

Ref. OBD. No. 055/2021

1st July 2021

Subject : Report on resolutions of the Extraordinary General Meeting of Shareholders No. 1/2021 and Notification of the Subscription Period and Payment for the Subscription of the New Ordinary Shares of XSpring Capital Public Company Limited

To : The President
The Stock Exchange of Thailand

XSpring Capital Public Company Limited ("**the Company**") would like to report on the resolutions of the Extraordinary General Meeting of Shareholders No. 1/2021 held on 1st July 2021 at 2.00 p.m. **through electronic media (E-EGM)**. The meeting was broadcasted from the Company's meeting room located at 287 Liberty Square Building, 18th Floor, Silom Road, Bangrak, Bangkok 10500. The details of the resolutions are as follows:

1. Acknowledged message from the Chairman.
2. Certified the minutes of the Annual General Meeting of Shareholders for 2021 which was held on 28th April 2021 with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)	Voided Ballot (Votes)
763,443,874	0	0	0
Percentage	Percentage	Percentage	Percentage
100.0000	0.0000	0.0000	0.0000

3. Approved the decrease in the Company's registered capital in the amount of THB 402,316.00 from THB 1,240,302,463.00 to THB 1,239,900,147.00 each at a par value of THB 0.50 by cancelling registered but unsold ordinary shares which are not to be for the exercise of XPG-W4 warrants allocated to existing shareholders in proportion to their shareholding (Rights Offering) in the amount of 804,632 shares, and the amendment to Clause 4 of the Company's Memorandum of Association to correspond with the decrease in the registered capital with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)	Voided Ballot (Votes)
763,444,174	0	0	0
Percentage	Percentage	Percentage	Percentage
100.0000	0.0000	0.0000	0.0000

4. Approved the increase in the Company's registered capital in the amount of THB 3,889,273,255.50 from THB 1,239,900,147.00 to THB 5,129,173,402.50 by issuing 7,778,546,511 new ordinary shares each at a par value of THB 0.50 and the amendment to Clause 4 of the Company's Memorandum of Association to correspond with the increase in the registered capital with the following votes:

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)	Voided Ballot (Votes)
763,586,974	0	0	0
Percentage	Percentage	Percentage	Percentage
100.0000	0.0000	0.0000	0.0000

5. Approved the allocation of new ordinary shares of the Company with the following votes:

5.1 Approved the allocation of no more than 1,035,338,000 new ordinary shares each at a par value of THB 0.50 to the following Private Placement investors at a definitive offering price of THB 4.10 per share:

- (a) 403,379,000 new ordinary shares to be allocated to Sansiri Public Company Limited totalling THB 1,653,853,900;
- (b) 268,918,000 new ordinary shares to be allocated to Viriyah Insurance Public Company Limited totalling THB 1,102,563,800; and
- (c) 363,041,000 new ordinary shares to be allocated to Mr. Mongkol Prakitchaiwattana totalling THB 1,488,468,100.

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)	Voided Ballot (Votes)
763,586,974	0	0	0
Percentage	Percentage	Percentage	Percentage
100.0000	0.0000	0.0000	0.0000

5.2 Approved the allocation of no more than 5,731,340,148 ordinary shares each at a par value of THB 0.50 to existing shareholders of the Company in proportion to their shareholding (Rights Offering), after completion of the offering of new ordinary shares in Private Placement, in a ratio of 1 existing ordinary share to 2 new ordinary shares and at the offering price of THB 0.50 per share.

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)	Voided Ballot (Votes)
763,586,974	0	0	0
Percentage	Percentage	Percentage	Percentage
100.0000	0.0000	0.0000	0.0000

5.3 Approved the allocation of no more than 165,385,167 new ordinary shares each at a par value of THB 0.50 (which is no more than 10 percent of the registered and paid-up capital of the Company) to the Private Placement investors under a General Mandate.

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)	Voided Ballot (Votes)
763,585,725	1,249	0	0
Percentage	Percentage	Percentage	Percentage
99.9998	0.0001	0.0000	0.0000

- 5.4 Approved the allocation of no more than 846,483,196 new ordinary shares each at a par value of THB 0.50 for the right adjustments under XPG-W4 warrants in accordance with the Terms and Conditions of Rights and Obligations of the Issuer and Holders of the Warrants to Purchase the New Ordinary Shares of XSpring Capital Public Company Limited No. 4.

Approve (Votes)	Disapprove (Votes)	Abstain (Votes)	Voided Ballot (Votes)
763,180,893	0	406,381	0
Percentage	Percentage	Percentage	Percentage
99.9467	0.0000	0.0532	0.0000

The Extraordinary General Meeting of Shareholders No. 1/2021 of the Company resolved to approve the allocation of no more than 5,731,340,148 ordinary shares each at a par value of THB 0.50 to existing shareholders of the Company in proportion to their shareholding (Rights Offering), after offering new ordinary shares in Private Placement, in a ratio of 1 existing ordinary share to 2 new ordinary shares. The offering price for the new ordinary shares in the capital increase is at THB 0.50 per share. It is specified that 29 July 2021 is the record date to determine shareholders who will be entitled to the Rights Offering allocation of new ordinary shares which will be after completion of the offering in the Private Placement.

In this regard, the Company, by the Company's Chief Executive Officer, determined the date to subscribe and pay for the subscription of new ordinary shares to be allocated to the existing shareholders of the Company in proportion to their shareholding (Rights Offering) to be during 20th August 2021 and 23rd August 2021 until 26th August 2021 (totaling 5 business days). Other details relating to such allocation and subscription of the new ordinary shares of the Company will be as appears in the Notification of the Right to Subscribe for New Ordinary Shares to be Allocated to the Existing Shareholders of XSpring Capital Public Company Limited Proportionate to their Shareholding (Rights Offering) and the enclosures, for which the Company will deliver to the shareholders later on.

Please be informed accordingly.

Yours faithfully,

Mr. Wanchak Buranasiri
Chief Executive Officer

Company Secretary Office
Tel. 02-624-6353