

(F53-4)

Capital increase report form
Simat Technologies Public Company Limited
June 18, 2021

Simat Technologies Public Company Limited (the “**Company**”) would like to report the resolution of the Board of Directors’ Meeting No. 9/2021, which was convened on June 18, 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 that Extraordinary General Meeting of the Shareholders No. 1/2021 consider approving the reduction of the Company’s registered capital by THB 171,887,817 from the original registered capital of THB 871,449,635 to the new registered capital of THB 699,561,818 by canceling unsold shares remaining from the allocation to reserve (1) the allocation of the newly issued ordinary shares to the existing shareholders proportionate to their respective shareholding (Rights Offering) in the amount of 31 shares (2) the exercise of the right of the warrants to the Company’s directors or employees No. 2 (the “**SIMAT-ESOP-W2**”) in the amount of 3,706,995 shares (3) the exercise of the right of the warrants to purchase ordinary shares of the Company No. 5 (the “**SIMAT-W5 Warrants**”) issued and allocated according to the resolution of the 2021 Annual General Meeting of the Shareholders held on April 29, 2021 in the amount of 150,747,654 shares, and (4) the exercise of the right of the warrants to purchase ordinary shares of the Company No. 4 (the “**SIMAT-W4 Warrants**”) as the last exercise date of such warrants shall be on July 8, 2021 in the amount of 17,433,137 shares .
- 1.2 The Board of Directors' meeting had resolved to propose that Extraordinary General Meeting of the shareholders No. 1/2021 consider approving the increase of registered capital in the amount of THB 161,308,187 from THB 699,561,818 to be the new registered capital of THB 860,870,005 by issuing of 161,308,187 newly-issued ordinary 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	161,308,187 shares	1.00	161,308,187
	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
To reserve for the exercise right of the SIMAT-W5 Warrants allocated to the existing shareholders of the Company proportionate to their respective shareholdings (Right Offering)	160,000,000 shares	4.07 : 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 1
The right adjustment under the warrants to purchase ordinary shares of the Company No. 3 (the “SIMAT-W3 Warrants”)	1,308,187 shares	-	-	-	Please consider Remark 1

Remark:

- The Board of Directors’ meeting No. 9/2021 held on June 18, 2021 had resolved to propose to propose that the Extraordinary General Meeting of the Shareholders No. 1/2021 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 have the power to determine, amend and revise conditions and details in connection with the allocation of the newly-issued shares, as well as to amend and revise conditions and details in connection with the allocation ratio and exercise price according to the terms and conditions including have the power 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

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 for the shareholders' meeting to approve the capital increase and allocation of the newly issued shares

Schedule of the Extraordinary General Meeting of the shareholders No. 1/2021 on August 11, 2021 at 10.00 a.m. through electronic media pursuant to emergency decree on electronic meetings B.E. 2020. 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 July 15, 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, and amendment of the memorandum of association to the Department of Business Development Ministry of Commerce;
- 4.2 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 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 not exceeding THB 320 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 4

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.

The shareholders of the Company from the exercise of the right to purchase the newly issued ordinary shares of the Company under the SIMAT-W5 Warrants will be entitled to receive dividends from the Company's operations starting when the holders of the SIMAT-W5 Warrants exercise their right to purchase the newly issued ordinary shares of the Company and has registered as a shareholder of the Company with a name appearing as a shareholder in the shareholders register book of the Company and 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. 9/2021 has passed a resolution regarding capital reduction, capital increase, allocation of newly issued shares, and issuing the SIMAT-W5 Warrants	June 18, 2021
2. The date to determine the list of shareholders entitled to attend the Extraordinary General Meeting of the shareholders No. 1/2021	July 15, 2021
3. The date of Extraordinary General Meeting of the shareholders No. 1/2021	August 11, 2021
4. Register the resolution to reduce the registered capital, Increase registered capital and amend the memorandum of association of the company with Ministry of Commerce.	With in 14 days from the shareholders meeting date has approved
5. The date to determine the list of shareholders who are entitled to receive the SIMAT-W5 Warrants	August 19, 2021
6. The issuance date of the SIMAT-W5 Warrants	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

Procedures	Date
	Executive Committee and/or the Chief Executive Officer shall determine the issuance date of the SIMAT-W5 Warrants