

SGC 072/2024

2 December 2024

Subject: Schedule of **December 2024** exercise of warrant to purchase ordinary shares of SG Capital Public Company Limited No.2 (SGC-W2)

To: President
The Stock Exchange of Thailand

As SG Capital Public Company Limited (“Company”) issued and offered warrant to purchase ordinary shares of Company No.2 (“SGC-W2”) in the amount of 1,188,003,611 units free of charge to the existing shareholders who subscribed and allocated the newly issued ordinary shares with no allocation to shareholders that would make the Company have duties under foreign law in the ratio of 2.5 existing ordinary shares per 1 unit of warrant (2.5: 1) Which the first exercise date shall be on 30 December 2024 and the Warrant holders can exercise their rights to purchase the Company's ordinary shares on the last business day of March, June, September, December throughout 3 years from the issuance date of warrants which and the last exercise date shall be on 12 September 2027.

The Company would like to inform the schedule of **No. 1** exercise which is **30 December 2024** with the details as follows:

1. Exercise Ratio and Exercise Price

1 unit of SGC-W2 for 1 ordinary share

Exercise price is **1.60 Baht per share**

2. Period of notification of the intention to exercise and payment

Start date **13 December 2024 - 27 December 2024 (Only business day)** during 9:00 a.m. – 4:00 p.m.

3. Place to exercise

The Warrant Holders may request the Exercise Notice form at the Company's office and/or Agent receiving exercise intention (if any) or download the form from the Company' s website (https://sgcapital.co.th/en/investor/ir_ifn) The Warrant Holders shall notify, the Company and/or Agent receiving exercise intention (if any) , within the Notification Period for the Exercise of Warrant as specified in Clause 2 above.

Company Address :

SG Capital Public Company Limited.

72 NT Bangrak Tower, 20th Floor, Charoen Krung Road, Bang Rak Sub-district, Bang Rak District,
Bangkok 10500

Tel. 02-028-2828

4. Exercise Procedure

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

- 4.1) An accurately and completed form of the Warrant's Exercise Notice, duly signed by the Warrant Holders and submit to the Company and/or the Agent receiving exercise intention (if any) within the Notification Period 13 December 2024 - 27 December 2024.
- 4.2) The Warrant certificate or the Warrant substitute in form prescribed by the SET, bearing signature of holders representing the relevant number of warrants as specified in the Exercise Notice and a power of attorney letter in case that the warrant holders delegate other person to receive new certificates of the unexercised Warrants (if any) and send to the Company and/or Agent receiving exercise intention (if any).
- 4.3) Payment of the amount specified in the Warrant's Exercise Notice and send pay-in slip to the Company and/or the Agent receiving exercise intention (if any). The Warrant Holders who wish to exercise their rights shall pay in one of the following form:
 - 4.3.1) Money transfer to Saving Account, Kasikorn Bank Public Company Limited, Silom Main Branch, payable to "SG Capital Public Company Limited", Account No. 001-1-37667-3, (Transfer money via mobile banking to all banks) and enclose the evidence of such transfer as well as specify name-surname and contact telephone number or
 - 4.3.2) Payment in form of cheque, cashier's cheque, or draft which can be cashed in Bangkok Metropolitan area within 1 Business day from each Notification date. Cheque, cashier's cheque, or draft shall be dated 3 business days prior each Exercise Date and shall be crossed and made payable only to "SG Capital Public Company Limited" and specify name-surname and contact telephone number on back of those forms or

Remark The last payment date of cheques is **25 December 2024** and please send them to the Company by **4.00 p.m. 25 December 2024**.

In this regards, the Exercise of Warrants be considered completed and valid only if the Company or the Agent receiving exercise intention (if any) successfully collected the payment. In case that, the Company or the Agent receiving exercise intention (if any) could not collect such payment, for any reason not cause by the Company or the Agent receiving exercise intention (if any), the Company shall deem that such Warrant Holders intend to

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

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

4.5) Evidence supporting the exercise

1). Thai Individual Person : Certified copy of Identification card or the Government official card or the State enterprise employee card (In case of the name/surname changing that cause such name/surname different from that appearing on the Warrants, additional certified copy of relevant government documents e.g. certificate of name/surname change etc. must be attached). (In case of a minor, letter of consent of parents, certified copy of identification card of the parents and household registration having the name of the minor must be attached.)

2). Foreign Individual Person : Certified copy of foreigner certificate (alien identification card) or certified copy of valid passport

3). Thai Juristic Person : Copy of corporate affidavit issued by the Ministry of Commerce not more than 6 months prior to each Exercise Date, duly certified by authorized director(s) as stated in that corporate affidavit and certified copies of supporting evidences of such authorized director(s) as in 1) or 2)

4). Foreign Juristic Person : Copy of the certificate of incorporation and/or corporate affidavit of such legal entity, duly certified by the authorized director(s) and certified copies of supporting evidences of such authorized director(s) as in 1) or 2). All documents shall be duly certified by

a Notary Public in the country in which such document is issued and not more than 6 months prior to each Exercise date.

- 5). Custodian : Copy of corporate affidavit and document evidencing appointment of custodian and certified copies of supporting evidences of the authorized person(s) as in 1) or 2). All documents shall be duly certified by a Notary Public in the country in which such document is issued and not more than 6 months prior to each Exercise date.

In this regards, if the Warrant Holders fail to submit the abovementioned evidence, the Company and/or the Agent receiving exercise intention (if any) shall deem that such Warrant Holders do not intend to exercise the rights at the relevant Exercise Date. However, the Company and/or the Agent receiving exercise intention (if any) might use its own discretion to allow the exercise of warrant as deemed appropriate.

- 4.6) The number of Warrants to be exercised must be in a whole number with the exercise ratio of one unit of Warrant to 1 ordinary share, except for the adjustment of rights as specified in Clause 6.

If you need any further information, please contact the place aforesaid on business day during 9:00 a.m.-4.00 p.m.

Please be informed accordingly.

Sincerely yours,



(Mr. Anothai Sritiapetch)

Chief Executive Officer

**Notification of the Intention to Exercise Warrants to Purchase Ordinary shares of
SG Capital Public Company Limited No. 2 or "SGC-W2"**

To: The Board of Directors of SG Capital Public Company Limited

Date of notifying the intention to exercise.....

Holders of Warrants to Purchase Ordinary shares of SG Capital Public Company Limited ("Warrant Holders"),

please clearly fill in the spaces below

I (Please specify type of Warrant Holders)

- Natural Person of Thai Nationality ID Card No Natural Person of Alien Nationality Alien Card/Passport No.....
 Juristic Person of Thai Nationality Company Registration No Juristic Person of Alien Nationality Company Registration No

Name Mr. Mrs. Miss Juristic Person.....

Contact address: Housing Number..... Moo..... Alley/Soi..... Street.....

Kwang/Tambol..... Khet/Amphur..... Province Postal Code

Telephone No. Mobile No..... Email Nationality

Occupation Date of Birth/Registration Date (DD/MM/YY)/...../..... Tax ID. No

Condition of Withholding Tax Non-withholding Tax Withholding Tax Hereby intend to exercise the right to purchase ordinary shares of SG Capital Public Company Limited No. 2 "SGC-W2" in the exercise ratio of **1 Warrant to 1 Ordinary Share** as follows:

Holding Warrant Certificate		Holding Warrant Substitutes	
Warrant Certificate No.	Document No	Date	Broker Member ID
Number of the Warrants to Be Exercised (Units)	Number of the Ordinary Shares to Be Received from the Exercise (Shares)	Exercise Price (Baht/Share)	Total Payment (Baht)
	Number of the Warrants x 1 Ordinary Share (fraction of shares from the allocation The remainder is rounded off)	1.60	Calculation fraction rounding money according to international principles

If the shares are allotted to me, I hereby agree to the following procedure: (Please choose one and mark in front of your choice)

In the event that there is a securities trading account:

- Issue a share certificate in the name of "Thailand Securities Depository Company Limited for Depositors" for the allotted shares and arrange for participant Name No..... to deposit those shares with Thailand Securities Depository Company Limited for security trading account No. Name which I have with the said Company (The Warrant Holder's name must be correspondent with the trading account name, otherwise the share certificate in the name of Warrant Holder shall be issued and delivered through registered mail to the names and addresses indicated in the Warrant register book)

In the event that there is no securities trading account:

- Issue a share certificate in the name of "Thailand Securities Depository Company Limited" and deposit those shares with Thailand Securities Depository Company Limited under Issuer account for my name account number 600 (As such, please also fill in the form "Additional Subscription Documents only for those who wish to deposit the securities into the Issuer Account" to be delivered to Thailand Securities Depository Company Limited. If Thailand Securities Depository Company Limited form is not submitted, a share certificate in the name of Warrant Holder shall be issued and delivered to the name and address as indicated in the Warrant register book through registered mail.
 Issue a share certificate in my name and deliver to the name and address as indicated in the Warrant register book within 15 business days from each Exercise Date through registered mail. In this regards, I may receive the share certificate after ordinary shares issued from the exercise are listed and granted approval to trade on the Stock Exchange of Thailand.

I herewith submit my payment for subscription of the said shares by

- Cashier Cheque Personal Cheque Draft

Cheque No. Date Bank Branch

which can be cashed in Bangkok Metropolitan area within 1 Business day from each Notification date. Personal cheque, Cashier cheque, or draft shall be dated 3 business days prior each Exercise Date and shall be crossed and made payable only to "SG Capital Public Company Limited" and specify name-surname and contact telephone number on back of those forms

- Money transfer to Saving Account, **Kasikorn Bank Public Company Limited, Silom Main Branch**, payable to "SG Capital Public Company Limited", Account No. **001-1-37667-3**, and enclose the evidence of such transfer as well as specify name-surname and contact telephone number

I hereby undertake to purchase the said number of shares or any amount allotted to me and shall not cancel my subscription. In case I have not submitted the Warrant Certificate or Warrant Substitutes with clearly and fully filled information or do not affix stamp duty (if any) or do not pay the exercise price according to the amount specified above or do not submit a copy of pay-in slip of payment for exercise according to such amount specified above to the Agent Receiving Exercise Intention within the Notification Period for the Exercise of Warrants or the Personal Cheque/Cashier Cheque/Draft cannot be cashed, I consent to allow the Company to proceed in accordance with the Terms and Conditions of SGC-W2.

Signed Warrant Holder

(.....)

Receipt of the Notification of the Intention to Exercise Warrants of SGC-W2 (The Warrant Holder please fill in this part)

No. Date.....

I/We (.....) hereby intend to exercise the rights under SGC-W2 in the number of.....units of warrant or equivalent to the number ofshares received from the exercise at the price of Baht **1.60** per share, with total payment of Baht (.....) Baht

- Made payable by: Money Transfer Cashier Cheque Personal Cheque Draft

Cheque No. Date Bank Branch

If the Warrant Holder receives the allocation of the aforesaid shares, the Warrant Holder requests as follow:

- Issue a share certificate in the name of "Thailand Securities Depository Company Limited for Depositors" Participant No. Security trading account No.
 Issue a share certificate in the name of "Thailand Securities Depository Company Limited" and deposit those shares with Thailand Securities Depository Company Limited under Issuer account for my name account number 600
 Issue a share certificate in the name of Warrant Holder

Authorized Officer.....

ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name	ผู้ฝากเลขที่ Participant No.	ชื่อบริษัท Company Name
BROKER			
002 TISCO	บริษัทหลักทรัพย์ ทิสโก้ จำกัด TISCO SECURITIES COMPANY LIMITED	032 DAOLSEC	บริษัทหลักทรัพย์ ดาโอ (ประเทศไทย) จำกัด (มหาชน) DAOL SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
003 PI	บริษัทหลักทรัพย์ พาย จำกัด (มหาชน) PI SECURITIES PUBLIC COMPANY LIMITED	034 PST	บริษัทหลักทรัพย์ ฟิลลิป (ประเทศไทย) จำกัด (มหาชน) PHILLIP SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
004 DBSV	บริษัทหลักทรัพย์ ดีบีเอส วิคเคอร์ส (ประเทศไทย) จำกัด DBS VICKERS SECURITIES (THAILAND) COMPANY LIMITED	038 BYD	บริษัทหลักทรัพย์ บีeyond จำกัด (มหาชน) BEYOND SECURITIES PUBLIC COMPANY LIMITED
005 LHS	บริษัทหลักทรัพย์ แลนด์ แอนด์ เฮาส์ จำกัด (มหาชน) LAND AND HOUSES SECURITIES PUBLIC COMPANY LIMITED	048 AIRA	บริษัทหลักทรัพย์ ไอซ่า จำกัด (มหาชน) AIRA SECURITIES PUBLIC COMPANY LIMITED
006 KKPS	บริษัทหลักทรัพย์ เกียรติพาณิชย์ จำกัด (มหาชน) Kiattakin Phatra Securities Public Company Limited	050 ASL	บริษัทหลักทรัพย์ เอเชียเอส จำกัด ASL SECURITIES COMPANY LIMITED
007 CGS-CIMB	บริษัทหลักทรัพย์ ซีจีเอส-ซีไอเอ็มบี (ประเทศไทย) จำกัด CGS-CIMB Securities (Thailand) COMPANY LIMITED	051 SBITO	บริษัทหลักทรัพย์ เอสบีไอ ไทย ออนไลน์ จำกัด SBI THAI ONLINE SECURITIES COMPANY LIMITED
008 ASPS	บริษัทหลักทรัพย์ เอเชีย พลัส จำกัด ASIA PLUS SECURITIES COMPANY LIMITED	052 Z	บริษัทหลักทรัพย์ จีเอ็มโอ-แซด คอม (ประเทศไทย) จำกัด (มหาชน) GMO-Z COM SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
010	บริษัทหลักทรัพย์ เมอร์ริล ลินช์ (ประเทศไทย) จำกัด MERRILL LYNCH SECURITIES (THAILAND) LIMITED	200 MST	บริษัทหลักทรัพย์ เมย์แบงก์ (ประเทศไทย) จำกัด (มหาชน) MAYBANK SECURITIES (THAILAND) PUBLIC COMPANY LIMITED
011 KS	บริษัทหลักทรัพย์ กสิกรไทย จำกัด (มหาชน) KASIKORN SECURITIES PUBLIC COMPANY LIMITED	211 UBS	บริษัทหลักทรัพย์ ยูบีเอส (ประเทศไทย) จำกัด UBS SECURITIES (THAILAND) COMPANY LIMITED
013 KGI	บริษัทหลักทรัพย์ เคจีไอ (ประเทศไทย) จำกัด (มหาชน) KGI SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	213 AWS	บริษัทหลักทรัพย์ เอเชีย เวลท์ จำกัด ASIA WEALTH SECURITIES COMPANY LIMITED
014 CNS	บริษัทหลักทรัพย์ โนมูระ พัฒนสิน จำกัด (มหาชน) CAPITAL NOMURA SECURITIES PUBLIC COMPANY LIMITED	221	บริษัทหลักทรัพย์ เมอร์ชานท์ พาร์ตเนอร์ จำกัด (มหาชน) MERCHANT PARTNERS SECURITIES COMPANY LIMITED
015 KINGSFORD	บริษัทหลักทรัพย์ คิงส์ฟอร์ด จำกัด (มหาชน) KINGSFORD SECURITIES PUBLIC COMPANY LIMITED	224 BLS	บริษัทหลักทรัพย์ บิวหลวง จำกัด (มหาชน) BUALUANG SECURITIES PUBLIC COMPANY LIMITED
016 TNS	บริษัทหลักทรัพย์ ธนชาติ จำกัด (มหาชน) THANACHART SECURITIES PUBLIC COMPANY LIMITED	225 CLSA	บริษัทหลักทรัพย์ ซี แอส เอส (ประเทศไทย) จำกัด CLSA SECURITIES (THAILAND) COMPANY LIMITED
019 YUANTA	บริษัทหลักทรัพย์ หยวนต้า (ประเทศไทย) จำกัด YUANTA SECURITIES (THAILAND) COMPANY LIMITED	229 JPM	บริษัทหลักทรัพย์ เจพีมอร์แกน (ประเทศไทย) จำกัด JPMORGAN SECURITIES (THAILAND) COMPANY LIMITED
022 TRINITY	บริษัทหลักทรัพย์ ตรีนิทรี จำกัด TRINITY SECURITIES COMPANY LIMITED	230 GLOBLEX	บริษัทหลักทรัพย์ โกลเบล็ก จำกัด GLOBLEX SECURITIES COMPANY LIMITED
023 INVX	บริษัทหลักทรัพย์ อินโนเวสต์ แอส จำกัด InnovestX Securities Co., Ltd.	244 MACQ	บริษัทหลักทรัพย์ แมคควอรี (ประเทศไทย) จำกัด MACQUARIE SECURITIES (THAILAND) COMPANY LIMITED
026 UOBKHST	บริษัทหลักทรัพย์ ยูบีเคีย (ประเทศไทย) จำกัด (มหาชน) UOB KAY HIAN SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	247 CS	บริษัทหลักทรัพย์ เครดิต สวิส (ประเทศไทย) จำกัด CREDIT SUISSE SECURITIES (THAILAND) COMPANY LIMITED
027 RHBS	บริษัทหลักทรัพย์ อาร์เอชบี (ประเทศไทย) จำกัด (มหาชน) RHB SECURITIES (THAILAND) PUBLIC COMPANY LIMITED	248 KTX	บริษัท หลักทรัพย์ กรุงไทย เอ็กซ์สปริง จำกัด KRUNGTHAI XSPRING SECURITIES COMPANY LIMITED
029 KSS	บริษัทหลักทรัพย์ กรุงศรี จำกัด (มหาชน) KRUNGSRI SECURITIES PUBLIC COMPANY LIMITED	924 FSS	บริษัทหลักทรัพย์ ฟินันเซีย ไซรัส จำกัด (มหาชน) FINANSIA SYRUS SECURITIES PUBLIC COMPANY LIMITED
030 IVG	บริษัทหลักทรัพย์ ไอวี โกลบอล จำกัด (มหาชน) I V GLOBAL SECURITIES PUBLIC COMPANY LIMITED	21 LIB	บริษัทหลักทรัพย์ ลิเบอเรเตอร์ จำกัด LIBERATOR SECURITIES COMPANY LIMITED
SUB-BROKER			
236	ธนาคาร ทิสโก้ จำกัด (มหาชน) TISCO BANK PUBLIC COMPANY LIMITED	243	บริษัทหลักทรัพย์ เพื่อธุรกิจหลักทรัพย์ จำกัด (มหาชน) TSFC SECURITIES PUBLIC COMPANY LIMITED
242 CST	บริษัทหลักทรัพย์ ซิตี้คอร์ป (ประเทศไทย) จำกัด CITICORP SECURITIES (THAILAND) LIMITED	245	ธนาคาร ธนชาติ จำกัด (มหาชน) THANACHART BANK PUBLIC COMPANY LIMITED
257	บริษัทหลักทรัพย์ ไทยพาณิชย์ จูเลียส แบร์ จำกัด SCB-JULIUS BAER SECURITIES CO.,LTD.		
CUSTODIAN			
301	ธนาคาร ซิตี้แบงก์ เอ็น.เอ.(CUSTODY SERVICES) CITIBANK, N.A. - CUSTODY SERVICES	329	ธนาคารทหารไทย จำกัด (มหาชน) TMB BANK PUBLIC COMPANY LIMITED
302	ธนาคารไทยพาณิชย์ จำกัด (มหาชน) THE SIAM COMMERCIAL BANK PUBLIC CO.,LTD.	330	ธนาคารฮ่องกงและเซี่ยงไฮ้แบงกิงคอร์ปอเรชั่น จำกัด (เพื่อตราสารหนี้) THE HONGKONG AND SHANGHAI BANKING CORP.,LTD.BKK.-BOND
303	ธนาคารกรุงเทพ จำกัด (มหาชน) - ผู้รับฝากทรัพย์สิน BANGKOK BANK PUBLIC COMPANY LIMITED-CUSTODY	334	บริษัทหลักทรัพย์ เพื่อธุรกิจหลักทรัพย์ จำกัด (มหาชน) (คลังใต้ดิน) TFSC SECURITIES PUBLIC COMPANY LIMITED - CUSTODIAN
304	ธนาคารฮ่องกงและเซี่ยงไฮ้ แบงกิง คอร์ปอเรชั่น จำกัด THE HONGKONG AND SHANGHAI BANKING CORP., LTD. BKK.	336	ธนาคารเกียรตินาคินภัทร จำกัด (มหาชน) Kiattakin Phatra Bank Public Company Limited
305	ธนาคารกรุงไทย จำกัด (มหาชน) THE KRUNG THAI BANK PUBLIC CO.,LTD.	337	ธนาคารทหารไทย จำกัด (มหาชน) TMB BANK PUBLIC COMPANY LIMITED
308	ธนาคารกสิกรไทย จำกัด (มหาชน) KASIKORNBANK PUBLIC COMPANY LIMITED	339	ธนาคาร ทิสโก้ จำกัด (มหาชน) (เพื่อรับฝากทรัพย์สิน) TISCO BANK PUBLIC COMPANY LIMITED (CUSTODIAN)
312	ธนาคารสแตนดาร์ดชาร์เตอร์ด (ไทย) จำกัด (มหาชน) STANDARD CHARTERED BANK (THAI) PUBLIC CO.,LTD.	340	ธนาคาร เจพีมอร์แกน เชส (เพื่อค้าตราสารหนี้) JPMORGAN CHASE BANK (BOND TRADING)
316	ธนาคารไอซีบีซี (ไทย) จำกัด (มหาชน) INDUSTRIAL AND COMMERCIAL BANK OF CHINA (THAI) PUBLIC COMPANY LIMITED	343	ธนาคาร ซีไอเอ็มบี ไทย จำกัด (มหาชน) CIMB THAI BANK PUBLIC COMPANY LIMITED
320	ธนาคารดอยช์แบงก์ เอเชีย สาขากรุงเทพฯ - เพื่อรับฝากทรัพย์สิน DEUTSCHE BANK AKTIENGESELLSCHAFT BANGKOK BRANCH - CUSTODY SERVICES	328	ธนาคารกรุงศรีอยุธยา จำกัด (มหาชน) BANK OF AYUDHYA PUBLIC COMPANY LIMITED
425	ธนาคารกรุงไทย จำกัด (มหาชน) (เพื่อลูกค้า) KRUNG THAI BANK PUBLIC COMPANY LIMITED (FOR CUSTOMER)		