

Translation

DIMET 012/2020

August 31, 2020

Subject To schedule Extraordinary Meeting of Shareholders No.2/2020, decrease and increase capital and allocation of newly issued ordinary shares of company (DIMET-W4)

To The Manager and President  
The Stock Exchange of Thailand

Enclosure 1. F 53-4 Form  
2. Information related to newly issued ordinary shares by right offering (RO)  
3. Preliminary information of newly issued ordinary shares (DIMET-W4)

Dimet (Siam) Public Company Limited hereby notifies the resolution of the Board of Directors Meeting No.9/2020 held on August 31, 2020 as follow:

1. Approved to purpose Extraordinary Meeting of Shareholders No.2/2020 for considering on decrease registered capital amounting of Baht 537,440,676 thus existing registered capital equal to Baht 806,861,398.50 to Baht 269,420,722.50 (new capital) by cancellation of ordinary shares and warrants (unsold) as amounting of 1,074,881,352 shares (par value of Baht 0.50) by 466, 923 remaining shares in order to reserve for right of DIMET-W3 (par value of Baht 0.50)

Approved the amendment of the Memorandum Association No. 4 to compliance with the increase of registered capital

|                           |                |        |
|---------------------------|----------------|--------|
| No. 4. Registered Capital | 269,420,722.50 | Baht   |
| Divided into              | 538,841,445.00 | Shares |
| Par value per share       | 0.50           | Baht   |
| Divided by:               |                |        |
| Common Stocks             | -              | Shares |
| Preferred Stocks          | -              | Shares |

2. Approved to purpose Extraordinary Meeting of Shareholders No.2/2020 to consider and approve increase registered capital from Baht 269,420,722.50 to Baht 1,211,342,674.50 therefore increased by 941,921,952.00 thus newly issue ordinary shares not exceed 1,883,843,904 shares (par value Baht 0.50) for (1) Rights Offering (2) Reserve for exercise rights in accordance to warrant to purchase ordinary shares of company No.4 (DIMET-W4) as issuance to existing shareholders by proportion of holding shares and (3) Support for adjustment of the exercise ratio of DIMET-W3 warrants in accordance with provisions on

rights and obligations of issuer of warrants. and warrant holders to purchase ordinary shares of Dimet (Siam) Public Company Limited No.3 (DIMET-W3), details are in Attachment 2.and amendment of the Memorandum Association No. 4 to compliance with the increase of registered capital by following details

|                           |                  |        |
|---------------------------|------------------|--------|
| No. 4. Registered Capital | 1,211,342,674.50 | Baht   |
| Divided into              | 2,422,685,349    | Shares |
| Par value per share       | 0.50             | Baht   |
| Divided by:               |                  |        |
| Common Stocks             | -                | Shares |
| Preferred Stocks          | -                | Shares |

3. Approve to purpose Extraordinary Meeting of Shareholders No.2/2020 to consider and approve allocation of newly issued ordinary shares as amount not exceeding 1,833,843,904 shares (par value of Baht 0.50) as follows:

3.1 Allocation of newly issued shares as amount not exceed 1,076,749,044 shares (par value of Baht 0.50) to existing shareholders as their name shown in record date as at September 15, 2020 at the ratio of 1 existing shares to 2 newly ordinary shares (any fraction will be discarded) and offering price of Baht 0.10 thus there is still uncertain on right due to await for approval from Extraordinary Meeting of Shareholders No.2/2020; company will set subscription date and receive payment of shares during October 22-29, 2020 (October 23-25, 2020 company's day off) during 9.00 – 3.00 pm. By following details

3.1.1 In case of having newly issued ordinary shares from the subscription of the existing shareholders according to their rights or have shares remaining under any circumstances then allocate and offer remaining shares to existing shareholders of company who subscribed on their rights at the same offering price thus authorized to Directors or Executives or Managing Director or any authorized person assigned by Board of Directors and/or Executives and/or Executive Chairman and/or Managing Director to be consider allocation and offering of remaining shares to existing shareholders who subscribed exceed their right in accordance with following criteria and conditions as follows:

(a) In case ordinary shares subscribed by shareholders exceed their rights then allocate by proportion of holding shares for each

shareholders until no shares left from allocation as Directors or Executives and/or Executive Chairman and/or Managing Director to consider as appropriate. By this, company will refund subscription fee of shares (without interest) for unallocated portion within 14 days from closing date if share subscription

(b) In case ordinary shares subscribed by existing shareholders less than remaining shares then shall allocate to existing shareholders who subscribed for ordinary shares in excess of their right and paid for such shares

(b.1) Allocate remaining shares by proportion of holding shares of shareholders as subscribe more than their rights thus calculate by taking the percentage of the existing shareholding of shareholders who subscribe more than each one multiply by amount of remaining shares which will equals to number of shares that each shareholder who subscribes in excess of their rights is entitled to allocation (any fraction will be discarded). By this, number of newly issued ordinary shares to be allocated will not exceed number of newly issued ordinary shares that each shareholder has subscribed to and paid for the shares in full.

(b.2) In case event that there are still remaining ordinary shares after the allocation under Clause (B.1) then company will allocate to the shareholders who subscribe for more than each of them who have not been allocated to the full amount of the subscription in excess of their rights in accordance with the method in (B.1) above until no shares left to allocate. By this, number of newly issued ordinary shares to be allocated will not exceed number of newly issued ordinary shares that each shareholder has subscribed to and paid for the shares in full.

Apart from this, allocation of newly issue ordinary shares to existing shareholders in any cases that must not cause subscribing shareholders beyond their rights to hold company's shares thus in manner falls within scope of Tender Office in accordance to announcement from Capital Market Supervisory Board No.ThorJor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers or violates foreign shareholding restriction as specified in Company's Article of Association

Details of the offering of the newly issued ordinary shares to the existing shareholders by Rights Offering this time appearing in Capital Increase Report Form (F 53-4) **Enclosure No.1** and information related to issuance and allocation of newly issued ordinary shares to existing shareholders by proportion of holding shares

**In this regard, date for determining the names of shareholders who are entitled to receive the offering of newly issued ordinary shares in the Rights Offering (Record Date) is September 15, 2020 however; determination of rights and such details is still**

**available. Uncertainty and subject to approval from Extraordinary Meeting of shareholders No.2/2020.**

- 3.1.2 Allocation of newly issued ordinary shares not exceed 806,553,591 shares as par value of Baht 0.50 in order to reserve rights of warrant no.4 as offering to existing shareholders of company (Rights Offering) That has been allocated newly issued ordinary shares who have subscribed and paid for subscription of newly issued ordinary shares of the Company in proportion to their shareholding without charge at the ratio of 1.335 newly ordinary shares to 1 unit of warrant (DIMET-W4) (any fraction will be discarded) thus exercise price equals to Baht 0.50 per share
- 3.1.3 Allocation of newly issued ordinary shares not exceed 541,269 shares as par value of Baht 0.50 in order to reserve right adjustment of right purchase newly issued ordinary shares of the company DIMET-W3 due to offering of newly issued ordinary shares by Rights Offering at price of lower than 90% of market price in accordance to provision of right and obligation of issuer and warrant holders to purchase ordinary shares of Dimet (Siam) Public Company Limited No.3 (DIMET-W3) ("Right Adjustment of DIMET-W3")

By this, in accordance to terms and conditions of warrants issuer and warrant holders to purchase ordinary shares of Dimet (Siam) Public Company Limited (DIMET-W3), Company's shares 7-15 days. The trading day consecutively prior to the first day that buyers of ordinary shares will not be entitled to subscribe to Rights Offering (the first day the SET announces the "XR" sign) (not applicable to the case of issuing warrants). Showing the right DIMET-W3 because the exercise price is equal to the market price or is added to the market price)

As of the Board of Directors Meeting; market price for calculating the right adjustment DIMET-W3 is still uncertain. The Company proposed allocation of not more than 541,269 shares to accommodate adjustment of rights DIMET-W3 calculated from possible circumstances. In case the number of shares proposed to Extraordinary Meeting of Shareholders to allocate for right adjustment DIMET-W3 is not enough. The company will propose to shareholders' meeting to approve the capital increase and allotment of additional shares to protect the rights of DIMET-W3 warrant holders

Approved to propose Extraordinary Meeting of shareholders No.2/2020 to consideration and approval to assign to the Company's Board of Directors or the Executive Committee of the Company or a director who has the power to act on behalf of the company or a person assigned by the board of directors of the company or from the Company's Executive Committee or from a director who has authority to act on behalf of the company has the power to define and change various details Related to the allocation of the newly issued ordinary shares and the allocation of warrants as follows:

(1) Consider determining, revising or changing conditions and details of the allocation of newly issued ordinary shares and the allocation of warrants. This includes, but is not limited to, the list of shareholders entitled to subscribe for the newly issued ordinary shares. Offer period Payment of shares and setting terms, conditions and other details Related to the allocation of the newly issued ordinary shares And the issuance date of the warrant And the allocation of warrants, etc.

(2) Negotiate, make agreements and sign documents and contracts Related As well as perform any other necessary actions in connection with the allocation of the newly issued ordinary shares And the allocation of such warrants

(3) Sign any documents or requests for permission and evidence necessary and relevant to the allocation of the newly issued ordinary shares And the allocation of such warrants, including contacting and submitting an application Such documents and evidence to the relevant supervisory authority. And the introduction of the newly issued ordinary shares and warrants and the newly issued ordinary shares arising from the exercise of the said warrants are listed on the Stock Exchange of Thailand. It also has the power to take any other action necessary for the allocation of the newly issued ordinary shares. And the allocation of such warrants

3.2 In the event that there is a fraction of shares from the allocation of the newly issued ordinary shares to the existing shareholders according to their shareholding proportion (Right Offering) and / or the allocation of the Warrants at this time, the Company will round off the whole amount.

4. Approve to purpose Extraordinary Meeting of Shareholders No.2/2020 to consider on issuance and allotment newly issued ordinary shares No.4 (DIMET-W4) (“**warrant**”) as amount not exceed 806,553,591 unit to existing shareholders who subscribed by Rights Offering at ratio of 1.335 ordinary shares to 1 unit of warrant (any fraction discarded) as offering price of Baht 0 and ratio of 1 unit of warrant as right to purchase increase ordinary share of company of 1 share (par value Baht 0.50), exercise price of Baht 0.50 per share details in **Enclosure No.2**

5. Resolved to determine the agenda of the Extraordinary General Meeting of Shareholders No. 2/2020 as follows

- |                 |   |
|-----------------|---|
| <u>Agenda 1</u> | To adopt the minutes of Extraordinary Meeting of Shareholders according to section 100 dated May 7, 2020  |
| <u>Agenda 2</u> | To consider decrease registered capital from 806,861,398.50 to Baht 269,420,722.50 as of Baht 537,440,676 decreased by cancellation of unsold ordinary shares and warrants as amounting of 1,074,881,352 shares (par value of Baht 0.50) thus also amendment of the Memorandum Association No. 4 to compliance with the increase of registered capital by following details |
| <u>Agenda 3</u> | To consider increase registered capital from 269,420,722.50 to Baht 1,211,342,674.50 as of Baht 941,921,952 by issuance of new ordinary shares as amount not exceed 1,883,843,904 shares (par value of Baht 0.50) thus also amendment of the Memorandum Association   |

No.4 to compliance with the increase of registered capital by following details

Agenda 4

To consider and approve allotment of newly issued ordinary shares no exceed 1,833,843,904 shares (par value Baht 0.50) by following details;

- a) Allotment of newly issued ordinary shares not exceed 1,076,749,044 shares by Rights Offering at par value of Baht 0.10
- b) Allotment of newly issued ordinary shares not exceed 806,553,591 shares in order to reserve right to exercise warrant to purchase ordinary shares of company No.4 (DIMET-W4) to existing shareholders who subscribed
- c) Allotment of newly issued ordinary shares not exceed 541,269 shares in order to reserve for adjustment of right (DIMET-W3)

in order to reserve for exercise right to purchase newly ordinary shares by proportion of holding shares (Rights Offering)

Agenda 5

To consider issuance and allotment of warrant to purchase newly ordinary shares No.4 (DIMET-W4) not exceed 806,553,591 shares to existing shareholders who subscribe and pay for the newly issued ordinary shares in proportion to their shareholding

Agenda 6

To consider other matters (If there is any)

6. Approve to schedule Extraordinary Meeting of shareholders No.2/2020 on September 30, 2020 at Auditorium Room, 33th Floor, Supalai Grand Tower, No.1011, Rama 3 Road, Chongnonsi, Yannawa and Bangkok

7. Approved the list of eligible shareholders to attend the Extraordinary General Meeting of Shareholders No.2/2020 (Record Date) on September 15, 2020

In addition, due to the coronavirus disease (COVID-19) situation, meeting of the Board of Directors has approved the delegation of powers to the Executive Committee and / or the Managing Director and / or the authorized directors of the Company and / or the person who Has been assigned by the Executive Committee Chief Executive Officer and / or authorized director of the company Has the power to take any action Relating to calling for the Extraordinary Meeting of Shareholders No.2/2020 which includes the issuance of the Notice of Extraordinary Meeting of Shareholders No.2/2020, determination and amendment of the date, time, venue and other details as deemed necessary or appropriate.

Please be informed for acknowledgement,

Sincerely yours,

Mr. Monthon Chatuwallopkul

Managing Director

(F53-4)

**CAPITAL INCREASE REPORT FORM  
DIMET (SIAM) PUBLIC COMPANY LIMITED  
August 31, 2020**

Dimet (Siam) Public Company Limited hereby report of the resolution of the Board of Directors' Meeting No. 9/2020, held on August 31, 2020 at 3.00 – 4.30 pm. in respect of capital increase / share allotment as follows:

**1. Capital decrease**

Resolution from Board of Directors approved to propose Extraordinary Meeting of Shareholders No.2/2020 to consider on capital decrease/increase as follows:

- Capital decrease as amount of Baht 537,440,676 from Baht 806,861,398.50 to Baht 269,420,722.50 by cancellation of unsold ordinary shares and warrants as amount of 1,074,881,352 shares (par value Baht 0.50) so remaining shares equal to 466,923 shares in order to reserve for exercise rights (DIMET-W3) (par value of Baht 0.50)
- Capital increase from Baht 269,420,722.50 to Baht 1,211,342,674.50 by issue newly issued ordinary shares as amount of 1,883,843,904 shares (par value of Baht 0.50)

| Capital Increased   | Type of Share   | Amount of Shares | Par Value (Per Share) | TOTAL (Baht) |
|---|-----------------|------------------|-----------------------|--------------|
| <input checked="" type="checkbox"/> Specifying the purpose of using the money | Ordinary Shares | 1,883,843,904    | 0.50                  | 941,921,952  |

**2. Allotment for Capital Increase****2.1 Specifying the purpose of utilizing the funds**

| Allotted to  | No. of shares | Ratio (Old: New) | Selling Price per share (Baht) | Subscription Date  | Remarks  |
|--|---------------|------------------|--------------------------------|--------------------|--|
| - Rights Offering  | 1,076,749,044 | 1 : 2            | 0.10                           | October 22-29 2020 | Please see remarks below this table  |
| - To accommodate the warrants DIMET-W4 allocated to the existing shareholders. Who subscribe | 806,553,591   | 1.335 : 1        | 0.50 (exercise price)          |                    | Baht 0.50 (exercise price) Please see noted on Preliminary information of DIMET-W4 |

| Allotted to   | No. of shares | Ratio (Old: New) | Selling Price per share (Baht) | Subscription Date | Remarks          |
|---|---------------|------------------|--------------------------------|-------------------|------------------|
| and pay for shares                                  |               |                  |                                |                   | (enclosure no.2) |
| - To support the adjustment of the warrant Dimet-W3 | 541,269       |                  |                                |                   |                  |

**Remark:** Details on allotment for capital increase amount of 1,883,843,904 shares (par value of Baht 0.50) as offering to existing shareholders of company (rights offering) as amount of 1,076,749,044 shares (par value of Baht 0.10) or equal to Baht 107,674,904.40 thus reserve for exercise rights of DIMET-W4 as amount of 806,553,591 shares and newly issued shares to reserve exercise right of DIMET-W3 as amount of 541,269 shares by following details:

1. Allocate the newly issued ordinary shares up to 1,076,749,044 Shares at par value of 0.50 baht per share to be offered to the existing shareholders of the Company Whose names appear on the record date for the subscription of newly issued shares (Record Date) on September 15, 2020 at the ratio of 1 existing share to 2 new ordinary shares (In the event that there is a fraction of shares from the calculation to be discarded) at the offering price of 0.10 baht (ten satang), In which the company sets the subscription date And receive payment for capital increase shares during October 22-29, 2020 (October 23-25, 2020 is a public holiday) between 9:00 a.m. and 3:00 p.m. with details as follows:

1.1 In the event that there are remaining shares from the subscription of the existing shareholders according to their rights or have shares remaining under any circumstances Allocation and offering of the remaining shares to the existing shareholders of the company who have subscribed and paid for the ordinary shares over their rights. At the same asking price By authorizing Board of Directors or the Executive Committee or Chairman of the Executive Committee or Managing Director Or a person authorized by the Board of Directors and / or the Executive Committee And / or Chairman of the Executive Committee and / or the Managing Director is responsible for the allocation and offering of the remaining shares to the existing shareholders who subscribe and pay for the shares subscribed in excess of their rights in accordance with the following criteria and conditions.

- (a) In case ordinary shares subscribed by shareholders exceed their rights then allocate by proportion of holding shares for each shareholders until no shares left from allocation as Directors or Executives and/or Executive Chairman and/or Managing Director to consider as appropriate. By this, company will refund subscription fee of shares (without interest) for unallocated portion within 14 days from closing date if share subscription
- (b) In case ordinary shares subscribed by existing shareholders less than remaining shares then shall allocate to existing shareholders who subscribed for ordinary shares in excess of their right and paid for such shares

- (b.1) Allocate remaining shares by proportion of holding shares of shareholders as subscribe more than their rights thus calculate by taking the percentage of the existing shareholding of shareholders who subscribe more than each one multiply by amount of remaining shares which will equals to number of shares that each shareholder who subscribes in excess of their rights is entitled to allocation (any fraction will be discarded). By this, number of newly issued ordinary shares to be allocated will not exceed number of newly issued ordinary shares that each shareholder has subscribed to and paid for the shares in full.
- (b.2) In case event that there are still remaining ordinary shares after the allocation under Clause (B.1) then company will allocate to the shareholders who subscribe for more than each of them who have not been allocated to the full amount of the subscription in excess of their rights in accordance with the method in (B.1) above until no shares left to allocate. By this, number of newly issued ordinary shares to be allocated will not exceed number of newly issued ordinary shares that each shareholder has subscribed to and paid for the shares in full.

Apart from this, allocation of newly issue ordinary shares to existing shareholders in any cases that must not cause subscribing shareholders beyond their rights to hold company's shares thus in manner falls within scope of Tender Office in accordance to announcement from Capital Market Supervisory Board No.ThorJor. 12/2554 Re: Rules, Conditions and Procedures for the Acquisition of Securities for Business Takeovers or violates foreign shareholding restriction as specified in Company's Article of Association

Details of the offering of the newly issued ordinary shares to the existing shareholders by Rights Offering this time appearing in Capital Increase Report Form (F 53-4) Enclosure No.1 and information related to issuance and allocation of newly issued ordinary shares to existing shareholders by proportion of holding shares Enclosure No.2

**In this regard, date for determining the names of shareholders who are entitled to receive the offering of newly issued ordinary shares in the Rights Offering (Record Date) is September 15, 2020 however; determination of rights and such details is still available. Uncertainty and subject to approval from Extraordinary Meeting of Shareholders.**

- 1.2 Allocation of newly issued ordinary shares not exceed 806,553,591 shares as par value of Baht 0.50 in order to reserve rights of warrant no.4 as offering to existing shareholders of company (Rights Offering) That has been allocated newly issued ordinary shares who have subscribed and paid for subscription of newly issued ordinary shares of the Company in proportion to their shareholding without charge at the ratio of 1.335 newly ordinary shares to 1 unit of warrant

(DIMET-W4) (any fraction will be discarded) thus exercise price equals to Baht 0.50 per share

- 1.3 Allocation of newly issued ordinary shares not exceed 541,269 shares as par value of Baht 0.50 in order to reserve right adjustment of right purchase newly issued ordinary shares of the company DIMET-W3 due to offering of newly issued ordinary shares by Rights Offering at price of lower than 90% of market price in accordance to provision of right and obligation of issuer and warrant holders to purchase ordinary shares of Dimet (Siam) Public Company Limited No.3 (DIMET-W3) ("Right Adjustment of DIMET-W3")

By this, in accordance to terms and conditions of warrants issuer and warrant holders to purchase ordinary shares of Dimet (Siam) Public Company Limited (DIMET-W3), Company's shares 7-15 days. The trading day consecutively prior to the first day that buyers of ordinary shares will not be entitled to subscribe to Rights Offering (the first day the SET announces the "XR" sign) (not applicable to the case of issuing warrants). Showing the right DIMET-W3 because the exercise price is equal to the market price or is added to the market price)

As of the Board of Directors Meeting; market price for calculating the right adjustment DIMET-W3 is still uncertain. The Company proposed allocation of not more than 541,269 shares to accommodate adjustment of rights DIMET-W3 calculated from possible circumstances. In case the number of shares proposed to Extraordinary Meeting of Shareholders to allocate for right adjustment DIMET-W3 is not enough. The company will propose to shareholders' meeting to approve the capital increase and allotment of additional shares to protect the rights of DIMET-W3 warrant holders

Approved to propose shareholders' meeting for consideration and approval to assign to the Company's Board of Directors or the Executive Committee of the Company or a director who has the power to act on behalf of the company or a person assigned by the board of directors of the company or from the Company's Executive Committee or from a director who has authority to act on behalf of the company has the power to define and change various details Related to the allocation of the newly issued ordinary shares and the allocation of warrants as follows:

- (1) Consider determining, revising or changing conditions and details of the allocation of newly issued ordinary shares and the allocation of warrants. This includes, but is not limited to, the list of shareholders entitled to subscribe for the newly issued ordinary shares. Offer period Payment of shares and setting terms, conditions and other details Related to the allocation of the newly issued ordinary shares And the issuance date of the warrant And the allocation of warrants, etc.

- (2) Negotiate, make agreements and sign documents and contracts Related As well as perform any other necessary actions in connection with the allocation of the newly issued ordinary shares And the allocation of such warrants

- (3) Sign any documents or requests for permission and evidence necessary and relevant to the allocation of the newly issued ordinary shares And the allocation of such

warrants, including contacting and submitting an application Such documents and evidence to the relevant supervisory authority. And the introduction of the newly issued ordinary shares and warrants and the newly issued ordinary shares arising from the exercise of the said warrants are listed on the Stock Exchange of Thailand. It also has the power to take any other action necessary for the allocation of the newly issued ordinary shares. And the allocation of such warrants

1.2 In the event that there is a fraction of shares from the allocation of the newly issued ordinary shares to the existing shareholders according to their shareholding proportion (Right Offering) and / or the allocation of the Warrants at this time, the Company will round off the whole amount.

### **3. Schedule Extraordinary Meeting of Shareholders for approval of Capital increase/ decrease and allotment**

Schedule Extraordinary Meeting of Shareholders No.2/2020 dated September 30, 2020 at 2.00 pm at Auditorium Room, 33th Floor, Supalai Grand Tower, No.1011, Rama 3 Road, Chongnonsi, Yannawa and Bangkok

The list of eligible shareholders to attend the Extraordinary General Meeting of Shareholders No.2/2020 (Record Date) on September 15, 2020

### **4. Application for a capital reduction / capital increase / share allotment to relevant government agencies and conditions for permission (if any)**

- 4.1 The company will apply for the registration of the capital reduction and capital increase. Amendment to the Company's Memorandum of Association And registered the change of paid-up capital with the Department of Business Development Ministry of Commerce
- 4.2 Application for permission from the Stock Exchange of Thailand In bringing the warrants to purchase ordinary shares issued And allocated to existing shareholders to subscribe for newly issued ordinary shares And new ordinary shares that are issued from the exercise of the warrants of the existing shareholders who subscribe to the newly issued ordinary shares in this time Listed on the Market for Alternative Investment
- 4.3 The Company will apply for permission from the Market for Alternative Investment to accommodate the DIMET-W4 warrants that are offered to the existing shareholders of the Company. And the newly issued ordinary shares arising from the exercise of DIMET-W4 warrants are listed and traded on the Market for Alternative Investment (MAI).

### **5. Objectives of the capital increase and the use of additional capital**

The Company will use the money received from the issuance and allocation of newly issued shares as a source of funds. And as working capital for the company To increase liquidity in support of normal operations in the Company's core business Including the expansion of the main business Related business And the extension of the Company's future business And to help promote the company has the potential to build stability And stability for the Company's long-term business operations.

Plans of company for usage of increased capital amount of Baht 107,674,904.40 as follows

1. Usage as liquidity as around 25 Million Baht
2. Payback creditor (long term) as around 20 Million Baht
3. Usage for payback loans as amount of 45 Million Baht as uses land and building for mortgage
4. Reserve for color business as around 17 Million Baht

However, if company received money from increase capital less than expectation then plans for usage of money may changed

**6. Benefits which the Company will receive from the capital increase / share allotment**

This capital increase by issuing and offering ordinary shares to the existing shareholders of the Company. It will help promote the company to have sufficient working capital for its operations and expand business It also helps the company to have better financial liquidity. Able to support the expansion of core businesses And / or related businesses It also can support investment in businesses that will be able to rapidly expand from the Company's core business. This will increase the opportunity to help increase income. And good profits to the company in the future

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

Money received from this capital increase; company will use it to support the expansion of the Company's investment. And used as working capital within the business giving the company the ability to generate income and increased profitability which creates added value to the shareholders from the income and profits that will be received. And positively affects the Company's share value in the future.

**8. Any other details necessary for the shareholders to support their decision on the capital increase / share allotment.**

The company would like to inform that Impacts that will occur from the issuance and allocation of warrants As shown in the attachment summarizing the preliminary details of the Warrants to purchase ordinary shares of the Company No. 4 (Dimet-W4).

**9. Schedule of action where the Board of Directors of the Company passes a resolution approving the capital increase / share allotment:**

| <b>No.</b> | <b>Processes</b>   | <b>Date</b>   |
|------------|--|---|
| 1          | Meeting date (Board of Directors No.9/2020)  | August 31, 2020   |
| 2          | The Date which the shareholders have the right to attend the Extraordinary General Meeting of Shareholders No. 2/2020 as determine the names of persons entitled to subscribe for the newly issued ordinary shares (Record Date) (However, the rights to increase capital are not certain Must be approved by the shareholders' meeting) | September 15, 2020  |
| 3          | Date of Extraordinary Meeting of Shareholders No.2/2020  | September 30, 2020  |
| 4          | Registration of capital increase and decrease with Ministry of Commerce  | Within 14 days from the date the shareholders' meeting resolves |

|   |  |  |
|---|--|--|
| 5 | Date of subscription and payment for new ordinary shares (Right Offering) (5 working days) | October 22-29, 2020<br>(October 23-25, 2020<br>company's day off)          |
| 6 | Registration of capital increase with Ministry of Commerce                                 | Within 14 days from the closing date of subscription and payment of shares |

The Company hereby certifies that the information contained in this report form is true and complete in all respects.

Mr. Monthon Chatuwallopkul  
Authorized Director

Mr. Theerachai Leenabanchong  
Authorized Director

Preliminary information concerning warrants to purchase  
Company's ordinary shares No.4 (DIMET-W4)

**1. Initial detail of warrants to be issued and offered to the existing shareholders who subscribe to the Company's newly issued shares**

| Subject   | Details  |
|---|--|
| List of securities                                      | Warrants to purchase new ordinary shares of Dimet (Siam) Public Company Limited ("warrant" or "DIMET-W4")  |
| Type  | specified holder name and transferable   |
| Purpose & Necessity                                     | Working Capital  |
| Amounts of issued and And offered                       | Not exceed 806,553,591 units   |
| Characteristic on allocation                            | Allotment of warrants not exceed 805,553,591 units to existing shareholders shareholders by right offering in the ratio of 1.335 ordinary shares to 1 unit of warrant (any fraction will be discarded)   |
| Offering Price  | Baht 0.00 per unit   |
| Exercise price to purchase newly issued ordinary shares | Baht 0.50 per share  |
| Exercise Ratio  | 1 unit of warrant has the rights to purchase 1 new ordinary share. Subject to change in accordance with the condition for adjustment.  |
| Maturity of Warrant                                     | 3 Years from issue date of warrant   |
| Exercise Period   | Warrant holders exercise their right to purchase company's Ordinary shares on end of March, June, September and December each year during 9.00 – 3.00 pm. through life Time of warrant. First exercise date is March 31, 2021 and last exercise date falls on the warrant's expiration date of 3 years from date of issuance of the warrants. In the event that the exercise date does not fall on the business day of the company Each exercise date shall be postponed to the business day preceding the said exercise date. |
| No. of shares reserve                                   | Not exceed 806,553,591 shares (par value of Baht 0.50)   |
| Issuance Date   | Determine by Board of Directors and/or authorize person Assigned by Board of Directors   |
| Submission Period                                       | Warrant holders who wish to exercise their rights to purchase the Company's newly issued ordinary share intention to exercise right to purchase newly issued ordinary shares must be made within 5 business day prior each exercise date. In case, exercise date falls holiday then postpone to business day thus except for last exercise period then intentions to exercise warrants must not be less than 15 days prior last exercise date  |
| Cancellation of right to Exercise                       | At any cases, warrant holders cannot cancel or revoke Exercise rights if notified such intention to company  |
| Other benefit   | Newly issued ordinary shares issued under this exercise  |

|  |  |
|--|--|
|  | of warrants There will be rights and share conditions equal to the ordinary shares of the company in all respect   |
| Adjustment of warrant rights             | <p>The Company will adjust the exercise price and the exercise ratio, upon the incurrence of the following events that may cause the Company to issue new ordinary shares to accommodate the adjustment, with the aim to protect the warrant holders' benefit :</p> <ol style="list-style-type: none"> <li>1. The change to the par value resulting from the amalgamation or division of share.</li> <li>2. When company issue newly ordinary shares at price lower than 90% of shares' price as calculated according to the method used at the time of offering the shares. Or the market price prior to the offering of shares And as a method Calculated as stated in the terms of rights</li> <li>3. When the company offers the newly issued convertible debentures or warrants by determining price or calculating price of the newly issued shares to accommodate convertible debentures or warrants as below 90% of share price calculated by market price method at the time of offering of debentures. Convertible or warrant or the market price before the Offer for sale of convertible debentures or warrants and it is the calculation method as specified in the terms of rights.</li> <li>4. The partial or whole payment of dividend by issuing new shares to shareholders.</li> <li>5. The payment of dividend in exceeding of the rate that specified in the terms and condition of warrant adjustment.</li> <li>6. Any other similar event to those of clause 1 to clause 5 result in the warrant holders are considered less benefit.</li> </ol> |
| Secondary market for the Warrants        | Company shall list the warrants on the Marketing for alternative investment ("MAI")  |
| Secondary market for the Ordinary shares | Company shall list the exercised shares on the MAI   |
| Registrar of warrant                     | Thailand Securities Depository Company Limited   |
| Other conditions                         | <p>Authorized Board of Directors or Executive Board or Executive Chairman and/or Managing Director and/or Executive Chairman and/or Managing Director</p> <p>Is the authority to set rules, conditions and other details Of the warrant Including offering for sale And allocation of warrants, negotiating agreements, signing documents And various contracts Related Including necessary and appropriate actions in connection with the warrants and the issuance and offering of warrants at this time This includes listing the warrants as listed securities on the MAI stock exchange and applying for a license from relevant agencies.</p>  |
| Registrar                                | Thailand Securities Depository Company Limited   |

## 2. Dilution effect to shareholders from issuing and offering warrants to the existing shareholders

In the case that the existing shareholders fully exercise the warrants (DIMET-W4) in total of 806,553,591 units, the price of company's shares (Price Dilution) will be diluted by 44.43% on the assumption that the market price of Baht 0.30 per share, calculated from the average weight closing price of the last 7 business days before the Board of Directors' Meeting (as of August 31, 2012), but there would not affect profit or voting rights of the existing shareholders (Control Dilution). The details as follows;

### - Price Dilution

$$= \frac{(\text{Market Price} \times \text{Paid up Shares}) + (\text{Price of RO} \times \text{Amount of RO})}{(\text{Paid up Shares} + \text{Amount of RO} + \text{DIMET-W4 reserved shares})}$$

$$= \frac{(0.3 \times 538,374,522) + (0.10 \times 1,076,749,044)}{(538,374,522 + 1,076,749,044 + 806,553,591)}$$

$$= \frac{269,187,261}{1,615,123,566}$$

$$= 0.1667$$

$$\text{Price dilution} = \frac{\text{Market Price} - \text{Market Price (After sell)}^*}{\text{Market Price}}$$

$$= \frac{0.3 - 0.1667}{0.30}$$

$$= 0.4443 = 44.43\%$$

However, in the case that the existing shareholders would not exercise the warrants (DIMET-W4) and its all warrants 806,553,591 units which affect proportion of benefit by control dilution of 59.97 percent (decreased) by follow calculation

### - Control Dilution

$$= \frac{\text{Amount of reserve share for W4}}{(\text{Amount of Paid up shares} + \text{Amount of reserve share for W4})}$$

$$= \frac{806,553,591}{(538,374,522 + 806,553,591)}$$

$$= 0.59970015$$

$$\text{Control Dilution} = 59.9700\%$$

In addition, Dilution Effect above mentioned happened when company has offered newly issued shares to existing shareholders (RO) and exercise right according to DIMET-W4

Calculation on proportion of shareholding

= ((amount of reserve shares) + amount of reserve shares of CD or warrant excluded ESOP CD or ESOP warrant (total shares sold of company which includes amount of newly issued shares together with warrant)

$$= \frac{466,923 + 541,269 + 806,553,591}{538,841,445 + 1,076,749,044} \times 100$$

$$= \frac{807,561,783}{1,615,590,489} \times 100$$

$$= 49.99\%$$