareholders of the Company in proportion to their shareholding (Rights Offering) accomplished by the authority including but not limited to;

- (A) To consider the details of the allocation of the newly issued ordinary shares for sale to the existing shareholders of the company in proportion to their shareholding in order to be in accordance with the laws and regulations relating to the issuance and offer to sell securities under Thai law. However, the company may reserve the right to not offer new shares to existing shareholders of any company, if doing so will make the company violating foreign laws or regulations;
- (B) To determine or change method for allocation of newly ordinary shares issued, for example, all at one time, or a part, the period of offering price, purpose of offering, offering ratio, bid price and payment method or details regarding the allotment and offering, such as changing the date for determining the rights, list of shareholders, who are entitled to receive the newly issued shares;
- (C) To sign the request form, requesting waiver of the notice as well as any documents related to the allocation of newly issued ordinary shares. It includes contacting and submitting documents to staff or representatives of any relevant departments. As well as the introduction of new ordinary shares of the company listed on the Market for Alternative Investment and take any actions necessary and relevant to the allotment of new shares for sale to the existing shareholders of the company in proportion to shareholding under the terms of the relevant law;

- (D) To register of changes in paid-up capital with the Department of Business Development Ministry of Commerce and has the power to take all necessary actions in accordance with the registrar's order to complete the registration process.
- 1.2. Allocation of the newly ordinary shares of not exceeding 150,747,654 at par value of THB 1.00 per share in order to accommodate the exercise of SIMAT-W5 Warrants to be issued and offered to the existing shareholders proportionate to their shareholding at the allocation ratio of 4 ordinary shares to 1 unit of the SIMAT-W5 Warrants free from charge after the Company has registered the increase of its paid up capital for the issuance and offering of the newly issued ordinary shares to the existing shareholders proposed to the shareholders' meeting for approval in Clause 1.1 above. Nevertheless, the determination of the allocation and offering of SIMAT-W5 Warrants is uncertain until the approval of shareholders' meeting has received. The conditions and details of the SIMAT-W5 Warrants appear in Attachment 1.

In this regard, in order to provide the terms and conditions of the SIMAT-W5 Warrants to be appropriate according to the capital market and money market conditions and for the benefits of the Company and shareholders. The Board of Directors meeting, therefore, proposes to the shareholders' meeting to consider authorizing of the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer and/or the person authorized by the Board of Directors and/or the Executive Committee and/or the Chief Executive Officer to have power to take all necessary actions in connection with the issuance and allocation of the SIMAT-W5 Warrants in compliance with the law, including but not limited to the power to the following actions:

- (1) set out and amend any rules, terms, conditions and other details relating to the issuance and allocation of the SIMAT-W5 Warrants, including the date to determine the list of shareholders entitled to be allocated with the SIMAT-W5 Warrants;
 - (2) negotiate, agree, enter into, amend, add, sign agreements, applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents necessary for and in connection with the issuance and allocation of the SIMAT-W5 Warrants, as well as contact, filing, amendment, addition and signing of the applications for permission, waiver, evidence, disclosure, report on the offering for sale, and various documents with the Securities and Exchange Commission Office (the "**SEC Office**"), the SET, governmental agencies or relevant authorities in relation to the issuance and allocation of the SIMAT-W5 Warrants and the newly issued ordinary shares from the exercise of the Warrants as listed on the Market for Alternative Investment; and
 - (3) take any other arrangements as necessary and appropriate in connection with the issuance and allocation of the SIMAT-W5 Warrants in order to ensure the successful completion of the foregoing arrangements and the issuance and allocation of the SIMAT-W5 Warrants on this occasion.
- 1.3. Allocation of the newly ordinary shares of not exceeding 5,840,568 shares to accommodate the right adjustment under the SIMAT-W3 Warrants.
- 1.4. Allocation of the newly ordinary shares of not exceeding 9,470,639 shares to accommodate the right adjustment under the SIMAT-W4 Warrants.

2. Objective of the capital increase and fund utilization plan

In the case that all the new ordinary shares that the Company issued and offered to the existing shareholders proportionate to their respective shareholding (Rights Offering) are fully subscribed, the Company will be able to raise funds in the amount of approximately THB 226.12 Million. The Company plans to use the proceeds received from this capital increase for repay the products debt and outstanding loan in the amount of THB 156.12 Million within September 30, 2021 and the remaining capital shall utilize as a working capital for the governmental project of the Company in amount of THB 70 Million.

In addition, regarding the issue of newly ordinary shares to reserve for the exercise of SIMAT-W5 Warrants, in the case that the warrants holders are fully exercised their rights to purchase the newly issued ordinary shares under the SIMAT-W5 Warrants, the Company will be able to raise funds in the amount of approximately THB 301.50 Million. The Company plans to use the proceeds received from the exercise of rights to use as a working capital or supporting future business expansion.

The above capital increase plan is in accordance with the current business plan for the allocation of proceeds from this capital increase offering. However, the number of shares subscribed and the exercise of rights to purchase new ordinary shares according to the SIMAT-W5 Warrants and the actual payment may be less than the number of shares the company has wishing to sell, this will lead to the company received less money than expected. In that case, the Company's capital increase plan may differ from the money plan specified above.

3. The effect on shareholders from the sale of newly issued shares.

The effect from the issuance and offering of new ordinary shares proportionate to their respective shareholding (Rights Offering) and the issuance of new ordinary shares to accommodate the exercise of the SIMAT-W5 Warrant as follows;

3.1 Price Dilution (Control Dilution)

3.1.1 the issuance and offering of new ordinary shares proportionate to their respective shareholding (Rights Offering)

After the issuance and offering of the newly issued ordinary shares, which are offered to the existing shareholders of the company proportionate to their respective shareholding (Rights Offering). In the case that all the existing shareholders exercise their rights to subscribe for the newly issued shares according to their rights have the whole amount, it will not affect the voting rights of shareholders of the Company (Control Dilution). However, in the event that all the existing shareholders do not exercise the right to buy the increased capital at all, the Company will proceed to reduce the registered capital of the company by eliminating the remaining ordinary shares from the offering for sale, resulting in the number of paid-up shares unchanged, and does not affect the voting rights of the shareholders of the company (Control Dilution). But in the event that the shareholders choose not to exercise their right to subscribe for the newly issued ordinary shares according to their rights and other shareholders exercise their rights to subscribe for the newly issued ordinary shares in accordance with their existing rights and / or subscribe to the newly issued ordinary shares (Oversubscription) until the subscription of the newly issued shares in full amount, it will affect the voting rights of the shareholders (Control Dilution) as follows

$$\begin{aligned}
 &= \frac{\text{Number of shares offered}}{\text{Number of paid-up shares} + \text{Number of shares offered}} \\
 &= \frac{75,373,827}{527,616,789 + 75,373,827} \\
 &= 12.50 \%
 \end{aligned}$$

3.1.2 the issuance of new ordinary shares to accommodate the exercise of the SIMAT-W5 Warrants

If the shareholders who receive the SIMAT-W5 Warrants have exercised their rights to convert into ordinary shares in the amount that they received will not affect the voting rights of shareholders of the company (Control Dilution). However, in the case that the shareholders who receive the SIMAT-W5 Warrants do not exercise the conversion rights and all other shareholders exercised their rights to convert (Control Dilution) is as follows: (The calculation of the impact below is under the assumption that the offering of newly issued ordinary shares to be offered to the existing shareholders of the company (Rights Offering), which will occur before the allocation of the SIMAT-W5 Warrants, the purchaser of the shares has exercised in the full amount of the newly issued shares.

$$\begin{aligned}
 &= \frac{\text{Number of shares from the conversion of SIMAT-W5 Warrants}}{\text{Number of paid-up after the offering RO} + \text{Number of shares from the conversion of SIMAT-W5 Warrants}} \\
 \text{Number of paid-up after the RO offering} &= \text{Current paid-up} + \text{No. of shares offered for sale RO} \\
 &= 527,616,789 + 75,373,827 = 602,990,616 \text{ shares} \\
 &= \frac{150,747,645}{602,990,616 + 150,747,645} \\
 &= 20.00 \%
 \end{aligned}$$

3.2 Effect on the proportion of shareholding (Price Dilution)

3.2.1 the issuance and offering of new ordinary shares proportionate to their respective shareholding (Rights Offering)

After the issuance and offering of the newly issued ordinary shares offered to the existing shareholders of the company, which are according to the proportion of shareholding (Rights Offering). The impact on the share price of the company will depends on the amount of the right to purchase shares from each existing shareholder. If all the existing shareholders do not exercise their rights to buy the additional shares at all, they will not affect the share price of the company. But in the event that the shareholders choose not to exercise their right to subscribe for the newly issued ordinary shares according to their rights and other shareholders exercise their rights to subscribe for the newly issued ordinary shares in accordance with their existing rights and / or subscribe to

the newly issued ordinary shares in excess of their rights (Oversubscription) until the subscription of the newly issued shares in full amount, it will have an impact on the price by calculating the effects as follows

$$= \frac{\text{Market price before offering} - \text{Market price after offering}}$$

Market price before offering

$$= \frac{5.04 - 4.78}{5.04}$$

$$= 5.06 \%$$

Which the market price after the offering of new ordinary shares in proportion to their shareholding is equal to

$$= \frac{(\text{Market price} \times \text{No. of paid-up shares}) + (\text{Offering price of RO shares} \times \text{No. of shares offered for sale in RO})}{\text{Number of paid-up shares} + \text{Number of shares offered for sale RO}}$$

$$= \frac{(5.04 \times 527,616,789) + (3 \times 75,373,827)}{527,616,789 + 75,373,827}$$

$$= 4.78$$

Note: Market price is equal to the weighted average market price of the company for the past 7 consecutive business days prior to the date of the Board of Directors Meeting No. 3/2021 on March 10, 2021 (that is, between March 1, 2021 – March 9, 2021) (Data from SETSMART of SET) which is equal to THB 5.04

3.2.2 the issuance of new ordinary shares to support the exercise of the SIMAT-W5 Warrants

If the shareholders who receive the SIMAT-W5 Warrants have exercised their conversion rights into ordinary shares in the amount that they received, it will not affect the market price of the shares (Price Dilution). However, in the case that the shareholders who receive warrants SIMAT-W5 Warrants do not exercise the conversion rights and all other shareholders exercised their rights to convert it will have the highest impact on the market price of shares as follows; (The calculation of the impact below is under the assumption that the offering of newly issued ordinary shares to be offered to the existing shareholders of the company (Rights Offering), which will occur before the allocation of the SIMAT-W5 Warrants, the shareholders have the right to buy the shares to purchase the increased shares in full amount)

$$= \frac{(\text{Stock market price after RO share offering} - \text{Stock market price after RO stock market and SIMAT-W5 Warrants conversion})}{\text{Stock market price after RO stock market}}$$

$$= \frac{4.78 - 4.23}{4.78}$$

$$= 11.64 \%$$

In which the stock market price after the offering of RO shares and the conversion of SIMAT-W5 Warrants is equal to

$$= \frac{(\text{Market price} \times \text{number of paid-up shares before offering shares RO}) + (\text{Offering price of RO shares} \times \text{Number of shares offered for sale RO} + \text{Money received from the conversion of SIMAT-W5 Warrants})}{(\text{Number of shares paid before offering RO} + \text{Number of shares offered for sale RO} + \text{Number of shares Arising from the conversion of SIMAT-W5 Warrants})}$$

$$= \frac{(5.04 \times 527,616,789) + (3 \times 75,373,827) + (2 \times 150,747,645)}{527,616,789 + 75,373,827 + 150,747,645}$$

$$= 4.23$$

Note: Market price is equal to the weighted average market price of the company for the past 7 consecutive business days prior to the date of the Board of Directors Meeting No.3/2021 on March 10, 2021 (that is, between March 1, 2021 –March 9, 2021) (Data from SETSMART of SET) which is equal to THB 5.04

4. The opinion of the Board of Directors Capital increase or offering to the existing shareholders of the company Proportion of shares (Rights Offering)

4.1 Reasons and necessity of the capital increase.

The Board of Directors have an opinion that the Company is necessary to increase the registered capital and issue new ordinary shares for sale to the existing shareholders proportionate to their respective shareholding (Rights Offering) and the newly issued ordinary shares to accommodate the exercise of rights the SIMAT-W5 Warrants, to accommodate the adjustment under SIMAT-W3 Warrants, to accommodate the adjustment under the SIMAT-ESOP-2 and to accommodate the adjustment under the SIMAT-W4 Warrants because the Company plans to use the proceeds received from the shares offering for the purpose as details described in item 2 above.

4.2 The possibility of using funds from the offering of shares

The Company expects to issue and offer shares to existing shareholders proportionate to their respective shareholding (Rights Offering) as well as receive money from the offering of the new shares to be completed within May 2021. The Company will use the money received from the capital increase as described in item 2 above.

The issuance of the newly issued ordinary shares to accommodate the exercise of the SIMAT-W5 Warrants has a term of 3 years from the date of issuance of the SIMAT-W5 Warrants. The Company will use the money received from the capital increase for the purpose as described in item 2 above.

4.3 The reasonableness of the capital increase plan to use the proceeds from the share offering and the project that will be implemented including the adequacy of the funding source in the event that the proceeds from the offering.

The Board of Directors have an opinion that the issuance and offering of the newly issued ordinary shares to the shareholders proportionate to their respective shareholding (Rights Offering) and the newly issued ordinary shares to accommodate the exercise of the rights of the SIMAT-W5 Warrants, the newly issued ordinary shares to accommodate the adjustment under the SIMAT-W3 Warrants, and the newly issued ordinary shares to accommodate the adjustment under SIMAT-W4 Warrants are

appropriate. It is reasonable and for the highest benefit of the Company and all shareholders. The Company plan to utilize the money from funding this time for the purpose as details described in item 2 above.

In the case that all the new ordinary shares that the Company issued and offered to the existing shareholders proportionate to their shareholding (Rights Offering) are fully subscribed. The Company will be able to raise funds in the amount of THB 226.12 Million. The Company plans to use the proceeds received from this capital increase as detailed in item 2 above within the year 2021.

In addition, regarding the issue of newly ordinary shares to reserve for the exercise of the SIMAT-W5 Warrants, in the case that the warrants holders are fully exercised their rights to purchase the newly issued ordinary shares under the SIMAT-W5 Warrants, the Company will be able to raise funds in the amount of approximately THB 301.50 Million. The Company plans to use the proceeds received from the exercise of rights to use as working capital or supporting future business expansion.

4.4 The expected impact on the company's business operations as well as the financial status and results of operations of the company Due to the capital increase and the implementation of the use of funds or projects.

The Board of Directors have an opinion that the issuance and offering of the newly issued ordinary shares to the shareholders proportionate to their respective shareholding (Rights Offering) and the newly issued ordinary shares in order to accommodate the exercise of the rights under the SIMAT-W5 Warrants, the newly issued ordinary shares to accommodate the adjustment under the SIMAT-W3 Warrants , and SIMAT-W4 Warrants are the implementation of the Company's funding sources which the Company can use the money received from the capital increase for the purpose as details described in item 2 above. The transaction will benefit the Company in creating continuous cash flow and profits in the future and does not adversely affect the Company's business operations as well as the financial status and results of operations of the Company.

5. Board certification Capital increase

In the case that the directors of the Company not performing duties in accordance with the law, the objectives and the regulations of the Company as well as the resolution of the shareholders' meeting with honesty and carefulness to protect the interests of the Company. In matters relating to the capital increase by acting or omitting any actions that do not perform the duties and cause damage to the Company. The company can claim compensation from that director, but if the Company do not claim for compensation shareholders holding a total of not less than 5 percent of the total issued shares will notify the company to be claimable. The Company do not proceed as the shareholders have informed, the shareholder can sue for damages from the director on behalf of the Company in accordance with Section 85 of the Public Company Limited Act 1992 (including amendments). In addition, if the actions or omissions of the directors which do not perform their duties, shall be in accordance with the laws, objectives and regulations of the company. As well as the resolution of the shareholders' meeting with honesty and carefulness to protect the interests of the company in matters relating to the capital increase, it causes the directors, executives, or related persons to benefit improperly. The Company may sue the directors to be responsible for returning the benefits to the Company. The shareholders holding shares with voting rights of not less than 5% of the total voting rights of the Company will notify the company can do so. If the Company do not proceed as according to shareholders within 1 month from the date of notification such shareholders are able to

exercise the right to claim benefits from that director on behalf of the company in accordance with Section 89/18 of the Securities and Exchange Act B.E. 2535 (including any amendments)

The Company certifies that the information in this report is accurate and complete in all respects.

Please be informed accordingly

Yours sincerely

Mr. Thammanoon Korkiatwanich